

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 01-01-2018, and ending 12-31-2018

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 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) ▶ \$ <u>26,348,311</u>	J Accounting method: <input checked="" type="checkbox"/> Cash <input type="checkbox"/> Accrual <input type="checkbox"/> Other (specify) _____ <i>(Part I, column (d) must be on cash basis)</i>	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	3,565	3,565		
	4 Dividends and interest from securities	739,209	739,209		
	5a Gross rents				
	b Net rental income or (loss)				
	6a Net gain or (loss) from sale of assets not on line 10	640,058			
	b Gross sales price for all assets on line 6a	3,942,798			
	7 Capital gain net income (from Part IV, line 2)		640,058		
	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	1,382,832	1,382,832			
Operating and Administrative Expenses	13 Compensation of officers, directors, trustees, etc	180,000	45,000		135,000
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits	21,120	5,280		15,840
	16a Legal fees (attach schedule)	362	326		36
	b Accounting fees (attach schedule)	73,922	66,530		7,392
	c Other professional fees (attach schedule)	106,753	106,753		0
	17 Interest				
	18 Taxes (attach schedule) (see instructions)	23,480	18,480		0
	19 Depreciation (attach schedule) and depletion				
	20 Occupancy	12,359	6,180		6,179
	21 Travel, conferences, and meetings	1,330	665		665
	22 Printing and publications				
	23 Other expenses (attach schedule)	7,299	2,085		5,214
	24 Total operating and administrative expenses. Add lines 13 through 23	426,625	251,299		170,326
	25 Contributions, gifts, grants paid	1,000,000			1,000,000
26 Total expenses and disbursements. Add lines 24 and 25	1,426,625	251,299		1,170,326	
27 Subtract line 26 from line 12					
a Excess of revenue over expenses and disbursements	-43,793				
b Net investment income (if negative, enter -0-)		1,131,533			
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	502,451	261,132	261,132
	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)			
	c Investments—corporate bonds (attach schedule)	100,000	0	0
	11 Investments—land, buildings, and equipment basis ▶ _____ Less accumulated depreciation (attach schedule) ▶ _____			
	12 Investments—mortgage loans			
	13 Investments—other (attach schedule)	26,435,587	26,713,257	26,071,029
	14 Land, buildings, and equipment basis ▶ _____ Less accumulated depreciation (attach schedule) ▶ _____			
15 Other assets (describe ▶ _____)	13,672	16,150	16,150	
16 Total assets (to be completed by all filers—see the instructions Also, see page 1, item I)	27,051,710	26,990,539	26,348,311	
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 ▶ _____)	18,311	933	
	23 Total liabilities (add lines 17 through 22)	18,311	933	
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	27,033,399	26,989,606	
	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)	27,033,399	26,989,606		
31 Total liabilities and net assets/fund balances (see instructions) .	27,051,710	26,990,539		

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	27,033,399
2 Enter amount from Part I, line 27a	2	-43,793
3 Other increases not included in line 2 (itemize) ▶ _____	3	0
4 Add lines 1, 2, and 3	4	26,989,606
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	26,989,606

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)	2	640,058
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))
2017	1,529,121	28,078,813	0.054458
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

2 Total of line 1, column (d)	2	0.246959
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	0.049392
4 Enter the net value of noncharitable-use assets for 2018 from Part X, line 5	4	29,049,221
5 Multiply line 4 by line 3	5	1,434,799
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	11,315
7 Add lines 5 and 6	7	1,446,114
8 Enter qualifying distributions from Part XII, line 4	8	1,170,326

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', and 'Tax based on investment income'. Total amount owed is 9,839.

Part VII-A Statements Regarding Activities

Table with 10 rows for activity statements. Questions include 'Did the foundation attempt to influence any national, state, or local legislation?' and 'Did the foundation have at least \$5,000 in assets at any time during the year?'. Includes Yes/No columns.

Part VII-A Statements Regarding Activities (continued)

Table with 3 columns: Question, Yes, No. Rows 11-13 regarding controlled entities, distribution to donor advised funds, and public inspection requirements.

