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Form **990-PF**

Department of the Treasury
Internal Revenue Service

Return of Private Foundation

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

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

OMB No 1545-0052

2014

Open to Public Inspection

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

Name of foundation
CHANNEL FOUNDATION

A Employer identification number
91-6478055

Number and street (or P O box number if mail is not delivered to street address) 603 STEWART ST NO 415
Room/suite

B Telephone number (see instructions)
(206) 621-5447

City or town, state or province, country, and ZIP or foreign postal code
SEATTLE, WA 98101

C If exemption application is pending, check here ▶ ☐

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

D 1. Foreign organizations, check here ▶ ☐
2. Foreign organizations meeting the 85% test, check here and attach computation ▶ ☐
E If private foundation status was terminated under section 507(b)(1)(A), check here ▶ ☐

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

I Fair market value of all assets at end of year *(from Part II, col. (c), line 16)*▶$ 7,661,877

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

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

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

			(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
Revenue	1	Contributions, gifts, grants, etc , received (attach schedule)	446,592			
	2	Check ▶ ☐ if the foundation is **not** required to attach Sch B				
	3	Interest on savings and temporary cash investments	101,632	101,632		
	4	Dividends and interest from securities	67,903	67,903		
	5a	Gross rents	302	302		
	b	Net rental income or (loss) 302				
	6a	Net gain or (loss) from sale of assets not on line 10	149,549			
	b	Gross sales price for all assets on line 6a 1,363,509				
	7	Capital gain net income (from Part IV, line 2)		149,549		
	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) (attach schedule)				
	11	Other income (attach schedule)	-15,043	-15,043	0	
	12	**Total.** Add lines 1 through 11	750,935	304,343	0	
Operating and Administrative Expenses	13	Compensation of officers, directors, trustees, etc	88,500	0	0	88,500
	14	Other employee salaries and wages				
	15	Pension plans, employee benefits	10,909	0	0	10,909
	16a	Legal fees (attach schedule)				
	b	Accounting fees (attach schedule)	10,399	5,199	0	5,199
	c	Other professional fees (attach schedule)	10,428	10,058	0	370
	17	Interest				
	18	Taxes (attach schedule) (see instructions)	10,693	660	0	7,101
	19	Depreciation (attach schedule) and depletion	32,102	0	0	
	20	Occupancy	6,468	0	0	6,468
	21	Travel, conferences, and meetings	4,074	0	0	4,074
	22	Printing and publications				
	23	Other expenses (attach schedule)	13,388	1,009	0	12,379
	24	**Total operating and administrative expenses.** Add lines 13 through 23	186,961	16,926	0	135,000
	25	Contributions, gifts, grants paid	633,000			633,000
	26	**Total expenses and disbursements.** Add lines 24 and 25	819,961	16,926	0	768,000
	27	Subtract line 26 from line 12				
	a	**Excess of revenue over expenses and disbursements**	-69,026			
	b	**Net investment income** (if negative, enter -0-)		287,417		
	c	**Adjusted net income** (if negative, enter -0-)			0	

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

			Beginning of year	End of year	
			(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1	Cash—non-interest-bearing			
	2	Savings and temporary cash investments	507,437	1,069,553	1,069,553
	3	Accounts receivable ▶ ________ Less allowance for doubtful accounts ▶ ________			
	4	Pledges receivable ▶ ________ Less allowance for doubtful accounts ▶ ________			
	5	Grants receivable			
	6	Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see instructions)			
	7	Other notes and loans receivable (attach schedule) ▶ ________ Less allowance for doubtful accounts ▶ ________			
	8	Inventories for sale or use			
	9	Prepaid expenses and deferred charges			
	10a	Investments—U S and state government obligations (attach schedule)	775,589	800,317	800,317
	b	Investments—corporate stock (attach schedule)	2,773,827	2,254,141	2,254,141
	c	Investments—corporate bonds (attach schedule)	1,272,015	1,134,528	1,134,528
	11	Investments—land, buildings, and equipment basis ▶ ________ Less accumulated depreciation (attach schedule) ▶ ________			
	12	Investments—mortgage loans			
	13	Investments—other (attach schedule)	477,893	446,075	446,075
	14	Land, buildings, and equipment basis ▶ ________ Less accumulated depreciation (attach schedule) ▶ ________			
	15	Other assets (describe ▶ ________)	1,826,955	1,957,263	1,957,263
	16	**Total assets** (to be completed by all filers—see the instructions Also, see page 1, item I)	7,633,716	7,661,877	7,661,877
Liabilities	17	Accounts payable and accrued expenses	3,068	3,279	
	18	Grants payable			
	19	Deferred revenue			
	20	Loans from officers, directors, trustees, and other disqualified persons			
	21	Mortgages and other notes payable (attach schedule)			
	22	Other liabilities (describe ▶ ________)	0	956	
	23	**Total liabilities** (add lines 17 through 22)	3,068	4,235	
Net Assets or Fund Balances		**Foundations that follow SFAS 117, check here** ▶ ☐ **and complete lines 24 through 26 and lines 30 and 31.**			
	24	Unrestricted			
	25	Temporarily restricted			
	26	Permanently restricted			
		Foundations that do not follow SFAS 117, check here ▶ ☑ **and complete lines 27 through 31.**			
	27	Capital stock, trust principal, or current funds	0	0	
	28	Paid-in or capital surplus, or land, bldg , and equipment fund	0	0	
	29	Retained earnings, accumulated income, endowment, or other funds	7,630,648	7,657,642	
	30	**Total net assets or fund balances** (see instructions)	7,630,648	7,657,642	
	31	**Total liabilities and net assets/fund balances** (see instructions)	7,633,716	7,661,877	

