

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](http://www.irs.gov/form990pf).**

OMB No 1545-0052  
**2017**  
**Open to Public Inspection**

**For calendar year 2017, or tax year beginning 01-01-2017, and ending 12-31-2017**

Name of foundation DENNIS & PHYLLIS WASHINGTON FOUNDATION		<b>A Employer identification number</b> 36-3606913
Number and street (or P O box number if mail is not delivered to street address) PO BOX 16630	Room/suite	<b>B Telephone number (see instructions)</b> (406) 523-1300
City or town, state or province, country, and ZIP or foreign postal code MISSOULA, MT 598086630		<b>C</b> If exemption application is pending, check here <input type="checkbox"/>
<b>G</b> Check all that apply: <input type="checkbox"/> Initial return <input type="checkbox"/> Initial return of a former public charity <input type="checkbox"/> Final return <input type="checkbox"/> Amended return <input type="checkbox"/> Address change <input type="checkbox"/> Name change		<b>D 1.</b> Foreign organizations, check here <input type="checkbox"/> <b>2.</b> Foreign organizations meeting the 85% test, check here and attach computation <input type="checkbox"/>
<b>H</b> Check type of organization: <input checked="" type="checkbox"/> Section 501(c)(3) exempt private foundation <input type="checkbox"/> Section 4947(a)(1) nonexempt charitable trust <input type="checkbox"/> Other taxable private foundation		<b>E</b> If private foundation status was terminated under section 507(b)(1)(A), check here <input type="checkbox"/>
<b>I</b> Fair market value of all assets at end of year (from Part II, col (c), line 16) ▶ \$ 854,689,496	<b>J</b> Accounting method: <input type="checkbox"/> Cash <input checked="" type="checkbox"/> Accrual <input type="checkbox"/> Other (specify) _____ (Part I, column (d) must be on cash basis)	<b>F</b> If the foundation is in a 60-month termination under section 507(b)(1)(B), check here <input type="checkbox"/>

<b>Part I Analysis of Revenue and Expenses</b> <i>(The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see instructions) )</i>		<b>(a)</b> Revenue and expenses per books	<b>(b)</b> Net investment income	<b>(c)</b> Adjusted net income	<b>(d)</b> Disbursements for charitable purposes (cash basis only)
<b>Revenue</b>	<b>1</b> Contributions, gifts, grants, etc., received (attach schedule)	81,913,669			
	<b>2</b> Check <input type="checkbox"/> if the foundation is <b>not</b> required to attach Sch B				
	<b>3</b> Interest on savings and temporary cash investments	7,300,680	4,296,384		
	<b>4</b> Dividends and interest from securities	9,933,061	10,999,290		
	<b>5a</b> Gross rents				
	<b>b</b> Net rental income or (loss)				
	<b>6a</b> Net gain or (loss) from sale of assets not on line 10	7,578,686			
	<b>b</b> Gross sales price for all assets on line 6a	412,297,092			
	<b>7</b> Capital gain net income (from Part IV, line 2)		2,693,641		
	<b>8</b> Net short-term capital gain				
	<b>9</b> Income modifications				
	<b>10a</b> Gross sales less returns and allowances				
<b>b</b> Less Cost of goods sold					
<b>c</b> Gross profit or (loss) (attach schedule)					
<b>11</b> Other income (attach schedule)	-37,355	142,537			
<b>12 Total.</b> Add lines 1 through 11	106,688,741	18,131,852			
<b>Operating and Administrative Expenses</b>	<b>13</b> Compensation of officers, directors, trustees, etc	0	0		0
	<b>14</b> Other employee salaries and wages				
	<b>15</b> Pension plans, employee benefits				
	<b>16a</b> Legal fees (attach schedule)	6,248	0		7,048
	<b>b</b> Accounting fees (attach schedule)	418,660	0		432,190
	<b>c</b> Other professional fees (attach schedule)	1,382,674	1,321,602		61,072
	<b>17</b> Interest				
	<b>18</b> Taxes (attach schedule) (see instructions)	738,844	225,479		0
	<b>19</b> Depreciation (attach schedule) and depletion				
	<b>20</b> Occupancy				
	<b>21</b> Travel, conferences, and meetings	10,776	0		10,852
	<b>22</b> Printing and publications	9,557	0		9,557
	<b>23</b> Other expenses (attach schedule)	335,858	206,287		332,720
	<b>24 Total operating and administrative expenses.</b> Add lines 13 through 23	2,902,617	1,753,368		853,439
	<b>25</b> Contributions, gifts, grants paid	24,091,621			32,555,842
<b>26 Total expenses and disbursements.</b> Add lines 24 and 25	26,994,238	1,753,368		33,409,281	
<b>27</b> Subtract line 26 from line 12					
<b>a Excess of revenue over expenses and disbursements</b>	79,694,503				
<b>b Net investment income</b> (if negative, enter -0-)		16,378,484			
<b>c Adjusted net income</b> (if negative, enter -0-)					

<b>Part II Balance Sheets</b> 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
<b>Assets</b>	<b>1</b> Cash—non-interest-bearing . . . . .	319,406	3,003,190	3,003,190
	<b>2</b> Savings and temporary cash investments . . . . .	19,919,678	54,769,156	54,769,156
	<b>3</b> Accounts receivable ▶ <u>377,096</u>			
	Less allowance for doubtful accounts ▶ _____	3,563,724	377,096	377,096
	<b>4</b> Pledges receivable ▶ <u>478,825</u>			
	Less allowance for doubtful accounts ▶ _____	525,992	478,825	478,825
	<b>5</b> Grants receivable . . . . .			
	<b>6</b> Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see instructions) . . . . .			
	<b>7</b> Other notes and loans receivable (attach schedule) ▶ _____			
	Less allowance for doubtful accounts ▶ _____			
	<b>8</b> Inventories for sale or use . . . . .			
	<b>9</b> Prepaid expenses and deferred charges . . . . .			
	<b>10a</b> Investments—U S and state government obligations (attach schedule)	46,923,628	35,746,612	35,746,612
	<b>b</b> Investments—corporate stock (attach schedule) . . . . .	405,054,570	459,380,153	459,380,153
	<b>c</b> Investments—corporate bonds (attach schedule) . . . . .	191,695,750	221,411,039	221,411,039
	<b>11</b> Investments—land, buildings, and equipment basis ▶ _____			
Less accumulated depreciation (attach schedule) ▶ _____				
<b>12</b> Investments—mortgage loans . . . . .				
<b>13</b> Investments—other (attach schedule) . . . . .	73,423,862	79,523,425	79,523,425	
<b>14</b> Land, buildings, and equipment basis ▶ _____				
Less accumulated depreciation (attach schedule) ▶ _____				
<b>15</b> Other assets (describe ▶ _____)				
<b>16 Total assets</b> (to be completed by all filers—see the instructions Also, see page 1, item I)	741,426,610	854,689,496	854,689,496	
<b>Liabilities</b>	<b>17</b> Accounts payable and accrued expenses . . . . .	1,509,987	793,667	
	<b>18</b> Grants payable . . . . .	30,814,831	22,388,415	
	<b>19</b> Deferred revenue . . . . .			
	<b>20</b> Loans from officers, directors, trustees, and other disqualified persons			
	<b>21</b> Mortgages and other notes payable (attach schedule) . . . . .			
	<b>22</b> Other liabilities (describe ▶ _____)	646,132	1,376,976	
	<b>23 Total liabilities</b> (add lines 17 through 22) . . . . .	32,970,950	24,559,058	
<b>Net Assets or Fund Balances</b>	<b>Foundations that follow SFAS 117, check here</b> <input checked="" type="checkbox"/> <b>and complete lines 24 through 26 and lines 30 and 31.</b>			
	<b>24</b> Unrestricted . . . . .	708,455,660	830,130,438	
	<b>25</b> Temporarily restricted . . . . .			
	<b>26</b> Permanently restricted . . . . .			
	<b>Foundations that do not follow SFAS 117, check here</b> <input type="checkbox"/> <b>and complete lines 27 through 31.</b>			
	<b>27</b> Capital stock, trust principal, or current funds . . . . .			
	<b>28</b> Paid-in or capital surplus, or land, bldg, and equipment fund			
<b>29</b> Retained earnings, accumulated income, endowment, or other funds				
<b>30 Total net assets or fund balances</b> (see instructions) . . . . .	708,455,660	830,130,438		
<b>31 Total liabilities and net assets/fund balances</b> (see instructions) .	741,426,610	854,689,496		

**Part III Analysis of Changes in Net Assets or Fund Balances**

<b>1</b> 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)	<b>1</b>	708,455,660
<b>2</b> Enter amount from Part I, line 27a . . . . .	<b>2</b>	79,694,503
<b>3</b> Other increases not included in line 2 (itemize) ▶ _____	<b>3</b>	41,980,275
<b>4</b> Add lines 1, 2, and 3 . . . . .	<b>4</b>	830,130,438
<b>5</b> Decreases not included in line 2 (itemize) ▶ _____	<b>5</b>	0
<b>6</b> Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30 .	<b>6</b>	830,130,438

**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)
<b>1a</b> See Additional Data Table			
<b>b</b>			
<b>c</b>			
<b>d</b>			
<b>e</b>			

(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)
<b>a</b> See Additional Data Table			
<b>b</b>			
<b>c</b>			
<b>d</b>			
<b>e</b>			

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	
<b>a</b> See Additional Data Table			
<b>b</b>			
<b>c</b>			
<b>d</b>			
<b>e</b>			

<b>2</b> Capital gain net income or (net capital loss)	2	2,693,641
<b>3</b> 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))
2016	31,808,530	674,729,879	0.047143
2015	25,467,538	631,781,416	0.040311
2014	25,349,774	590,577,588	0.042924
2013	11,740,291	505,956,845	0.023204
2012	4,060,966	434,059,563	0.009356

<b>2</b> Total of line 1, column (d)	2	0.162938
<b>3</b> 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	0.032588
<b>4</b> Enter the net value of noncharitable-use assets for 2017 from Part X, line 5	4	761,876,914
<b>5</b> Multiply line 4 by line 3	5	24,828,045
<b>6</b> Enter 1% of net investment income (1% of Part I, line 27b)	6	163,785
<b>7</b> Add lines 5 and 6	7	24,991,830
<b>8</b> Enter qualifying distributions from Part XII, line 4	8	33,409,281

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 instructions)

Table with 11 rows for excise tax calculations. Includes categories like 'Exempt operating foundations', 'Domestic foundations that meet the section 4940(e) requirements', and 'Tax based on investment income'. Total amount owed is 305,459.

Part VII-A Statements Regarding Activities

Table with 10 rows for activity statements. Questions include '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?' and 'Did the foundation have at least \$5,000 in assets at any time during the year?'

Part VII-A Statements Regarding Activities (continued)

Table with 3 columns: Question, Yes, No. Rows 11-14 regarding controlled entities, distribution to donor advised funds, public inspection requirements, and books in care of Molly Flomer.

Located at 101 INTERNATIONAL DRIVE MISSOULA MT ZIP+4 59808

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


16 At any time during calendar year 2017, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country? Yes No

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.

Main table for Part VII-B with 3 columns: Question, Yes, No. Rows 1a-1c, 2a-2c, 3a-3b, 4a-4b regarding Form 4720 exceptions and requirements.

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

<b>5a</b>	During the year did the foundation pay or incur any amount to			
	<b>(1)</b> Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No	
	<b>(2)</b> Influence the outcome of any specific public election (see section 4955), or to carry on, directly or indirectly, any voter registration drive? . . . . .	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No	
	<b>(3)</b> Provide a grant to an individual for travel, study, or other similar purposes?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No	
	<b>(4)</b> Provide a grant to an organization other than a charitable, etc., organization described in section 4945(d)(4)(A)? (see instructions). . . . .	<input checked="" type="checkbox"/> Yes	<input type="checkbox"/> No	
	<b>(5)</b> Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals? . . . . .	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No	
<b>b</b>	If any answer is "Yes" to 5a(1)–(5), did <b>any</b> 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)? . . . . . Organizations relying on a current notice regarding disaster assistance check here. . . . . ▶			<b>5b</b>
				<b>No</b>
<b>c</b>	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? . . . . . <i>If "Yes," attach the statement required by Regulations section 53.4945–5(d)</i> 	<input checked="" type="checkbox"/> Yes	<input type="checkbox"/> No	
<b>6a</b>	Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract? . . . . .	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No	
<b>b</b>	Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract? . . . . . <i>If "Yes" to 6b, file Form 8870</i>			<b>6b</b>
				<b>No</b>
<b>7a</b>	At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No	
<b>b</b>	If yes, did the foundation receive any proceeds or have any net income attributable to the transaction? . . . . .			<b>7b</b>

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

Part VIII

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

Table with 5 columns: (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. Includes a row for 'See Additional Data Table'.

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

Table with 5 columns: (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. Includes a row for 'NONE'.

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

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

Table with 3 columns: (a) Name and address of each person paid more than \$50,000, (b) Type of service, (c) Compensation. Lists contractors like WASHINGTON CORP, GOLDMAN SACHS & CO, etc.

Total number of others receiving over \$50,000 for professional services. . . . . 1

Part IX-A Summary of Direct Charitable Activities

Table with 2 columns: Description of activities and Expenses. Includes a header row and four numbered rows for activities.

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

Table with 2 columns: Description of investments and Amount. Includes a header row and three numbered rows for investments, plus an 'All other' row.

Total. Add lines 1 through 3 . . . . . 0

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

<b>1</b>	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes		
<b>a</b>	Average monthly fair market value of securities.	<b>1a</b>	692,049,146
<b>b</b>	Average of monthly cash balances.	<b>1b</b>	8,868,122
<b>c</b>	Fair market value of all other assets (see instructions).	<b>1c</b>	72,561,833
<b>d</b>	<b>Total</b> (add lines 1a, b, and c).	<b>1d</b>	773,479,101
<b>e</b>	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation).	<b>1e</b>	0
<b>2</b>	Acquisition indebtedness applicable to line 1 assets.	<b>2</b>	0
<b>3</b>	Subtract line 2 from line 1d.	<b>3</b>	773,479,101
<b>4</b>	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions).	<b>4</b>	11,602,187
<b>5</b>	<b>Net value of noncharitable-use assets.</b> Subtract line 4 from line 3. Enter here and on Part V, line 4.	<b>5</b>	761,876,914
<b>6</b>	<b>Minimum investment return.</b> Enter 5% of line 5.	<b>6</b>	38,093,846

**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.)

<b>1</b>	Minimum investment return from Part X, line 6.	<b>1</b>	38,093,846
<b>2a</b>	Tax on investment income for 2017 from Part VI, line 5.	<b>2a</b>	163,785
<b>b</b>	Income tax for 2017 (This does not include the tax from Part VI).	<b>2b</b>	
<b>c</b>	Add lines 2a and 2b.	<b>2c</b>	163,785
<b>3</b>	Distributable amount before adjustments. Subtract line 2c from line 1.	<b>3</b>	37,930,061
<b>4</b>	Recoveries of amounts treated as qualifying distributions.	<b>4</b>	450
<b>5</b>	Add lines 3 and 4.	<b>5</b>	37,930,511
<b>6</b>	Deduction from distributable amount (see instructions).	<b>6</b>	0
<b>7</b>	<b>Distributable amount</b> as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1.	<b>7</b>	37,930,511

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

<b>1</b>	Amounts paid (including administrative expenses) to accomplish charitable, etc., purposes		
<b>a</b>	Expenses, contributions, gifts, etc.—total from Part I, column (d), line 26.	<b>1a</b>	33,409,281
<b>b</b>	Program-related investments—total from Part IX-B.	<b>1b</b>	0
<b>2</b>	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes.	<b>2</b>	
<b>3</b>	Amounts set aside for specific charitable projects that satisfy the		
<b>a</b>	Suitability test (prior IRS approval required).	<b>3a</b>	
<b>b</b>	Cash distribution test (attach the required schedule).	<b>3b</b>	
<b>4</b>	<b>Qualifying distributions.</b> Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4.	<b>4</b>	33,409,281
<b>5</b>	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).	<b>5</b>	163,785
<b>6</b>	<b>Adjusted qualifying distributions.</b> Subtract line 5 from line 4.	<b>6</b>	33,245,496

**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 2016	(c) 2016	(d) 2017
<b>1</b> Distributable amount for 2017 from Part XI, line 7				37,930,511
<b>2</b> Undistributed income, if any, as of the end of 2017				
<b>a</b> Enter amount for 2016 only. . . . .			32,550,024	
<b>b</b> Total for prior years 20___, 20___, 20___		0		
<b>3</b> Excess distributions carryover, if any, to 2017				
<b>a</b> From 2012. . . . .				
<b>b</b> From 2013. . . . .				
<b>c</b> From 2014. . . . .				
<b>d</b> From 2015. . . . .				
<b>e</b> From 2016. . . . .				
<b>f</b> Total of lines 3a through e. . . . .	0			
<b>4</b> Qualifying distributions for 2017 from Part XII, line 4 ▶ \$ <u>33,409,281</u>				
<b>a</b> Applied to 2016, but not more than line 2a			32,550,024	
<b>b</b> Applied to undistributed income of prior years (Election required—see instructions). . . . .		0		
<b>c</b> Treated as distributions out of corpus (Election required—see instructions). . . . .	0			
<b>d</b> Applied to 2017 distributable amount. . . . .				859,257
<b>e</b> Remaining amount distributed out of corpus	0			
<b>5</b> Excess distributions carryover applied to 2017 (If an amount appears in column (d), the same amount must be shown in column (a) )	0			0
<b>6</b> Enter the net total of each column as indicated below:				
<b>a</b> Corpus Add lines 3f, 4c, and 4e Subtract line 5	0			
<b>b</b> Prior years' undistributed income Subtract line 4b from line 2b . . . . .		0		
<b>c</b> 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		
<b>d</b> Subtract line 6c from line 6b Taxable amount—see instructions . . . . .		0		
<b>e</b> Undistributed income for 2016 Subtract line 4a from line 2a Taxable amount—see instructions . . . . .			0	
<b>f</b> Undistributed income for 2017 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2018 . . . . .				37,071,254
<b>7</b> 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			
<b>8</b> Excess distributions carryover from 2012 not applied on line 5 or line 7 (see instructions). . . . .	0			
<b>9</b> Excess distributions carryover to 2018. Subtract lines 7 and 8 from line 6a . . . . .	0			
<b>10</b> Analysis of line 9				
<b>a</b> Excess from 2013. . . . .				
<b>b</b> Excess from 2014. . . . .				
<b>c</b> Excess from 2015. . . . .				
<b>d</b> Excess from 2016. . . . .				
<b>e</b> Excess from 2017. . . . .				