14 The books are in care of VON HARTEN COMPANY INC PS Telephone no (206) 443-9017

Located at 2101 FOURTH AVENUE SUITE 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 and enter the amount of tax-exempt interest received or accrued during the year 15

Table with 3 columns: Question, Yes, No. Row 16 regarding interest in foreign countries.

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

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

Main table with 3 columns: Question, Yes, No. Rows 1a-4b regarding Form 4720 exceptions and requirements.

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

3 Five highest-paid independent contractors for professional services (see instructions). If none, enter "NONE".		
(a) Name and address of each person paid more than \$50,000	(b) Type of service	(c) Compensation
THE NORTHERN TRUST COMPANY 1301 SECOND AVENUE 2600 SEATTLE, WA 98101	INVESTMENT MANAGEMENT	106,753
VON HARTEN & COMPANY INC PS 2101 FOURTH AVENUE 2050 SEATTLE, WA 98121	ACCOUNTING SERVICES	61,922
Total number of others receiving over \$50,000 for professional services.		0

Part IX-A Summary of Direct Charitable Activities

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

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

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

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

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes		
a	Average monthly fair market value of securities.	1a	28,883,837
b	Average of monthly cash balances.	1b	591,608
c	Fair market value of all other assets (see instructions).	1c	16,150
d	Total (add lines 1a, b, and c).	1d	29,491,595
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	29,491,595
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions).	4	442,374
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4.	5	29,049,221
6	Minimum investment return. Enter 5% of line 5.	6	1,452,461

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	1,452,461
2a	Tax on investment income for 2018 from Part VI, line 5.	2a	22,631
b	Income tax for 2018 (This does not include the tax from Part VI).	2b	
c	Add lines 2a and 2b.	2c	22,631
3	Distributable amount before adjustments. Subtract line 2c from line 1.	3	1,429,830
4	Recoveries of amounts treated as qualifying distributions.	4	0
5	Add lines 3 and 4.	5	1,429,830
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	1,429,830

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	1,170,326
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	1,170,326
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	0
6	Adjusted qualifying distributions. Subtract line 5 from line 4.	6	1,170,326

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 2017	(c) 2017	(d) 2018
1 Distributable amount for 2018 from Part XI, line 7				1,429,830
2 Undistributed income, if any, as of the end of 2018				
a Enter amount for 2017 only.			714,451	
b Total for prior years 20___, 20___, 20___		0		
3 Excess distributions carryover, if any, to 2018				
a From 2013.				
b From 2014.				
c From 2015.				
d From 2016.				
e From 2017.				
f Total of lines 3a through e.	0			
4 Qualifying distributions for 2018 from Part XII, line 4 ▶ \$ <u>1,170,326</u>				
a Applied to 2017, but not more than line 2a			714,451	
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.				455,875
e Remaining amount distributed out of corpus	0			
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	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 2017 Subtract line 4a from line 2a Taxable amount—see instructions			0	
f Undistributed income for 2018 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2019				973,955
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 (see instructions).	0			
9 Excess distributions carryover to 2019. Subtract lines 7 and 8 from line 6a	0			
10 Analysis of line 9				
a Excess from 2014.				
b Excess from 2015.				
c Excess from 2016.				
d Excess from 2017.				
e Excess from 2018.				

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 2018, enter the date of the ruling. ▶					
b Check box to indicate whether the organization is a private operating foundation described in section <input type="checkbox"/> 4942(j)(3) or <input type="checkbox"/> 4942(j)(5)					
2a Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed	Tax year	Prior 3 years			(e) Total
	(a) 2018	(b) 2017	(c) 2016	(d) 2015	
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))

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

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				
b <i>Approved for future payment</i>				
Total ▶ 3b				

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	17,889 09 MFB NORTHERN STK INDEX FD	P		2018-01-30
1	5,500 MFC VANGUARD FTSE ALL WORLD EX US ETF	P	2018-02-06	2018-06-15
	34,381 14 MFB NORTHERN ULTRA SHORT FIXED INCOME FD	P	2017-02-03	2018-02-06
	14,492 75 MFB NORTHERN BD INDEX FD	P	2017-02-03	2018-02-06
	3,063 73 MFB NORTHERN STK INDEX FD	P	2017-02-03	2018-03-08
	5,889 28 MFO CAUSEWAY INTL VALUE FD INSTL CL	P	2017-02-03	2018-03-09
	3,050 64 MFB NORTHERN STK INDEX FD	P	2017-02-03	2018-03-14
	4,715 15 MFB NORTHERN STK INDEX FD	P	2017-02-03	2018-04-16
	13,020 83 BLACKROCK HIGH YIELD BD PORTFOLIO	P	2017-02-03	2018-05-14
	9,560 23 MGO DFA INTL REAL ESTATE SECS PORT	P	2017-02-08	2018-05-14

