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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.**2016**

Open to Public Inspection

For calendar year 2016 or tax year beginning

JAN 6, 2016

, and ending

DEC 31, 2016

Name of foundation GARY E. MILGARD FAMILY FOUNDATION-CARI		A Employer identification number 81-1292744
Number and street (or P O box number if mail is not delivered to street address) 1701 COMMERCE STREET	Room/suite	B Telephone number 253-274-0121
City or town, state or province, country, and ZIP or foreign postal code TACOMA, WA 98402		C If exemption application is pending, check here <input type="checkbox"/>
G Check all that apply: <input checked="" type="checkbox"/> Initial return <input type="checkbox"/> Initial return of a former public charity <input type="checkbox"/> Final return <input type="checkbox"/> Amended return <input type="checkbox"/> Address change <input type="checkbox"/> Name change		D 1. Foreign organizations, check here <input type="checkbox"/> 2. Foreign organizations meeting the 85% test, check here and attach computation <input type="checkbox"/>
H Check type of organization: <input checked="" type="checkbox"/> Section 501(c)(3) exempt private foundation <input type="checkbox"/> Section 4947(a)(1) nonexempt charitable trust <input type="checkbox"/> Other taxable private foundation		E If private foundation status was terminated under section 507(b)(1)(A), check here <input type="checkbox"/>
I Fair market value of all assets at end of year (from Part II, col (c), line 16) \$ 93,044,780.	J Accounting method: <input type="checkbox"/> Cash <input type="checkbox"/> Accrual <input checked="" type="checkbox"/> Other (specify) MODIFIED CASH (Part I, column (d) must be on cash basis)	F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here <input type="checkbox"/>

Part I Analysis of Revenue and Expenses (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	91,447,108.		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	974,954.	975,040.		
	5a Gross rents				
	b Net rental income or (loss)				
	6a Net gain or (loss) from sale of assets not on line 10	197,935.			
	b Gross sales price for all assets on line 6a	1,080,581.			
	7 Capital gain net income (from Part IV, line 2)		190,211.		
	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					
12 Total. Add lines 1 through 11	92,619,997.	1,165,251.			
Operating and Administrative Expenses	13 Compensation of officers, directors, trustees, etc	124,254.	0.		124,254.
	14 Other employee salaries and wages	47,700.	0.		47,700.
	15 Pension plans, employee benefits	61,540.	0.		61,372.
	16a Legal fees STMT 1	4,221.	0.		4,221.
	b Accounting fees STMT 2	4,359.	0.		4,359.
	c Other professional fees STMT 3	90,863.	90,863.		0.
	17 Interest				
	18 Taxes STMT 4	52,329.	27,329.		0.
	19 Depreciation and depletion				
	20 Occupancy	2,041.	0.		2,041.
	21 Travel, conferences, and meetings	1,682.	0.		1,682.
	22 Printing and publications	70.	0.		70.
	23 Other expenses STMT 5	16,960.	193.		16,960.
	24 Total operating and administrative expenses. Add lines 13 through 23	406,019.	118,385.		262,659.
	25 Contributions, gifts, grants paid	2,602,362.			2,602,362.
26 Total expenses and disbursements. Add lines 24 and 25	3,008,381.	118,385.		2,865,021.	
27 Subtract line 26 from line 12:					
a Excess of revenue over expenses and disbursements	89,611,616.				
b Net investment income (if negative, enter -0-)		1,046,866.			
c Adjusted net income (if negative, enter -0-)			N/A		

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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			87,726.	87,726.
	2	Savings and temporary cash investments			3,256,455.	3,256,455.
	3	Accounts receivable	3,717.			
		Less: allowance for doubtful accounts			3,717.	3,717.
	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	STMT 6	0.	442,397.	442,397.
	b	Investments - corporate stock	STMT 7	0.	77,192,140.	77,192,140.
	c	Investments - corporate bonds	STMT 8	0.	2,562,230.	2,562,230.
	Liabilities	11	Investments - land, buildings, and equipment: basis			
		Less: accumulated depreciation				
12		Investments - mortgage loans				
13		Investments - other	STMT 9	0.	9,500,115.	9,500,115.
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)		0.	93,044,780.	93,044,780.
17		Accounts payable and accrued expenses			168.	
18		Grants payable				
Net Assets or Fund Balances	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.	168.	
Net Assets or Fund Balances	Foundations that follow SFAS 117, check here <input checked="" type="checkbox"/> X					
	and complete lines 24 through 26 and lines 30 and 31.					
	24	Unrestricted			93,044,612.	
	25	Temporarily restricted				
	26	Permanently restricted				
	Foundations that do not follow SFAS 117, check here <input type="checkbox"/>					
	and complete lines 27 through 31.					
	27	Capital stock, trust principal, or current funds				
28	Paid-in or capital surplus, or land, bldg., and equipment fund					
29	Retained earnings, accumulated income, endowment, or other funds					
	30	Total net assets or fund balances		0.	93,044,612.	
	31	Total liabilities and net assets/fund balances		0.	93,044,780.	

