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EXTENDED TO NOVEMBER 15, 2016
Return of Private Foundation

Form **990-PF**

Department of the Treasury
Internal Revenue Service

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

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► Information about Form 990-PF and its separate instructions is at www.irs.gov/form990pf.

OMB No. 1545-0052

2015

Open to Public Inspection

For calendar year 2015 or tax year beginning

, and ending

Name of foundation		A Employer identification number		
THE CHARLES SEE FOUNDATION		95-6038358		
Number and street (or P O box number if mail is not delivered to street address)		Room/suite		
1215 120TH AVE. NE		202		
City or town, state or province, country, and ZIP or foreign postal code				
BELLEVUE, WA 98005				
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		
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		
I Fair market value of all assets at end of year (from Part II, col. (c), line 16)		J Accounting method: <input checked="" type="checkbox"/> Cash <input type="checkbox"/> Accrual <input type="checkbox"/> Other (specify) _____		
► \$ 3,729,956.		(Part I, column (d) must be on cash basis)		
Part I Analysis of Revenue and Expenses (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a))		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income
1 Contributions, gifts, grants, etc., received		2,524,000.		N/A
2 Check ► <input type="checkbox"/> if the foundation is not required to attach Sch B Interest on savings and temporary cash investments				
3				
4 Dividends and interest from securities		45,158.	44,760.	STATEMENT 1
5a Gross rents				
b Net rental income or (loss)				
6a Net gain or (loss) from sale of assets not on line 10 Gross sales price for all assets on line 6a		11,018.		
6b		467,036.		
7 Capital gain net income (from Part IV, line 2)		11,018.		
8 Net short-term capital gain				
9 Income modifications Gross sales less returns and allowances				
10a				
b Less Cost of goods sold				
c Gross profit or (loss)				
11 Other income				
12 Total Add lines 1 through 11		2,580,176.	55,778.	
13 Compensation of officers, directors, trustees, etc		0.	0.	0.
14 Other employee salaries and wages				
15 Pension plans, employee benefits				
16a Legal fees		STMT 2	15,114.	7,557.
b Accounting fees		STMT 3	4,265.	2,133.
c Other professional fees		STMT 4	3,588.	1,794.
17 Interest				
18 Taxes		STMT 5	1,059.	958.
19 Depreciation and depletion				
20 Occupancy				
21 Travel, conferences, and meetings			876.	877.
22 Printing and publications				
23 Other expenses		STMT 6	18,232.	17,352.
24 Total operating and administrative expenses. Add lines 13 through 23			44,011.	30,670.
25 Contributions, gifts, grants paid			180,200.	180,200.
26 Total expenses and disbursements. Add lines 24 and 25			224,211.	30,670.
27 Subtract line 26 from line 12:			2,355,965.	25,108.
a Excess of revenue over expenses and disbursements				
b Net investment income (if negative, enter -0-)				
c Adjusted net income (if negative, enter -0-)				N/A

523501
11-24-15 LHA For Paperwork Reduction Act Notice, see instructions.

Form **990-PF** (2015)



Part II Balance Sheets		Attached schedules and amounts in the description column should be for end-of-year amounts only		
Assets	Description	Beginning of year	End of year	
		(a) Book Value	(b) Book Value	(c) Fair Market Value
1	Cash - non-interest-bearing	4,159.	3,058.	3,058.
2	Savings and temporary cash investments	47,177.	231,744.	231,744.
3	Accounts receivable ►			
	Less: allowance for doubtful accounts ►			
4	Pledges receivable ►			
	Less: allowance for doubtful accounts ►			
5	Grants receivable			
6	Receivables due from officers, directors, trustees, and other disqualified persons			
7	Other notes and loans receivable ►			
	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			
b	Investments - corporate stock	STMT 7	403,987.	1,406,641.
c	Investments - corporate bonds	STMT 8	532,785.	1,077,608.
11	Investments - land, buildings, and equipment basis ►			
	Less accumulated depreciation			
12	Investments - mortgage loans			
13	Investments - other	STMT 9	355,220.	980,242.
14	Land, buildings, and equipment basis ►			
	Less accumulated depreciation			
15	Other assets (describe ►)			
16	Total assets (to be completed by all filers - see the instructions. Also, see page 1, item I)		1,343,328.	3,699,293.
				3,729,956.
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			
22	Other liabilities (describe ►)			
23	Total liabilities (add lines 17 through 22)		0.	0.
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			
27	Foundations that do not follow SFAS 117, check here ► <input checked="" type="checkbox"/>			
	and complete lines 27 through 31.			
28	Capital stock, trust principal, or current funds	0.	0.	
29	Paid-in or capital surplus, or land, bldg., and equipment fund	1,517,388.	1,517,388.	
30	Retained earnings, accumulated income, endowment, or other funds	-174,060.	2,181,905.	
31	Total net assets or fund balances	1,343,328.	3,699,293.	
31	Total liabilities and net assets/fund balances	1,343,328.	3,699,293.	

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	1,343,328.
2	Enter amount from Part I, line 27a	2	2,355,965.
3	Other increases not included in line 2 (itemize) ►	3	0.
4	Add lines 1, 2, and 3	4	3,699,293.
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	3,699,293.

