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EXTENDED TO NOVEMBER 15, 2017

Return of Private Foundation

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

2016

Open to Public Inspection

Form 990-PF

Department of the Treasury
Internal Revenue Service

For calendar year 2016 or tax year beginning

, and ending

Name of foundation WEYERHAEUSER FAMILY FOUNDATION, INC		A Employer identification number 41-6012062
Number and street (or P O box number if mail is not delivered to street address) 30 EAST SEVENTH STREET, SUITE 2000	Room/suite	B Telephone number 6512280935
City or town, state or province, country, and ZIP or foreign postal code ST PAUL, MN 55101-4930		C If exemption application is pending, check here <input type="checkbox"/>
G Check all that apply: <input type="checkbox"/> Initial return <input type="checkbox"/> Final return <input type="checkbox"/> Address change <input type="checkbox"/> Initial return of a former public charity <input type="checkbox"/> Amended return <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) \$ 24,899,121. (Part I, column (d) must be on cash basis.)	J Accounting method: <input checked="" type="checkbox"/> Cash <input type="checkbox"/> Accrual <input type="checkbox"/> Other (specify) _____	F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here <input type="checkbox"/>

Part I Analysis of Revenue and Expenses (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a))		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
Revenue	1 Contributions, gifts, grants, etc., received	265,315.		N/A	
	2 Check <input type="checkbox"/> if the foundation is not required to attach Sch B				
	3 Interest on savings and temporary cash investments				
	4 Dividends and interest from securities	572,007.	302,720.		STATEMENT 2
	5a Gross rents				
	b Net rental income or (loss)				
	6a Net gain or (loss) from sale of assets not on line 10	573,957.			STATEMENT 1
	b Gross sales price for all assets on line 6a 4,592,843.				
	7 Capital gain net income (from Part IV, line 2)		469,283.		
	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)					
11 Other income	126,066.	369,597.		STATEMENT 3	
12 Total Add lines 1 through 11	1,537,345.	1,141,600.			
Operating and Administrative Expenses	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 4	806.	0.		806.
	b Accounting fees STMT 5	91,998.	14,147.		76,351.
	c Other professional fees STMT 6	77,407.	0.		77,407.
	17 Interest	4,822.	55,483.		0.
	18 Taxes STMT 7	47,767.	16,928.		0.
	19 Depreciation and depletion				
	20 Occupancy				
	21 Travel, conferences, and meetings				
	22 Printing and publications				
	23 Other expenses STMT 8	96,515.	31,981.		76,483.
	24 Total operating and administrative expenses Add lines 13 through 23	319,315.	118,539.		231,047.
	25 Contributions, gifts, grants paid	1,095,384.			1,095,384.
26 Total expenses and disbursements Add lines 24 and 25	1,414,699.	118,539.		1,326,431.	
27 Subtract line 26 from line 12:					
a Excess of revenue over expenses and disbursements	122,646.				
b Net investment income (if negative, enter -0-)		1,023,061.			
c Adjusted net income (if negative, enter -0-)			N/A		

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2016.04030 WEYERHAEUSER FAMILY FOUNDAT 190001

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Part II Balance Sheets		Attached schedules and amounts in the description column should be for end-of-year amounts only		Beginning of year	End of year	
				(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1	Cash - non-interest-bearing				
	2	Savings and temporary cash investments				
	3	Accounts receivable ▶ 70,000.				
		Less: allowance for doubtful accounts ▶			70,000.	70,000.
	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 11	15,674,130.	14,525,884.	17,284,420.	
	c	Investments - corporate bonds STMT 12	4,766,308.	5,876,486.	6,140,849.	
	11	Investments - land, buildings, and equipment basis ▶				
	Less: accumulated depreciation ▶					
12	Investments - mortgage loans					
13	Investments - other STMT 13	1,297,124.	1,468,696.	1,375,852.		
14	Land, buildings, and equipment: basis ▶					
	Less: accumulated depreciation ▶					
15	Other assets (describe ▶ STATEMENT 14)	98,000.	28,000.	28,000.		
16	Total assets (to be completed by all filers - see the instructions. Also, see page 1, item I)	21,835,562.	21,969,066.	24,899,121.		
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				
	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	0.	0.		
	28	Paid-in or capital surplus, or land, bldg., and equipment fund	21,835,562.	21,969,066.		
	29	Retained earnings, accumulated income, endowment, or other funds	0.	0.		
30	Total net assets or fund balances	21,835,562.	21,969,066.			
31	Total liabilities and net assets/fund balances	21,835,562.	21,969,066.			

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	21,835,562.
2	Enter amount from Part I, line 27a	2	122,646.
3	Other increases not included in line 2 (itemize) ▶ SEE STATEMENT 9	3	47,260.
4	Add lines 1, 2, and 3	4	22,005,468.
5	Decreases not included in line 2 (itemize) ▶ SEE STATEMENT 10	5	36,402.
6	Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	21,969,066.