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	0.
2	Enter amount from Part I, line 27a	2	89,611,616.
3	Other increases not included in line 2 (itemize) <input type="checkbox"/> UNREALIZED GAINS	3	3,432,996.
4	Add lines 1, 2, and 3	4	93,044,612.
5	Decreases not included in line 2 (itemize) <input type="checkbox"/>	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	93,044,612.

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		D	VARIOUS	VARIOUS
b POWERSHARES DB GOLD FUND		D	VARIOUS	VARIOUS
c CAPITAL GAINS DIVIDENDS				
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 992,383.		882,646.	109,737.
b		7,724.	<7,724.>
c 88,198.			88,198.
d			
e			

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col. (h))
(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	
a			109,737.
b			<7,724.>
c			88,198.
d			
e			

2 Capital gain net income or (net capital loss)	{ If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7	2	190,211.
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.

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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	4,692,940.	94,012,343.	.049918
2014	5,739,870.	93,631,014.	.061303
2013	4,084,275.	89,609,905.	.045578
2012	4,411,131.	85,638,673.	.051509
2011	4,091,453.	87,860,631.	.046568

2 Total of line 1, column (d)	2	.254876
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	.050975
4 Enter the net value of noncharitable-use assets for 2016 from Part X, line 5	4	91,197,337.
5 Multiply line 4 by line 3	5	4,648,784.
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	27,260.
7 Add lines 5 and 6	7	4,676,044.
8 Enter qualifying distributions from Part XII, line 4 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.	8	2,865,021.

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

1a Exempt operating foundations described in section 4940(d)(2), check here <input type="checkbox"/> and enter "N/A" on line 1. Date of ruling or determination letter: _____ (attach copy of letter if necessary-see instructions)			
b Domestic foundations that meet the section 4940(e) requirements in Part V, check here <input type="checkbox"/> and enter 1% of Part I, line 27b		1	20,937.
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	20,937.
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	20,937.
6 Credits/Payments:			
a 2016 estimated tax payments and 2015 overpayment credited to 2016	6a	25,000.	
b Exempt foreign organizations - tax withheld at source	6b		
c Tax paid with application for extension of time to file (Form 8868)	6c	6,500.	
d Backup withholding erroneously withheld	6d		
7 Total credits and payments. Add lines 6a through 6d	7		31,500.
8 Enter any penalty for underpayment of estimated tax. Check here <input checked="" 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		10,563.
11 Enter the amount of line 10 to be: Credited to 2017 estimated tax <input type="checkbox"/> 10,563. 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
1b 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
1c Did the foundation file Form 1120-POL for this year?		X
d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year: (1) On the foundation. \$ 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?		
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) WA		
b If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by General Instruction G? If "No," attach explanation	X	
9 Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 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 STMT 10	X	

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 WWW.GARYMILGARDFAMILYFOUNDATION.ORG	X	
14 The books are in care of TREV COOKSON Telephone no. 253-274-0121 Located at 1701 COMMERCE STREET, TACOMA, WA ZIP+4 98402		
15 Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 - Check here and enter the amount of tax-exempt interest received or accrued during the year 15 N/A		
16 At any time during calendar year 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 checked="" type="checkbox"/> Yes <input 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 1b		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? 1c		X
2 Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5)): a At the end of tax year 2016, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2016? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No If "Yes," list the years 2a 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 2b c If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here. 2c		
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 3b		
4a Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes? 4a		X
b Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2016? 4b		X

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
CHRISTINE ZEMANEK	PRESIDENT & CEO			
1701 COMMERCE STREET				
TACOMA, WA 98402	14.00	46,946.	9,305.	0.
CARI MILGARD	SECRETARY/TREASURER			
1701 COMMERCE STREET				
TACOMA, WA 98402	20.00	2,308.	11,814.	0.
KASEY MILGARD	VICE PRESIDENT			
1701 COMMERCE STREET				
TACOMA, WA 98402	40.00	37,500.	2,912.	0.
KIRBY MILGARD	VICE PRESIDENT			
1701 COMMERCE STREET				
TACOMA, WA 98402	40.00	37,500.	2,846.	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 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	77,383,123.
b	Average of monthly cash balances	1b	2,474,715.
c	Fair market value of all other assets	1c	12,728,291.
d	Total (add lines 1a, b, and c)	1d	92,586,129.
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	92,586,129.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	1,388,792.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	91,197,337.
6	Minimum investment return. Enter 5% of line 5 ADJUSTED FOR SHORT TAX PERIOD	6	4,497,579.

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	4,497,579.
2a	Tax on investment income for 2016 from Part VI, line 5	2a	27,260.
b	Income tax for 2016. (This does not include the tax from Part VI.)	2b	
c	Add lines 2a and 2b	2c	27,260.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	4,470,319.
4	Recoveries of amounts treated as qualifying distributions	4	0.
5	Add lines 3 and 4	5	4,470,319.
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	4,470,319.

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	2,865,021.
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	2,865,021.
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income. Enter 1% of Part I, line 27b	5	0.
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	2,865,021.