Part IV Capital Gains and Losses for Tax on Investment Income

(a) List and describe the kind(s) of property sold (e.g., real estate, 2-story brick warehouse; or common stock, 200 shs. MLC Co.)			(b) How acquired P - Purchase D - Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
1a PUBLICLY TRADED SECURITIES			P		
b PUBLICLY TRADED SECURITIES			P		
c PUBLICLY TRADED SECURITIES			P		
d SETTLEMENT - CLASS ACTION SUIT			P		
e CAPITAL GAINS DIVIDENDS					
(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 153,384.		154,116.	-732.		
b 112,576.		111,566.	1,010.		
c 181,267.		190,336.	-9,069.		
d 194.			194.		
e 19,615.			19,615.		
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			
a			-732.		
b			1,010.		
c			-9,069.		
d			194.		
e			19,615.		
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	11,018.	
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6): If gain, also enter in Part I, line 8, column (c). If (loss), enter -0- in Part I, line 8	{ }		3	N/A	

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

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

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

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

 Yes No

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

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

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col. (b) divided by col. (c))
2014	131,350.	1,533,098.	.085676
2013	126,284.	1,566,126.	.080635
2012	125,636.	1,578,179.	.079608
2011	137,337.	1,666,295.	.082421
2010	128,437.	1,625,665.	.079006
2 Total of line 1, column (d)			2 .407346
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 .081469
4 Enter the net value of noncharitable-use assets for 2015 from Part X, line 5			4 2,232,261.
5 Multiply line 4 by line 3			5 181,860.
6 Enter 1% of net investment income (1% of Part I, line 27b)			6 251.
7 Add lines 5 and 6			7 182,111.
8 Enter qualifying distributions from Part XII, line 4			8 193,460.

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)

1a Exempt operating foundations described in section 4940(d)(2), check here ► <input type="checkbox"/> and enter "N/A" on line 1.	1	251.
Date of ruling or determination letter: _____ (attach copy of letter if necessary-see instructions)		
b Domestic foundations that meet the section 4940(e) requirements in Part V, check here ► <input checked="" type="checkbox"/> and enter 1% of Part I, line 27b	2	0.
c All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, col. (b).		
2 Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)	3	251.
3 Add lines 1 and 2		
4 Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)	4	0.
5 Tax based on investment income. Subtract line 4 from line 3. If zero or less, enter -0-		
6 Credits/Payments:	5	251.
a 2015 estimated tax payments and 2014 overpayment credited to 2015		
b Exempt foreign organizations - tax withheld at source	6a	1,200.
c Tax paid with application for extension of time to file (Form 8868)	6b	
d Backup withholding erroneously withheld	6c	
7 Total credits and payments. Add lines 6a through 6d	7	1,200.
8 Enter any penalty for underpayment of estimated tax. Check here <input type="checkbox"/> if Form 2220 is attached	8	
9 Tax due If the total of lines 5 and 8 is more than line 7, enter amount owed		
10 Overpayment If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	9	949.
11 Enter the amount of line 10 to be: Credited to 2016 estimated tax ►		
	10	
	11	0.

Part VII-A Statements Regarding Activities

1a During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?	Yes	No
b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see instructions for the definition)?		
If the answer is "Yes" to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities.		
c Did the foundation file Form 1120-POL for this year?	1a	X
d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year:		
(1) On the foundation. ► \$ _____ 0. (2) On foundation managers. ► \$ _____ 0.		
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers. ► \$ _____ 0.	1b	X
2 Has the foundation engaged in any activities that have not previously been reported to the IRS?		
If "Yes," attach a detailed description of the activities.		
3 Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? If "Yes," attach a conformed copy of the changes	1c	
4a Did the foundation have unrelated business gross income of \$1,000 or more during the year?		
b If "Yes," has it filed a tax return on Form 990-T for this year?		
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year?	2	X
If "Yes," attach the statement required by General Instruction T.		
6 Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either:		
• By language in the governing instrument, or	3	X
• By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?		
7 Did the foundation have at least \$5,000 in assets at any time during the year? If "Yes," complete Part II, col. (c), and Part XV		
8a Enter the states to which the foundation reports or with which it is registered (see instructions) ►	4a	
WA		
b If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by General Instruction G? If "No," attach explanation		
9 Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2015 or the taxable year beginning in 2015 (see instructions for Part XIV)? If "Yes," complete Part XIV	4b	
10 Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses		

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)	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
11		<input checked="" type="checkbox"/> X	
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)	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
12		<input checked="" type="checkbox"/> X	
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
13		<input checked="" type="checkbox"/> X	
Website address ► <u>N/A</u>			
14	The books are in care of ► <u>RHONDA SLATER</u> Located at ► <u>1215 120TH AVE NE #202, BELLEVUE, WA</u>	Telephone no. ► <u>(425) 451-0780</u>	ZIP+4 ► <u>98005</u>
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	► <u>15</u>	<input type="checkbox"/> Yes
15			<input checked="" type="checkbox"/> X
16	At any time during calendar year 2015, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country? See the instructions for exceptions and filing requirements for FinCEN Form 114. If "Yes," enter the name of the foreign country ►	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
16			<input checked="" type="checkbox"/> X

