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For calendar year 2015, or tax year beginning 01-01-2015 , and ending 12-31-2015

Name of foundation AVEN FOUNDATION		A Employer identification number 91-2009458	
% AVEN FOUNDATION		B Telephone number (see instructions) (425) 586-8011	
Number and street (or P O box number if mail is not delivered to street address) PO BOX 465		Room/suite	
City or town, state or province, country, and ZIP or foreign postal code Medina, WA 98039		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		F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here ☐	
I Fair market value of all assets at end of year (from Part II, col (c), line 16) \$ 52,974,560		J Accounting method ☒ Cash ☐ Accrual ☐ Other (specify) _____ (Part I, column (d) must be on cash basis)	

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))		Revenue and expenses per books (a)	Net investment income (b)	Adjusted net income (c)	Disbursements for charitable purposes (d) (cash basis only)
Revenue	1 Contributions, gifts, grants, etc , received (attach schedule)	0			
	2 Check ☒ if the foundation is not required to attach Sch B				
	3 Interest on savings and temporary cash investments	38	38		
	4 Dividends and interest from securities	669,541	669,311		
	5a Gross rents				
	b Net rental income or (loss) _____				
	6a Net gain or (loss) from sale of assets not on line 10	59,855			
	b Gross sales price for all assets on line 6a 10,422,227				
	7 Capital gain net income (from Part IV, line 2) . . .		59,855		
	8 Net short-term capital gain				
	9 Income modifications				
	10a Gross sales less returns and allowances				
Operating and Administrative Expenses	b Less Cost of goods sold				
	c Gross profit or (loss) (attach schedule)				
	11 Other income (attach schedule)	-186,619	-110,794		
	12 Total. Add lines 1 through 11	542,815	618,410		
	13 Compensation of officers, directors, trustees, etc	0			
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits				
	16a Legal fees (attach schedule).				
	b Accounting fees (attach schedule).	8,320	3,328	0	4,992
	c Other professional fees (attach schedule)	55,478	44,383		11,095
	17 Interest	15,321	15,321		
	18 Taxes (attach schedule) (see instructions)	33,528	22,495		35
	19 Depreciation (attach schedule) and depletion . . .				
	20 Occupancy				
	21 Travel, conferences, and meetings.				
	22 Printing and publications				
	23 Other expenses (attach schedule).	620			
	24 Total operating and administrative expenses. Add lines 13 through 23	113,267	85,527	0	16,122
	25 Contributions, gifts, grants paid	1,484,569			1,484,569
	26 Total expenses and disbursements. Add lines 24 and 25	1,597,836	85,527	0	1,500,691
	27 Subtract line 26 from line 12				
	a Excess of revenue over expenses and disbursements	-1,055,021			
	b Net investment income (if negative, enter -0-)		532,883		
	c Adjusted net income (if negative, enter -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	741,516	2,402,666	2,402,666
	3	Accounts receivable ▶ 478,904			
		Less allowance for doubtful accounts ▶	41,368	478,904	478,904
	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	0	8,342	8,342
	10a	Investments—U S and state government obligations (attach schedule)			
	b	Investments—corporate stock (attach schedule)	21,029,091	17,126,151	19,157,333
	c	Investments—corporate bonds (attach schedule)	4,262,436	6,745,738	6,344,479
	Liabilities	11	Investments—land, buildings, and equipment basis ▶		
		Less accumulated depreciation (attach schedule) ▶			
12		Investments—mortgage loans			
13		Investments—other (attach schedule)	19,734,393	17,938,087	24,582,836
14		Land, buildings, and equipment basis ▶			
		Less accumulated depreciation (attach schedule) ▶			
15		Other assets (describe ▶)			
16		Total assets(to be completed by all filers—see the instructions Also, see page 1, item I)	45,808,804	44,699,888	52,974,560
17		Accounts payable and accrued expenses			
18		Grants payable			
19	Deferred revenue				
20	Loans from officers, directors, trustees, and other disqualified persons				
21	Mortgages and other notes payable (attach schedule).				
22	Other liabilities (describe ▶)	53,895	0		
23	Total liabilities(add lines 17 through 22)	53,895	0		
Net Assets or Fund Balances	Foundations that follow SFAS 117, check here ▶				
	and complete lines 24 through 26 and lines 30 and 31.				
	24	Unrestricted			
	25	Temporarily restricted			
	26	Permanently restricted			
	Foundations that do not follow SFAS 117, check here ▶				
	and complete lines 27 through 31.				
	27	Capital stock, trust principal, or current funds	45,754,909	44,699,888	
	28	Paid-in or capital surplus, or land, bldg, and equipment fund			
29	Retained earnings, accumulated income, endowment, or other funds				
30	Total net assets or fund balances(see instructions)	45,754,909	44,699,888		
31	Total liabilities and net assets/fund balances(see instructions)	45,808,804	44,699,888		

