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Form **990-PF**Department of the Treasury
Internal Revenue Service**Return of Private Foundation**

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

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

OMB No 1545-0052

2014

Open to Public Inspection

For calendar year 2014 or tax year beginning

, and ending

Name of foundation MEDINA FOUNDATION		A Employer identification number 91-0745225
Number and street (or P O box number if mail is not delivered to street address) 801 SECOND AVENUE	Room/suite 1300	B Telephone number 206-652-8780
City or town, state or province, country, and ZIP or foreign postal code SEATTLE, WA 98104		C If exemption application is pending, check here ☐
G Check all that apply: ☐ Initial return ☐ Final return ☐ Address change ☐ Initial return of a former public charity ☐ Amended return ☐ 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) \$ 96,143,605.	J Accounting method: ☐ Cash ☒ Accrual ☐ Other (specify) _____	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)
Revenue	1 Contributions, gifts, grants, etc., received			N/A	
	2 Check ☒ if the foundation is not required to attach Sch B				
	3 Interest on savings and temporary cash investments	72.	72.		
	4 Dividends and interest from securities	2,563,811.	2,563,811.		
	5a Gross rents				
	b Net rental income or (loss)				
	6a Net gain or (loss) from sale of assets not on line 10	1,382,552.			
	b Gross sales price for all assets on line 6a	32,027,895.			
	7 Capital gain net income (from Part IV, line 2)		1,372,416.		
	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	606.	606.		STATEMENT 1	
12 Total. Add lines 1 through 11	3,947,041.	3,936,905.			
Operating and Administrative Expenses	13 Compensation of officers, directors, trustees, etc	191,341.	19,134.		172,207.
	14 Other employee salaries and wages	235,611.	11,780.		223,469.
	15 Pension plans, employee benefits	60,406.	3,020.		52,400.
	16a Legal fees STMT 2	1,088.	0.		1,088.
	b Accounting fees STMT 3	36,354.	2,000.		35,638.
	c Other professional fees STMT 4	240,384.	211,984.		29,514.
	17 Interest				
	18 Taxes STMT 5	74,700.	0.		0.
	19 Depreciation and depletion				
	20 Occupancy				
	21 Travel, conferences, and meetings	11,029.	0.		11,029.
	22 Printing and publications				
	23 Other expenses STMT 6	119,958.	3,201.		116,856.
	24 Total operating and administrative expenses. Add lines 13 through 23	970,871.	251,119.		642,201.
	25 Contributions, gifts, grants paid	3,662,584.			3,812,084.
26 Total expenses and disbursements. Add lines 24 and 25	4,633,455.	251,119.		4,454,285.	
27 Subtract line 26 from line 12:					
a Excess of revenue over expenses and disbursements	<686,414.>				
b Net investment income (if negative, enter -0-)		3,685,786.			
c Adjusted net income (if negative, enter -0-)			N/A		

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LHA For Paperwork Reduction Act Notice, see instructions.

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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			449,187.	180,079.	180,079.
	2 Savings and temporary cash investments			4,756,173.	4,697,506.	4,697,506.
	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			3,504.	6,893.	6,893.
	10a Investments - U.S. and state government obligations					
	b Investments - corporate stock STMT 7			70,116,048.	63,827,617.	63,827,617.
	c Investments - corporate bonds STMT 8			21,075,636.	27,084,311.	27,084,311.
	Liabilities	11 Investments - land, buildings, and equipment basis ▶				
Less: accumulated depreciation ▶						
12 Investments - mortgage loans						
13 Investments - other STMT 9				698,747.	54,660.	54,660.
14 Land, buildings, and equipment basis ▶ 7,200.						
Less: accumulated depreciation STMT 10 ▶ 7,200.						
15 Other assets (describe ▶ STATEMENT 11)				37,175.	292,539.	292,539.
16 Total assets (to be completed by all filers - see the instructions. Also, see page 1, item I)				97,136,470.	96,143,605.	96,143,605.
17 Accounts payable and accrued expenses				11,957.	49,808.	
18 Grants payable				189,500.	40,000.	
Net Assets or Fund Balances	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)			201,457.	89,808.		
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			96,935,013.	96,053,797.	
	25 Temporarily restricted					
	26 Permanently restricted					
	Foundations that do not follow SFAS 117, check here ▶ ☐ and complete lines 27 through 31.					
	27 Capital stock, trust principal, or current funds					
	28 Paid-in or capital surplus, or land, bldg., and equipment fund					
	29 Retained earnings, accumulated income, endowment, or other funds					
30 Total net assets or fund balances			96,935,013.	96,053,797.		
31 Total liabilities and net assets/fund balances			97,136,470.	96,143,605.		

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	96,935,013.
2 Enter amount from Part I, line 27a	2	<686,414.>
3 Other increases not included in line 2 (itemize) ▶	3	0.
4 Add lines 1, 2, and 3	4	96,248,599.
5 Decreases not included in line 2 (itemize) ▶ UNREALIZED LOSS ON INVESTMENTS	5	194,802.
6 Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	96,053,797.

Part IV Capital Gains and Losses for Tax on Investment Income

(a) List and describe the kind(s) of property sold (e.g., real estate, 2-story brick warehouse; or common stock, 200 shs. MLC Co.)	(b) How acquired P - Purchase D - Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
1a PUBLICLY TRADED SECURITIES	P		
b SCS OPPORTUNITIES FUND	P		
c ALLIANCEBERNSTEIN HOLDING L.P.	P		
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 31,395,445.		30,045,343.	1,350,102.
b 632,450.		600,000.	32,450.
c 36,006.		46,142.	<10,136.>
d			
e			

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

(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	(l) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col. (h))
a			1,350,102.
b			32,450.
c			<10,136.>
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	1,372,416.
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))
2013	4,427,704.	92,193,101.	.048026
2012	4,120,285.	87,916,049.	.046866
2011	4,065,488.	87,887,044.	.046258
2010	3,381,887.	82,252,713.	.041116
2009	4,706,674.	70,919,281.	.066367

2 Total of line 1, column (d)	2	.248633
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	.049727
4 Enter the net value of noncharitable-use assets for 2014 from Part X, line 5	4	95,471,572.
5 Multiply line 4 by line 3	5	4,747,515.
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	36,858.
7 Add lines 5 and 6	7	4,784,373.
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	4,454,285.

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

1a Exempt operating foundations described in section 4940(d)(2), check here ☐ and enter "N/A" on line 1. Date of ruling or determination letter: _____ (attach copy of letter if necessary-see instructions)		
b Domestic foundations that meet the section 4940(e) requirements in Part V, check here ☐ and enter 1% of Part I, line 27b		1 73,716.
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 73,716.
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 73,716.
6 Credits/Payments:		
a 2014 estimated tax payments and 2013 overpayment credited to 2014	6a 61,193.	
b Exempt foreign organizations - tax withheld at source	6b	
c Tax paid with application for extension of time to file (Form 8868)	6c 65,000.	
d Backup withholding erroneously withheld	6d	
7 Total credits and payments. Add lines 6a through 6d	7 126,193.	
8 Enter any penalty for underpayment of estimated tax. Check here ☒ if Form 2220 is attached	8	
9 Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed	9	
10 Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10 52,477.	
11 Enter the amount of line 10 to be: Credited to 2015 estimated tax	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?		X
1b 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
1c 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 2014 or the taxable year beginning in 2014 (see instructions for Part XIV)? If "Yes," complete Part XIV		X
10 Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses		X

Part VII-A Statements Regarding Activities (continued)

11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions)	11		X
12	Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement (see instructions)	12		X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application?	13	X	

Website address ► **WWW.MEDINAFOUNDATION.ORG**

14 The books are in care of ► **JENNIFER TEUNON** Telephone no. ► **206-652-8780**
 Located at ► **801 SECOND AVENUE, SUITE 1300, SEATTLE, WA** ZIP+4 ► **98104**

15 Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 - Check here ☐ and enter the amount of tax-exempt interest received or accrued during the year ► **15** **N/A**

16 At any time during calendar year 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? **Yes** **No**
☐ ☒ **X**

See the instructions for exceptions and filing requirements for FinCEN Form 114, (formerly TD F 90-22.1) If "Yes," enter the name of the foreign country ►

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

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

	Yes	No
1a During the year did the foundation (either directly or indirectly):		
(1) Engage in the sale or exchange, or leasing of property with a disqualified person? ☐ Yes ☒ No		
(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? ☐ Yes ☒ No		
(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? ☒ Yes ☐ No		
(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? ☒ Yes ☐ No		
(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)? ☐ Yes ☒ No		
(6) Agree to pay money or property to a government official? (Exception Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days.) ☐ Yes ☒ No		
b If any answer is "Yes" to 1a(1)-(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see instructions)? Organizations relying on a current notice regarding disaster assistance check here ☐ 1b		X
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		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 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 ►		
b Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement - see instructions.) N/A 2b		
c If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here. 2c		
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.) N/A 3b		
4a Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes? 4a		X
b Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2014? 4b		X

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

(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))?

☐ Yes ☒ No

(2) Influence the outcome of any specific public election (see section 4955); or to carry on, directly or indirectly, any voter registration drive?

☐ Yes ☒ No

(3) Provide a grant to an individual for travel, study, or other similar purposes?

☒ Yes ☐ No

(4) Provide a grant to an organization other than a charitable, etc., organization described in section 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

X

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

6b

X

b Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract?

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

7b

b If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction?

N/A

Part VIII Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors**1** List all officers, directors, trustees, foundation managers and their compensation.

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
SEE STATEMENT 12		171,015.	20,326.	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
AANA LAUCKHART - 801 SECOND AVE., SUITE 1300, SEATTLE, WA 98104	PROGRAM OFFICER 40.00	105,250.	15,119.	0.
JESSICA CASE - 801 SECOND AVE., SUITE 1300, SEATTLE, WA 98104	PROGRAM OFFICER 40.00	95,249.	12,839.	0.

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

☐ 0

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

(a) Name and address of each person paid more than \$50,000	(b) Type of service	(c) Compensation
LAIRD NORTON WEALTH MANAGEMENT 801 2ND AVE, SUITE 1600, SEATTLE, WA 98104	INVESTMENT ADVISOR & CUSTODIAN	211,984.

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

0

Part IX-A Summary of Direct Charitable Activities

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

	Expenses
1 N/A	
2	
3	
4	

Part IX-B Summary of Program-Related Investments

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

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

Form 990-PF (2014)

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	92,292,520.
b	Average of monthly cash balances	1b	4,239,149.
c	Fair market value of all other assets	1c	393,785.
d	Total (add lines 1a, b, and c)	1d	96,925,454.
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	96,925,454.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	1,453,882.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	95,471,572.
6	Minimum investment return. Enter 5% of line 5	6	4,773,579.

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	4,773,579.
2a	Tax on investment income for 2014 from Part VI, line 5	2a	73,716.
b	Income tax for 2014. (This does not include the tax from Part VI.)	2b	
c	Add lines 2a and 2b	2c	73,716.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	4,699,863.
4	Recoveries of amounts treated as qualifying distributions	4	0.
5	Add lines 3 and 4	5	4,699,863.
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	4,699,863.

Part XII**Qualifying Distributions** (see instructions)

1	Amounts paid (including administrative expenses) to accomplish charitable, etc., purposes:		
a	Expenses, contributions, gifts, etc. - total from Part I, column (d), line 26	1a	4,454,285.
b	Program-related investments - total from Part IX-B	1b	0.
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	2	
3	Amounts set aside for specific charitable projects that satisfy the:		
a	Suitability test (prior IRS approval required)	3a	
b	Cash distribution test (attach the required schedule)	3b	
4	Qualifying distributions. Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	4	4,454,285.
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income. Enter 1% of Part I, line 27b	5	0.
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	4,454,285.

