

EXTENDED TO NOVEMBER 15, 2019

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.
▶ Go to www.irs.gov/Form990PF for instructions and the latest information.

OMB No 1545-0052

2018

Open to Public Inspection

For calendar year 2018 or tax year beginning

, and ending

Name of foundation THE SATTERBERG FOUNDATION, INC.		A Employer identification number 91-1501066
Number and street (or P.O. box number if mail is not delivered to street address) 1904 3RD AVENUE	Room/suite 825	B Telephone number (206) 441-3045
City or town, state or province, country, and ZIP or foreign postal code SEATTLE, WA 98101		C If exemption application is pending, check here <input type="checkbox"/>
G 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		D 1. Foreign organizations, check here <input type="checkbox"/> 2. Foreign organizations meeting the 85% test, check here and attach computation <input type="checkbox"/>
H 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		E If private foundation status was terminated under section 507(b)(1)(A), check here <input type="checkbox"/>
I Fair market value of all assets at end of year (from Part II, col. (c), line 16) \$ 351,384,850.	J Accounting method. <input checked="" type="checkbox"/> Cash <input type="checkbox"/> Accrual <input type="checkbox"/> Other (specify) _____	F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here <input type="checkbox"/>

Part I Analysis of Revenue and Expenses (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a))		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
1 Contributions, gifts, grants, etc., received				N/A	
2 Check <input checked="" type="checkbox"/> if the foundation is not required to attach Sch. B					
3 Interest on savings and temporary cash investments		2,028.	2,028.		STATEMENT 2
4 Dividends and interest from securities		17,795,179.	12,805,268.		STATEMENT 3
5a Gross rents		67,009.	67,009.		STATEMENT 4
b Net rental income or (loss)		54,048.			STATEMENT 5
6a Net gain or (loss) from sale of assets not on line 10		10,343,486.			STATEMENT 1
b Gross sales price for all assets on line 6a		41,323,498.			
7 Capital gain net income (from Part IV, line 2)			10,345,013.		
8 Net short-term capital gain					
9 Income modifications				810,000.	
10a Gross sales less returns and allowances					
b Less Cost of goods sold					
c Gross profit or (loss)					
11 Other income		80,474.	-3,505.		STATEMENT 6
12 Total. Add lines 1 through 11		28,288,176.	23,215,813.	810,000.	
13 Compensation of officers, directors, trustees, etc.		167,643.	33,529.		134,114.
14 Other employee salaries and wages		494,629.	0.		494,629.
15 Pension plans, employee benefits		201,176.	7,067.		193,229.
16a Legal fees STMT 7		4,115.	0.		3,984.
b Accounting fees STMT 8		88,578.	28,361.		28,362.
c Other professional fees STMT 9		264,419.	212,113.		51,366.
17 Interest					
18 Taxes STMT 10		459,206.	4,206.		0.
19 Depreciation and depletion		9,461.	0.		
20 Occupancy		70,710.	0.		70,710.
21 Travel, conferences, and meetings		158,892.	30,535.		122,140.
22 Printing and publications					
23 Other expenses STMT 11		527,678.	145,036.		378,434.
24 Total operating and administrative expenses. Add lines 13 through 23		2,446,507.	460,847.		1,476,968.
25 Contributions, gifts, grants paid		24,446,932.			24,446,932.
26 Total expenses and disbursements. Add lines 24 and 25		26,893,439.	460,847.		25,923,900.
27 Subtract line 26 from line 12:					
a Excess of revenue over expenses and disbursements		1,394,737.			
b Net investment income (if negative, enter -0-)			22,754,966.		
c Adjusted net income (if negative, enter -0-)				810,000.	

Part II Balance Sheets

Attached schedules and amounts in the description column should be for end-of-year amounts only

		Beginning of year	End of year	
		(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1 Cash - non-interest-bearing	1,571,362.	1,261,732.	1,261,732.
	2 Savings and temporary cash investments	5,400,478.	11,515,197.	11,515,197.
	3 Accounts receivable ▶			
	Less: allowance for doubtful accounts ▶			
	4 Pledges receivable ▶			
	Less: allowance for doubtful accounts ▶			
	5 Grants receivable			
	6 Receivables due from officers, directors, trustees, and other disqualified persons			
	7 Other notes and loans receivable ▶ 900,000.	STATEMENT 13		
	Less: allowance for doubtful accounts ▶ 0.	650,000.	900,000.	900,000.
	8 Inventories for sale or use			
	9 Prepaid expenses and deferred charges		54,181.	54,181.
	10a Investments - U.S. and state government obligations STMT 14	2,443,316.	1,621,302.	1,621,302.
	b Investments - corporate stock STMT 15	409,839,847.	312,371,397.	312,371,397.
	c Investments - corporate bonds STMT 16	3,631,736.	4,498,665.	4,498,665.
	11 Investments - land, buildings, and equipment basis ▶ 2,214,362.			
Less: accumulated depreciation ▶	2,216,178.	2,214,362.	6,725,100.	
12 Investments - mortgage loans				
13 Investments - other STMT 17	1,125,937.	7,569,745.	7,489,805.	
14 Land, buildings, and equipment, basis ▶ 89,968.				
Less: accumulated depreciation STMT 18 ▶ 71,818.	29,340.	18,150.	18,150.	
15 Other assets (describe ▶ ACCRUED DIVIDEND INCOME)	0.	4,929,321.	4,929,321.	
16 Total assets (to be completed by all filers - see the instructions. Also, see page 1, item I)	426,908,194.	346,954,052.	351,384,850.	
Liabilities	17 Accounts payable and accrued expenses		541,798.	
	18 Grants payable		4,100,000.	
	19 Deferred revenue			
	20 Loans from officers, directors, trustees, and other disqualified persons			
	21 Mortgages and other notes payable			
	22 Other liabilities (describe ▶)			
23 Total liabilities (add lines 17 through 22)	0.	4,641,798.		
Net Assets or Fund Balances	Foundations that follow SFAS 117, check here ▶ <input type="checkbox"/>			
	24 Unrestricted			
	25 Temporarily restricted			
	26 Permanently restricted			
	Foundations that do not follow SFAS 117, check here ▶ <input checked="" type="checkbox"/>			
	27 Capital stock, trust principal, or current funds	426,908,194.	342,312,254.	
	28 Paid-in or capital surplus, or land, bldg., and equipment fund	0.	0.	
	29 Retained earnings, accumulated income, endowment, or other funds	0.	0.	
	30 Total net assets or fund balances	426,908,194.	342,312,254.	
31 Total liabilities and net assets/fund balances	426,908,194.	346,954,052.		

Part III Analysis of Changes in Net Assets or Fund Balances

1 Total net assets or fund balances at beginning of year - Part II, column (a), line 30 (must agree with end-of-year figure reported on prior year's return)	1	426,908,194.
2 Enter amount from Part I, line 27a	2	1,394,737.
3 Other increases not included in line 2 (itemize) ▶ PRIOR YEAR ACCRUAL TO CASH ADJUSTMENTS	3	3,287,945.
4 Add lines 1, 2, and 3	4	431,590,876.
5 Decreases not included in line 2 (itemize) ▶ SEE STATEMENT 12	5	89,278,622.
6 Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	342,312,254.

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Part IV Capital Gains and Losses for Tax on Investment Income

SEE ATTACHED STATEMENT

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

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) ((e) plus (f) minus (g))
a			
b			
c			
d			
e	41,323,498.	30,978,485.	10,345,013.

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

(i) FMV as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	(l) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col. (h))
a			
b			
c			
d			
e			10,345,013.

2 Capital gain net income or (net capital loss) { If gain, also enter in Part I, line 7
If (loss), enter -0- in Part I, line 7 } **2** 10,345,013.

3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6):
If gain, also enter in Part I, line 8, column (c).
If (loss), enter -0- in Part I, line 8 { } **3** N/A

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

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

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

Was the foundation liable for the section 4942 tax on the distributable amount of any year in the base period?

☐ Yes ☒ No

If "Yes," the foundation doesn't qualify under section 4940(e). Do not complete this part

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

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col. (b) divided by col. (c))
2017	23,015,182.	407,404,109.	.056492
2016	19,095,963.	340,971,476.	.056005
2015	22,429,818.	380,523,103.	.058945
2014	13,475,604.	248,182,667.	.054297
2013	2,574,197.	25,415,775.	.101283

2 Total of line 1, column (d)

2 .327022

3 Average distribution ratio for the 5-year base period - divide the total on line 2 by 5 0, or by the number of years the foundation has been in existence if less than 5 years

3 .065404

4 Enter the net value of noncharitable-use assets for 2018 from Part X, line 5

4 394,687,537.

5 Multiply line 4 by line 3

5 25,814,144.

6 Enter 1% of net investment income (1% of Part I, line 27b)

6 227,550.

7 Add lines 5 and 6

7 26,041,694.

8 Enter qualifying distributions from Part XII, line 4

8 25,923,900.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.

THE SATTERBERG FOUNDATION, INC.

91-1501066

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Part IV Capital Gains and Losses for Tax on Investment Income

(a) List and describe the kind(s) of property sold, e.g., real estate, 2-story brick warehouse; or common stock, 200 shs. MLC Co.		(b) How acquired P - Purchase D - Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
1a	PUBLICLY TRADED SECURITIES - SCHWAB 7505			12/31/18
b	PUBLICLY TRADED SECURITIES - SCHWAB 5661			12/31/18
c	PUBLICLY TRADED SECURITIES - FIDELITY 4016			12/31/18
d	PUBLICLY TRADED SECURITIES - FIDELITY 4017			12/31/18
e	PUBLICLY TRADED SECURITIES - FIDELITY 6873			12/31/18
f	PUBLICLY TRADED SECURITIES - US TRUST 4310			12/31/18
g	SECTION 1231 LOSS FROM K-1 - ACM FUND II, LLC			12/31/18
h	CAPITAL GAINS DIVIDENDS			
i				
j				
k				
l				
m				
n				
o				

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
a	8,410,433.	7,651,046.	759,387.
b	474,158.	475,725.	-1,567.
c	8,104,854.	5,032,808.	3,072,046.
d	3,301,135.	3,328,379.	-27,244.
e	2,316,999.	2,362,311.	-45,312.
f	18,512,715.	12,126,678.	6,386,037.
g		1,538.	-1,538.
h	203,204.		203,204.
i			
j			
k			
l			
m			
n			
o			

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

(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	(l) Losses (from col. (h)) Gains (excess of col. (h) gain over col. (k), but not less than "-0-")
a			759,387.
b			-1,567.
c			3,072,046.
d			-27,244.
e			-45,312.
f			6,386,037.
g			-1,538.
h			203,204.
i			
j			
k			
l			
m			
n			
o			

2 Capital gain net income or (net capital loss)

{ If gain, also enter in Part I, line 7
If (loss), enter "-0-" in Part I, line 7 }

2

10,345,013.

3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6):

If gain, also enter in Part I, line 8, column (c).

If (loss), enter "-0-" in Part I, line 8

3

N/A

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

1a Exempt operating foundations described in section 4940(d)(2), check here <input type="checkbox"/> and enter "N/A" on line 1. Date of ruling or determination letter. _____ (attach copy of letter if necessary-see instructions)			
b Domestic foundations that meet the section 4940(e) requirements in Part V, check here <input type="checkbox"/> and enter 1% of Part I, line 27b		1	455,099.
c All other domestic foundations enter 2% of line 27b. Exempt foreign organizations, enter 4% of Part I, line 12, col. (b).			
2 Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only; others, enter -0-)		2	0.
3 Add lines 1 and 2		3	455,099.
4 Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only; others, enter -0-)		4	0.
5 Tax based on investment income. Subtract line 4 from line 3. If zero or less, enter -0-		5	455,099.
6 Credits/Payments-			
a 2018 estimated tax payments and 2017 overpayment credited to 2018	6a	711,207.	
b Exempt foreign organizations - tax withheld at source	6b	0.	
c Tax paid with application for extension of time to file (Form 8868)	6c	0.	
d Backup withholding erroneously withheld	6d	0.	
7 Total credits and payments. Add lines 6a through 6d	7	711,207.	
8 Enter any penalty for underpayment of estimated tax. Check here <input type="checkbox"/> if Form 2220 is attached	8	0.	
9 Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed	9		
10 Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10	256,108.	
11 Enter the amount of line 10 to be: Credited to 2019 estimated tax <input type="checkbox"/> 256,108. Refunded <input type="checkbox"/>	11	0.	