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	45,754,909
2	Enter amount from Part I, line 27a	2	-1,055,021
3	Other increases not included in line 2 (itemize) ▶	3	
4	Add lines 1, 2, and 3	4	44,699,888
5	Decreases not included in line 2 (itemize) ▶	5	
6	Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30	6	44,699,888

Part IV

Capital Gains and Losses for Tax on Investment Income

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

(e) Gross sales price	Depreciation allowed (f) (or allowable)	Cost or other basis (g) plus expense of sale	Gain or (loss) (h) (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			Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h)) (l)
(i) F M V as of 12/31/69	Adjusted basis (j) as of 12/31/69	Excess of col (i) (k) 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	59,855
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))
2014	2,735,040	51,294,465	0 05332
2013	2,539,256	54,466,362	0 046621
2012	2,733,616	49,977,554	0 054697
2011	3,782,202	46,654,551	0 081068
2010	1,956,037	55,040,150	0 035538

2 Total of line 1, column (d).	2	0 271244
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 054249
4 Enter the net value of noncharitable-use assets for 2015 from Part X, line 5.	4	52,245,757
5 Multiply line 4 by line 3.	5	2,834,280
6 Enter 1% of net investment income (1% of Part I, line 27b).	6	5,329
7 Add lines 5 and 6.	7	2,839,609
8 Enter qualifying distributions from Part XII, line 4.	8	1,500,691

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 VII

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	10,658
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	
3 Add lines 1 and 2.		3	10,658
4 Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)		4	
5 Tax based on investment income.Subtract line 4 from line 3 If zero or less, enter -0-		5	10,658
6 Credits/Payments			
a 2015 estimated tax payments and 2014 overpayment credited to 2015	6a	19,000	
b Exempt foreign organizations—tax withheld at source	6b		
c Tax paid with application for extension of time to file (Form 8868).	6c	2,000	
d Backup withholding erroneously withheld	6d		
7 Total credits and payments Add lines 6a through 6d.		7	21,000
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	10,342
11 Enter the amount of line 10 to be Credited to 2015 estimated tax 10,342 Refunded		11	

Part VII-A

Statements Regarding Activities

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?		Yes	No
b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see Instructions for 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	1a		No
c Did the foundation file Form 1120-POL for this year?	1b		No
d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year (1) On the foundation \$ _____ (2) On foundation managers \$ _____	1c		No
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers \$ _____			
2 Has the foundation engaged in any activities that have not previously been reported to the IRS? If "Yes," attach a detailed description of the activities	2		No
3 Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? If "Yes," attach a conformed copy of the changes	3		No
4a Did the foundation have unrelated business gross income of \$1,000 or more during the year?	4a	Yes	
b If "Yes," has it filed a tax return on Form 990-T for this year?	4b	Yes	
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 2015 or the taxable year beginning in 2015 (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? Website address ▶ N/A	13	Yes	
14	The books are in care of ▶ AVEN FOUNDATION Telephone no ▶ (425) 586-8011 Located at ▶ PO BOX 465 Medina WA ZIP+4 ▶ 98039			
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	15		
16	At any time during calendar year 2015, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country? See 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 ▶	16	Yes No	No No