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				4,699,863.
2 Undistributed income, if any, as of the end of 2014				
a Enter amount for 2013 only			4,295,880.	
b Total for prior years:		0.		
3 Excess distributions carryover, if any, to 2014:				
a From 2009				
b From 2010				
c From 2011				
d From 2012				
e From 2013				
f Total of lines 3a through e	0.			
4 Qualifying distributions for 2014 from Part XII, line 4: ► \$ 4,454,285.				
a Applied to 2013, but not more than line 2a			4,295,880.	
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				158,405.
e Remaining amount distributed out of corpus	0.			
5 Excess distributions carryover applied to 2014 (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:	0.			
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 2013. Subtract line 4a from line 2a. Taxable amount - see instr.			0.	
f Undistributed income for 2014. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2015				4,541,458.
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	0.			
9 Excess distributions carryover to 2015. Subtract lines 7 and 8 from line 6a	0.			
10 Analysis of line 9:				
a Excess from 2010				
b Excess from 2011				
c Excess from 2012				
d Excess from 2013				
e Excess from 2014				

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

N/A

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

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

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

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a Paid during the year				
826 SEATTLE 8414 GREENWOOD AVE N. SEATTLE, WA 98103	NONE	PC:509(A)(1) OR (A)(2)	GENERAL OPERATING	15,000.
ABUSED DEAF WOMEN'S ADVOCACY SERVICES 8623 ROOSEVELT WAY NE SEATTLE, WA 98115	NONE	PC:509(A)(1) OR (A)(2)	STABLE HOUSING INITIATIVE	12,000.
ALTERNATIVES TO HUNGER 1824 ELLIS STREET BELLINGHAM, WA 98225	NONE	PC:509(A)(1) OR (A)(2)	GENERAL OPERATING	25,000.
AMARA PARENTING AND ADOPTION SERVICES 3300 EAST UNION STREET SEATTLE, WA 98122	NONE	PC:509(A)(1) OR (A)(2)	GENERAL OPERATING	30,000.
ANACORTES FAMILY CENTER P.O. BOX 681 ANACORTES, WA 98221	NONE	PC:509(A)(1) OR (A)(2)	GENERAL OPERATING	20,000.
Total SEE CONTINUATION SHEET(S) ▶ 3a				3,812,084.
b Approved for future payment				
BOYS & GIRLS CLUBS OF SOUTH PUGET SOUND - MULTI YEAR 3875 S. 66TH STREET TACOMA, WA 98409	NONE	PC:509(A)(1) OR (A)(2)	GENERAL OPERATING	40,000.
KINDERING CENTER - CONTINGENT/CAPITAL CAMPAIGN 16120 NE 8TH ST. BELLEVUE, WA 98008	NONE	PC:509(A)(1) OR (A)(2)	KINDERING BOTHELL CAPITAL CAMPAIGN (CAPITAL CAMPAIGN 80% GOAL CHALLENGE)	75,000.
WESTSIDE SCHOOL - CONTINGENT/CAPITAL CAMPAIGN 7740 34TH AVE SW SEATTLE, WA 98126	NONE	PC:509(A)(1) OR (A)(2)	WESTSIDE SCHOOL: HEADING HOME (CAPITAL CAMPAIGN 80% GOAL CHALLENGE)	50,000.
Total ▶ 3b				165,000.

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

- | | | | |
|--|--------------|------------|-----------|
| <p>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?</p> <p>a Transfers from the reporting foundation to a noncharitable exempt organization of:</p> <p>(1) Cash</p> <p>(2) Other assets</p> <p>b Other transactions:</p> <p>(1) Sales of assets to a noncharitable exempt organization</p> <p>(2) Purchases of assets from a noncharitable exempt organization</p> <p>(3) Rental of facilities, equipment, or other assets</p> <p>(4) Reimbursement arrangements</p> <p>(5) Loans or loan guarantees</p> <p>(6) Performance of services or membership or fundraising solicitations</p> <p>c Sharing of facilities, equipment, mailing lists, other assets, or paid employees</p> <p>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.</p> | | Yes | No |
| | 1a(1) | | X |
| | 1a(2) | | X |
| | 1b(1) | | X |
| | 1b(2) | | X |
| | 1b(3) | | X |
| | 1b(4) | | X |
| | 1b(5) | | X |
| | 1b(6) | | X |
| | 1c | | X |

[illegible]

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

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

Sign Here	Under penalties of perjury, I declare that I have examined this return, including accompanying schedules and statements, and to the best of my knowledge and belief, it is true, correct and complete. Declaration of preparer (other than taxpayer) is based on all information of which preparer has any knowledge.				May the IRS discuss this return with the preparer shown below (see instr.)? ☒ Yes ☐ No
	 Signature of Officer or Trustee	8/6/15 Date	EXECUTIVE DIRECTOR Title		
Paid Preparer Use Only	Print/Type preparer's name	Preparer's signature	Date	Check ☐ if self-employed	PTIN
	JANE M. SEARING	JANE M. SEARING	08/05/15		P00000565
	Firm's name ▶ CLARK NUBER, PS			Firm's EIN ▶ 91-1194016	
	Firm's address ▶ 10900 NE 4TH STREET, SUITE 1700 BELLEVUE, WA 98004			Phone no. 425-454-4919	

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

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
API CHAYA P.O. BOX 14047 SEATTLE, WA 98114	NONE	PC: 509(A)(1) OR (A)(2)	STABLE HOUSING INITIATIVE	20,000.
ARCHDIOCESAN HOUSING AUTHORITY 118 BELL STREET SEATTLE, WA 98121	NONE	PC: 509(A)(1) OR (A)(2)	GENERAL OPERATING	25,000.
ARCHDIOCESAN HOUSING AUTHORITY 118 BELL STREET SEATTLE, WA 98121	NONE	PC: 509(A)(1) OR (A)(2)	GENERAL OPERATING	10,000.
ARTS CORPS 4408 DELRIDGE WAY SW, SUITE 110 SEATTLE, WA 98106-1348	NONE	PC: 509(A)(1) OR (A)(2)	ARTS INTEGRATION THROUGH TEACHING ARTISTS RESIDENCIES	15,000.
ASSISTANCE LEAGUE OF BELLINGHAM P.O. BOX 2998 BELLINGHAM, WA 98227-2998	NONE	PC: 509(A)(1) OR (A)(2)	OPERATION SCHOOL BELL (OSB)	10,000.
ASSISTANCE LEAGUE OF EVERETT 5107 EVERGREEN WAY EVERETT, WA 98203	NONE	PC: 509(A)(1) OR (A)(2)	OPERATION SCHOOL BELL (OSB)	20,000.
ASSISTANCE LEAGUE OF SEATTLE 1415 NORTH 45TH ST. SEATTLE, WA 98103	NONE	PC: 509(A)(1) OR (A)(2)	OPERATION SCHOOL BELL (OSB)	10,000.
Total from continuation sheets				3,710,084.

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

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
AUBURN YOUTH RESOURCES 816 F STREET SE AUBURN, WA 98002-6121	NONE	PC: 509 (A) (1) OR (A) (2)	GENERAL OPERATING	15,000.
BIG BROTHERS BIG SISTERS OF ISLAND COUNTY 913 E. WHIDBEY AVE. OAK HARBOR, WA 98277	NONE	PC: 509 (A) (1) OR (A) (2)	GENERAL	10,000.
BIG BROTHERS BIG SISTERS OF PUGET SOUND 1600 SOUTH GRAHAM ST. SEATTLE, WA 98108	NONE	PC: 509 (A) (1) OR (A) (2)	GENERAL OPERATING	35,000.
BIRTH TO THREE DEVELOPMENTAL CENTER PO BOX 24269 FEDERAL WAY, WA 98023	NONE	PC: 509 (A) (1) OR (A) (2)	GENERAL OPERATING	30,000.
BOYER CHILDREN'S CLINIC 1850 BOYER AVE. EAST SEATTLE, WA 98112	NONE	PC: 509 (A) (1) OR (A) (2)	GENERAL OPERATING	40,000.
BOYS & GIRLS CLUB OF THE LONG BEACH PENINSULA P.O. BOX 1172 LONG BEACH, WA 98631	NONE	PC: 509 (A) (1) OR (A) (2)	GENERAL OPERATING	25,000.
BOYS & GIRLS CLUBS OF BELLEVUE 209 100TH AVE. NE BELLEVUE, WA 98004	NONE	PC: 509 (A) (1) OR (A) (2)	GENERAL OPERATING	35,000.

Total from continuation sheets

Part XVI Supplementary Information (continued)**3a Grants and Contributions Paid During the Year**

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
BOYS & GIRLS CLUBS OF KING COUNTY 603 STEWART ST., STE. 300 SEATTLE, WA 98101	NONE	PC: 509(A)(1) OR (A)(2)	GENERAL OPERATING	40,000.
BOYS & GIRLS CLUBS OF SNOHOMISH COUNTY 9502 - 19TH AVE SE, SUITE F EVERETT, WA 98208	NONE	PC: 509(A)(1) OR (A)(2)	BOYS & GIRLS CLUBS OF SNOHOMISH COUNTY GENERAL OPERATING SUPPORT	20,000.
BOYS & GIRLS CLUBS OF SOUTH PUGET SOUND 3875 S. 66TH STREET TACOMA, WA 98409	NONE	PC: 509(A)(1) OR (A)(2)	GENERAL OPERATING	40,000.
BOYS & GIRLS CLUBS OF THURSTON COUNTY 905 24TH WAY SW, SUITE A2 OLYMPIA, WA 98502	NONE	PC: 509(A)(1) OR (A)(2)	GENERAL OPERATING	35,000.
BOYS & GIRLS CLUBS OF WHATCOM COUNTY 1715 KENTUCKY ST. BELLINGHAM, WA 98226	NONE	PC: 509(A)(1) OR (A)(2)	GENERAL OPERATING	25,000.
BUILDING CHANGES 2014 E. MADISON, STE. 200 SEATTLE, WA 98122	NONE	PC: 509(A)(1) OR (A)(2)	IN HONOR OF BARBARA DINGFIELD	2,000.
CATHOLIC COMMUNITY SERVICES OF KING COUNTY 1561 ALASKAN WAY S. SEATTLE, WA 98134	NONE	PC: 509(A)(1) OR (A)(2)	ST. MARTIN DE PORRES SHELTER	20,000.

Total from continuation sheets

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

Name and address (home or business) 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
CATHOLIC COMMUNITY SERVICES OF KING COUNTY 416 - 2ND AVENUE SEATTLE, WA 98194-0741	NONE	PC: 509(A)(1) OR (A)(2)	LAZARUS DAY CENTER	10,000.
CATHOLIC COMMUNITY SERVICES OF KING COUNTY CCS HEADQUARTERS - 100 - 23RD AVE S. SEATTLE, WA 98144-2302	NONE	PC: 509(A)(1) OR (A)(2)	HOME ARISE REACH OUT	15,000.
CATHOLIC COMMUNITY SERVICES OF KING COUNTY CCS HEADQUARTERS - 100 - 23RD AVE. S. SEATTLE, WA 98144-2302	NONE	PC: 509(A)(1) OR (A)(2)	GROUNDWORK	15,000.
CATHOLIC COMMUNITY SERVICES OF KING COUNTY CCS HEADQUARTERS - 100 - 23RD AVE. S. SEATTLE, WA 98144	NONE	PC: 509(A)(1) OR (A)(2)	KATHERINE'S AND RITA'S HOUSES	20,000.
CATHOLIC COMMUNITY SERVICES OF WESTERN WASHINGTON 1133 RAILROAD AVE., STE 100 BELLINGHAM, WA 98225	NONE	PC: 509(A)(1) OR (A)(2)	GENERAL OPERATING	10,000.
CATHOLIC COMMUNITY SERVICES OF WESTERN WASHINGTON 232 WARREN AVENUE N. SEATTLE, WA 98109	NONE	PC: 509(A)(1) OR (A)(2)	SACRED HEART SHELTER	25,000.
CATHOLIC COMMUNITY SERVICES OF WESTERN WASHINGTON 7050 SOUTH G STREET TACOMA, WA 98408	NONE	PC: 509(A)(1) OR (A)(2)	GENERAL OPERATING SUPPORT	25,000.

Total from continuation sheets

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

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
CATHOLIC COMMUNITY SERVICES OF WESTERN WASHINGTON CCS HEADQUARTERS - 100 23RD AVE. S. SEATTLE, WA 98144	NONE	PC: 509(A)(1) OR (A)(2)	GENERAL OPERATING	15,000.
CATHOLIC COMMUNITY SERVICES OF WESTERN WASHINGTON CCS SW HEADQUARTERS - 1323 S. YAKIMA AVENUE TACOMA, WA 98405	NONE	PC: 509(A)(1) OR (A)(2)	GENERAL OPERATING	25,000.
CATHOLIC COMMUNITY SERVICES OF WESTERN WASHINGTON CCS SW HEADQUARTERS - 1323 YAKIMA AVE. S. TACOMA, WA 98405	NONE	PC: 509(A)(1) OR (A)(2)	THE HOSPITALITY KITCHEN	10,000.
CATHOLIC COMMUNITY SERVICES OF WESTERN WASHINGTON CCS SW HEADQUARTERS - 1323 YAKIMA AVE. S. TACOMA, WA 98405	NONE	PC: 509(A)(1) OR (A)(2)	TACOMA AVENUE SHELTER	20,000.
CATHOLIC COMMUNITY SERVICES OF WESTERN WASHINGTON P.O. BOX 1734 ABERDEEN, WA 98520	NONE	PC: 509(A)(1) OR (A)(2)	GRAYS HARBOR YOUTH CENTER	10,000.
CATHOLIC COMMUNITY SERVICES OF WESTERN WASHINGTON P.O. BOX 1734 ABERDEEN, WA 98520	NONE	PC: 509(A)(1) OR (A)(2)	FEED THE HUNGRY	8,000.
CATHOLIC COMMUNITY SERVICES OF WESTERN WASHINGTON PO BOX 1104 OLYMPIA, WA 98507-1104	NONE	PC: 509(A)(1) OR (A)(2)	THE COMMUNITY KITCHEN	7,000.