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.

Form 990-PF (2016)

RESTATED PURSUANT TO TREAS. REG. 1.507-3

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				4,470,319.
2 Undistributed income, if any, as of the end of 2016				
a Enter amount for 2015 only			0.	
b Total for prior years:		0.		
3 Excess distributions carryover, if any, to 2016:				
a From 2011		RESTATED PURSUANT TO TREAS. REG. 1.507-3		
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: ► \$ 2,865,021.			0.	
a Applied to 2015, but not more than line 2a			0.	
b Applied to undistributed income of prior years (Election required - see instructions)		0.		
c Treated as distributions out of corpus (Election required - see instructions) **	2,640,833.			
d Applied to 2016 distributable amount				224,188.
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	2,640,833.			
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				4,246,131.
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)	2,640,833.			
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

- ☐ 4942(j)(3) or ☐ 4942(j)(5)

- (4) Gross investment income

[illegible]

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

Part XV Supplementary Information (continued)

3 Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a Paid during the year				
AMARA 5907 MARTIN LUTHER KING JR. WAY SOUTH SEATTLE, WA 98118		PC: 509(A)(1) OR (A)(2)	PIERCE COUNTY CHILDREN IN FOSTER CARE	150,000.
BOYS & GIRLS CLUB OF SOUTH PUGET SOUND 3875 S. 66TH STREET, SUITE 101 TACOMA, WA 98409		PC: 509(A)(1) OR (A)(2)	ACES & PROTECTIVE FACTORS PROGRAM	125,000.
CANINE HEALTH EDUCATION & WELFARE 9912 58TH STREET NW GIG HARBOR, WA 98335		PC: 509(A)(1) OR (A)(2)	MEDICAL GRANT	20,000.
CARING FOR KIDS 237 ELDORADO AVE. FIRCREST, WA 98466		PC: 509(A)(1) OR (A)(2)	READY TO LEARN, HOLIDAY FAIR	50,000.
COMMUNITIES IN SCHOOLS OF PENINSULA PO BOX 684 VAUGHN, WA 98394		PC: 509(A)(1) OR (A)(2)	SITE COORDINATION PROGRAM	28,000.
Total	SEE CONTINUATION SHEET(S)		3a	2,602,362.
b Approved for future payment				
NONE				
Total			3b	0.

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated.

Enter gross amounts unless otherwise indicated.		Unrelated business income		Excluded by section 512, 513, or 514		(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		974,954.		
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		197,935.		
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.		1,172,889.	0.	
13 Total. Add line 12, columns (b), (d), and (e)				13	1,172,889.	

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

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

[illegible]

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

GARY E. MILGARD FAMILY FOUNDATION-CARI

Employer identification number

81-1292744

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
GARY E. MILGARD FAMILY FOUNDATION-CARI	81-1292744

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	GARY E MILGARD FAMILY FOUNDATION 1701 COMMERCE STREET TACOMA, WA 98402	\$ 91,447,108.	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.)
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input 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)
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input 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)
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions)

Name of organization	Employer identification number
GARY E. MILGARD FAMILY FOUNDATION-CARI	81-1292744

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

(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held
	(e) Transfer of gift		
	Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee
	(e) Transfer of gift		
	Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee
	(e) Transfer of gift		
	Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee
	(e) Transfer of gift		
	Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee
	(e) Transfer of gift		
	Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee

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
COURAGE CLASSIC PO BOX 5296 TACOMA, WA 98415		PC: 509(A)(1) OR (A)(2)	ROTARY ENDOWMENT FUND	1,000.
COURAGE360 3516 S. 47TH STREET, SUITE 205 TACOMA, WA 98409		PC: 509(A)(1) OR (A)(2)	EMPLOYMENT SERVICES CONTINUUM	15,000.
ELEMENTS OF EDUCATION PARTNERS PO BOX 110555 TACOMA, WA 98411		PC: 509(A)(1) OR (A)(2)	STUDENTS OF 2017 HAWAII	5,000.
EMERGENCY FOOD NETWORK OF TACOMA-PIERCE COUNTY 3318 92ND STREET SOUTH LAKEWOOD, WA 98499		PC: 509(A)(1) OR (A)(2)	CO-OP FOOD PURCHASE PROGRAM	75,000.
FIRST ASSEMBLY OF GOD LIFE CENTER 1717 S. UNION AVE TACOMA, WA 98405		PC: 509(A)(1) OR (A)(2)	BACKPACKS AND SCHOOL SUPPLIES	20,348.
FOOD BACKPACKS 4 KIDS PO BOX 173 VAUGHN, WA 98394		PC: 509(A)(1) OR (A)(2)	FB4K NUTRITION PROJECT	10,000.
FRANKIE'S FRIENDS 3000 BUSCH LAKE BLVD TAMPA, FL 33614		PC: 509(A)(1) OR (A)(2)	WA STATE HOPE FUND	25,000.
FRIEND TO FRIEND AMERICA PO BOX 98766 DES MOINES, WA 98198		PC: 509(A)(1) OR (A)(2)	MEET THE NEED FOR SENIORS	50,000.
GREATER GIG HARBOR FOUNDATION 6625 WAGNER WAY NW, SUITE 150 GIG HARBOR, WA 98335		PC: 509(A)(1) OR (A)(2)	EMPLOYEE ALLOCATED FUNDING	10,000.
GREATER LAKES MENTAL HEALTHCARE 9330 59TH AVENUE SW LAKEWOOD, WA 98499		PC: 509(A)(1) OR (A)(2)	EMERGENCY NEEDS FUND	35,000.
Total from continuation sheets				2,229,362.

