

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

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

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

OMB No 1545-0052
2017
Open to Public Inspection

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

Name of foundation JAMES B PENDLETON CHARITABLE TRUST		A Employer identification number 95-6944277
Number and street (or P O box number if mail is not delivered to street address) 11900 NE 1ST STREET SUITE 300	Room/suite	B Telephone number (see instructions) (425) 284-3095
City or town, state or province, country, and ZIP or foreign postal code BELLEVUE, WA 98005		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 checked="" 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) ▶ \$ 29,868,474	J Accounting method: <input checked="" type="checkbox"/> Cash <input type="checkbox"/> Accrual <input type="checkbox"/> Other (specify) _____ (Part I, column (d) must be on cash basis)	F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here <input type="checkbox"/>

Part I Analysis of Revenue and Expenses <i>(The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see instructions))</i>		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
Revenue	1 Contributions, gifts, grants, etc., received (attach schedule)				
	2 Check <input checked="" type="checkbox"/> if the foundation is not required to attach Sch B				
	3 Interest on savings and temporary cash investments	1,901	1,901		
	4 Dividends and interest from securities	738,714	738,714		
	5a Gross rents				
	b Net rental income or (loss)				
	6a Net gain or (loss) from sale of assets not on line 10	11,413,318			
	b Gross sales price for all assets on line 6a	24,105,333			
	7 Capital gain net income (from Part IV, line 2)		11,413,318		
	8 Net short-term capital gain				
	9 Income modifications				
	10a Gross sales less returns and allowances				
b Less Cost of goods sold					
c Gross profit or (loss) (attach schedule)					
11 Other income (attach schedule)					
12 Total. Add lines 1 through 11	12,153,933	12,153,933			
Operating and Administrative Expenses	13 Compensation of officers, directors, trustees, etc	155,000	38,750		116,250
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits	8,655	2,163		6,492
	16a Legal fees (attach schedule)	2,445	2,200		245
	b Accounting fees (attach schedule)	62,901	56,611		6,290
	c Other professional fees (attach schedule)	116,345	116,345		0
	17 Interest				
	18 Taxes (attach schedule) (see instructions)	138,724	18,916		9,808
	19 Depreciation (attach schedule) and depletion				
	20 Occupancy	10,570	5,285		5,285
	21 Travel, conferences, and meetings	578	289		289
	22 Printing and publications				
	23 Other expenses (attach schedule)	6,384	2,816		3,568
	24 Total operating and administrative expenses. Add lines 13 through 23	501,602	243,375		148,227
	25 Contributions, gifts, grants paid	1,500,000			1,500,000
26 Total expenses and disbursements. Add lines 24 and 25	2,001,602	243,375		1,648,227	
27 Subtract line 26 from line 12					
a Excess of revenue over expenses and disbursements	10,152,331				
b Net investment income (if negative, enter -0-)		11,910,558			
c Adjusted net income (if negative, enter -0-)					

Part II Balance Sheets Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions)		Beginning of year	End of year	
		(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1 Cash—non-interest-bearing			
	2 Savings and temporary cash investments	4,866,089	502,451	502,451
	3 Accounts receivable ▶ _____ Less allowance for doubtful accounts ▶ _____			
	4 Pledges receivable ▶ _____ Less allowance for doubtful accounts ▶ _____			
	5 Grants receivable			
	6 Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see instructions)			
	7 Other notes and loans receivable (attach schedule) ▶ _____ Less allowance for doubtful accounts ▶ _____			
	8 Inventories for sale or use			
	9 Prepaid expenses and deferred charges			
	10a Investments—U S and state government obligations (attach schedule)			
	b Investments—corporate stock (attach schedule)	10,310,606	0	0
	c Investments—corporate bonds (attach schedule)	200,000	100,000	99,966
	11 Investments—land, buildings, and equipment basis ▶ _____ Less accumulated depreciation (attach schedule) ▶ _____			
	12 Investments—mortgage loans			
	13 Investments—other (attach schedule)	1,499,413	26,435,587	29,252,385
	14 Land, buildings, and equipment basis ▶ _____ Less accumulated depreciation (attach schedule) ▶ _____			
15 Other assets (describe ▶ _____)	4,960	13,672	13,672	
16 Total assets (to be completed by all filers—see the instructions Also, see page 1, item I)	16,881,068	27,051,710	29,868,474	
Liabilities	17 Accounts payable and accrued expenses			
	18 Grants payable			
	19 Deferred revenue			
	20 Loans from officers, directors, trustees, and other disqualified persons			
	21 Mortgages and other notes payable (attach schedule)			
	22 Other liabilities (describe ▶ _____)	0	18,311	
	23 Total liabilities (add lines 17 through 22)	0	18,311	
Net Assets or Fund Balances	Foundations that follow SFAS 117, check here <input type="checkbox"/> and complete lines 24 through 26 and lines 30 and 31.			
	24 Unrestricted			
	25 Temporarily restricted			
	26 Permanently restricted			
	Foundations that do not follow SFAS 117, check here <input checked="" type="checkbox"/> and complete lines 27 through 31.			
	27 Capital stock, trust principal, or current funds	16,881,068	27,033,399	
	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 (see instructions)	16,881,068	27,033,399		
31 Total liabilities and net assets/fund balances (see instructions) .	16,881,068	27,051,710		

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	16,881,068
2 Enter amount from Part I, line 27a	2	10,152,331
3 Other increases not included in line 2 (itemize) ▶ _____	3	0
4 Add lines 1, 2, and 3	4	27,033,399
5 Decreases not included in line 2 (itemize) ▶ _____	5	0
6 Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30 .	6	27,033,399