Total from continuation sheets

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

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
CATHOLIC COMMUNITY SERVICES SW CCS SW HEADQUARTERS - 1323 SOUTH YAKIMA AVE. TACOMA, WA 98405	NONE	PC: 509 (A) (1) OR (A) (2)	EMERGENCY SHELTER	25,000.
CHIEF SEATTLE CLUB 410 SECOND AVENUE EXTENSION S. SEATTLE, WA 98104	NONE	PC: 509 (A) (1) OR (A) (2)	GENERAL OPERATING	25,000.
CHILD ADVOCACY CENTER OF SNOHOMISH COUNTY DEA DAWSON PLACE 1509 CALIFORNIA STREET EVERETT, WA 98201	NONE	PC: 509 (A) (1) OR (A) (2)	GENERAL OPERATING	20,000.
CHILD CARE ACTION COUNCIL OF THURSTON COUNTY PO BOX 446 OLYMPIA, WA 98507	NONE	PC: 509 (A) (1) OR (A) (2)	GENERAL OPERATING	20,000.
CHILD CARE RESOURCES 1225 S. WELLER ST., STE. 300 SEATTLE, WA 98144	NONE	PC: 509 (A) (1) OR (A) (2)	GENERAL OPERATING	20,000.
CHILDREN'S ADVOCACY CENTER OF GRAYS HARBOR 514 BROADWAY AVE. EAST MONTESANO, WA 98563	NONE	PC: 509 (A) (1) OR (A) (2)	GENERAL OPERATING	15,000.
CHILDREN'S DISCOVERY FOUNDATION 30 PEA PATCH LANE EASTSOUND, WA 98245	NONE	PC: 509 (A) (1) OR (A) (2)	GENERAL OPERATING	10,000.
Total from continuation sheets				

Part VII Supplementary Information (continued)**3a** Grants and Contributions Paid During the Year

Name and address (home or business) 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
CHILDREN'S INSTITUTE FOR LEARNING DIFFERENCES 2640 BENSON ROAD S RENTON, WA 98055	NONE	PC: 509 (A) (1) OR (A) (2)	EXPANDING SERVICE AND WORKFORCE CAPACITY CHILD LEGACY CAMPAIGN	30,000.
CHILDREN'S THERAPY CENTER 10811 SE KENT KANGLEY ROAD KENT, WA 98030	NONE	PC: 509 (A) (1) OR (A) (2)	GENERAL OPERATING	30,000.
CHILDSTRIVE FORMERLY KNOWN AS LITTLE RED SCHOOL HOUSE 14 EAST CASINO ROAD EVERETT, WA 98208	NONE	PC: 509 (A) (1) OR (A) (2)	GENERAL OPERATING	25,000.
CITY YEAR SEATTLE/KING COUNTY 2203 - 23RD AVE. S., SUITE 101 SEATTLE, WA 98144	NONE	PC: 509 (A) (1) OR (A) (2)	GENERAL OPERATING	25,000.
COASTAL COMMUNITY ACTION PROGRAM 117 E. 3RD ST. ABERDEEN, WA 98520	NONE	PC: 509 (A) (1) OR (A) (2)	GENERAL OPERATING	20,000.
COCOON HOUSE 2929 PINE ST. EVERETT, WA 98201	NONE	PC: 509 (A) (1) OR (A) (2)	GENERAL OPERATING	40,000.
CODE.ORG 1301 FIFTH AVE, SUITE 1225 SEATTLE, WA 98101	NONE	PC: 509 (A) (1) OR (A) (2)	GENERAL OPERATING	10,000.
Total from continuation sheets				

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

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
COMMUNITY CAPITAL DEVELOPMENT 1437 SOUTH JACKSON, SUITE 201 SEATTLE, WA 98144	NONE	PC: 509 (A) (1) OR (A) (2)	SEATTLE BUSINESS ASSISTANCE CENTER	15,000.
COMMUNITY CENTER FOR EDUCATION RESULTS 2100 24TH AVENUE SOUTH, SUITE 340 SEATTLE, WA 98144	NONE	PC: 509 (A) (1) OR (A) (2)	GENERAL OPERATING	10,000.
COMMUNITY FOR YOUTH 999 3RD AVE., SUITE 1570 SEATTLE, WA 98104	NONE	PC: 509 (A) (1) OR (A) (2)	GENERAL OPERATING	20,000.
COMMUNITY FOR YOUTH 999 3RD AVE., SUITE 1570 SEATTLE, WA 98104	NONE	I: INDIVIDUAL	NONPROFIT EXECUTIVE LEADERSHIP INSTITUTE SCHOLARSHIP	3,250.
COMPASS HEALTH 4526 FEDERAL AVENUE, MS #49 EVERETT, WA 98203	NONE	PC: 509 (A) (1) OR (A) (2)	BAILEY PEER CENTER FOR THE HOMELESS KITCHEN UPGRADES	13,519.
COMPASS HOUSING ALLIANCE 77 S. WASHINGTON ST. SEATTLE, WA 98104	NONE	PC: 509 (A) (1) OR (A) (2)	GENERAL OPERATING	60,000.
COMPASS HOUSING ALLIANCE 77 S. WASHINGTON ST. SEATTLE, WA 98104	NONE	I: INDIVIDUAL	NONPROFIT EXECUTIVE LEADERSHIP INSTITUTE SCHOLARSHIP	3,250.

Total from continuation sheets

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

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
CONSEJO COUNSELING & REFERRAL SERVICES 3808 S. ANGELINE ST. SEATTLE, WA 98118	NONE	PC: 509(A)(1) OR (A)(2)	GENERAL OPERATING	25,000.
DOMESTIC ABUSE WOMEN'S NETWORK PO BOX 88007 TUKWILA, WA 98138	NONE	PC: 509(A)(1) OR (A)(2)	GENERAL OPERATING	40,000.
DOMESTIC VIOLENCE & SEXUAL ASSAULT SERVICES OF WHATCOM COUNTY 1407 COMMERCIAL ST. BELLINGHAM, WA 98225	NONE	PC: 509(A)(1) OR (A)(2)	STABLE HOUSING INITIATIVE	20,000.
DOMESTIC VIOLENCE & SEXUAL ASSAULT SERVICES OF WHATCOM COUNTY 1407 COMMERCIAL ST. BELLINGHAM, WA 98225	NONE	PC: 509(A)(1) OR (A)(2)	GENERAL OPERATING/CAPITAL CAMPAIGN/SAFE SHELTER	50,000.
DOMESTIC VIOLENCE SERVICES OF SNOHOMISH COUNTY P.O. BOX 7 EVERETT, WA 98206-0007	NONE	PC: 509(A)(1) OR (A)(2)	GENERAL OPERATING	25,000.
DONORSCHOOSE.ORG 134 WEST 37TH STREET, FLOOR 11 NEW YORK, NY 10018	NONE	PC: 509(A)(1) OR (A)(2)	FUNDING OF MEDINA'S RURAL COUNTIES' TEACHER REQUESTS	39,000.
DOWNTOWN EMERGENCY SERVICE CENTER 515 - 3RD AVE. SEATTLE, WA 98104	NONE	PC: 509(A)(1) OR (A)(2)	GENERAL OPERATING	75,000.

Total from continuation sheets

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

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
EASTSIDE ACADEMY 1717 BELLEVUE WAY NE BELLEVUE, WA 98004	NONE	PC: 509 (A) (1) OR (A) (2)	GENERAL OPERATING	30,000.
EMERGENCY FOOD NETWORK OF TACOMA AND PIERCE COUNTY 3318 92ND ST. SOUTH LAKEWOOD, WA 98499	NONE	PC: 509 (A) (1) OR (A) (2)	GENERAL OPERATING	30,000.
ENCOMPASS NORTHWEST 1407 BOALCH AVE. NW NORTH BEND, WA 98045	NONE	PC: 509 (A) (1) OR (A) (2)	GENERAL OPERATING	25,000.
EXPRESS ADVANTAGE 1741 - 4TH AVE.S., SUITE A SEATTLE, WA 98134	NONE	PC: 509 (A) (1) OR (A) (2)	GENERAL OPERATING	150,000.
FARESTART 700 VIRGINIA AVENUE SEATTLE, WA 98101	NONE	PC: 509 (A) (1) OR (A) (2)	GENERAL OPERATING	40,000.
FOOD LIFELINE 1702 NE 150TH ST. SHORELINE, WA 98155-7226	NONE	PC: 509 (A) (1) OR (A) (2)	GENERAL OPERATING	50,000.
FOUNDATION FOR PRIVATE ENTERPRISE EDUCATION 33305 1ST WAY SOUTH, SUITE B-212 FEDERAL WAY, WA 98003	NONE	PC: 509 (A) (1) OR (A) (2)	SW WASHINGTON BUSINESS WEEK YOUTH DEVELOPMENT	15,000.
Total from continuation sheets				

Part VII Supplementary Information (continued)**3a Grants and Contributions Paid During the Year**

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
FRIENDS OF THE CHILDREN SEATTLE PO BOX 22801 SEATTLE, WA 98122-0801	NONE	PC: 509(A)(1) OR (A)(2)	GENERAL OPERATING	25,000.
FRIENDS OF YOUTH 13116 NE 132ND ST KIRKLAND, WA 98034	NONE	PC: 509(A)(1) OR (A)(2)	GENERAL OPERATING	35,000.
GIRL SCOUTS OF WESTERN WASHINGTON 601 VALLEY STREET SEATTLE, WA 98109	NONE	PC: 509(A)(1) OR (A)(2)	LEADERSHIP OUTREACH PROGRAM	20,000.
GRANTMAKERS FOR EFFECTIVE ORGANIZATIONS 1413 K STREET WASHINGTON, DC 20005	NONE	PC: 509(A)(1) OR (A)(2)	2014 MEMBERSHIP DUES	1,330.
GRAYS HARBOR COUNTY CASA 1017 S. BOONE ST. #312 ABERDEEN, WA 98520	NONE	PC: 509(A)(1) OR (A)(2)	GENERAL OPERATING	10,000.
HILLTOP ARTISTS IN RESIDENCE P.O. BOX 6829 TACOMA, WA 98417	NONE	PC: 509(A)(1) OR (A)(2)	ARTS CONNECT FOR COURT-INVOLVED GIRLS	13,000.
HOLLY RIDGE CENTER 5112 NW TAYLOR RD. BREMERTON, WA 98312	NONE	PC: 509(A)(1) OR (A)(2)	GENERAL OPERATING	20,000.

Total from continuation sheets

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

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
HOPE IN CHRIST MINISTRIES DBA THE COFFEE OASIS 837 - 4TH STREET BREMERTON, WA 98337	NONE	PC:509(A)(1) OR (A)(2)	GENERAL OPERATING	30,000.
HOPESPARKS 6424 N. 9TH STREET TACOMA, WA 98406	NONE	PC:509(A)(1) OR (A)(2)	GENERAL OPERATING	30,000.
HOPEWORKS SOCIAL ENTERPRISES 3331 BROADWAY EVERETT, WA 98201	NONE	PC:509(A)(1) OR (A)(2)	GENERAL OPERATING - HOPEWORKS STATION	50,000.
HOUSING HOPE 5830 EVERGREEN WAY EVERETT, WA 98012	NONE	PC:509(A)(1) OR (A)(2)	GENERAL OPERATING	50,000.
IMAGINE HOUSING 10604 NE 38TH PLACE, SUITE 215 KIRKLAND, WA 98033	NONE	PC:509(A)(1) OR (A)(2)	GENERAL OPERATING	35,000.
INDEPENDENT SECTOR 1602 L STREET, NW, SUITE 900 WASHINGTON, DC 20036	NONE	PC:509(A)(1) OR (A)(2)	CONFERENCE SPONSORSHIP	10,000.
JEWISH FAMILY SERVICE 1601 16TH AVE. SEATTLE, WA 98122-4000	NONE	PC:509(A)(1) OR (A)(2)	GENERAL OPERATING	30,000.

Total from continuation sheets

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

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
JUBILEE WOMEN'S CENTER 620 18TH AVE. E. SEATTLE, WA 98112	NONE	PC: 509(A)(1) OR (A)(2)	GENERAL OPERATING	30,000.
JUMPING MOUSE CHILDREN'S CENTER 1809 SHERIDAN STREET PORT TOWNSEND, WA 98368	NONE	PC: 509(A)(1) OR (A)(2)	GENERAL OPERATING	20,000.
KING COUNTY SEXUAL ASSAULT RESOURCE CENTER P.O. BOX 300 RENTON, WA 98057-0300	NONE	PC: 509(A)(1) OR (A)(2)	GENERAL OPERATING	30,000.
KITSAP ADULT CENTER FOR EDUCATION 616 FIFTH ST. BREMERTON, WA 98337	NONE	PC: 509(A)(1) OR (A)(2)	GENERAL OPERATING	15,000.
KITSAP COMMUNITY RESOURCES 845 - 8TH STREET BREMERTON, WA 98337-1517	NONE	PC: 509(A)(1) OR (A)(2)	GENERAL OPERATING	20,000.
L'ARCHE TAHOMA HOPE 12303 36TH AVE. E. TACOMA, WA 98446	NONE	PC: 509(A)(1) OR (A)(2)	L'ARCHE FARM AND GARDENS PROGRAM.	15,000.
LIFEWIRE PO BOX 6398 BELLEVUE, WA 98008-0398	NONE	PC: 509(A)(1) OR (A)(2)	STABLE HOUSING INITIATIVE	20,000.