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.		<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
1a	During the year did the foundation (either directly or indirectly):		
(1)	Engage in the sale or exchange, or leasing of property with a disqualified person?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
(2)	Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
(3)	Furnish goods, services, or facilities to (or accept them from) a disqualified person?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
(4)	Pay compensation to, or pay or reimburse the expenses of, a disqualified person?	<input checked="" type="checkbox"/> Yes	<input type="checkbox"/> 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)?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> 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.)	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
b	If any answer is "Yes" to 1a(1)-(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see instructions)? Organizations relying on a current notice regarding disaster assistance check here	► <u>1b</u>	<input checked="" type="checkbox"/> X
c	Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2015?	► <u>1c</u>	<input checked="" type="checkbox"/> X
2	Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5)):		
a	At the end of tax year 2015, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2015?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
	If "Yes," list the years ► <u>,</u> <u>,</u> <u>,</u> <u>,</u> <u>,</u>		
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.)	<u>N/A</u>	<u>2b</u>
c	If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here.		
	► <u>,</u> <u>,</u> <u>,</u> <u>,</u> <u>,</u>		
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
	If "Yes," did it have excess business holdings in 2015 as a result of (1) any purchase by the foundation or disqualified persons after May 26, 1969; (2) the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest; or (3) the lapse of the 10-, 15-, or 20-year first phase holding period? (Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2015.)	<u>N/A</u>	<u>3b</u>
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?		
b	Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2015?	<u>4a</u>	<u>X</u>
		<u>4b</u>	<u>X</u>

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

5a During the year did the foundation pay or incur any amount to:

(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))?
 Yes No

(2) Influence the outcome of any specific public election (see section 4955); or to carry on, directly or indirectly, any voter registration drive?
 Yes No

(3) Provide a grant to an individual for travel, study, or other similar purposes?
 Yes No

(4) Provide a grant to an organization other than a charitable, etc., organization described in section 4945(d)(4)(A)? (see instructions)
 Yes No

(5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals?
 Yes No

b If any answer is "Yes" to 5a(1)-(5), did any of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance (see instructions)?

Organizations relying on a current notice regarding disaster assistance check here

N/A

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?

N/A

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

6a Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract?

 Yes No

b Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract?

 Yes No

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

6b

X

7a At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction?

 Yes No

b If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction?

 Yes No

N/A

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.

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
SEE STATEMENT 10		0.	0.	0.

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

(a) Name and address of each employee paid more than \$50,000	(b) Title, and average hours per week devoted to position	(c) Compensation	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
NONE				

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

►

0

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

(a) Name and address of each person paid more than \$50,000	(b) Type of service	(c) Compensation
NONE		

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

0
Part IX-A **Summary of Direct Charitable Activities**

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

Expenses

1	N/A	
2		
3		
4		

Part IX-B **Summary of Program-Related Investments**

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

Amount

1	N/A	
2		
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	2,259,633.
b	Average of monthly cash balances	1b	6,622.
c	Fair market value of all other assets	1c	
d	Total (add lines 1a, b, and c)	1d	2,266,255.
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	2,266,255.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	33,994.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	2,232,261.
6	Minimum investment return. Enter 5% of line 5	6	111,613.

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	111,613.
2a	Tax on investment income for 2015 from Part VI, line 5	2a	251.
b	Income tax for 2015. (This does not include the tax from Part VI.)	2b	
c	Add lines 2a and 2b	2c	251.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	111,362.
4	Recoveries of amounts treated as qualifying distributions	4	0.
5	Add lines 3 and 4	5	111,362.
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	111,362.

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	193,460.
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	193,460.
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income. Enter 1% of Part I, line 27b	5	251.
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	193,209.

Note. The amount on line 6 will be used in Part V, column (b), in subsequent years when calculating whether the foundation qualifies for the section 4940(e) reduction of tax in those years.

Part XIII Undistributed Income (see instructions)

	(a) Corpus	(b) Years prior to 2014	(c) 2014	(d) 2015
1 Distributable amount for 2015 from Part XI, line 7				111,362.
2 Undistributed income, if any, as of the end of 2015			0.	
a Enter amount for 2014 only				
b Total for prior years:		0.		
3 Excess distributions carryover, if any, to 2015:				
a From 2010	49,342.			
b From 2011	55,510.			
c From 2012	48,481.			
d From 2013	49,438.			
e From 2014	56,839.			
f Total of lines 3a through e	259,610.			
4 Qualifying distributions for 2015 from Part XII, line 4: ► \$ 193,460.			0.	
a Applied to 2014, but not more than line 2a				
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 2015 distributable amount			111,362.	
e Remaining amount distributed out of corpus	82,098.			
5 Excess distributions carryover applied to 2015 (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:	341,708.			
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 2014. Subtract line 4a from line 2a. Taxable amount - see instr.		0.		
f Undistributed income for 2015. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2016		0.		
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (Election may be required - see instructions)	0.			0.
8 Excess distributions carryover from 2010 not applied on line 5 or line 7	49,342.			
9 Excess distributions carryover to 2016. Subtract lines 7 and 8 from line 6a	292,366.			
10 Analysis of line 9:				
a Excess from 2011	55,510.			
b Excess from 2012	48,481.			
c Excess from 2013	49,438.			
d Excess from 2014	56,839.			
e Excess from 2015	82,098.			

Part XV Supplementary Information (continued)

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

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a Paid during the year				
BEYOND TYPE ONE 545 MIDDLEFIELD RD #220 <u>MENLO PARK, CA 94025</u>		501(C)(3)	CHARITABLE	5,000.
ANIMAL PROTECTION SOCIETY PO BOX 1355 FRIDAY HARBOR, WA 98250		501(C)(3)	CHARITABLE CHARITABLE	20,000.
COMPASS HOUSING ALLIANCE 77 SOUTH WASHINGTON STREET <u>SEATTLE, WA 98104</u>		501(C)(3)	CHARITABLE	3,500.
COLLEGE OF THE DESERT FOUNDATION, VETERANS RESOURCE CENTER 43-500 MONTEREY AVE <u>PALM DESERT, CA 92260</u>		501(C)(3)	CHARITABLE	10,000.
DOUGLASS YOUTH DEVELOPMENT PO BOX 1013 <u>KENT, WA 98035</u>		501(C)(3)	CHARITABLE	1,000.
Total	SEE CONTINUATION SHEET(S)			► 3a 180,200.
b Approved for future payment				
NONE				
Total				► 3b 0.