Part IV Capital Gains and Losses for Tax on Investment Income

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

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

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

2 Capital gain net income or (net capital loss)	}	If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7	2	11,413,318
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6) If gain, also enter in Part I, line 8, column (c) (see instructions) If (loss), enter -0- in Part I, line 8	}		3	

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

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

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

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

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

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col (b) divided by col (c))
2016	1,363,057	26,181,317	0 052062
2015	1,353,002	27,161,136	0 049814
2014	1,283,422	27,532,020	0 046616
2013	1,140,603	25,917,668	0 044009
2012	1,110,427	23,054,331	0 048166
2 Total of line 1, column (d)			2 0 240667
3 Average distribution ratio for the 5-year base period—divide the total on line 2 by 5, or by the number of years the foundation has been in existence if less than 5 years			3 0 048133
4 Enter the net value of noncharitable-use assets for 2017 from Part X, line 5			4 28,078,813
5 Multiply line 4 by line 3			5 1,351,518
6 Enter 1% of net investment income (1% of Part I, line 27b)			6 119,106
7 Add lines 5 and 6			7 1,470,624
8 Enter qualifying distributions from Part XII, line 4			8 1,648,227

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', 'Tax based on investment income', and 'Credits/Payments'. Total amount owed is 12,470.

Part VII-A Statements Regarding Activities

Table with 10 rows for activity statements. Includes questions about political campaigns, political expenditures, and state reporting. Columns for 'Yes' and 'No' are provided for each question.

Part VII-A Statements Regarding Activities (continued)

11 At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions). 11 No
12 Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement (see instructions) 12 No
13 Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address N/A 13 Yes
14 The books are in care of VON HARTEN COMPANY INC PS Telephone no (206) 443-9017
Located at 2101 FOURTH AVENUE STE 2050 SEATTLE WA ZIP+4 98121
15 Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 -Check here 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
See instructions for exceptions and filing requirements for FinCEN Form 114, Report of Foreign Bank and Financial Accounts (FBAR) If "Yes," enter the name of the foreign country

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

File Form 4720 if any item is checked in the "Yes" column, unless an exception applies.
1a During the year did the foundation (either directly or indirectly)
(1) Engage in the sale or exchange, or leasing of property with a disqualified person? Yes No
(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? Yes No
(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? Yes No
(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? Yes No
(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)? Yes No
(6) Agree to pay money or property to a government official? (Exception. Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days). Yes No
b If any answer is "Yes" to 1a(1)-(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see instructions)? 1b No
Organizations relying on a current notice regarding disaster assistance check here.
c Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2017? 1c No
2 Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5))
a At the end of tax year 2017, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2017? Yes No
If "Yes," list the years 20, 20, 20, 20
b Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement-see instructions) 2b
c If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here 20, 20, 20, 20
3a Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? Yes No
b If "Yes," did it have excess business holdings in 2017 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 2017). 3b
4a Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes? 4a No
b Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2017? 4b No

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

5a	During the year did the foundation pay or incur any amount to			
	(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No	
	(2) 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	
	(3) Provide a grant to an individual for travel, study, or other similar purposes?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No	
	(4) Provide a grant to an organization other than a charitable, etc., organization described in section 4945(d)(4)(A)? (see instructions).	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> 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?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> 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)? Organizations relying on a current notice regarding disaster assistance check here. ▶		<input type="checkbox"/>	5b
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? <i>If "Yes," attach the statement required by Regulations section 53.4945–5(d)</i>	<input type="checkbox"/> Yes	<input type="checkbox"/> No	
6a	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	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>			6b
7a	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	If yes, did the foundation receive any proceeds or have any net income attributable to the transaction?			7b

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

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

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 entries for DAYLE E IVERSON and JUSTIN M O'CONNELL.

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. All entries are 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. Includes entries for NORTHERN TRUST BANK and VON HARTEN & COMPANY INC PS.

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

Table with 2 columns: Description of activities (lines 1-4) and Expenses.

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

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

Table with 2 columns: Description of investments (lines 1-3) and Amount.

Total. Add lines 1 through 3 0

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

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes		
a	Average monthly fair market value of securities.	1a	26,850,664
b	Average of monthly cash balances.	1b	1,642,073
c	Fair market value of all other assets (see instructions).	1c	13,672
d	Total (add lines 1a, b, and c).	1d	28,506,409
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	28,506,409
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions).	4	427,596
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4.	5	28,078,813
6	Minimum investment return. Enter 5% of line 5.	6	1,403,941

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	1,403,941
2a	Tax on investment income for 2017 from Part VI, line 5.	2a	119,106
b	Income tax for 2017 (This does not include the tax from Part VI).	2b	
c	Add lines 2a and 2b.	2c	119,106
3	Distributable amount before adjustments. Subtract line 2c from line 1.	3	1,284,835
4	Recoveries of amounts treated as qualifying distributions.	4	0
5	Add lines 3 and 4.	5	1,284,835
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	1,284,835

Part XII Qualifying Distributions (see instructions)