Total from continuation sheets

Part VII Supplementary Information (continued)**3a Grants and Contributions Paid During the Year**

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
LITERACY SOURCE 720 NORTH 35TH STE 103 SEATTLE, WA 98103	NONE	PC:509(A)(1) OR (A)(2)	GENERAL OPERATING	15,000.
LOPEZ ISLAND FAMILY RESOURCE CENTER PO BOX 732 LOPEZ ISLAND, WA 98261	NONE	PC:509(A)(1) OR (A)(2)	GENERAL OPERATING- CHALLENGE GRANT	10,000.
LYDIA PLACE PO BOX 28487 BELLINGHAM, WA 98228	NONE	PC:509(A)(1) OR (A)(2)	GENERAL OPERATING	15,000.
MOCKINGBIRD SOCIETY 2100 24TH AVE. S., STE. 240 SEATTLE, WA 98144	NONE	PC:509(A)(1) OR (A)(2)	GENERAL OPERATING	35,000.
MOTHER MENTORS OF WHIDBEY ISLAND 8022 SCATCHET HEAD ROAD CLINTON, WA 98236	NONE	PC:509(A)(1) OR (A)(2)	GENERAL OPERATING	10,000.
MOTHER MENTORS OF WHIDBEY ISLAND PO BOX 92 LANGLEY, WA 98260-0092	NONE	I: INDIVIDUAL	NONPROFIT EXECUTIVE LEADERSHIP INSTITUTE SCHOLARSHIP	3,250.
NEIGHBORHOOD HOUSE 905 SPRUCE STREET SEATTLE, WA 98104	NONE	PC:509(A)(1) OR (A)(2)	GENERAL OPERATING	50,000.
Total from continuation sheets				

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

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
NEW HORIZONS MINISTRIES PO BOX 2801 SEATTLE, WA 98111	NONE	PC: 509(A)(1) OR (A)(2)	GENERAL OPERATING	35,000.
NEW PHOEBE HOUSE ASSOCIATION PO BOX 5245 TACOMA, WA 98415	NONE	PC: 509(A)(1) OR (A)(2)	GENERAL OPERATING	15,000.
NORTH KITSAP FISHLINE P.O. BOX 1517 POULSBO, WA 98370	NONE	PC: 509(A)(1) OR (A)(2)	GENERAL OPERATING	20,000.
NORTHWEST YOUTH SERVICES 1020 N. STATE STREET BELLINGHAM, WA 98225-5012	NONE	I: INDIVIDUAL	NONPROFIT EXECUTIVE LEADERSHIP INSTITUTE SCHOLARSHIP	3,250.
OLYMPIC PENINSULA YMCA 302 S. FRANCIS STREET PORT ANGELES, WA 98362	NONE	PC: 509(A)(1) OR (A)(2)	GENERAL OPERATING	25,000.
OLYMPIC VIEW COMMUNITY FOUNDATION 720 E WASHINGTON, SUITE 111 SEQUIM, WA 98382	NONE	PC: 509(A)(1) OR (A)(2)	CLALLAM COUNTY ALLIANCE FOR LEADERSHIP CONFERENCE	3,500.
OPEN ARMS PERINATAL SERVICES 2524 16TH AVE S, ROOM 207A SEATTLE, WA 98144	NONE	PC: 509(A)(1) OR (A)(2)	GENERAL OPERATING	10,000.
Total from continuation sheets				

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

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
OPERATION NIGHTWATCH/SEATTLE PO BOX 21181 SEATTLE, WA 98111	NONE	PC: 509(A)(1) OR (A)(2)	GENERAL OPERATING	15,000.
OPPORTUNITY COUNCIL 1111 CORNWALL AVE., STE. C BELLINGHAM, WA 98225	NONE	PC: 509(A)(1) OR (A)(2)	WHATCOM HOMELESS SERVICE CENTER	30,000.
PANZA 2525 FIR STREET SE OLYMPIA, WA 98501	NONE	PC: 509(A)(1) OR (A)(2)	GENERAL OPERATING- QUIXOTE VILLAGE	25,000.
PARENT TRUST FOR WASHINGTON CHILDREN 2200 RAINIER AVE. S. SEATTLE, WA 98144	NONE	PC: 509(A)(1) OR (A)(2)	GENERAL OPERATING	30,000.
PHILANTHROPY NORTHWEST 2101 4TH AVE. SUITE 650 SEATTLE, WA 98121	NONE	PC: 509(A)(1) OR (A)(2)	2014 MEMBERSHIP DUES	13,835.
PHILANTHROPY NORTHWEST 2101 4TH AVE. SUITE 650 SEATTLE, WA 98121	NONE	PC: 509(A)(1) OR (A)(2)	PHILANTHROPIST'S FORUM	10,000.
PLYMOUTH HOUSING GROUP 2113 3RD AVENUE SEATTLE, WA 98121	NONE	PC: 509(A)(1) OR (A)(2)	GENERAL OPERATING	75,000.
Total from continuation sheets				

Part VII Supplementary Information (continued)**3a** Grants and Contributions Paid During the Year

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
RAINIER THERAPEUTIC RIDING P.O. BOX 2947 YELM, WA 98597	NONE	PC: 509(A)(1) OR (A)(2)	GENERAL OPERATING	10,000.
RALLYPOINT/6 5700 100TH STREET, SW, SUITE 330-219 LAKEWOOD, WA 98499	NONE	PC: 509(A)(1) OR (A)(2)	GENERAL OPERATING	25,000.
READINESS TO LEARN P.O. BOX 280 LANGLEY, WA 98260	NONE	PC: 509(A)(1) OR (A)(2)	GENERAL OPERATING	10,000.
REAL ESCAPE FROM THE SEX TRADE (REST) 24 ROY STREET BOX 256 SEATTLE, WA 98109	NONE	PC: 509(A)(1) OR (A)(2)	GENERAL OPERATING	10,000.
RECOVERY CAPE 2022 BOREN AVE SEATTLE, WA 98121	NONE	PC: 509(A)(1) OR (A)(2)	GENERAL OPERATING	35,000.
RENTON AREA YOUTH & FAMILY SERVICES P.O. BOX 1510 RENTON, WA 98057	NONE	PC: 509(A)(1) OR (A)(2)	SPARK T.H.I.S.	25,000.
RESCUE MISSION P.O. BOX 1912 TACOMA, WA 98401-1912	NONE	PC: 509(A)(1) OR (A)(2)	GENERAL OPERATING	35,000.
Total from continuation sheets				

Part VII Supplementary Information (continued)**3a** Grants and Contributions Paid During the Year

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
ROCHESTER ORGANIZATION OF FAMILIES PO BOX 312 ROCHESTER, WA 98579	NONE	PC: 509(A) (1) OR (A) (2)	GENERAL OPERATING	25,000.
ROTARY FIRST HARVEST P.O. BOX 94117 SEATTLE, WA 98124	NONE	PC: 509(A) (1) OR (A) (2)	GENERAL OPERATING	35,000.
RYTHER 2400 NE 95TH ST. SEATTLE, WA 98115	NONE	PC: 509(A) (1) OR (A) (2)	GENERAL OPERATING	25,000.
SAFEFUTURES YOUTH CENTER 6337 - 35TH AVENUE S.W. SEATTLE, WA 98126	NONE	PC: 509(A) (1) OR (A) (2)	GENERAL OPERATING	20,000.
SAFEPLACE PO BOX 2002 OLYMPIA, WA 98507-1605	NONE	PC: 509(A) (1) OR (A) (2)	GENERAL OPERATING	20,000.
SCHOOL'S OUT WASHINGTON 801 23RD AVE. S SUITE A SEATTLE, WA 98144	NONE	PC: 509(A) (1) OR (A) (2)	GENERAL OPERATING	20,000.
SEASHARE 600 ERICKSEN AVE. NE, STE. 310 BAINBRIDGE ISLAND, WA 98110-1812	NONE	PC: 509(A) (1) OR (A) (2)	GENERAL OPERATING	20,000.
Total from continuation sheets				

Part XVI Supplementary Information (continued)**3a** Grants and Contributions Paid During the Year

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
SEATTLE PARKS FOUNDATION 105 SOUTH MAIN STREET, #235 SEATTLE, WA 98104	NONE	PC: 509(A)(1) OR (A)(2)	IN HONOR OF BARBARA DINGFIELD	1,500.
SEATTLE TILTH ASSOCIATION 4649 SUNNYSIDE AVENUE N, SUITE 100 SEATTLE, WA 98103	NONE	PC: 509(A)(1) OR (A)(2)	SEATTLE YOUTH GARDEN WORKS	10,000.
SHALOM ZONE NONPROFIT ASSOCIATION 1415 NE 43RD ST. SEATTLE, WA 98105	NONE	PC: 509(A)(1) OR (A)(2)	GENERAL OPERATING	15,000.
SKAGIT DOMESTIC VIOLENCE & SEXUAL ASSAULT SERVICES P.O. BOX 301 MT. VERNON, WA 98273	NONE	PC: 509(A)(1) OR (A)(2)	GENERAL OPERATING	10,000.
SKAGIT VALLEY FAMILY YMCA 215 EAST FULTON STREET MOUNT VERNON, WA 98273	NONE	PC: 509(A)(1) OR (A)(2)	GENERAL OPERATING FOR THE YMCA OASIS TEEN SHELTER	10,000.
SOCIAL VENTURE PARTNERS 220 2ND AVENUE S, #3 SEATTLE, WA 98104	NONE	PC: 509(A)(1) OR (A)(2)	2014 MEMBERSHIP DUES	5,400.
SOCIAL VENTURE PARTNERS 220 2ND AVENUE S, #3 SEATTLE, WA 98104	NONE	PC: 509(A)(1) OR (A)(2)	STATEWIDE CAPACITY COLLABORATIVE	10,000.

Total from continuation sheets

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

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
Recipient				
SOUND LEARNING FORMERLY MASON COUNTY LITERACY P.O. BOX 2529 SHELTON, WA 98584	NONE	PC: 509(A) (1) OR (A) (2)	GENERAL OPERATING	10,000.
STREET YOUTH MINISTRIES 4540 15TH AVE. NE SEATTLE, WA 98105	NONE	PC: 509(A) (1) OR (A) (2)	GENERAL OPERATING	15,000.
TEAM READ P.O. BOX 94042 SEATTLE, WA 98124	NONE	PC: 509(A) (1) OR (A) (2)	GENERAL OPERATING	30,000.
TEEN FEED 4740-B UNIVERSITY WAY NE SEATTLE, WA 98105	NONE	PC: 509(A) (1) OR (A) (2)	GENERAL OPERATING	25,000.
THE DOVE PROJECT PO BOX 237 VASHON, WA 98070	NONE	PC: 509(A) (1) OR (A) (2)	GENERAL OPERATING	10,000.
THE MARKET FOUNDATION 85 PIKE ST. #500 SEATTLE, WA 98101	NONE	PC: 509(A) (1) OR (A) (2)	GENERAL OPERATING	35,000.
THE SEATTLE FOUNDATION 1200 5TH AVE # 1300 SEATTLE, WA 98101	NONE	PC: 509(A) (1) OR (A) (2)	GIVEBIG	25,000.
Total from continuation sheets				

Part XVI Supplementary Information (continued)**3a** Grants and Contributions Paid During the Year

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
THE SOPHIA WAY 700 - 108TH AVE NE, #201 BELLEVUE, WA 98004	NONE	PC: 509(A)(1) OR (A)(2)	GENERAL OPERATING	15,000.
THE VOLUNTEER CENTER OF WHATCOM COUNTY FORMERLY WHATCOM VOLUNTEER CENTER 725 NORTH STATE STREET BELLINGHAM, WA 98225	NONE	PC: 509(A)(1) OR (A)(2)	GENERAL OPERATING	12,000.
VIETNAMESE FRIENDSHIP ASSOCIATION 3829B S. EDMUND ST., BOX 9 SEATTLE, WA 98118	NONE	I: INDIVIDUAL	NONPROFIT EXECUTIVE LEADERSHIP INSTITUTE SCHOLARSHIP	3,250.
VIETNAMESE FRIENDSHIP ASSOCIATION 3829B S. EDMUND ST., BOX 9 SEATTLE, WA 98118	NONE	PC: 509(A)(1) OR (A)(2)	GENERAL OPERATING	15,000.
VISION HOUSE P.O. BOX 2951 RENTON, WA 98059	NONE	PC: 509(A)(1) OR (A)(2)	GENERAL OPERATING	50,000.
WASHINGTON ALLIANCE FOR BETTER SCHOOLS 18560 FIRST AVENUE NE SHORELINE, WA 98155	NONE	PC: 509(A)(1) OR (A)(2)	GENERAL OPERATING	20,000.
WASHINGTON ASSOCIATION FOR INFANT MENTAL HEALTH 225 14TH AVE. EAST SEATTLE, WA 98112	NONE	PC: 509(A)(1) OR (A)(2)	GENERAL OPERATING	5,000.