Part VII Statements Regarding Activities

	Yes	No
1a During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?		X
1b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes? See the instructions for the definition. If the answer is "Yes" to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities.		X
1c Did the foundation file Form 1120-POL for this year?		X
d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year: (1) On the foundation. <input type="checkbox"/> \$ 0. (2) On foundation managers. <input type="checkbox"/> \$ 0.		
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers <input type="checkbox"/> \$ 0.		
2 Has the foundation engaged in any activities that have not previously been reported to the IRS? If "Yes," attach a detailed description of the activities.		X
3 Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? If "Yes," attach a conformed copy of the changes		X
4a Did the foundation have unrelated business gross income of \$1,000 or more during the year?		X
b If "Yes," has it filed a tax return on Form 990-T for this year?		
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? If "Yes," attach the statement required by General Instruction T		X
6 Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either: • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	X	
7 Did the foundation have at least \$5,000 in assets at any time during the year? If "Yes," complete Part II, col. (c), and Part XV	X	
8a Enter the states to which the foundation reports or with which it is registered. See instructions. <input type="checkbox"/> WA		
b If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by General Instruction G? If "No," attach explanation	X	
9 Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2018 or the tax year beginning in 2018? See the instructions for Part XIV. If "Yes," complete Part XIV		X
10 Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses		X

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Part VII-A Statements Regarding Activities (continued)

- 11 At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule. See instructions
- 12 Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement. See instructions SEE STATEMENT 19 SEE STATEMENT 20
- 13 Did the foundation comply with the public inspection requirements for its annual returns and exemption application?

	Yes	No
11		X
12	X	
13	X	

Website address **WWW.SATTERBERG.ORG**

- 14 The books are in care of **SATTERBERG FOUNDATION** Telephone no. **(206) 441-3045**
 Located at **1904 THIRD AVE, SUITE 825, SEATTLE, WA** ZIP+4 **98101-3327**

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

15 N/A

- 16 At any time during calendar year 2018, 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
16		X

See the instructions for exceptions and filing requirements for FinCEN Form 114. If "Yes," enter the name of the foreign country

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

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

- 1a During the year, did the foundation (either directly or indirectly):

- (1) Engage in the sale or exchange, or leasing of property with a disqualified person?
- (2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person?
- (3) Furnish goods, services, or facilities to (or accept them from) a disqualified person?
- (4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person?
- (5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)?
- (6) Agree to pay money or property to a government official? (Exception. Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days.)

☐ Yes ☒ No☐ Yes ☒ No☐ Yes ☒ No☒ Yes ☐ No☐ Yes ☒ No☐ Yes ☒ No

- b If any answer is "Yes" to 1a(1)-(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance? See instructions
 Organizations relying on a current notice regarding disaster assistance, check here

1b

- c Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2018?

1b		X
1c		X

- 2 Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5)).

- a At the end of tax year 2018, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2018?

☐ Yes ☒ No

If "Yes," list the years

- b Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement - see instructions.)

N/A

- c If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here.

2b		
----	--	--

- 3a Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year?

☐ Yes ☒ No

- b If "Yes," did it have excess business holdings in 2018 as a result of (1) any purchase by the foundation or disqualified persons after May 26, 1969; (2) the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest; or (3) the lapse of the 10-, 15-, or 20-year first phase holding period? (Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2018.)

N/A

3b		
----	--	--

- 4a Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?

4a		X
----	--	---

- b Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2018?

4b		X
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Part VII-B Statements Regarding Activities for Which Form 4720 May Be Required (continued)**5a** During the year, did the foundation pay or incur any amount to:

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

☐ Yes ☒ No

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

☐ Yes ☒ No

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

☐ Yes ☒ No

(4) Provide a grant to an organization other than a charitable, etc., organization described in section 4945(d)(4)(A)? See instructions

☐ Yes ☒ No

(5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals?

☐ Yes ☒ No**b** If any answer is "Yes" to 5a(1)-(5), did any of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance? See instructions

N/A

Organizations relying on a current notice regarding disaster assistance, check here

☒**c** If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant?

N/A

☐ Yes ☐ No

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

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

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

6b☒**7a** At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction?☐ Yes ☒ No**b** If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction?

N/A

7b**8** Is the foundation subject to the section 4960 tax on payment(s) of more than \$1,000,000 in remuneration or excess parachute payment(s) during the year?☐ Yes ☒ No**Part VIII** Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors**1** List all officers, directors, trustees, and foundation managers and their compensation.

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
SEE STATEMENT 21		167,643.	23,585.	0.

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

(a) Name and address of each employee paid more than \$50,000	(b) Title, and average hours per week devoted to position	(c) Compensation	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
C'ARDISS GARDNER-GLESER - 1904 3RD AVENUE, SUITE 825, SEATTLE, WA 98101	PROGRAM OFFICER 40.00	113,452.	40,743.	0.
ANNE C MICELI - 1904 3RD AVENUE, SUITE 825, SEATTLE, WA 98101	PROGRAM OFFICER 40.00	111,091.	32,895.	0.
BRIAN ZONGOLOWICZ - 1904 3RD AVENUE, SUITE 825, SEATTLE, WA 98101	PROGRAM OFFICER 40.00	117,753.	22,329.	0.
CAMREN MCMATH - 1904 3RD AVENUE, SUITE 825, SEATTLE, WA 98101	OFFICE MANAGER 40.00	72,709.	12,495.	0.

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

0

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

(a) Name and address of each person paid more than \$50,000	(b) Type of service	(c) Compensation
CHARLES SCHWAB/FULCRUM CAPITAL 1111 3RD AVE STE 1880, SEATTLE, WA 98101	INVESTMENT ADVISORY FEES	106,742.
TIEDEMANN ADVISORS 3025 HARBORVIEW DRIVE, GIG HARBOR, WA 98335	INVESTMENT ADVISORY FEES	105,135.

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

0

Part IX-A Summary of Direct Charitable Activities

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

	Expenses
1 N/A	
2	
3	
4	

Part IX-B Summary of Program-Related Investments

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

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

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

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes:		
a	Average monthly fair market value of securities	1a	373,879,189.
b	Average of monthly cash balances	1b	13,672,039.
c	Fair market value of all other assets	1c	13,146,779.
d	Total (add lines 1a, b, and c)	1d	400,698,007.
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	1e	0.
2	Acquisition indebtedness applicable to line 1 assets	2	0.
3	Subtract line 2 from line 1d	3	400,698,007.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	6,010,470.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	394,687,537.
6	Minimum investment return. Enter 5% of line 5	6	19,734,377.

Part XI Distributable Amount (see instructions) (Section 4942(j)(3) and (j)(5) private operating foundations and certain foreign organizations, check here ☐ and do not complete this part.)

1	Minimum investment return from Part X, line 6	1	19,734,377.
2a	Tax on investment income for 2018 from Part VI, line 5	2a	455,099.
b	Income tax for 2018. (This does not include the tax from Part VI.)	2b	
c	Add lines 2a and 2b	2c	455,099.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	19,279,278.
4	Recoveries of amounts treated as qualifying distributions	4	810,000.
5	Add lines 3 and 4	5	20,089,278.
6	Deduction from distributable amount (see instructions)	6	0.
7	Distributable amount as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1	7	20,089,278.

Part XII Qualifying Distributions (see instructions)

1	Amounts paid (including administrative expenses) to accomplish charitable, etc., purposes:		
a	Expenses, contributions, gifts, etc. - total from Part I, column (d), line 26	1a	25,923,900.
b	Program-related investments - total from Part IX-B	1b	0.
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	2	
3	Amounts set aside for specific charitable projects that satisfy the:		
a	Suitability test (prior IRS approval required)	3a	
b	Cash distribution test (attach the required schedule)	3b	
4	Qualifying distributions. Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	4	25,923,900.
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income. Enter 1% of Part I, line 27b	5	0.
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	25,923,900.

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.

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Part XIII Undistributed Income (see instructions)

	(a) Corpus	(b) Years prior to 2017	(c) 2017	(d) 2018
1 Distributable amount for 2018 from Part XI, line 7				20,089,278.
2 Undistributed income, if any, as of the end of 2018				
a Enter amount for 2017 only			0.	
b Total for prior years		0.		
3 Excess distributions carryover, if any, to 2018:				
a From 2013	1,313,819.			
b From 2014	1,172,099.			
c From 2015	3,644,401.			
d From 2016	2,328,167.			
e From 2017	2,852,038.			
f Total of lines 3a through e	11,310,524.			
4 Qualifying distributions for 2018 from Part XII, line 4. \blacktriangleright \$ 25,923,900.				
a Applied to 2017, but not more than line 2a			0.	
b Applied to undistributed income of prior years (Election required - see instructions)		0.		
c Treated as distributions out of corpus (Election required - see instructions)	0.			
d Applied to 2018 distributable amount				20,089,278.
e Remaining amount distributed out of corpus	5,834,622.			
5 Excess distributions carryover applied to 2018 (If an amount appears in column (d), the same amount must be shown in column (a).)	0.			0.
6 Enter the net total of each column as indicated below:				
a Corpus. Add lines 3f, 4c, and 4e. Subtract line 5	17,145,146.			
b Prior years' undistributed income. Subtract line 4b from line 2b		0.		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed		0.		
d Subtract line 6c from line 6b. Taxable amount - see instructions		0.		
e Undistributed income for 2017. Subtract line 4a from line 2a. Taxable amount - see instr.			0.	
f Undistributed income for 2018. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2019				0.
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (Election may be required - see instructions)	0.			
8 Excess distributions carryover from 2013 not applied on line 5 or line 7	1,313,819.			
9 Excess distributions carryover to 2019. Subtract lines 7 and 8 from line 6a	15,831,327.			
10 Analysis of line 9:				
a Excess from 2014	1,172,099.			
b Excess from 2015	3,644,401.			
c Excess from 2016	2,328,167.			
d Excess from 2017	2,852,038.			
e Excess from 2018	5,834,622.			

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

N/A

1 a If the foundation has received a ruling or determination letter that it is a private operating foundation, and the ruling is effective for 2018, enter the date of the ruling

b Check box to indicate whether the foundation is a private operating foundation described in section

☐ 4942(j)(3) or ☐ 4942(j)(5)

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

b 85% of line 2a

c Qualifying distributions from Part XII, line 4 for each year listed

d Amounts included in line 2c not used directly for active conduct of exempt activities

e Qualifying distributions made directly for active conduct of exempt activities

Subtract line 2d from line 2c

3 Complete 3a, b, or c for the alternative test relied upon:

a "Assets" alternative test - enter:

(1) Value of all assets

(2) Value of assets qualifying under section 4942(j)(3)(B)(i)

b "Endowment" alternative test - enter 2/3 of minimum investment return shown in Part X, line 6 for each year listed

c "Support" alternative test - enter:

(1) Total support other than gross investment income (interest, dividends, rents, payments on securities loans (section 512(a)(5)), or royalties)

(2) Support from general public and 5 or more exempt organizations as provided in section 4942(j)(3)(B)(iii)

(3) Largest amount of support from an exempt organization

(4) Gross investment income

Part XV Supplementary Information (Complete this part only if the foundation 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).)

NONE

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.

NONE

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., to individuals or organizations under other conditions, complete items 2a, b, c, and d.

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

SEE STATEMENT 22

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

c Any submission deadlines

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

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

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a Paid during the year				
21 PROGRESS 409 MAYNARD AVE, SUITE 202 SEATTLE, WA 98104	N/A	PC	GENERAL SUPPORT	25,000.
501 COMMONS 1200 12TH AVE S, STE. #1101 SEATTLE, WA 98144	N/A	PC	GENERAL SUPPORT	500,000.
501 COMMONS 1200 12TH AVE S, STE. #1101 SEATTLE, WA 98144	N/A	PC	GENERAL SUPPORT	100,000.
A WAY HOME WASHINGTON C/O 3RD SECTOR NEW ENGLAND, 89 S ST, STE. #700 BOSTON, MA 02111	N/A	PC	GENERAL SUPPORT	150,000.
ACTA NON VERBA 1001 83RD AVE MAILBOX 1 OAKLAND, CA 94621	N/A	PC	GENERAL SUPPORT	25,000.
Total SEE CONTINUATION SHEET(S) ▶ 3a				24,446,932.
b Approved for future payment				
21 PROGRESS 409 MAYNARD AVE, SUITE 202 SEATTLE, WA 98104	N/A	PC	GENERAL SUPPORT	25,000.
ACTA NON VERBA 1001 83RD AVE MAILBOX 1 OAKLAND, CA 94621	N/A	PC	GENERAL SUPPORT	25,000.
API CHAYA P.O. BOX 14047 SEATTLE, WA 98114	N/A	PC	GENERAL SUPPORT	100,000.
Total SEE CONTINUATION SHEET(S) ▶ 3b				4,100,000.