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)
600,000		507,985	92,015
294,522		303,447	-8,925
350,000		350,688	-688
150,000		150,000	0
100,000		84,804	15,196
100,000		84,923	15,077
100,000		84,442	15,558
150,000		130,525	19,475
100,000		100,781	-781
50,000		45,889	4,111

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	
			92,015
			-8,925
			-688
			0
			15,196
			15,077
			15,558
			19,475
			-781
			4,111

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)
1,000 MFC FLEXSHARES MORNINGSTAR GLOBAL UPSTREAM NAT RES INDEX	P	2017-02-14	2018-05-14
1 2,530 36 MFB NORTHN MID CAP INDEX FD	P	2017-02-03	2018-05-14
3,079 77 MFB NORTHERN FDS STK INDEX FD	P	2017-02-03	2018-05-14
250 ISHARES RUSSELL 1000 GROTH INDEX	P	2017-02-01	2018-05-15
8,971 29 MFO VANGUARD FTSE ALL WORLD EX-US INDEX	P	2017-02-03	2018-06-15
14,478 76 MFO DFA INTL REAL ESTATE SECS PORT	P		2018-07-05
1,404 1 MFO DFA REAL ESTATE SECS PORTFOLIO	P		2018-07-05
29,556 65 MFB NORTHERN ULTRA SHORT FIXED INCOME FD	P		2018-08-01
3,500 MFC FLEXSHARES IBOXX 3 YR TARGET DURATION TIPS INDEX FD	P	2017-02-03	2018-08-31
200 ISHARES RUSSELL 1000 GROWTH INDEX	P	2017-02-01	2018-08-31

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)
35,109		30,350	4,759
50,000		46,559	3,441
100,000		85,248	14,752
35,207		27,071	8,136
300,000		258,104	41,896
75,000		69,226	5,774
50,000		48,596	1,404
300,000		301,773	-1,773
84,349		87,010	-2,661
31,067		21,657	9,410

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	
			4,759
			3,441
			14,752
			8,136
			41,896
			5,774
			1,404
			-1,773
			-2,661
			9,410

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)
3,091 19 MFO VANGUARD FTSE ALL WORLD EX-US INDEX	P	2017-08-25	2018-08-31
1 2,615 06 MFO DFA INTL SMALL CO PORTFOLIO FD	P	2017-02-03	2018-10-12
400 ISHARES RUSSELL 1000 GROWTH INDEX	P	2017-02-01	2018-10-12
6,983 24 MFB NORTHERN STK INDX FD	P	2017-02-03	2018-10-31
\$100,000 GEN ELEC CAP CORP 4 55% DUE 03-15-2018	P	2010-03-08	2018-03-15
CLASS ACTION PROCEEDS - BANK OF NEW YORK MELLON CORP	P		2018-07-27
CLASS ACTION PROCEEDS - BANK OF NEW YORK MELLON CORP	P		2018-11-16
CAPITAL GAINS DIVIDENDS	P		

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

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
100,000		99,536	464
50,000		47,516	2,484
58,073		43,314	14,759
225,000		193,296	31,704
100,000		100,000	0
95			95
93			93
354,283			354,283

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	
			464
			2,484
			14,759
			31,704
			0
			95
			93
			354,283

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

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a <i>Paid during the year</i>				
J DAVID GLADSTONE INSTITUTES 1650 OWENS STREET SAN FRANCISCO, CA 94158		PUBLIC CHARITY	HIV/AIDS RESEARCH	200,000
SCRIPPS RESEARCH INSTITUTE 10550 N TORREY PINES ROAD LA JOLLA, CA 92037		PUBLIC CHARITY	HIV/AIDS RESEARCH	200,000
THE UCLA FOUNDATION 10920 WILSHIRE BLVD SUITE 1400 LOS ANGELES, CA 90024		PUBLIC CHARITY	HIV/AIDS RESEARCH	100,000
Total				1,000,000