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Part IV Capital Gains and Losses for Tax on Investment Income

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

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
a			
b			
c			
d			
e 4,592,843.		4,123,560.	469,283.

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

(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	(l) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col. (h))
a			
b			
c			
d			
e			469,283.

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	469,283.
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))
2015	1,382,055.	25,323,136.	.054577
2014	1,092,616.	26,358,014.	.041453
2013	1,069,095.	24,053,366.	.044447
2012	1,094,038.	21,837,499.	.050099
2011	947,919.	21,046,128.	.045040

2 Total of line 1, column (d)	2	.235616
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	.047123
4 Enter the net value of noncharitable-use assets for 2016 from Part X, line 5	4	23,950,316.
5 Multiply line 4 by line 3	5	1,128,611.
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	10,231.
7 Add lines 5 and 6	7	1,138,842.
8 Enter qualifying distributions from Part XII, line 4	8	1,326,431.

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. 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		1	10,231.
c All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, col. (b).			
2 Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)		2	0.
3 Add lines 1 and 2		3	10,231.
4 Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)		4	0.
5 Tax based on investment income. Subtract line 4 from line 3. If zero or less, enter -0-		5	10,231.
6 Credits/Payments:			
a 2016 estimated tax payments and 2015 overpayment credited to 2016	6a	40,103.	
b Exempt foreign organizations - tax withheld at source	6b		
c Tax paid with application for extension of time to file (Form 8868)	6c		
d Backup withholding erroneously withheld	6d		
7 Total credits and payments. Add lines 6a through 6d	7	40,103.	
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	9		
10 Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10	29,872.	
11 Enter the amount of line 10 to be: Credited to 2017 estimated tax <input checked="" type="checkbox"/> 29,872. Refunded <input type="checkbox"/>	11	0.	

Part VII-A Statements Regarding Activities

	Yes	No
1a During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?		X
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		X
c Did the foundation file Form 1120-POL for this year?		X
d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year: (1) On the foundation. \$ 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.		
2 Has the foundation engaged in any activities that have not previously been reported to the IRS? If "Yes," attach a detailed description of the activities		X
3 Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? If "Yes," attach a conformed copy of the changes		X
4a Did the foundation have unrelated business gross income of \$1,000 or more during the year?	X	
b If "Yes," has it filed a tax return on Form 990-T for this year?	X	
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? If "Yes," attach the statement required by General Instruction T		X
6 Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either: • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	X	
7 Did the foundation have at least \$5,000 in assets at any time during the year? If "Yes," complete Part II, col (c), and Part XV	X	
8a Enter the states to which the foundation reports or with which it is registered (see instructions) <u>MN</u>		
b If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by General Instruction G? If "No," attach explanation	X	
9 Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2016 or the taxable year beginning in 2016 (see instructions for Part XIV)? If "Yes," complete Part XIV		X
10 Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses		X

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Part VII-A Statements Regarding Activities (continued)

	Yes	No
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)		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)		X
13 Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address ► <u>WWW.WFAMILYFOUNDATION.ORG</u>	X	
14 The books are in care of ► <u>FIDUCIARY COUNSELLING, INC</u> Telephone no. ► <u>651-228-0935</u> Located at ► <u>30 EAST 7TH ST, STE 2000, ST. PAUL, MN</u> ZIP+4 ► <u>55101</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		N/A
16 At any time during calendar year 2016, 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 ►		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.

	Yes	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		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 2016?		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 2016, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2016? If "Yes," list the years ►	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
b Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement - see instructions.)	N/A	
c If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here. ►		
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	
b If "Yes," did it have excess business holdings in 2016 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 2016.)	N/A	
4a Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?		X
b Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2016?		X

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

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

☐ Yes ☒ No

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

☐ Yes ☒ No

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

☐ Yes ☒ No

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

☐ Yes ☒ No

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

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

N/A

5b

Organizations relying on a current notice regarding disaster assistance check here

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

N/A

☐ Yes ☐ No

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

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

6b

X

If "Yes" to 6b, file Form 8870

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

N/A

7b

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 15		0.	0.	7,967.

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

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

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes:		
a	Average monthly fair market value of securities	1a	23,123,844.
b	Average of monthly cash balances	1b	
c	Fair market value of all other assets	1c	1,191,198.
d	Total (add lines 1a, b, and c)	1d	24,315,042.
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	24,315,042.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	364,726.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	23,950,316.
6	Minimum investment return. Enter 5% of line 5	6	1,197,516.

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	1,197,516.
2a	Tax on investment income for 2016 from Part VI, line 5	2a	10,231.
b	Income tax for 2016. (This does not include the tax from Part VI.)	2b	
c	Add lines 2a and 2b	2c	10,231.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	1,187,285.
4	Recoveries of amounts treated as qualifying distributions	4	155,885.
5	Add lines 3 and 4	5	1,343,170.
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	1,343,170.