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Part XV Supplementary Information

3 Grants and Contributions Paid During the Year (Continuation)				
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)				
ALLIANCE OF CALIFORNIANS FOR COMMUNITY EMPOWERMENT 3655 S. GRAND STREET, STE. #250 LOS ANGELES, CA 90007	N/A	PC	GENERAL SUPPORT	100,000.
ALLIANCE SAN DIEGO P.O. BOX 12266 SAN DIEGO, CA 92112	N/A	PC	GENERAL SUPPORT	100,000.
ALVIN AILEY DANCE FOUNDATION 405 W. 55TH STREET NEW YORK, NY 10019	N/A	PC	GENERAL SUPPORT	125.
API CHAYA P.O. BOX 14047 SEATTLE, WA 98114	N/A	PC	GENERAL SUPPORT	100,000.
API CHAYA P.O. BOX 14047 SEATTLE, WA 98114	N/A	PC	GENERAL SUPPORT	100,000.
ARIZONA COMMUNITY FOUNDATION 2201 E. CAMELBACK, STE. #405B PHOENIX, AZ 85016	N/A	PC	GENERAL SUPPORT	50,000.
ARIZONA GRANTMAKERS FORUM 2201 E. CAMELBACK, STE. #405B PHOENIX, AZ 85016	N/A	PC	GENERAL SUPPORT	333,333.
ARTS CORPS 4408 DELRIDGE WAY, SW, SUITE 110 SEATTLE, WA 98106	N/A	PC	GENERAL SUPPORT	15,000.
ARTS WEST 4711 CALIFORNIA AVE. SW SEATTLE, WA 98116	N/A	PC	GENERAL SUPPORT	30,000.
ASIAN PACIFIC ENVIRONMENTAL NETWORK (APEN) 426 17TH ST STE 500 OAKLAND, CA 94612	N/A	PC	GENERAL SUPPORT	100,000.
Total from continuation sheets				23,646,932.

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

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
BARRIO LOGAN COLLEGE INSTITUTE 1625 NEWTON AVE., STE, #200 SAN DIEGO, CA 92113	N/A	PC	GENERAL SUPPORT	100,000.
BEST ALLIANCE P.O. BOX 14512 SEATTLE, WA 98114	N/A	PC	GENERAL SUPPORT	100,000.
BOISE PUBLIC SCHOOLS EDUCATION FOUNDATION INC 2824 W. CHERRY LN. I 301 BOISE, ID 83705	N/A	PC	COMMUNITY PARTNERSHIPS- PROPOSAL NARRATIVE	2,000.
BOISE PUBLIC SCHOOLS EDUCATION FOUNDATION INC 2824 W. CHERRY LN. I 301 BOISE, ID 83705	N/A	PC	COMMUNITY PARTNERSHIPS- PROPOSAL NARRATIVE	2,000.
CALIFORNIA INDIAN ENVIRONMENTAL ALLIANCE P.O. BOX 2128 BERKELEY, CA 94702	N/A	PC	GENERAL SUPPORT	25,000.
CENTER FOR THE STUDY OF THE AMERICAS (CENSA) 2156 JEFFERSON AVE. BERKELEY, CA 94703	N/A	PC	GENERAL SUPPORT	20.
BRAIN INJURY ALLIANCE OF ARIZONA 5025 E WASHINGTON ST #108 PHOENIX, AZ 85034	N/A	PC	GENERAL SUPPORT	25,000.
CALIFORNIANS FOR JUSTICE 3700 E. 12TH ST SUITE #3 OAKLAND, CA 94601	N/A	PC	GENERAL SUPPORT	250.
CALIFORNIANS FOR JUSTICE 3700 E. 12TH ST SUITE #3 OAKLAND, CA 94601	N/A	PC	GENERAL SUPPORT	100,000.
CENTER FOR COMMUNITY ACTION AND ENVIRONMENTAL JUSTICE P.O. BOX 33124 RIVERSIDE, CA 92519	N/A	PC	GENERAL SUPPORT	100,000.
Total from continuation sheets				

Part XV. Supplementary Information**3 Grants and Contributions Paid During the Year (Continuation)**

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
CENTER FOR ENVIRONMENTAL LAW & POLICY 85 S WASHINGTON ST SUITE 301 SEATTLE, WA 98104	N/A	PC	GENERAL SUPPORT	25,000.
CENTER FOR ETHICAL LEADERSHIP 1401 E. JEFFERSON ST., STE. #505 SEATTLE, WA 98122	N/A	PC	GENERAL SUPPORT	20,000.
CHILDREN'S ACTION ALLIANCE 3030 E. 3RD ST., STE. 650 PHOENIX, AZ 85012	N/A	PC	GENERAL SUPPORT	5,000.
CLIMATE ACTION CAMPAIGN 4452 PARK BLVD., SUITE #209 SAN DIEGO, CA 92116	N/A	PC	GENERAL SUPPORT	100,000.
CHILDREN'S DISCOVERY FOUNDATION DBA FUNHOUSE COMMONS 30 PEA PATCH LANE EASTSOUND, WA 98245	N/A	PC	GENERAL SUPPORT	5,000.
COMMUNITY LEADERS ROUNDTABLE OF SEATTLE 7728 RAINIER AVE. S SEATTLE, WA 98118	N/A	PC	GENERAL SUPPORT	25,000.
COMMUNITY PARTNERS FISCAL SPONSOR FOR BLACK WORKERS CENTER 1000 N. ALAMEDA ST., SUITE #240 LOS ANGELES, CA 90012	N/A	PC	GENERAL SUPPORT	100,000.
COMMUNITY PARTNERS FISCAL SPONSOR FOR BIG CITIZEN'S HUB 1000 N. ALAMEDA ST., SUITE #240 LOS ANGELES, CA 90012	N/A	PC	GENERAL SUPPORT	100,000.
DELRIDGE NEIGHBORHOODS DEVELOPMENT ASSOCIATION 4408 DELRIDGE WAY SW SEATTLE, WA 98106	N/A	PC	GENERAL SUPPORT	100,000.
DUWAMISH RIVER CLEANUP COALITION TECHNICAL ADVISORY GROUP 210 S. HUDSON STREET SEATTLE, WA 98134	N/A	PC	GENERAL SUPPORT	25,000.
Total from continuation sheets				

Part XV: Supplementary Information**3 Grants and Contributions Paid During the Year (Continuation)**

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
COLLEGE ACCESS NOW 3211 MARTIN LUTHER KING WAY S, SUITE A SEATTLE, WA 98144	N/A	PC	GENERAL SUPPORT	100,000.
DUWAMISH TRIBAL SERVICES 2156 JEFFERSON AVE. BERKELEY, CA 94703	N/A	PC	GENERAL SUPPORT	20.
COMMUNITIES FOR A BETTER ENVIRONMENT 6325 PACIFIC BLVD, STE. 300 HUNTINGTON PARK, CA 90255	N/A	PC	GENERAL SUPPORT	100,000.
COMMUNITY WATER CENTER ACTION FUND 900 W OAK AVE VISALIA, CA 93291	N/A	PC	GENERAL SUPPORT	100,000.
E. AFRICAN COMMUNITY SERVICES 7050 - 32ND AVE. S., SUITE #207 SEATTLE, WA 98118	N/A	PC	COMMUNITY PARTNERSHIPS- STRENGTHENING OUR CORE	25,000.
ECOSS 605 S RIVERSIDE DR SEATTLE, WA 98108	N/A	PC	GENERAL SUPPORT	100,000.
EDUCATION TRUST - WEST 580 2ND ST, SUITE 200 OAKLAND, CA 94607	N/A	PC	GENERAL SUPPORT	20,000.
ENCAMPMENT FOR CITIZENSHIP P.O. BOX 1210 APTOS APTOS, CA 95001	N/A	PC	GENERAL SUPPORT	10,000.
ELLA BAKER CENTER FOR HUMAN RIGHTS 1970 BROADWAY STE 1125 OAKLAND, CA 94612	N/A	PC	GENERAL SUPPORT	100,000.
EAST YARD COMMUNITIES FOR ENVIRONMENTAL JUSTICE 2317 ATLANTIC BLVD COMMERCE, CA 90040	N/A	PC	GENERAL SUPPORT	25,000.
Total from continuation sheets				

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

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
ECONOMIC OPPORTUNITY INSTITUTE 603 STEWART ST., #715 SEATTLE, WA 98101	N/A	PC	GENERAL SUPPORT	150.
ECONOMIC OPPORTUNITY INSTITUTE 603 STEWART ST., #715 SEATTLE, WA 98101	N/A	PC	GENERAL SUPPORT	100,000.
EDUCATION THROUGH MUSIC-LOS ANGELES (ETM-LA, INC.) 2501 WEST BURBANK BLVD STE 301 BURBANK, CA 91505	N/A	PC	GENERAL SUPPORT	10,000.
ETHIOPIAN COMMUNITY IN SEATTLE 8323 RAINIER AVE. S. SEATTLE, WA 98118	N/A	PC	GENERAL SUPPORT	25,000.
ESPERANZA COMMUNITY HOUSING CORPORATION 3655 SOUTH GRAND AVE. STE. 280 LOS ANGELES, CA 90007	N/A	PC	GENERAL SUPPORT	100,000.
FAIR WORK CENTER 116 WARREN AVE N, SUITE A SEATTLE, WA 98109	N/A	PC	GENERAL SUPPORT	100,000.
FRED HUTCH CANCER RESEARCH CENTER 1100 FAIRVIEW AVE N., MAILSTOP #J5-200 SEATTLE, WA 98109	N/A	PC	GENERAL SUPPORT	150.
FOOD EMPOWERMENT EDUCATIONAL SUSTAINABILITY TEAM (FEEST) 605 SW 108TH STREET SEATTLE, WA 98146	N/A	PC	GENERAL SUPPORT	25,000.
FREEDOM CHURCH OF SEATTLE 7817 S. 125TH ST. SEATTLE, WA 98178	N/A	PC	GENERAL SUPPORT	20,000.
FUNHOUSE COMMONS 30 PEA PATCH LANE EASTSOUND, WA 98245	N/A	PC	GENERAL SUPPORT	8,000.
Total from continuation sheets				

Part XV: Supplementary Information**3 Grants and Contributions Paid During the Year (Continuation)**

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
FREEDOM EDUCATION PROJECT PUGET SOUND 4759 15TH AVE NE SEATTLE, WA 98105	N/A	PC	GENERAL SUPPORT	25,000.
FUTUREWISE 816 2ND AVE STE 200 SEATTLE, WA 98104	N/A	PC	GENERAL SUPPORT	100,000.
FRIENDS OF THE LOS ANGELES RIVER 570 W. AVE. 26, STE. #250 LOS ANGELES, CA 90065	N/A	PC	GENERAL SUPPORT	20,000.
GARDEN-RAISED BOUNTY (GRUB) 2016 ELLIOTT AVE NW OLYMPIA, WA 98502	N/A	PC	GENERAL SUPPORT	100,000.
GOT GREEN P.O. BOX 18794 SEATTLE, WA 98118	N/A	PC	GENERAL SUPPORT	25,000.
GREEN PLATE SPECIAL 2115 25TH AVE S SEATTLE, WA 98144	N/A	PC	GENERAL SUPPORT	25,000.
GARMENT WORKER CENTER 1250 S. LOS ANGELES ST., STE. #213 LOS ANGELES, CA 90015	N/A	PC	GENERAL SUPPORT	25,000.
GENERATIVE SOMATICS 2900 LAKESHORE AVE. OAKLAND, CA 94610	N/A	PC	GENERAL SUPPORT	150.
GREENACTION FOR HEALTH AND ENVIRONMENTAL JUSTICE 315 SUTTER STREET, SECOND FLOOR SAN FRANCISCO, CA 94108	N/A	PC	GENERAL SUPPORT	25,000.
HANFORD CHALLENGE 2719 E. MADISON ST., STE. #304 SEATTLE, WA 98112	N/A	PC	GENERAL SUPPORT	25,000.
Total from continuation sheets				

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

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
HELPING LINK-MOT DAU NOI 1032 S JACKSON STREET C SEATTLE, WA 98104	N/A	PC	GENERAL SUPPORT	25,000.
INTERNATIONAL MEDIA PROJECT 1714 FRANKLIN S, STE. #100-251 OAKLAND, CA 94612	N/A	PC	GENERAL SUPPORT	10,000.
INTERIM COMMUNITY DEVELOPMENT ASSOCIATION 310 MAYNARD AVE. S SEATTLE, WA 98104	N/A	PC	GENERAL SUPPORT	100,000.
INTIMAN THEATRE 201 MERCER STREET SEATTLE, WA 98109	N/A	PC	GENERAL SUPPORT	20,000.
JUSTICE FOR GIRLS COALITION OF WASHINGTON STATE 832 -30TH AVE. SEATTLE, WA 98122	N/A	PC	GENERAL SUPPORT	25,000.
KCRW FOUNDATION, INC. 1900 PICO BLVD. SANTA MONICA, CA 90405	N/A	PC	GENERAL SUPPORT	20,000.
KUOW-PUGET SOUND PUBLIC RADIO 4518 UNIVERSITY WAY NE, STE. #310 SEATTLE, WA 98105	N/A	PC	GENERAL SUPPORT	7,500.
KWIAHT CENTER FOR THE HISTROCIAL ECOLOGY OF THE SALISH SEA P.O. BOX #415 LOPEZ ISLAND, WA 98261	N/A	PC	GENERAL SUPPORT	13,000.
L.A. TRUST FOR CHILDREN'S HEALTH 333 S. BEAUDRY AVE., FLOOR 29 #205 LOS ANGELES, CA 90017	N/A	PC	GENERAL SUPPORT	100,000.
LIBERTY HILL FOUNDATION 6420 WILSHIRE BLVD, STE. #700 LOS ANGELES, CA 90048	N/A	PC	COMMUNITY PARTNERSHIPS- FUND FOR CHANGE PROGRAM	700,000.
Total from continuation sheets				