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		
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 2015?	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 2015, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2015? ☐ 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 2015 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 2015).	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 2015?	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	Title, and average hours per week (b) devoted to position	(c) Compensation(If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	Expense account, (e) other allowances
JOHN W STANTON PO BOX 465 Medina, WA 98039	DIRECTOR 0	0	0	0
THERESA E GILLESPIE PO BOX 465 Medina, WA 98039	DIRECTOR 0	0	0	0

2

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

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

Total

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

▶

Part VIII

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

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

(a) Name and address of each person paid more than \$50,000	(b) Type of service	(c) Compensation

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

Part IX-A

Summary of Direct Charitable Activities

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

	Expenses
1	
2	
3	
4	

Part IX-B

Summary of Program-Related Investments (see instructions)

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

Part X Minimum Investment Return

(All domestic foundations must complete this part. Foreign foundations, see instructions.)

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc , purposes		
a	Average monthly fair market value of securities.	1a	26,795,457
b	Average of monthly cash balances.	1b	1,175,846
c	Fair market value of all other assets (see instructions).	1c	25,070,075
d	Total (add lines 1a, b, and c).	1d	53,041,378
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation).	1e	
2	Acquisition indebtedness applicable to line 1 assets.	2	0
3	Subtract line 2 from line 1d.	3	53,041,378
4	Cash deemed held for charitable activities Enter 1 1/2% of line 3 (for greater amount, see instructions).	4	795,621
5	Net value of noncharitable-use assets. Subtract line 4 from line 3 Enter here and on Part V, line 4	5	52,245,757
6	Minimum investment return. Enter 5% of line 5.	6	2,612,288

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	2,612,288
2a	Tax on investment income for 2015 from Part VI, line 5.	2a	10,658
b	Income tax for 2015 (This does not include the tax from Part VI).	2b	
c	Add lines 2a and 2b.	2c	10,658
3	Distributable amount before adjustments Subtract line 2c from line 1.	3	2,601,630
4	Recoveries of amounts treated as qualifying distributions.	4	
5	Add lines 3 and 4.	5	2,601,630
6	Deduction from distributable amount (see instructions).	6	
7	Distributable amount as adjusted Subtract line 6 from line 5 Enter here and on Part XIII, line 1.	7	2,601,630

Part XII Qualifying Distributions (see instructions)

1	Amounts paid (including administrative expenses) to accomplish charitable, etc , purposes		
a	Expenses, contributions, gifts, etc —total from Part I, column (d), line 26.	1a	1,500,691
b	Program-related investments—total from Part IX-B.	1b	0
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc , purposes.	2	0
3	Amounts set aside for specific charitable projects that satisfy the		
a	Suitability test (prior IRS approval required).	3a	0
b	Cash distribution test (attach the required schedule).	3b	0
4	Qualifying distributions. Add lines 1a through 3b Enter here and on Part V, line 8, and Part XIII, line 4	4	1,500,691
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income Enter 1% of Part I, line 27b (see instructions).	5	
6	Adjusted qualifying distributions. Subtract line 5 from line 4.	6	1,500,691