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	1,326,431.
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	1,326,431.
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	10,231.
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	1,316,200.

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 2015	(c) 2015	(d) 2016
1 Distributable amount for 2016 from Part XI, line 7				1,343,170.
2 Undistributed income, if any, as of the end of 2016				
a Enter amount for 2015 only			1,107,382.	
b Total for prior years:		0.		
3 Excess distributions carryover, if any, to 2016:				
a From 2011				
b From 2012				
c From 2013				
d From 2014				
e From 2015				
f Total of lines 3a through e	0.			
4 Qualifying distributions for 2016 from Part XII, line 4. ► \$ 1,326,431.				
a Applied to 2015, but not more than line 2a			1,107,382.	
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 2016 distributable amount				219,049.
e Remaining amount distributed out of corpus	0.			
5 Excess distributions carryover applied to 2016 (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 2015. Subtract line 4a from line 2a. Taxable amount - see instr.			0.	
f Undistributed income for 2016. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2017				1,124,121.
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 2011 not applied on line 5 or line 7	0.			
9 Excess distributions carryover to 2017. Subtract lines 7 and 8 from line 6a	0.			
10 Analysis of line 9:				
a Excess from 2012				
b Excess from 2013				
c Excess from 2014				
d Excess from 2015				
e Excess from 2016				

N/A

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

☐ 4942(j)(3) or ☐ 4942(j)(5)

- 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**

1 Information Regarding Foundation Managers:

- a** List any managers of the foundation who have contributed more than 2% of the total contributions received by the foundation before the close of any tax year (but only if they have contributed more than \$5,000). (See section 507(d)(2).)

NONE

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

NONE

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

Check here ☐ if the foundation only makes contributions to preselected charitable organizations and does not accept unsolicited requests for funds. If the foundation makes gifts, grants, etc. (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:

SEE ATTACHED

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

SEE ATTACHED

- c Any submission deadlines:**

SEE ATTACHED

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

SEE ATTACHED

Part XV **Supplementary Information** (continued)**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 Paid during the year				
SEE ATTACHED				1,095,384.
Total			3a	1,095,384.
b Approved for future payment				
NONE				0.
Total			3b	0.




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

		Yes	No
1	Did the organization directly or indirectly engage in any of the following with any other organization described in section 501(c) of the Code (other than section 501(c)(3) organizations) or in section 527, relating to political organizations?		
a	Transfers from the reporting foundation to a noncharitable exempt organization of:		
	(1) Cash	1a(1)	X
	(2) Other assets	1a(2)	X
b	Other transactions:		
	(1) Sales of assets to a noncharitable exempt organization	1b(1)	X
	(2) Purchases of assets from a noncharitable exempt organization	1b(2)	X
	(3) Rental of facilities, equipment, or other assets	1b(3)	X
	(4) Reimbursement arrangements	1b(4)	X
	(5) Loans or loan guarantees	1b(5)	X
	(6) Performance of services or membership or fundraising solicitations	1b(6)	X
c	Sharing of facilities, equipment, mailing lists, other assets, or paid employees	1c	X
d	If the answer to any of the above is "Yes," complete the following schedule. Column (b) should always show the fair market value of the goods, other assets, or services given by the reporting foundation. If the foundation received less than fair market value in any transaction or sharing arrangement, show in column (d) the value of the goods, other assets, or services received.		

[illegible]

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

b If "Yes," complete the following schedule.		
(a) Name of organization	(b) Type of organization	(c) Description of relationship
N/A		

Sign Here	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				May the IRS discuss this return with the preparer shown below (see instr 7)? <input checked="" type="checkbox"/> Yes <input type="checkbox"/> No		
	 Signature of officer or trustee		11/8/17 Date		 President Title		
Paid Preparer Use Only	Print/Type preparer's name		Preparer's signature		Date	Check <input type="checkbox"/> if self-employed	PTIN
	KIM M. MERTENS				11-8-17		P01059443
	Firm's name ▶ FIDUCIARY COUNSELLING, INC					Firm's EIN ▶ 41-0445819	
Firm's address ▶ 30 E. 7TH STREET, SUITE 2000 SAINT PAUL, MN 55101-4930					Phone no. 651-228-0935		

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

2016

Name of the organization

Employer identification number

WEYERHAEUSER FAMILY FOUNDATION, INC**41-6012062**

Organization type (check one)

Filers of:

Section:

Form 990 or 990-EZ

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

Form 990-PF

- ☒ 501(c)(3) exempt private foundation
- ☐ 4947(a)(1) nonexempt charitable trust treated as a private foundation
- ☐ 501(c)(3) taxable private foundation

Check if your organization is covered by the **General Rule** or a **Special Rule**.**Note:** Only a section 501(c)(7), (8), or (10) organization can check boxes for both the General Rule and a Special Rule. See instructions.**General Rule**