1	Amounts paid (including administrative expenses) to accomplish charitable, etc., purposes		
a	Expenses, contributions, gifts, etc.—total from Part I, column (d), line 26.	1a	1,648,227
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	1,648,227
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income. Enter 1% of Part I, line 27b (see instructions).	5	119,106
6	Adjusted qualifying distributions. Subtract line 5 from line 4.	6	1,529,121
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
1 Distributable amount for 2017 from Part XI, line 7				1,284,835
2 Undistributed income, if any, as of the end of 2017				
a Enter amount for 2016 only.			1,077,843	
b Total for prior years 20___, 20___, 20___		0		
3 Excess distributions carryover, if any, to 2017				
a From 2012.				
b From 2013.				
c From 2014.				
d From 2015.				
e From 2016.				
f Total of lines 3a through e.	0			
4 Qualifying distributions for 2017 from Part XII, line 4 ▶ \$ <u>1,648,227</u>				
a Applied to 2016, but not more than line 2a			1,077,843	
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 2017 distributable amount.				570,384
e Remaining amount distributed out of corpus	0			
5 Excess distributions carryover applied to 2017 (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	0			
b Prior years' undistributed income Subtract line 4b from line 2b		0		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed.		0		
d Subtract line 6c from line 6b Taxable amount—see instructions		0		
e Undistributed income for 2016 Subtract line 4a from line 2a Taxable amount—see instructions			0	
f Undistributed income for 2017 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2018				714,451
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 2012 not applied on line 5 or line 7 (see instructions).	0			
9 Excess distributions carryover to 2018. Subtract lines 7 and 8 from line 6a	0			
10 Analysis of line 9				
a Excess from 2013.				
b Excess from 2014.				
c Excess from 2015.				
d Excess from 2016.				
e 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)

	Tax year	Prior 3 years			(e) Total
	(a) 2017	(b) 2016	(c) 2015	(d) 2014	
2a Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed					
b 85% of line 2a					
c Qualifying distributions from Part XII, line 4 for each year listed					
d Amounts included in line 2c not used directly for active conduct of exempt activities					
e Qualifying distributions made directly for active conduct of exempt activities. Subtract line 2d from line 2c					
3 Complete 3a, b, or c for the alternative test relied upon					
a "Assets" alternative test—enter					
(1) Value of all assets					
(2) Value of assets qualifying under section 4942(j)(3)(B)(i)					
b "Endowment" alternative test— enter 2/3 of minimum investment return shown in Part X, line 6 for each year listed.					
c "Support" alternative test—enter					
(1) Total support other than gross investment income (interest, dividends, rents, payments on securities loans (section 512(a)(5)), or royalties)					
(2) Support from general public and 5 or more exempt organizations as provided in section 4942(j)(3)(B)(iii).					
(3) Largest amount of support from an exempt organization					
(4) Gross investment income					

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

Part XV

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))

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

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

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

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

DAYLE E IVERSON
 JAMES B PENDLETON CHARITABLE TRUST
 11900 NE 1ST ST 300
 BELLEVUE, WA 98005
 (425) 284-3095

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

LETTER DISCUSSING PROGRAMS QUALIFYING UNDER INTERNAL REVENUE CODE SECTION 501(C)(3) FOR HIV/AIDS RESEARCH, CONTROL OR TREATMENT

c Any submission deadlines

NONE

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

NONE

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 <i>Paid during the year</i> See Additional Data Table				
Total ▶ 3a				1,500,000
b <i>Approved for future payment</i>				
Total ▶ 3b				0

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

Part XVII

Table with 3 columns: Question, Yes, No. Contains questions 1, a, b, c, and d regarding transfers and transactions with noncharitable exempt organizations.

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

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

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 Title

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

Table for Paid Preparer Use Only with columns: Print/Type preparer's name, Preparer's Signature, Date, Check if self-employed, PTIN, Firm's name, Firm's address, Firm's EIN, Phone no.

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)
3,000 ABBVIE INC COM	P	2016-03-01	2017-02-01
700 ASCENT CAP GROUP INC A	P	2016-03-01	2017-02-01
231 COMMERCEHUB INC SER A	P	2016-09-29	2017-02-01
162 COMMERCEHUB ICOMMERCEHUB INC SER C	P	2016-09-29	2017-02-01
600 DIEBOLD INC	P	2016-03-10	2017-02-01
800 ESSEX PPTY TR INC	P	2016-12-08	2017-02-01
500 HARRIS CORP	P	2016-06-29	2017-02-01
3,000 HERC HLDGS INC	P	2016-09-29	2017-02-01
10,000 REORG/INTERNAP REVERSE STOCK SPLIT INTERNAP SL1NAZZ 11-21-2017	P	2016-11-04	2017-02-01
96 LIBERTY MEDIA CORP DEL COM SER C BRAVES GROUP COM SER C	P		2017-02-01

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)
182,089		167,651	14,438
10,702		7,428	3,274
3,416		3,628	-212
2,372		2,563	-191
15,996		15,133	863
178,449		175,054	3,395
50,924		41,046	9,878
154,853		98,592	56,261
16,202		10,978	5,224
1,915		1,229	686

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			(I) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
			14,438
			3,274
			-212
			-191
			863
			3,395
			9,878
			56,261
			5,224
			686

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)
2,000 MONSANTO CO	P	2016-02-25	2017-02-01
1,000 NAVISTAR INTL CORP	P	2016-02-26	2017-02-01
800 PUB STORAGE INC	P	2016-11-30	2017-02-01
4,000 SCRIPPS E W CO OHIO CL A NEW COM STK	P	2016-06-29	2017-02-01
1,000 SIMON PPTY GROUP INC	P	2016-12-23	2017-02-01
800 TEXTRON INC	P	2016-06-29	2017-02-01
1,000 VIACOM INC A	P	2016-09-29	2017-02-01
5,000 WADDELL & REED FINL INC A	P		2017-02-01
4,000 WEATHERFORD INTERNATIONAL LTD	P		2017-02-01
1,600 MILLICOM INTERNATIONAL CELLULAR COM USD 1 5 (POST-SUBD)	P		2017-02-01