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated.

	Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income
	(a) Business code	(b) Amount	(c) Exclu- sion code	(d) Amount	
1 Program service revenue:					
a					
b					
c					
d					
e					
f					
g Fees and contracts from government agencies					
2 Membership dues and assessments					
3 Interest on savings and temporary cash investments					
4 Dividends and interest from securities			14	45,158.	
5 Net rental income or (loss) from real estate:					
a Debt-financed property					
b Not debt-financed property					
6 Net rental income or (loss) from personal property					
7 Other investment income					
8 Gain or (loss) from sales of assets other than inventory			18	11,018.	
9 Net income or (loss) from special events					
10 Gross profit or (loss) from sales of inventory					
11 Other revenue:					
a					
b					
c					
d					
e					
12 Subtotal. Add columns (b), (d), and (e)		0.		56,176.	0.
13 Total. Add line 12, columns (b), (d), and (e)				13	56,176.
(See worksheet in line 13 instructions to verify calculations.)					

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

Schedule B

**(Form 990, 990-EZ,
or 990-PF)**

Department of the Treasury
Internal Revenue Service

Schedule of Contributors

- ▶ Attach to Form 990, Form 990-EZ, or Form 990-PF.
- ▶ Information about Schedule B (Form 990, 990-EZ, or 990-PF) and its instructions is at www.irs.gov/form990 .

OMB No 1545-0047

2015

Name of the organization

Employer identification number

THE CHARLES SEE FOUNDATION

95-6038358

Organization type (check one):

Filers of: _____ **Section:** _____

Form 990 or 990-EZ

- 501(c)() (enter number) organization
- 4947(a)(1) nonexempt charitable trust **not** treated as a private foundation
- 527 political organization
- 501(c)(3) exempt private foundation
- 4947(a)(1) nonexempt charitable trust treated as a private foundation
- 501(c)(3) taxable private foundation

Check if your organization is covered by the General Rule or a Special Rule.

Note. Only a section 501(c)(7), (8), or (10) organization can check boxes for both the General Rule and a Special Rule. See instructions.

General Rule

For an organization filing Form 990, 990-EZ, or 990-PF that received, during the year, contributions totaling \$5,000 or more (in money or property) from any one contributor. Complete Parts I and II. See instructions for determining a contributor's total contributions.

Special Rules

For an organization described in section 501(c)(3) filing Form 990 or 990-EZ that met the 33 1/3% support test of the regulations under sections 509(a)(1) and 170(b)(1)(A)(vi), that checked Schedule A (Form 990 or 990-EZ), Part II, line 13, 16a, or 16b, and that received from any one contributor, during the year, total contributions of the greater of (1) \$5,000 or (2) 2% of the amount on (i) Form 990, Part VIII, line 1h, or (ii) Form 990-EZ, line 1. Complete Parts I and II.

For an organization described in section 501(c)(7), (8), or (10) filing Form 990 or 990-EZ that received from any one contributor, during the year, total contributions of more than \$1,000 *exclusively* for religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals. Complete Parts I, II, and III.

For an organization described in section 501(c)(7), (8), or (10) filing Form 990 or 990-EZ that received from any one contributor, during the year, contributions *exclusively* for religious, charitable, etc., purposes, but no such contributions totaled more than \$1,000. If this box is checked, enter here the total contributions that were received during the year for an *exclusively* religious, charitable, etc., purpose. Do not complete any of the parts unless the **General Rule** applies to this organization because it received *nonexclusively* religious, charitable, etc., contributions totaling \$5,000 or more during the year ► \$ _____

Caution. An organization that is not covered by the General Rule and/or the Special Rules does not file Schedule B (Form 990, 990-EZ, or 990-PF), but it **must** answer "No" on Part IV, line 2, of its Form 990; or check the box on line H of its Form 990-EZ or on its Form 990-PF, Part I, line 2, to certify that it does not meet the filing requirements of Schedule B (Form 990, 990-EZ, or 990-PF).

LHA For Paperwork Reduction Act Notice, see the Instructions for Form 990, 990-EZ, or 990-PF. Schedule B (Form 990, 990-EZ, or 990-PF) (2015)

Name of organization

Employer identification number

THE CHARLES SEE FOUNDATION**95-6038358****Part I Contributors** (see instructions). Use duplicate copies of Part I if additional space is needed.

(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
1	<u>CHARLES B. SEE MARITAL TRUST</u> <u>CHICAGO, IL</u>	\$ <u>2,524,000.</u>	<input checked="" type="checkbox"/> Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <small>(Complete Part II for noncash contributions.)</small>
		\$ _____	<input type="checkbox"/> Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <small>(Complete Part II for noncash contributions.)</small>
		\$ _____	<input type="checkbox"/> Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <small>(Complete Part II for noncash contributions.)</small>
		\$ _____	<input type="checkbox"/> Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <small>(Complete Part II for noncash contributions.)</small>
		\$ _____	<input type="checkbox"/> Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <small>(Complete Part II for noncash contributions.)</small>
		\$ _____	<input type="checkbox"/> Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <small>(Complete Part II for noncash contributions.)</small>
		\$ _____	<input type="checkbox"/> Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <small>(Complete Part II for noncash contributions.)</small>
		\$ _____	<input type="checkbox"/> Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <small>(Complete Part II for noncash contributions.)</small>
		\$ _____	<input type="checkbox"/> Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <small>(Complete Part II for noncash contributions.)</small>