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

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
LIBERTY HILL FOUNDATION 6420 WILSHIRE BLVD, STE. #700 LOS ANGELES, CA 90048	N/A	PC	COMMUNITY PARTNERSHIPS- FUND FOR CHANGE PROGRAM	13,856.
LIBERTY HILL FOUNDATION 6420 WILSHIRE BLVD, STE. #700 LOS ANGELES, CA 90048	N/A	PC	COMMUNITY PARTNERSHIPS- FUND FOR CHANGE PROGRAM	1,500,000.
LITERACY VOLUNTEERS OF MARICOPA COUNTY 729 E. HATCHER RD. PHOENIX, AZ 85020	N/A	PC	GENERAL SUPPORT	25,000.
LOPEZ COMMUNITY LAND TRUST P.O. BOX 25 LOPEZ ISLAND, WA 98261	N/A	PC	GENERAL SUPPORT	25,000.
LYDIA PLACE P.O. BOX #28487 BELLINGHAM, WA 98228	N/A	PC	GENERAL SUPPORT	100,000.
LYDIA PLACE P.O. BOX #28487 BELLINGHAM, WA 98228	N/A	PC	GENERAL SUPPORT	100,000.
MEDIC ONE FOUNDATION 11747 NE 1ST ST., SUITE #310 BELLEVUE, WA 98005	N/A	PC	GENERAL SUPPORT	70.
MISSION EDGE SAN DIEGO 2820 ROOSEVELT RD., STE. #200 SAN DIEGO, CA 92106	N/A	PC	GENERAL SUPPORT	100,000.
MUSEUM OF CONTEMPORARY ART, LOS ANGELES (MOCA) 250 S. GRAND AVE. LOS ANGELES, CA 90012	N/A	PC	GENERAL SUPPORT	25,000.
NEXT GENERATION SCHOLARS 1018 E STREET SAN RAFAEL SAN RAFAEL, CA 94901	N/A	PC	GENERAL SUPPORT	100,000.
Total from continuation sheets				

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

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
NORTHERN CALIFORNIA GRANTMAKERS 160 SPEAR STREET, SUITE 360 SAN FRANCISCO, CA 94105	N/A	PC	GENERAL SUPPORT	26,883.
NORTHWEST ABORTION ACCESS FUND P.O. BOX 10894 EUGENE, OR 97440	N/A	PC	GENERAL SUPPORT	10,000.
NORTHWEST IMMIGRANT RIGHTS PROJECT 615 2ND AVE., STE #400 SEATTLE, WA 98104	N/A	PC	GENERAL SUPPORT	40,000.
ONE ARCHIVES FOUNDATION 909 W ADAMS BLVD LOS ANGELES, CA 90007	N/A	PC	GENERAL SUPPORT	20,000.
ONE VOICE 1228 - 15TH ST., SUITE C SANTA MONICA, CA 90404	N/A	PC	GENERAL SUPPORT	20,000.
ORCA RELIEF CITIZENS ALLIANCE 38 YEW LANE FRIDAY HARBOR, WA 98250	N/A	PC	GENERAL SUPPORT	40,000.
ORCAS ISLAND CHILDREN'S HOUSE P.O. BOX 101 EASTSOUND, WA 98245	N/A	PC	GENERAL SUPPORT	10,000.
ORCAS ISLAND COMMUNITY FOUNDATION P.O. BOX 1496 EASTSOUND, WA 98245	N/A	PC	GENERAL SUPPORT	27,000.
ORCAS RECYCLING SERVICES P.O. BOX 91 EASTSOUND, WA 98245	N/A	PC	GENERAL SUPPORT	5,000.
PAGE AHEAD CHILDREN'S LITERACY PROGRAM 1130 NW 85TH ST. SEATTLE, WA 98117	N/A	PC	GENERAL SUPPORT	15,000.
Total from continuation sheets				

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

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
PODER IN ACTION 5877 W. INDIAN SCHOOL RD PHOENIX, AZ 85031	N/A	PC	GENERAL SUPPORT	5,000.
POWERFUL VOICES 1620 18TH AVE., STE. #100 SEATTLE, WA 98122	N/A	PC	GENERAL SUPPORT	100,000.
POWERFUL VOICES 1620 18TH AVE., STE. #100 SEATTLE, WA 98122	N/A	PC	GENERAL SUPPORT	250.
PUGET SOUND SAGE 1032 S JACKSON ST, STE 203 SEATTLE, WA 98104	N/A	PC	GENERAL SUPPORT	100,000.
PUGET SOUND VOYAGING SOCIETY (DBA COMMUNITY BOAT PROJECT) BOX 266 NORDLAND, WA 98358	N/A	PC	GENERAL SUPPORT	10,000.
RAINIER VALLEY CORPS 3715 S. HUDSON ST., STE. 102 SEATTLE, WA 98118	N/A	PC	GENERAL SUPPORT	25,000.
RISING SUN ENERGY CENTER 2998 SAN PABLO AVE BERKELEY, CA 94702	N/A	PC	GENERAL SUPPORT	1,000.
RISING SUN ENERGY CENTER 2998 SAN PABLO AVE BERKELEY, CA 94702	N/A	PC	GENERAL SUPPORT	100,000.
SAFE SAN JUANS 296 MAIN STREET EASTSOUND, WA 98245	N/A	PC	GENERAL SUPPORT	5,000.
SAJE STRATEGIC ACTIONS FOR A JUST ECONOMY 152 W. 32ND STREET LOS ANGELES, CA 90007	N/A	PC	GENERAL SUPPORT	100,000.
Total from continuation sheets				

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

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
SAN DIEGO BRAIN INJURY FOUNDATION P.O. BOX #84601 SAN DIEGO, CA 92138	N/A	PC	GENERAL SUPPORT	25,000.
SAN DIEGO GRANTMAKERS 5060 SHOREHAM PL STE 350 SAN DIEGO, CA 92122	N/A	PC	COMMUNITY PARTNERSHIPS- GENERAL OPERATING SUPPORT	16,405.
SALMON BAY SCHOOL 1810 NW 65TH STREET SEATTLE, WA 98117	N/A	GOV	GENERAL SUPPORT	500.
SBAOA SOMALI BANTU ASSOCIATION OF AMERICA 4979 UNIVERSITY AVE., STE. A SAN DIEGO, CA 92105	N/A	PC	GENERAL SUPPORT	25,000.
BUILDING CHANGES 2014 E. MADISON ST., #200 SEATTLE, WA 98122	N/A	PC	GENERAL SUPPORT OF SCHOOLHOUSE WASHINGTON	30,000.
SEATTLE CENTRAL COLLEGE FOUNDATION 1701 BROADWAY #BE4180 SEATTLE, WA 98122	N/A	PC	GENERAL SUPPORT	200.
SEATTLE UNIVERSITY FISCAL SPONSOR FOR INT'L REFUGEES ASSISTANCE PROGRAM 901 12TH AVENUE SEATTLE, WA 98122	N/A	PC	GENERAL SUPPORT	7,500.
SEATTLE EDUCATION ACCESS 6920 ROOSEVELT WAY NE, #355 SEATTLE, WA 98115	N/A	PC	GENERAL SUPPORT	100,000.
SEATTLE FOUNDATION 1601 FIFTH AVENUE #1900 SEATTLE, WA 98101	N/A	PC	GENERAL SUPPORT	50,000.
SEATTLE WORKS 240 2ND AVE S., STE. #208 SEATTLE, WA 98104	N/A	PC	GENERAL SUPPORT	50,000.
Total from continuation sheets				

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

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
SOCIAL & ENVIRONMENTAL ENTREPRENEURS SEE INC. - FISCAL SPONSOR ISAIAH HOUSE 23532 CALABASAS RD, STE. A CALABASAS, CA 91302	N/A	PC	GENERAL SUPPORT	20,000.
SIERRA INSTITUTE FOR COMMUNITY & ENVIRONMENT P.O. BOX 11 TAYLORSVILLE, CA 95983	N/A	PC	GENERAL SUPPORT	100,000.
SOLARIZE PUERTO RICO 13035 LAKE CITY WAY NE SEATTLE, WA 98125	N/A	PC	GENERAL SUPPORT	2,000.
SEATTLE-KING COUNTY COALITION ON HOMELESSNESS 77 S WASHINGTON ST SEATTLE, WA 98104	N/A	PC	GENERAL SUPPORT	100,000.
SOUTHEAST SEATTLE EDUCATION COALITION 3829B S. EDMUNDS ST., BOX 9 SEATTLE, WA 98118	N/A	PC	GENERAL SUPPORT	25,000.
SOMALI FAMILY SERVICE OF SAN DIEGO 6035 UNIVERSITY AVE SUITE #6 SAN DIEGO, CA 92115	N/A	PC	GENERAL SUPPORT	25,000.
SOUTHERN CALIFORNIA GRANTMAKERS 1000 N ALAMEDA ST., STE. #230 LOS ANGELES, CA 90012	N/A	PC	COMMUNITY PARTNERSHIPS- ADVANCING ENVIRONMENTAL & SOCIAL JUSTICE	16,710.
SOUTHERN CALIFORNIA PUBLIC RADIO 474 S. RAYMOND AVE. PASADENA, CA 91105	N/A	PC	GENERAL SUPPORT	20,000.
STRATEGIC CONCEPTS IN ORGANIZING AND POLICY EDUCATION (SCOPE) 1715 FLORENCE AVENUE LOS ANGELES, CA 90047	N/A	PC	GENERAL SUPPORT	100,000.
TACOMA COMMUNITY HOUSE 1314 S. L STREET TACOMA, WA 98415	N/A	PC	GENERAL SUPPORT	100,000.
Total from continuation sheets				

Part XV Supplementary Information

3 Grants and Contributions Paid During the Year (Continuation)				
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)				
TACOMA URBAN LEAGUE 2550 S. YAKIMA AVE. TACOMA, WA 98405	N/A	PC	GENERAL SUPPORT	100,000.
TEAMCHILD 1225 S WELLS ST STE 420 SEATTLE, WA 98144	N/A	PC	GENERAL SUPPORT	100,000.
TEEN FEED 4740 B UNIVERSITY WAY NE SEATTLE, WA 98105	N/A	PC	GENERAL SUPPORT	100,000.
THE BUSH SCHOOL 3400 E. HARRISON ST. SEATTLE, WA 98112	N/A	PC	GENERAL SUPPORT	1,006.
THE VILLAGE METHOD 33170 ALVARADO-NILES RD., #795 UNION CITY, CA 94587	N/A	PC	GENERAL SUPPORT	25,000.
THE VILLAGE METHOD 33170 ALVARADO-NILES RD., #795 UNION CITY, CA 94587	N/A	PC	GENERAL SUPPORT	250.
TIDES CENTER 1014 TORNEY AVENUE SAN FRANCISCO, CA 94129	N/A	PC	GENERAL SUPPORT	100,000.
TRANS LIFELINE 2443 FILLMORE ST. #380-9468 SAN FRANCISCO, CA 94115	N/A	PC	GENERAL SUPPORT	20,000.
TRANSPORTATION CHOICES COALITION 219 1ST AVE S., SUITE #420 SEATTLE, WA 98104	N/A	PC	GENERAL SUPPORT	100,000.
TREEHOUSE 655 S. ORCAS ST, SUITE #220 SEATTLE, WA 98108	N/A	PC	GENERAL SUPPORT	10,000.
Total from continuation sheets				