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)
217,271		179,178	38,093
27,349		8,111	19,238
171,978		167,622	4,356
78,762		63,979	14,783
183,908		175,882	8,026
37,752		27,910	9,842
44,574		41,183	3,391
90,018		106,352	-16,334
20,605		22,656	-2,051
78,494		80,210	-1,716

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	
			38,093
			19,238
			4,356
			14,783
			8,026
			9,842
			3,391
			-16,334
			-2,051
			-1,716

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)
3,544 84 MFB NORTHERN FDS STK INDEX FD	P	2017-02-03	2017-04-18
4,350 85 MFB NORTHERN FDS STK INDEX FD	P	2017-02-03	2017-04-28
750 ISHARES RUSSELL 1000 GROWTH INDEX	P	2017-02-01	2017-06-19
2,851 44 MFO DFA INVT DIMENSIONS GROUP INC REAL ESTATE SECS PORTFOLIO	P		2017-07-17
1,500 MFC ISHARES TR GLOBAL INFRASTRUCTURE ETF INDEX FD	P	2017-02-08	2017-07-17
2,500 MFC ISHARES TR GLOBAL INFRASTRUCTURE ETF INDEX FD	P		2017-08-09
500 ISHARES RUSSELL 1000 GROWTH INDEX	P	2017-02-01	2017-09-29
21 265 21 BLACKROCK FDS HIGH YIELD BD PORTFOLIO	P		2017-11-13
2,200 ALEXANDRIA REAL ESTATE EQUITIES	P	2016-01-29	2017-02-01
2,000 BANK NEW YORK MELLON CORP	P	2013-02-22	2017-02-01

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)
100,000		98,121	1,879
125,000		120,432	4,568
89,976		81,214	8,762
100,000		99,809	191
66,673		60,120	6,553
113,122		98,798	14,324
62,524		54,142	8,382
165,443		165,107	336
239,942		171,559	68,383
90,150		55,103	35,047

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			(I) 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	
			1,879
			4,568
			8,762
			191
			6,553
			14,324
			8,382
			336
			68,383
			35,047

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)
60 BIGLARI HLDGS INC A	P	2014-09-19	2017-02-01
500 BLACKROCK INC A	P	2015-08-26	2017-02-01
1,000 BOEING CO	P	2011-01-13	2017-02-01
3,000 BOSTON SCIENTIFIC CORP	P	2012-10-01	2017-02-01
5,000 BRINKS CO	P		2017-02-01
900 BROWN FORMAN CORP A	P	2011-01-10	2017-02-01
2,000 REORG/CST BRANDS INC CIN CASH MERGER 6-28-2017	P	2015-10-14	2017-02-01
1,000 REORG/CHEMTURA CORP CASH MERGER 4-21-2017	P	2014-04-17	2017-02-01
7,500 CISCO SYS INC	P	2013-11-01	2017-02-01
5,000 CINCINNATI BELL INC	P		2017-02-01

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)
26,221		15,000	11,221
185,680		150,750	34,930
163,454		69,912	93,542
71,776		17,248	54,528
215,819		132,254	83,565
41,459		20,366	21,093
96,278		67,952	28,326
33,044		23,613	9,431
228,450		168,824	59,626
112,193		72,468	39,725

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	
			11,221
			34,930
			93,542
			54,528
			83,565
			21,093
			28,326
			9,431
			59,626
			39,725

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

(a) List and describe the kind(s) of property sold (e.g., real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co)	(b) How acquired P—Purchase D—Donation	(c) Date acquired (mo, day, yr)	(d) Date sold (mo, day, yr)
8 6 COMMERCEHUB INC SER A	P		2017-02-01
17 2 COMMERCEHUB INCOMMERCEHUB INC SER C	P		2017-02-01
3,000 FORTUNE BRANDS HOME & SEC INC	P		2017-02-01
2,000 GRIFFON CORP	P	2014-04-29	2017-02-01
4,050 HIGHWOODS PPTYS INC	P	2015-09-15	2017-02-01
1,000 HOSPITALITY PPTYS TR COM SH BEN INT	P	2015-10-29	2017-02-01
20,000 REORG/INTERNAP REVERSE STOCK SPLIT INTERNAP 2L1NAZ2 11-21-2017	P		2017-02-01
2,000 INTERPUBLIC GROUP COS INC	P	2014-06-11	2017-02-01
4,450 J P MORGAN CHASE & CO	P	2011-12-02	2017-02-01
5,000 JANUS CAP GROUP INC	P	2012-04-26	2017-02-01

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)
127		34	93
252		68	184
167,562		40,259	127,303
50,750		21,442	29,308
204,335		156,180	48,155
30,821		26,928	3,893
32,403		146,513	-114,110
46,413		39,448	6,965
380,030		146,169	233,861
60,882		38,778	22,104

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			(I) 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	
			93
			184
			127,303
			29,308
			48,155
			3,893
			-114,110
			6,965
			233,861
			22,104

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)
1,000 LEGG MASON	P	2013-02-11	2017-02-01
105 LIBERTY BROADBAND CORP LIBERTY VENTURES SER A	P		2017-02-01
34 4 LIBERTY EXPEDIA HLDGS INC SER A	P		2017-02-01
51 6 LIBERTY INTERACTIVE CORP LIBERTY VENTURES SER A	P		2017-02-01
1,000 LIBERTY PPTY TR SH BEN INT	P	2015-10-29	2017-02-01
86 LIBERTY TRIPADVISOR HLDGS INC A	P		2017-02-01
3,850 MERCK & CO INC	P	2015-08-26	2017-02-01
2,000 NAVISTAR INTL CORP	P	2012-08-31	2017-02-01
4,000 NORTHERN TRUST CORP	P	2011-11-11	2017-02-01
5,000 PATTERSON COMPANIES INC	P	2012-08-31	2017-02-01