Name of organization

Employer identification number

THE CHARLES SEE FOUNDATION

95-6038358

Part II Noncash Property (see instructions) Use duplicate copies of Part II if additional space is needed

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
		\$ _____	_____
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
		\$ _____	_____
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
		\$ _____	_____
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
		\$ _____	_____
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
		\$ _____	_____
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
		\$ _____	_____

Name of organization

Employer identification number

THE CHARLES SEE FOUNDATION

Part III *Exclusively religious, charitable, etc., contributions to organizations described in section 501(c)(7), (8), or (10) that total more than \$1,000 for the year from any one contributor. Complete columns (a) through (e) and the following line entry. For organizations completing Part III, enter the total of exclusively religious, charitable, etc., contributions of \$1,000 or less for the year (Enter this info once) ► \$ _____*
Use duplicate copies of Part III if additional space is needed.

THE CHARLES SEE FOUNDATION

95-6038358

Part XV Supplementary Information

3 Grants and Contributions Paid During the Year (Continuation)

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
FIFTH AVENUE THEATRE 1308 5TH AVENUE SEATTLE, WA 98101		501(C)(3)	CHARITABLE	5,000.
FRED HUTCHINSON CANCER RESEARCH 1100 FAIRVIEW AVE NO. J5-200 SEATTLE, WA 98109		501(C)(3)	CHARITABLE	10,000.
HOSPICE OF SAN JUAN PO BOX 1434 FRIDAY HARBOR, WA 98250		501(C)(3)	CHARITABLE	5,000.
HUCKLEBERRY YOUTH PROGRAM 3310 GEARY BLVD, SAN FRANCISCO, CA 98118		501(C)(3)	CHARITABLE	5,000.
JENNIFER BEACH FOUNDATION PO BOX 7036 COVINGTON, WA 98042		501(C)(3)	CHARITABLE	20,000.
LIFEWIRE PO BOX 6398 BELLEVUE, WA 98008		501(C)(3)	CHARITABLE	10,000.
MARINE MAMMAL CENTER MARIN HEADLANDS GGNRA SAUSALITO, CA 94965		501(C)(3)	CHARITABLE	2,000.
NATIONAL DISASTER SEARCH DOG FOUNDATION 501 EAST OJAI AVENUE OJAI, CA 93023		501(C)(3)	CHARITABLE	2,000.
PEDIATRIC INTERIM CARE CENTER 328 4TH AVENUE SO. KENT, WA 98032		501(C)(3)	CHARITABLE	8,500.
PROJECT AVARY 1018 GRAND AVENUE SAN RAFAEL, CA 94901		501(C)(3)	CHARITABLE	5,000.
Total from continuation sheets				140,700.

THE CHARLES SEE FOUNDATION

95-6038358

Part XV Supplementary Information

3 Grants and Contributions Paid During the Year (Continuation)

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
PROJECT OPEN HAND 730 POLK STREET, FL 3 <u>SAN FRANCISCO, CA 94109</u>		501(C)(3)	CHARITABLE	1,000.
BLOOD WORKS NORTHWEST 921 TERRY AVE <u>SEATTLE, WA 98104</u>		501(C)(3)	CHARITABLE	5,000.
SALVATION ARMY PO BOX 84818 <u>SEATTLE, WA 98124</u>		501(C)(3)	CHARITABLE	3,000.
SAN FRANCISCO ART INSTITUTE 800 CHESTNUT STREET <u>SAN FRANCISCO, CA 94133</u>		501(C)(3)	CHARITABLE	2,000.
SAN JUAN COMM HOME TRUST PO BOX 2603 <u>FRIDAY HARBOR, WA 98250</u>		501(C)(3)	CHARITABLE	5,000.
SAN JUAN EMT ASSOCIATION PO BOX 1243 <u>FRIDAY HARBOR, WA 98250</u>		501(C)(3)	CHARITABLE	10,200.
REGENTS OF THE UNIVERSITY OF CA RESEARCH, EBRIE PO BOX 1908 <u>RANCHO CORDOVA, CA 95741</u>		501(C)(3)		5,000.
SAN JUAN ISLANDS MUSEUM OF ART PO BOX 339 <u>FRIDAY HARBOR, WA 98250</u>		501(C)(3)	CHARITABLE	2,000.
SHIELA DAVIDSON MEMORIAL SCHOLARSHIP, YVCC FOUNDATION PO BOX 22520 <u>YAKIMA, WA 98907</u>		501(C)(3)	CHARITABLE	5,000.
TEARS FOUNDATION 9617 181ST STREET CT E <u>PUYALLUP, WA 98375</u>		501(C)(3)	CHARITABLE	2,000.
Total from continuation sheets				

THE CHARLES SEE FOUNDATION

95-6038358

Part XV | Supplementary Information

3 Grants and Contributions Paid During the Year (Continuation)

Total from continuation sheets

523631
04-01-15

FORM 990-PF DIVIDENDS AND INTEREST FROM SECURITIES STATEMENT 1

SOURCE	GROSS AMOUNT	CAPITAL GAINS DIVIDENDS	(A) REVENUE PER BOOKS	(B) NET INVESTMENT INCOME	(C) ADJUSTED NET INCOME
ACCRUED INTEREST PAID	-803.	0.	-803.	-803.	
ACCRUED INTEREST SOLD	116.	0.	116.	116.	
AMORT OF ACQUISITION PREMIUM	-54.	0.	-54.	-54.	
BOND PREMIUM AMORTIZATION	-1,982.	0.	-1,982.	-1,982.	
DIVIDENDS - WASHINGTON TRUST BANK	39,263.	0.	39,263.	39,263.	
DIVIDENDS - WASHINGTON TRUST BANK	19,615.	19,615.	0.	0.	
INTEREST - WASHINGTON TRUST BANK	7,452.	0.	7,452.	7,452.	
INTEREST - WASHINGTON TRUST BANK	19.	0.	19.	19.	
OID - WASHINGTON TRUST BANK	749.	0.	749.	749.	
TAX-EXEMPT INTEREST	398.	0.	398.	0.	
TO PART I, LINE 4	64,773.	19,615.	45,158.	44,760.	