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	7,630,648
2	Enter amount from Part I, line 27a	2	-69,026
3	Other increases not included in line 2 (itemize) ▶ ________	3	96,020
4	Add lines 1, 2, and 3	4	7,657,642
5	Decreases not included in line 2 (itemize) ▶ ________	5	0
6	Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30	6	7,657,642

Part IV Capital Gains and Losses for Tax on Investment Income

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

	(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
a	See Additional Data Table			
b				
c				
d				
e				

	Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col (h) gain minus col (k), but not less than -0-) **or** Losses (from col (h))
	(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
a	See Additional Data Table			
b				
c				
d				
e				

2	Capital gain net income or (net capital loss) { If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7 }	2	149,549
3	Net short-term capital gain or (loss) as defined in sections 1222(5) and (6) If gain, also enter in Part I, line 8, column (c) (see instructions) If (loss), enter -0- in Part I, line 8	3	

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

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

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

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

1 Enter the appropriate amount in each column for each year, see instructions before making any entries

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col (b) divided by col (c))
2013	880,382	5,726,641	0 153734
2012	810,460	5,752,498	0 140888
2011	582,171	5,974,024	0 097450
2010	441,074	5,564,003	0 079273
2009	554,010	4,637,224	0 119470

2	**Total** of line 1, column (d)	2	0 590815
3	Average distribution ratio for the 5-year base period—divide the total on line 2 by 5, or by the number of years the foundation has been in existence if less than 5 years	3	0 118163
4	Enter the net value of noncharitable-use assets for 2014 from Part X, line 5	4	5,981,224
5	Multiply line 4 by line 3	5	706,759
6	Enter 1% of net investment income (1% of Part I, line 27b)	6	2,874
7	Add lines 5 and 6	7	709,633
8	Enter qualifying distributions from Part XII, line 4	8	768,000

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

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

1a	Exempt operating foundations described in section 4940(d)(2), check here ▶ ☐ and enter "N/A" on line 1 Date of ruling or determination letter ____________ **(attach copy of letter if necessary–see instructions)**				
b	Domestic foundations that meet the section 4940(e) requirements in Part V, check here ▶ ☑ and enter 1% of Part I, line 27b			1	2,874
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	2,874
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	2,874
6	Credits/Payments				
a	2014 estimated tax payments and 2013 overpayment credited to 2014	6a	1,920		
b	Exempt foreign organizations—tax withheld at source	6b			
c	Tax paid with application for extension of time to file (Form 8868)	6c			
d	Backup withholding erroneously withheld	6d			
7	Total credits and payments Add lines 6a through 6d			7	1,920
8	Enter any **penalty** for underpayment of estimated tax Check here ☐ if Form 2220 is attached			8	2
9	**Tax due.** If the total of lines 5 and 8 is more than line 7, enter **amount owed** ▶			9	956
10	**Overpayment.** If line 7 is more than the total of lines 5 and 8, enter the **amount overpaid** ▶			10	
11	Enter the amount of line 10 to be **Credited to 2015 estimated tax** ▶ **Refunded** ▶			11	

Part VII-A Statements Regarding Activities

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

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

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

Website address ▶WWW CHANNELFOUNDATION ORG

14 The books are in care of ▶SHERIDA BORNFLETH Telephone no ▶(206) 621-5447

Located at ▶603 STEWART ST STE 415 SEATTLE WA ZIP+4 ▶98101

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

			Yes	No
16	At any time during calendar year 2014, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country?	16		No
	See instructions for exceptions and filing requirements for FinCEN Form 114, Report of Foreign Bank and Financial Accounts (FBAR) If "Yes", enter the name of the foreign country ▶			

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

	File Form 4720 if any item is checked in the "Yes" column, unless an exception applies.		Yes	No
1a	During the year did the foundation (either directly or indirectly)			
	(1) Engage in the sale or exchange, or leasing of property with a disqualified person? ☐ **Yes** ☑ **No**			
	(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? ☐ **Yes** ☑ **No**			
	(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? ☐ **Yes** ☑ **No**			
	(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? ☑ **Yes** ☐ **No**			
	(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)? ☐ **Yes** ☑ **No**			
	(6) Agree to pay money or property to a government official? (**Exception.** Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days). ☐ **Yes** ☑ **No**			
b	If any answer is "Yes" to 1a(1)–(6), did **any** of the acts fail to qualify under the exceptions described in Regulations section 53 4941(d)-3 or in a current notice regarding disaster assistance (see instructions)?	1b		No
	Organizations relying on a current notice regarding disaster assistance check here ▶ ☐			
c	Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2014?	1c		No
2	Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5))			
a	At the end of tax year 2014, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2014? ☐ **Yes** ☑ **No**			
	If "Yes," list the years ▶ 20____ , 20____ , 20____ , 20____			
b	Are there any years listed in 2a for which the foundation is **not** applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to **all** years listed, answer "No" and attach statement—see instructions)	2b		
c	If the provisions of section 4942(a)(2) are being applied to **any** of the years listed in 2a, list the years here ▶ 20____ , 20____ , 20____ , 20____			
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? ☐ **Yes** ☑ **No**			
b	If "Yes," did it have excess business holdings in 2014 as a result of **(1)** any purchase by the foundation or disqualified persons after May 26, 1969, **(2)** the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest, or **(3)** the lapse of the 10-, 15-, or 20-year first phase holding period? *(Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2014.)*	3b		
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a		No
b	Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2014?	4b		No