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
HOPES PARKS 6424 N 9TH STREET TACOMA, WA 98406		PC: 509(A)(1) OR (A)(2)	KIDS CAN'T WAIT HEALING HEARTS	200,000.
LUTHERAN COMMUNITY SERVICES NW 4040 SOUTH 188TH STREET, NO 300 SEATAC, WA 98188		PC: 509(A)(1) OR (A)(2)	SENIOR SUPPORT SERVICES	75,000.
MOUNTAIN VIEW COMMUNITY CENTER 3505 122ND AVE. E. EDGEWOOD, WA 98372		PC: 509(A)(1) OR (A)(2)	BACKPACKS AND SCHOOL SUPPLIES	3,980.
MULTICARE HEALTH FOUNDATION PO BOX 5296 TACOMA, WA 98405		PC: 509(A)(1) OR (A)(2)	BEHAVIORAL HEALTH HOSPITAL	500,000.
MULTICARE HEALTH FOUNDATION PO BOX 5296 TACOMA, WA 98405		PC: 509(A)(1) OR (A)(2)	MARY BRIDGE ADOLESCENT BEHAVIORAL	30,000.
N.W. FURNITURE BANK PO BOX 307 WAUNA, WA 98395		PC: 509(A)(1) OR (A)(2)	FURNISHING HOMES PROGRAM	25,000.
NEIGHBORHOOD CLINIC 1323 SOUTH YAKIMA AVE. TACOMA, WA 98405		PC: 509(A)(1) OR (A)(2)	HEALTH CARE FOR UNDERSERVED	10,000.
NEW PHOEBE HOUSE ASSOCIATION PO BOX 5245 TACOMA, WA 98415		PC: 509(A)(1) OR (A)(2)	FAMILY RECOVERY & REUNIFICATION	150,000.
OLIVE CREST 2500 116TH AVE NE BELLEVUE, WA 98004		PC: 509(A)(1) OR (A)(2)	FOSTER CARE PROGRAMS	50,000.
PAGE AHEAD CHILDREN'S LITERACY PROGRAM 1130 NW 85TH STREET SEATTLE, WA 98117		PC: 509(A)(1) OR (A)(2)	TACOMA SCHOOLS BOOK UP SUMMER	32,289.
Total from continuation sheets				

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

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
PUGET SOUND CHRISTIAN CHURCH 4020 S. 56TH ST, SUITE 200 TACOMA, WA 98409		PC: 509(A)(1) OR (A)(2)	BACKPACKS AND SCHOOL SUPPLIES	9,445.
PUGET SOUND PET FOOD BANK 3701 SIXTH AVE, SUITE 5 TACOMA, WA 98406		PC: 509(A)(1) OR (A)(2)	SPANAWAY BRANCH PROJECT	7,500.
RALLYPOINT/6 9881 BRIDGEPORT WAY SW LAKEWOOD, WA 98499		PC: 509(A)(1) OR (A)(2)	BOYS & GIRLS CLUB FACILITY	31,500.
RALLYPOINT/6 9881 BRIDGEPORT WAY SW LAKEWOOD, WA 98499		PC: 509(A)(1) OR (A)(2)	SCOUT PROGRAM	150,000.
REACH 714 S. 27TH STREET, FIRST FLOOR TACOMA, WA 98402		PC: 509(A)(1) OR (A)(2)	BUILDING REACH'S CAPACITY TO SERVE	50,000.
REBUILDING TOGETHER SOUTH SOUND 712 54TH AVE E TACOMA, WA 98424		PC: 509(A)(1) OR (A)(2)	YEAR ROUND SERVICES	20,000.
SOUTH SOUND CARE FOUNDATION PO BOX 1314 TACOMA, WA 98401		PC: 509(A)(1) OR (A)(2)	CANCER RESEARCH STUDIES & TRIALS	10,000.
TACOMA COMMUNITY HOUSE 1314 S. L STREET TACOMA, WA 98405		PC: 509(A)(1) OR (A)(2)	A JOURNEY TO CITIZENSHIP	25,000.
TACOMA YOUTH FOR CHRIST PO BOX 834 TACOMA, WA 98401		PC: 509(A)(1) OR (A)(2)	CITY LIFE PROGRAM	30,000.
TACOMA/PIERCE COUNTY HABITAT FOR HUMANITY 4824 S. TACOMA WAY TACOMA, WA 98409		PC: 509(A)(1) OR (A)(2)	COMMON HOUSE AT THE WOODS	50,000.
Total from continuation sheets				