**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 2017, 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)

**2a** Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed . . . . .

	Tax year				(e) Total
	(a) 2017	(b) 2016	(c) 2015	(d) 2014	
<b>b</b> 85% of line 2a . . . . .					
<b>c</b> Qualifying distributions from Part XII, line 4 for each year listed . . . . .					
<b>d</b> Amounts included in line 2c not used directly for active conduct of exempt activities . . . . .					
<b>e</b> 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) )  
See Additional Data Table

**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

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

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

**a** The name, address, and telephone number or e-mail address of the person to whom applications should be addressed  
DENNIS PHYLLIS WASHINGTON FOUNDATIO  
PO BOX 16630  
MISSOULA, MT 598086630  
(406) 523-1300

**b** The form in which applications should be submitted and information and materials they should include  
GRANT APPLICATIONS SHOULD BE SUBMITTED VIA THE ONLINE APPLICATION FOUND AT WWW DPWFOUNDATION ORG

**c** Any submission deadlines  
GRANT APPLICATIONS ARE REVIEWED ON A ROLLING BASIS, WITH DECISIONS GENERALLY MADE WITHIN 90 DAYS

**d** Any restrictions or limitations on awards, such as by geographical areas, charitable fields, kinds of institutions, or other factors  
GENERALLY LIMITED TO 501(C)(3) ORGANIZATIONS WITH AN EMPHASIS ON ORGANIZATIONS THAT PROVIDE DIRECT SERVICES TO ECONOMICALLY AND SOCIALLY DISADVANTAGED YOUTH SPECIAL NEEDS INDIVIDUALS AND THEIR FAMILIES, AS WELL AS EDUCATION PROGRAMMING IN GEOGRAPHICAL AREAS IN WHICH THE WASHINGTON COMPANIES OPERATE

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

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
<b>a</b> <i>Paid during the year</i> See Additional Data Table				
<b>Total . . . . .</b> ▶ <b>3a</b>				32,555,842
<b>b</b> <i>Approved for future payment</i> See Additional Data Table				
<b>Total . . . . .</b> ▶ <b>3b</b>				2,783,257

Part XVI-A Analysis of Income-Producing Activities

Table with 5 main columns: (a) Business code, (b) Amount, (c) Exclusion code, (d) Amount, and (e) Related or exempt function income. Rows include categories like Program service revenue, Fees and contracts from government agencies, Membership dues and assessments, Interest on savings and temporary cash investments, Dividends and interest from securities, Net rental income, Other investment income, Gain or (loss) from sales of assets, Net income from special events, Gross profit from sales of inventory, and Other revenue.

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

Table with 2 columns: Line No. and Explanation. Line 3: TAX-EXEMPT INTEREST EXEMPT UNDER SECTION 103. Line 11B: RETURNED GRANTS.

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

Part XVII

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
(2) Other assets.

Table with columns: Yes, No. Rows: 1a(1), 1a(2), 1b(1), 1b(2), 1b(3), 1b(4), 1b(5), 1b(6), 1c.

b Other transactions

- (1) Sales of assets to a noncharitable exempt organization.
(2) Purchases of assets from a noncharitable exempt organization.
(3) Rental of facilities, equipment, or other assets.
(4) Reimbursement arrangements.
(5) Loans or loan guarantees.
(6) Performance of services or membership or fundraising solicitations.

c Sharing of facilities, equipment, mailing lists, other assets, or paid employees.

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.

Table with 4 columns: (a) Line No, (b) Amount involved, (c) Name of noncharitable exempt organization, (d) Description of transfers, transactions, and sharing arrangements. Row 1a(1) contains data.

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

Table with 3 columns: (a) Name of organization, (b) Type of organization, (c) Description of relationship.

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.

Sign Here

Signature of officer or trustee: \*\*\*\*\* Date: 2018-11-15 Title: \*\*\*\*\*

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

Paid Preparer Use Only

Table for paid preparer information including name (JANE M SEARING), signature, date (2018-11-15), firm name (CLARK NUBER), and address (10900 NE 4TH STREET SUITE 1400, BELLEVUE, WA 98004).

**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.)
PUBLICLY TRADED SECURITIES	P		
FROM PASSTHROUGH K-1S	P		
CAPITAL GAIN DISTRIBUTIONS	P		
CRESTWOOD	P		
MAGNATAR	P		
BC ALL BLUE	P		
PUBLICLY TRADED SECURITIES	D		

**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)
354,335,444		350,501,499	3,833,945
			120,556
7,977			7,977
		111,515	-111,515
		354,475	-354,475
90,163			90,163
57,863,508		58,756,518	-893,010

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

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col. (h))
(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	
			3,833,945
			120,556
			7,977
			-111,515
			-354,475
			90,163
			-893,010

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

<b>(a)</b> Name and address	Title, and average hours per week <b>(b)</b> devoted to position	<b>(c)</b> Compensation (If not paid, enter -0-)	<b>(d)</b> Contributions to employee benefit plans and deferred compensation	Expense account, <b>(e)</b> other allowances
PHYLLIS J WASHINGTON PO BOX 16630 MISSOULA, MT 598086630	DIRECTOR 5 00	0	0	0
LAWRENCE R SIMKINS PO BOX 16630 MISSOULA, MT 598086630	PRESIDENT/DIRECTOR 2 00	0	0	0
MIKE HALLIGAN PO BOX 16630 MISSOULA, MT 598086630	EXEC DIRECTOR/VICE PRESIDENT 25 00	0	0	0
KEVIN WASHINGTON PO BOX 16630 MISSOULA, MT 598086630	DIRECTOR 1 00	0	0	0
KYLE WASHINGTON PO BOX 16630 MISSOULA, MT 598086630	DIRECTOR 1 00	0	0	0
DAVID SOKOL PO BOX 16630 MISSOULA, MT 598086630	DIRECTOR 1 00	0	0	0
JOE RACICOT PO BOX 16630 MISSOULA, MT 598086630	SECRETARY/TREASURER 1 00	0	0	0

**Form 990PF Part XV Line 1a - 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).**

PHYLLIS J WASHINGTON

KEVIN WASHINGTON

KYLE WASHINGTON



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

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
<b>a</b> <i>Paid during the year</i>				
A CAROUSEL FOR MISSOULA FOUNDATION INC 101 CAROUSEL DRIVE MISSOULA, MT 59802		PC 509(A) (1)	RIDE TOKENS FOR THE DISADVANTAGED	3,750
ALBERTON COMMUNITY FOOD BANK PO BOX 8 ALBERTON, MT 59820		PC 509(A) (2)	2017 HOLIDAY GIVING	2,000
ALPINE ARTISANS INC PO BOX 841 SEELEY LAKE, MT 59868		PC 509(A) (2)	ARTISTS RESIDENCIES	5,000
<b>Total . . . . .</b> ▶				<b>32,555,842</b>
<b>3a</b>				

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

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
<b>a</b> <i>Paid during the year</i>				
ALTERNATIVE VISION TRAINING 525 CENTRAL AVESTEL8B GREAT FALLS, MT 59401		PC 509(A) (1)	TRAINING CENTER	8,000
AMERICAN DIABETES ASSOCIATION INC 2451 CRYSTAL DR SUITE 900 ARLINGTON, VA 22202		PC 509(A) (1)	CAMP MONTANA	5,000
AMERICAN INDIAN COLLEGE FUND 8333 GREENWOOD BLVD DENVER, CO 80221		PC 509(A) (1)	FULL CIRCLE SCHOLARSHIP	17,500
<b>Total . . . . .</b> ▶ <b>3a</b>				32,555,842

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

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
<b>a</b> <i>Paid during the year</i>				
AMERICAN LUTHERAN CHURCH - HARLEM FOOD PANTRY PO BOX 402 HARLEM, MT 59526		PC 509(A) (1)	2017 HOLIDAY GIVING	1,000
ANACONDA COMMUNITY FOUNDATION 118 E SEVENTH ST THIRD FLOOR ANACONDA, MT 59711		PC 509(A) (1)	SMELTER CITY RECREATION COMPLEX CORNERSTONE FOR CHANGING LIVES	20,000
ANACONDA COMMUNITY FOUNDATION 118 E SEVENTH ST THIRD FLOOR ANACONDA, MT 59711		PC 509(A) (1)	SMELTER CITY RECREATION COMPLEX CORNERSTONE FOR CHANGING LIVES	-20,000
<b>Total</b> . . . . . <b>3a</b>				32,555,842

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

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount			
Name and address (home or business)							
<b>a</b> <i>Paid during the year</i>							
ANACONDA COMMUNITY INTERVENTION INC 118 E 7TH STREET STE 2D ANACONDA, MT 59711					PC 509(A) (1)	STRENGTHENING YOUTH AND FAMILIES	10,000
ANACONDA MINISTERIAL PROJECT CARE PO BOX 1280 ANACONDA, MT 59711					PC 509(A) (1)	2017 HOLIDAY GIVING	3,500
ANACONDA PCA FAMILY RESOURCE CENTER 118 E 7TH SUITE 1B ANACONDA, MT 59711					PC 509(A) (1)	BOYS AND GIRLS CLUB OF DEER LODGE COUNTY	10,000
<b>Total</b> . . . . . <b>3a</b>							32,555,842

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

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
<b>a</b> <i>Paid during the year</i>				
ANACONDA SCHOOL DISTRICT 515 MAIN ST ANACONDA, MT 59711		PC 509(A) (1)	PROJECT SWEATSHIRT	1,350
ARTHRITIS FOUNDATION INC 1951 S 4TH ST W UNIT B MISSOULA, MT 59801		PC 509(A) (1)	CAMP LIMBERLIMBS	2,800
BABY2BABY6435 WILSHIRE BLVD LOS ANGELES, CA 90048		PC 509(A) (1)	OPERATING SUPPORT	100,000
<b>Total . . . . . ▶</b> <b>3a</b>				32,555,842

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

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
<b>a</b> <i>Paid during the year</i>				
BALDWIN COUNTY DIVISION OF FAMILY AND CHILDREN SERVICES PO BOX 430 MILLEDGEVILLE, GA 31059		GOV	HOLIDAY SUPPORT	1,551
BARRIO GOLDEN GLOVES 108 SO 31 ST STREET BILLINGS, MT 59101		PC 509(A)(1)	OPERATING SUPPORT	3,000
BCIT FOUNDATION 3700 WILLINGDON AVENUE BURNABY, BC V5G3H2 CA		PC EQUIVALENCY DETE	INCREASING ACCESSIBILITY FOR INDIGENOUS STUDENTS	79,662
<b>Total . . . . .</b> ▶ <b>3a</b>				32,555,842

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

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
<b>a</b> <i>Paid during the year</i>				
BEAVERHEAD COMMUNITY FOOD PANTRY INC PO BOX 1356 DILLON, MT 59725				
BELGRADE COMMUNITY LIBRARY FOUNDATION PO BOX 1563 BELGRADE, MT 59714				
BELGRADE YOUTH FORUM (DBA BELGRADE COMMUNITY COALITION) PO BOX 127 BELGRADE, MT 59714				
<b>Total . . . . .</b> <b>3a</b>	▶			32,555,842

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

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
<b>a</b> <i>Paid during the year</i>				
BELT SWIMMING POOL CORPORATION PO BOX 601 BELT, MT 59412		PC 509(A) (1)	SUPPORT	1,000
BIG BROTHERS BIG SISTERS OF BUTTE SILVER BOW INC 65 E BROADWAY ST STE 503 BUTTE, MT 59703		PC 509(A) (1)	OPERATING SUPPORT	3,750
BIG BROTHERS BIG SISTERS OF GALLATIN COUNTY 15 S 8TH AVE BOZEMAN, MT 59715		PC 509(A) (1)	OPERATING SUPPORT	3,750
<b>Total . . . . .</b> ▶ <b>3a</b>				32,555,842



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

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount	
Name and address (home or business)					
<b>a</b> <i>Paid during the year</i>					
BIG BROTHERS BIG SISTERS OF GREAT FALLS 18 6TH ST N SUITE 26 GREAT FALLS, MT 59401					3,750
BIG BROTHERS BIG SISTERS OF HELENA 30 WEST 6TH AVENUE HELENA, MT 59601					3,750
BIG BROTHERS BIG SISTERS OF MISSOULA 1520 SOUTH RUSSELL MISSOULA, MT 59801					3,750
<b>Total . . . . .</b> ▶ <b>3a</b>				32,555,842	

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

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount	
Name and address (home or business)					
<b>a</b> <i>Paid during the year</i>					
BIG BROTHERS BIG SISTERS OF MISSOULA 1520 SOUTH RUSSELL MISSOULA, MT 59801					1,250
BIG BROTHERS BIG SISTERS OF PARK & SWEET GRASS COUNTIES 105 SOUTH 2ND STREET LIVINGSTON, MT 59047					3,750
BIG BROTHERS BIG SISTERS OF YELLOWSTONE COUNTY INC 3203 3RD AVENUE NORTH SUITE 301 BILLINGS, MT 59101					3,750
<b>Total</b> . . . . . <b>3a</b>				32,555,842	

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

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
<i>a Paid during the year</i>				
BIG HORN COUNTY 419 N CUSTER AVE HARDIN, MT 59034		GOV	BIG HORN COUNTY LIBRARY	1,000
BIG SANDY CULTURAL FUND 533 THIRD AVENUE BIG SANDY, MT 59520		PC 509(A) (1)	COMMUNITY EDUCATIONAL AND AFTER-SCHOOL PROJECT	3,000
BIG SKY FILM INSTITUTE 113 W FRONT ST STE 203 MISSOULA, MT 59802		PC 509(A) (1)	EDUCATION OUTREACH PROGRAM	20,000
<b>Total . . . . . ▶</b> <b>3a</b>				32,555,842

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

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
<b>a</b> <i>Paid during the year</i>				
BIG SKY YOUTH EMPOWERMENT PROJECT INC PO BOX 6757 BOZEMAN, MT 59771		PC 509(A) (1)	GROUP MENTORING PROGRAM	15,000
BIG TIMBER COMMUNITY FOOD BANK PO BOX 340 BIG TIMBER, MT 59011		PC 509(A) (1)	2018 HOLIDAY GIVING	2,000
BIG TIMBER ELEMENTARY SCHOOL 501 ANDERSON ST BIG TIMBER, MT 59011		PC 509(A) (1)	PROJECT SWEATSHIRT	2,123
<b>Total . . . . .</b> ▶ <b>3a</b>				32,555,842

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

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
<b>a</b> <i>Paid during the year</i>				
BIGFORK FOOD BANK INC CPO BOX 850 BIGFORK, MT 59911		PC 509(A) (1)	2017 HOLIDAY GIVING	1,000
BILLINGS CLINIC FOUNDATION PO BOX 31031 BILLINGS, MT 591071031		PC 509(A) (1)	PIGGY BANK FOR BILLINGS CLINIC KIDS FUND	5,000
BILLINGS FAMILY YMCA INC 402 N 32ND ST BILLINGS, MT 59101		PC 509(A) (1)	2017 FINANCIAL ASSISTANCE FOR YOUTH	7,500
<b>Total</b> . . . . . <b>3a</b> ▶				32,555,842

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

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
<b>a</b> <i>Paid during the year</i>				
BILLINGS FOOD BANK INC 2112 4TH AVENUE NORTH BILLINGS, MT 59103		PC 509(A) (1)	2017 HOLIDAY GIVING	8,000
BILLINGS FOOD BANK INC 2112 4TH AVENUE NORTH BILLINGS, MT 59103		PC 509(A) (1)	2017 GRANT FOR FOOD SUPPLIES	7,500
BILLINGS SYMPHONY SOCIETY 2721 2ND AVE NORTH SUITE 350 BILLINGS, MT 59101		PC 509(A) (1)	MUSICIANS IN THE SCHOOLS	5,000
<b>Total</b> . . . . .				32,555,842
<b>3a</b>				

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

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount	
Name and address (home or business)					
<b>a</b> <i>Paid during the year</i>					
BITTER ROOT RESOURCE CONSERVATION & DEVELOPMENT AREA INC PO BOX 870 HAMILTON, MT 59840					12,500
BITTER ROOT VALLEY HISTORICAL SOCIETY 205 BEDFORD ST HAMILTON, MT 59840					8,888
BITTERROOT ECOLOGICAL AWARENESS RESOURCES (BEAR) 1105 W MAIN ST HAMILTON, MT 59840					20,000
<b>Total . . . . .</b> ▶ <b>3a</b>				32,555,842	

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

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
<b>a</b> <i>Paid during the year</i>				
BITTERROOT THERAPEUTIC RIDING 599 POPHAM LANE CORVALLIS, MT 59828		PC 509(A) (1)	SCHOLARSHIP SUPPORT	7,500
BITTERROOT VALLEY CALVARY CHAPEL 700 NORTH 4TH STREET HAMILTON, MT 59840		PC 509(A) (1)	2017 HOLIDAY GIVING	2,000
BONNER PARK BAND SHELL FUND DBA THE MISSOULA CITY BAND 4850 JEFF DRIVE MISSOULA, MT 59803		PC 509(A) (1)	HISTORY OF THE MISSOULA CITY BAND	1,000
<b>Total . . . . .</b> ▶ <b>3a</b>				32,555,842



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

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
<b>a</b> <i>Paid during the year</i>				
BOYS & GIRLS CLUB OF LEWISTOWN 134 PARK STREET LEWISTOWN, MT 59457			PC 509(A) (1) FITNESS/NUTRITION EDUCATION PROGRAM	8,100
BOYS & GIRLS CLUB OF MISSOULA COUNTY 1515 FAIRVIEW AVENUE SUITE 243 MISSOULA, MT 59801			PC 509(A) (1) BOYS & GIRLS CLUB OF MISSOULA TEEN CENTER	15,000
BOYS & GIRLS CLUB OF RED LODGE AND THE BEARTOOTH FRONT (DBA CARBON COUNTY) P O BOX 11 RED LODGE, MT 59068			PC 509(A) (2) STEM GATHERING STEAM	6,180
<b>Total . . . . . ▶</b> <b>3a</b>				32,555,842

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

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
<b>a</b> <i>Paid during the year</i>				
BOYS & GIRLS CLUB OF RICHLAND COUNTY 200 THIRD AVENUE SE SIDNEY, MT 59270		PC 509(A) (2)	SUMMER CAMP ARTS PROGRAM	5,000
BOYS & GIRLS CLUB OF THE FLATHEAD RESERVATION AND LAKE COUNTY PO BOX 334 RONAN, MT 59864		PC 509(A) (1)	SUMMER PROGRAM AND GREATER PARENT ENGAGEMENT	15,000
BOYS & GIRLS CLUBS OF YELLOWSTONE COUNTY 505 ORCHARD LANE BILLINGS, MT 59101		PC 509(A) (1)	CLUB MEMBER SCHOLARSHIP FUND	20,000
<b>Total . . . . .</b> ▶ <b>3a</b>				32,555,842