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 2014	(c) 2014	(d) 2015
1 Distributable amount for 2015 from Part XI, line 7				2,601,630
2 Undistributed income, if any, as of the end of 2015				
a Enter amount for 2014 only.			0	
b Total for prior years 2013 , 2012 , 2011		0		
3 Excess distributions carryover, if any, to 2015				
a From 2010.				
b From 2011.				1,458,620
c From 2012.				255,030
d From 2013.				
e From 2014.				276,026
f Total of lines 3a through e.	1,989,676			
4 Qualifying distributions for 2015 from Part XII, line 4 ▶ \$ 1,500,691				
a Applied to 2014, but not more than line 2a			0	
b Applied to undistributed income of prior years (Election required—see instructions).				
c Treated as distributions out of corpus (Election required—see instructions).				
d Applied to 2015 distributable amount.				1,500,691
e Remaining amount distributed out of corpus		0		
5 Excess distributions carryover applied to 2015 (If an amount appears in column (d), the same amount must be shown in column (a))	1,100,939			1,100,939
6 Enter the net total of each column as indicated below:				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5	888,737			
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.				
d Subtract line 6c from line 6b Taxable amount—see instructions		0		
e Undistributed income for 2014 Subtract line 4a from line 2a Taxable amount—see instructions			0	
f Undistributed income for 2016 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).				
8 Excess distributions carryover from 2010 not applied on line 5 or line 7 (see instructions). . .				
9 Excess distributions carryover to 2016. Subtract lines 7 and 8 from line 6a	888,737			
10 Analysis of line 9				
a Excess from 2011. . . .				357,681
b Excess from 2012. . . .				255,030
c Excess from 2013. . . .				
d Excess from 2014. . . .				276,026
e Excess from 2015. . . .				

Part XIV

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☐ 4942(j)(3) or ☐ 4942(j)(5)

Tax year	Prior 3 years			(e) Total
(a) 2015	(b) 2014	(c) 2013	(d) 2012	

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Part XV

1 Information Regarding Foundation Managers:

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))

JOHN STANTON AND THERESA GILLESPIE

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.

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

AVEN FOUNDATION
PO BOX 465
MEDINA,WA 98039
(425)586-8011

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

NO PARTICULAR FORM

Any submission deadlines

NO DEADLINES

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

THE AVEN FOUNDATION PRE-SELECTS CHARITABLE ORGANIZATIONS TO RECEIVE GRANTS, BUT ALSO ACCEPTS PETITIONS FROM OTHER CHARITABLE ORGANIZATIONS TO RECEIVE GRANTS

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

Form **990-PF** (2015)

Enter gross amounts unless otherwise indicated

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

[illegible]

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.		

[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

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.		
	***** Signature of officer or trustee	2016-10-15 Date	***** Title

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

Paid Preparer Use Only	Print/Type preparer's name RODNEY K FUJITA	Preparer's Signature	Date 2016-10-15	Check if self-employed ☒	PTIN P00292458
	Firm's name ☒ BADER MARTIN PS			Firm's EIN ☒	
	Firm's address ☒ 1000 2ND AVE 34TH FLOOR SEATTLE, WA 981041022				
				Phone no (206) 621-1900	

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

List and describe the kind(s) of property sold (e g , real estate, (a) 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)
SHORT TERM STOCK SALES	P		
LONG TERM STOCK SALES	P		
AETHER REAL ASSETS I K-1	P		
AETHER REAL ASSETS I K-1	P		
AETHER REAL ASSETS II K-1	P		
AETHER REAL ASSETS II K-1	P		
THE DIII OFFSHORE K-1	P		
THE DIII OFFSHORE K-1	P		
DARWIN VENTURE CAPITAL FUND II K-1	P		
DARWIN VENTURE CAPITAL FUND II K-1	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	Gain or (loss) (h) (e) plus (f) minus (g)
4,373,103		4,481,217	-108,114
4,796,120		5,238,630	-442,510
29			29
		1,558	-1,558
648			648
499			499
		13,528	-13,528
		21,396	-21,396
17,870			17,870
301,691			301,691

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	
			-108,114
			-442,510
			29
			-1,558
			648
			499
			-13,528
			-21,396
			17,870
			301,691