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

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
TURNING POINTE DOMESTIC VIOLENCE SERVICES 210 PACIFIC CT. SHELTON, WA 98584	N/A	PC	GENERAL SUPPORT	50,000.
URBAN LEAGUE OF METROPOLITAN SEATTLE 105 14TH AVE., #200 SEATTLE, WA 98122	N/A	PC	GENERAL SUPPORT	100,000.
URBAN LEAGUE OF SAN DIEGO COUNTY 4305 UNIVERSITY AVE., STE. #360 SAN DIEGO, CA 92105	N/A	PC	GENERAL SUPPORT	100,000.
UNITED INDIANS OF ALL TRIBES FOUNDATION P.O. BOX 99100 SEATTLE, WA 98139	N/A	PC	GENERAL SUPPORT	100,000.
UNIVERSITY BEYOND BARS P.O. BOX 31525 SEATTLE, WA 98103	N/A	PC	GENERAL SUPPORT	100,000.
UURISE 328 S. NEVADA ST OCEANSIDE, CA 92054	N/A	PC	GENERAL SUPPORT	25,000.
VERMONT WORKS FOR WOMEN 32 A MALLETS BAY AVE. WINOOSKI, VT 05404	N/A	PC	GENERAL SUPPORT	10,000.
VIETNAMESE FRIENDSHIP ASSOCIATION 3829B S. EDMUNDS ST., BOX #9 SEATTLE, WA 98118	N/A	PC	GENERAL SUPPORT	100,000.
WATERSIDE WORKSHOPS 84 BOLIVAR DRIVE BERKELEY, CA 94710	N/A	PC	GENERAL SUPPORT	250.
WATERSIDE WORKSHOPS 84 BOLIVAR DRIVE BERKELEY, CA 94710	N/A	PC	GENERAL SUPPORT	100,000.
Total from continuation sheets				

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

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
WASHINGTON WATER TRUST 1530 WESTLAKE AVE N., SUITE #400 SEATTLE, WA 98109	N/A	PC	GENERAL SUPPORT	100,000.
WASHINGTON WATER TRUST 1530 WESTLAKE AVE N., SUITE #400 SEATTLE, WA 98109	N/A	PC	GENERAL SUPPORT	100,000.
WASHINGTON WILD 305 N 83RD ST SEATTLE, WA 98103	N/A	PC	GENERAL SUPPORT	100,000.
WOMEN IN THE WOODS PRESENTATIONS SOCIETY P.O. BOX 418 ORCAS ISLAND, WA 98280	N/A	PC	GENERAL SUPPORT	10,000.
WORKING PARTNERSHIP USA 2102 ALMADEN RD., STE. #112 SAN JOSE, CA 95125	N/A	PC	GENERAL SUPPORT	100,000.
YES NATURE TO NEIGHBORHOODS 3029 MACDONALD AVE. RICHMOND, CA 94804	N/A	PC	GENERAL SUPPORT	250.
YES NATURE TO NEIGHBORHOODS 3029 MACDONALD AVE. RICHMOND, CA 94804	N/A	PC	GENERAL SUPPORT	100,000.
YOUTH IN FOCUS 2100 24TH AVE. S, STE. #310 SEATTLE, WA 98144	N/A	PC	GENERAL SUPPORT	15,000.
ZERO WASTE WASHINGTON 816 2ND AVE., STE. #200 SEATTLE, WA 98104	N/A	PC	GENERAL SUPPORT	25,000.
AMARA 3300 EAST UNION STREET SEATTLE, WA 98122	N/A	PC	GENERAL SUPPORT	102,275.
Total from continuation sheets				

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

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
BIKE WORKS SEATTLE 3709 S. FERDINAND ST. SEATTLE, WA 98118	N/A	PC	GENERAL SUPPORT	103,674.
CALIFORNIA COMMUNITY FOUNDATION 221 S. FIGUEROA STREET, STE. #400 LOS ANGELES, CA 90012	N/A	PC	GENERAL SUPPORT	1,022,167.
CENTER FOR CHILDREN & YOUTH JUSTICE 615 2ND AVE, STE 275 SEATTLE, WA 98104	N/A	PC	GENERAL SUPPORT	102,275.
CENTER FOR JUSTICE 35 W. MAIN ST, SUITE 300 SPOKANE, WA 99201	N/A	PC	GENERAL SUPPORT	101,091.
CENTER ON RACE, POVERTY & THE ENVIRONMENT 1999 HARRISON ST STE 650 OAKLAND, CA 94612	N/A	PC	GENERAL SUPPORT	98,394.
CENTER ON RACE, POVERTY & THE ENVIRONMENT 1999 HARRISON ST STE 650 OAKLAND, CA 94612	N/A	PC	GENERAL SUPPORT	99,233.
CHIEF SEATTLE CLUB 412-2ND AVE EXT S SEATTLE, WA 98104	N/A	PC	GENERAL SUPPORT	102,275.
CLIMATE SOLUTIONS 1402 THIRD AVE., STE. #1305 SEATTLE, WA 98101	N/A	PC	GENERAL SUPPORT	98,271.
COALITION FOR HUMANE IMMIGRANT RIGHTS 2533 W. 3RD STREET, STE. 101 LOS ANGELES, CA 90057	N/A	PC	GENERAL SUPPORT	99,833.
COLUMBIA RIVERKEEPER 111 - 3RD ST. HOOD RIVER, OR 97031	N/A	PC	GENERAL SUPPORT	103,674.
Total from continuation sheets				

Part XV. Supplementary Information**3 Grants and Contributions Paid During the Year (Continuation)**

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
COMPASSPOINT 500 - 12TH ST., SUITE #320 OAKLAND, CA 94607	N/A	PC	GENERAL SUPPORT	737,952.
DENISE LOUIE EDUCATION CENTER 3327 BEACON AVE. S. SEATTLE, WA 98144	N/A	PC	GENERAL SUPPORT	102,275.
EARTHJUSTICE 50 CALIFORNIA ST., STE #500 SAN FRANCISCO, CA 94111	N/A	PC	GENERAL SUPPORT	1,022,167.
GREATER TACOMA COMMUNITY FOUNDATION 950 PACIFIC AVE., SUITE #1100 TACOMA, WA 98402	N/A	PC	GENERAL SUPPORT	766,641.
HEART OF LOS ANGELES (HOLA) 2701 WILSHIRE BLVD, SUITE 100 LOS ANGELES, CA 90057	N/A	PC	GENERAL SUPPORT	98,394.
HOUSE OF RUTH P.O. BOX 459 CLAREMONT, CA 91711	N/A	PC	GENERAL SUPPORT	98,394.
JUBILEE WOMEN'S CENTER 620 - 18TH AVE. E SEATTLE, WA 98112	N/A	PC	GENERAL SUPPORT	102,275.
JUST IN TIME FOR FOSTER YOUTH P.O. BOX 81292 SAN DIEGO, CA 92138	N/A	PC	GENERAL SUPPORT	98,394.
LATINO COMMUNITY FUND 7558 - 14TH AVE NE SEATTLE, WA 98115	N/A	PC	GENERAL SUPPORT	102,275.
LEGAL VOICE 907 PINE ST., SUITE #500 SEATTLE, WA 98101	N/A	PC	GENERAL SUPPORT	103,674.
Total from continuation sheets				

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

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
LIBERTY HILL FOUNDATION 6420 WILSHIRE BLVD, STE. #700 LOS ANGELES, CA 90048	N/A	PC	COMMUNITY PARTNERSHIPS- FUND FOR CHANGE PROGRAM	737,952.
THE MOCKINGBIRD SOCIETY 2100 - 24TH AVE S, SUITE #240 SEATTLE, WA 98144	N/A	PC	GENERAL SUPPORT	102,275.
MONARCH SCHOOL PROJECT 1625 NEWTON AVE. SAN DIEGO, CA 92113	N/A	PC	GENERAL SUPPORT	98,394.
NORTH OLYMPIC LAND TRUST 602 E. FRONT STREET PORT ANGELES, WA 98362	N/A	PC	GENERAL SUPPORT	103,674.
NORTHERN CALIFORNIA GRANTMAKERS 160 SPEAR STREET, SUITE 360 SAN FRANCISCO, CA 94105	N/A	PC	GENERAL SUPPORT	737,952.
NORTHWEST AFRICAN AMERICAN MUSEUM 2300 S. MASSACHUSETTS ST. SEATTLE, WA 98144	N/A	PC	GENERAL SUPPORT	102,275.
NORTHWEST YOUTH SERVICES 1020 N. STATE STREET BELLINGHAM, WA 98225	N/A	PC	GENERAL SUPPORT	102,275.
OCEAN DISCOVERY INSTITUTE 2211 PACIFIC BEACH DRIVE SAN DIEGO, CA 92109	N/A	PC	GENERAL SUPPORT	99,156.
ONEAMERICA 1225 S. WELLER ST., STE. #430 SEATTLE, WA 98144	N/A	PC	GENERAL SUPPORT	102,275.
PCC FARMLAND TRUST 1402 - 3RD AVE., STE. #709 SEATTLE, WA 98101	N/A	PC	GENERAL SUPPORT	103,674.
Total from continuation sheets				

Part XV: Supplementary Information**3 Grants and Contributions Paid During the Year (Continuation)**

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
PEACE FOR THE STREETS 1609 - 19TH AVENUE SEATTLE, WA 98122	N/A	PC	GENERAL SUPPORT	103,674.
PHILANTHROPY NORTHWEST 2101 - 4TH AVE., SUITE #650 SEATTLE, WA 98121	N/A	PC	GENERAL SUPPORT	1,022,167.
PRISON UNIVERSITY PROJECT P.O. BOX 492 SAN QUENTIN, CA 94964	N/A	PC	GENERAL SUPPORT	99,833.
RAINIER SCHOLARS 2100 - 24TH AVE. S, STE. #360 SEATTLE, WA 98144	N/A	PC	GENERAL SUPPORT	103,674.
RE SOURCES FOR SUSTAINABLE COMMUNITIES 2309 MERIDIAN STREET BELLINGHAM, WA 98225	N/A	PC	GENERAL SUPPORT	102,275.
REALITY CHANGERS 3910 UNIVERSITY AVE, SUITE-300RC SAN DIEGO, CA 92105	N/A	PC	GENERAL SUPPORT	98,394.
RECOVERY CAFE 2022 BOREN AVE. SEATTLE, WA 98121	N/A	PC	GENERAL SUPPORT	103,674.
SAN DIEGO GRANTMAKERS 5060 SHOREHAM PL STE 350 SAN DIEGO, CA 92122	N/A	PC	COMMUNITY PARTNERSHIPS- GENERAL OPERATING SUPPORT	983,937.
SEATTLE TILTH 4649 SUNNYSIDE AVE. N SEATTLE, WA 98103	N/A	PC	GENERAL SUPPORT	102,275.
SKAGIT LAND TRUST P.O. BOX 1014 MT. VERNON, WA 98273	N/A	PC	GENERAL SUPPORT	102,275.
Total from continuation sheets				

Part XV: Supplementary Information**3 Grants and Contributions Paid During the Year (Continuation)**

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
SOCIAL JUSTICE FUND NORTHWEST 1904 - 3RD AVE., STE. #806 SEATTLE, WA 98101	N/A	PC	GENERAL SUPPORT	511,116.
SOCIAL VENTURE PARTNERS 220 -2ND AVE S., STE #300 SEATTLE, WA 98104	N/A	PC	GENERAL SUPPORT	98,271.
SOUTHERN CALIFORNIA GRANTMAKERS 1000 N ALAMEDA ST., STE. #230 LOS ANGELES, CA 90012	N/A	PC	COMMUNITY PARTNERSHIPS- ADVANCING ENVIRONMENTAL & SOCIAL JUSTICE	737,952.
TECHNOLOGY ACCESS FOUNDATION 605 SW 108TH ST SEATTLE, WA 98146	N/A	PC	GENERAL SUPPORT	102,275.
THE SEATTLE FOUNDATION 1200 - 5TH AVE., STE. #1300 SEATTLE, WA 98101	N/A	PC	GENERAL SUPPORT	1,022,167.
VENTURES 2100 - 24TH AVE S., STE #380 SEATTLE, WA 98144	N/A	PC	GENERAL SUPPORT	103,674.
VIDA VERDE NATURE EDUCATION 3540 LA HONDA RD. SAN GREGORIO, CA 94074	N/A	PC	GENERAL SUPPORT	98,394.
WASHINGTON CAN' EDUCATION & RESEARCH FUND 1806 E. YESLER WAY SEATTLE, WA 98122	N/A	PC	GENERAL SUPPORT	103,674.
WHATCOM COMMUNITY FOUNDATION 1500 CORNWALL AVE., SUITE #202 BELLINGHAM, WA 98225	N/A	PC	GENERAL SUPPORT	788,830.
WOMEN'S TRANSITIONAL LIVING CENTER INC. P.O. BOX 916 FULLERTON, CA 92832	N/A	PC	GENERAL SUPPORT	98,394.
Total from continuation sheets				

Part XV

3 Grants and Contributions Paid During the Year (Continuation)

[illegible]

Part XV Supplementary Information**3 Grants and Contributions Approved for Future Payment (Continuation)**

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
CENTER FOR ENVIRONMENTAL LAW & POLICY 85 S WASHINGTON ST SUITE 301 SEATTLE, WA 98104	N/A	PC	GENERAL SUPPORT	25,000.
COMMUNITY LEADERS ROUNDTABLE OF SEATTLE 7728 RAINIER AVE. S SEATTLE, WA 98118	N/A	PC	GENERAL SUPPORT	50,000.
COMPASS HOUSING ALLIANCE 77 S WASHINGTON ST SEATTLE, WA 98104	N/A	PC	GENERAL SUPPORT	100,000.
DELRIDGE NEIGHBORHOODS DEVELOPMENT ASSOCIATION 4408 DELRIDGE WAY SW SEATTLE, WA 98106	N/A	PC	GENERAL SUPPORT	200,000.
DUWAMISH RIVER CLEANUP COALITION TECHNICAL ADVISORY GROUP 210 S. HUDSON STREET SEATTLE, WA 98134	N/A	PC	GENERAL SUPPORT	50,000.
COLLEGE ACCESS NOW 3211 MARTIN LUTHER KING WAY S, SUITE A SEATTLE, WA 98144	N/A	PC	GENERAL SUPPORT	200,000.
E. AFRICAN COMMUNITY SERVICES 7050 - 32ND AVE. S., SUITE #207 SEATTLE, WA 98118	N/A	PC	COMMUNITY PARTNERSHIPS- STRENGTHENING OUR CORE	50,000.
EAST YARD COMMUNITIES FOR ENVIRONMENTAL JUSTICE 2317 ATLANTIC BLVD COMMERCE, CA 90040	N/A	PC	GENERAL SUPPORT	25,000.
ETHIOPIAN COMMUNITY IN SEATTLE 8323 RAINIER AVE. S. SEATTLE, WA 98118	N/A	PC	GENERAL SUPPORT	50,000.
FAIR WORK CENTER 116 WARREN AVE N, SUITE A SEATTLE, WA 98109	N/A	PC	GENERAL SUPPORT	200,000.
Total from continuation sheets				3,950,000.