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

5a During the year did the foundation pay or incur any amount to

(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))? ☐ Yes ☑ No

(2) Influence the outcome of any specific public election (see section 4955), or to carry on, directly or indirectly, any voter registration drive? ☐ Yes ☑ No

(3) Provide a grant to an individual for travel, study, or other similar purposes? ☐ Yes ☑ No

(4) Provide a grant to an organization other than a charitable, etc , organization described in section 4945(d)(4)(A)? (see instructions). ☐ Yes ☑ No

(5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals? ☐ Yes ☑ No

b If any answer is "Yes" to 5a(1)–(5), did **any** of the transactions fail to qualify under the exceptions described in Regulations section 53 4945 or in a current notice regarding disaster assistance (see instructions)? **5b**

Organizations relying on a current notice regarding disaster assistance check here. ▶ ☐

c If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant? ☐ Yes ☐ No

If "Yes," attach the statement required by Regulations section 53.4945–5(d).

6a Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract? ☐ Yes ☑ No

b Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract? **6b** No

If "Yes" to 6b, file Form 8870.

7a At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction? ☐ Yes ☑ No

b If yes, did the foundation receive any proceeds or have any net income attributable to the transaction? **7b**

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

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

(a) Name and address	**(b)** Title, and average hours per week devoted to position	**(c)** Compensation **(If not paid, enter -0-)**	**(d)** Contributions to employee benefit plans and deferred compensation	**(e)** Expense account, other allowances
ELAINE NONNEMAN 603 STEWART ST STE 415 SEATTLE, WA 98101	TRUSTEE 10 00	0	0	0
KATRIN WILDE 603 STEWART ST STE 415 SEATTLE, WA 98101	EXECUTIVE DIRECTOR 40 00	88,500	10,910	0

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

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

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

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

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

(a) Name and address of each person paid more than $50,000	**(b)** Type of service	**(c)** Compensation
NONE		
Total number of others receiving over $50,000 for professional services. . . . . ►		0

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

List the foundation's four largest direct charitable activities during the tax year Include relevant statistical information such as the number of organizations and other beneficiaries served, conferences convened, research papers produced, etc	Expenses
1	
2	
3	
4	

Part IX-B **Summary of Program-Related Investments** (see instructions)

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2	Amount
1	
2	
All other program-related investments See instructions	
3	
Total. Add lines 1 through 3 . . . . ►	0

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	4,979,527
b	Average of monthly cash balances		1b	1,092,782
c	Fair market value of all other assets (see instructions)		1c	0
d	**Total** (add lines 1a, b, and c)		1d	6,072,309
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	6,072,309
4	Cash deemed held for charitable activities Enter 1 1/2% of line 3 (for greater amount, see instructions)		4	91,085
5	**Net value of noncharitable-use assets.** Subtract line 4 from line 3 Enter here and on Part V, line 4		5	5,981,224
6	**Minimum investment return.** Enter 5% of line 5		6	299,061

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	299,061
2a	Tax on investment income for 2014 from Part VI, line 5	2a 2,874		
b	Income tax for 2014 (This does not include the tax from Part VI)	2b		
c	Add lines 2a and 2b		2c	2,874
3	Distributable amount before adjustments Subtract line 2c from line 1		3	296,187
4	Recoveries of amounts treated as qualifying distributions		4	0
5	Add lines 3 and 4		5	296,187
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	296,187

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	768,000
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	768,000
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income Enter 1% of Part I, line 27b (see instructions)	5	2,874
6	**Adjusted qualifying distributions.** Subtract line 5 from line 4	6	765,126

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				296,187
2 Undistributed income, if any, as of the end of 2014				
a Enter amount for 2013 only.			0	
b Total for prior years 20___, 20___, 20___		0		
3 Excess distributions carryover, if any, to 2014				
a From 2009. 324,383				
b From 2010. 165,814				
c From 2011. 286,976				
d From 2012. 526,479				
e From 2013. 597,848				
f **Total** of lines 3a through e.	1,901,500			
4 Qualifying distributions for 2014 from Part XII, line 4 ▶ $ 768,000				
a Applied to 2013, but not more than line 2a			0	
b Applied to undistributed income of prior years (Election required—see instructions).		0		
c Treated as distributions out of corpus (Election required—see instructions).	0			
d Applied to 2014 distributable amount.				296,187
e Remaining amount distributed out of corpus	471,813			
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:**				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5	2,373,313			
b Prior years' undistributed income Subtract line 4b from line 2b		0		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed.		0		
d Subtract line 6c from line 6b Taxable amount —see instructions		0		
e Undistributed income for 2013 Subtract line 4a from line 2a Taxable amount—see instructions			0	
f Undistributed income for 2014 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2015				0
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (Election may be required - see instructions)	0			
8 Excess distributions carryover from 2009 not applied on line 5 or line 7 (see instructions) . . .	324,383			
9 **Excess distributions carryover to 2015.** Subtract lines 7 and 8 from line 6a	2,048,930			
10 Analysis of line 9				
a Excess from 2010. . . . 165,814				
b Excess from 2011. . . . 286,976				
c Excess from 2012. . . . 526,479				
d Excess from 2013. . . . 597,848				
e Excess from 2014. . . . 471,813				