- ☒ For an organization filing Form 990, 990-EZ, or 990-PF that received, during the year, contributions totaling \$5,000 or more (in money or 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. Don't complete any of the parts unless the **General Rule** applies to this organization because it received *nonexclusively* religious, charitable, etc., contributions totaling \$5,000 or more during the year. ▶ \$ _____

Caution: An organization that isn't covered by the General Rule and/or the Special Rules doesn't file Schedule B (Form 990, 990-EZ, or 990-PF), but it **must** answer "No" on Part IV, line 2, of its Form 990, or check the box on line H of its Form 990-EZ or on its Form 990-PF, Part I, line 2, to certify that it doesn't 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) (2016)

Name of organization	Employer identification number
WEYERHAEUSER FAMILY FOUNDATION, INC	41-6012062

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
<u>1</u>	<u>TOTAL CASH CONTRIBUTIONS UNDER \$5,000</u> 	\$ <u>44,651.</u>	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions)
<u>2</u>	<u>ROSENBERRY CHARITABLE TERM TRUST</u> <u>30 E. 7TH STREET, SUITE 2000</u> <u>ST. PAUL, MN 55101</u>	\$ <u>5,000.</u>	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions)
<u>3</u>	<u>LUCY ROSENBERRY JONES CHARITABLE TRUST</u> <u>30 E. 7TH STREET, SUITE 2000</u> <u>ST. PAUL, MN 55101</u>	\$ <u>5,000.</u>	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions)
<u>4</u>	<u>TOTAL NON CASH CONTRIBUTIONS UNDER \$5,000</u> 	\$ <u>21,594.</u>	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input checked="" type="checkbox"/> (Complete Part II for noncash contributions)
<u>5</u>	<u>WEYERHAEUSER/DAY FOUNDATION</u> <u>30 E. 7TH STREET, SUITE 2000</u> <u>ST. PAUL, MN 55101</u>	\$ <u>10,000.</u>	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions.)
<u>6</u>	<u>CHERBEC ADVANCEMENT FOUNDATION</u> <u>30 E. 7TH STREET, SUITE 2000</u> <u>ST. PAUL, MN 55101</u>	\$ <u>13,000.</u>	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions)

Name of organization

Employer identification number

WEYERHAEUSER FAMILY FOUNDATION, INC**41-6012062****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
7	WILLIAM T. WEYERHAEUSER & GAIL T. WEYERHAEUSER P.O. BOX 1278 TACOMA, WA 98401	\$ 5,000.	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions.)
8	LEILEE WEYERHAEUSER P.O. BOX 1278 TACOMA, WA 98401	\$ 6,000.	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions.)
9	HALEY REITER 30 E. 7TH STREET, SUITE 2000 ST. PAUL, ME 55101	\$ 5,000.	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions.)
10	CODY REITER 30 E. 7TH STREET, SUITE 2000 ST. PAUL, MN 55101	\$ 10,000.	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions.)
11	WALTER S. ROSENBERY, III CHARITABLE TRUST 30 E. 7TH STREET, SUITE 2000 ST. PAUL, MN 55101	\$ 5,000.	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions.)
12	GREGORY W. PIASECKI 30 E. 7TH STREET, SUITE 2000 ST. PAUL, MN 55101	\$ 5,005.	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input checked="" type="checkbox"/> (Complete Part II for noncash contributions.)

Name of organization	Employer identification number
WEYERHAEUSER FAMILY FOUNDATION, INC	41-6012062

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
<u>13</u>	<u>MARGARET JEWETT GREER 1966 TRUST</u> <u>P.O. BOX 1278</u> <u>TACOMA, WA 98401</u>	\$ <u>10,000.</u>	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions)
<u>14</u>	<u>STAN R. & DANA L. DAY, JR.</u> <u>30 E. 7TH STREET, SUITE 2000</u> <u>ST. PAUL, MN 55101</u>	\$ <u>105,000.</u>	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions)
<u>15</u>	<u>WILLIAM H. & MARGARET W. GREER</u> <u>30 E. 7TH STREET, SUITE 2000</u> <u>ST. PAUL, MN 55101</u>	\$ <u>5,000.</u>	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions)
<u>16</u>	<u>JANE W. MCFEE</u> <u>P.O. BOX 1278</u> <u>TACOMA, WA 98401</u>	\$ <u>5,033.</u>	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input checked="" type="checkbox"/> (Complete Part II for noncash contributions)
<u>17</u>	<u>JANE WEYERHAEUSER-JOHNSON</u> <u>P.O. BOX 1278</u> <u>TACOMA, WA 98401</u>	\$ <u>5,033.</u>	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input checked="" type="checkbox"/> (Complete Part II for noncash contributions)
		\$ _____	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions.)