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

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
THE CHILDRENS' S FUND 6028 S. 298TH PLACE AUBURN, WA 98001		PC: 509(A)(1) OR (A)(2)	THE CHILDREN'S FUND	150,000.
THE HUMANE SOCIETY FOR TACOMA AND PIERCE COUNTY 2608 CENTER STREET TACOMA, WA 98409		PC: 509(A)(1) OR (A)(2)	HOLIDAY PET BASKETS	98,300.
THE RESCUE MISSION PO BOX 1912 TACOMA, WA 98401		PC: 509(A)(1) OR (A)(2)	CLIENT ASSISTANCE PROGRAM	35,000.
TOY RESCUE MISSION 607 S. WINNIFRED ST. TACOMA, WA 98464		PC: 509(A)(1) OR (A)(2)	RENT AND OVERHEAD EXPENSES	70,000.
YWCA PIERCE COUNTY 405 BROADWAY TACOMA, WA 98402		PC: 509(A)(1) OR (A)(2)	YWCA TEEN AND LEGAL PROGRAMS	150,000.
ZEESPEED 2201 S. TACOMA WAY #206 TACOMA, WA 98409		PC: 509(A)(1) OR (A)(2)	YOUTH ENDURANCE CAMP	20,000.
Total from continuation sheets				

FORM 990-PF

LEGAL FEES

STATEMENT

1

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
LEGAL FEES	4,221.	0.		4,221.
TO FM 990-PF, PG 1, LN 16A	4,221.	0.		4,221.

FORM 990-PF

ACCOUNTING FEES

STATEMENT

2

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
ACCOUNTING FEES	4,359.	0.		4,359.
TO FORM 990-PF, PG 1, LN 16B	4,359.	0.		4,359.

FORM 990-PF

OTHER PROFESSIONAL FEES

STATEMENT

3

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
INVESTMENT MANAGEMENT FEES	90,863.	90,863.		0.
TO FORM 990-PF, PG 1, LN 16C	90,863.	90,863.		0.

FORM 990-PF

TAXES

STATEMENT

4

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
EXCISE TAXES	25,000.	0.		0.
FOREIGN TAXES	27,329.	27,329.		0.
TO FORM 990-PF, PG 1, LN 18	52,329.	27,329.		0.

FORM 990-PF

OTHER EXPENSES

STATEMENT 5

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
INSURANCE	5,763.	0.		5,763.
COMPUTER EXPENSE	6,684.	0.		6,684.
OFFICE EXPENSE	1,592.	0.		1,592.
REPAIRS & MAINTENANCE	2,173.	0.		2,173.
EQUIPMENT RENTAL	748.	0.		748.
DEDUCTIONS FROM PARTNERSHIP INVESTMENTS	0.	193.		0.
TO FORM 990-PF, PG 1, LN 23	16,960.	193.		16,960.

FORM 990-PF

U.S. AND STATE/CITY GOVERNMENT OBLIGATIONS

STATEMENT 6

DESCRIPTION	U.S. GOV'T	OTHER GOV'T	BOOK VALUE	FAIR MARKET VALUE
GOVERNMENTAL OBLIGATIONS	x		442,397.	442,397.
TOTAL U.S. GOVERNMENT OBLIGATIONS			442,397.	442,397.
TOTAL STATE AND MUNICIPAL GOVERNMENT OBLIGATIONS				
TOTAL TO FORM 990-PF, PART II, LINE 10A			442,397.	442,397.

FORM 990-PF

CORPORATE STOCK

STATEMENT 7

DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
1,242.000 SHS POWERSHARES DB GOLD FUND	45,991.	45,991.
103,126.021 SHS VOYA GLOBAL REAL ESTATE I	1,940,832.	1,940,832.
106,770.000 SHS VANGUARD FTSE DEVELOPED MKTS E	3,901,376.	3,901,376.
115,754.000 SHS ISHARES TRUST CURRENCY HEDGED MSCI EAFE ETF	3,053,103.	3,053,103.
12,637.000 SHS VANGUARD DIVIDEND APREC ETF	1,076,420.	1,076,420.
14,132.000 SHS ISHARES SELECT DIVDEND ETF	1,251,671.	1,251,671.
14,417.000 SHS SPDR S&P DIVIDEND ETF	1,233,519.	1,233,519.
151,435.591 SHS EATON VANCE FLOATINGRATE INST	1,355,349.	1,355,349.
153,246.984 SHS FRANKLIN FLOAT RATE DLY A-AD	1,362,366.	1,362,366.
179,003.074 SHS MATTHEWS ASIA DIVIDEND INV	2,778,128.	2,778,128.
196,899.061 SHS IVA INTERNATIONAL I	3,107,067.	3,107,067.