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)
33,128		27,305	5,823
8,894		4,238	4,656
1,495		383	1,112
2,236		575	1,661
37,588		34,329	3,259
1,499		1,011	488
238,125		205,036	33,089
54,699		45,992	8,707
334,391		160,099	174,292
207,654		170,965	36,689

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

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
			5,823
			4,656
			1,112
			1,661
			3,259
			488
			33,089
			8,707
			174,292
			36,689

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)
2,350 PEPSICO INC	P	2011-08-05	2017-02-01
2,700 PRUDENTIAL FINL INC	P	2013-01-18	2017-02-01
329 RYMAN HOSPITALITY PPTYS INC	P	2012-12-21	2017-02-01
200 SNYDERS-LANE INC	P	2012-01-13	2017-01-01
2,543 5 TELEPHONE & DATA SYS INC	P		2017-01-01
2,500 THE TRAVELERS COMPANIES INC	P	2011-03-16	2017-01-01
1,500 TREDEGAR CORP INC	P	2015-09-23	2017-01-01
1,800 UNION PAC CORP	P	2015-09-03	2017-01-01
5,000 WELLS FARGO & CO	P		2017-01-01
4,800 WHOLE FOODS MKT INC	P	2015-09-04	2017-01-01

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)
242,399		151,744	90,655
285,854		155,685	130,169
19,949		11,965	7,984
7,594		4,608	2,986
75,002		62,988	12,014
292,090		144,614	147,476
34,613		19,139	15,474
192,429		154,476	37,953
281,333		166,196	115,137
141,737		153,806	-12,069

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	
			90,655
			130,169
			7,984
			2,986
			12,014
			147,476
			15,474
			37,953
			115,137
			-12,069

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)
3,000 XYLEM INC	P	2012-05-03	2017-01-01
1,500 AMC NETWORKS INC A	P		2017-02-01
8,900 AT&T INC	P		2017-02-01
160 ADVANSIX INC	P		2017-02-01
4,500 AMERICAN EXPRESS CO	P		2017-02-01
3,000 AMETEK INC	P	2002-02-22	2017-02-01
3,000 ARCHER DANIELS MIDLAND CO	P	2002-02-22	2017-02-01
800 ASCENT CAP GROUP INC SER A	P		2017-02-01
8,000 BANK NEW YORK MELLON CORP	P		2017-02-01
1,000 BAXTR INTL INC	P	2010-06-17	2017-02-01

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)
146,937		82,347	64,590
84,780		10,813	73,967
372,707		161,551	211,156
4,157		624	3,533
346,693		125,837	220,856
152,824		14,094	138,730
131,556		42,020	89,536
12,231		19,937	-7,706
360,601		228,513	132,088
46,941		22,964	23,977

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	
			64,590
			73,967
			211,156
			3,533
			220,856
			138,730
			89,536
			-7,706
			132,088
			23,977

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)
300 BIGLARI HLDGS INC A	P	2010-01-07	2017-02-01
3,000 BOSTON SCIENTIFIC CORP	P		2017-02-01
4,000 CTS CORP	P	2002-08-14	2017-02-01
4,000 CAMPBELL SOUP CO	P		2017-02-01
2,500 CAVCO INDS INC	P		2017-02-01
1,000 CHEMED CORP	P	2002-02-22	2017-02-01
1,500 CHEVRONTXACO CORP	P		2017-02-01
8,000 CHURCH & DWIGHT INC	P		2017-02-01
5,000 COCA COLA CO	P	2008-05-15	2017-02-01
60 4 COMMERCEHUB INC SER A	P		2017-02-01

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)
131,104		87,479	43,625
71,776		21,643	50,133
83,973		23,777	60,196
249,809		118,257	131,552
239,165		49,752	189,413
166,386		17,914	148,472
166,753		108,766	57,987
360,105		40,977	319,128
206,396		142,629	63,767
893		288	605

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	
			43,625
			50,133
			60,196
			131,552
			189,413
			148,472
			57,987
			319,128
			63,767
			605

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)
120 8 COMMERCEHUB ICOMMERCEHUB INC SER C	P		2017-02-01
4,000 CORNING INC	P		2017-02-01
2,000 CRANE CO	P		2017-02-01
2,000 CURTISS WRIGHT CORP	P	2010-09-15	2017-02-01
6,000 ADR DANONE SPONSORED ADR	P	2005-12-28	2017-02-01
800 DEERE & CO	P	2004-07-28	2017-02-01
1,400 DIEBOLD INC	P		2017-02-01
750 DISCOVERY COMMUNICATIONS INC SER A	P		2017-02-01
2,250 DISCOVERY COMMUNICATIONS INC SER C	P		2017-02-01
8,000 DISH NETWORK CORP A	P		2017-02-01

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)
1,768		577	1,191
104,042		27,336	76,706
147,428		64,689	82,739
194,145		58,447	135,698
75,118		64,212	10,906
85,452		25,260	60,192
37,323		36,979	344
20,913		5,262	15,651
61,403		14,539	46,864
482,647		139,060	343,587

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

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
			1,191
			76,706
			82,739
			135,698
			10,906
			60,192
			344
			15,651
			46,864
			343,587