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

List and describe the kind(s) of property sold (e g , real estate, (a) 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)
DARWIN VENTURE CAPITAL FUND III K-1	P		
DARWIN VENTURE CAPITAL FUND III K-1	P		
KILTEARN GLOBAL K-1	P		
KILTEARN GLOBAL K-1	P		
LANDMARK REAL ESTATE K-1	P		
LANDMARK REAL ESTATE K-1	P		
MONTAUK TRIGUARD FUND V K-1	P		
MONTAUK TRIGUARD FUND V K-1	P		
MONTAUK TRIGUARD FUND VI K-1	P		
MONTAUK TRIGUARD FUND VI K-1	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)
5,097			5,097
14,509			14,509
		13,933	-13,933
49,899			49,899
153			153
12,197			12,197
2,561			2,561
52,203			52,203
5,167			5,167
13,587			13,587

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	
			5,097
			14,509
			-13,933
			49,899
			153
			12,197
			2,561
			52,203
			5,167
			13,587

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

List and describe the kind(s) of property sold (e g , real estate, (a) 2-story brick warehouse, or common stock, 200 shs MLC Co)	(b) How acquired P—Purchase D—Donation	Date acquired (c) (mo , day, yr)	(d) Date sold (mo , day, yr)
SAVANNA REAL ESTATE FUND II K-1	P		
SKY HARBOR SHORT DURATION K-1	P		
SKY HARBOR SHORT DURATION K-1	P		
SUN CAPITAL PARTNERS V K-1	P		
SUN CAPITAL PARTNERS V K-1	P		
CONTRACTS & STRADDLES MONTAUK V K-1	P		
CONTRACTS & STRADDLES MONTAUK VI K-1	P		
LOSS ON DISPOSITION OF CAMCAP ENERGY OFFSHORE	P		
CAPITAL GAIN DIVIDENDS	P		

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

(e) Gross sales price	Depreciation allowed (f) (or allowable)	Cost or other basis (g) plus expense of sale	Gain or (loss) (h) (e) plus (f) minus (g)
496,771			496,771
		11,143	-11,143
		24,630	-24,630
		423	-423
		35,475	-35,475
435			435
1,560			1,560
		520,439	-520,439
			278,128

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			Gains (Col (h) gain minus col (k), but not less than -0-) or (l) Losses (from col (h))
(i) F M V as of 12/31/69	Adjusted basis (j) as of 12/31/69	Excess of col (i) (k) over col (j), if any	
			496,771
			-11,143
			-24,630
			-423
			-35,475
			435
			1,560
			-520,439

TY 2015 Accounting Fees Schedule**Name:** AVEN FOUNDATION**EIN:** 91-2009458

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
ACCOUNTING/TAX - BADER MARTIN	8,320	3,328		4,992

Note: To capture the full content of this document, please select landscape mode (11" x 8.5") when printing.

TY 2015 Depreciation Schedule

Name: AVEN FOUNDATION

EIN: 91-2009458

TY 2015 Investments Corporate Bonds Schedule**Name:** AVEN FOUNDATION**EIN:** 91-2009458

Name of Bond	End of Year Book Value	End of Year Fair Market Value
TEMPLETON GLOBAL BOND	1,341,927	1,145,727
BLACKROCK STRATEGIC	1,183,148	1,146,915
BLUE BAY EMERGING MARKET BOND	0	0
WELLINGTON CORE BOND	1,391,037	1,346,176
BLACKROCK LOW DURATION FUND	1,008,168	998,827
LOGAN CIRCLE EMERGING MKT DEBT	1,821,458	1,706,834

TY 2015 Investments Corporate Stock Schedule**Name:** AVEN FOUNDATION**EIN:** 91-2009458

Name of Stock	End of Year Book Value	End of Year Fair Market Value
SEE ATTACHMENT A	17,126,151	19,157,333

TY 2015 Investments - Other Schedule**Name:** AVEN FOUNDATION**EIN:** 91-2009458

Category/ Item	Listed at Cost or FMV	Book Value	End of Year Fair Market Value
SEE ATTACHMENT A	AT COST	17,938,087	24,582,836