Part XV Supplementary Information**3 Grants and Contributions Approved for Future Payment (Continuation)**

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
FOOD EMPOWERMENT EDUCATIONAL SUSTAINABILITY TEAM (FEEST) 605 SW 108TH STREET SEATTLE, WA 98146	N/A	PC	GENERAL SUPPORT	25,000.
FREEDOM EDUCATION PROJECT PUGET SOUND 4759 15TH AVE NE SEATTLE, WA 98105	N/A	PC	GENERAL SUPPORT	50,000.
FUTUREWISE 816 2ND AVE STE 200 SEATTLE, WA 98104	N/A	PC	GENERAL SUPPORT	100,000.
GARDEN-RAISED BOUNTY (GRUB) 2016 ELLIOTT AVE NW OLYMPIA, WA 98502	N/A	PC	GENERAL SUPPORT	100,000.
GOT GREEN P.O. BOX 18794 SEATTLE, WA 98118	N/A	PC	GENERAL SUPPORT	25,000.
GREEN PLATE SPECIAL 2115 25TH AVE S SEATTLE, WA 98144	N/A	PC	GENERAL SUPPORT	25,000.
GREENACTION FOR HEALTH AND ENVIRONMENTAL JUSTICE 315 SUTTER STREET, SECOND FLOOR SAN FRANCISCO, CA 94108	N/A	PC	GENERAL SUPPORT	25,000.
HANFORD CHALLENGE 2719 E. MADISON ST., STE. #304 SEATTLE, WA 98112	N/A	PC	GENERAL SUPPORT	50,000.
HELPING LINK-MOT DAU NOI 1032 S JACKSON STREET C SEATTLE, WA 98104	N/A	PC	GENERAL SUPPORT	50,000.
INTERIM COMMUNITY DEVELOPMENT ASSOCIATION 310 MAYNARD AVE. S SEATTLE, WA 98104	N/A	PC	GENERAL SUPPORT	200,000.
Total from continuation sheets				

Part XV Supplementary Information**3 Grants and Contributions Approved for Future Payment (Continuation)**

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
JUSTICE FOR GIRLS COALITION OF WASHINGTON STATE 832 -30TH AVE. SEATTLE, WA 98122	N/A	PC	GENERAL SUPPORT	50,000.
LOPEZ COMMUNITY LAND TRUST P.O. BOX 25 LOPEZ ISLAND, WA 98261	N/A	PC	GENERAL SUPPORT	50,000.
LYDIA PLACE P.O. BOX #28487 BELLINGHAM, WA 98228	N/A	PC	GENERAL SUPPORT	100,000.
POWERFUL VOICES 1620 18TH AVE., STE. #100 SEATTLE, WA 98122	N/A	PC	GENERAL SUPPORT	200,000.
PUGET SOUND SAGE 1032 S JACKSON ST, STE 203 SEATTLE, WA 98104	N/A	PC	GENERAL SUPPORT	100,000.
RAINIER VALLEY CORPS 3715 S. HUDSON ST., STE. 102 SEATTLE, WA 98118	N/A	PC	GENERAL SUPPORT	25,000.
SOUTHEAST SEATTLE EDUCATION COALITION 3829B S. EDMUNDS ST., BOX 9 SEATTLE, WA 98118	N/A	PC	GENERAL SUPPORT	50,000.
SOMALI FAMILY SERVICE OF SAN DIEGO 6035 UNIVERSITY AVE SUITE #6 SAN DIEGO, CA 92115	N/A	PC	GENERAL SUPPORT	25,000.
TACOMA COMMUNITY HOUSE 1314 S. L STREET TACOMA, WA 98415	N/A	PC	GENERAL SUPPORT	200,000.
TACOMA URBAN LEAGUE 2550 S. YAKIMA AVE. TACOMA, WA 98405	N/A	PC	GENERAL SUPPORT	200,000.
Total from continuation sheets				

Part XV Supplementary Information**3 Grants and Contributions Approved for Future Payment (Continuation)**

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
TEEN FEED 4740 B UNIVERSITY WAY NE SEATTLE, WA 98105	N/A	PC	GENERAL SUPPORT	100,000.
TRANSPORTATION CHOICES COALITION 219 1ST AVE S., SUITE #420 SEATTLE, WA 98104	N/A	PC	GENERAL SUPPORT	100,000.
TURNING POINTE DOMESTIC VIOLENCE SERVICES 210 PACIFIC CT. SHELTON, WA 98584	N/A	PC	GENERAL SUPPORT	200,000.
URBAN LEAGUE OF METROPOLITAN SEATTLE 105 14TH AVE., #200 SEATTLE, WA 98122	N/A	PC	GENERAL SUPPORT	200,000.
UNITED INDIANS OF ALL TRIBES FOUNDATION P.O. BOX 99100 SEATTLE, WA 98139	N/A	PC	GENERAL SUPPORT	200,000.
UNIVERSITY BEYOND BARS P.O. BOX 31525 SEATTLE, WA 98103	N/A	PC	GENERAL SUPPORT	200,000.
VIETNAMESE FRIENDSHIP ASSOCIATION 3829B S. EDMUNDS ST., BOX #9 SEATTLE, WA 98118	N/A	PC	GENERAL SUPPORT	200,000.
WASHINGTON WATER TRUST 1530 WESTLAKE AVE N., SUITE #400 SEATTLE, WA 98109	N/A	PC	GENERAL SUPPORT	100,000.
ZERO WASTE WASHINGTON 816 2ND AVE., STE. #200 SEATTLE, WA 98104	N/A	PC	GENERAL SUPPORT	50,000.
Total from continuation sheets				

Part XVI-A

Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated.

Enter gross amounts unless otherwise indicated.		Unrelated business income		Excluded by section 512, 513, or 514	
	(a) Business code	(b) Amount	(c) Exclu- sion code	(d) Amount	(e) Related or exempt function income
1 Program service revenue.					
a					
b					
c					
d					
e					
f					
g Fees and contracts from government agencies					
2 Membership dues and assessments					
3 Interest on savings and temporary cash investments			14	2,028.	
4 Dividends and interest from securities			14	17,734,589.	60,590.
5 Net rental income or (loss) from real estate.					
a Debt-financed property					
b Not debt-financed property			16	54,048.	
6 Net rental income or (loss) from personal property					
7 Other investment income					
8 Gain or (loss) from sales of assets other than inventory			18	10,343,486.	
9 Net income or (loss) from special events					
10 Gross profit or (loss) from sales of inventory					
11 Other revenue:					
a SEE STATEMENT 23		-76021		-3505	
b					
c					
d					
e					
12 Subtotal. Add columns (b), (d), and (e)		-76,021.		28,130,646.	60,590.
13 Total. Add line 12, columns (b), (d), and (e)				13	28,115,215.

(See worksheet in line 13 instructions to verify calculations.)

Part XVI-B

Relationship of Activities to the Accomplishment of Exempt Purposes

[illegible]

13
2018.05000 THE SATTERBERG FOUNDATION 7866HB 1

FORM 990-PF

GAIN OR (LOSS) FROM SALE OF ASSETS

STATEMENT 1

(A) DESCRIPTION OF PROPERTY			MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
PUBLICLY TRADED SECURITIES - SCHWAB 7505					12/31/18
(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS	
8,410,433.	7,652,573.	0.	0.	757,860.	

(A) DESCRIPTION OF PROPERTY			MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
PUBLICLY TRADED SECURITIES - SCHWAB 5661					12/31/18
(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS	
474,158.	475,725.	0.	0.	-1,567.	

(A) DESCRIPTION OF PROPERTY			MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
PUBLICLY TRADED SECURITIES - FIDELITY 4016					12/31/18
(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS	
8,104,854.	5,032,808.	0.	0.	3,072,046.	

(A) DESCRIPTION OF PROPERTY			MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
PUBLICLY TRADED SECURITIES - FIDELITY 4017					12/31/18
(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS	
3,301,135.	3,328,379.	0.	0.	-27,244.	

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD	
PUBLICLY TRADED SECURITIES - FIDELITY 6873			12/31/18	
(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
2,316,999.	2,362,311.	0.	0.	-45,312.

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD	
PUBLICLY TRADED SECURITIES - US TRUST 4310			12/31/18	
(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
18,512,715.	12,126,678.	0.	0.	6,386,037.

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD	
SECTION 1231 LOSS FROM K-1 - ACM FUND II, LLC			12/31/18	
(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
0.	1,538.	0.	0.	-1,538.

CAPITAL GAINS DIVIDENDS FROM PART IV	203,204.
TOTAL TO FORM 990-PF, PART I, LINE 6A	10,343,486.

FORM 990-PF INTEREST ON SAVINGS AND TEMPORARY CASH INVESTMENTS STATEMENT 2

SOURCE	(A) REVENUE PER BOOKS	(B) NET INVESTMENT INCOME	(C) ADJUSTED NET INCOME
CHARLES SCHWAB AC 5661	7.	7.	
CHARLES SCHWAB AC 7505	2,021.	2,021.	
TOTAL TO PART I, LINE 3	2,028.	2,028.	

FORM 990-PF

DIVIDENDS AND INTEREST FROM SECURITIES

STATEMENT 3

SOURCE	GROSS AMOUNT	CAPITAL GAINS DIVIDENDS	(A) REVENUE PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME
ACM FUND II, LLC	14.	0.	14.	14.	
BIRCH FUND LLC	67,419.	0.	67,419.	67,419.	
CHARLES SCHWAB AC 5661 INTEREST	36,701.	0.	36,701.	36,701.	
CHARLES SCHWAB AC 7505 DIVIDENDS	295,418.	20,734.	274,684.	274,684.	
ECOTRUST FORESTS III, LLC	201.	0.	201.	201.	
EDWARD JONES DIVIDENDS	5,970,208.	0.	5,970,208.	5,970,208.	
EDWARD JONES TAX-EXEMPT	81,522.	0.	81,522.	0.	
EDWARD JONES TAX-EXEMPT					
AMORTIZATION	-23,841.	0.	-23,841.	0.	
EDWARD JONES TAX-EXEMPT OID	873.	0.	873.	0.	
EDWARD JONES TAX-EXEMPT OID ACQ PREMIUM	-873.	0.	-873.	0.	
FIDELITY (NAT'L FIN'L SVS) AC 4016	186,085.	0.	186,085.	186,085.	
FIDELITY (NAT'L FIN'L SVS) AC 4017	227,187.	182,470.	44,717.	44,717.	
FIDELITY (NAT'L FIN'L SVS) AC 6873					
ACCRUED MARKET DISCOUNT	431.	0.	431.	431.	
FIDELITY (NAT'L FIN'L SVS) AC 6873					
AMORTIZATION	-5,064.	0.	-5,064.	-5,064.	
FIDELITY (NAT'L FIN'L SVS) AC 6873					
DIVIDENDS	724.	0.	724.	724.	
FIDELITY (NAT'L FIN'L SVS) AC 6873					
INTEREST	69,403.	0.	69,403.	69,403.	
FIDELITY (NAT'L FIN'L SVS) AC 6873					
TAX EXEMPT	5,857.	0.	5,857.	0.	
FIDELITY (NAT'L FIN'L SVS) AC 6873					
TAX EXEMPT					
AMORTIZATION	-2,948.	0.	-2,948.	0.	
FORTERRA STRONG COMMUNITIES I LP	2,378.	0.	2,378.	2,378.	
FOUNDERS CO-OP IV LP	1,195.	0.	1,195.	1,195.	
GLOBAL IMPACT ACCESS					
PARTNERSHIP, LP	1,105.	0.	1,105.	1,105.	