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

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
<b>a</b> <i>Paid during the year</i>				
BRADLEY ANGLE HOUSE 5432 N ALBINA AVE PORTLAND, OR 97217		PC 509(A) (1)	YOUTH AND FAMILY SUPPORT SERVICES	5,000
BREAD BASKET INCPO BOX 346 RONAN, MT 59864		PC 509(A) (1)	2017 HOLIDAY GIVING	1,500
BUTTE CENTER FOR THE PERFORMING ARTS INC PO BOX 522 BUTTE, MT 59703		PC 509(A) (1)	2017 CHILDREN'S PROGRAMMING & COMMUNITY OUTREACH	2,500
<b>Total</b> . . . . .				32,555,842
<b>3a</b>				

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

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
<b>a</b> <i>Paid during the year</i>				
BUTTE COMMUNITY FITNESS FOUNDATION 65 EAST BROADWAY SUITE 303 BUTTE, MT 59701		PC 509(A) (2)	SUPPORT	5,000
BUTTE EMERGENCY FOOD BANK 1019 E 2ND STREET BUTTE, MT 59701		PC 509(A) (1)	2017 HOLIDAY GIVING	8,000
BUTTE EMERGENCY FOOD BANK 1019 E 2ND STREET BUTTE, MT 59701		PC 509(A) (1)	2017 FOOD DISTRIBUTION	12,000
<b>Total . . . . .</b> ▶ <b>3a</b>				32,555,842

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

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
<b>a</b> <i>Paid during the year</i>				
BUTTE FAMILY YMCA 2975 WASHOE STREET BUTTE, MT 59701		PC 509(A) (1)	YOUTH PROGRAMS AND SCHOLARSHIPS	50,000
BUTTE FAMILY YMCA 2975 WASHOE STREET BUTTE, MT 59701		PC 509(A) (1)	ACTIVE TEENS	100,000
BUTTE FAMILY YMCA 2975 WASHOE STREET BUTTE, MT 59701		PC 509(A) (1)	2017 FINANCIAL ASSISTANCE FOR YOUTH	7,500
<b>Total . . . . .</b> ▶ <b>3a</b>				32,555,842

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

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
<b>a</b> <i>Paid during the year</i>				
BUTTE RESCUE MISSION 1204 E SECOND STREET BUTTE, MT 59701		PC 509(A) (1)	2017 HOLIDAY GIVING	5,000
BUTTE RESCUE MISSION 1204 E SECOND STREET BUTTE, MT 59701		PC 509(A) (1)	OPERATING SUPPORT	7,500
BUTTE SCHOOL DISTRICT #1 111 NORTH MONTANA ST BUTTE, MT 59701		PC 509(A) (1)	PROJECT SWEATSHIRT	5,860
<b>Total</b> . . . . .			▶	32,555,842
<b>3a</b>				

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Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount	
Name and address (home or business)					
<b>a</b> <i>Paid during the year</i>					
BUTTE SYMPHONY ASSOCIATION PO BOX 725 BUTTE, MT 59703					7,500
BUTTE SYMPHONY ASSOCIATION PO BOX 725 BUTTE, MT 59703					3,500
CAMOSUN COLLEGE FOUNDATION 4461 INTERURBAN ROAD VICTORIA, BC V9E 2C1 CA					78,902
<b>Total</b> . . . . .	▶				32,555,842
<b>3a</b>					

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

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
<b>a</b> <i>Paid during the year</i>				
CANCER SUPPORT COMMUNITY MONTANA 102 SOUTH 11TH AVE BOZEMAN, MT 59715		PC 509(A) (1)	FOR ONE ANOTHER FAMILY CAMP	4,000
CARBON COUNTY FOOD BANK (DBA JOLIET FOOD BANK) PO BOX 230 JOLIET, MT 59041		PC 509(A) (1)	2017 HOLIDAY GIVING	1,000
CARROLL COLLEGE 1600 NORTH BENTON AVENUE HELENA, MT 596250002		PC 509(A) (1)	MICLASSROOM PILOT PROGRAM (MPP)	20,000
<b>Total . . . . .</b> <b>3a</b>				32,555,842



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Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
<b>a</b> <i>Paid during the year</i>				
CARROLL COLLEGE 1600 NORTH BENTON AVENUE HELENA, MT 596250002		PC 509(A) (1)	JOHN ETCHART IMPROVEMENTS	20,000
CARROLL COLLEGE 1600 NORTH BENTON AVENUE HELENA, MT 596250002		PC 509(A) (1)	STUDENT SCHOLARSHIPS	10,000
CARROLL COLLEGE 1600 NORTH BENTON AVENUE HELENA, MT 596250002		PC 509(A) (1)	SCHOLARSHIPS	11,250
<b>Total . . . . . ▶</b> <b>3a</b>				32,555,842

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Name and address (home or business)				
<b>a</b> <i>Paid during the year</i>				
CARTER COUNTY FOOD BANK PO BOX 504 EKALAKA, MT 59324		PC 509(A) (1)	2017 HOLIDAY GIVING	1,000
CASA FRONT RANGE GUARDIANS AD LITEM INC PO BOX 954 CONRAD, MT 59425		PC 509(A) (1)	CASA PROGRAM	7,500
CASCADE COUNTY COUNCIL OF THE SOCIETY OF ST VINCENT DE PAUL 426 CENTRAL AVENUE WEST GREAT FALLS, MT 59404		PC 509(A) (1)	2017 HOLIDAY GIVING	1,500
<b>Total . . . . .</b>	<b>3a</b> . . . . . ▶			32,555,842

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

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
<b>a</b> <i>Paid during the year</i>				
CENTER FOR EARLY EDUCATION 563 NORTH ALFRED STREET WEST HOLLYWOOD, CA 90048		PC 509(A) (1)	SUPPORT	50,000
CENTER FOR RESTORATIVE YOUTH JUSTICE 29 3RD ST EAST KALISPELL, MT 59901		PC 509(A) (1)	PROGRAM SUPPORT	10,000
CENTRAL MONTANA COMMUNITY CUPBOARD 203 4TH AVENUE NORTH LEWISTOWN, MT 59457		PC 509(A) (1)	2017 HOLIDAY GIVING	3,000
<b>Total . . . . .</b> ▶ <b>3a</b>				32,555,842

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Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
<b>a</b> <i>Paid during the year</i>				
CENTRAL MONTANA YOUTH MENTORING PROGRAM PO BOX 532 LEWISTOWN, MT 59457		PC 509(A) (1)	YOUTH MENTORING HELPING STUDENTS SUCCEED	1,500
CHABAD LUBAVITCH OF MONTANA INC 8755 HUFFMAN LANE BOZEMAN, MT 59715		PC 509(A) (1)	PROJECT DIGNITY	1,500
CHILD BRIDGEPO BOX 310 BIGFORK, MT 59911		PC 509(A) (1)	PROGRAM SUPPORT	20,000
<b>Total</b> . . . . .				32,555,842
<b>3a</b>				


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Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
<b>a</b> <i>Paid during the year</i>				
CHILD DEVELOPMENT CENTER 3335 LT MOSS ROAD MISSOULA, MT 59804		PC 509(A) (1)	SOCIAL OPPORTUNITIES FOR CHILDREN WITH DISABILITIES	10,000
CHILDREN'S MUSEUM OF BOZEMAN 202 S WILLSON AVE BOZEMAN, MT 59715		PC 509(A) (2)	STEAM CONNECTIONS FIELD TRIP PROGRAM	5,000
CHILDREN'S ONCOLOGY CAMP FOUNDATION DBA CAMP MAK-A-DREAM PO BOX 1450 MISSOULA, MT 59806		PC 509(A) (1)	OPERATING SUPPORT	15,000
<b>Total . . . . .</b> ▶ <b>3a</b>				32,555,842

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Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
<b>a</b> <i>Paid during the year</i>				
CHILDWISE INSTITUTEPO BOX 1170 HELENA, MT 59624		PC 509(A) (1)	ELEVATE MONTANA	72,500
CHINOOK FOOD PANTRYPO BOX 262 CHINOOK, MT 59523		PC 509(A) (1)	2017 HOLIDAY GIVING	1,000
COLSTRIP FOOD BANKPO BOX 543 COLSTRIP, MT 59323		PC 509(A) (1)	2017 HOLIDAY GIVING	2,000
<b>Total</b> . . . . . <b>3a</b>				32,555,842

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Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
<b>a</b> <i>Paid during the year</i>				
COLUMBIA FALLS FOOD BANK PO BOX 1081 COLUMBIA FALLS, MT 59912		PC 509(A) (1)	2017 HOLIDAY GIVING	1,500
COMMUNITY FOOD AND AGRICULTURE COALITION 328 E MAIN SUITE 1 MISSOULA, MT 59807		PC 509(A) (1)	MONTANA DOUBLE SNAP DOLLARS	5,000
COMMUNITY FOOD BANK OF MINERAL COUNTY PO BOX 46 SUPERIOR, MT 59872		PC 509(A) (1)	2017 HOLIDAY GIVING	4,000
<b>Total</b> . . . . . 				32,555,842
<b>3a</b>				

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Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
<b>a</b> <i>Paid during the year</i>				
COMMUNITY HARVEST INC PO BOX 314 THOMPSON FALLS, MT 59873		PC 509(A) (1)	2017 HOLIDAY GIVING	3,000
COMMUNITY HOPE PO BOX 524 LAUREL, MT 59044		PC 509(A) (1)	2017 HOLIDAY GIVING	6,000
COMMUNITY LEADERSHIP & DEVELOPMENT INC PO BOX 3381 BILLINGS, MT 59103		PC 509(A) (1)	YOUTH WORKS	6,500
<b>Total</b> . . . . . <b>3a</b>				32,555,842



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Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
<b>a</b> <i>Paid during the year</i>				
COMMUNITY SERVICES FELLOWSHIP INC 1419 MONTANA HWY 200 NOXON, MT 59853		PC 509(A) (1)	2017 HOLIDAY GIVING	1,500
CUSTER COUNTY FOOD BANK 210 SOUTH WINCHESTER MILES CITY, MT 59301		PC 509(A) (1)	2017 HOLIDAY GIVING	2,000
CUTTER THEATREPO BOX 133 METALINE FLS, WA 99153		PC 509(A) (2)	OPERATING SUPPORT	2,000
<b>Total</b> . . . . . 				32,555,842
<b>3a</b>				

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Name and address (home or business)				
<b>a</b> <i>Paid during the year</i>				
CWA FOUNDATION 8260 PARKHILL DRIVE MILTON, ON L9T 5V7 CA			PC EQUIVALENCY DETE SECONDARY SCHOOL WELDING EDUCATION SUPPORT	78,914
DALY MANSION PRESERVATION TRUST PO BOX 223 HAMILTON, MT 59840			PC 509(A)(2) TIME TRAVELS THROUGH THE AMERICAN WEST	1,500
DARBY BREAD BOXPO BOX 207 DARBY, MT 59829			PC 509(A)(1) 2017 HOLIDAY GIVING	2,000
<b>Total . . . . .</b> ▶ <b>3a</b>				32,555,842

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Name and address (home or business)				
<b>a</b> <i>Paid during the year</i>				
DAWSON COUNTY FOOD BANK 112 WEST BENHAM GLEN DIVE, MT 59330				
DENVER SCHOLARSHIP FOUNDATION 789 SHERMAN STREET DENVER, CO 80203				
DISTRICT 7 HUMAN RESOURCES DEVELOPMENT COUNCIL 7 N 31ST ST BILLINGS, MT 59103				
<b>Total</b> . . . . . <b>3a</b>				32,555,842

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Name and address (home or business)				
<b>a</b> <i>Paid during the year</i>				
DISTRICT IV HUMAN RESOURCES DEVELOPMENT COUNCIL 2229 5TH AVENUE HAVRE, MT 59501		PC 509(A) (1)	2017 HOLIDAY GIVING	2,500
DOERNBECHER CHILDREN'S HOSPITAL FOUNDATION 1121 SW SALMON SUITE 100 PORTLAND, OR 97205		PC 509(A) (2)	LOG A LOAD FOR KIDS	10,000
EAGLE MOUNT BOZEMAN 6901 GOLDENSTEIN LANE BOZEMAN, MT 59715		PC 509(A) (1)	2017 DIGGER DAYS	7,500
<b>Total . . . . .</b> ▶				32,555,842
<b>3a</b>				

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Name and address (home or business)				
<b>a</b> <i>Paid during the year</i>				
EAGLE MOUNT BOZEMAN 6901 GOLDENSTEIN LANE BOZEMAN, MT 59715		PC 509(A) (1)	2017 BIG SKY KIDS ONCOLOGY CAMPS	7,500
EDUCATION FOUNDATION FOR BILLINGS PUBLIC SCHOOLS 415 NORTH 30TH STREET BILLINGS, MT 59101		PC 509(A) (1)	READING ROCKS	5,000
EMILY DICKINSON PARENT ADVISORY COUNCIL 2435 ANNIE STREET BOZEMAN, MT 59718		PC 509(A) (2)	HELP BUILD EMILY'S FORT	5,000
<b>Total . . . . .</b> ▶ <b>3a</b>				32,555,842

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Name and address (home or business)				
<b>a</b> <i>Paid during the year</i>				
EMPOWERMT1124 CEDAR STREET MISSOULA, MT 59802		PC 509(A) (2)	EXPANDING EMPOWERMT'S PIPELINE OF ANTI-VIOLENCE & ANTI-BULLYING PROGRAMS TO RURAL & RESERVATION COMMUNITIES	10,000
EUREKA FOURSQUARE CHURCH - FOOD PANTRY PO BOX 1696 EUREKA, MT 59917		PC 509(A) (1)	2017 HOLIDAY GIVING	1,000
EVEL KNIEVEL DAYS INCPO BOX 272 BUTTE, MT 59703		PC 509(A) (1)	KNIEVEL KIDS AREA	2,500
<b>Total . . . . .</b> <b>3a</b>				32,555,842

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Name and address (home or business)				
<b>a</b> <i>Paid during the year</i>				
EXECUTIVE DEVELOPMENT INSTITUTE 310 120TH AVENUE NE SUITE A102 BELLEVUE, WA 98005		PC 509(A) (1)	INCLUSION FUSION	20,000
FAITH THERAPEUTIC RIDING SERVICE PO BOX 328 LOLO, MT 59847		PC 509(A) (1)	SUMMER DAY CAMP AND HORSEMANSHIP CLINICS	10,000
FAMILIES FIRST (DBA CHILDREN'S MUSEUM MISSOULA PUTTING FAMILIES FIRST) 227 1/2 W FRONT ST MISSOULA, MT 59802		PC 509(A) (1)	CIRCLE OF SECURITY PROGRAM & CO-PARENTING SERVICES	15,000
<b>Total . . . . .</b> ▶ <b>3a</b>				32,555,842

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Name and address (home or business)				
<b>a</b> <i>Paid during the year</i>				
FAMILY PROMISE OF GREAT FALLS PO BOX 455 GREAT FALLS, MT 59403		PC 509(A) (1)	PROGRAM SUPPORT	10,000
FAMILY SERVICE INCPO BOX 1020 BILLINGS, MT 59103		PC 509(A) (2)	2017 HOLIDAY GIVING	2,500
FAMILY SHELTER OF THE BITTERROOT INC PO BOX 656 HAMILTON, MT 59840		PC 509(A) (1)	2017 HOLIDAY GIVING	3,000
<b>Total</b> . . . . .				32,555,842
<b>3a</b>				



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Name and address (home or business)				
<b>a</b> <i>Paid during the year</i>				
FAMILY SHELTER OF THE BITTERROOT INC PO BOX 656 HAMILTON, MT 59840				
FIDELITY INVESTMENTS CHARITABLE GIFT FUND PO BOX 110001 CINCINNATI, OH 452770053				
FLATHEAD FOOD BANK 1203 HIGHWAY 2 WEST SUITE 2 KALISPELL, MT 59901				
<b>Total . . . . .</b> <b>3a</b>				32,555,842

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Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
<b>a</b> <i>Paid during the year</i>				
FLATHEAD LUTHERAN BIBLE CAMP 603 MAIN ST KALISPELL, MT 59901		PC 509(A) (1)	CAMP SCHOLARSHIPS 2017	3,750
FLATHEAD VALLEY COMMUNITY COLLEGE FOUNDATION INC 777 GRANDVIEW DRIVE KALISPELL, MT 59901		PC 509(A) (1)	2017 SCHOLARSHIPS	11,250
FLORENCE CRITTENTON HOME & SERVICES 901 N HARRIS HELENA, MT 59601		PC 509(A) (2)	FLORENCE CRITTENTON FIRST FIVE EARLY CHILDHOOD CENTER	58,695
<b>Total . . . . .</b> ▶ <b>3a</b>				32,555,842

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Name and address (home or business)				
<b>a</b> <i>Paid during the year</i>				
FOUNDATION OF MONTANA STATE UNIVERSITY-BILLINGS 1500 UNIVERSITY DRIVE BILLINGS, MT 59101		PC 509(A) (1)	SCHOLARSHIPS	15,000
FRIENDS OF THE BUTTE ARCHIVES 17 WEST QUARTZ STREET BUTTE, MT 59701		PC 509(A) (1)	PROVIDING ACCESS TO THE C OWEN SMITHERS PHOTOGRAPH COLLECTION	15,000
FRIENDS OF THE COMMUNITY INC 1313 W GEYSER LIVINGSTON, MT 59047		PC 509(A) (2)	PROVIDING EMERGENCY ASSISTANCE AT THE POINT OF NEED	5,000
<b>Total . . . . .</b> ▶ <b>3a</b>				32,555,842

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Name and address (home or business)				
<b>a</b> <i>Paid during the year</i>				
GALLATIN VALLEY YOUNG MENS CHRISTIAN ASSOCIATION INC (YMCA) PO BOX 10158 BOZEMAN, MT 59719		PC 509(A) (2)	Y-ACHIEVERS SUMMER LEARNING LOSS PREVENTION PROGRAM	20,000
GARDEN CITY HARVEST INC PO BOX 205 MISSOULA, MT 59806		PC 509(A) (1)	YOUTH HARVEST PROJECT	10,000
GARDINER FOOD PANTRY OF PARK COUNTY PO BOX 459 GARDINER, MT 59030		PC 509(A) (1)	2017 HOLIDAY GIVING	1,000
<b>Total</b> . . . . . <b>3a</b>				32,555,842

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Name and address (home or business)				
<b>a</b> <i>Paid during the year</i>				
GIRL SCOUTS OF MONTANA AND WYOMING 2303 GRAND AVENUE BILLINGS, MT 59102		PC 509(A) (1)	BUILDING AT-RISK GIRLS STEM SKILLS	13,287
GIRL SCOUTS OF WESTERN WASHINGTON 5601 6TH AVENUE SOUTH SUITE 150 SEATTLE, WA 98108		PC 509(A) (1)	PROGRAM SUPPORT	2,500
GREAT FALLS COMMUNITY FOOD BANK 1620 12TH AVE N GREAT FALLS, MT 59401		PC 509(A) (1)	2017 HOLIDAY GIVING	5,000
<b>Total . . . . .</b> <b>3a</b>				32,555,842