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

List and describe the kind(s) of property sold (e.g., real estate, (a) 2-story brick warehouse, or common stock, 200 shs MLC Co.)	(b) How acquired P—Purchase D—Donation	(c) Date acquired (mo, day, yr)	(d) Date sold (mo, day, yr)
2,000 DR PEPPER SNAPPLE GROUP INC	P		2017-02-01
800 ECHOSTAR CORP	P		2017-02-01
1,400 EDGEWELL PERS CARE CO	P	2002-03-04	2017-02-01
5,000 EL PASO ELECTRIC CO	P		2017-02-01
1,000 ENERGIZER HLDGS INC	P	2002-03-04	2017-02-01
1,200 EXXON MOBIL CORP	P		2017-02-01
2,000 FIRSTENERGY CORP	P	2002-10-30	2017-02-01
9,000 FLOWERS FOODS INC	P		2017-02-01
4,500 FLOWSERVE CORP	P		2017-02-01
4,000 GATX CORP	P		2017-02-01

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)
180,413		35,952	144,461
44,026		20,851	23,175
108,184		22,377	85,807
225,975		71,926	154,049
51,868		5,528	46,340
99,389		86,464	12,925
59,732		15,467	44,265
179,296		28,557	150,739
220,194		16,691	203,503
230,662		138,358	92,304

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	
			144,461
			23,175
			85,807
			154,049
			46,340
			12,925
			44,265
			150,739
			203,503
			92,304

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)
8,700 GENERAL ELEC CO	P		2017-02-01
5,000 GENERAL MILLS INC	P	2005-10-07	2017-02-01
2000 GRIFFON CORP	P	2010-12-15	2017-02-01
4,000 HONEYWELL INTL INC	P		2017-02-01
3,900 HOSPITALITY PPTYS TR COM SH BEN INT	P		2017-02-01
1,000 ITT INC	P		2017-02-01
4,100 ILLINOIS TOOL WORKS INC	P	2010-07-30	2017-02-01
800 INGREDION INC	P	2002-02-22	2017-02-01
1,100 INTL BUSINESS MACHINES CORP	P		2017-02-01
1,000 INTL FLAVORS & FRAGRANCE	P	2006-11-27	2017-02-01

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)
257,781		172,154	85,627
308,095		119,992	188,103
50,750		24,845	25,905
470,456		116,506	353,950
120,203		130,488	-10,285
40,677		18,512	22,165
517,848		178,370	339,478
101,590		12,216	89,374
190,613		114,389	76,224
115,884		47,588	68,296

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	
			85,627
			188,103
			25,905
			353,950
			-10,285
			22,165
			339,478
			89,374
			76,224
			68,296

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.)
3,000 J P MORGAN CHASE & CO	P		2017-02-01
10,000 JANUS CAP GROUP INC	P		2017-02-01
2,000 JOHNSON & JOHNSON	P	2007-07-26	2017-02-01
2,000 KAMAN CORPORATION A	P	2009-04-08	2017-02-01
3,200 REORG/KINDER MORGAN WORTHLESS 6-2-2017	P	2009-06-19	2017-02-01
4,000 LEGG MASON	P		2017-02-01
169 LIBERTY BROADBAND CORP SER A	P		2017-02-01
338 LIBRTY BROADBAND CORP SER C	P		2017-02-01
241 6 LIBERTY EXPEDIA HLDGS INC SER A	P		2017-02-01
2,500 LIBERTY INTERACTIVE CORPORATION QVC GROUP SER A	P		2017-02-01

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)
256,200		109,272	146,928
121,764		101,383	20,381
225,422		130,955	94,467
101,045		29,480	71,565
18		3,821	-3,803
132,512		98,959	33,553
14,044		638	13,406
28,631		1,216	27,415
10,497		3,261	7,236
47,070		35,235	11,835

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	
			146,928
			20,381
			94,467
			71,565
			-3,803
			33,553
			13,406
			27,415
			7,236
			11,835

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)
362 4 LIBERTY INTERACTIVE CORP LIBERTY VENTURES COM SER A NEW SER A	P		2017-02-01
4,600 LIBERTY PPTY TR SH BEN INT	P		2017-02-01
67 LIBERTY MEDIA CORP SER A BRAVES GROUP COM SER A	P		2017-02-01
338 LIBERTY MEDIA CORPORATION COM SER C FORMULA	P		2017-02-01
169 LIBERTY MEDIA CORP SER A FORMULAONE SER A MEDIA	P		2017-02-01
135 LIBERTY MEDIA CORP SER C BRAVES GROUP SER C	P		2017-02-01
250 LIBERTY TRIPADVISOR HLDGS INC A	P		2017-02-01
2,500 MSG NETWORK INC A	P		2017-02-01
833 MADISON SQUARE GARDEN CO A	P		2017-02-01
4,700 MICROSOFT CORP	P		2017-02-01

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)
15,703		4,892	10,811
172,905		148,473	24,432
1,331		128	1,203
9,788		537	9,251
4,948		268	4,680
2,693		213	2,480
4,359		2,674	1,685
58,159		6,429	51,730
145,085		16,509	128,576
299,525		95,451	204,074

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	
			10,811
			24,432
			1,203
			9,251
			4,680
			2,480
			1,685
			51,730
			128,576
			204,074

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.)
5,000 MONDELEZ INTL INC	P		2017-02-01
5,000 NCR CORP	P		2017-02-01
4,000 NATIONAL FUEL GAS CO	P		2017-02-01
2,500 NEWS CORP A	P		2017-02-01
3,150 ADR NOVARTIS AG SPONSORED ADR	P		2017-02-01
11,610 PFIZER INC	P		2017-02-01
2,100 PROCTER & GAMBLE CO	P		2017-02-01
6,700 PROLOGIS INC	P		2017-02-01
4,500 RPC INC	P	2009-08-28	2017-02-01
2,500 RYMAN HOSPITALITY PPTYS INC	P		2017-02-01