THE SATTERBERG FOUNDATION, INC.

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US TRUST AC 4310				
DIVIDENDS	11,036,652.	0.	11,036,652.	6,107,331.
US TRUST AC 4310				
INTEREST	47,246.	0.	47,246.	47,246.
WASTEWATER				
OPPORTUNITY FUND				
LLC DIVIDENDS	161.	0.	161.	161.
WASTEWATER				
OPPORTUNITY FUND				
LLC INTEREST	329.	0.	329.	329.
TO PART I, LINE 4	17,998,383.	203,204.	17,795,179.	12,805,268.

FORM 990-PF	RENTAL INCOME	STATEMENT 4
KIND AND LOCATION OF PROPERTY	ACTIVITY NUMBER	GROSS RENTAL INCOME
HELSELL IOWA FARMS T.I.C.	1	66,945.
GLOBAL IMPACT ACCESS PARTNERSHIP, LP	2	64.
TOTAL TO FORM 990-PF, PART I, LINE 5A		67,009.

FORM 990-PF		RENTAL EXPENSES	STATEMENT 5
DESCRIPTION	ACTIVITY NUMBER	AMOUNT	TOTAL
RENTAL EXPENSES		12,961.	
- SUBTOTAL -	1		12,961.
TOTAL RENTAL EXPENSES			12,961.
NET RENTAL INCOME TO FORM 990-PF, PART I, LINE 5B			54,048.

FORM 990-PF

OTHER INCOME

STATEMENT 6

DESCRIPTION	(A) REVENUE PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME
RETURNED GRANTS	160,000.	0.	
WASTEWATER OPPORTUNITY FUND, LLC	-14,263.	0.	
ACM FUND II, LLC	-37,135.	0.	
FORTERRA STRONG COMMUNITIES I LP	-17,409.	-17,409.	
ECOTRUST FORESTS III, LLC	-22,998.	0.	
GLOBAL IMPACT ACCESS PARTNERSHIP, LP	-1,625.	0.	
INTEREST FROM CRAFT3 NOTE	6,853.	6,853.	
INTEREST FROM BELLWETHER NOTE	3,750.	3,750.	
INTEREST FROM PCC FARMLAND TRUST NOTE	5,000.	5,000.	
GLOBAL IMPACT ACCESS PARTNERSHIP, LP	-1,699.	-1,699.	
TOTAL TO FORM 990-PF, PART I, LINE 11	80,474.	-3,505.	

FORM 990-PF

LEGAL FEES

STATEMENT 7

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
LEGAL FEES	4,115.	0.		3,984.
TO FM 990-PF, PG 1, LN 16A	4,115.	0.		3,984.

FORM 990-PF

ACCOUNTING FEES

STATEMENT 8

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
ACCOUNTING FEE	88,578.	28,361.		28,362.
TO FORM 990-PF, PG 1, LN 16B	88,578.	28,361.		28,362.

FORM 990-PF	OTHER PROFESSIONAL FEES		STATEMENT 9	
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
CONSULTING SERVICES	42,833.	0.		41,893.
INVESTMENT MANAGEMENT FEES	212,113.	212,113.		0.
IT SERVICES	9,473.	0.		9,473.
TO FORM 990-PF, PG 1, LN 16C	264,419.	212,113.		51,366.

FORM 990-PF	TAXES		STATEMENT 10	
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
FEDERAL TAXES	455,000.	0.		0.
FOREIGN TAXES	4,206.	4,206.		0.
TO FORM 990-PF, PG 1, LN 18	459,206.	4,206.		0.

FORM 990-PF	OTHER EXPENSES		STATEMENT 11	
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
PAYROLL SERVICE FEES	2,175.	0.		1,949.
LICENSE FEES	1,885.	0.		1,110.
OFFICE EXPENSES	23,893.	967.		22,926.
DUES AND SUBSCRIPTIONS	78,931.	0.		78,931.
BUSINESS INSURANCE	1,064.	0.		522.
PARKING	19,327.	0.		19,327.
TELEPHONE	6,927.	0.		6,927.
WEBSITE	167.	0.		167.
COMPUTER EXPENSES	42,441.	8,488.		33,953.
PARTNERSHIP INVEST. EXP	125,285.	122,620.		0.
PROGRAM EXPENSES	212,622.	0.		212,622.
RENTAL EXPENSES	12,961.	12,961.		0.
TO FORM 990-PF, PG 1, LN 23	527,678.	145,036.		378,434.

FORM 990-PF	OTHER DECREASES IN NET ASSETS OR FUND BALANCES	STATEMENT 12
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DESCRIPTION	AMOUNT
CURRENT YEAR UNREALIZED GAIN (LOSS)	85,177,817.
ACCRUAL TO CASH ADJUSTMENT - GRANTS PAYABLE	4,100,000.
DEPRECIATION DIFFERENCE BOOK TO TAX	805.
TOTAL TO FORM 990-PF, PART III, LINE 5	89,278,622.

FORM 990-PF	OTHER NOTES AND LOANS RECEIVABLE	STATEMENT 13
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DESCRIPTION	BALANCE DUE	DOUBTFUL ACCT ALLOWANCE	FMV OF LOAN
BELLWETHER HOUSING	150,000.	0.	150,000.
CRAFT3	500,000.	0.	500,000.
PCC FARMLAND TRUST	250,000.	0.	250,000.
TOTAL TO FM 990-PF, PART II, LN 7	900,000.	0.	900,000.

FORM 990-PF	U.S. AND STATE/CITY GOVERNMENT OBLIGATIONS	STATEMENT 14
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DESCRIPTION	U.S. GOV'T	OTHER GOV'T	BOOK VALUE	FAIR MARKET VALUE
EDWARD JONES - MUNICIPAL BONDS		X	1,167,274.	1,167,274.
FIDELITY -6873 MUNICIPAL BONDS		X	454,028.	454,028.
TOTAL U.S. GOVERNMENT OBLIGATIONS				
TOTAL STATE AND MUNICIPAL GOVERNMENT OBLIGATIONS			1,621,302.	1,621,302.
TOTAL TO FORM 990-PF, PART II, LINE 10A			1,621,302.	1,621,302.

FORM 990-PF	CORPORATE STOCK	STATEMENT 15
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DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
EDWARD JONES	138,561,229.	138,561,229.
FIDELITY -4016	7,030,248.	7,030,248.
FIDELITY -4017	4,745,211.	4,745,211.
US TRUST-4310	139,218,353.	139,218,353.
CHARLES SCHWAB -7505	21,330,717.	21,330,717.
US TRUST -7309	1,485,639.	1,485,639.
TOTAL TO FORM 990-PF, PART II, LINE 10B	312,371,397.	312,371,397.

FORM 990-PF	CORPORATE BONDS	STATEMENT 16
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DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
FIDELITY -6873 CORP BONDS	4,498,665.	4,498,665.
TOTAL TO FORM 990-PF, PART II, LINE 10C	4,498,665.	4,498,665.

FORM 990-PF	OTHER INVESTMENTS	STATEMENT 17
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DESCRIPTION	VALUATION METHOD	BOOK VALUE	FAIR MARKET VALUE
OKLAHOMA LAND TRUST	FMV	8,119.	8,119.
WASTEWATER OPPORTUNITY FUND	FMV	497,052.	562,507.
BIRCH FUND LLC	FMV	482,937.	482,937.
ACM FUND II, LLC	FMV	422,781.	507,455.
FORTERRA STRONG COMMUNITIES FUND	FMV	251,713.	251,713.
ECOTRUST FORESTS FUND	FMV	114,437.	89,420.
FOUNDERS CO-OP FUND IV	FMV	439,209.	439,209.
GENERATION IM FUND	FMV	5,000,000.	4,822,631.
GLOBAL IMPACT ACCESS FUND	FMV	353,497.	325,814.
TOTAL TO FORM 990-PF, PART II, LINE 13		7,569,745.	7,489,805.

FORM 990-PF DEPRECIATION OF ASSETS NOT HELD FOR INVESTMENT STATEMENT 18

DESCRIPTION	COST OR OTHER BASIS	ACCUMULATED DEPRECIATION	BOOK VALUE
FURNITURE	2,546.	1,820.	726.
FURNITURE	3,988.	2,897.	1,091.
FURNITURE	4,588.	3,221.	1,367.
COMPUTERS	23,164.	21,234.	1,930.
SOFTWARE	32,654.	32,654.	0.
SPECIAL ELECTRICAL IMPROVE	6,409.	4,914.	1,495.
DELL COMPUTER	2,584.	1,422.	1,162.
REFRIGERATOR	3,786.	1,073.	2,713.
OFFICE ELECTRICAL IMPROVEMENTS	10,249.	854.	9,395.
TOTAL TO FM 990-PF, PART II, LN 14	89,968.	70,089.	19,879.

FORM 990-PF EXPLANATION CONCERNING PART VII-A, LINE 12 STATEMENT 19
QUALIFYING DISTRIBUTION STATEMENT

EXPLANATION

THE FOUNDATION MADE 2 SEPARATE DISTRIBUTIONS TOTALING \$2,200,000, TREATED AS QUALIFYING DISTRIBUTIONS, TO A DONOR ADVISED FUND IN THE CUSTODY OF THE LIBERTY HILL FOUNDATION. THE SATTERBERG FOUNDATION MAKES RECOMMENDATIONS OF GRANTS TO LIBERTY HILL. LIBERTY HILL CONDUCTS THE DUE DILIGENCE.

FORM 990-PF EXPLANATION CONCERNING PART VII-A, LINE 12 STATEMENT 20
SECTION 170(C)(2)(B) STATEMENT

EXPLANATION

DISTRIBUTIONS TO LIBERTY HILL FOUNDATION ALLOWS THE FOUNDATION THE OPPORTUNITY TO LEARN, ENGAGE, AND MAKE GRANTS IN THE LOS ANGELES NONPROFIT COMMUNITY. THEY HAVE ACCESS TO INFORMATION ON A VARIETY OF CAUSES, FROM UPLIFTING BLACK COMMUNITIES TO ENVIRONMENTAL SUSTAINABILITY, LGBTQ EQUALITY, AND EMPOWERING WOMEN AND GIRLS IN LOS ANGELES, ALL FUNDING PRIORITIES WITHIN THE FOUNDATION'S MISSION.

FORM 990-PF

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

STATEMENT 21

NAME AND ADDRESS	TITLE AND AVRG HRS/WK	COMPEN- SATION	EMPLOYEE BEN PLAN CONTRIB	EXPENSE ACCOUNT
MARY PIGOTT 1904 3RD AVENUE, SUITE 825 SEATTLE, WA 98101	DIRECTOR 1.00	0.	0.	0.
JUDY PIGOTT 1904 3RD AVENUE, SUITE 825 SEATTLE, WA 98101	SECRETARY/DIRECTOR 1.00	0.	0.	0.
MICHAEL PIGOTT 1904 3RD AVENUE, SUITE 825 SEATTLE, WA 98101	PRESIDENT/DIRECTOR 1.00	0.	0.	0.
FRANK HELSELL 1904 3RD AVENUE, SUITE 825 SEATTLE, WA 98101	DIRECTOR 1.00	0.	0.	0.
BEN LAZARUS 1904 3RD AVENUE, SUITE 825 SEATTLE, WA 98101	DIRECTOR 1.00	0.	0.	0.
PETE HELSELL 1904 3RD AVENUE, SUITE 825 SEATTLE, WA 98101	TREASURER/DIRECTOR 1.00	0.	0.	0.
SARAH WALCZYK 1904 3RD AVENUE, SUITE 825 SEATTLE, WA 98101	EXEC. DIRECTOR 40.00	167,643.	23,585.	0.
SEAN BOYD 1904 3RD AVENUE, SUITE 825 SEATTLE, WA 98101	DIRECTOR 1.00	0.	0.	0.
MEAGAN GABLE 1904 3RD AVENUE, SUITE 825 SEATTLE, WA 98101	DIRECTOR 1.00	0.	0.	0.
TYLER PIGOTT 1904 3RD AVENUE, SUITE 825 SEATTLE, WA 98101	DIRECTOR 1.00	0.	0.	0.

THE SATTERBERG FOUNDATION, INC.