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

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

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

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

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

1 Information Regarding Foundation Managers:

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

ELAINE NONNEMAN

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

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

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

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

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

c Any submission deadlines

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

Part XV Supplementary Information (continued)

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

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a *Paid during the year*				
See Additional Data Table				
Total . . . . ▶ **3a**				633,000
b *Approved for future payment*				
Total . . . . ▶ **3b**				0

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated	Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income (See instructions)
	(a) Business code	(b) Amount	(c) Exclusion code	(d) Amount	
1 Program service revenue					
a					
b					
c					
d					
e					
f					
g Fees and contracts from government agencies					
2 Membership dues and assessments. . . .					
3 Interest on savings and temporary cash investments			14	101,632	
4 Dividends and interest from securities. . . .			14	67,903	
5 Net rental income or (loss) from real estate					
a Debt-financed property.			41	302	
b Not debt-financed property.					
6 Net rental income or (loss) from personal property					
7 Other investment income.			14		
8 Gain or (loss) from sales of assets other than inventory			18	149,549	
9 Net income or (loss) from special events					
10 Gross profit or (loss) from sales of inventory. .					
11 Other revenue a GAMECHANGER ORDINARY			14	-15,043	
b					
c					
d					
e					
12 Subtotal Add columns (b), (d), and (e). .		0		304,343	0

13 Total. Add line 12, columns (b), (d), and (e). 13 304,343

(See worksheet in line 13 instructions to verify calculations)

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

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

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

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

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

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

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

b If "Yes," complete the following schedule

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

Sign Here

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

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

Paid Preparer Use Only

Print/Type preparer's name	Preparer's Signature	Date	Check if self-employed ▶☐	PTIN
HOWARD DONKIN CPA		2015-11-11		P00147726

Firm's name ▶ JACOBSON JARVIS & CO PLLC — Firm's EIN ▶ 91-2011386

Firm's address ▶ 200 FIRST AVE WEST SUITE 200 SEATTLE, WA 981194219 — Phone no (206) 628-8990

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

(a) List and describe the kind(s) of property sold (e g , real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co)	(b) How acquired P—Purchase D—Donation	(c) Date acquired (mo , day, yr)	(d) Date sold (mo , day, yr)
AMGEN INC	P	2006-01-26	2014-11-18
BANK OF AMERICA	P	2003-08-26	2014-11-17
VERIZON COMMUNICATIONS	P	2008-06-13	2014-11-24
MERCK AND CO	P	2006-10-25	2014-03-19
MICROSOFT CORP	P	2005-09-14	2014-03-19
NUCOR CORP	P	2006-08-31	2014-03-19
PEPSICO INC	P	2006-10-11	2014-03-19
PEPSICO INC	P	2006-10-25	2014-03-19
TRAVELLERS COS INC	P	2007-03-02	2014-03-19
UNITED PARCEL SVC	P	2008-05-23	2014-03-19

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

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
50,000		49,513	487
50,000		49,626	374
26,575		25,034	1,541
16,752		13,773	2,979
24,812		16,877	7,935
34,882		34,790	92
21,870		17,229	4,641
13,932		10,950	2,982
16,604		10,221	6,383
19,284		13,510	5,774

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

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col (h) gain minus col (k), but not less than -0-) **or** Losses (from col (h))
(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
			487
			374
			1,541
			2,979
			7,935
			92
			4,641
			2,982
			6,383
			5,774

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

(a) List and describe the kind(s) of property sold (e g , real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co)	**(b)** How acquired P—Purchase D—Donation	**(c)** Date acquired (mo , day, yr)	**(d)** Date sold (mo , day, yr)
AMGEN INC	P	2014-01-08	2014-01-09
BECTON DICKINSON CO	P	2014-01-08	2014-01-09
FEDEX CORP	P	2014-01-08	2014-01-09
GOOGLE INC	P	2014-01-08	2014-01-09
PRAXAIR INC	P	2014-01-08	2014-01-09
ROCKWELL AUTOMATION INC	P	2014-01-08	2014-01-09
3M COMPANY	P	2014-01-08	2014-01-09
THERMO FISHER SCIENTIFIC INC	P	2014-01-08	2014-01-09
ILLINOIS ST TAXABLE	P	2013-02-11	2014-01-02
FIRST SOLAR INC	P	2011-08-09	2014-07-07

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

(e) Gross sales price	**(f)** Depreciation allowed (or allowable)	**(g)** Cost or other basis plus expense of sale	**(h)** Gain or (loss) (e) plus (f) minus (g)
72,334		72,282	52
56,691		56,651	40
56,244		56,148	96
56,463		57,062	-599
39,182		39,279	-97
23,644		23,876	-232
84,461		84,711	-250
56,884		57,020	-136
30,000		30,000	0
41,705		57,886	-16,181