TY 2015 Other Expenses Schedule**Name:** AVEN FOUNDATION**EIN:** 91-2009458

Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
BANK FEE	38			
N/D EXP FROM FROM FLOW THROUGH	497			
FILING FEE	85			

TY 2015 Other Income Schedule**Name:** AVEN FOUNDATION**EIN:** 91-2009458

Description	Revenue And Expenses Per Books	Net Investment Income	Adjusted Net Income
INCOME FROM PASSTHROUGH ENTITIES	-186,619	-110,794	

TY 2015 Other Liabilities Schedule**Name:** AVEN FOUNDATION**EIN:** 91-2009458

Description	Beginning of Year - Book Value	End of Year - Book Value
FEDERAL TAX LIABILITY	53,895	0

TY 2015 Other Professional Fees Schedule**Name:** AVEN FOUNDATION**EIN:** 91-2009458

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
MANAGEMENT FEES - KILTEARN	43,107	34,486		8,621
AGENCY FEES - NORTHERN TRUST	12,371	9,897		2,474

TY 2015 Taxes Schedule**Name:** AVEN FOUNDATION**EIN:** 91-2009458

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
STATE LICENSE & REGISTRATION	35			35
FOREIGN TAXES PAID FROM K-1'S	13,549	13,549		
FOREIGN TAXES PAID FROM NT	8,946	8,946		
STATE TAX	340			
FEDERAL TAXES	10,658			