Name of organization

Employer identification number

WEYERHAEUSER FAMILY FOUNDATION, INC**41-6012062****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
<u>4</u>	<u>SEE ATTACHED</u>	\$ <u>21,594.</u>	
<u>12</u>	<u>126 SHS POTLATCH CORP NEW COM</u>	\$ <u>5,005.</u>	
<u>16</u>	<u>156 SHS WEYERHAEUSER CO</u>	\$ <u>5,033.</u>	
<u>17</u>	<u>156 SHS WEYERHAEUSER CO</u>	\$ <u>5,033.</u>	
		\$	
		\$	

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	MARKETABLE SECURITIES			
b	MARKETABLE SECURITIES			
c	WASH SALE ADJ			
d	NON MARKETABLE	P		
e	BOOK TO TAX LTCGD ADJ			
f	LTCL THRU CHURCHILL EQUITY & ESOP	P		
g	LTCG THRU SPELL CAPITAL PARTNERS III	P		
h	SEC. 1231 THRU SPELL CAPITAL PARTNERS III	P		
i	STCG THRU CORAL'S 2007 MOMENTUM	P		
j	LTCG THRU CORAL'S 2007 MOMENTUM FUND	P		
k	LTCG THRU SPELL CAPITAL MEZZANINE PARTNERS	P		
l	STCG THRU SIT OPP BOND FD	P		
m	LTCG THRU SIT OPP BOND FD	P		
n	CAPITAL GAINS DIVIDENDS			
o				

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
a 1,666,979.		1,749,202.	-82,223.
b 1,948,306.		2,116,928.	-168,622.
c 4,535.			4,535.
d 245,000.		252,692.	-7,692.
e 38,577.			38,577.
f		4,735.	-4,735.
g 71,801.			71,801.
h		3.	-3.
i 933.			933.
j 3,465.			3,465.
k 13,412.			13,412.
l 10,436.			10,436.
m 9,597.			9,597.
n 579,802.			579,802.
o			

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

(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	(l) Losses (from col. (h)) Gains (excess of col. (h) gain over col. (k), but not less than "-0-")
a			-82,223.
b			-168,622.
c			4,535.
d			-7,692.
e			38,577.
f			-4,735.
g			71,801.
h			-3.
i			933.
j			3,465.
k			13,412.
l			10,436.
m			9,597.
n			579,802.
o			

2 Capital gain net income or (net capital loss) { If gain, also enter in Part I, line 7 If (loss), enter "-0-" in Part I, line 7 }	2	469,283.
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

FORM 990-PF GAIN OR (LOSS) FROM SALE OF ASSETS STATEMENT 1

(A) DESCRIPTION OF PROPERTY			MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
MARKETABLE SECURITIES					
(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS	
1,666,979.	1,749,202.	0.	0.	-82,223.	

(A) DESCRIPTION OF PROPERTY			MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
MARKETABLE SECURITIES					
(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS	
1,948,306.	2,116,928.	0.	0.	-168,622.	

(A) DESCRIPTION OF PROPERTY			MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
WASH SALE ADJ					
(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS	
4,535.	4,535.	0.	0.	0.	

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED		DATE ACQUIRED	DATE SOLD
NON MARKETABLE	PURCHASED			
(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
245,000.	0.	0.	0.	245,000.

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED		DATE ACQUIRED	DATE SOLD
BOOK TO TAX LTCGD ADJ				
(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
38,577.	38,577.	0.	0.	0.

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED		DATE ACQUIRED	DATE SOLD
LTCL THRU CHURCHILL EQUITY & ESOP	PURCHASED			
(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
0.	0.	0.	0.	0.

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED		DATE ACQUIRED	DATE SOLD
LTCG THRU SPELL CAPITAL PARTNERS III	PURCHASED			
(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
71,801.	71,801.	0.	0.	0.

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED		DATE ACQUIRED	DATE SOLD
SEC. 1231 THRU SPELL CAPITAL PARTNERS III	PURCHASED			
(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
0.	0.	0.	0.	0.

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED		DATE ACQUIRED	DATE SOLD
STCG THRU CORAL'S 2007 MOMENTUM	PURCHASED			
(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
933.	933.	0.	0.	0.

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED		DATE ACQUIRED	DATE SOLD
LTCG THRU CORAL'S 2007 MOMENTUM FUND	PURCHASED			
(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
3,465.	3,465.	0.	0.	0.

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED		DATE ACQUIRED	DATE SOLD
LTCG THRU SPELL CAPITAL MEZZANINE PARTNERS	PURCHASED			
(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
13,412.	13,412.	0.	0.	0.

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) MANNER ACQUIRED PURCHASED	(F) DATE ACQUIRED	DATE SOLD
STCG THRU SIT OPP BOND FD	10,436.	10,436.	0.	0.		0.

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) MANNER ACQUIRED PURCHASED	(F) DATE ACQUIRED	DATE SOLD
LTCG THRU SIT OPP BOND FD	9,597.	9,597.	0.	0.		0.

CAPITAL GAINS DIVIDENDS FROM PART IV						579,802.
TOTAL TO FORM 990-PF, PART I, LINE 6A						573,957.