FORM 990-PF LEGAL FEES STATEMENT 2

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVESTMENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
LEGAL	15,114.	7,557.		7,557.
TO FM 990-PF, PG 1, LN 16A	15,114.	7,557.		7,557.

FORM 990-PF

ACCOUNTING FEES

STATEMENT 3

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
TAX PREPARATION & CONSULTING	4,265.	2,133.		2,132.
TO FORM 990-PF, PG 1, LN 16B	4,265.	2,133.		2,132.

FORM 990-PF

OTHER PROFESSIONAL FEES

STATEMENT 4

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
BOOKKEEPING	3,588.	1,794.		1,794.
TO FORM 990-PF, PG 1, LN 16C	3,588.	1,794.		1,794.

FORM 990-PF

TAXES

STATEMENT 5

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
TAXES AND LICENSES	40.	20.		20.
FOREIGN TAX PAID	938.	938.		0.
FEDERAL EXCISE TAX	81.	0.		0.
TO FORM 990-PF, PG 1, LN 18	1,059.	958.		20.

FORM 990-PF	OTHER EXPENSES	STATEMENT	6
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DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
INVESTMENT FEES	16,472.	16,472.		0.
BANK CHARGES	96.	48.		48.
MISCELLANEOUS	1,613.	806.		807.
OFFICE EXPENSE	51.	26.		25.
TO FORM 990-PF, PG 1, LN 23	18,232.	17,352.		880.

FORM 990-PF	CORPORATE STOCK	STATEMENT	7
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DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
CORPORATE STOCK (STATEMENT A)	1,406,641.	1,504,038.
TOTAL TO FORM 990-PF, PART II, LINE 10B	1,406,641.	1,504,038.

FORM 990-PF	CORPORATE BONDS	STATEMENT	8
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DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
CORPORATE BONDS (STATEMENT A)	1,077,608.	1,033,229.
TOTAL TO FORM 990-PF, PART II, LINE 10C	1,077,608.	1,033,229.

FORM 990-PF	OTHER INVESTMENTS	STATEMENT	9
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DESCRIPTION	VALUATION METHOD	BOOK VALUE	FAIR MARKET VALUE
OTHER INVESTMENTS (STATEMENT A)	COST	980,242.	957,887.
TOTAL TO FORM 990-PF, PART II, LINE 13		980,242.	957,887.

FORM 990-PF

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

STATEMENT 10

NAME AND ADDRESS	TITLE AND AVRG HRS/WK	COMPEN- SATION	EMPLOYEE BEN PLAN EXPENSE CONTRIB ACCOUNT
HARRY A. SEE 1215 120TH AVE NE #202 BELLEVUE, WA 98005	PRESIDENT/SECRETARY 2.00	0.	0.
RHONDA SLATER 1215 120TH AVE NE #202 BELLEVUE, WA 98005	ASST SECRETARY 1.00	0.	0.
RICHARD W. SEE 1215 120TH AVE NE #202 BELLEVUE, WA 98005	VICE PRESIDENT 1.00	0.	0.
BRUCE M. PYM 1215 120TH AVE NE #202 BELLEVUE, WA 98005	DIRECTOR 1.00	0.	0.
STEPHEN D. VARON 1215 120TH AVE NE #202 BELLEVUE, WA 98005	DIRECTOR 1.00	0.	0.
MAUREEN SEE 1215 120TH AVE NE #202 BELLEVUE, WA 98005	DIRECTOR 1.00	0.	0.
TOTALS INCLUDED ON 990-PF, PAGE 6, PART VIII		0.	0.

FORM 990-PF

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

STATEMENT 11

NAME AND ADDRESS OF PERSON TO WHOM APPLICATIONS SHOULD BE SUBMITTED

HARRY A. SEE, THE CHARLES SEE FOUNDATION
1215 120TH AVE NE #202
BELLEVUE, WA 98005

TELEPHONE NUMBER

425-451-0780

FORM AND CONTENT OF APPLICATIONS

SUBMIT LETTER DESCRIBING ORGANIZATION AND INTENDED USE OF FUNDS

ANY SUBMISSION DEADLINES

SUBMIT PRIOR TO NOV 1. SOME GIFTS ARE MADE EARLIER, BUT FINAL BOARD ACTION FOR THE YEAR OCCURS AROUND NOV. 15.

RESTRICTIONS AND LIMITATIONS ON AWARDS

GIFTS ARE MADE TO 501(C)(3) ORGANIZATIONS AND ALSO 170(C)(1) STATE AND LOCAL INSTITUTIONS.