AVEN FOUNDATION				
EIN: 91-2009458				
2015 FORM 990-PF				
ATTACHMENT A				
FORM 990, PART II, LINE 10b				
INVESTMENTS- CORPORATE STOCKS	BEGINNING BOOK VALUE	ENDING BOOK VALUE	FAIR MARKET VALUE	
Artisan Developing World	\$ -	\$ 1,630,000	\$ 1,631,021	
Columbia Sportswear	\$ 216,250	\$ 216,250	\$ 2,438,000	
Eaton Vance	\$ 2,235,139	\$ -	\$ -	
Fitbit, Inc	\$ -	\$ 264	\$ 85,338	
Grandeur Peak Emerging Markets Opportunities Fund	\$ 924,533	\$ 955,468	\$ 896,910	
Grandeur Peak International Opportunities Fund	\$ 602,692	\$ 637,049	\$ 758,056	
Iron Mountain	\$ 7,266	\$ -	\$ -	
IVA INTL Fund -1	\$ 2,286,617	\$ 2,454,821	\$ 2,603,156	
Jo Hambro Global Equity	\$ 4,608,874	\$ 3,615,546	\$ 3,319,983	
Magellan Global Equity	\$ 4,706,251	\$ 4,886,596	\$ 4,861,526	
Microsoft Corp	\$ 125,843	\$ 125,843	\$ 219,534	
River Road Dividend All Cap Value Fund	\$ 2,736,683	\$ -	\$ -	
Thornburg Developing World	\$ 1,781,606	\$ -	\$ -	
Westwood Emerging Markets	\$ -	\$ 1,786,035	\$ 1,445,117	
William Blair Fund	\$ 797,337	\$ 818,279	\$ 898,692	
Total Common Stocks	\$ 21,029,091	\$ 17,126,151	\$ 19,157,333	
FORM 990, PART II, LINE 15				
OTHER ASSETS	BEGINNING BOOK VALUE	ENDING TAX BOOK VALUE	FAIR MARKET VALUE	
Aberdeen Asia Pacific (Offshore) LP (fka Squadron)	\$ 265,290 0	\$ 91,549 0	\$ 489,515 0	
Aether Real Assets I, LP	\$ 372,392 0	\$ 293,477 0	\$ 258,593 0	
Aether Real Assets II, LP	\$ 216,905 0	\$ 281,531 0	\$ 330,739 0	
Anchorage CP Offshore	\$ 1,000,000 0	\$ 1,000,000 0	\$ 1,518,474 0	
Apollo European Principal Fund II	\$ 613,110 0	\$ 625,509 0	\$ 732,159 0	
CamCap Energy Offshore Fund LTD	\$ 1,000,000 0	\$ -	\$ -	
Crown European Buyout Opportunities II Fund (b)	\$ 563,122 0	\$ 358,125 0	\$ 523,370 0	
D3 Offshore Fund LP	\$ 484,098 0	\$ 443,174 0	\$ 243,030 0	
Darwin Venture Capital Fund of Funds II	\$ 964,226 0	\$ 857,888 0	\$ 2,854,356 0	
Darwin Venture Capital Fund of Funds III	\$ -	\$ 479,549 0	\$ 653,884 0	
Double Black Diamond	\$ 1,000,000 0	\$ 1,000,000 0	\$ 1,698,884 0	
East Side Capital Ltd 06/07 Fund	\$ 1,000,000 0	\$ 1,000,000 0	\$ 1,743,396 0	
EMR Capital Resources Fund 1	\$ 52,865 0	\$ 203,025 0	\$ 243,566 0	
Kenmare Offshore Fund Ltd	\$ 1,000,000 0	\$ 1,000,000 0	\$ 1,385,026 0	
Kiltearn Global Equity Fund LP	\$ 4,652,550 0	\$ 3,765,931 0	\$ 3,316,487 0	
Landmark Private Real Estate Partners VII	\$ -	\$ 217,927 0	\$ 292,051 0	
Montauk TriGuard Fund V	\$ 401,157 0	\$ 401,399 0	\$ 605,019 0	
Montauk TriGuard Fund VI	\$ 39,109 0	\$ 158,126 0	\$ 223,345 0	
Octavian TE Fund LP, incl side pocket	\$ 62,867 0	\$ 61,350 0	\$ 138 0	
Passport Offshore	\$ 1,000,000 0	\$ 1,000,000 0	\$ 1,493,119 0	
Pine River Fixed Income Fund	\$ 1,000,000 0	\$ 1,000,000 0	\$ 1,405,902 0	
Savanna RE Fund	\$ 365,304 0	\$ 46,958 0	\$ 24,104 0	
SKY Harbor Short Duration High Yield Fund	\$ 1,061,694 0	\$ 1,077,699 0	\$ 1,005,862 0	
Sun Capital Partners V LP	\$ 493,334 0	\$ 448,354 0	\$ 736,251 0	
Sun Capital Partners VI LP	\$ 84,463 0	\$ 84,609 0	\$ 85,169 0	
York Asian Opportunities Unit Trust	\$ 1,033,137 0	\$ 1,033,137 0	\$ 1,469,263 0	
York European Opportunities Unit Trust	\$ 1,008,770 0	\$ 1,008,770 0	\$ 1,251,134 0	
Total Other Assets	\$ 19,734,393	\$ 17,938,087	\$ 24,582,836	
BOND FUNDS	BEGINNING BOOK VALUE	ENDING BOOK VALUE	FAIR MARKET VALUE	
Blackrock Low Duration Fund	\$ -	\$ 1,008,168	\$ 998,827	
Blackrock Strategic Income Opportunities Fund	\$ 407,870	\$ 1,183,148	\$ 1,146,915	
Blue Bay Emerging Market Bond Fund	\$ 1,936,223	\$ -	\$ -	
Logan Circle Emerging Market Debt Fund	\$ -	\$ 1,821,458	\$ 1,706,834	
Templeton Income Global Bond Fund	\$ 1,303,825	\$ 1,341,927	\$ 1,145,727	
Wellington Core Plus Bond Fund	\$ 614,518	\$ 1,391,037	\$ 1,346,176	
Total Bonds	\$ 4,262,436	\$ 6,745,738	\$ 6,344,479	
Tax Timing				