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Name and address (home or business)				
<b>a</b> <i>Paid during the year</i>				
GREAT FALLS COMMUNITY FOOD BANK 1620 12TH AVE N GREAT FALLS, MT 59401		PC 509(A) (1)	BACKPACKS4KIDS	5,000
GREAT FALLS PUBLIC SCHOOLS 2601 8TH STREET NE GREAT FALLS, MT 59404		PC 509(A) (1)	SUMMER GRIZZ BIZ "GREEN IS THE NEW GOLD"	7,500
GREAT FALLS RESCUE MISSION PO BOX 129 GREAT FALLS, MT 59403		PC 509(A) (1)	2017 HOLIDAY GIVING	2,500
<b>Total</b> . . . . .			▶	32,555,842
<b>3a</b>				

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Name and address (home or business)				
<b>a</b> <i>Paid during the year</i>				
GREAT FALLS RESCUE MISSION PO BOX 129 GREAT FALLS, MT 59403		PC 509(A) (1)	CAMP LIFE LIGHT	15,000
GREAT FALLS SYMPHONY11 3RD ST N GREAT FALLS, MT 59401		PC 509(A) (2)	THE GREAT FALLS SYMPHONY YOUTH MATINEE CONCERT SERIES	5,000
GREATER GALLATIN UNITED WAY INC 945 TECHNOLOGY BLVD SUITE 101F BOZEMAN, MT 59718		PC 509(A) (1)	2017/2018 COMMUNITY INVESTMENT/IMPACT INITIATIVE	4,500
<b>Total . . . . . ▶</b> <b>3a</b>				32,555,842

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Name and address (home or business)				
<b>a</b> <i>Paid during the year</i>				
GREATER MISSOULA FAMILY YMCA GREATER MISSOULA FAMILY YMCA MISSOULA, MT 59801		PC 509(A) (1)	2017 YOUTH PROJECT	15,000
HABITAT FOR HUMANITY OF FLATHEAD VALLEY 307 1ST AVE E SUITE 24 KALISPELL, MT 59901		PC 509(A) (1)	FLATHEAD VALLEY PROGRAM SUPPORT	10,000
HABITAT FOR HUMANITY OF MISSOULA COUNTY PO BOX 7181 MISSOULA, MT 59807		PC 509(A) (1)	2017 MATERIALS	15,000
<b>Total</b> . . . . . 				32,555,842
<b>3a</b>				



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

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
<b>a</b> <i>Paid during the year</i>				
HABITAT FOR HUMANITY OF SOUTHWEST MONTANA 66 W PARK SUITE 211 BUTTE, MT 59701		PC 509(A) (1)	SUSTAINABLE HABITAT RESTORE	10,000
HAVEN HOUSE INC - FOOD BANK PO BOX 1343 HAMILTON, MT 59840		PC 509(A) (1)	2017 HOLIDAY GIVING	3,000
HEADWATERS RC&D HEADWATERS RCD AREA INC BUTTE, MT 59701		PC 509(A) (1)	NO GREATER LOVE PRODUCTION	10,000
<b>Total . . . . .</b> ▶ <b>3a</b>				32,555,842

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

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
<b>a</b> <i>Paid during the year</i>				
HEALTHY MOTHERS HEALTHY BABIES - THE MONTANA COALITION 400 N PARK AVE HELENA, MT 59634		PC 509(A) (1)	CHILD ABUSE PREVENTION	5,000
HELENA AREA HABITAT FOR HUMANITY 432 N LAST CHANCE GULCH STE R HELENA, MT 59601		PC 509(A) (1)	HELENA PROGRAM SUPPORT	20,000
HELENA EDUCATION FOUNDATION PO BOX 792 HELENA, MT 59624		PC 509(A) (1)	GREAT IDEAS GRANTS	3,000
<b>Total . . . . .</b> ▶ <b>3a</b>				32,555,842


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

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
<b>a</b> <i>Paid during the year</i>				
HELENA FOOD SHAREPO BOX 943 HELENA, MT 59624				8,000
HELENA FOOD SHAREPO BOX 943 HELENA, MT 59624				4,500
HELPING HANDS IN HARDIN INC PO BOX 125 HARDIN, MT 59034				1,500
<b>Total</b> . . . . . <b>3a</b>				32,555,842

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

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
<b>a</b> <i>Paid during the year</i>				
HI-LINE'S HELP FOR ABUSED SPOUSES INC 300 NORTH VIRGINIA 307 CONRAD, MT 59425		PC 509(A) (1)	GENERAL OPERATING EXPENSES AND CONTINUED TRAINING	7,500
HOCKADAY MUSEUM OF ART 302 SECOND AVENUE EAST KALISPELL, MT 59901		PC 509(A) (2)	TRAVELING MEDICINE SHOW VISITS AND SUPPORT 2017/2018	2,500
HOME RESOURCE1515 WYOMING MISSOULA, MT 59801		PC 509(A) (2)	ZWAPI- ZERO WASTE AMBASSADORS PROGRAM!	2,500
<b>Total . . . . .</b> ▶ <b>3a</b>				32,555,842

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

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
<b>a</b> <i>Paid during the year</i>				
HOMEWORD 1535 LIBERTY LANE SUITE 116A MISSOULA, MT 59808		PC 509(A) (1)	HOMEOWNERSHIP CENTER PROGRAMS	10,000
HOPA MOUNTAIN 234 E BABCOCK SUITE E BOZEMAN, MT 59715		PC 509(A) (1)	STORYMAKERS PROGRAM	15,000
HORATIO ALGER ASSOCIATION 99 CANAL CENTER PLAZA SUITE 320 ALEXANDRIA, VA 22314		PC 509(A) (1)	OPERATING SUPPORT	20,000
<b>Total . . . . .</b>	<b>3a</b> . . . . . 			32,555,842

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

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
<b>a</b> <i>Paid during the year</i>				
HORATIO ALGER ASSOCIATION 99 CANAL CENTER PLAZA SUITE 320 ALEXANDRIA, VA 22314		PC 509(A) (1)	MONTANA UNDERGRADUATE SCHOLARSHIPS	225,000
HORSES SPIRITS HEALING INC 7256 HIGHWAY 3 BILLINGS, MT 59106		PC 509(A) (2)	HORSES SPIRITS HEALING INC	7,000
HOT SPRINGS FOOD PANTRY PO BOX 25 HOT SPRINGS, MT 59845		PC 509(A) (1)	2017 HOLIDAY GIVING	1,500
<b>Total . . . . .</b> ▶ <b>3a</b>				32,555,842

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

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
<b>a</b> <i>Paid during the year</i>				
HUMAN RESOURCE DEVELOPMENT COUNCIL OF DISTRICT IX INC 32 SOUTH TRACY BOZEMAN, MT 59715				
HUMAN RESOURCES COUNCIL DISTRICT XII DBA ACTION INC 25 WEST SILVER STREET BUTTE, MT 59701				
HUMAN RESOURCES COUNCIL DISTRICT XII DBA ACTION INC 25 WEST SILVER STREET BUTTE, MT 59701				
<b>Total</b> . . . . . <b>3a</b>				32,555,842

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


Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
<b>a</b> <i>Paid during the year</i>				
HUMAN RESOURCES COUNCIL DISTRICT XII DBA ACTION INC 25 WEST SILVER STREET BUTTE, MT 59701		PC 509(A) (1)	TEMPORARY EMERGENCY SHELTER	20,000
HUMANITIES MONTANA 311 BRANTLY HALL - UM MISSOULA, MT 59812		PC 509(A) (1)	2017-2018 SPEAKERS IN THE SCHOOLS	20,000
INTERMOUNTAIN OPERA ASSOCIATION OF BOZEMAN PO BOX 37 BOZEMAN, MT 59771		PC 509(A) (1)	SEASON UNDERWRITER	10,000
<b>Total . . . . .</b> ▶ <b>3a</b>				32,555,842



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Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
<b>a</b> <i>Paid during the year</i>				
JADYN FRED FOUNDATION PO BOX 235 MISSOULA, MT 59806				
JDRF INTERNATIONAL 1215 4TH AVE STE 1100 SEATTLE, WA 98161				
JOINT SERVICE SPECIAL OPERATIONS FUND INC 25685 NINE MILE RD HUSON, MT 59846				
<b>Total</b> . . . . . <b>3a</b>				32,555,842

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

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
<b>a</b> <i>Paid during the year</i>				
JUNIOR LIVESTOCK SHOW OF SPOKANE E 3810 BOONE AVE SUITE 204 SPOKANE, WA 99202				
JUNIPERO SERRA HIGH SCHOOL 14830 VAN NESS AVE GARDENA, CA 90249				
KALEIDOSCOPE A THEATER AND ARTS COOPERATIVE 1602 W BEALL STEET BOZEMAN, MT 59772				
<b>Total . . . . .</b>	<b>3a</b> 			32,555,842

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

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
<b>a</b> <i>Paid during the year</i>				
KENNEDY CENTER THEPO BOX 101510 ARLINGTON, VA 22210				
LAKE COUNTY COMMUNITY DEVELOPMENT CORP PO BOX 128 RONAN, MT 59824				
LAUREL SCHOOL DISTRICT 410 COLORADO AVENUE LAUREL, MT 59044				
<b>Total</b> . . . . . <b>3a</b>				32,555,842

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

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Name and address (home or business)				
<b>a</b> <i>Paid during the year</i>				
LIBBY FOOD PANTRY PO BOX 331 LIBBY, MT 59923				3,000
LIVINGSTON FOOD PANTRY OF PARK COUNTY PO BOX 1646 LIVINGSTON, MT 59047				5,000
LOG JAM INC PO BOX 3193 KALISPELL, MT 59903				10,000
<b>Total . . . . .</b> ▶ <b>3a</b>				32,555,842

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Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
<b>a</b> <i>Paid during the year</i>				
MAINSTREET UPTOWN BUTTE 66 W PARK STREET SUITE 201 BUTTE, MT 59701		PC 509(A) (1)	MT FOLK FESTIVAL GRANT	50,000
MAINSTREET UPTOWN BUTTE 66 W PARK STREET SUITE 201 BUTTE, MT 59701		PC 509(A) (1)	MT FOLK FESTIVAL GRANT	50,000
MAKE-A-WISH FOUNDATION OF OREGON 2000 SW 1ST AVE SUITE 410 PORTLAND, OR 97201		PC 509(A) (1)	2016-2017 WISH PROGRAM	2,500
<b>Total . . . . .</b> ▶ <b>3a</b>				32,555,842

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Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
<b>a</b> <i>Paid during the year</i>				
MAKE-A-WISH MONTANA 1015 MOUNT AVE SUITE C MISSOULA, MT 59801		PC 509(A) (1)	SUPPORT-A-WISH	7,500
MALTA FOOD BANK PO BOX 925 MALTA, MT 59538		PC 509(A) (1)	2017 HOLIDAY GIVING	1,000
MATHCOUNTS FOUNDATION PO BOX 20996 BILLINGS, MT 59104		PC 509(A) (1)	2017 MONTANA MATHCOUNTS	3,750
<b>Total . . . . .</b> ▶ <b>3a</b>				32,555,842

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Name and address (home or business)				
<b>a</b> <i>Paid during the year</i>				
MCT INC200 NORTH ADAMS STREET MISSOULA, MT 59802				
MEAGHER COUNTY NUTRITION COALITION PO BOX 34 WHITE SULPHUR SPRINGS, MT 59645				
MID-YELLOWSTONE VALLEY HABITAT FOR HUMANITY 1617 1ST AVENUE NORTH BILLINGS, MT 59101				
<b>Total . . . . .</b> <b>3a</b>				32,555,842

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

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount	
Name and address (home or business)					
<b>a</b> <i>Paid during the year</i>					
MISSION VALLEY FOOD PANTRY PO BOX 644 ST IGNATIUS, MT 59865					1,000
MISSION VALLEY LIVE 29182 SWIMMING BEAR LANE POLSON, MT 59860					3,000
MISSOULA ART MUSEUM 335 N PATTEE STREET MISSOULA, MT 59802					10,000
<b>Total . . . . .</b> ▶ <b>3a</b>				32,555,842	



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Name and address (home or business)				
<b>a</b> <i>Paid during the year</i>				
MISSOULA BUTTERFLY HOUSE AND INSECTARIUM PO BOX 8885 MISSOULA, MT 59807		PC 509(A) (1)	ACCESSIBLE EDUCATION PROJECT	7,500
MISSOULA CIVIC SYMPHONY ASSOCIATION 320 E MAIN STREET MISSOULA, MT 59802		PC 509(A) (2)	2017 YOUTH MUSIC PROGRAMS & SCHOLARSHIPS	7,500
MISSOULA COMMUNITY FOUNDATION PO BOX 8806 MISSOULA, MT 59807		PC 509(A) (1)	MISSOULA PROJECT FOR NONPROFIT EXCELLENCE	11,000
<b>Total . . . . .</b> <b>3a</b>				32,555,842

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Name and address (home or business)				
<b>a</b> <i>Paid during the year</i>				
MISSOULA COUNTY 2340 MULLAN ROAD MISSOULA, MT 59808				
MISSOULA CULTURAL COUNCIL 327 E BROADWAY MISSOULA, MT 59802				
MISSOULA CULTURAL COUNCIL PO BOX 7662 MISSOULA, MT 59807				
<b>Total</b> . . . . . <b>3a</b>				32,555,842

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Name and address (home or business)					
<b>a</b> <i>Paid during the year</i>					
MISSOULA EDUCATION FOUNDATION PO BOX 1775 MISSOULA, MT 59806					5,000
MISSOULA FOOD BANK 1720 WYOMING STREET MISSOULA, MT 59801					8,000
MISSOULA FOOD BANK 1720 WYOMING STREET MISSOULA, MT 59801					2,000
<b>Total . . . . .</b> ▶ <b>3a</b>				32,555,842	

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Name and address (home or business)				
<b>a</b> <i>Paid during the year</i>				
MISSOULA FOOD BANK 1720 WYOMING STREET MISSOULA, MT 59801				
MISSOULA INTERFAITH COLLABORATIVE 202 BROOKS STREET MISSOULA, MT 59801				
MISSOULA INTERFAITH COLLABORATIVE 202 BROOKS STREET MISSOULA, MT 59801				
<b>Total . . . . .</b> <b>3a</b>				32,555,842

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Name and address (home or business)				
<b>a</b> <i>Paid during the year</i>				
MISSOULA PUBLIC LIBRARY 301 E MAIN ST MISSOULA, MT 59802		GOV	THE TEACHING AND ENHANCING OF LITERACY SKILLS THROUGH DIGITAL MEDIA	7,000
MISSOULA TRANSPORTATION & RESTORATION MUSEUM PO BOX 1121 MISSOULA, MT 59806		PC 509(A) (1)	MONTANA AUTOMOTIVE TECHNOLOGIES SCHOOL	20,000
MISSOULA WRITING COLLABORATIVE 405 S 3RD ST W MISSOULA, MT 59801		PC 509(A) (1)	FREE VERSE YOUTH AND COMMUNITY COLLABORATION	7,500
<b>Total . . . . .</b> ▶ <b>3a</b>				32,555,842

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Name and address (home or business)				
<b>a</b> <i>Paid during the year</i>				
MISSOULA WRITING COLLABORATIVE POBOX 9237 MISSOULA, MT 59807		PC 509(A) (1)	OUR WORDS, OUR WORLDS CREATIVE WRITING RESIDENCIES	11,880
MONTANA AMATEUR SPORTS INC PO BOX 7136 BILLINGS, MT 59103		PC 509(A) (2)	SUPPORT	10,000
MONTANA BALLET COMPANY 2304 N 7TH AVE SUITE C-3 BOZEMAN, MT 59715		PC 509(A) (2)	MONTANA BALLET COMPANYS BELGRADE DISCOVER DANCE	5,000
<b>Total . . . . .</b> <b>3a</b>				32,555,842

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Name and address (home or business)					
<b>a</b> <i>Paid during the year</i>					
MONTANA COMMUNITY FOUNDATION 1 N LAST CHANCE GULCH STE 1 HELENA, MT 59624					10,000
MONTANA CONGRESS OF PARENTS TEACHERS STUDENTS 221 29TH ST W BILLINGS, MT 59102					5,000
MONTANA CONSERVATION CORPS 206 NORTH GRAND AVENUE BOZEMAN, MT 59715					50,000
<b>Total . . . . .</b> ▶ <b>3a</b>				32,555,842	

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Name and address (home or business)				
<b>a</b> <i>Paid during the year</i>				
MONTANA CONSERVATION CORPS 206 NORTH GRAND AVENUE BOZEMAN, MT 59715		PC 509(A) (1)	MONTANA YES EXPEDITION	15,000
MONTANA DEPT OF HEALTH & HUMAN SERVICES 2401 COLONIAL DRIVE 3RD FLOOR HELENA, MT 596044210		GOV	MONTANA NO KID HUNGRY - BREAKFAST AFTER THE BELL	20,000
MONTANA FFA FOUNDATION 502 SOUTH 19TH AVE SUITE 102 BOZEMAN, MT 59718		PC 509(A) (1)	HELPING HANDS COMMUNITY SERVICE GRANT	5,000
<b>Total . . . . .</b> ▶ <b>3a</b>				32,555,842




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Name and address (home or business)				
<b>a</b> <i>Paid during the year</i>				
MONTANA FFA FOUNDATION 502 SOUTH 19TH AVE SUITE 102 BOZEMAN, MT 59718		PC 509(A) (1)	HELPING HANDS COMMUNITY SERVICE GRANT	5,000
MONTANA FOOD BANK NETWORK INC 5625 EXPRESSWAY MISSOULA, MT 59808		PC 509(A) (1)	2017 HOLIDAY GIVING	15,000
MONTANA FOOD BANK NETWORK INC 5625 EXPRESSWAY MISSOULA, MT 59808		PC 509(A) (1)	OPERATING SUPPORT	15,000
<b>Total . . . . .</b> ▶ <b>3a</b>				32,555,842

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

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Name and address (home or business)				
<b>a</b> <i>Paid during the year</i>				
MONTANA GAELIC CULTURAL SOCIETY PO BOX 3612 BUTTE, MT 59702		PC 509(A) (2)	SUPPORT	2,500
MONTANA HISTORICAL SOCIETY PO BOX 201201 HELENA, MT 596201201		GOV	MONTANA HISTORY CONFERENCE SCHOLARSHIPS	7,500
MONTANA HOPE PROJECT INC PO BOX 5927 HELENA, MT 59604		PC 509(A) (1)	2017 MONTANA WISH CHILD PROGRAM	7,500
<b>Total . . . . . ▶</b> <b>3a</b>				32,555,842