GARY E. MILGARD FAMILY FOUNDATION-CARI

81-1292744

212,086.034 SHS METROPOLITAN WEST TOT RET BD FD	2,233,266.	2,233,266.
233,322.000 SHS VANGUARD INDEX TR LRG CAP VIPERS	23,885,175.	23,885,175.
25,173.000 SHS SPROTT PHYSICAL GOLD TRUST	236,374.	236,374.
28,293.000 SHS VANGUARD MID-CAP VIPERS	3,724,208.	3,724,208.
28,766.000 SHS VANGUARD SMALL-CAP VIPERS	3,709,663.	3,709,663.
34,430.000 SHS GUGGENHEIM S&P 500 EQUAL WEI ETF	2,983,015.	2,983,015.
35,370.000 SHS POWERSHARES FTSE RAFI US 1K	3,521,084.	3,521,084.
47,328.000 SHS ISHARES GOLDTRUST ETF	524,394.	524,394.
474,813.987 SHS DOUBLELINE TOTAL RET BD I	5,042,525.	5,042,525.
5,945.000 SHS SPDR GOLD TR GOLD SHS	651,631.	651,631.
50,722.000 SHS ISHARES MSCI EMERGING MARKETS	1,775,777.	1,775,777.
52,710.000 SHS FIXED INCOME SHARES C MF	529,736.	529,736.
53,596.320 SHS OPPENHEIMER DEVELOP MKTS Y	1,713,474.	1,713,474.
54,020.000 SHS FIXED INCOME SHARES M MF	537,499.	537,499.
77,989.057 SHS OPPENHEIMER INTERNATIONAL GRWTH Y MF	2,704,661.	2,704,661.
19,746.000 SHS ISHARES IBOXX \$ INVESTMENT GRADE	2,313,836.	2,313,836.
TOTAL TO FORM 990-PF, PART II, LINE 10B	77,192,140.	77,192,140.

FORM 990-PF

CORPORATE BONDS

STATEMENT 8

DESCRIPTION

BOOK VALUE

FAIR MARKET
VALUE

1,000.000 SHS FNMA POOL	893.	893.
10,000.000 SHS FHLMC 30 YR GOLD G08682	8,555.	8,555.
10,000.000 SHS FNMA POOL AS6520	9,056.	9,056.
10,000.000 SHS SBA COMMUNICATIONS CORP	10,150.	10,150.
12,000.000 SHS STANDARD PACIFIC CORP	13,020.	13,020.
12,000.000 SHS THE MENS WEARHOUSE INC	11,760.	11,760.
124,000.000 SHS FHLMC 30 YR GOLD A86314	8,343.	8,343.
14,000.000 SHS ARAMARK SERVICES INC	14,438.	14,438.
14,000.000 SHS CSC HOLDINGS LLC	14,945.	14,945.
16,000.000 SHS AES CORP	18,600.	18,600.
16,000.000 SHS AUTONATION INC GLOBAL	17,195.	17,195.
16,000.000 SHS CDW LLC/CDW FINANCE CORP	16,920.	16,920.
16,000.000 SHS FNMA POOL AV6368	7,186.	7,186.
16,000.000 SHS FNMA POOL AX7732	11,694.	11,694.
16,000.000 SHS LEVEL 3 FINANCING INC	16,320.	16,320.
16,000.000 SHS RADIAN GROUP INC	17,800.	17,800.
16,000.000 SHS SALLY HLDGS	16,620.	16,620.
16,000.000 SHS TESORO LOGISTICS LP/CORP	16,800.	16,800.
17,000.000 SHS ACMP/ACMP FIN	17,317.	17,317.
17,000.000 SHS BLUE CUBE SPINCO INC	20,528.	20,528.
17,000.000 SHS CLEAN HARBORS IN SER B	17,404.	17,404.
17,000.000 SHS CLEAR CHNL WORLD SER B	17,383.	17,383.
17,000.000 SHS CONCHO RESOURCES INC	17,617.	17,617.
17,000.000 SHS DISH DBS CORP SER B	18,870.	18,870.
17,000.000 SHS ISTAR INC	17,510.	17,510.
17,000.000 SHS MASCO CORP	18,785.	18,785.