91-1501066

TOTALS INCLUDED ON 990-PF, PAGE 6, PART VIII

167,643.	23,585.	0.
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FORM 990-PF

GRANT APPLICATION SUBMISSION INFORMATION
PART XV, LINES 2A THROUGH 2D

STATEMENT 22

NAME AND ADDRESS OF PERSON TO WHOM APPLICATIONS SHOULD BE SUBMITTED

SARAH WALCZYK
1904 3RD AVE, #825
SEATTLE, WA 98101

TELEPHONE NUMBER

NAME OF GRANT PROGRAM

(206) 441-3045

GRANT APPLICATION

EMAIL ADDRESS

WWW.SATTERBERG.ORG

FORM AND CONTENT OF APPLICATIONS

APPLICATION INFORMATION IS AVAILABLE ON THE FOUNDATION'S WEBSITE:
WWW.SATTERBERG.ORG

ANY SUBMISSION DEADLINES

SUBMISSION DEADLINE INFORMATION IS AVAILABLE ON THE FOUNDATION'S
WEBSITE: WWW.SATTERBERG.ORG

RESTRICTIONS AND LIMITATIONS ON AWARDS

GUIDELINES AND RESTRICTIONS INFORMATION IS AVAILABLE ON THE FOUNDATION'S
WEBSITE: WWW.SATTERBERB.ORG

FORM 990-PF

OTHER REVENUE

STATEMENT 23

DESCRIPTION	BUS CODE	UNRELATED BUSINESS INC	EXCL CODE	EXCLUDED AMOUNT	RELATED OR EXEMPT FUNC- TION INCOME
WASTEWATER OPPORTUNITY FUND, LLC	900099	-14,263.			
ACM FUND II, LLC	900099	-37,135.			
FORTERRA STRONG COMMUNITIES I LP			14	-17,409.	
ECOTRUST FORESTS III, LLC	900099	-22,998.			
GLOBAL IMPACT ACCESS PARTNERSHIP, LP	900099	-1,625.			
INTEREST FROM CRAFT3 NOTE			14	6,853.	
INTEREST FROM BELLWETHER NOTE			14	3,750.	
INTEREST FROM PCC FARMLAND TRUST NOTE			14	5,000.	
GLOBAL IMPACT ACCESS PARTNERSHIP, LP			14	-1,699.	
TOTAL TO FORM 990-PF, PG 12, LN 11		-76,021.		-3,505.	

2018 DEPRECIATION AND AMORTIZATION REPORT

FORM 990-PF PAGE 1

990-PF

Asset No	Description	Date Acquired	Method	Life	C o n v	Line No	Unadjusted Cost Or Basis	Bus % Excl	Section 179 Expense	* Reduction In Basis	Basis For Depreciation	Beginning Accumulated Depreciation	Current Sec 179 Expense	Current Year Deduction	Ending Accumulated Depreciation
1	FURNITURE & FIXTURES														
1	FURNITURE	12/29/13	SL	7.00		16	2,546.				2,546.	1,456.		364.	1,820.
2	FURNITURE	11/26/13	SL	7.00		16	3,988.				3,988.	2,327.		570.	2,897.
3	FURNITURE	01/29/14	SL	7.00		16	4,588.				4,588.	2,566.		655.	3,223.
13	REFRIGERATOR	07/20/17	SL	5.00		16	3,786.				3,786.	316.		757.	1,073.
	* 990-PF PG 1 TOTAL FURNITURE & FIXTURES						14,908.				14,908.	6,655.		2,346.	9,012.
	MACHINERY & EQUIPMENT														
4	COMPUTERS	10/6/01/14	SL	5.00		16	23,164.				23,164.	16,601.		4,633.	21,230.
5	SOFTWARE	10/30/14	SL	3.00		16	32,654.				32,654.	32,654.		0.	32,654.
6	SPECIAL ELECTRICAL IMPROVE	03/11/15	SL	5.00		16	6,409.				6,409.	3,632.		1,282.	4,916.
12	DELL COMPUTER	04/06/16	SL	5.00		16	2,584.				2,584.	905.		517.	1,422.
14	OFFICE ELECTRICAL IMPROVEMENTS	09/28/17	SL	15.00		16	10,249.				10,249.	1,171.		683.	854.
	* 990-PF PG 1 TOTAL MACHINERY & EQUIPMENT						75,060.				75,060.	53,963.		7,115.	61,078.
	* GRAND TOTAL 990-PF PG 1 DEPR						89,968.				89,968.	60,628.		9,461.	70,089.

828111 04-01-18

(D) - Asset disposed

* ITC, Salvage, Bonus, Commercial Revitalization Deduction, GO Zone

THE SATTERBERG FOUNDATION
EIN 94-3333333
YEAR ENDING 12/31/2018

FORM 990PF, PART XV - GRANTS AND CONTRIBUTIONS PAID DURING THE YEAR

* ADDITIONAL INFORMATION

RECIPIENT NAME	DATE OF GIFT	DESCRIPTION OF DONATED PROPERTY		METHOD USED TO DETERMINE BOOK VALUE	FAIR MARKET VALUE OF DONATED PROPERTY	METHOD USED TO DETERMINE FAIR MARKET VALUE
		STOCK	# OF SHARES	BOOK VALUE OF DONATED PROPERTY		
Amara	8/7/2018	PACCAR Inc	1,581	70,821	SPECIFIC COST	102,275
Bike Works	8/6/2018	PACCAR Inc	1,581	70,821	SPECIFIC COST	103,674
California Community Foundation	8/7/2018	PACCAR Inc	15,801	707,806	SPECIFIC COST	1,022,167
Center for Children & Youth Justice	8/7/2018	PACCAR Inc	1,581	70,821	SPECIFIC COST	102,275
Center for Justice	9/5/2018	PACCAR Inc	1,467	65,714	SPECIFIC COST	101,091
Center on Race, Poverty & the Environment	6/4/2018	PACCAR Inc	1,556	69,701	SPECIFIC COST	98,394
Center on Race, Poverty & the Environment	9/11/2018	PACCAR Inc	1,431	64,102	SPECIFIC COST	99,233
Chief Seattle Club	8/7/2018	PACCAR Inc	1,581	70,821	SPECIFIC COST	102,275
Climate Solutions	8/10/2018	PACCAR Inc	1,546	69,253	SPECIFIC COST	98,271
Coalition for Humane Immigrant Rights (CHIRLA)	6/5/2018	PACCAR Inc	1,556	69,701	SPECIFIC COST	99,833
Columbia Riverkeeper	8/6/2018	PACCAR Inc	1,581	70,821	SPECIFIC COST	103,674
CompassPoint	6/4/2018	PACCAR Inc	11,670	522,758	SPECIFIC COST	737,952
Denise Louie Education Center	8/7/2018	PACCAR Inc	1,581	70,821	SPECIFIC COST	102,275
EarthJustice	8/7/2018	PACCAR Inc	15,801	707,806	SPECIFIC COST	1,022,167
Greater Tacoma Community Foundation	8/7/2018	PACCAR Inc	11,851	530,866	SPECIFIC COST	766,641
Heart of Los Angeles (HOLA)	6/4/2018	PACCAR Inc	1,556	69,701	SPECIFIC COST	98,394
House of Ruth, Inc	8/7/2018	PACCAR Inc	1,581	70,821	SPECIFIC COST	102,275
Jubilee Women's Center	6/4/2018	PACCAR Inc	1,556	69,701	SPECIFIC COST	98,394
Just in Time for Foster Youth	8/7/2018	PACCAR Inc	1,581	70,821	SPECIFIC COST	102,275
Latino Community Fund	8/7/2018	PACCAR Inc	1,581	70,821	SPECIFIC COST	103,674
Legal Voice	8/6/2018	PACCAR Inc	11,670	522,758	SPECIFIC COST	737,952
Liberty Hill Foundation	6/4/2018	PACCAR Inc	1,581	70,821	SPECIFIC COST	102,275
Mockingbird Society	8/7/2018	PACCAR Inc	1,556	69,701	SPECIFIC COST	98,394
Monarch School Project	6/4/2018	PACCAR Inc	1,581	70,821	SPECIFIC COST	103,674
North Olympic Land Trust	8/6/2018	PACCAR Inc	1,581	70,821	SPECIFIC COST	102,275
Northern California Grantmakers	6/4/2018	PACCAR Inc	11,670	522,758	SPECIFIC COST	737,952
Northwest African American Museum	8/7/2018	PACCAR Inc	1,581	70,821	SPECIFIC COST	102,275
Northwest Youth Services	8/7/2018	PACCAR Inc	1,581	70,821	SPECIFIC COST	103,674
Ocean Discovery Institute	6/25/2018	PACCAR Inc	1,598	71,582	SPECIFIC COST	102,275
OneAmerica	8/7/2018	PACCAR Inc	1,581	70,821	SPECIFIC COST	99,156
PCC Farmland Trust	8/6/2018	PACCAR Inc	1,581	70,821	SPECIFIC COST	102,275
Peace for the Streets	8/6/2018	PACCAR Inc	1,581	70,821	SPECIFIC COST	103,674
Philanthropy NW	8/7/2018	PACCAR Inc	1,581	70,821	SPECIFIC COST	103,674
Prison University Project	6/5/2018	PACCAR Inc	15,801	707,806	SPECIFIC COST	1,022,167
Rainier Scholars	8/6/2018	PACCAR Inc	1,556	69,701	SPECIFIC COST	99,833
RE Sources for Sustainable Communities	8/7/2018	PACCAR Inc	1,581	70,821	SPECIFIC COST	103,674
Reality Changers	6/4/2018	PACCAR Inc	1,556	69,701	SPECIFIC COST	102,275
Recovery Cafe	8/6/2018	PACCAR Inc	1,581	70,821	SPECIFIC COST	98,394
San Diego Grantmakers	6/4/2018	PACCAR Inc	15,560	697,010	SPECIFIC COST	103,674
Seattle Tilth	8/7/2018	PACCAR Inc	1,581	70,821	SPECIFIC COST	983,937
Skagit Land Trust	8/7/2018	PACCAR Inc	1,581	70,821	SPECIFIC COST	102,275
Social Justice Fund NW	8/7/2018	PACCAR Inc	7,901	353,925	SPECIFIC COST	511,116

THE SATTERBERG FOUNDATION
EIN XX-XXXXXX
YEAR ENDING 12/31/2018

FORM 990PF, PART XV - GRANTS AND CONTRIBUTIONS PAID DURING THE YEAR

*ADDITIONAL INFORMATION

RECIPIENT NAME	DATE OF GIFT	DESCRIPTION OF DONATED PROPERTY	STOCK	# OF SHARES	BOOK VALUE OF DONATED PROPERTY	METHOD USED TO DETERMINE BOOK VALUE	FAIR MARKET VALUE OF DONATED PROPERTY	METHOD USED TO DETERMINE FAIR MARKET VALUE
Social Venture Partners	8/10/2018	PACCAR Inc		1,546	69,253	SPECIFIC COST	98,271	AVERAGE HI-LOW VALUE ON DATE OF GIFT
Southern California Grantmakers	6/4/2018	PACCAR Inc		11,670	522,758	SPECIFIC COST	737,952	AVERAGE HI-LOW VALUE ON DATE OF GIFT
Technology Access Foundation	8/7/2018	PACCAR Inc		1,581	70,821	SPECIFIC COST	102,275	AVERAGE HI-LOW VALUE ON DATE OF GIFT
The Seattle Foundation	8/7/2018	PACCAR Inc		15,801	707,806	SPECIFIC COST	1,022,167	AVERAGE HI-LOW VALUE ON DATE OF GIFT
Venture:	8/6/2018	PACCAR Inc		1,581	70,821	SPECIFIC COST	103,674	AVERAGE HI-LOW VALUE ON DATE OF GIFT
Vida Verde Nature Education	6/4/2018	PACCAR Inc		1,556	69,701	SPECIFIC COST	98,394	AVERAGE HI-LOW VALUE ON DATE OF GIFT
Washington CANI Education & Research Fund	8/6/2018	PACCAR Inc		1,581	70,821	SPECIFIC COST	103,674	AVERAGE HI-LOW VALUE ON DATE OF GIFT
Whatcom Community Foundation	8/7/2018	PACCAR Inc		12,194	546,230	SPECIFIC COST	788,830	AVERAGE HI-LOW VALUE ON DATE OF GIFT
Women's Transitional Living Center Inc	6/4/2018	PACCAR Inc		1,556	69,701	SPECIFIC COST	98,394	AVERAGE HI-LOW VALUE ON DATE OF GIFT
YWCA of Olympia	8/6/2018	PACCAR Inc		1,581	70,821	SPECIFIC COST	103,674	AVERAGE HI-LOW VALUE ON DATE OF GIFT
TOTAL 12/31/18				220,063	\$ 9,857,722		\$ 14,146,101	