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Name and address (home or business)				
<b>a</b> <i>Paid during the year</i>				
MONTANA LIONS SIGHT AND HEARING FOUNDATION 200 SOUTH 23RD AVE SUITE E6 BOZEMAN, MT 59718		PC 509(A) (1)	PLUSOPTIX VISION SCREENING	5,000
MONTANA OFFICE OF THE COMMISSIONER OF HIGHER EDUCATION 2500 BROADWAY STREET HELENA, MT 59620		GOV	IGRADUATE MONTANA	125,000
MONTANA OUTDOOR SCIENCE SCHOOL (MOSS) PO BOX 502 BOZEMAN, MT 59771		PC 509(A) (1)	BRING SCIENCE EDUCATION TO RURAL SOUTHWESTERN MONTANA SCHOOLS	7,500
<b>Total</b> . . . . . 				32,555,842

**3a**

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Name and address (home or business)				
<b>a</b> <i>Paid during the year</i>				
MONTANA PROFESSIONAL TEACHING FOUNDATION 1232 E 6TH AVENUE HELENA, MT 59601		PC 509(A) (1)	MONTANA TEACHER OF THE YEAR PROGRAM	10,000
MONTANA RESCUE MISSION PO BOX 3232 BILLINGS, MT 59103		PC 509(A) (1)	2017 HOLIDAY GIVING	3,500
MONTANA STATE UNIVERSITY - NORTHERN PO BOX 1691 HAVRE, MT 59501		PC 509(A) (1)	SUPPORT	250,000
<b>Total . . . . .</b>				32,555,842
<b>3a</b>				

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Name and address (home or business)					
<b>a</b> <i>Paid during the year</i>					
MONTANA STATE UNIVERSITY - NORTHERN PO BOX 1691 HAVRE, MT 59501					15,000
MONTANA STATE UNIVERSITY FOUNDATION PO BOX 172750 BOZEMAN, MT 59717					15,000
MONTANA STATE UNIVERSITY FOUNDATION PO BOX 172750 BOZEMAN, MT 59717					15,000
<b>Total . . . . .</b> ▶ <b>3a</b>				32,555,842	

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

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Name and address (home or business)							
<b>a</b> <i>Paid during the year</i>							
MONTANA STATE UNIVERSITY FOUNDATION PO BOX 172750 BOZEMAN, MT 597172750					PC 509(A) (1)	SCHOLARSHIPS	20,000
MONTANA STATE UNIVERSITY FOUNDATION PO BOX 172750 BOZEMAN, MT 597172750					PC 509(A) (1)	MONTANA SHAKESPEARE IN THE PARKS' EDUCATIONAL OUTREACH PROGRAMS 2017-18	10,000
MONTANA TECH FOUNDATION 1300 W PARK ST BUTTE, MT 59701					PC 509(A) (1)	WHAT A BLAST MINING CAMP	5,000
<b>Total . . . . .</b> <b>3a</b>					▶		32,555,842

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Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
<b>a</b> <i>Paid during the year</i>				
MONTANA TECH FOUNDATION 1300 W PARK BUTTE, MT 59701		PC 509(A) (1)	SOUTHWEST MONTANA KIDS' FLY FISHING AND CONSERVATION CAMP	5,000
MONTANA TECH FOUNDATION 1300 WEST PARK STREET BUTTE, MT 59701		PC 509(A) (1)	SCHOLARSHIPS	15,000
MONTANA WORLD AFFAIRS COUNCIL 111 N HIGGINS AVE SUITE 400 ROOM 405 MISSOULA, MT 59802		PC 509(A) (1)	2018 SUPPORT FOR THE ACADEMIC WORLD QUEST PROGRAM	15,000
<b>Total . . . . .</b> ▶ <b>3a</b>				32,555,842

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Name and address (home or business)				
<b>a</b> <i>Paid during the year</i>				
MONTANA WORLD AFFAIRS COUNCIL 111 N HIGGINS AVE SUITE 400 ROOM 405 MISSOULA, MT 59802		PC 509(A) (1)	COUNCIL IN THE CLASSROOM, ACADEMIC WORLDQUEST AND DISTINGUISHED SPEAKERS PROGRAMS	40,000
MONTANA'S OUTDOOR LEGACY FOUNDATION PO 220 COLUMBIA FALLS, MT 59912		PC 509(A) (1)	TRAVELING WILD	4,000
MOTHERS' MILK BANK OF MONTANA 2825 STOCKYARD RD UNIT C-1 MISSOULA, MT 59808		PC 509(A) (2)	GIVE THE GIFT OF MILK FUND	10,000
<b>Total . . . . .</b> ▶ <b>3a</b>				32,555,842



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

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
<b>a</b> <i>Paid during the year</i>				
MUSCULAR DYSTROPHY ASSOCIATION 2132 BROADWATER AVE STE A BILLINGS, MT 59102		PC 509(A) (1)	MONTANA SUMMER CAMP	2,000
MUSSELSHELL COUNTY FOOD BANK PO BOX 233 ROUNDUP, MT 59072		PC 509(A) (1)	2017 HOLIDAY GIVING	1,500
MYRNA LOY CENTER 15 NORTH EWING HELENA, MT 59601		PC 509(A) (1)	SMARTS EQUAL ACCESS TO THE ARTS FOR HELENA STUDENTS	16,000
<b>Total . . . . .</b> ▶ <b>3a</b>				32,555,842

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

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
<b>a</b> <i>Paid during the year</i>				
NATIONAL FOUNDATION OF DENTISTRY FOR THE HANDICAPPED DBA DENTAL LIFELINE NE PO BOX 1154 HELENA, MT 59624		PC 509(A) (2)	MONTANA DONATED DENTAL SERVICES (DDS) PROGRAM	5,000
NORTH VALLEY FOOD BANK 251 FLATHEAD AVE WHITEFISH, MT 59937		PC 509(A) (1)	2017 HOLIDAY GIVING	3,000
NORTH VALLEY MUSIC SCHOOL PO BOX 4446 WHITEFISH, MT 59937		PC 509(A) (2)	SCHOLARSHIP FUNDING	10,000
<b>Total . . . . .</b> ▶ <b>3a</b>				32,555,842

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

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
<b>a</b> <i>Paid during the year</i>				
NORTH WEST MONTANA VETERANS STAND DOWN AND FOOD PANTRY 1349 US HIGHWAY 2E KALISPELL, MT 59901		PC 509(A) (1)	2017 HOLIDAY GIVING	2,000
NORTH-MISSOULA COMMUNITY DEVELOPMENT CORPORATION 1500 BURNS ST MISSOULA, MT 59802		PC 509(A) (1)	BURNS STREET SUPPLEMENTAL NUTRITION	10,000
NORTHWEST ASSOCIATION FOR BLIND ATHLETES PO BOX 65265 VANCOUVER, WA 98665		PC 509(A) (1)	ADAPTED PROGRAMMING FOR BLIND OR VISUALLY IMPAIRED MONTANANS	4,500
<b>Total . . . . .</b> ▶ <b>3a</b>				32,555,842

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

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
<b>a</b> <i>Paid during the year</i>				
ONE MONTANA 280 W KAGY BLVD SUITE D 233 BOZEMAN, MT 59715		PC 509(A) (1)	MONTANA TEENPRENEUR CHALLENGE	20,000
ONWARD & UPWARD INC 501 6TH AVE W POLSON, MT 59860		PC 509(A) (1)	THE GIFT OF READING	750
OREGON STATE K OF C CHARITIES INC PO BOX 1332 PHILOMATH, OR 97370		PC 509(A) (2)	HOLIDAY FOOD BASKET	3,000
<b>Total</b> . . . . .				32,555,842
<b>3a</b>				

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

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
<b>a</b> <i>Paid during the year</i>				
ORPHAN GIRL PRODUCTIONS INC PO BOX 885 BUTTE, MT 59703		PC 509(A) (1)	2017 ACTING CLASSES AND PERFORMANCES FOR YOUTH	20,000
ORPHANED STARFISH FOUNDATION 55 EXCHANGE PLACE NEW YORK, NY 10005		PC 509(A) (1)	OPERATING SUPPORT	20,000
PANHANDLE ALLIANCE FOR EDUCATION PO BOX 1675 SANDPOINT, ID 83864		PC 509(A) (1)	BOOKS FOR BABIES	3,150
<b>Total . . . . .</b> ▶ <b>3a</b>				32,555,842

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Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
<b>a</b> <i>Paid during the year</i>				
PARENTING NOW86 CENTENNIAL LOOP EUGENE, OR 97401				
PARK COUNTY COMMUNITY FOUNDATION PO BOX 2199 LIVINGSTON, MT 59047				
PARK COUNTY SENIOR CITIZENS CORPORATION 206 S MAIN STREET LIVINGSTON, MT 59047				
<b>Total . . . . .</b> <b>3a</b>				32,555,842

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

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
<b>a</b> <i>Paid during the year</i>				
PEAKPO BOX 36 ALBERTON, MT 59820				
PEDAL THE CAUSE 512 VIA DE LA VALLE SUITE 302 SOLANA BEACH, CA 92075				
PERFORMING ARTS COMPANY INC (DBA BITTERROOT PERFORMING ARTS COUNCIL) 127 W MAIN SUITE 103 HAMILTON, MT 59840				
<b>Total . . . . .</b> <b>3a</b>				32,555,842

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

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
<b>a</b> <i>Paid during the year</i>				
PHILANTHROPY NORTHWEST 2101 FOURTH AVENUE STE 650 SEATTLE, WA 98121		PC 509(A) (1)	SUPPORT	33,305
POLSON LOAVES AND FISH PANTRY 904 1ST STREET EAST POLSON, MT 59860		PC 509(A) (1)	2017 HOLIDAY GIVING	3,000
PONDERA FOOD BANK 220 SOUTH FRONT CONRAD, MT 59425		PC 509(A) (1)	2017 HOLIDAY GIVING	1,500
<b>Total</b> . . . . . <b>3a</b>			▶	32,555,842



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

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
<b>a</b> <i>Paid during the year</i>				
PORTLAND YOUTHBUILDERS 4816 SE 92ND AVENUE PORTLAND, OR 97266		PC 509(A) (1)	TECHNOLOGY IN SERVICE TO SENIORS	10,000
POVERELLO CENTER INCPO BOX 7644 MISSOULA, MT 59807		PC 509(A) (1)	2017 HOLIDAY GIVING	10,000
POWDER RIVER FIRST RESPONDERS LTD BOX 125 BOYES, MT 59316		PC 509(A) (1)	BOB PAGE TRAINING	1,500
<b>Total</b> . . . . .				32,555,842
<b>3a</b>				

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Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
<b>a</b> <i>Paid during the year</i>				
PROJECT HOPE OF COLUMBUS PO BOX 1443 COLUMBUS, MT 59019		PC 509(A) (2)	2017 HOLIDAY GIVING	1,500
PROJECT HOPE OF COLUMBUS PO BOX 1443 COLUMBUS, MT 59019		PC 509(A) (2)	PLUMBING PROJECT	5,000
QUILTS OF VALOR-MONTANA CHAPTER 174 RISING SUN ROAD CAMERON, MT 59720		PC 509(A) (1)	MONTANA SUPPORT	3,750
<b>Total . . . . .</b> ▶ <b>3a</b>				32,555,842

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Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
<b>a</b> <i>Paid during the year</i>				
RAMSAY SCHOOL DISTRICT 3 RUSSELL STREET RAMSAY, MT 59748				
RED LODGE AREA COMMUNITY FOUNDATION PO BOX 1871 RED LODGE, MT 59068				
REGIONAL ACCESS MOBILITY PROGRAM OF MONTANA INC C/O 700 SOUTHWEST HIGGINS SUITE 101 MISSOULA, MT 59803				
<b>Total . . . . .</b> <b>3a</b>				32,555,842

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

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
<b>a</b> <i>Paid during the year</i>				
REMNANT CHURCH - YAAK FOOD CUPBOARD 34 RIVERVIEW DRIVE TROY, MT 59935		PC 509(A) (1)	2017 HOLIDAY GIVING	1,000
RIDING ON INSULINPO BOX 1516 WHITEFISH, MT 59937		PC 509(A) (1)	MONTANA SKI/SNOWBOARD & MOUNTAIN BIKE PROGRAMS FOR YOUTH WITH DIABETES	5,000
RISING STAR ACADEMY 400 MISSOURI AVE DEER LODGE, MT 59722		PC 509(A) (2)	RESIDENT ACTOR AND STAGE CRAFT PROGRAMS	10,000
<b>Total . . . . .</b> ▶ <b>3a</b>				32,555,842

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Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
<b>a</b> <i>Paid during the year</i>				
ROCKY MOUNTAIN BALLET THEATRE 2704 BROOKS MISSOULA, MT 59801		PC 509(A) (1)	BALLET BEYOND BORDERS	38,700
ROCKY MOUNTAIN COLLEGE 1511 POLY DRIVE BILLINGS, MT 59102		PC 509(A) (1)	SCHOLARSHIPS	7,500
ROGER FEDERER CHARITABLE FUND INC 6 E 43RD ST NEW YORK, NY 10017		PC 509(A) (1)	SUPPORT	100,000
<b>Total . . . . .</b> ▶ <b>3a</b>				32,555,842

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

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
<b>a</b> <i>Paid during the year</i>				
SAFE SPACE INC 207 S EXCELSIOR AVENUE BUTTE, MT 59703		PC 509(A)(1)	OPERATING SUPPORT	7,500
SAGE GARDENERS 1112 S WILLSON AVENUE BOZEMAN, MT 59715		PC 509(A)(1)	2017 SENIOR GARDENING PROGRAM	5,000
SALTS SAIL & LIFE TRAINING SOCIETY 451 HERALD STREET VICTORIA, BC V8W 3N8 CA		PC EQUIVALENCY DETE	INCREASE PROGRAM ACCESS	81,037
<b>Total . . . . .</b> ▶ <b>3a</b>				32,555,842

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Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount	
Name and address (home or business)					
<b>a</b> <i>Paid during the year</i>					
SALVATION ARMY 1000 17TH AVENUE SOUTH GREAT FALLS, MT 59405					2,000
SALVATION ARMY 1905 HENDERSON STREET HELENA, MT 59601					2,000
SALVATION ARMY 2100 6TH AVENUE NORTH BILLINGS, MT 59103					2,000
<b>Total . . . . .</b> ▶ <b>3a</b>				32,555,842	

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Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
<b>a</b> <i>Paid during the year</i>				
SALVATION ARMY 2100 6TH AVENUE NORTH BILLINGS, MT 59103		PC 509(A) (1)	BILLINGS BACK TO SCHOOL FUNDS FOR KIDS IN NEED	5,000
SALVATION ARMY BOZEMAN CORPS COMMUNITY CENTER BOZEMAN, MT 59715		PC 509(A) (1)	BOZEMAN 2017 HOLIDAY GIVING	2,000
SALVATION ARMY BOZEMAN CORPS COMMUNITY CENTER BOZEMAN, MT 59715		PC 509(A) (1)	BOZEMAN BACK TO SCHOOL FUNDS FOR KIDS IN NEED	3,000
<b>Total</b> . . . . .				32,555,842
<b>3a</b>				



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

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
<b>a</b> <i>Paid during the year</i>				
SALVATION ARMYPO BOX 8123 MISSOULA, MT 59807		PC 509(A) (1)	MISSOULA 2017 HOLIDAY GIVING	2,000
SALVATION ARMYPO BOX 8123 MISSOULA, MT 59807		PC 509(A) (1)	MISSOULA BACK TO SCHOOL FUNDS FOR KIDS IN NEED	15,000
SEELEY-SWAN FOOD BANKPO BOX 1344 SEELEY LAKE, MT 59868		PC 509(A) (1)	2017 HOLIDAY GIVING	2,500
<b>Total . . . . .</b> ▶ <b>3a</b>				32,555,842

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Name and address (home or business)				
<b>a</b> <i>Paid during the year</i>				
SINCERELY PAUL MINISTRIES 88 FIRST RD WHITEHALL, MT 59759		PF	2017 HOLIDAY GIVING	1,000
SMELTER CITY RECREATION COMPLEX PO BOX 33 ANACONDA, MT 59711		PC 509(A) (2)	PHASE I OF DEVELOPMENT	20,000
SOUTHWEST MONTANA ARTS COUNCIL PO BOX 1282 DILLON, MT 59725		PC 509(A) (1)	ART CENTER	9,000
<b>Total . . . . .</b> ▶				32,555,842
<b>3a</b>				


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Name and address (home or business)					
<b>a</b> <i>Paid during the year</i>					
SPECIAL OLYMPICS MONTANA PO BOX 3507 GREAT FALLS, MT 59401					200,000
SPECIAL OLYMPICS MONTANA PO BOX 3507 GREAT FALLS, MT 59401					50,000
SPECIAL OLYMPICS MONTANA PO BOX 3507 GREAT FALLS, MT 59401					75,000
<b>Total . . . . .</b> ▶ <b>3a</b>				32,555,842	

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Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
<b>a</b> <i>Paid during the year</i>				
ST JAMES HEALTHCARE FOUNDATION 400 S CLARK STREET BUTTE, MT 59701				
ST LABRE INDIAN SCHOOL - FOOD PANTRY PO BOX 485 ASHLAND, MT 59003				
ST LUKE'S HEALTH FOUNDATION 190 E BANNOCK ST BOISE, ID 83712				
<b>Total . . . . .</b> <b>3a</b>				32,555,842

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Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
<b>a</b> <i>Paid during the year</i>				
STATE OF MONTANA 1515 E 6TH AVE HELENA, MT 59620		GOV	MONTANA STATE LIBRARY EARLY LITERACY STATEWIDE TEXTING PROJECT	10,000
STEVENSVILLE PANTRY PARTNERS FOOD BANK PO BOX 806 STEVENSVILLE, MT 59870		PC 509(A) (1)	2017 HOLIDAY GIVING	3,000
STUDENT ACHIEVEMENT & ADVOCACY SERVICES 1511 16TH ST 101 SANTA MONICA, CA 90404		PC 509(A) (1)	2017 IN KIND SUPPORT	1,295
<b>Total</b> . . . . . 				32,555,842
<b>3a</b>				

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Name and address (home or business)				
<b>a</b> <i>Paid during the year</i>				
STUDENT ACHIEVEMENT & ADVOCACY SERVICES 1511 16TH ST 101 SANTA MONICA, CA 90404		PC 509(A) (1)	2017 IN KIND SUPPORT	537
SUN VALLEY PERFORMING ARTS CENTER PO BOX 4921 KETCHUM, ID 83340		PC 509(A) (2)	ARGYROS PERFORMING ARTS CENTER	1,000,000
SWEET GRASS COUNTY HIGH SCHOOL PO BOX 886 BIG TIMBER, MT 59011		PC 509(A) (1)	PROJECT SWEATSHIRT	1,342
<b>Total . . . . .</b> ▶				32,555,842
<b>3a</b>				