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

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			**(l)** Gains (Col (h) gain minus col (k), but not less than -0-) **or** Losses (from col (h))
(i) F M V as of 12/31/69	**(j)** Adjusted basis as of 12/31/69	**(k)** Excess of col (i) over col (j), if any	
			52
			40
			96
			-599
			-97
			-232
			-250
			-136
			0
			-16,181

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

(a) List and describe the kind(s) of property sold (e g , real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co)	**(b)** How acquired P—Purchase D—Donation	**(c)** Date acquired (mo , day, yr)	**(d)** Date sold (mo , day, yr)
JUNIPER NETWORKS INC	P	2011-06-13	2014-07-07
APPLIED MATERIAL INC	P		2014-07-07
COSTCO WHOLESALE CRP	P		2014-07-07
COMPUWARE CORP	P		2014-12-17
EXELIS INC	P		2014-03-19
ITT CORP	P		2014-07-07
JPMORGAN CHASE	P		2014-07-07
KROGER	P	2007-04-23	2014-07-07
QUALCOMM INC	P	2008-11-21	2014-03-19
SAFEWAY INC	P	2007-01-18	2014-03-19

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

(e) Gross sales price	**(f)** Depreciation allowed (or allowable)	**(g)** Cost or other basis plus expense of sale	**(h)** Gain or (loss) (e) plus (f) minus (g)
24,749		30,000	-5,251
78,752		64,275	14,477
34,898		14,493	20,405
46,024		38,253	7,771
14,217		10,048	4,169
26,630		11,691	14,939
53,428		48,506	4,922
53,459		32,786	20,673
23,165		8,697	14,468
23,033		20,544	2,489

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

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			**(l)** Gains (Col (h) gain minus col (k), but not less than -0-) **or** Losses (from col (h))
(i) F M V as of 12/31/69	**(j)** Adjusted basis as of 12/31/69	**(k)** Excess of col (i) over col (j), if any	
			-5,251
			14,477
			20,405
			7,771
			4,169
			14,939
			4,922
			20,673
			14,468
			2,489

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

(a) List and describe the kind(s) of property sold (e g , real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co)	**(b)** How acquired P—Purchase D—Donation	**(c)** Date acquired (mo , day, yr)	**(d)** Date sold (mo , day, yr)
THERMO FISHER SCIENTIFIC INC	P		2014-03-19
TORO CO	P	2007-06-04	2014-03-19
VECTRUS INC	P	2008-11-20	2014-10-07
XYLEM INC	P		2014-03-19
XEROX CORP	P		2014-07-07
WELLS FARGO & CO	P		2014-07-07
BLACKHAWK CIL	P	2014-04-22	2014-04-22
COVISINT CIL	P	2014-11-05	2014-11-05
CAPITAL GAINS - NEW ALTERNATIVES	P		
CAPITAL GAINS - FOREIGN LNG TERM GAIN	P		

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

(e) Gross sales price	**(f)** Depreciation allowed (or allowable)	**(g)** Cost or other basis plus expense of sale	**(h)** Gain or (loss) (e) plus (f) minus (g)
24,765		10,708	14,057
6,872		3,191	3,681
12		9	3
25,745		24,909	836
64,808		93,516	-28,708
39,591		25,896	13,695
14			14
1			1
1,775			1,775
29,239			29,239

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

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			**(l)** Gains (Col (h) gain minus col (k), but not less than -0-) **or** Losses (from col (h))
(i) F M V as of 12/31/69	**(j)** Adjusted basis as of 12/31/69	**(k)** Excess of col (i) over col (j), if any	
			14,057
			3,681
			3
			836
			-28,708
			13,695
			14
			1
			1,775
			29,239

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

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

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

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
13			13

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

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col (h) gain minus col (k), but not less than -0-) **or** Losses (from col (h))
(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
			13