THE CHARLES SEE FOUNDATION

95-6038358

Portfolio Holdings on December 31, 2015

	Number of Shares/Unit	Share/Unit Price (\$)	Market value (\$)	Cost basis (\$)
617560016 Charles See Foundation				
Equities				
AbbVie Inc CUSIP: 00287Y109	422 00	59 24	24,999 28	20,423 27
Alphabet Inc Cap Stk Cl A CUSIP: 02079K305	29 00	778 01	22,562 29	18,251.20
American Tower Corp Com CUSIP: 03027X100	105 00	96 95	10,179 75	7,686 53
Apple Inc CUSIP: 037833100	192.00	105 26	20,209 92	15,200 75
Applied Materials Inc CUSIP: 038222105	1,263.00	18 67	23,580 21	19,578.94
Artisan International Value Fund CUSIP: 04314H857	1,887.889	31.81	60,053 75	57,189 91
Cisco Systems Inc CUSIP: 17275R102	833.00	27 155	22,620 12	20,175.80
Comerica Inc CUSIP: 200340107	514 00	41 83	21,500 62	20,499 98
Constellation Brands Inc CUSIP: 21036P108	207.00	142.44	29,485.08	23,409.77
Costco Wholesale Corp CUSIP: 22160K105	143.00	161.50	23,094 50	15,535.15
Delta Air Lines Inc CUSIP: 247361702	462 00	50 69	23,418.78	23,141.74
Eastman Chemical Co CUSIP: 277432100	179 00	67 51	12,084 29	13,202 72
Express Scripts Holding Co CUSIP: 30219G108	304 00	87 41	26,572 64	21,492 20
Facebook Inc CUSIP: 30303M102	214 00	104 66	22,397 24	18,940 58
General Electric Co CUSIP: 369604103	735.00	31 15	22,895 25	21,707.52

THE CHARLES SEE FOUNDATION

95-6038358

Portfolio Holdings on December 31, 2015 (continued)

	Number of Shares/Unit	Share/Unit Price (\$)	Market value (\$)	Cost basis (\$)
617560016 Charles See Foundation (continued)				
Equities (continued)				
Goldman Sachs Group Inc/The CUSIP. 38141G104	124.00	180.23	22,348.52	18,902.86
Haliburton Co CUSIP. 406216101	412.00	34.04	14,024.48	19,078.22
Harding Loevner International Equity Portfolio CUSIP 412295107	3,436.696	17.10	58,767.50	56,791.39
Hennessy Focus Fund CUSIP 42588P809	1,523.542	70.44	107,318.30	104,917.71
Hess Corp CUSIP 42809H107	266.00	48.48	12,895.68	15,547.51
Home Depot Inc/The CUSIP 437076102	179.00	132.25	23,672.75	15,063.61
Invesco Ltd CUSIP G491BT108	718.00	33.48	24,038.64	21,515.69
JPMorgan Chase & Co CUSIP 46625H100	353.00	66.03	23,308.59	18,280.12
Mead Johnson Nutrition Co CUSIP 582839106	348.00	78.95	27,474.60	26,897.49
Medtronic PLC CUSIP G5960L103	339.00	76.92	26,075.88	24,949.25
Microsoft Corp CUSIP 594918104	424.00	55.48	23,523.52	17,550.18
Mylan NV CUSIP N59465109	492.00	54.07	26,602.44	24,069.78
NextEra Energy Inc CUSIP 65339F101	99.00	103.89	10,285.11	8,871.15
NRG Energy Inc CUSIP 629377508	1,067.00	11.77	12,558.59	18,608.56

Portfolio Holdings on December 31, 2015 (continued)

	Number of Shares/Unit	Share/Unit Price (\$)	Market value (\$)	Cost basis (\$)
617560016 Charles See Foundation (continued)				
Equities (continued)				
Oracle Corp CUSIP 68389X105	584.00	36.53	21,333.52	17,203.48
Pioneer Natural Resources Co CUSIP 723787107	111.00	125.38	13,917.18	14,626.24
PNC Financial Services Group Inc/The CUSIP. 693475105	250.00	95.31	23,827.50	19,503.06
Praxair Inc CUSIP. 74005P104	111.00	102.40	11,366.40	9,567.13
Priceline Group Inc/The CUSIP 741503403	18.00	1,274.95	22,949.10	22,855.88
Procter & Gamble Co/The CUSIP. 742718109	376.00	79.41	29,858.16	26,309.44
Prudential Financial Inc CUSIP: 744320102	275.00	81.41	22,387.75	19,434.65
Qualcomm Inc CUSIP: 747525103	463.00	49.985	23,143.06	23,543.14
Raytheon Co CUSIP 755111507	177.00	124.53	22,041.81	20,431.38
Starbucks Corp CUSIP 855244109	376.00	60.03	22,571.28	15,217.66
Stericycle Inc CUSIP 858912108	184.00	120.60	22,190.40	25,792.58
Templeton Institutional Funds Inc - Foreign Smaller Companies Series CUSIP. 880210877	8,063.276	20.89	168,441.84	158,207.03
UnitedHealth Group Inc CUSIP 91324P102	228.00	117.64	26,821.92	18,688.68
Valero Energy Corp CUSIP 91913Y100	219.00	70.71	15,485.49	10,690.97

THE CHARLES SEE FOUNDATION

95-6038358

Portfolio Holdings on December 31, 2015 (continued)