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Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
<b>a</b> <i>Paid during the year</i>				
TAMARACK GRIEF RESOURCE CENTER 405 S 1ST STREET W MISSOULA, MT 59801		PC 509(A) (1)	GRIEF CARE AND EDUCATION	10,000
TETON COUNTY FOOD PANTRY PO BOX 534 CHOTEAU, MT 59422		PC 509(A) (1)	2017 HOLIDAY GIVING	1,000
THE ALEX FOUNDATION POBOX 4103 HELENA, MT 59604		PC 509(A) (2)	COMMUNITY LENDING LIBRARY	8,225
<b>Total . . . . .</b> ▶ <b>3a</b>				32,555,842

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Name and address (home or business)				
<b>a</b> <i>Paid during the year</i>				
THE ANGEL FUND PO BOX 7436 HELENA, MT 59604				
THE CODY DIERUF BENEFIT FOUNDATION P O BOX 6044 BOZEMAN, MT 59771				
THE MONTANA ACTORS' THEATRE BOX 1363 HAVRE, MT 59501				
<b>Total</b> . . . . . <b>3a</b>				32,555,842



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Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount	
Name and address (home or business)					
<b>a</b> <i>Paid during the year</i>					
THE NATIONAL JUDICIAL COLLEGE 1664 N VIRGINIA STREET MS 358 RENO, NV 89557					5,000
THE ROCK YOUTH CENTER 214 N 11TH AVE BOZEMAN, MT 59715					10,000
TOBACCO VALLEY FOOD PANTRY PO BOX 714 EUREKA, MT 59917					1,000
<b>Total . . . . .</b> ▶ <b>3a</b>				32,555,842	

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Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
<b>a</b> <i>Paid during the year</i>				
TOWN OF WEST YELLOWSTONE - WEST YELLOWSTONE FOOD BANK PO BOX 1570 WEST YELLOWSTONE, MT 59758				
TRANSITIONAL PROGRAMS FOR WOMEN DBA TRANSITIONS 3128 N HEMLOCK SPOKANE, WA 99205				
TROY FOOD PANTRY PO BOX 945 TROY, MT 59935				
<b>Total</b> . . . . . <b>3a</b>				32,555,842

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Name and address (home or business)				
<b>a</b> <i>Paid during the year</i>				
UNION GOSPEL MISSION OF MISSOULA PO BOX 16833 MISSOULA, MT 59808				
UNITED STATES CONFERENCE OF CATHOLIC BISHOPS - BUTTE CENTRAL EDUCATION FOUN PO BOX 634 BUTTE, MT 597030634				
UNITED WAY OF BUTTE AND ANACONDA PO BOX 4447 BUTTE, MT 59702				
<b>Total . . . . .</b> <b>3a</b>	▶			32,555,842

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

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Name and address (home or business)				
<b>a</b> <i>Paid during the year</i>				
UNITED WAY OF LEWIS & CLARK COUNTY PO BOX 862 HELENA, MT 59624		PC 509(A) (1)	EDUCATION, INCOME AND HEALTH INITIATIVES	4,500
UNITED WAY OF MISSOULA COUNTY 412 W ALDER ST MISSOULA, MT 59802		PC 509(A) (1)	PROGRAMMING	7,500
UNITED WAY OF MISSOULA COUNTY 412 W ALDER ST MISSOULA, MT 59802		PC 509(A) (1)	MONTANA EARLY LEARNING COLLECTIVE IMPACT INITIATIVE	20,000
<b>Total . . . . .</b> ▶ <b>3a</b>				32,555,842

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

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
<b>a</b> <i>Paid during the year</i>				
UNITED WAY OF YELLOWSTONE COUNTY 2173 OVERLAND AVE BILLINGS, MT 59102		PC 509(A) (1)	EDUCATION, INCOME AND HEALTH INITIATIVES	5,250
UNIVERSITY OF GREAT FALLS 1301 20TH STREET SOUTH GREAT FALLS, MT 59405		PC 509(A) (1)	SCHOLARSHIPS	11,250
UNIVERSITY OF MONTANA FOUNDATION 950 ARTHUR AVENUE MISSOULA, MT 598077159		PC 509(A) (1)	MONTANA SCIENCE FAIR	7,500
<b>Total . . . . .</b> ▶ <b>3a</b>				32,555,842

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Name and address (home or business)							
<b>a</b> <i>Paid during the year</i>							
UNIVERSITY OF MONTANA FOUNDATION 950 ARTHUR AVENUE MISSOULA, MT 598077159					PC 509(A) (1)	ODYSSEY OF THE STARS	10,000
UNIVERSITY OF MONTANA FOUNDATION 950 ARTHUR AVENUE MISSOULA, MT 598077159					PC 509(A) (1)	MEDSTART AN EXPLORATION OF HEALTH CAREERS	5,000
UNIVERSITY OF MONTANA FOUNDATION P O BOX 7159 MISSOULA, MT 59807					PC 509(A) (1)	EDREADY / JOBRREADY	700,000
<b>Total</b> . . . . . <b>3a</b>					▶		32,555,842

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Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount	
Name and address (home or business)					
<b>a</b> <i>Paid during the year</i>					
UNIVERSITY OF MONTANA FOUNDATION P O BOX 7159 MISSOULA, MT 59807					4,000
UNIVERSITY OF MONTANA FOUNDATION P O BOX 7159 MISSOULA, MT 59807					15,000
UNIVERSITY OF MONTANA FOUNDATION P O BOX 7159 MISSOULA, MT 59807					15,000
<b>Total . . . . .</b> ▶ <b>3a</b>				32,555,842	

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

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount	
Name and address (home or business)					
<b>a</b> <i>Paid during the year</i>					
UNIVERSITY OF MONTANA FOUNDATION PO BOX 7159 MISSOULA, MT 59807					2,000,000
UNIVERSITY OF MONTANA FOUNDATION PO BOX 7159 MISSOULA, MT 59812					505,000
UNIVERSITY OF MONTANA WESTERN FOUNDATION 710 SOUTH ATLANTIC STREET DILLON, MT 59725					11,250
<b>Total . . . . .</b> ▶ <b>3a</b>				32,555,842	



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

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
<b>a</b> <i>Paid during the year</i>				
UNIVERSITY OF SAN DIEGO 5998 ALCAL PARK SAN DIEGO, CA 92110		PC 509(A) (1)	CENTER FOR ETHICS, ECONOMICS, AND PUBLIC POLICY	100,000
VALIER PUBLIC LIBRARY PO BOX 247 VALIER, MT 59486		GOV	LEGO WEDO 2 0	500
VALLEY COMMUNITY EMERGENCY FOOD BANK PO BOX 63 GLASGOW, MT 59230		PC 509(A) (2)	2017 HOLIDAY GIVING	1,000
<b>Total . . . . .</b> ▶ <b>3a</b>				32,555,842

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

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
<b>a</b> <i>Paid during the year</i>				
VISION KEEPERSPO BOX 205 POLSON, MT 59860				7,800
VOLUNTEERS OF AMERICA INC 3910 SE STARK STREET PORTLAND, OR 97214				2,500
WATSON CHILDREN'S SHELTER 4978 BUCKHOUSE LANE MISSOULA, MT 59804				20,000
<b>Total . . . . .</b> ▶ <b>3a</b>				32,555,842

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

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
<b>a</b> <i>Paid during the year</i>				
WATSON CHILDREN'S SHELTER 4978 BUCKHOUSE LANE MISSOULA, MT 59804		PC 509(A) (1)	HOLIDAY SUPPORT	2,000
WESTERN MONTANA MENTAL HEALTH CENTER 1325 WYOMING MISSOULA, MT 59801		PC 509(A) (1)	THE FLAGSHIP PROGRAM	40,000
WESTSHORE COMMUNITY ASSISTANCE PROGRAM PO BOX 160 LAKESIDE, MT 59922		PC 509(A) (2)	2017 HOLIDAY GIVING	1,000
<b>Total . . . . .</b> ▶ <b>3a</b>				32,555,842

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

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
<b>a</b> <i>Paid during the year</i>				
WHITEFISH THEATRE CO 1 CENTRAL AVENUE WHITEFISH, MT 59937		PC 509(A) (2)	SUPPORT	2,500
WHITEHALL AREA FOOD PANTRY PO BOX 266 WHITEHALL, MT 59759		PC 509(A) (1)	2017 HOLIDAY GIVING	1,000
WHITEHALL COMMUNITY CENTER BOX 773 WHITEHALL, MT 59759		PC 509(A) (1)	SUPPORT	5,000
<b>Total . . . . .</b>			<b>▶</b>	32,555,842

**3a**

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

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
<b>a</b> <i>Paid during the year</i>				
WHITEHALL SCHOOL DISTRICT PO BOX 1109 WHITEHALL, MT 59759				
WIBAUX COUNTY SENIOR CITIZENS - WIBAUX COUNTY FOOD BANK PO BOX 52 WIBAUX, MT 59353				
WORLD HELPP PO BOX 501 FOREST, VA 24551				
<b>Total</b> . . . . .				32,555,842
<b>3a</b>				

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

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
<b>a</b> <i>Paid during the year</i>				
YELLOWSTONE BOYS AND GIRLS RANCH 1732 S 72ND ST W BILLINGS, MT 59106		PC 509(A) (1)	YBGR ROPES COURSE	20,000
YELLOWSTONE CASA INCPO BOX 688 BILLINGS, MT 59103		PC 509(A) (1)	VOLUNTEER RECRUITMENT AND TRAINING	10,000
YELLOWSTONE VALLEY FOSTER ADOPTIVE PARENT ASSOCIATION PO BOX 20333 BILLINGS, MT 59102		PC 509(A) (1)	FAMILY FUNDAYS, CHILDCARE AND EDUCATION	3,000
<b>Total . . . . .</b> ▶ <b>3a</b>				32,555,842

**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
<b>a</b> <i>Paid during the year</i>				
YMCA OF HELENA INC 1200 N LAST CHANCE GULCH HELENA, MT 59601		PC 509(A) (2)	2017 YOUTH SUPPORT	7,500
YOUNG FAMILIES EARLY HEAD START 1020 COOK AVENUE BILLINGS, MT 59102		PC 509(A) (1)	CENTER BASED PROGRAM	20,000
YOUNG LIFE1 MUDDY ANTELOPE, OR 97001		PC 509(A) (1)	WASHINGTON FAMILY RANCH SCHOLARSHIPS	25,000
<b>Total . . . . . ▶</b> <b>3a</b>				32,555,842

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

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
<b>a</b> <i>Paid during the year</i>				
YOUNG LIFE1 MUDDY ANTELOPE, OR 97001		PC 509(A) (1)	WASHINGTON FAMILY RANCH	1,500,000
YOUNG LIFE1 MUDDY ANTELOPE, OR 97001		PC 509(A) (1)	WASHINGTON FAMILY RANCH	4,500,000
YOUNG LIFE1 MUDDY ANTELOPE, OR 97001		PC 509(A) (1)	WASHINGTON FAMILY RANCH	3,600,000
<b>Total . . . . .</b> ▶ <b>3a</b>				32,555,842



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

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
<b>a</b> <i>Paid during the year</i>				
YOUNG LIFE1 MUDDY ANTELOPE, OR 97001		PC 509(A) (1)	WASHINGTON FAMILY RANCH SCHOLARSHIPS	6,250
YOUNG LIFE540 N CASCADE AVE COLORADO SPRINGS, CO 80903		PC 509(A) (1)	MILITARY COMMUNITY YOUTH MINISTRIES (MCYM) - CLUB BEYOND	25,000
YOUNG LIFEPO BOX 520 COLORADO SPRINGS, CO 80901		PC 509(A) (1)	MONTANA PROGRAM EXPANSION	50,000
<b>Total . . . . .</b> ▶ <b>3a</b>				32,555,842

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

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
<b>a</b> <i>Paid during the year</i>				
YOUNG LIFEPO BOX 520 COLORADO SPRINGS, CO 80901		PC 509(A) (1)	MISSOULA SCHOLARSHIPS AND OPERATING SUPPORT	15,000
YOUNG LIFEPO BOX 520 COLORADO SPRINGS, CO 80901		PC 509(A) (1)	MONTANA CAMP SCHOLARSHIPS	1,000
YOUNG LIFE YOUNG LIFE C/O SALVATION ARMY NEW YORK, NY 10011		PC 509(A) (1)	NEW YORK CITY OPERATING SUPPORT	20,000
<b>Total . . . . .</b> ▶ <b>3a</b>				32,555,842

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

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
<b>a</b> <i>Paid during the year</i>				
YOUNG MUSICIANS CLUB PO BOX 4305 BUTTE, MT 59702				
YOUNG WOMENS CHRISTIAN ASSOCIATION (YWCA) OF MISSOULA 1130 W BROADWAY MISSOULA, MT 59802				
YOUNG WOMENS CHRISTIAN ASSOCIATION (YWCA) OF MISSOULA 1130 W BROADWAY MISSOULA, MT 59802				
<b>Total . . . . .</b> <b>3a</b>				32,555,842

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

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
<b>a</b> <i>Paid during the year</i>				
YOUTH HOMES INC 550 N CALIFORNIA ST MISSOULA, MT 59802		PC 509(A) (1)	2017 FOSTER FAMILY OUTREACH	7,500
YWCA BILLINGS 909 WYOMING AVE BILLINGS, MT 59101		PC 509(A) (2)	INVESTING IN CHILDREN TO ASSURE THEIR SUCCESS - TODAY AND TOMORROW	15,000
YWCA BILLINGS 909 WYOMING AVE BILLINGS, MT 59101		PC 509(A) (2)	OPERATING SUPPORT	7,500
<b>Total . . . . .</b> ▶ <b>3a</b>				32,555,842

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

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
<b>a</b> <i>Paid during the year</i>				
YWCA OF GREAT FALLS 220 SECOND STREET NORTH GREAT FALLS, MT 59401				7,500
YWCA OF HELENAPO BOX 518 HELENA, MT 59624				10,000
YWCA OF HELENAPO BOX 518 HELENA, MT 59624				7,500
<b>Total . . . . .</b> ▶ <b>3a</b>				32,555,842

<b>Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment</b>				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
<b>a</b> <i>Paid during the year</i>				
ZOOTOWN ARTS COMMUNITY CENTER 235 N 1ST STREET W MISSOULA, MT 59802		PC 509(A) (1)	YOUTH SCHOLARSHIPS AND OUTREACH	20,000
<b>Total</b> . . . . . <b>3a</b>				32,555,842

**TY 2017 Accounting Fees Schedule****Name:** DENNIS & PHYLLIS WASHINGTON FOUNDATION**EIN:** 36-3606913**Accounting Fees Schedule**

<b>Category</b>	<b>Amount</b>	<b>Net Investment Income</b>	<b>Adjusted Net Income</b>	<b>Disbursements for Charitable Purposes</b>
ACCOUNTING FEES	418,660	0		432,190

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

## TY 2017 Expenditure Responsibility Statement

**Name:** DENNIS & PHYLLIS WASHINGTON FOUNDATION

**EIN:** 36-3606913

Grantee's Name	Grantee's Address	Grant Date	Grant Amount	Grant Purpose	Amount Expended By Grantee	Any Diversion By Grantee?	Dates of Reports By Grantee	Date of Verification	Results of Verification
CHRIS TUCKER FOUNDATION	909 EAGLES LANDING PARKWAY STOCKBRIDGE, GA 30281	2016-09-18	25,000	2017 PERFORMING ARTS SUMMER CAMP	25,000	TO THE BEST OF OUR KNOWLEDGE, NO PORTION OF THE GRANT FUNDS WERE DIVERTED	10/10/2017		THE FOUNDATION HAS NO REASON TO DOUBT THE ACCURACY OR RELIABILITY OF THE REPORT FROM THE GRANTEE THEREFORE, NO INDEPENDENT VERIFICATION OF THE REPORT WAS MADE
FRIENDS OF THE ARLEE SCHOOL	PO BOX 96 ARLEE, MT 59821	2016-10-20	2,500	CLASSROOM ENRICHMENT PROJECT	2,500	TO THE BEST OF OUR KNOWLEDGE, NO PORTION OF THE GRANT FUNDS WERE DIVERTED	10/5/2017		THE FOUNDATION HAS NO REASON TO DOUBT THE ACCURACY OR RELIABILITY OF THE REPORT FROM THE GRANTEE THEREFORE, NO INDEPENDENT VERIFICATION OF THE REPORT WAS MADE
MOUNTAIN TOP ARBORETUM	PO BOX 379 TANNERSVILLE, NY 12485	2016-12-23	25,000	EDUCATION CENTER	25,000	TO THE BEST OF OUR KNOWLEDGE, NO PORTION OF THE GRANT FUNDS WERE DIVERTED	11/22/2017		THE FOUNDATION HAS NO REASON TO DOUBT THE ACCURACY OR RELIABILITY OF THE REPORT FROM THE GRANTEE THEREFORE, NO INDEPENDENT VERIFICATION OF THE REPORT WAS MADE
JOINT SERVICE SPECIAL OPERATIONS FUND INC	25685 NINE MILE RD HUSON, MT 59846	2017-11-06	50,000	VETERAN PROGRAM SERVICES	50,000	TO THE BEST OF OUR KNOWLEDGE, NO PORTION OF THE GRANT FUNDS WERE DIVERTED	11/4/2018		THE FOUNDATION HAS NO REASON TO DOUBT THE ACCURACY OR RELIABILITY OF THE REPORT FROM THE GRANTEE THEREFORE, NO INDEPENDENT VERIFICATION OF THE REPORT WAS MADE
SINCERELY PAUL MINISTRIES	88 FIRST RD WHITEHALL, MT 59759	2017-12-11	1,000	2017 HOLIDAY GIVING	250	TO THE BEST OF OUR KNOWLEDGE, NO PORTION OF THE GRANT FUNDS WERE DIVERTED	07/09/2018		THE FOUNDATION HAS NO REASON TO DOUBT THE ACCURACY OR RELIABILITY OF THE REPORT FROM THE GRANTEE THEREFORE, NO INDEPENDENT VERIFICATION OF THE REPORT WAS MADE



**TY 2017 Explanation of Non-Filing with Attorney General Statement**

**Name:** DENNIS & PHYLLIS WASHINGTON FOUNDATION

**EIN:** 36-3606913

**Statement:**

THE MONTANA ATTORNEY GENERAL'S OFFICE DOES NOT REQUIRE A COPY OF THE FORM 990-PF TO BE FILED WITH THEM.