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

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a *Paid during the year*				
ASSOCIATION FOR WOMEN'S RIGHTS IN DEVELOPMENT 215 SPADINA AVE SUITE 150 TORONTO,ONTARIO M5T 1V6 CA	NONE	PUBLIC CHARITY	WHERE IS THE MONEY FOR INDIGENOUS WOMENS RIGHTS 2014 ACTION RESEARCH PROJECT	7,500
CHIRAPAQ CENTRO DE CULTURAS INDIGENAS DE PERU HORACIO URTEAGA 534-203 LIMA 11 PE	NONE	PUBLIC CHARITY EQUIV	INTERNATIONAL INDIGINOUS WOMENS FORUM & AYNI INDIGINOUS WOMENS FUND	25,000
AMERICAN IRELAND FUND 211 CONGRESS ST BOSTON,MA 02110	NONE	PUBLIC CHARITY	FRONT LINE DEFENDERS - WOMEN HUMAN RIGHTS DEFENDERS SECURITY TRAINING IN AFGHANISTAN	10,000
COLORADO NON-PROFIT DEVELOPMENT CENTER 789 SHERMAN ST 250 DENVER,CO 80203	NONE	PUBLIC CHARITY	WOMENS REGIONAL NETWORK	25,000
CONECTAS HUMAN RIGHTS RUA BARAO DE ITAPETININGA 93-5 ANDAR SAO PAULO SP CEP 01042-908 BR	NONE	PUBLIC CHARITY EQUIV	REGIONAL HUMAN RIGHTS MEETINGS - AFRICA & LATIN AMERICA	25,000
CONSORCIO PARA EL DIALOGO PARLAMENTARIO Y LA EQUIDAD OAXACA AC TERCERA CERRADA DE ALCALA 101 COLONIA DIAZ ORDAZ OAXACA 68040 MX	NONE	PUBLIC CHARITY EQUIV	EMPOWERING YOUNG FEMALE VICTIMS OF MALE VIOLENCE	20,000
CREA 116 E 16TH ST 7TH FLOOR NEW YORK,NY 10003	NONE	PUBLIC CHARITY	SEXUALITY, GENDER, & RIGHTS INSTITUTE & FEMINIST LEADERSHIP, MOVEMENT BUILDING AND RIGHTS INSTITUTE SUPPORT	25,000
CREATING HOPE INTERNATIONAL PO BOX 1058 DEARBORN,MI 48121	NONE	PUBLIC CHARITY	AFGHAN INSTITUTE OF LEARNING - HUMAN RIGHTS LEADERSHIP TRAINING	20,000
CINE QUA NON INC WESTBETH 463 WEST ST 646B NEW YORK,NY 10014	NONE	PUBLIC CHARITY	"YOUNG LAKOTA" SCREENING	2,000
FONDO CENTROAMERICANO DE MUJERES ROTONDA EL GUEGUENSE 4 CUADRAS AL OESTE 1 CUADRA AL NORTE MANAGUA NU	NONE	PUBLIC CHARITY EQUIV	INDIGENOUS WOMEN'S RIGHTS IN GUATEMALA	25,000
FUND FOR GLOBAL HUMAN RIGHTS 1666 CONNECTICUT AVE NW STE 410 WASHINGTON,DC 20009	NONE	PUBLIC CHARITY	WOMENS RIGHTS & LEADERSHIP IN SUB-SAHARAN AFRICA	25,000
FUNDACION MERCED QUERETARO CERRO DE LA ESTRELLA 133 COLONIA COLINAS DEL CIMATARIO QUERETARO QUERETARO 76090 MX	NONE	PUBLIC CHARITY EQUIV	ROBIN MEXICANA & SYZ EMPLOYEE EDUC RESOURCE FUND	20,000
GLOBAL FUND FOR WOMEN 222 SUTTER ST SUITE 500 SAN FRANCISCO,CA 94108	NONE	PUBLIC CHARITY	MONGOLIAN WOMENS FUND & LAW ON SEXUAL HARASSMENT	25,000
GLOBAL FUND FOR WOMEN 222 SUTTER ST SUITE 500 SAN FRANCISCO,CA 94108	NONE	PUBLIC CHARITY	WOMENS HUMAN RIGHTS IN MIDDLE EAST & N AFRICA	25,000
GLOBAL PRESS INSTITUTE 1012 TORNEY AVE PRESIDIO SAN FRANCISCO,CA 94129	NONE	PUBLIC CHARITY	EDIT SUPPORT FOR NEWS HUB - SRI LANKA & UGANDA	25,000
Total . . . . ▶ **3a**				633,000

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

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a *Paid during the year*				
INST FOR JUSTICE & DEMOCRACY IN HAITI 666 DORCHESTER AVE BOSTON,MA 02127	NONE	PUBLIC CHARITY	RAPE ACCOUNTABILITY & PREVENTION PROJECT	25,000
IPAS 300 MARKET ST SUITE 200 CHAPEL HILL,NC 27516	NONE	PUBLIC CHARITY	REALIZING SEXUAL & REPRODRODUCTIVE JUSTISE ALLIANCE (RESURJ)	25,000
JUST ASSOCIATES 2040 S ST NW 300 WASHINGTON,DC 20009	NONE	PUBLIC CHARITY	ALQUIMIA FEMINIST LEADERSHIP SCHOOL & DEFENSORAS	25,000
INTERNATIONAL CIVIL SOCIETY ACTION NETWORK 1779 MASSACHUSETTS AVE NW STE 710 WASHINGTON,DC 20036	NONE	PUBLIC CHARITY	GLOBAL NETWORK OF WOMENS PEACEBUILDERS PROJECT	25,000
INTERNATIONAL CIVIL SOCIETY ACTION NETWORK 1779 MASSACHUSETTS AVE NW STE 710 WASHINGTON,DC 20036	NONE	PUBLIC CHARITY	SOUTH/SOUTH CAPACITY BUILDING EXCHANGES MENA & SMALL SEED GRANTS-ASIA REGION	25,000
WORLD AFFAIRS COUNCIL 2200 ALASKAN WAY SUITE 450 SEATTLE,WA 98121	NONE	PUBLIC CHARITY	GLOBAL DONOR EXCHANGE NW	2,500
MOBILITY INTERNATIONAL USA 132 E BROADWAY SUITE 343 EUGENE,OR 97401	NONE	PUBLIC CHARITY	PILOT PROJECT IN MEXICO-BRILLIANT & RESILIENT PHOTO EXIBITION & WOMENS LEADRSHIP FORUM	6,000
PROMETHEUS RADIO PROJECT PO BOX 42158 PHILADELPHIA,PA 19101	NONE	PUBLIC CHARITY	PALABRA-INDIGENOUS WOMEN & COMMUNITY RADIO	25,000
TIDES FOUNDATION 1014 TORNEY AVE SAN FRANCISCO,CA 94129	NONE	PUBLIC CHARITY	FRIDA - THE YOUNG FEMINIST FUND	25,000
UNIVERSITY OF TORONTO CENTRE FOR WOMENS STUDIES IN EDUCATION 252 BLOOR ST W ROOM 2-022 TORONTO,M5S 1V6 CA	NONE	PUBLIC CHARITY EQUIV	2014 WOMENS HUMAN RIGHTS EDUCATION INSTITUTE AT CENTER FOR WOMENS STUDIES IN EDUCATION	25,000
URGENT ACTION FUND 333 VALENCIA ST SUITE 250 SAN FRANCISCO,CA 94103	NONE	PUBLIC CHARITY	WOMEN'S & LBTQI HUMAN RIGHTS DEFENDERS IN ASIA	25,000
WOMEN'S INTERNATIONAL LEAGUE FOR PEACE & FREEDOM 777 UNITED NATIONS PLAZA 6TH FLOOR NEW YORK,NY 10017	NONE	PUBLIC CHARITY	100TH ANNIVERSARY EVENT IN THE HAGUE & WOMENS POWER TO STOP WAR CAMPAIGN	25,000
WOMEN'S LEARNING PARTNERSHIP 4343 MONTGOMERY AVE SUITE 201 BETHESDA,MD 20814	NONE	PUBLIC CHARITY	TRANSNATIONAL WOMEN'S RIGHTS ADVOCACY CAMPAIGNS	25,000
WOMEN'S LINK WORLDWIDE PO BOX 359261 BOGOTA DC CO	NONE	PUBLIC CHARITY	SEXUAL & REPRODUCTIVE RIGHTS WORK IN LATIN AMERICA	25,000
WORLD PULSE 909 NW 19TH AVE SUITE C PORTLAND,OR 97209	NONE	PUBLIC CHARITY	VOICES OF OUR FUTURE TRAINING PROGRAM	20,000
Total . . . . ▶ 3a				633,000