FORM 990-PF	DIVIDENDS AND INTEREST FROM SECURITIES				STATEMENT	2
SOURCE	GROSS AMOUNT	CAPITAL GAINS DIVIDENDS	(A) REVENUE PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	
CRAFT NOTE	1,977.	0.	1,977.	1,977.		
DIVIDENDS	565,477.	0.	565,477.	300,637.		
LONG TERM CAPITAL GAIN DISTRIBUTION	579,802.	579,802.	0.	0.		
NC DEPARTMENT OF REVENUE	1.	0.	1.	1.		
ROCK ISLAND COMPANY	105.	0.	105.	105.		
SHORT TERM CAPITAL GAIN DISTRIBUTION	4,447.	0.	4,447.	0.		
TO PART I, LINE 4	1,151,809.	579,802.	572,007.	302,720.		

FORM 990-PF	OTHER INCOME	STATEMENT	3
DESCRIPTION	(A) REVENUE PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME
FEDERAL EXCISE TAX REFUND	31,194.	0.	
FEDERAL UBTI TAX REFUND	4,600.	0.	
STATE UBTI TAX REFUND	35.	0.	
PARTNERSHIP INCOME	90,237.	0.	
CHURCHILL EQTY & ESOP CAPITAL PTRS II LP 41-1958020	0.	0.	
INTEREST	0.	14.	
OTHER PORTFOLIO INCOME	0.	1.	
CORAL'S 2007 MOMENTUM FUND LP 20-5260256	0.	0.	
INTEREST	0.	40.	
SPELL CAPITAL PARTNERS III ORDINARY INCOME	0.	0.	
INTEREST	0.	-1,851.	
LESS UBTI	0.	7.	
SPELL CAPITAL MEZZANINE 37-1661465 ORDINARY INCOME	0.	1,851.	
LESS UBTI	0.	0.	
INTEREST	0.	-41,766.	
DIVIDENDS	0.	41,766.	
SIT OPPORTUNITY BOND FUND 41-1966452	0.	258,871.	
INTEREST	0.	2,385.	
DIVIDENDS	0.	0.	
INTEREST	0.	1,741.	
DIVIDENDS	0.	106,538.	
TOTAL TO FORM 990-PF, PART I, LINE 11	126,066.	369,597.	

FORM 990-PF	LEGAL FEES			STATEMENT	4
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES	
LEGAL FEES	806.	0.		806.	
TO FM 990-PF, PG 1, LN 16A	806.	0.		806.	

FORM 990-PF	ACCOUNTING FEES			STATEMENT	5
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES	
ACCOUNTING & TAX SERVICES	91,893.	14,094.		76,299.	
AUDIT FEES	105.	53.		52.	
TO FORM 990-PF, PG 1, LN 16B	91,998.	14,147.		76,351.	

FORM 990-PF	OTHER PROFESSIONAL FEES			STATEMENT	6
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES	
CONSULTING EXPENSES	4,107.	0.		4,107.	
CONSULTING FEES	73,300.	0.		73,300.	
TO FORM 990-PF, PG 1, LN 16C	77,407.	0.		77,407.	

FORM 990-PF	TAXES			STATEMENT	7
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES	
FEDERAL EXCISE TAX	42,194.	0.		0.	
FEDERAL UBTI TAX	4,600.	0.		0.	
STATE	573.	0.		0.	
STATE UBTI TAX	400.	0.		0.	
FOREIGN TAXES	0.	16,928.		0.	
TO FORM 990-PF, PG 1, LN 18	47,767.	16,928.		0.	

FORM 990-PF	OTHER EXPENSES			STATEMENT	8
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES	
BOARD OF TRUSTEES EXPENSES	50,893.	0.		50,893.	
MEMBERSHIP FEES -	2,000.	0.		2,000.	
MISCELLANEOUS EXPENSES	23,565.	0.		23,565.	
PARTNERSHIP EXPENSES	20,032.	0.		0.	
FILING FEE	25.	0.		25.	
CHURCHILL EQ & ESOP II					
#41-1958020	0.	0.		0.	
PORTFOLIO DEDUCTIONS	0.	1,059.		0.	
CORAL'S 2007 MO FD					
#20-5260256	0.	0.		0.	
PORTFOLIO DEDUCTIONS	0.	916.		0.	
SPELL CAP MEZZANINE PARTNERS					
#37-1661465	0.	0.		0.	
PORTFOLIO DEDUCTIONS	0.	21,267.		0.	
SIT OPPORTUNITY BOND FUND					
LLC 41-1966452	0.	0.		0.	
PORTFOLIO DEDUCTIONS	0.	8,739.		0.	
TO FORM 990-PF, PG 1, LN 23	96,515.	31,981.		76,483.	