Total from continuation sheets

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

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
WASHINGTON COMMUNITY ALLIANCE FOR SELF-HELP 2100 - 24TH AVE. S., #380 SEATTLE, WA 98144	NONE	PC: 509(A) (1) OR (A) (2)	GENERAL OPERATING	40,000.
WASHINGTON STATE ASSOCIATION OF CASA/GAL PROGRAMS PO BOX 19209 SEATTLE, WA 98109	NONE	PC: 509(A) (1) OR (A) (2)	GENERAL OPERATING	15,000.
WASHINGTON STATE BOYS & GIRLS CLUBS ASSOCIATION 7511 GREENWOOD AVE N #107 SEATTLE, WA 98103	NONE	PC: 509(A) (1) OR (A) (2)	PROGRAM QUALITY INITIATIVE	30,000.
WAY BACK INN PO BOX 621 RENTON, WA 98057	NONE	PC: 509(A) (1) OR (A) (2)	GENERAL OPERATING	25,000.
WEST SOUND TREATMENT CENTER 1415 LUMSDEN ROAD PORT ORCHARD, WA 98367	NONE	PC: 509(A) (1) OR (A) (2)	GENERAL OPERATING	15,000.
WESTSIDE BABY 10032 15TH AVE. SW SEATTLE, WA 98146	NONE	PC: 509(A) (1) OR (A) (2)	GENERAL OPERATING	10,000.
WHATCOM LITERACY COUNCIL PO BOX 1292 BELLINGHAM, WA 98227	NONE	PC: 509(A) (1) OR (A) (2)	GENERAL OPERATING	14,000.
Total from continuation sheets				

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

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
WILLAPA COUNSELING CENTER DBA WILLAPA BEHAVIORAL HEALTH 2204 PACIFIC AVE N LONG BEACH, WA 98631	NONE	PC:509(A)(1) OR (A)(2)	COMMUNITY YOUTH COORDINATOR	60,000.
WILLAPA HARBOR MINISTERIAL ASSOCIATION FOOD BANK 1899 PARK RAYMOND, WA 98577	NONE	PC:509(A)(1) OR (A)(2)	BUILDING IMPROVEMENTS	20,000.
WONDERLAND DEVELOPMENTAL CENTER PO BOX 55399 SHORELINE, WA 98155	NONE	PC:509(A)(1) OR (A)(2)	GENERAL OPERATING	15,000.
YMCA OF GRAYS HARBOR 2500 SIMPSON AVE HOQUIAM, WA 98550	NONE	PC:509(A)(1) OR (A)(2)	YMCA HARBOR AFTER SCHOOL	20,000.
YMCA OF GREATER SEATTLE 909 FOURTH AVENUE SEATTLE, WA 98104	NONE	PC:509(A)(1) OR (A)(2)	IN HONOR OF BARBARA DINGFIELD	1,500.
YOUTH IN FOCUS 2100 24TH AVENUE S., SUITE 310 SEATTLE, WA 98144	NONE	PC:509(A)(1) OR (A)(2)	GENERAL OPERATING	20,000.
YWCA BELLINGHAM 1026 NORTH FOREST ST. BELLINGHAM, WA 98225	NONE	I: INDIVIDUAL	NONPROFIT EXECUTIVE LEADERSHIP INSTITUTE SCHOLARSHIP	3,250.

Total from continuation sheets

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

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
Recipient				
YWCA OF SEATTLE-KING COUNTY-SNOHOMISH COUNTY 1118 FIFTH AVENUE SEATTLE, WA 98101	NONE	PC: 509 (A) (1) OR (A) (2)	STABLE HOUSING INITIATIVE	20,000.
YWCA OF TACOMA & PIERCE COUNTY 405 BROADWAY TACOMA, WA 98402	NONE	PC: 509 (A) (1) OR (A) (2)	STABLE HOUSING INITIATIVE	20,000.
ZENO 1404 EAST YESLER WAY, SUITE 204 SEATTLE, WA 98122	NONE	PC: 509 (A) (1) OR (A) (2)	GENERAL OPERATING	25,000.
Total from continuation sheets				

FORM 990-PF	OTHER INCOME	STATEMENT	1
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DESCRIPTION	(A) REVENUE PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME
CO-OP DISTRIBUTION	606.	606.	
TOTAL TO FORM 990-PF, PART I, LINE 11	606.	606.	

FORM 990-PF	LEGAL FEES	STATEMENT	2
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DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
LEGAL FEES	1,088.	0.		1,088.
TO FM 990-PF, PG 1, LN 16A	1,088.	0.		1,088.

FORM 990-PF	ACCOUNTING FEES	STATEMENT	3
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DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
ACCOUNTING FEES	36,354.	2,000.		35,638.
TO FORM 990-PF, PG 1, LN 16B	36,354.	2,000.		35,638.

FORM 990-PF	OTHER PROFESSIONAL FEES	STATEMENT	4
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DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
OTHER PROFESSIONAL FEES	28,400.	0.		29,514.
INVESTMENT FEES	211,984.	211,984.		0.
TO FORM 990-PF, PG 1, LN 16C	240,384.	211,984.		29,514.

FORM 990-PF	TAXES	STATEMENT	5
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DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
EXCISE TAXES	74,700.	0.		0.
TO FORM 990-PF, PG 1, LN 18	74,700.	0.		0.

FORM 990-PF	OTHER EXPENSES	STATEMENT	6
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DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
INSURANCE	5,880.	0.		5,880.
OFFICE EXPENSES	18,831.	0.		18,810.
TECHNOLOGY	4,676.	0.		4,676.
TRUSTEES EXPENSE	64,029.	3,201.		60,948.
PARKING EXPENSE	12,914.	0.		12,914.
PROGRAM EXPENSE	13,628.	0.		13,628.
TO FORM 990-PF, PG 1, LN 23	119,958.	3,201.		116,856.

FORM 990-PF	CORPORATE STOCK	STATEMENT	7
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DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
ASTON RIVER RD FUND	0.	0.
464,790 SHS ASTON/LAKE PARTNERS LASSO	6,102,693.	6,102,693.
GOLDMAN SACHS COMMODITY STRATEGY	0.	0.
7308 SHS ISHARES RUSSELL 2000 GROWTH	1,040,513.	1,040,513.
31083 SHS LONGLEF PARTNERS SMALL CAP FUND	945,572.	945,572.
58781 SHS PIMCO COMMODITY RR	263,344.	263,344.
27240 SHS TORTOISE MLP & PIPELINE	449,459.	449,459.
108,012 SHS VANGUARD INST'L INDEX FUND	20,378,598.	20,378,598.
155,286 SHS VANGUARD MID-CAP INDEX FUND	5,247,106.	5,247,106.
637,040 SHS WILLIAM BL DIR MULTIALT-INST	6,421,363.	6,421,363.
526,836 SHS WILIMINGTON MULT MANAG ALT-I	5,642,413.	5,642,413.
8934 SHS WISDOMTREE INT'L SMALL CAP	496,015.	496,015.
109,924 SHS ABERDEEN EMERGING MKTS	1,482,869.	1,482,869.
47353 SHS DRIEHAUS INT'L SMALL CAP GTH	435,645.	435,645.
EATON VANCE MULTI STRATEGY	0.	0.
68140 SHS EATON VANCE PARAMETRIC	3,137,868.	3,137,868.

MEDINA FOUNDATION

91-0745225

70513 SHS HARBOR INT'L FUND #11	4,567,858.	4,567,858.
90378 SHS TORTOISE SELECT OPPORTUNITIES	876,664.	876,664.
U.S. GLOBAL RESOURCES FUND	0.	0.
124,783 SHS WILLIAM BLAIR EMERGING MKTS	1,623,429.	1,623,429.
1966 SHS AFLAC INC	120,103.	120,103.
3807 SHS AXA ADR	87,142.	87,142.
302 SHS METTLER-TOLEDO INTERNATIONAL INC	91,343.	91,343.
851 SHS PHILIP MORRIS INTERNATIONAL	69,314.	69,314.
ADIDAS AG SPONS ADR	0.	0.
1309 SHS FUJI HEAVY INDUS UNSPONS ADR	92,847.	92,847.
2069 SHS HONDA MTR LTD ADR	61,077.	61,077.
4252 SHS INDITEX UNSPONS ADR	60,378.	60,378.
970 SHS MAGNA INTERNATIONAL INC CL A	105,429.	105,429.
SWATCH GROUP AG UNSPONS ADR	0.	0.
TOYOTA MTR CORP SPONSD ADR	0.	0.
1701 SHS VOLKSWAGEN AG SPONS ADR	74,878.	74,878.
4565 SHS WAL MART DE MEXICO SPONS ADR	97,873.	97,873.
BRITISH AMERN TOB PLC SPNS ADR	0.	0.
12105 SHS CARREFOUR SA SPONS ADR	72,872.	72,872.
1340 SHS COCA-COLA HELLENIC BTTLG SPONS ADR	25,380.	25,380.
3719 SHS COMPASS GROUP PLC SPONS ADR	63,372.	63,372.
549 SHS DIAGEO PLC ADR	62,635.	62,635.
496 SHS HENKEL AG & CO KGAA SPONS ADR	52,963.	52,963.
1354 SHS L'OREAL CO UNSPONS ADR	45,129.	45,129.
677 SHS NESTLE SA SPONS ADR FOR REG	49,387.	49,387.
5664 SHS RECKITT BENCKISER GROUP SPONS ADR	93,852.	93,852.
1005 SHS SABMILLER PLC SPONS ADR	51,818.	51,818.
2385 SHS CANADIAN NATURAL RESOURCES	73,649.	73,649.
769 SHS ENBRIDGE INCORPORATED	39,534.	39,534.
1863 SHS IMPERIAL OIL LTD	80,165.	80,165.
941 SHS ROYAL DUTCH SHELL PLC-SPONS ADR	65,456.	65,456.
2542 SHS WOODSIDE PETROLEUM SPONS ADR	78,599.	78,599.
4811 SHS ALLIANZ SE SPONS ADR	79,718.	79,718.
1735 SHS BANCOLOMBIA SPONS ADR	83,072.	83,072.
4425 SHS BARCLAYS PLC ADR	66,419.	66,419.
2082 SHS BNP PARIBAS ADR	61,169.	61,169.
579 SHS CREDICORP LIMITED	92,744.	92,744.
1382 SHS HSBC HOLDINGS PLC-SPONS ADR	65,272.	65,272.
5172 SHS MUENCHENER UNSPONS ADR	102,612.	102,612.
1880 SHS PRUDENTIAL PLC-ADR	86,800.	86,800.
22043 SHS TURKIYE GARANTI BANKASI SPONS ADR	87,511.	87,511.
1960 SHS UNITED OVERSEAS BANK-SPONS ADR	72,461.	72,461.
COVIDIEN PLC	0.	0.
2032 SHS CSL LTD SPONS ADR	71,831.	71,831.
1180 SHS ESSILOR INTL ADR	65,649.	65,649.
227 SHS INDIVIOR PLS SPONS ADR	2,560.	2,560.
LUXOTTICA GROUP SPA	0.	0.
1752 SHS MERCK KGAA UNSPONS ADR	54,820.	54,820.
576 SHS NOVARTIS AG SPONSORED ADR	53,372.	53,372.
1217 SHS NOVO-NORDISK A S SPONS ADR	51,503.	51,503.
2244 SHS ROCHE HLDG LTD SPONS ADR	76,274.	76,274.
1419 SHS SMITH & NEPHEW PLC-ADR	52,134.	52,134.
548 SHS AAC TECH HLDGS UNSPONS ADR	29,384.	29,384.
2695 SHS ABB LTD-SPON ADR	56,999.	56,999.