STATEMENT(S) 7, 8

17,000.000	SHS NAVIENT CORP	17,638.	17,638.
17,000.000	SHS T-MOBILE USA INC	17,935.	17,935.
18,000.000	SHS ALLY FINANCIAL	18,315.	18,315.
18,000.000	SHS BALL CORP	18,810.	18,810.
18,000.000	SHS CALPINE CORP	17,370.	17,370.
18,000.000	SHS CNH INDUSTRIAL C	18,225.	18,225.
18,000.000	SHS CONSTELLATION BR	20,301.	20,301.
18,000.000	SHS EL PASO CORP	18,418.	18,418.
18,000.000	SHS GOODYEAR TIRE & RUBBER	18,990.	18,990.
18,000.000	SHS HCA INC	18,495.	18,495.
18,000.000	SHS ICAHN ENTERPRISES	18,383.	18,383.
18,000.000	SHS IRON MOUNTAIN SENIOR	18,495.	18,495.
18,000.000	SHS LAMAR MEDIA CORP	18,540.	18,540.
18,000.000	SHS LENNAR CORP	18,585.	18,585.
18,000.000	SHS LEUCADIA NATL	19,062.	19,062.
18,000.000	SHS PVH CORP	18,270.	18,270.
18,000.000	SHS RITE AID CORPORATION	18,900.	18,900.
18,000.000	SHS ROYAL CARIBBEAN	19,262.	19,262.
18,000.000	SHS STEEL DYNAMIC INC	18,855.	18,855.
18,000.000	SHS TENET HEALTHCARE CORP	18,180.	18,180.
18,000.000	SHS T-MOBILE USA INC	18,540.	18,540.
18,000.000	SHS TRANSDIGM INC SER B	18,450.	18,450.
18,000.000	SHS TRIBUNE MEDIA CO	18,293.	18,293.
18,000.000	SHS ZAYO GROUP LLC SER B	18,720.	18,720.
19,000.000	SHS AMSURG CORP	19,589.	19,589.
19,000.000	SHS BOYD GAMIN CORP SR UNS	20,425.	20,425.
19,000.000	SHS CBS OUTDOOR AMERS CAPITAL LLC	19,808.	19,808.
19,000.000	SHS CCO HOLDINGS LLC	19,855.	19,855.
19,000.000	SHS CROWN AMERICAS LLC SER B	19,380.	19,380.
19,000.000	SHS CSC HOLDINGS INC SER B	20,425.	20,425.
19,000.000	SHS D.R. HORTON INC	19,523.	19,523.
19,000.000	SHS DAVITA HEALTHCAR	18,953.	18,953.
19,000.000	SHS DAVITA INC	19,855.	19,855.
19,000.000	SHS EL PASO PIPELINE PT	20,230.	20,230.
19,000.000	SHS EQUINIX INC	19,855.	19,855.
19,000.000	SHS GRAPHIC PACKAGE	19,950.	19,950.
19,000.000	SHS ISTAR FINANCIAL INC	19,095.	19,095.
19,000.000	SHS KINDRED HEALTHCARE INC	17,765.	17,765.
19,000.000	SHS LEVEL 3 COMMUNICATIONS INC	19,523.	19,523.
19,000.000	SHS NATIONSTAR MORT/CAP CORP	19,879.	19,879.
19,000.000	SHS NATIONSTAR MTGE	19,309.	19,309.
19,000.000	SHS NATIONSTAR MTGE SER B	19,238.	19,238.
19,000.000	SHS PULTEGROUP INC	18,858.	18,858.
19,000.000	SHS RICE ENERGY INC SER B	19,523.	19,523.
19,000.000	SHS SPRINGLEAF FINANCE CORP	20,663.	20,663.
19,000.000	SHS SUMMIT MATERIALS	19,499.	19,499.
19,000.000	SHS SUNOCO LP/FINANCE CORP SER B	19,380.	19,380.
19,000.000	SHS TEMPUR SEALY INTERNATIONAL INC	19,095.	19,095.
19,000.000	SHS UNITED RENTALS INC	10,500.	10,500.
19,000.000	SHS VERISIGN INC SER B	19,190.	19,190.
2,000.000	SHS CHS/COMMUNITY HEALTH SYSTEMS INC	1,960.	1,960.
20,000.000	SHS BERRY PLASTICS CORPORATION	20,350.	20,350.
20,000.000	SHS CENTENE CORP	20,200.	20,200.
20,000.000	SHS CHEMOURS CO	19,800.	19,800.