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)
219,019		93,681	125,338
211,436		64,762	146,674
219,974		176,427	43,547
30,526		17,181	13,345
230,652		136,974	93,678
364,208		213,546	150,662
183,094		119,612	63,482
324,707		187,785	136,922
95,872		16,483	79,389
151,588		56,204	95,384

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	
			125,338
			146,674
			43,547
			13,345
			93,678
			150,662
			63,482
			136,922
			79,389
			95,384

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)
1,500 SCRIPPS NETWORKS INTERACTIVE INC A	P	2002-02-22	2017-02-01
5,000 SOUTHWEST GAS CORP	P	2003-11-03	2017-02-01
4,000 STATE STREET CORP	P		2017-02-01
956 5 TELEPHONE & DATA SYS INC	P	2009-05-06	2017-02-01
2,100 3M CO	P		2017-02-01
5,000 TIME WARNER INC	P		2017-02-01
2,400 ADR TOTAL SA	P	2009-09-21	2017-02-01
1,500 TREDEGAR CORP INC	P		2017-02-01
10,000 TWENTY-FIRST CENTURY FOX INC A	P		2017-02-01
4,000 ADR UNILEVER PLC SPONSORED ADR	P		2017-02-01

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)
113,246		51,741	61,505
394,441		113,690	280,751
305,133		186,024	119,109
28,205		27,393	812
366,888		139,291	227,597
484,092		120,369	363,723
120,210		147,224	-27,014
34,613		25,140	9,473
312,844		127,445	185,399
163,717		110,361	53,356

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	
			61,505
			280,751
			119,109
			812
			227,597
			363,723
			-27,014
			9,473
			185,399
			53,356

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)
3,000 U S CELLULAR CORPORATION	P	2003-10-02	2017-02-01
2,000 UNITED TECHNOLOGIES CORP	P		2017-02-01
6,000 VERIZON COMMUNICATIONS	P		2017-02-01
4,000 VIACOM INC A	P		2017-02-01
7,600 WASTE MGMT INC	P		2017-02-01
3,000 WATTS INDUSTRIES INC	P	2002-02-22	2017-02-01
3,800 WELLTOWER INC REIT	P		2017-02-01
4,000 WESTAR ENERGY INC	P		2017-02-01
2,000 XYLEM INC	P		2017-02-01
525 LIBERTY GLOBAL PLC A	P		2017-02-01

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)
127,466		89,180	38,286
216,875		109,126	107,749
292,327		175,242	117,085
178,295		131,845	46,450
524,926		250,901	274,025
197,703		47,271	150,432
249,563		125,112	124,451
218,464		51,251	167,213
97,958		55,474	42,484
18,942		3,897	15,045

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	
			38,286
			107,749
			117,085
			46,450
			274,025
			150,432
			124,451
			167,213
			42,484
			15,045

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)
1,575 LIBERTY GLOBAL PLC SER C	P		2017-02-01
65 REORG/LIBERTY MANDATORY EXCHANGE LIBERTY 2-1-2018	P		2017-02-01
196 LILAC GROUP CL C	P		2017-02-01
100,000 GENERAL ELEC CAP CORP INTERNOTES BOOK ENTRY MTN 5% DUE 8-15-2017	P	2009-08-18	2017-08-15
2,000 INVESTMENT AB KINNEVIK B	P	2016-02-26	2017-03-02
CLASS ACTION PROCEEDS - PFIZER INC	P		2017-01-06
CLASS ACTION PROCEEDS - SPRINT NEXTEL CORPORATION	P		2017-02-27
CLASS ACTION PROCEEDS - THE BANK OF NEW YORK MELLON CORPORATION	P		2017-04-13
CLASS ACTION PROCEEDS - SPRINT NEXTEL CORPORATION	P		2017-06-30
CLASS ACTION PROCEEDS - THE BANK OF NEW YORK MELLON CORPORATION	P		2017-08-07

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

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
54,765		10,814	43,951
1,473		530	943
4,306		1,509	2,797
100,000		100,000	0
53,723		50,559	3,164
105			105
32			32
1,281			1,281
33			33
1,281			1,281

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			(I) 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	
			43,951
			943
			2,797
			0
			3,164
			105
			32
			1,281
			33
			1,281

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)
FOREIGN TAX RECLAIMS	P		2017-12-31
CAPITAL GAINS DIVIDENDS	P		

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

(e) Gross sales price	Depreciation allowed (f) (or allowable)	Cost or other basis (g) plus expense of sale	Gain or (loss) (h) (e) plus (f) minus (g)
		4,253	-4,253
278,872			278,872


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	Adjusted basis (j) as of 12/31/69	Excess of col (i) (k) over col (j), if any	
			-4,253
			278,872

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)				
a <i>Paid during the year</i>				
GLADSTONE INSTITUTES 1650 OWENS STREET SAN FRANCISCO, CA 94158		PUBLIC CHARITY	HIV/AIDS RESEARCH	250,000
THE SCRIPPS RESEARCH INSTITUTE 10550 N TORREY PINES ROAD LA JOLLA, CA 92037		PUBLIC CHARITY	HIV/AIDS RESEARCH	250,000
UC DAVIS 202 COUSTEAU PLACE SUITE 185 DAVIS, CA 95618		PUBLIC CHARITY	HIV/AIDS RESEARCH	200,000
Total ▶ 3a				1,500,000