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2048 SHS ADECCO SA UNSPONS ADR	70,267.	70,267.
1759 SHS CONTINENTAL AG SPONS ADR	73,579.	73,579.
1726 SHS FANUC CORP UNSPONS ADR	47,517.	47,517.
1279 SHS GIVAUDAN SA UNSPONS ADR	45,929.	45,929.
1329 SHS JGC CORP UNSPONS ADR	54,848.	54,848.
2710 SHS KOMATSU LTD SPONS ADR	60,027.	60,027.
1548 SHS LVMH MOET HENNESSY LOUIS UNSPONS ADR	53,305.	53,305.
873 SHS RYANAIR HLDGS PLC SPONS ADR	62,219.	62,219.
5734 SHS SANDVIK AB ADR	55,276.	55,276.
687 SHS SIEMENS A G SPONSORED ADR	76,944.	76,944.
1303 SHS SKF AB SPONS ADR	27,233.	27,233.
3300 SHS TECHNIP ADR	48,824.	48,824.
663 SHS WPP PLC SPONS ADR	69,018.	69,018.
394 SHS DASSAULT SYS S A SPNS ADR	24,034.	24,034.
FLEXTRONICS INTL LTD	0.	0.
1125 SHS GEMALTO SPONS ADR	45,855.	45,855.
705 NXP SEMICONDUCTORS	53,862.	53,862.
925 SHS SAP SE SPONS ADR	64,426.	64,426.
2169 SHS SINGAPORE TELECOM SPONS ADR	63,899.	63,899.
3764 SHS TAIWAN SEMICONDUCTOR SPONS ADR	84,238.	84,238.
2015 SHS TOKYO ELECTRON LTD UNSPONS ADR	38,446.	38,446.
4063 SHS MTN GROUP LTD SPONS ADR	76,669.	76,669.
TURKCELL ILETISIM HIZM SPONS ADR	0.	0.
979 SHS BASF SE SPONS ADR	81,639.	81,639.
369 SHS BAYER AG ADR	50,494.	50,494.
1202 SHS BHP BILLITON LTD ADR	56,879.	56,879.
925 SHS KUBOTA LTDSPONS SDR	67,026.	67,026.
2399 SHS L'AIR LIQUIDE ADR	59,135.	59,135.
1938 SHS NITTO DENKO CORP-UNSPONS ADR	54,200.	54,200.
RIO TINTO PLC SPNSD ADR	0.	0.
2623 SHS SVENSKA CELLULOZA AB-SPONS ADR	56,368.	56,368.
1036 SHS SYNGENTA AG ADR	66,553.	66,553.
TOTAL TO FORM 990-PF, PART II, LINE 10B	63,827,617.	63,827,617.

FORM 990-PF	CORPORATE BONDS	STATEMENT	8
DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE	
412,955 SHS BLACKROCK STRATEGIC INCOME OPP	4,174,972.	4,174,972.	
755,177 SHS METROPOLITAN WEST BOND FUND	8,231,433.	8,231,433.	
124,136 SHS PIMCO FLOATING INCOME FUND	1,021,642.	1,021,642.	
244,154 SHS RIDGEWORTH SEIX FLOATING FUND	2,136,350.	2,136,350.	
496,685 SHS JOHN HANCOCK GI ABS FUND	5,428,759.	5,428,759.	
323,166 SHS DRIEHAUS ACTIVE INCOME FUND	3,367,392.	3,367,392.	
PIMCO TOTAL RETURN BOND FUND	0.	0.	
255,993 SHS WILLIAM BLAIR BOND FUND	2,723,763.	2,723,763.	
TOTAL TO FORM 990-PF, PART II, LINE 10C	27,084,311.	27,084,311.	

FORM 990-PF	OTHER INVESTMENTS	STATEMENT	9
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DESCRIPTION	VALUATION METHOD	BOOK VALUE	FAIR MARKET VALUE
GAM US INSTITUTIONAL DIVERSITY	FMV	54,660.	54,660.
SCS OPPORTUNITIES FUND	FMV	0.	0.
TOTAL TO FORM 990-PF, PART II, LINE 13		54,660.	54,660.

FORM 990-PF	DEPRECIATION OF ASSETS NOT HELD FOR INVESTMENT	STATEMENT	10
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DESCRIPTION	COST OR OTHER BASIS	ACCUMULATED DEPRECIATION	BOOK VALUE
EQUIPMENT	7,200.	7,200.	0.
TOTAL TO FM 990-PF, PART II, LN 14	7,200.	7,200.	0.

FORM 990-PF	OTHER ASSETS	STATEMENT	11
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DESCRIPTION	BEGINNING OF YR BOOK VALUE	END OF YEAR BOOK VALUE	FAIR MARKET VALUE
DIVIDENDS & INTEREST RECEIVABLE	37,175.	292,539.	292,539.
TO FORM 990-PF, PART II, LINE 15	37,175.	292,539.	292,539.

FORM 990-PF

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

STATEMENT 12

NAME AND ADDRESS	TITLE AND AVRG HRS/WK	COMPEN- SATION	EMPLOYEE BEN PLAN CONTRIB	EXPENSE ACCOUNT
JENNIFER TEUNON 801 SECOND AVENUE, SUITE 1300 SEATTLE, WA 98104	EXECUTIVE DIRECTOR 40.00	171,015.	20,326.	0.
PIPER HENRY KELLER 801 SECOND AVENUE, SUITE 1300 SEATTLE, WA 98104	PRESIDENT 10.00	0.	0.	0.
GAIL GANT 801 SECOND AVENUE, SUITE 1300 SEATTLE, WA 98104	VICE PRESIDENT 5.00	0.	0.	0.
JILL GARDNER 801 SECOND AVENUE, SUITE 1300 SEATTLE, WA 98104	SECRETARY 5.00	0.	0.	0.
JEAN GARDNER 801 SECOND AVENUE, SUITE 1300 SEATTLE, WA 98104	TREASURER 5.00	0.	0.	0.
PATRICIA HENRY 801 SECOND AVENUE, SUITE 1300 SEATTLE, WA 98104	TRUSTEE 5.00	0.	0.	0.
JAMES N. CLAPP II 801 SECOND AVENUE, SUITE 1300 SEATTLE, WA 98104	TRUSTEE 5.00	0.	0.	0.
MARGARET CLAPP 801 SECOND AVENUE, SUITE 1300 SEATTLE, WA 98104	TRUSTEE 10.00	0.	0.	0.
MATTHEW N. CLAPP JR. 801 SECOND AVENUE, SUITE 1300 SEATTLE, WA 98104	TRUSTEE 5.00	0.	0.	0.
TAMSIN CLAPP 801 SECOND AVENUE, SUITE 1300 SEATTLE, WA 98104	TRUSTEE 5.00	0.	0.	0.
STEPHEN GANT 801 SECOND AVENUE, SUITE 1300 SEATTLE, WA 98104	TRUSTEE 5.00	0.	0.	0.

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MARION CLAPP RAWLINSON 801 SECOND AVENUE, SUITE 1300 SEATTLE, WA 98104	TRUSTEE 5.00	0.	0.	0.
ELIZABETH WILLIAMS 801 SECOND AVENUE, SUITE 1300 SEATTLE, WA 98104	TRUSTEE 5.00	0.	0.	0.
EDELVEIS CLAPP 801 SECOND AVENUE, SUITE 1300 SEATTLE, WA 98104	TRUSTEE 5.00	0.	0.	0.
WILLIAM HENRY 801 SECOND AVENUE, SUITE 1300 SEATTLE, WA 98104	TRUSTEE 5.00	0.	0.	0.
TOTALS INCLUDED ON 990-PF, PAGE 6, PART VIII		<u>171,015.</u>	<u>20,326.</u>	<u>0.</u>

GENERAL EXPLANATION

STATEMENT 13

FORM/LINE IDENTIFIER

FORM 990-PF, PART VII-B, QUESTION 1A

EXPLANATION:

(3) - A DISQUALIFIED PERSON FURNISHES FACILITIES TO THE FOUNDATION FREE OF CHARGE. THIS ACTIVITY IS NOT AN ACT OF SELF-DEALING AS CODIFIED IN I.R.C. SECTION 4941(D)(2)(C).

(4) - THE FOUNDATION REIMBURSES BOARD MEMBERS FOR TRAVEL RELATED TO THE FOUNDATION BUSINESS. THESE SERVICES ARE NECESSARY IN CARRYING OUT THE FOUNDATION'S EXEMPT PURPOSE AND ARE NOT CONSIDERED AN ACT OF SELF DEALING UNDER I.R.C. SECTION 4941(D)(2)(C).

GENERAL EXPLANATION

STATEMENT 14

FORM/LINE IDENTIFIER

FORM 990-PF, PART XV, LINE 2B, 2D

EXPLANATION:

FUNDING GUIDELINES

THE MEDINA FOUNDATION IS A FAMILY FOUNDATION THAT WORKS TO FOSTER POSITIVE CHANGE IN THE GREATER PUGET SOUND AREA. IN HONORING THE VISION OF OUR FOUNDER, NORTON CLAPP, THE MEDINA FOUNDATION ASPIRES TO IMPROVE LIVES BY FUNDING HUMAN SERVICE ORGANIZATIONS THAT PROVIDE DIRECT SUPPORT TO PUGET SOUND RESIDENTS.

OUR ACTIVITIES ARE BASED ON THE FOLLOWING SET OF SHARED VALUES:

- COMPASSION
- INNOVATION
- INTEGRITY
- STEWARDSHIP
- LEADERSHIP

THE MEDINA FOUNDATION TAKES INTO CONSIDERATION MANY QUALITIES OF AN ORGANIZATION WHEN CONDUCTING GRANT REVIEWS.

WE LOOK FOR ORGANIZATIONS THAT BOTH ENGAGE IN STRATEGIC PLANNING TO MEET WELL-MAPPED ORGANIZATIONAL GOALS AND SHOW POSITIVE RESULTS THROUGH THEIR PROGRAMS. WE FEEL ORGANIZATIONS THAT ARE DRIVEN BY STRONG LEADERSHIP, AN ENGAGED BOARD AND A DEDICATED EXECUTIVE DIRECTOR AND STAFF, HAVE A HIGH LIKELIHOOD OF SUCCESS.

GRANT AMOUNTS AWARDED REFLECT BOTH THE NEEDS OF THE NONPROFIT AND THE FOUNDATION'S DESIRE TO SEE A DIVERSIFIED FUNDING BASE. TYPICALLY, THIS MEANS THAT OUR GRANTS ARE NO MORE THAN 10% OF AN OPERATING OR CAPITAL BUDGET. WE DO CONSIDER MAKING EXCEPTIONS FOR INNOVATIVE START-UPS. SINCE GRANT SIZES VARY WIDELY, PLEASE REVIEW THE GRANTS LIST TO GET A SENSE OF THE SIZE AND TYPES OF GRANTS THAT WE HAVE RECENTLY AWARDED.

THE FOUNDATION MAKES GRANTS TO ORGANIZATIONS QUALIFIED UNDER INTERNAL REVENUE CODE SECTION 501(C)(3) AND CLASSIFIED AS PUBLIC CHARITIES (NOT PRIVATE FOUNDATIONS) UNDER SECTION 509(A). NO GRANTS ARE MADE TO RELIGIOUS INSTITUTIONS FOR RELIGIOUS PURPOSES OR TO ARTS, HEALTH CARE RELATED OR ENVIRONMENTAL PROGRAMS.

FUNDING AREAS

WE FOCUS ON IMPROVING THE LIVES OF PUGET SOUND RESIDENTS BY FUNDING PROGRAMS THAT HELP PEOPLE ACHIEVE SELF-SUFFICIENCY. OUR PRIMARY AREAS OF FUNDING INCLUDE:

- HOUSING & HOMELESSNESS - HOUSING AND RELATED SERVICES TO SUPPORT THOSE IN NEED, INCLUDING PROGRAMS THAT HELP PEOPLE BECOME SELF-SUFFICIENT
- YOUTH DEVELOPMENT - PROGRAMS WORKING WITH AT-RISK YOUTH, SUCH AS MENTORING AND TUTORING
- HUNGER - PROGRAMS WORKING TO ALLEVIATE HUNGER
- EDUCATION - BIRTH TO 12TH-GRADE EDUCATIONAL OPPORTUNITIES, ADULT LITERACY AND OTHER PROGRAMS THAT ENHANCE ACADEMIC SKILLS
- FAMILY SUPPORT - PROGRAMS FOR THOSE SUFFERING FROM THE EFFECTS OF DOMESTIC VIOLENCE, SERVICES FOR THOSE WITH DISABILITIES, SUBSTANCE ABUSE PREVENTION AND TREATMENT PROGRAMS, AND OTHER HUMAN SERVICES
- ECONOMIC DEVELOPMENT - PROGRAMS WORKING TO HELP PEOPLE BECOME ECONOMICALLY SELF-SUFFICIENT

GEOGRAPHIC FUNDING REGION

THE MEDINA FOUNDATION FUNDS IN THE FOLLOWING GREATER PUGET SOUND COUNTIES OF WASHINGTON STATE: CLALLAM, GRAYS HARBOR, ISLAND, JEFFERSON, KING, KITSAP, MASON, PACIFIC, PIERCE, SAN JUAN, SKAGIT, SNOHOMISH, THURSTON AND WHATCOM.