TY 2014 Accounting Fees Schedule

Name: CHANNEL FOUNDATION

EIN: 91-6478055

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
BOOKKEEPING	8,450	4,225	0	4,225
ACCOUNTING	1,949	974	0	974

TY 2014 Investments Corporate Bonds Schedule

Name: CHANNEL FOUNDATION

EIN: 91-6478055

Name of Bond	End of Year Book Value	End of Year Fair Market Value
MERRILL LYNCH CORPORATE BONDS	1,134,528	1,134,528

TY 2014 Investments Corporate Stock Schedule

Name: CHANNEL FOUNDATION

EIN: 91-6478055

Name of Stock	End of Year Book Value	End of Year Fair Market Value
MERRILL LYNCH CORPORATE STOCK	2,254,141	2,254,141

TY 2014 Investments Government Obligations Schedule

Name:	CHANNEL FOUNDATION
EIN:	91-6478055
US Government Securities - End of Year Book Value:	0
US Government Securities - End of Year Fair Market Value:	0
State & Local Government Securities - End of Year Book Value:	800,317
State & Local Government Securities - End of Year Fair Market Value:	800,317

TY 2014 Investments - Other Schedule

Name: CHANNEL FOUNDATION

EIN: 91-6478055

Category/ Item	Listed at Cost or FMV	Book Value	End of Year Fair Market Value
NEW ALTERNATIVES FUND INC	FMV	107,751	107,751
MERRILL LYNCH MUTUAL FUNDS & DEFINED ASSETS	FMV	338,324	338,324

TY 2014 Other Assets Schedule

Name: CHANNEL FOUNDATION

EIN: 91-6478055

Description	Beginning of Year - Book Value	End of Year - Book Value	End of Year - Fair Market Value
BENSON EAST LLC	1,826,955	1,795,155	1,795,155
GAMECHANGER FILM FUND LLC	0	162,108	162,108

TY 2014 Other Expenses Schedule

Name: CHANNEL FOUNDATION

EIN: 91-6478055

Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
INSURANCE	1,536	384	0	1,152
LICENSES/FEES/PERMITS	96	0	0	96
MEMBERSHIP	5,460	0	0	5,460
MISCELLANEOUS	1,284	0	0	1,284
POSTAGE/DELIVERY	90	0	0	90
TELEPHONE/INTERNET	2,500	625	0	1,875
WIRE FEES	90	0	0	90
EVENT REGISTRATION	1,774	0	0	1,774
EQUIPMENT	546	0	0	546
PARKING	12	0	0	12

TY 2014 Other Income Schedule

Name: CHANNEL FOUNDATION

EIN: 91-6478055

Description	Revenue And Expenses Per Books	Net Investment Income	Adjusted Net Income
GAMECHANGER ORDINARY	-15,043	-15,043	0

TY 2014 Other Increases Schedule

Name: CHANNEL FOUNDATION

EIN: 91-6478055

Description	Amount
UNREALIZED NET CAPITAL GAIN	96,020

TY 2014 Other Liabilities Schedule

Name: CHANNEL FOUNDATION

EIN: 91-6478055

Description	Beginning of Year - Book Value	End of Year - Book Value
FEDERAL TAXES	0	956

TY 2014 Other Professional Fees Schedule

Name: CHANNEL FOUNDATION

EIN: 91-6478055

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
INVESTMENT MGMT FEES	9,935	9,935	0	0
IT SERVICES	493	123	0	370