**TY 2017 General Explanation Attachment****Name:** DENNIS & PHYLLIS WASHINGTON FOUNDATION**EIN:** 36-3606913**General Explanation Attachment**

Identifier	Return Reference	Explanation	
1		FORM 990PF, PART VII-A, LINE 12	DURING THE 2017 TAX YEAR, THE DENNIS AND PHYLLIS WASHINGTON FOUNDATION DISTRIBUTED \$13,725,000 TO A DONOR ADVISED FUND AS A QUALIFYING DISTRIBUTION THE DISTRIBUTION WILL BE USED TO SUPPORT 509(A)(1) AND 509(A)(2) PUBLICLY SUPPORTED ORGANIZATIONS TO ACCOMPLISH THEIR MISSIONS UNDER 170(C)(2)(B)

## TY 2017 Investments Corporate Bonds Schedule

**Name:** DENNIS & PHYLLIS WASHINGTON FOUNDATION

**EIN:** 36-3606913

### Investments Corporate Bonds Schedule

Name of Bond	End of Year Book Value	End of Year Fair Market Value
ABBOTT LABS 2.9% DUE 11-30-2021	1,239,182	1,239,182
ABBVIE INC 2.5% 05-14-2020	1,604,931	1,604,931
ACCESS GROUP INC DEL 2004-1 STUDENT LN ASSET BKD NT CL A-2 09-26-2033 REG	1,201,977	1,201,977
ACTAVIS FDG SCS 3.45% DUE 03-15-2022	2,209,917	2,209,917
AERCAP IRELAND CAP FIXED 3.75% DUE 05-15-2019	1,092,014	1,092,014
AMERICAN EXPRESS CR ACCOUNT MASTER TR SER 2017-6 CL A 0.0% 05-15-2023	597,110	597,110
AMERICAN EXPRESS CR CORP MEDIUM TERM NTSTRANCHE # TR 00103 2.7% DUE 03-03-20	677,190	677,190
AMERISOURCEBERGEN 4.875% DUE 11-15-2019	1,181,117	1,181,117
AMERN TOWER CORP 3.3% DUE 02-15-2021	585,543	585,543
AMGEN INC 2.65% DUE 05-11-2022	1,570,762	1,570,762
ANHEUSER BUSCH 2.5% DUE 07-15-2022	2,878,006	2,878,006
ANHEUSER-BUSCH 2.65% DUE 02-01-2021	1,507,527	1,507,527
AT&T INC 2.45% DUE 06-30-2020	2,896,827	2,896,827
AT&T INC 3 DUE 02-15-2022	551,122	551,122
AT&T INC 5.875% DUE 10-01-2019	688,673	688,673
B A T CAP CORP 2.297% DUE 08-14-2020	1,392,299	1,392,299
B A T CAP CORP 2.764% DUE 08-15-2022	3,505,803	3,505,803
BAKER HUGHES A GE 2.773% DUE 12-15-2022	1,123,588	1,123,588
BANCO SANTANDER SA 3.5% DUE 04-11-2022	815,718	815,718
BANK AMER CORP 2.369% DUE 07-21-2021	1,522,328	1,522,328

**Investments Corporate Bonds Schedule**

<b>Name of Bond</b>	<b>End of Year Book Value</b>	<b>End of Year Fair Market Value</b>
BANK AMER CORP 5.625% DUE 07-01-2020	4,079,507	4,079,507
BECTON DICKINSON & 2.894% DUE 06-06-2022	1,416,087	1,416,087
BNP PARIBAS SR NON PFD 144A MED 2.95% 05-23-2022	776,686	776,686
BPCE S A MEDIUM 2.65% DUE 02-03-2021	426,199	426,199
BPCE S A MEDIUM 2.75% DUE 12-02-2021	576,500	576,500
BROADCOM CORP / 3% DUE 01-15-2022	2,354,884	2,354,884
BUONI POLIENNALI DEL TES 2.8% 01/03/2067	207,869	207,869
CANADA GOVT 1.25% 01/02/2018	247,461	247,461
CAP 1 NATL ASSN 2.25% DUE 09-13-2021	2,182,603	2,182,603
CAP 1 NATL ASSN 2.35% DUE 01-31-2020	697,892	697,892
CARDINAL HLTH INC 2.616% DUE 06-15-2022	1,007,870	1,007,870
CENTERPOINT ENERGY 2.5% DUE 09-01-2022	714,091	714,091
CHARTER 3.579% DUE 07-23-2020	1,171,437	1,171,437
CHASE ED LN TR FLTG RT 2.36496% DUE 12-28-2023	81,849	81,849
CITIGROUP INC 2.7% DUE 10-27-2022	3,190,544	3,190,544
CITIGROUP INC 2.75% DUE 04-25-2022	349,292	349,292
CONS EDISON INC 2% DUE 05-15-2021	344,653	344,653
CONSTELLATION 2.65% DUE 11-07-2022	1,484,049	1,484,049
COOPERATIEVE 2.75% DUE 01-10-2022	2,268,119	2,268,119
CR SUISSE GROUP 2.75% DUE 03-26-2020	2,007,798	2,007,798

**Investments Corporate Bonds Schedule**

<b>Name of Bond</b>	<b>End of Year Book Value</b>	<b>End of Year Fair Market Value</b>
CROWN CASTLE INTL 3.4% DUE 02-15-2021	1,403,182	1,403,182
CVS HEALTH CORP 2.125% DUE 06-01-2021	1,829,829	1,829,829
D R HORTON INC 2.55% 12-01-2020	499,253	499,253
DANONE 2.077% DUE 11-02-2021	1,345,026	1,345,026
DANSKE BK A/S 144A 2.7% DUE 03-02-2022	725,750	725,750
DEUTSCHE BK A G 2.7% DUE 07-13-2020	1,418,020	1,418,020
DEUTSCHE BK AG 2.85% DUE 05-10-2019	752,498	752,498
DOMINION RES INC 1.6% DUE 08-15-2019	271,974	271,974
DOMINION RES INC 2.75% DUE 01-15-2022	499,214	499,214
DUKE ENERGY CORP 1.8% DUE 09-01-2021	462,010	462,010
DUKE ENERGY CORP 2.4% DUE 08-15-2022	1,031,618	1,031,618
EMERA US FIN LP 2.15% DUE 06-15-2019	771,985	771,985
ENBRIDGE INC 2.9% 07-15-2022	621,217	621,217
FED NATL MTG ASSN GTD MTG POOL #AL4316 7.00 10-15-2038 BEO	209,901	209,901
FEDERAL HOME LN MTG CORP POOL #G07505 7%02-01-2039 BEO	330,307	330,307
FEDERAL HOME LN MTG CORP POOL #J13715 3.5% 12-01-2020 BEO	3,103	3,103
FEDERAL HOME LN MTG CORP POOL #J20909 3.5% 10-01-2022 BEO	6,537	6,537
FEDERAL NATL MTG ASSN GTD MTG POOL #AH8966 3.5% 03-01-2021 BEO	6,034	6,034
FEDERAL NATL MTG ASSN GTD MTG POOL #AK7791 4.5% 03-01-2042 BEO	172,296	172,296
FEDERAL NATL MTG ASSN GTD MTG POOL #AL3757 5% 03-01-2027 BEO	79,782	79,782

**Investments Corporate Bonds Schedule**

<b>Name of Bond</b>	<b>End of Year Book Value</b>	<b>End of Year Fair Market Value</b>
FHLMC MULTICLASS SER 3777 CL DA 3.5 10-15-2024	75,534	75,534
FID NATL 2.25% DUE 08-15-2021	516,148	516,148
FIFTH 3RD BANCORP 2.6% DUE 06-15-2022	2,236,905	2,236,905
FNMA POOL #AE2033 3.5% 09-01-2020 BEO	19,213	19,213
FNMA POOL #MA0791 5% 07-01-2041 BEO	44,927	44,927
FNMA REMIC SER 2012-111 CL-B 7 DUE 10-25-2042 REG	97,379	97,379
FORD CR AUTO OWNER FLTG RT 2.03% DUE 12-15-2027	887,000	887,000
FORD MOTOR CREDIT CO LLC 2.979% DUE 08-03-2022	249,118	249,118
FORD MTR CR CO LLC 2.597% DUE 11-04-2019	700,458	700,458
FORD MTR CR CO LLC 3.336% DUE 03-18-2021	1,294,935	1,294,935
FORD MTR CR CO LLC 3.339% DUE 03-28-2022	961,001	961,001
FORTIVE CORP 2.35% DUE 06-15-2021	470,844	470,844
FRANCE(GOVT OF) 1% SNR 25/05/2018 EUR1	749,339	749,339
FRANCE(GOVT OF) 1.75% SNR 25/11/2024 EUR1	372,071	372,071
FRANCE(GOVT OF) 4.5% SNR OAT04/41 EUR1'REGS	153,414	153,414
GE CAP INTL FDG CO 2.342% DUE 11-15-2020	1,493,084	1,493,084
GEN MTRS FINL CO 2.4% DUE 05-09-2019	1,600,389	1,600,389
GERMANY(FED REP) 0.25% SNR 15/02/27 EURO.01	784,792	784,792
GERMANY(FEDERAL REPUBLIC) 2.5% BDS 15/08/2046 EUR	268,103	268,103
GLENCORE FDG LLC 3% DUE 10-27-2022	297,075	297,075

**Investments Corporate Bonds Schedule**

<b>Name of Bond</b>	<b>End of Year Book Value</b>	<b>End of Year Fair Market Value</b>
HCP INC 3.75% DUE 02-01-2019	430,111	430,111
HSBC HLDGS PLC 2.95% DUE 05-25-2021	1,661,339	1,661,339
HUMANA INC 2.625% DUE 10-01-2019	527,218	527,218
HUMANA INC BNDS 2.9% 12-15-2022	399,337	399,337
IN MICH PWR CO 7% DUE 03-15-2019	289,938	289,938
ING GROEP N V 3.15% DUE 03-29-2022	303,587	303,587
INTESA SANPAOLO S P A NT 3.875 DUE 01-15-2019 BEO	1,570,679	1,570,679
INTL LEASE FIN 6.25% DUE 05-15-2019	340,569	340,569
ITALY(REP OF) 1.2% BDS 01/04/2022 EUR1000	614,982	614,982
J P MORGAN CHASE & CO 2.295% 08-15-2021	2,675,822	2,675,822
JAPAN(GOVT OF) 0.1% IDX/LKD SNR 03/26 JPY	937,273	937,273
JAPAN(GOVT OF) 1.4% SNR 20/09/34 JPY50000	609,937	609,937
JAPAN(GOVT OF) 1.9% SNR 20/09/42 JPY50000	448,368	448,368
JPMORGAN CHASE & 2.55% DUE 10-29-2020	2,758,088	2,758,088
JPMORGAN CHASE & 2.75% DUE 06-23-2020	2,320,084	2,320,084
KINDER MORGAN 2.65% DUE 02-01-2019	1,502,691	1,502,691
LYONDELLBASELL 5% DUE 04-15-2019	410,691	410,691
MAGELLAN MIDSTREAM 6.55% DUE 07-15-2019	609,064	609,064
MITSUBISHI UFJ 2.95% DUE 03-01-2021	2,093,936	2,093,936
MIZUHO FINL GROUP 2.273% DUE 09-13-2021	613,594	613,594

**Investments Corporate Bonds Schedule**

Name of Bond	End of Year Book Value	End of Year Fair Market Value
MIZUHO FINL GROUP 2.601% DUE 09-11-2022	688,984	688,984
MIZUHO FINL GROUP 2.632% DUE 04-12-2021	1,321,261	1,321,261
MONTANA HIGHER ED STUDENT ASSISTANCE SER2012-1 CL A3 FLTG RT 07-20-2043	811,884	811,884
MORGAN STANLEY 2.5% DUE 04-21-2021	648,912	648,912
MORGAN STANLEY 2.75% DUE 05-19-2022	4,533,297	4,533,297
MORGAN STANLEY 2.8% DUE 06-16-2020	605,414	605,414
MYLAN N V FIXED 3.15% DUE 06-15-2021	1,332,397	1,332,397
NAVIENT STUD LN TR FLTG RT 3.0215% DUE 03-25-2066	1,130,277	1,130,277
NBCUNIVERSAL MEDIA LLC SR NT 4.375 4-1-2021	1,457,335	1,457,335
NEXTERA ENERGY CAP 2.3% DUE 04-01-2019	224,878	224,878
NEXTERA ENERGY CAP 2.8% DUE 01-15-2023	1,374,491	1,374,491
NISOURCE FIN CORP FIXED 2.65% DUE 11-17-2022	545,851	545,851
NISSAN MASTER OWNER TR RECEIVABLES SER 2017-C CL A FRN 10-17-2022	1,603,178	1,603,178
NORTHROP GRUMMAN 2.08% DUE 10-15-2020	1,264,609	1,264,609
NORTHROP GRUMMAN 2.55% DUE 10-15-2022	1,166,628	1,166,628
NV ENERGY INC 6.25% DUE 11-15-2020	1,235,518	1,235,518
NVIDIA CORP 2.2% DUE 09-16-2021	222,586	222,586
ORIX CORP 2.9% DUE 07-18-2022	1,220,713	1,220,713
PANHANDLE-PLAINS HIGHER ED AUTH INC STUDLN REV BD SER 2011-1 CL A-3	761,181	761,181
PINNACLE W CAP 2.25% 11-30-2020	298,581	298,581



**Investments Corporate Bonds Schedule**

<b>Name of Bond</b>	<b>End of Year Book Value</b>	<b>End of Year Fair Market Value</b>
PLAINS ALL AMERN 3.65 DUE 06-01-2022	173,002	173,002
PLAINS ALL AMERN 5.75% DUE 01-15-2020	632,785	632,785
PNC BK N A PITT PA FIXED 2.45% DUE 07-28-2022	1,487,384	1,487,384
PUB SVC ENTERPRISE 2% DUE 11-15-2021	707,778	707,778
PVPTL BANQUE FEDERATIVE DU CR MUTUEL 2.7% 07-20-2022	2,136,644	2,136,644
PVPTL SMITHFIELD FOODS FIXED 2.65% DUE 10-03-2021	1,085,406	1,085,406
PVTPL ACADEMIC LN FDG TR SER 2012-1A CL A1 FLTG RT 144A DUE 12-27-2022	45,313	45,313
PVTPL ACIS CLO 2013-1 LTD SER 2013-1A CLB FLTG RT 04-18-2024	246,348	246,348
PVTPL ACIS CLO LTD SER 2013-1A CL A1 FLTG RT 04-18-2024	834,272	834,272
PVTPL ACIS CLO LTD SER 2013-1A CL C VAR RT 04-18-2024 BEO	155,595	155,595
PVTPL AEP TEX INC SR NT SER A 2.4% 10-01-2022	812,736	812,736
PVTPL AIMCO SER 14-4A CL B1R FLTG 07-20-2026	1,503,622	1,503,622
PVTPL AMAZON COM INC 2.4% DUE 02-22-2023	1,113,319	1,113,319
PVTPL ATRIUM X / ATRIUM X LLC NT CL A-R 144A VAR RT DUE 07-16-2025 BEO	1,471,357	1,471,357
PVTPL BABSON CLO LTD 2014-III SR SECD TERM NT CL A-R FLTG DUE 01-15-2026 BEO	1,506,625	1,506,625
PVTPL BK AMER STUD LN TR 2010-1 STUD LN BKD NTS CL A 144A VAR RT DUE 02-25-2	87,060	87,060
PVTPL CEDAR FDG V CLO LTD/CEDAR FDG V CLO SER 16-5A CL A-1 144A FLTG 07-17-2	2,163,506	2,163,506
PVTPL CFIP CLO LTD SER 17-1A CL A FLTG RATE 01-18-2030	3,000,093	3,000,093
PVTPL CMO STA PL SECURITIZATION TR SER 2015-2 NT FLTG 144A 3C7 VAR RT	400,000	400,000
PVTPL CREDIT AGRICOLE S A 2.75% DUE 06-10-2020BEO	604,142	604,142

**Investments Corporate Bonds Schedule**

<b>Name of Bond</b>	<b>End of Year Book Value</b>	<b>End of Year Fair Market Value</b>
PVTPL CUTWATER CAPITAL CORP SR 14-1A CL A1AR FLTG 07-15-2026	1,501,904	1,501,904
PVTPL ECMC GROUP STUDENT LN TR 2016-1 CLA 144A VAR RT DUE 07-26-2066 BEO	1,030,795	1,030,795
PVTPL ENEL FIN INTL N V NT 144A 2.875% DUE 05-25-2022 BEO	747,962	747,962
PVTPL FR 2.5%042419 2.5% DUE 04-24-2019 BEO	450,997	450,997
PVTPL GMF FLOORPLAN OWNER REVOLVING SER 2016-1 CL A1 1.96% 05-17-2021	797,618	797,618
PVTPL GOLDEN CR CARD TR SER 2017-2A CLS A 1.98% DUE 04-15-2022 BEO	496,535	496,535
PVTPL HIGHER ED FDG I 2014-1 STUD LN ASSET BACK SR NT VAR RT DUE 05-25-2034	1,136,963	1,136,963
PVTPL ITC HLDGS CORP 2.7% DUE 11-15-2022/11-14-2017 BEO	948,282	948,282
PVTPL JAMESTOWN CLO LTD SR 15-6A CL A1AR VAR RT 02-20-2027	1,504,196	1,504,196
PVTPL MONDELEZ INTL HLDGS NETH B V NT 144A 2% DUE 10-28-2021/10-28-2016 BEO	2,213,268	2,213,268
PVTPL MORTGAGE REPURCHASE AGREEMENT FING TR NT SER 2017-1 CL A-1 07-10-19	350,026	350,026
PVTPL MORTGAGE REPURCHASE AGREEMENT FING TR NT SER 2017-2 CL A-1 FLTG 08-12-	2,050,000	2,050,000
PVTPL NAVIENT STUDENT LN SER 17-5 CL A FLTG 07-26-2066	2,874,302	2,874,302
PVTPL NAVIENT STUDENT LN TR 2016-5 NT CLA FLTG 144A VAR RT DUE 06-25-2065 BE	2,265,499	2,265,499
PVTPL NAVIENT STUDENT LN TR 2017-2 STUDENT LN SER 17-2A CLS A 144A VAR 12-27	2,360,574	2,360,574
PVTPL NELNET STUDENT LN TR 2006-1 NT CL A-6 RMKT FLTG RT DUE 08-23-2036	1,367,843	1,367,843
PVTPL NEUBERGER BERMAN CLO XIX LTD SER 15-19A CL A1R FLTG 07-15-2027	1,500,914	1,500,914
PVTPL OCP CLO 2015-9 LTD SER 15-9A CL A1R FLTG 07-15-2027	1,500,250	1,500,250
PVTPL OCP CLO LTD SER 16-12A CL A1 FLTG 10-18-2028	1,516,881	1,516,881
PVTPL OCTAGON INVT PARTNERS 24 LTD/ SEC 15-1A CL A-1-R 3C7 VAR RT 05-21-2027	3,001,459	3,001,459