APPLICATION ASSISTANCE

AFTER REVIEWING THE GRANT GUIDELINES, APPLICATION PROCESS AND FREQUENTLY ASKED QUESTIONS, FEEL FREE TO CONTACT THE FOUNDATION IF YOU NEED ASSISTANCE OR ARE STILL UNSURE WHETHER YOUR ORGANIZATION MIGHT BE ELIGIBLE FOR FUNDING.

AANA LAUCKHART
PROGRAM OFFICER
(206) 652-8785
INFO@MEDINAFUNDATION.ORG

**BYLAWS
of
MEDINA FOUNDATION**

(a Washington nonprofit corporation)

ARTICLE I
CORPORATE NAME AND OFFICE

Section 1. Name. The name of this corporation is MEDINA FOUNDATION.

Section 2. Office. The principal place of business and office of the corporation shall be 13th floor, Norton Building, Seattle, Washington, but may be changed by the Board of Trustees at any time to any other place in the State of Washington.

ARTICLE II
MEMBERSHIP

Section 1. Qualification. Members shall be over 18 years of age and shall be selected on the basis of their interest in the corporation's activities and their independence of judgement.

Section 2. Election. Not less than 45 days before the annual meeting of the membership, the nominating committee shall file with the president the names of candidates for the membership. Not less than 30 days before the annual meeting, the secretary shall mail to the members a publication containing the list of candidates. Any member of the corporation may also nominate one or more candidates by filing a petition listing the same with the secretary at the offices of the corporation not later than 15 days after the date the corporation mailed to the membership the publication containing the list of candidates submitted by the nominating committee. Members shall set the number of members at the annual meeting and shall elect by majority vote members from among the candidates named by the nominating committee and by petition.

Section 3. Attendance of Board Meetings. Members shall receive notice of meetings of the Board of Trustees.

Section 4. Termination. Any membership may be canceled upon the three-fourths vote of the members attending any regular or special meeting of members if notice of said proposed termination is included in the notice of the meeting given to the members.

Section 5. Resignation. A member may resign at any time by filing a written resignation with the secretary of the corporation.

ARTICLE III

MEETINGS OF MEMBERS

Section 1. Annual Meeting. There shall be an annual meeting of the members of the corporation held in the first quarter of the year at such time and place as shall be designated by the Board of Trustees.

Section 2. Special Meetings. Special meetings of the members shall be held at the call of the president of the corporation or a majority of the Board of Trustees or upon the written request of 25% of the membership.

Section 3. Notice. Notice stating the place, day and hour of the annual meeting of members, and, in case of a special meeting of the members, the purpose or purposes for which the meeting is called, shall be given to every member either personally or by mail in writing by or at the direction of the secretary of the corporation or an assistant secretary not less than 30 days in advance of the time appointed for such meeting. If mailed, such notice shall be deemed to be delivered when deposited in the United States mail addressed to the member at his or her address as it appears on the records of the corporation, with postage thereon prepaid. Notice provided by email to a Member who has consented to receive notice by such means is effective when it is emailed to an address designated by the recipient for that purpose.

If notice is provided to members by electronic transmission, it is effective only with respect to Members who have: (a) consented in writing or by email to receive notices transmitted by email; and (b) designated in the consent the message format that is accessible to the recipient, and the address, location, or system to which these notices may be emailed. A Member who has consented to receipt of emailed notices may revoke the consent by delivering (by mail, facsimile or email) a revocation to the Foundation. The consent of any Member is revoked if the

Foundation is unable to transmit by email two (2) consecutive notices given by the Foundation in accordance with the Member's consent, and this inability becomes known to the secretary of the Foundation or other person responsible for giving the notice. The inadvertent failure by the Foundation to treat this inability as a revocation does not invalidate any meeting or other action.

Section 4. Waiver. Attendance of a member at a meeting shall constitute a waiver of notice of such meeting, except where a member attends for the express purpose of objecting to the transaction of any business because a meeting is not lawfully called or convened. A waiver of notice signed by the member or members, whether before or after the time stated for the meeting, shall be equivalent to the giving of notice.

Section 5. Quorum. A quorum shall consist of not less than one-third of the members, whether attending in person or by proxy.

Section 6. Proxies. Members may participate in a meeting by proxy, but such proxies must be in writing and filed with the secretary. No proxy shall be valid after eleven months from the date of its execution, unless otherwise provided in the proxy.

Section 7. Voting. Each member shall be entitled to cast one vote at any election or on any subject coming before the members at any annual or special meeting.

Section 8. Action Taken Without Meeting. Any action required to be taken or which may be taken at a meeting of the members may be taken without a meeting if a consent in writing setting forth the action so taken shall be signed by all of the members.

Section 9. Action Taken by Communication Equipment. At the discretion of Board of Trustees, any member may participate in a meeting of members by means of conference telephone or similar communications equipment by which all persons participating in the meeting can communicate with each other, and participating in a meeting pursuant to this section shall constitute presence in person at such meeting.

ARTICLE IV
BOARD OF TRUSTEES

Section 1. Powers. The affairs of the corporation shall be managed by a Board of Trustees. The Board of Trustees shall be elected by the members. Trustees need not be members of the corporation. All corporate power and authority of the corporation shall be vested in the Board of Trustees. Such Board of Trustees shall have the authority and power authorized by law and by the Articles of Incorporation of the corporation

Section 2. Number. The Board of Trustees shall be not less than three, nor more than 15. The number and class of the trustees shall be determined annually at the time of their election.

Section 3. Tenure. The members of the Board of Trustees shall be elected for terms of three (3) years. They shall be divided into classes with approximately one-third of the members elected each year.

Section 4. Election and Qualifications. No less than 45 days before the annual meeting of the membership or a special meeting of the membership, the nominating committee shall file with the president the names of the candidates for the Board of Trustees. In making its nomination, the committee should give due consideration to the candidate's interest in the corporation and demonstrated independence of judgement. Not less than 30 days before the annual meeting or a special meeting, the secretary shall mail to the members notification of the names of the candidates in such manner as is reasonable to assure that the membership shall be fully advised concerning the nominations. Any member of the corporation may also nominate one or more candidates by filing a petition listing the same with the secretary at the office of the corporation not later than 15 days after the date the secretary mailed the publication containing the list of candidates submitted by the nominating committee. At the annual meeting the members shall elect by majority vote trustees from among the candidates named by the nominating committee and by petition.

Section 5. Removal. Any trustee may be removed at any annual or special meeting of members, with or without cause, upon three-fourths vote of the members voting at such meeting, if notice of the proposed removal is included in the notice of the meeting given to the members. Removal shall be without prejudice to contract rights, if any, of the trustee so removed.

Section 6. Powers of Delegation. The Board of Trustees, by resolution adopted by a majority of trustees in office, may designate and appoint one or more committees each of which shall consist of two or more trustees, which committees to the extent provided in said resolution and by law, shall have and exercise the authority of the Board of Trustees in the management of the corporation.

Section 7. Vacancies. Vacancies in membership of the Board of Trustees shall be filled by majority vote of the remaining members of the Board of Trustees until the next annual meeting or special meeting of the members, at which time the members will fill the vacancy.

ARTICLE V

MEETING OF THE BOARD OF TRUSTEES

Section 1. Annual Meeting. There shall be an annual meeting of trustees of the corporation following the annual meeting of the members. At the annual meeting of the Board of Trustees, officers of the corporation shall be elected.

Section 2. Special Meetings. Special meetings of the Board of Trustees may be convened at any time on three days notice at the call of the president or upon the call of any three members of the Board.

Section 3. Notice. Notice of special meetings of the Board of Trustees shall be given by the secretary or, in the alternative, may be given by the president or by the members of the Board who have called the meeting.

Section 4. Waiver. Attendance of a trustee at a meeting shall constitute waiver of notice of such meeting except where a trustee attends for the express purpose of objecting to the transaction of any business because a meeting is not lawfully convened. A waiver of notice signed by the trustee or trustees, whether before or after the time stated for the meeting, shall be equivalent to the giving of notice.

Section 5. Quorum; Voting. A quorum at trustee meetings shall consist of not less than one-third of the members of the Board. Each trustee shall be entitled to cast one vote at any election or on any subject coming before the trustees at any annual or special meeting.

Section 6. Action Taken Without Meeting. Any action required to be taken or which may be taken at a meeting of the trustees or a committee thereof may be taken without a meeting if a consent in writing setting forth the action so taken shall be signed by all of the trustees or all of the members of the committee. Any written document may be executed in counterparts each of which shall be deemed an original, but all of which shall constitute one and the same instrument.

Section 7. Action Taken by Communication Equipment. Trustees or members of the corporation or members of any committee designated by the Board may participate in a meeting of the Board or such committee by means of conference telephone or similar communications equipment by which all persons participating in the meeting can communicate with each other, and participating in a meeting pursuant to this section shall constitute presence in person at such meeting.

ARTICLE VI

OFFICERS

Section 1. Designations. The officers of the corporation shall consist of a president, executive director, such vice presidents as the Board of Trustees may from time to time determine, a secretary and a treasurer. One or more assistant officers may be appointed at the discretion of the Board. The president and any vice president must be members of the Board of Trustees, but the other officers need not be such members.

Section 2. Election and Term of Office. Officers shall be elected at the annual meeting of the Board of Trustees, to hold office until the next such annual meeting or until their successors shall have been elected and qualified.

Section 3. President. The president shall be the chair of the Board of Trustees and take such action (specifically excluding the authorizing of grants) as the president determines falls within the policies established by the Board of Trustees. The president may nominate members of one or more standing or special committees to conduct business affairs of the corporation. The

president shall preside at all meetings of the Board of Trustees and shall perform all such other duties as are incident to his or her office.

Section 4. Executive Director. The executive director shall be the chief program officer of the corporation. The executive director shall recommend candidates for grants; pay grants authorized by the Board of Trustees; evaluate the effectiveness of the grant in achieving the policy goals of the corporation; and recommend other areas and endeavors within the interest, purposes and capabilities of the corporation. The executive director on behalf of the corporation shall exercise expenditure responsibility over the grants made by the corporation as required by the Internal Revenue Code of 1986, as amended, or the corresponding provision of any further United States internal revenue law or successor statute (the "Code"). The executive director shall be an ex-officio member of all committees of the Board of Trustees. The executive director shall have authority within budget limits to employ sufficient staff and to pay for administrative requirements to accomplish program objectives of the corporation.

Section 5. Vice President. One or more vice presidents may be elected by the Board of Trustees, with seniority and authority as may be determined by the Board. In the absence of the president or in his inability to act, the senior vice president shall be vested with all powers and duties of the president.

Section 6. Secretary. The secretary of the corporation shall have the care and custody of the official and corporate records and the minutes of all meetings of members and of the Board of Trustees and of committee of the Board, and of the corporation seal of the corporation (if any). The secretary shall attend all meetings of the members and of the Board of Trustees and shall preserve a record of all such proceedings and copies of such instruments executed on behalf of the corporation as the secretary may be authorized by the Board or by law to do and the secretary shall sign and seal all such documents and papers necessary and appropriate to consummate the business of the corporation and the furtherance of its objectives. The secretary shall see that proper notice is given of all meetings of members and the Board of Trustees and shall perform such other duties as may be required from time to time by the Board.

Section 7. Treasurer. The treasurer shall have the authority to endorse on behalf of the corporation, for the purpose only of transfer to the depository bank, all checks, notes, drafts, warrants and other orders for the payment of funds or property to the corporation. The treasurer

shall execute such returns, reports, and instruments as he or she may be empowered or required to execute by virtue of such office under any laws or regulations or which he or she may be required to execute by direction of the Board of Trustees. The treasurer of the corporation shall be an ex-officio member of the finance committee. The treasurer shall be the principal financial officer of the corporation with authority over the collection, receipt, custody and disbursement of all monies and funds of the corporation. Checks and orders for the disbursement, withdrawal and transfer of funds of the corporation shall be signed by the treasurer and the executive director of the corporation or their assistants or other personnel that may from time to time be designated by the Board of Trustees. Bonds, deeds, mortgages, leases, options and other conveyances or contracts for the sale or disposition of real estate or of any interest therein shall be authorized by resolution of the Board of Trustees or of the finance committee and shall be signed by the treasurer and the executive director. Certificates of satisfaction and release of mortgages, liens, judgments and claims may be executed on behalf of this corporation and in its name by the treasurer and either the chair of the finance committee or his or her designee. Claims of any kind or character including claims for compensation, reimbursement, refund, damages, claims against estates, and with government or public offices, may be executed on behalf of the corporation by the treasurer or his or her designee.

Section 8. Assistant Secretary. If an assistant secretary is appointed he or she shall, in the absence or inability of the secretary to act, perform any and all duties of the secretary of the corporation.