	Number of Shares/Unit	Share/Unit Price (\$)	Market value (\$)	Cost basis (\$)
617560016 Charles See Foundation (continued)				
Equities (continued)				
Verizon Communications Inc CUSIP 92343V104	233.00	46.22	10,769.26	11,008.24
Victory Sycamore Established Value Fund CUSIP 92646A831	3,113.065	30.42	94,699.44	108,933.37
Virtus Emerging Markets Opportunities Fund CUSIP 92828T889	17,109.363	8.96	153,299.89	163,058.90
Walt Disney Co/The CUSIP 254687106	194.00	105.08	20,385.52	14,089.72
Total Equities			\$1,504,037.84	\$1,406,641.13
Fixed Income				
Ally Bank 1.7% 01 Oct 2018 CUSIP 02006LUH4	100,000.00	99.706	99,706.00	100,000.00
Artisan High Income Fund CUSIP 04314H717	12,685.778	9.21	116,836.02	124,042.15
Bank Hapoalim BM/New York NY 7% 30 Sep 2016 CUSIP 06251AJ92	120,000.00	99.868	119,841.60	120,000.00
BMW Bank of North America 2 1% 01 Dec 2016 CUSIP 05568PU62	20,000.00	101.027	20,205.40	20,134.09
Capital One Bank USA NA 2% 30 Sep 2019 CUSIP 140420WB2	50,000.00	99.662	49,831.00	50,000.00
Cisco Systems Inc 5 5% 22 Feb 2016 CUSIP 17275RAC6	30,000.00	100.596	30,178.80	30,331.15

Portfolio Holdings on December 31, 2015 (continued)

	Number of Shares/Unit	Share/Unit Price (\$)	Market value (\$)	Cost basis (\$)
617560016 Charles See Foundation (continued)				
Fixed Income (continued)				
Clackamas Cnty Or Sch Dist #86 Txbl-Ref-Ser B-Canby 26 Apr 2012 1.59% 15 Jun 2017 CUSIP: 179198HD1	25,000.00	100.307	25,076.75	25,000.00
Eaton Vance Floating-Rate Fund CUSIP: 277911491	9,968.293	8.41	83,833.34	88,617.39
eBay Inc 2.2% 01 Aug 2019 CUSIP: 278642AH6	20,000.00	98.864	19,772.80	19,889.20
Federal Home Loan Mortgage Corp 1.25% 02 Oct 2019 CUSIP: 3137EADM8	15,000.00	98.637	14,795.55	14,911.50
Federal National Mortgage Association 1.5% 22 Jun 2020 CUSIP: 3135G0D75	30,000.00	98.69	29,607.00	30,015.88
Federal National Mortgage Association 1.625% 27 Nov 2018 CUSIP: 3135G0YT4	20,000.00	100.728	20,145.60	19,858.60
Federal National Mortgage Association 1.75% 20 Jun 2019 CUSIP 3135G0ZE6	15,000.00	100.766	15,114.90	14,927.61
Occidental Petroleum Corp 1.5% 15 Feb 2018 CUSIP. 674599CD5	20,000.00	98.772	19,754.40	19,800.00
Payden Emerging Markets Bond Fund CUSIP: 704329531	5,656.214	12.74	72,060.17	75,618.27
Payden Emerging Markets Local Bond Fund CUSIP. 704329275	16,693.019	6.32	105,499.88	132,869.33
Sallie Mae Bank 1.5% 16 Oct 2017 CUSIP 795450TV7	25,000.00	99.78	24,945.00	25,000.00

THE CHARLES SEE FOUNDATION

95-6038358

Portfolio Holdings on December 31, 2015 (continued)

	Number of Shares/Unit	Share/Unit Price (\$)	Market value (\$)	Cost basis (\$)
617560016 Charles See Foundation (continued)				
Fixed Income (continued)				
State Bank of India/New York NY 2% 22 Jun 2017 CUSIP: 856284F58	120,000.00	101.173	121,407.60	121,428.18
United States Treasury Inflation Indexed Bonds 125% 15 Apr 2019 CUSIP 912828C99	15,000.00	99.4844	15,146.95	15,429.77
United States Treasury Note/Bond 1.375% 31 Oct 2020 CUSIP 912828L99	30,000.00	98.234	29,470.20	29,735.15
Total Fixed Income			\$1,033,228.96	\$1,077,608.27
Alternatives				
AQR Managed Futures Strategy Fund CUSIP: 00203H859	11,190.981	10.18	113,924.19	119,541.14
Credit Suisse Commodity Return Strategy Fund CUSIP 22544R305	26,227.706	4.51	118,286.95	136,538.59
Eaton Vance Global Macro Absolute Return Fund CUSIP 277923728	9,292.537	9.05	84,097.46	87,481.73
Gateway Fund CUSIP 367829884	5,357.66	29.71	159,176.08	151,349.51
JPMorgan Research Market Neutral Fund CUSIP 4812A1688	16,472.997	14.96	246,436.04	249,022.17
Nuveen Funds Rtest Sec I CUSIP 670678507	5,179.45	22.97	118,971.97	116,568.53
Nuveen Invt Fds Inc Glob Infrast I CUSIP 670690510	12,024.132	9.73	116,994.80	119,740.74
Total Alternatives			\$957,887.49	\$980,242.41

Portfolio Holdings on December 31, 2015 (continued)

	Number of Shares/Unit	Share/Unit Price (\$)	Market value (\$)	Cost basis (\$)
617560016 Charles See Foundation (continued)				
Cash and Equivalents				
SEI Daily Income Prime Obligation Fund CUSIP: 783965403	231,743.90	1.00	231,743.90	231,743.90
Total Cash and Equivalents			\$231,743.90	\$231,743.90
Unique Assets				
Worldcom, Inc. Class Action Part Claim 00341223 Firm Defined Security ID: MA1086598	1.00	0.00	0.00	0.00
Total Unique Assets			\$0.00	\$0.00
Total for 617560016 Charles See Foundation			\$3,726,898.19	\$3,696,235.71