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20,000.000	SHS CHS/COMMUNITY SER B	18,550.	18,550.
20,000.000	SHS HCA INC	20,600.	20,600.
20,000.000	SHS ISTAR FINANCIAL INC	20,075.	20,075.
20,000.000	SHS LENNAR CORP SR UNS GLOBAL 4.75%	19,500.	19,500.
20,000.000	SHS LKQ CORPORATION SER B	19,900.	19,900.
21,000.000	SHS CONSOL ENERGY INC SER B	20,580.	20,580.
21,000.000	SHS NRG ENERGY INC	21,053.	21,053.
21,000.000	SHS SEAGATE HDD CAYM SER B	20,007.	20,007.
22,000.000	SHS FNMA POOL 310151	13,759.	13,759.
22,000.000	SHS SOUTHWESTERN ENERGY	22,660.	22,660.
224,000.000	SHS FHLMC 30G A89385	41,193.	41,193.
23,000.000	SHS FNMA POOL AS4168	15,591.	15,591.
25,000.000	SHS MGIC INVT CORP GLOBAL	26,063.	26,063.
26,000.000	SHS AMERIGAS FINANCE LLC	26,390.	26,390.
26,000.000	SHS MARKWEST ENERGY PART/FIN	26,694.	26,694.
27,000.000	SHS ALLY FINANCIAL	30,578.	30,578.
27,000.000	SHS FNMA POOL AS0907	14,682.	14,682.
29,000.000	SHS CBRE ESRVICES SR UNSGLOBAL 5%	29,916.	29,916.
29,000.000	SHS FNMA POOL	15,105.	15,105.
30,000.000	SHS MGM RESORTS INTL	33,375.	33,375.
32,000.000	SHS INTL LEASE FIN	37,280.	37,280.
37,000.000	SHS SABINE PASS LIQUEFACTION LLC	39,590.	39,590.
37,000.000	SHS VEREIT OPERATING PARTNERS	37,475.	37,475.
39,000.000	SHS ANTERO RESOURCES FINANCE CORP	39,878.	39,878.
40,000.000	SHS DISH DBS CORP SER B GLOBAL	79,583.	79,583.
40,000.000	SHS FNMA	40,387.	40,387.
44,000.000	SHS FHLMC PC GOLD POOL C09071	29,684.	29,684.
5,000.000	SHS FHMA POOL AW8992	3,665.	3,665.
5,000.000	SHS FNMA POOL AS6408	4,461.	4,461.
6,000.000	SHS FHLMC 30 YR GOLD G60201	4,509.	4,509.
6,000.000	SHS FNMA POOL AX4887	4,260.	4,260.
6,000.000	SHS HERTZ CORP SER B	6,000.	6,000.
69,000.000	SHS FHLMC 30 YR GOLD G08659	55,666.	55,666.
69,000.000	SHS FNMA POOL BC2849	67,648.	67,648.
7,000.000	SHS FNMA POOL AL6715	4,562.	4,562.
7,000.000	SHS THE ADT CORP SER B	7,595.	7,595.
74,000.000	SHS FHLMC 30 YR GOLD V81760	57,773.	57,773.
8,000.000	SHS FNMA POOL AZ7916	5,668.	5,668.
8,000.000	SHS SPRINT NEXTEL CORP SER B	9,820.	9,820.
98,000.000	SHS FED NATL MTG ASSN	90,036.	90,036.
34,000.000	SHS PC GOLD POOL G08623	23,971.	23,971.
31,000.000	SHS PC GOLD POOL G08624	20,974.	20,974.
65,000.000	SHS PC GOLD POOL G07961	53,058.	53,058.
TOTAL TO FORM 990-PF, PART II, LINE 10C		2,562,230.	2,562,230.

FORM 990-PF	OTHER INVESTMENTS	STATEMENT	9
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DESCRIPTION	VALUATION METHOD	BOOK VALUE	FAIR MARKET VALUE
MERIDIAN PERF PTRS LTD CL A	FMV	107,210.	107,210.
AURORA OFFSHORE FUND LTD. II	FMV	339,268.	339,268.
RIVERVIEW GLOBAL MACRO FUND (CAYMAN) LP PLACEMENT	FMV	4,437,306.	4,437,306.
PINEHURST INSTITUTIONAL, LTD	FMV	4,616,331.	4,616,331.
TOTAL TO FORM 990-PF, PART II, LINE 13		9,500,115.	9,500,115.

FORM 990-PF	LIST OF SUBSTANTIAL CONTRIBUTORS PART VII-A, LINE 10	STATEMENT	10
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NAME OF CONTRIBUTOR	ADDRESS
GARY E. MILGARD FAMILY FOUNDATION	1701 COMMERCE STREET TACOMA, WA 98402

FORM 990-PF

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

STATEMENT 12

NAME AND ADDRESS OF PERSON TO WHOM APPLICATIONS SHOULD BE SUBMITTED

EXCLUSIVELY ACCEPTED ONLINE VIA WWW.GARYMILGARDFAMILYFOUNDATION.ORG
1701 COMMERCE STREET
TACOMA, WA 98402

TELEPHONE NUMBER

253-274-0121

FORM AND CONTENT OF APPLICATIONS

A LETTER OF INQUIRY IS THE FIRST STEP IN THE GRANT APPLICATION PROCESS. THE LETTER OF INQUIRY IS REVIEWED, AND IF APPROVED, THE APPLICANT WILL BE REQUESTED TO PROVIDE A FULL APPLICATION.

ANY SUBMISSION DEADLINES

THERE IS NO DEADLINE FOR SUBMITTING A LETTER OF INQUIRY.

RESTRICTIONS AND LIMITATIONS ON AWARDS

ALL APPLICANT ORGANIZATIONS MUST QUALIFY AS TAX-EXEMPT ORGANIZATIONS UNDER THE INTERNAL REVENUE CODE. CERTAIN PROPOSALS ARE INELIGIBLE FOR FUNDING, SUCH AS: ANNUAL FUNDS, GALAS, OR OTHER SPECIAL EVENT FUNDRAISING ACTIVITIES; SECTARIAN RELIGIOUS ACTIVITIES, DEBT REDUCTION, POLITICAL LOBBYING, OR LEGISLATIVE ACTIVITIES; AND ORGANIZATIONS THAT DISCRIMINATE ON THE BASIS OF AGE, RACE, NATIONAL ORIGIN, ETHNICITY, GENDER, POLITICAL AFFILIATION OR RELIGIOUS BELIEF.