Section 9. Assistant Treasurer. If an assistant treasurer is appointed he or she shall, in the absence or inability of the treasurer to act, perform any and all duties of the treasurer of the corporation.

Section 10. Removal. An officer of the corporation may be removed by a majority vote of members of the Board of Trustees at any duly called meeting of the Board, provided that such proposed action is stated in the notice of the meeting.

Section 11. Vacancies. The trustees shall fill any vacancy in any office.

Section 12. Bonds. The Board of Trustees may, by resolution, require all of the officers to give bond to the corporation, with sufficient surety and sureties, conditioned upon the faithful

performance of the duties of their respective offices and to comply with such other conditions as may from time to time be required by the Board. The corporation shall pay the cost of any such bond.

ARTICLE VII
CONTROL OF FUNDS

Section 1. The Board of Trustees shall have exclusive control and power over all grants, contributions and other financial assistance made by the corporation, all of which must be in furtherance of the corporation's purposes.

Section 2. The Board of Trustees shall have the power to make grants, contributions and otherwise render financial assistance to any organization organized and operated exclusively for exempt purposes set forth in Section 501(c)(3) of the Code, provided such assistance is in furtherance of the corporation's purposes.

Section 3. The Board of Trustees shall review all requests for funds from other organizations and require that such requests specify the use to which the funds will be put. Upon approval of the request, payment of the funds may be authorized to that organization.

Section 4. The Board of Trustees shall require that an organization which receives funds provide a periodic accounting to show that the funds were expended for the use as approved by the Board of Trustees.

Section 5. The Board of Trustees may, in its absolute discretion, refuse to make any grants or contributions or otherwise render financial assistance to or for any or all the purposes for which funds are requested.

Section 6. Upon approval of any request as described in Section 3, the Board of Trustees may solicit funds for that specific project or purpose, but may at any time exercise its right to withdraw approval to use the funds received for other educational, charitable, religious, literary or scientific purposes. The Board of Trustees shall refuse to accept any contribution which does not allow the corporation complete control and discretion to use funds in furtherance of the corporation's purposes.

ARTICLE VIII
COMMITTEES

Section 1. Composition and Authority. The president may nominate, and the Board of Trustees, by resolution adopted by a majority of trustees in office, may designate and appoint one or more committees, each of which shall consist of two or more trustees, which committees, to the extent provided in said resolution and in these bylaws, shall have and exercise the authority of the Board of Trustees in the management of the corporation. No such committee shall have the authority of the board of directors to amend, alter or repeal the Bylaws; elect, appoint or remove any member of any such committee or any director or officer of the corporation; amend the Articles of Incorporation; adopt a plan of merger or adopt a plan of consolidation with another corporation; authorize the voluntary dissolution of the corporation or revoke proceedings therefor; adopt a plan for the distribution of the assets of the corporation not in the ordinary course of business; or amend, alter or repeal any resolution of the board of directors which by its terms provides that it shall not be amended, altered or repealed by such committee. The designation and appointment of any such committee and the delegation of authority to it shall not operate to relieve the board of directors or any individual director of any responsibility imposed upon it, him or her by law.

Section 2. Quorum. A quorum of a committee shall consist of not less than one-third of the committee members.

Section 3. Terms. Committee terms shall be for one year. Committee members may be reappointed to multiple terms.

Section 4. Dissolution. A committee may be dissolved at any time by majority vote of the Board of Trustees, provided, however, that a two-thirds vote of the Board of Trustees shall be required to dissolve any of the finance, executive, and nominating committees.

Section 5. Compensation. Members of a committee shall receive no salary but shall receive reimbursement for reasonable expenses incurred in discharging their duties.

Section 6. Finance Committee.

Section 6.1 Composition. The finance committee shall consist of at least four members of the Board of Trustees. The treasurer and the executive director shall serve as ex-officio members of the finance committee.

Section 6.2 Powers. It shall be the charge of this committee to ensure that there is adequate cash flow for the smooth operation of the corporation grantmaking program; to report all grants and other significant transactions to the Board; to recommend to the trustees the depositories in which the funds of the corporation shall be kept; and to periodically prepare for the review of the trustees recommendations for amending the financial guidelines of the grantmaking program.

Section 6.3 Prohibitions. The finance committee must ensure that the corporation (1) distributes its income for each taxable year at such time and in such manner as not to subject the corporation to tax under Section 4942 of the Code; (2) does not engage in jeopardizing investments as defined in Section 4944 of the Code; (3) does not engage in self dealing transactions as defined in Section 4941(d) of the Code; (4) does not retain excess business holdings as defined in Section 4943(c) of the Code; (5) does not make taxable expenditures as defined in Section 4945(d) of the Code; and (6) does not pay grants to nonexempt trusts. The finance committee shall not authorize any loans nor shall it sign a promissory notes or obligations without authority of the Board of Trustees.

Section 7. Executive Committee. The executive committee shall consist of at least three members of the Board of Trustees. The executive committee shall have those powers set out in any committee charter adopted by the Board of Trustees.

Section 8. Nominating Committee. The nominating committee shall consist of at least three members of the Board of Trustees. The nominating committee shall, not less than 45 days before the annual meeting of the membership, file with the corporation's president the names of candidates for the membership. The nominating committee shall also, not less than 45 days before the annual meeting or a special meeting of the membership, file with the corporation's president the names of candidates for the Board of Trustees.

ARTICLE IX
CONFLICTS OF INTEREST

In order to maintain the highest level of public confidence in the accountability of the corporation and its Board of Trustees, the Board shall establish by resolution a conflicts of interest policy. Each trustee and officer shall adhere to and conduct his or her activities in accordance with such policy, which shall include the obligation to disclose to the Board any possible conflict of interest at the earliest possible time. No loans shall be made by the corporation to any officer or to any trustee.

ARTICLE X
FISCAL YEAR

The fiscal year of the corporation shall begin on the first day of January and end on the last day of December of each year.

ARTICLE XI
INDEMNIFICATION OF TRUSTEES, OFFICERS, EMPLOYEES AND AGENTS

Section 1. Power to Indemnify. The corporation shall have the following powers:

Section 1.1. Power to Indemnify. The corporation may indemnify and hold harmless to the full extent permitted by applicable law each person who was or is made a party to or is threatened to be made a party to or is involved (including, without limitation, as a witness) in any actual or threatened action, suit or other proceeding, whether civil, criminal, administrative or investigative, and whether formal or informal (hereinafter a "proceeding"), by reason of the fact that he or she is or was a trustee, officer, employee or agent of the corporation or, being or having been such a trustee, officer, employee or agent, he or she is or was serving at the request of the corporation as a director, trustee, officer, employee, agent or in any other capacity of another corporation or of a partnership, joint venture, trust or other enterprise, including service with respect to employee benefit plans, whether the basis of such proceeding is alleged action or omission in an official capacity or in any other capacity while serving as a trustee, officer, employee, agent, trustee or in any other capacity, against all expense, liability and loss (including, without limitation, attorneys' fees, judgments, fines, ERISA excise taxes or penalties and amounts to be paid in settlement) actually or reasonably

incurred or suffered by such person in connection therewith. Such indemnification may continue as to a person who has ceased to be a trustee, officer, employee or agent of the corporation and shall inure to the benefit of his or her heirs and personal representatives.

Section 1.2. Power to Pay Expenses in Advance of Final Disposition. The corporation may pay expenses incurred in defending any proceeding in advance of its final disposition (hereinafter "advancement of expenses"); provided, however, that any advancement of expenses shall be made to or on behalf of a trustee, officer, employee or agent only upon delivery to the corporation of (a) a written affirmation of the trustee's, officer's, employee's or agent's good faith belief that he or she has met the standard of conduct described in RCW 23B.08.510, and (b) a written undertaking, by or on behalf of such trustee, officer, employee or agent, to repay all amounts so advanced if it shall ultimately be determined by final judicial decision from which there is no further right to appeal that such trustee, officer, employee or agent is not entitled to be indemnified under this Article or otherwise, which undertaking may be unsecured and may be accepted without reference to financial ability to make repayment.

Section 1.3. Power to Enter Into Contracts. The corporation may enter into contracts with any person who is or was a trustee, officer, employee or agent of the corporation in furtherance of the provisions of this Article and may create a trust fund, grant a security interest in property of the corporation, or use other means (including, without limitation, a letter of credit) to ensure the payment of such amounts as may be necessary to effect indemnification as provided in this Article.

Section 1.4. Expansion of Powers. If the Washington Business Corporation Act or the Washington Nonprofit Corporation Act is amended in the future to expand or increase the power of the corporation to indemnify, to pay expenses in advance of final disposition, to enter into contracts, or to expand or increase any similar or related power, then, without any further requirement of action by the trustees of this corporation, the powers described in this Article shall be expanded and increased to the fullest extent permitted by the Washington Business Corporation Act and the Washington Nonprofit Corporation Act, as so amended.

Section 1.5. Limitation of Powers. No indemnification shall be provided under this Article to any such person if the corporation is prohibited by the Washington Business Corporation Act or other applicable law as then in effect from paying such indemnification. For example, no indemnification shall be provided to any person in respect of any proceeding, whether or not

involving action in his or her official capacity, in which he or she shall have been finally adjudged to be liable on the basis of intentional misconduct or knowing violation of law by the person, or from conduct of a trustee in violation of RCW 23B.08.310, or that the person personally received a benefit in money, property or services to which the person was not legally entitled.

Section 2. Indemnification of Trustees, Officers, Employees and Agents.

Section 2.1. Trustees. The corporation shall indemnify and hold harmless any person who is or was a trustee of the corporation, and pay expenses in advance of final disposition of a proceeding, to the full extent to which the corporation is empowered.

Section 2.2. Officers, Employees and Agents. The corporation, by action of its Board of Trustees, shall indemnify and hold harmless any person who is or was an employee or agent of the corporation, and provide advancement of expenses to the full extent to which the corporation is empowered.

Section 2.3. Character of Rights. To the extent the rights of indemnification and advancement of expenses have been conferred by or pursuant to this Article, such rights shall be contract rights.

Section 2.4. Enforcement. A trustee, officer, employee or agent ("Claimant") shall be presumed to be entitled to indemnification and/or advancement of expenses under this Article upon submission of a written claim (and, in an action brought to enforce a claim for an advancement of expenses, where the undertaking in subsection 1.2. above has been delivered to the corporation) and thereafter the corporation shall have the burden of proof to overcome the presumption that the Claimant is so entitled.

If a claim under this Article is not paid in full by the corporation within sixty days after a written claim has been received by the corporation, except in the case of a claim for advancement of expenses, in which case the applicable period shall be twenty days, the Claimant may at any time hereafter bring suit against the corporation to recover the unpaid amount of the claim. If successful in whole or in part, the Claimant shall also be entitled to be paid the expense of prosecuting such claim. Neither the failure of the corporation (including its Board of Trustees or independent legal counsel) to have made a determination prior to the commencement of such action that

indemnification of or advancement of expenses to the Claimant is proper in the circumstances nor an actual determination by the corporation (including its Board of Trustees or independent legal counsel) that the Claimant is not entitled to indemnification or advancement of expenses shall be a defense to the action or create a presumption that the Claimant is not so entitled.

Section 2.5. Rights Not Exclusive. The right to indemnification and advancement of expenses conferred in this Article shall not be exclusive of any other right which any person may have or hereafter acquire under any statute, provision of the Articles of Incorporation or Bylaws of the corporation, agreement, vote of disinterested trustees, or otherwise.

Section 3. Insurance. The corporation may purchase and maintain insurance, at its expense, to protect itself and any trustee, officer, employee or agent of the corporation or who, while a trustee, officer, employee or agent of the corporation, is or was a director, trustee, officer, partner, employee or agent of another corporation, partnership, joint venture, trust, employee benefit plan or other enterprise against any expense, liability or loss, whether or not the corporation would have the power to indemnify such person against such expense, liability or loss under the Washington Business Corporation Act.

Section 4. Survival of Benefits. Any repeal or modification of this Article shall not adversely affect any right of any person existing at the time of such repeal or modification.

Section 5. Severability. If any provision of this Article or any application thereof shall be invalid, unenforceable or contrary to applicable law, the remainder of this Article, or the application of such provision to persons or circumstances other than those as to which it is held invalid, unenforceable or contrary to applicable law, shall not be affected thereby and shall continue in full force and effect.

Section 6. Applicable Law. For purposes of this Article, "applicable law" shall at all times be construed as the applicable law in effect at the date indemnification may be sought, or the law in effect at the date of the action, omission or other event giving rise to the situation for which indemnification may be sought, whichever is selected by the person seeking indemnification.

ARTICLE XII
AMENDMENTS

The Board of Trustees by a two-thirds vote, with the approval of the members by three-fourths vote of members voting at any annual or special meeting of members, may amend or repeal any of these Bylaws.

Effective 28 October 1975

Amended 22 April 1982, 21 March 1991, 16 May 2003, 18 March 2014