FORM 990-PF	OTHER INCREASES IN NET ASSETS OR FUND BALANCES	STATEMENT	9
DESCRIPTION	AMOUNT		
PRIOR PERIOD ADJUSTMENTS	21,375.		
RECOVERY OF PRIOR GRANT	25,885.		
TOTAL TO FORM 990-PF, PART III, LINE 3	47,260.		

FORM 990-PF	OTHER DECREASES IN NET ASSETS OR FUND BALANCES	STATEMENT	10
DESCRIPTION	AMOUNT		
NON TAXABLE DIFFERENCE BETWEEN COST & FMV	36,401.		
ROUNDING	1.		
TOTAL TO FORM 990-PF, PART III, LINE 5	36,402.		

FORM 990-PF	CORPORATE STOCK	STATEMENT 11
DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
FIDELITY CASH RESERVES - CLEARING	-298,743.	-298,743.
FIDELITY GOVT CASH RESERVES	813,362.	813,362.
POTLATCH CORP NEW COM	14,679.	151,356.
WEYERHAEUSER CO	172,112.	657,587.
OAKMARK SELECT FD	992,521.	1,412,250.
SELECTED AMERICAN SHARES CL D	1,490,616.	1,381,148.
VANGUARD PRIMECAP CORE FD	686,147.	1,090,334.
BARON SMALL CAP FD INSTL CL	1,174,207.	980,801.
CLEARWATER SMALL CAP FUND	1,411,866.	2,076,850.
AMERICAN EUROPACIFIC GR CL F2	915,599.	1,357,894.
ARTISAN INTL VALUE FD	608,751.	707,137.
ARTISAN INTL VALUE FUND	0.	0.
DODGE & COX INTL STOCK FUND	569,180.	710,482.
TEMPLETON INST FOREIGN SM COS	903,851.	1,365,674.
AQR EMERGING MULTI STYLE R6	1,448,852.	1,507,969.
AQR TM EMERGING MULTI STYLE R6	0.	0.
PARAMETRIC TAX MANAGED EMERGING MKTS INSTL	1,449,098.	1,530,718.
PIMCO ALL ASSET INST CLASS	0.	0.
THIRD AVENUE FOCUSED CREDIT INST	1,150,757.	458,036.
WILLIAM BLAIR MACRO ALLOCATION FD	0.	0.
THIRD AVENUE REAL ESTATE	1,018,962.	1,371,353.
ROCK ISLAND COMPANY	4,066.	10,211.
ROUNDING	1.	1.
TOTAL TO FORM 990-PF, PART II, LINE 10B	14,525,884.	17,284,420.

FORM 990-PF	CORPORATE BONDS	STATEMENT 12
DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
DOUBLELINE TOTAL RETURN BOND FD	1,000,098.	979,050.
LOOMIS SAYLES BOND INSTL	788,068.	992,316.
PIMCO EMERGING MARKETS BOND FD	1,041,666.	1,005,027.
SIT OPPORTUNITY BOND FUND, LLC	2,023,983.	2,144,002.
TEMPLETON GLOBAL TOTAL RETURN FD ADVISOR CL	1,022,671.	1,020,454.
TOTAL TO FORM 990-PF, PART II, LINE 10C	5,876,486.	6,140,849.

FORM 990-PF	OTHER INVESTMENTS	STATEMENT	13
DESCRIPTION	VALUATION METHOD	BOOK VALUE	FAIR MARKET VALUE
CHURCHILL EQUITY & ESOP CAP B	COST	0.	0.
CORAL'S 2007 MOMENTUM FUND	COST	332,465.	67,940.
MORGAN STANLE PRIVATE MARKETS FUND	COST		
VI LP (CAYMAN)		421,231.	411,740.
SPELL CAPITAL MEZZANINE SBIC LP	COST	715,000.	896,172.
TOTAL TO FORM 990-PF, PART II, LINE 13		1,468,696.	1,375,852.

FORM 990-PF	OTHER ASSETS	STATEMENT	14
DESCRIPTION	BEGINNING OF YR BOOK VALUE	END OF YEAR BOOK VALUE	FAIR MARKET VALUE
CRAFTS3 PRI 2% NOTE DUE 12/31/16	98,000.	28,000.	28,000.
TO FORM 990-PF, PART II, LINE 15	98,000.	28,000.	28,000.