**Investments Corporate Bonds Schedule**

<b>Name of Bond</b>	<b>End of Year Book Value</b>	<b>End of Year Fair Market Value</b>
PVTPL OFSI FD V LTD/OFSI FD V LLC SR SECD NT CL A-1LA 144A VAR RT	437,056	437,056
PVTPL OFSI FD VII LTD SER 2014- 7A CL A-R FLTG 10-18-2026	1,300,581	1,300,581
PVTPL PHEAA STUDENT LN TR 2016-1 A CL A 144A VAR RT DUE 09-25-2065 BEO	1,034,070	1,034,070
PVTPL RECKITT BENCKISER TREAS SVCS PLC 2.375% DUE 06-24-2022	588,232	588,232
PVTPL SCHLUMBERGER FIN CDA LTD SCHLUMBERGER 2.65% DUE 11-20-2022 BEO	1,045,164	1,045,164
PVTPL SCHOLAR FDG TR 2010-A FR A/BKD 28/10/41 USD1000 CL'A' VAR	368,582	368,582
PVTPL SIEMENS FINANCIERINGSMAATSCHAPPIJ N V BNDS 1.7% DUE 09-15-2021	1,921,250	1,921,250
PVTPL SLM STUD LN TR 2004-8 STUD LN BKD NT CL 144A A-6 VAR RT DUE 01-25-2040	699,997	699,997
PVTPL SOUND PT CLO XI LTD SER 16-1A CL A FLTG DUE 07-20-2028	2,672,227	2,672,227
PVTPL SUNTORY HLDGS LTD 2.55% DUE 06-28-2022	666,628	666,628
PVTPL UBS AG LONDON BRH 2.45% 12-01-2020	473,568	473,568
PVTPL YORK CLO-1 LTD/YORK CLO-1 LLC NT CL A-R FLTG RATE 144A 3C7 VAR RT	1,503,835	1,503,835
REGIONS FINL CORP FIXED 2.75% DUE 08-14-2022	1,051,681	1,051,681
RLTY INC CORP 3.25 DUE 10-15-2022	1,473,367	1,473,367
ROPER TECHNOLOGIES 2.8% DUE 12-15-2021	375,661	375,661
SABINE PASS LIQUEFACTION 6.25% 03-15-2022 REG	339,352	339,352
SABINE PASS LIQUEFACTION LLC SR SECD NT 5.625 DUE 02-01-2021	804,044	804,044
SANTANDER HLDGS 2.65% DUE 04-17-2020	1,124,403	1,124,403
SANTANDER UK GROUP 2.875% DUE 10-16-2020	325,071	325,071
SANTANDER UK GROUP HLDGS PLC 3.125% 01-08-2021	556,183	556,183

**Investments Corporate Bonds Schedule**

<b>Name of Bond</b>	<b>End of Year Book Value</b>	<b>End of Year Fair Market Value</b>
SANTANDER UK PLC FIXED 2.125% DUE 11-03-2020	1,289,544	1,289,544
SCHWAB CHARLES 2.65% DUE 01-25-2023	1,798,900	1,798,900
SHERWIN-WILLIAMS 2.75% DUE 06-01-2022	697,283	697,283
SL GREEN OPER 3.25% DUE 10-15-2022	1,170,496	1,170,496
SLM STUDENT LN TR 2005-3 STUDENT LN BACKED NT A-5 FLTG 10-25-2024 REG	335,002	335,002
SLM STUDENT LN TR 2005-5 CL A-5 10-25-2040 REG	298,083	298,083
SMUCKER J M CO 2.5% DUE 03-15-2020	551,357	551,357
SOUTHERN PWR CO 2.5% DUE 12-15-2021	544,873	544,873
SPAIN(KINGDOM OF) 0.45% BDS 31/10/22 EUR1000	265,177	265,177
SPAIN(KINGDOM OF) 5.9% BDS 30/07/26 EUR1000	173,464	173,464
SUMITOMO MITSUI 2.442% DUE 10-19-2021	371,050	371,050
SUMITOMO MITSUI FINL GROUP INC 2.784% BNDS 07-12-2022	1,566,002	1,566,002
SUMITOMO MITSUI FIXED 2.058% DUE 07-14-2021	1,004,514	1,004,514
SUMITOMO MITSUI FIXED 2.45% 10-20-2020	1,452,420	1,452,420
SUNTRUST BK ATL GA FIXED 2.45% DUE 08-01-2022	2,095,352	2,095,352
SVENSKA HANDELSBANKEN AB TRANCHE # TR 112.45% DUE 03-30-2021	649,099	649,099
SYNCHRONY FINANCIAL 3.0% 08-15-2019 USD1000	427,955	427,955
SYNCHRONY FINL 2.6% DUE 01-15-2019	325,615	325,615
SYSCO CORP 2.6% DUE 10-01-2020	1,531,539	1,531,539
TORONTO DOMINION 1.8% DUE 07-13-2021	930,304	930,304

**Investments Corporate Bonds Schedule**

<b>Name of Bond</b>	<b>End of Year Book Value</b>	<b>End of Year Fair Market Value</b>
TX EASTN TRANSM LP 4.125% DUE 12-01-2020	623,316	623,316
UBS AG LONDON BRH 2.2% DUE 06-08-2020	1,018,424	1,018,424
UK(GOVT OF) 0.5% GILT 22/07/2022 GBP100	80,391	80,391
UNITED KINGDOM(GOVERNMENT OF) 3.25% GILTDUE 22/01/2044	176,277	176,277
UNITED KINGDOM(GOVERNMENT OF) 3.5% GILT 22/07/68 GBP0.01 WI	135,667	135,667
UNITEDHEALTH GROUP 2.125% DUE 03-15-2021	1,240,800	1,240,800
VENTAS RLTY LTD PARTNERSHIP 2.7 DUE 04-01-2020	401,773	401,773
VERIZON 1.75% DUE 08-15-2021	827,172	827,172
VERIZON 2.946% DUE 03-15-2022	2,254,650	2,254,650
VERIZON FIXED 3% DUE 11-01-2021	252,796	252,796
VMWARE INC 2.3% BNDS DUE 08-21-2020 REG	1,193,196	1,193,196
WELLS FARGO & CO 2.625% DUE 07-22-2022	696,235	696,235
WESTPAC BKG CORP 2.1% DUE 05-13-2021	1,852,991	1,852,991
WESTPAC BKG CORP 2.8% DUE 01-11-2022	931,543	931,543

**TY 2017 Investments Corporate Stock Schedule****Name:** DENNIS & PHYLLIS WASHINGTON FOUNDATION**EIN:** 36-3606913

<b>Name of Stock</b>	<b>End of Year Book Value</b>	<b>End of Year Fair Market Value</b>
ANDEAVOR LOGISTICS LP COM UNIT LTD PARTNERSHIP INT	1,891,250	1,891,250
ANTERO MIDSTREAM GP LP COM SHS REPSTG LTD PARTNER INTS	277,441	277,441
CHENIERE ENERGY INC COM NEW	256,548	256,548
DOMINION MIDSTREAM PARTNERS LP	1,003,876	1,003,876
MFC ISHARES TR CORE S&P SMALL-CAP ETF	34,265,940	34,265,940
MFC ISHARES TR MSCI EAFE ETF	71,493,739	71,493,739
MFO ABERDEEN FDS EMERGING MKTS FD INSTL CL	18,811,686	18,811,686
MFO BAIRD FDS INC AGGREGATE BD FD INSTL CL SHS	44,956,267	44,956,267
MFO CREDIT SUISSE COMMODITY RETURN STRATEGY FUND INSTITUTIONAL SHARES	15,308,247	15,308,247
MFO DFA EMERGING MARKETS VALUE	16,841,871	16,841,871
MFO GOLDMAN SACHS LOC EMG MK-I	21,247,078	21,247,078
MFO GOLDMAN SACHS TR GLOBAL INCOME FD INSTL SH	11,121,206	11,121,206
MFO GOLDMAN SACHS TR HIGH YIELD FD INSTLSHS	18,507,455	18,507,455
MFO HOTCHKIS & WILEY FDS HI YIELD FD CL	21,334,157	21,334,157
MFO NUVEEN INVT FDS INC REAL ESTATE SECSFD CL I	31,797,571	31,797,571
MFO PIMCO FDS EMERGING LOCAL BD FD INSTLCL USD	1,887,709	1,887,709
MFO PIMCO FDS FGN FD INSTL	5,072,508	5,072,508
MFO VANGUARD FXD INC SECS FD INC INFLATION-PROTECTED SECS FD INSTL SHS	9,505,784	9,505,784
MFO WELLS FARGO FDS INTL BD FD INSTL CL MFO WELLS FARGO FUNDS INTL BONDINSTL	4,793,475	4,793,475
MLP ANTERO MIDSTREAM PARTNERS LP UNIT LTD PARTNERSHIP INT	1,326,518	1,326,518
MLP BP MIDSTREAM PARTNERS LP UNIT LTD PARTNERSHIP INT	461,550	461,550
MLP BUCKEYE PARTNERS L P UNIT LTD PARTNERSHIP INTS	1,703,331	1,703,331
MLP ENERGY TRANSFER EQUITY L P COM UNIT LTD PARTNERSHIP	2,570,515	2,570,515
MLP ENERGY TRANSFER PARTNERS L P NEW UNIT LTD PARTNERSHIP INT	1,713,923	1,713,923
MLP ENTERPRISE PRODS PARTNERS L P COM UNIT	4,080,234	4,080,234
MLP EQT GP HLDGS LP COM UNIT REPSTG LTD PARTNER INT EQT GP HLDGS LP	214,124	214,124
MLP EQT MIDSTREAM PARTNERS L P UNIT LTD PARTNERSHIP INT	2,228,380	2,228,380
MLP GENESIS ENERGY L P UNIT LTD PARTNERSHIP INT	224,662	224,662
MLP MAGELLAN MIDSTREAM PARTNERS LP COM UNIT REPSTG LTD PARTNER INT	3,814,515	3,814,515
MLP MPLX LP COM UNIT REPSTG LTD PARTNER INT .	3,280,691	3,280,691

<b>Name of Stock</b>	<b>End of Year Book Value</b>	<b>End of Year Fair Market Value</b>
MLP NOBLE MIDSTREAM PARTNERS LP COM UNITREPSTG LTD PARTNER INT	351,750	351,750
MLP PHILLIPS 66 PARTNERS LP LP	1,536,630	1,536,630
MLP PLAINS ALL AMERICAN PIPELINE L.P. UNIT LTD PARTNERSHIP INT	2,356,655	2,356,655
MLP SHELL MIDSTREAM PARTNERS L P UNIT LTD PARTNERSHIP INT	1,900,846	1,900,846
MLP SPECTRA ENERGY PARTNERS LP COM	840,106	840,106
MLP TALLGRASS ENERGY PARTNERS LP COM UNIT	1,090,130	1,090,130
MLP VALERO ENERGY PARTNERS LP UNIT REPSTG LTD PARTNER INTS	859,785	859,785
MLP WESTERN GAS EQUITY PARTNERS LP COM UNIT LTD PARTNERSHIP INT	193,343	193,343
MLP WESTN GAS PARTNERS LP COM UNIT REPSTG LTD PARTNER INT	2,306,204	2,306,204
MLP WILLIAMS PARTNERS L P NEW COM UNIT LTD PARTNERSHIP INT	2,423,517	2,423,517
ONEOK INC COM STK	2,431,922	2,431,922
SPDR S&P 500 ETF TRUST	88,807,539	88,807,539
TALLGRASS ENERGY GP LP SHS COMMON STOCK	238,944	238,944
TARGA RES CORP COM	899,351	899,351
WILLIAMS CO INC COM	1,151,180	1,151,180

**TY 2017 Investments Government Obligations Schedule****Name:** DENNIS & PHYLLIS WASHINGTON FOUNDATION**EIN:** 36-3606913**US Government Securities - End  
of Year Book Value:**

32,143,403

**US Government Securities - End  
of Year Fair Market Value:**

32,143,403

**State & Local Government  
Securities - End of Year Book  
Value:**

3,603,209

**State & Local Government  
Securities - End of Year Fair  
Market Value:**

3,603,209



**TY 2017 Investments - Other Schedule****Name:** DENNIS & PHYLLIS WASHINGTON FOUNDATION**EIN:** 36-3606913**Investments Other Schedule 2**

<b>Category/ Item</b>	<b>Listed at Cost or FMV</b>	<b>Book Value</b>	<b>End of Year Fair Market Value</b>
ANCHOR BOLT	FMV	4,245,910	4,245,910
ANCHORAGE	FMV	4,612,994	4,612,994
BALYASNY ATLAS	FMV	5,599,764	5,599,764
BC ALL BLUE	FMV	34,229	34,229
BRACEBRIDGE	FMV	5,128,051	5,128,051
CAPULA	FMV	4,931,552	4,931,552
CARLSON CAP DOUBLE BLACK DIAM	FMV	4,824,196	4,824,196
CASTLE CREEK	FMV	5,280,812	5,280,812
CHATHAM	FMV	2,832,802	2,832,802
DAVIDSON KEMPNER	FMV	5,682,904	5,682,904
HUDSON BAY	FMV	3,510,459	3,510,459
INVESTMENT INTEREST RECEIVABLE	FMV	2,544,518	2,544,518
LAKESWOOD	FMV	4,922,803	4,922,803
LAURION	FMV	2,410,881	2,410,881
LUXOR	FMV	82,786	82,786
MIDOCEAN	FMV	4,662,315	4,662,315
SENATOR	FMV	4,764,870	4,764,870
STELLIAM	FMV	2,285,865	2,285,865
TIGER EYE	FMV	4,462,869	4,462,869
TURNER-AGASSI	FMV	1,937,586	1,937,586
WHITEBOX	FMV	4,765,259	4,765,259

**TY 2017 Legal Fees Schedule****Name:** DENNIS & PHYLLIS WASHINGTON FOUNDATION**EIN:** 36-3606913

<b>Category</b>	<b>Amount</b>	<b>Net Investment Income</b>	<b>Adjusted Net Income</b>	<b>Disbursements for Charitable Purposes</b>
LEGAL FEES	6,248	0		7,048

**TY 2017 Other Expenses Schedule****Name:** DENNIS & PHYLLIS WASHINGTON FOUNDATION**EIN:** 36-3606913**Other Expenses Schedule**

Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
POSTAGE	126	0		126
DUES AND SUBSCRIPTIONS	705	0		715
PUBLIC RELATIONS	180,065	0		190,945
EXECUTIVE COSTS	51,441	43,200		35,100
TRAINING AND EDUCATION	5,695	0		5,820
MISCELLANEOUS	877	0		774
EVENTS	77,749	0		77,749
ADMINISTRATIVE COSTS	19,200	0		21,491
DEDUCTIONS FROM PUBLICLY TRADED PARTNERSHIPS & OTHER PASS-THRU INVESTMENTS	0	163,087		0

**TY 2017 Other Income Schedule****Name:** DENNIS & PHYLLIS WASHINGTON FOUNDATION**EIN:** 36-3606913**Other Income Schedule**

Description	Revenue And Expenses Per Books	Net Investment Income	Adjusted Net Income
INCOME/LOSS FROM PUBLICLY TRADED PARTNERSHIP INVESTMENTS		105,717	
INCOM/LOSS FROM INVESTMENTS		13,493	
SUBPART F INCOME		23,327	
REALIZED FOREIGN CURRENCY GAIN/LOSS	-37,805		-37,805
RETURNED GRANTS	450		450

**TY 2017 Other Increases Schedule****Name:** DENNIS & PHYLLIS WASHINGTON FOUNDATION**EIN:** 36-3606913

<b>Description</b>	<b>Amount</b>
UNREALIZED GAIN/LOSS ON INVESTMENTS	41,980,275

**TY 2017 Other Liabilities Schedule****Name:** DENNIS & PHYLLIS WASHINGTON FOUNDATION**EIN:** 36-3606913

<b>Description</b>	<b>Beginning of Year - Book Value</b>	<b>End of Year - Book Value</b>
DEFERRED TAX LIABILITY	646,132	1,376,976

**TY 2017 Other Professional Fees Schedule****Name:** DENNIS & PHYLLIS WASHINGTON FOUNDATION**EIN:** 36-3606913

<b>Category</b>	<b>Amount</b>	<b>Net Investment Income</b>	<b>Adjusted Net Income</b>	<b>Disbursements for Charitable Purposes</b>
CONSULTING FEES	10,853	0		10,853
INVESTMENT MANAGEMENT FEES	1,317,021	1,316,802		219
OTHER INVESTMENT FEES	4,800	4,800		0
GRANT CONSULTANTS	50,000	0		50,000

**TY 2017 Taxes Schedule****Name:** DENNIS & PHYLLIS WASHINGTON FOUNDATION**EIN:** 36-3606913

<b>Category</b>	<b>Amount</b>	<b>Net Investment Income</b>	<b>Adjusted Net Income</b>	<b>Disbursements for Charitable Purposes</b>
FOREIGN TAX	0	225,479		0
EXCISE TAX	738,844	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](http://www.irs.gov/form990)

OMB No 1545-0047  
**2017**

**Name of the organization**  
DENNIS & PHYLLIS WASHINGTON FOUNDATION

**Employer identification number**  
36-3606913

**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<sup>1</sup> 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 Don't 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 isn't covered by the General Rule and/or the Special Rules doesn't 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 doesn't meet the filing requirements of Schedule B (Form 990, 990-EZ, or 990-PF)

<b>Name of organization</b> DENNIS & PHYLLIS WASHINGTON FOUNDATION	<b>Employer identification number</b> 36-3606913
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**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	DENNIS & PHYLLIS WASHINGTON  PO BOX 16630  MISSOULA, MT59808	\$ 80,000,000	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input checked="" type="checkbox"/> (Complete Part II for noncash contributions )
2	MONTANA RAIL LINK  PO BOX 16390  MISSOULA, MT59808	\$ 1,166,262	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions )
3	MONTANA RESOURCES  600 SHIELD AVENUE  BUTTE, MT59701	\$ 635,179	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions )
4	MODERN MACHINERY  PO BOX 16660  MISSOULA, MT59808	\$ 112,228	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions )
.	   	\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions )
.	   	\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions )

<b>Name of organization</b> DENNIS & PHYLLIS WASHINGTON FOUNDATION	<b>Employer identification number</b> 36-3606913
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<b>Part II</b> <b>Noncash Property</b> (See instructions) Use duplicate copies of Part II if additional space is needed
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(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (See instructions)	(d) Date received
1	SECURITIES	\$ 30,231.691	2017-12-07
		\$	
		\$	
		\$	
		\$	
		\$	

<b>Name of organization</b> DENNIS & PHYLLIS WASHINGTON FOUNDATION	<b>Employer identification number</b> 36-3606913
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**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
_____	_____
_____	_____