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)				
a <i>Paid during the year</i>				
UC SAN DIEGO FOUNDATION 9500 GILMAN DRIVE 0940 LA JOLLA, CA 920930940		PUBLIC CHARITY	HIV/AIDS RESEARCH	450,000
UCLA FOUNDATION 10920 WILSHIRE BLVD SUITE 900 960 LOS ANGELES, CA 900246519		PUBLIC CHARITY	HIV/AIDS RESEARCH	350,000
Total 				1,500,000
3a				

TY 2017 Accounting Fees Schedule**Name:** JAMES B PENDLETON CHARITABLE TRUST**EIN:** 95-6944277**Accounting Fees Schedule**

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
VON HARTEN & COMPANY INC PS	62,901	56,611		6,290

TY 2017 Investments Corporate Bonds Schedule**Name:** JAMES B PENDLETON CHARITABLE TRUST**EIN:** 95-6944277**Investments Corporate Bonds Schedule**

Name of Bond	End of Year Book Value	End of Year Fair Market Value
GENERAL ELECTRIC CAP CP 4.55% 3/15/18	100,000	99,966

TY 2017 Investments - Other Schedule**Name:** JAMES B PENDLETON CHARITABLE TRUST**EIN:** 95-6944277**Investments Other Schedule 2**

Category/ Item	Listed at Cost or FMV	Book Value	End of Year Fair Market Value
BLACKROCK HIGH YIELD BD PORTFOLIO	AT COST	2,009,122	2,024,673
DOUBLELINE CORE FIXED INCOME FUND	AT COST	1,530,000	1,544,179
FLEXSHARES IBOXX\$ 3 YR TARGET TIPS INDEX	AT COST	497,200	487,000
FLEXSHARES MORNINGSTAR GLOBAL UPSTREAM NAT RES	AT COST	811,370	898,830
ISHARES TR GLOBAL INFRASTRUCTURE ETF	AT COST	315,033	361,760
ISHARES TR RUSSELL 1000 GFROWTH ETF	AT COST	785,065	976,430
CAUSEWAY CAP MGMT INTL VALUE FD	AT COST	1,010,000	1,195,495
DFA EMERGING MKTS CORE EQUITY PORTFOLIO	AT COST	1,300,000	1,609,920
DFA INTL REAL ESTATE SECS PORTFOLIO	AT COST	450,000	489,313
DFA INTL SMALL CO PORTFOLIO	AT COST	539,230	628,564
DFA REAL ESTATE SECS PORTFOLIO	AT COST	351,316	358,292
DFA US L/C VALUE PORTFOLIO	AT COST	1,229,753	1,335,113
DFA US SMALL CAP PORTFOLIO	AT COST	811,994	852,871
HARDING LOEVNER INTL EQUITY PORTFOLIO	AT COST	656,046	790,440
NORTHERN BD INDEX FD	AT COST	1,150,000	1,157,182
NORTHERN MID CAP INDEX FD	AT COST	1,384,590	1,449,415
NORTHERN STK INDEX FD	AT COST	6,118,921	7,029,665
NORTHERN ULTRA SHORT FIXED INCOME FD	AT COST	2,000,947	1,998,351
VANGUARD EMERGING MKTS STK INDEX	AT COST	600,000	697,220
VANGUARD FTSE ALL WORLD EX-US INDEX	AT COST	2,885,000	3,366,076
ACCRUED INCOME ON INVESTMENTS	AT COST	0	1,596

TY 2017 Legal Fees Schedule**Name:** JAMES B PENDLETON CHARITABLE TRUST**EIN:** 95-6944277

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
GREENBERG GLUSKER	2,445	2,200		245

TY 2017 Other Assets Schedule**Name:** JAMES B PENDLETON CHARITABLE TRUST**EIN:** 95-6944277**Other Assets Schedule**

Description	Beginning of Year - Book Value	End of Year - Book Value	End of Year - Fair Market Value
INCOME REPORTED ON TAX RETURN NOT YET RECEIVED	4,960	13,672	13,672

TY 2017 Other Expenses Schedule**Name:** JAMES B PENDLETON CHARITABLE TRUST**EIN:** 95-6944277**Other Expenses Schedule**

Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
TELEPHONE EXPENSE	176	88		88
PAYROLL PROCESSING EXPENSE	1,191	298		893
MEMBERSHIP DUES	1,097	549		548
OFFICE SUPPLIES	154	77		77
BANK CHARGES	223	112		111
COMPUTER EXPENSES	3,303	1,652		1,651
POSTAGE	80	40		40
STATE REGISTRATION FEES	160	0		160

TY 2017 Other Liabilities Schedule**Name:** JAMES B PENDLETON CHARITABLE TRUST**EIN:** 95-6944277

Description	Beginning of Year - Book Value	End of Year - Book Value
CREDIT CARD PAYABLE	0	5,354
REFUND PAYABLE	0	12,957

TY 2017 Other Professional Fees Schedule**Name:** JAMES B PENDLETON CHARITABLE TRUST**EIN:** 95-6944277

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
INVESTMENT MANAGEMENT - GARLAND CAPITAL MANAGEMENT INC	1,620	1,620		0
INVESTMENT MANAGEMENT - GAMCO INVESTORS INC	10,403	10,403		0
INVESTMENT MANAGEMENT - BNY MELLON NA	2,394	2,394		0
INVESTMENT MANAGEMENT - NORTHERN TRUST BANK	101,928	101,928		0

TY 2017 Taxes Schedule**Name:** JAMES B PENDLETON CHARITABLE TRUST**EIN:** 95-6944277

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
PAYROLL TAXES	13,077	3,269		9,808
FEDERAL EXCISE TAX PAYMENTS	110,000	0		0
FOREIGN TAXES PAID	15,647	15,647		0