TY 2014 Taxes Schedule

Name: CHANNEL FOUNDATION

EIN: 91-6478055

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
PAYROLL TAXES	7,101	0	0	7,101
ESTIMATED TAXES	2,932	0	0	0
FOREIGN TAXES	660	660	0	0

Schedule B (Form 990, 990-EZ, or 990-PF) Department of the Treasury Internal Revenue Service	**Schedule of Contributors** ▶ Attach to Form 990, 990-EZ, or 990-PF. ▶ Information about Schedule B (Form 990, 990-EZ, or 990-PF) and its instructions is at *www.irs.gov/form990*.	OMB No 1545-0047 **2014**

Name of the organization	Employer identification number
CHANNEL FOUNDATION	91-6478055

Organization type (check one)

Filers of:	**Section:**
Form 990 or 990-EZ	☐ 501(c)( ) (enter number) organization
	☐ 4947(a)(1) nonexempt charitable trust **not** treated as a private foundation
	☐ 527 political organization
Form 990-PF	☑ 501(c)(3) exempt private foundation
	☐ 4947(a)(1) nonexempt charitable trust treated as a private foundation
	☐ 501(c)(3) taxable private foundation

Check if your organization is covered by the **General Rule** or a **Special Rule.**
Note. Only a section 501(c)(7), (8), or (10) organization can check boxes for both the General Rule and a Special Rule See instructions

General Rule

☑ For an organization filing Form 990, 990-EZ, or 990-PF that received, during the year, contributions totaling $5,000 or more (in money or other property) from any one contributor Complete Parts I and II See instructions for determining a contributor's total contributions

Special Rules

☐ For an organization described in section 501(c)(3) filing Form 990 or 990-EZ that met the $33\frac{1}{3}$% support test of the regulations under sections 509(a)(1) and 170(b)(1)(A)(vi), that checked Schedule A (Form 990 or 990-EZ), Part II, line 13, 16a, or 16b, and that received from any one contributor, during the year, total contributions of the greater of **(1)** $5,000 or **(2)** 2% of the amount on (i) Form 990, Part VIII, line 1h, or (ii) Form 990-EZ, line 1 Complete Parts I and II

☐ For an organization described in section 501(c)(7), (8), or (10) filing Form 990 or 990-EZ that received from any one contributor, during the year, total contributions of more than $1,000 *exclusively* for religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals Complete Parts I, II, and III

☐ For an organization described in section 501(c)(7), (8), or (10) filing Form 990 or 990-EZ that received from any one contributor, during the year, contributions *exclusively* for religious, charitable, etc , purposes, but no such contributions totaled more than $1,000 If this box is checked, enter here the total contributions that were received during the year for an *exclusively* religious, charitable, etc , purpose Do not complete any of the parts unless the **General Rule** applies to this organization because it received *nonexclusively* religious, charitable, etc , contributions totaling $5,000 or more during the year . . . . ▶ $ ____________

Caution. An organization that is not covered by the General Rule and/or the Special Rules does not file Schedule B (Form 990, 990-EZ, or 990-PF), but it **must** answer "No" on Part IV, line 2, of its Form 990, or check the box on line H of its Form 990-EZ or on its Form 990PF, Part I, line 2, to certify that it does not meet the filing requirements of Schedule B (Form 990, 990-EZ, or 990-PF)

Name of organization
CHANNEL FOUNDATION

Employer identification number
91-6478055

Part I **Contributors** (see instructions) Use duplicate copies of Part I if additional space is needed

(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
1	ELAINE NONNEMAN 603 STEWART ST 415 SEATTLE, WA 98101	$ 446,592	Person ☑ Payroll ☐ Noncash ☑ (Complete Part II for noncash contributions)

(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
		$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II for noncash contributions)

(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
		$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II for noncash contributions)

(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
		$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II for noncash contributions)

(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
		$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II for noncash contributions)

(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
		$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II for noncash contributions)

Name of organization	**Employer identification number**
CHANNEL FOUNDATION	91-6478055

Part II **Noncash Property** (see instructions) Use duplicate copies of Part II if additional space is needed

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
1	PUBLICLY TRADED STOCK	$ 446,592	2014-01-08

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
		$	

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
		$	

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
		$	

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
		$	

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
		$	

Name of organization
CHANNEL FOUNDATION

Employer identification number
91-6478055

Part III *Exclusively* **religious, charitable, etc., contributions to organizations described in section 501(c)(7), (8), or (10) that total more than $1,000 for the year from any one contributor.** Complete columns **(a)** through **(e) and** the following line entry For organizations completing Part III, enter the total of *exclusively* religious, charitable, etc , contributions of **$1,000 or less** for the year (Enter this information once See instructions) ▶ $ ______________
Use duplicate copies of Part III if additional space is needed

(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held

(e) Transfer of gift

Transferee's name, address, and ZIP 4	Relationship of transferor to transferee

(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held

(e) Transfer of gift

Transferee's name, address, and ZIP 4	Relationship of transferor to transferee

(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held

(e) Transfer of gift

Transferee's name, address, and ZIP 4	Relationship of transferor to transferee

(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held

(e) Transfer of gift

Transferee's name, address, and ZIP 4	Relationship of transferor to transferee