FORM 990-PF PART VIII - LIST OF OFFICERS, DIRECTORS STATEMENT 15
 TRUSTEES AND FOUNDATION MANAGERS

NAME AND ADDRESS	TITLE AND AVRG HRS/WK	COMPEN- SATION	EMPLOYEE BEN PLAN CONTRIB	EXPENSE ACCOUNT
IAN WEYERHAEUSER 30 EAST SEVENTH STREET, SUITE 2000 ST. PAUL, MN 55101-4930	TRUSTEE 1.00	0.	0.	0.
W. DREW WEYERHAEUSER P.O. BOX 1278 TACOMA, WA 98401-1278	TRUSTEE 1.00	0.	0.	1,447.
GRETCHEN SPRAFKE 30 EAST SEVENTH STREET, SUITE 2000 ST. PAUL, MN 55101-4930	TREASURER/TRUSTEE 1.00	0.	0.	0.
ANNE C. BREWSTER 30 EAST SEVENTH STREET, SUITE 2000 ST. PAUL, MN 55101-4930	TRUSTEE 1.00	0.	0.	0.
LANORA ROSENBERY 30 EAST SEVENTH STREET, SUITE 2000 ST. PAUL, MN 55101-4930	TRUSTEE 1.00	0.	0.	2,151.
ZAHLEN TITCOMB 30 EAST SEVENTH STREET, SUITE 2000 ST. PAUL, MN 55101-4930	TRUSTEE 1.00	0.	0.	0.
JOHN PROVO (1/1 TO 5/31) 30 EAST SEVENTH STREET, SUITE 2000 ST. PAUL, MN 55101-4930	ASST SECRETARY/TREASURER 1.00	0.	0.	0.
SARA ISABEL (6/1 TO 12/31) 30 EAST SEVENTH STREET, SUITE 2000 ST. PAUL, MN 55101-4930	ASST SECRETARY/TREASURER 1.00	0.	0.	0.
ROBERT C. TITCOMB 30 EAST SEVENTH STREET, SUITE 2000 ST. PAUL, MN 55101-4930	TRUSTEE 1.00	0.	0.	497.
LEE A. MCFEE 30 EAST SEVENTH STREET, SUITE 2000 ST. PAUL, MN 55101-4930	TRUSTEE 1.00	0.	0.	0.
LYNN P. CUNNINGHAM 30 EAST SEVENTH STREET, SUITE 2000 ST. PAUL, MN 55101-4930	VICE PRESIDENT/TRUSTEE 1.00	0.	0.	0.

WEYERHAEUSER FAMILY FOUNDATION, INC

41-6012062

JOHN C. DRISCOLL 30 EAST SEVENTH STREET, SUITE 2000 ST. PAUL, MN 55101-4930	TRUSTEE 1.00	0.	0.	0.
LINCOLN W. DAY 30 EAST SEVENTH STREET, SUITE 2000 ST. PAUL, MN 55101-4930	TRUSTEE 1.00	0.	0.	0.
CATHERINE M. DAVIS 30 EAST SEVENTH STREET, SUITE 2000 ST. PAUL, MN 55101-4930	SECRETARY/TRUSTEE 1.00	0.	0.	0.
SARAH-JANE MARKOE 30 EAST SEVENTH STREET, SUITE 2000 ST. PAUL, MN 55101-4930	TRUSTEE 1.00	0.	0.	0.
MARGARET W.G. CARR 30 EAST SEVENTH STREET, SUITE 2000 ST. PAUL, MN 55101-4930	PRESIDENT/TRUSTEE 1.00	0.	0.	759.
MILLICENT C. DENT 30 EAST SEVENTH STREET, SUITE 2000 ST. PAUL, MN 55101-4930	TRUSTEE 1.00	0.	0.	857.
VICTORIA H. PASCOE 30 EAST SEVENTH STREET, SUITE 2000 ST. PAUL, MN 55101-4930	TRUSTEE 1.00	0.	0.	0.
CODY N. REITER 30 EAST SEVENTH STREET, SUITE 2000 ST. PAUL, MN 55101-4930	TRUSTEE 1.00	0.	0.	0.
GEORGE F. JEWETT IV 30 EAST SEVENTH STREET, SUITE 2000 ST. PAUL, MN 55101-4930	TRUSTEE 1.00	0.	0.	314.
JANE W. JOHNSON 30 EAST SEVENTH STREET, SUITE 2000 ST. PAUL, MN 55101-4930	TRUSTEE 1.00	0.	0.	1,942.
TOTALS INCLUDED ON 990-PF, PAGE 6, PART VIII		0.	0.	7,967.

WEYERHAEUSER FAMILY FOUNDATION

30 East Seventh Street, Suite 2000

St. Paul, Minnesota 55101-4930

www.wfamilyfoundation.org

41-6012062

2016 Form 990 PF, Sch B. Part II

30 shares	Potlatch Corporation	1,016
28 shares	Potlatch Corporation	1,036
96 shares	Weyerhaeuser Company	3,046
34 shares	Weyerhaeuser Company	1,019
35 shares	Potlatch Corporation	1,390
60 shares	Potlatch Corporation	2,384
6 shares	Potlatch Corporation	238
3 shares	St Jude Medical	237
7 shares	St Jude Medical	553
76 shares	Potlatch Corporation	3,047
39 shares	Weyerhaeuser Company	1,228
9 shares	Weyerhaeuser Company	283
61 shares	Potlatch Corporation	2,533
32 shares	Weyerhaeuser Company	1,053
80 shares	Weyerhaeuser Company	2,531
		<u>21,594</u>