3a

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

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
UC DAVIS - UNIVERSITY OF CALIFORNIA 202 COUSTEAU PLACE SUITE 185 DAVIS, CA 95618		PUBLIC CHARITY	HIV/AIDS RESEARCH	200,000
UC SAN DIEGO FOUNDATION 9500 GILMAN DRIVE 0940 LA JOLLA, CA 92093		PUBLIC CHARITY	HIV/AIDS RESEARCH	300,000
Total ▶ 3a				1,000,000

TY 2018 Accounting Fees Schedule**Name:** JAMES B PENDLETON CHARITABLE TRUST**EIN:** 95-6944277

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
ACCOUNTING FEES - VON HARTEN & COMPANY INC PS	61,922	55,730		6,192
AUDIT FEES - PETERSON SULLIVAN LLP	12,000	10,800		1,200

TY 2018 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	1,910,984	1,763,033
DOUBLELINE CORE FIXED INCOME FUND	AT COST	2,055,000	2,013,079
FLEXSHARES IBOXX\$ 3 YR TARGET TIPS INDEX	AT COST	410,190	393,030
FLEXSHARES MORNINGSTAR GLOBAL UPSTREAM NAT RES	AT COST	842,634	819,840
ISHARES TR GLOBAL INFRASTRUCTURE ETF	AT COST	315,033	315,040
ISHARES TR RUSSELL 1000 GROWTH ETF	AT COST	909,737	1,047,280
CAUSEWAY CAP MGMT INTL VALUE FD	AT COST	931,915	866,162
DFA EMERGING MKTS CORE EQUITY PORTFOLIO	AT COST	1,300,000	1,334,666
DFA INTL REAL ESTATE SECS PORTFOLIO	AT COST	334,885	320,173
DFA INTL SMALL CO PORTFOLIO	AT COST	513,779	451,151
DFA REAL ESTATE SECS PORTFOLIO	AT COST	302,719	285,901
DFA US L/C VALUE PORTFOLIO	AT COST	1,291,242	1,157,349
DFA US SMALL CAP PORTFOLIO	AT COST	1,046,954	900,390
HARDING LOEVNER INTL EQUITY PORTFOLIO	AT COST	656,046	670,035
NORTHERN BD INDEX FD	AT COST	1,700,000	1,674,214
NORTHERN MID CAP INDEX FD	AT COST	1,422,838	1,223,232
NORTHERN STK INDEX FD	AT COST	5,586,776	5,803,445
NORTHERN ULTRA SHORT FIXED INCOME FD	AT COST	1,648,821	1,638,639
VANGUARD EMERGING MKTS STK INDEX	AT COST	600,000	579,982
VANGUARD FTSE ALL WORLD EX-US INDEX	AT COST	2,827,360	2,707,195
VANGUARD FTSE EMERGING MKTS STK ETF	AT COST	106,344	106,680
ACCRUED INCOME FROM SECURITIES	AT COST	0	513

TY 2018 Legal Fees Schedule**Name:** JAMES B PENDLETON CHARITABLE TRUST**EIN:** 95-6944277

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
LEGAL FEES - GREENBERG GLUSKER LLP	362	326		36

TY 2018 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	13,672	16,150	16,150

TY 2018 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
PAYROLL PROCESSING EXPENSE	1,278	319		959
DUES AND SUBSCRIPTIONS	1,218	609		609
BANK CHARGES	14	7		7
POSTAGE	48	24		24
STATE REGISTRATION FEES	235	0		235
INSURANCE	4,506	1,126		3,380

TY 2018 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	5,354	933
REFUND PAYABLE	12,957	0

TY 2018 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 FEES - THE NORTHERN TRUST COMPANY	106,753	106,753		0

TY 2018 Taxes Schedule**Name:** JAMES B PENDLETON CHARITABLE TRUST**EIN:** 95-6944277

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
FEDERAL EXCISE TAX PAYMENTS	5,000	0		0
FOREIGN TAXES PAID	18,480	18,480		0