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

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2016

Open to Public Inspection

For calendar year 2016 or tax year beginning , 2016, and ending

Ray Hickey Foundation
16420 SE McGillivray, PMB 193 #103
Vancouver, WA 98683-3461

A Employer identification number
91-1887342

B Telephone number (see instructions)
503-632-9335

C If exemption application is pending, check here ☐

D 1 Foreign organizations, check here ☐

2 Foreign organizations meeting the 85% test, check here and attach computation ☐

E If private foundation status was terminated under section 507(b)(1)(A), check here ☐

F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here ☐

G Check all that apply: ☐ Initial return ☐ Initial return of a former public charity
☐ Final return ☐ Amended return
☐ Address change ☐ Name change

H Check type of organization ☒ Section 501(c)(3) exempt private foundation
☐ Section 4947(a)(1) nonexempt charitable trust ☐ Other taxable private foundation

I Fair market value of all assets at end of year (from Part II, column (c), line 16) ☐ Accounting method ☐ Cash ☒ Accrual
☐ Other (specify)

▶ \$ 15,120,135. (Part I, column (d) must be on cash basis)

Part I Analysis of Revenue and Expenses (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see instructions))		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
1	Contributions, gifts, grants, etc., received (attach schedule)				
2	Check <input checked="" type="checkbox"/> if the foundation is not required to attach Sch B				
3	Interest on savings and temporary cash investments	3,479.	3,479.	3,479.	
4	Dividends and interest from securities	232,648.	232,648.	232,648.	
5a	Gross rents				
b	Net rental income or (loss)				
6a	Net gain or (loss) from sale of assets not on line 10	-84.			
b	Gross sales price for all assets on line 6a 1,082,922.				
7	Capital gain net income (from Part IV, line 2)		0.		
8	Net short-term capital gain				
9	Income modifications				
10a	Gross sales less returns and allowances				
b	Less: Cost of goods sold				
c	Gross profit or (loss) (attach schedule)				
11	Other income (attach schedule)				
	See Statement 1	-49,301.			
12	Total. Add lines 1 through 11	186,742.	236,127.	236,127.	
13	Compensation of officers, directors, trustees, etc.	100,000.			
14	Other employee salaries and wages				
15	Pension plans, employee benefits				
16a	Legal fees (attach schedule) See St 2	152.			
b	Accounting fees (attach sch)				
c	Other professional fees (attach sch) See St 3	95,306.	95,306.		
17	Interest	2,528.			
18	Taxes (attach schedule) (see instrs)				
19	Depreciation (attach schedule) and depletion				
20	Occupancy				
21	Travel, conferences, and meetings				
22	Printing and publications				
23	Other expenses (attach schedule)				
	See Statement 4	47,030.			
24	Total operating and administrative expenses. Add lines 13 through 23	245,016.	95,306.		
25	Contributions, gifts, grants paid Part XV	1,230,000.			1,230,000.
26	Total expenses and disbursements. Add lines 24 and 25	1,475,016.	95,306.	0.	1,230,000.
27	Subtract line 26 from line 12:				
a	Excess of revenue over expenses and disbursements	-1,288,274.			
b	Net investment income (if negative, enter -0-)		140,821.		
c	Adjusted net income (if negative, enter -0-)			236,127.	

9

22

Part II Balance Sheets		Beginning of year (a) Book Value	End of year	
			(b) Book Value	(c) Fair Market Value
ASSETS	1 Cash -- non-interest-bearing	535,498.	356,033.	356,033.
	2 Savings and temporary cash investments			
	3 Accounts receivable 21,812.			
	Less: allowance for doubtful accounts 68,325.	68,325.	21,812.	21,812.
	4 Pledges receivable			
	Less: allowance for doubtful accounts			
	5 Grants receivable			
	6 Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see instructions)			
	7 Other notes and loans receivable (attach sch)			
	Less: allowance for doubtful accounts			
	8 Inventories for sale or use			
	9 Prepaid expenses and deferred charges			
	10a Investments -- U.S. and state government obligations (attach schedule)			
	b Investments -- corporate stock (attach schedule)	14,370,708.	13,001,423.	14,688,493.
	c Investments -- corporate bonds (attach schedule)			
	11 Investments -- land, buildings, and equipment basis			
LIABILITIES	Less: accumulated depreciation (attach schedule)			
	12 Investments -- mortgage loans			
	13 Investments -- other (attach schedule)			
	14 Land, buildings, and equipment basis			
	Less: accumulated depreciation (attach schedule)			
	15 Other assets (describe See Statement 5)		53,797.	53,797.
	16 Total assets (to be completed by all filers -- see the instructions. Also, see page 1, item I)	14,974,531.	13,433,065.	15,120,135.
	17 Accounts payable and accrued expenses	161,805.	22,420.	
	18 Grants payable			
	19 Deferred revenue			
NET ASSETS OR FUND BALANCES	20 Loans from officers, directors, trustees, & other disqualified persons			
	21 Mortgages and other notes payable (attach schedule)			
	22 Other liabilities (describe See Statement 5)			
	23 Total liabilities (add lines 17 through 22)	161,805.	22,420.	
	Foundations that follow SFAS 117, check here and complete lines 24 through 26 and lines 30 and 31. <input checked="" type="checkbox"/>			
	24 Unrestricted	14,812,726.	13,410,645.	
	25 Temporarily restricted			
	26 Permanently restricted			
	Foundations that do not follow SFAS 117, check here and complete lines 27 through 31. <input type="checkbox"/>			
	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 (see instructions)	14,812,726.	13,410,645.	
	31 Total liabilities and net assets/fund balances (see instructions)	14,974,531.	13,433,065.	

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	14,812,726.
2	Enter amount from Part I, line 27a	2	-1,288,274.
3	Other increases not included in line 2 (itemize) See Statement 6	3	35,210.
4	Add lines 1, 2, and 3	4	13,559,662.
5	Decreases not included in line 2 (itemize) See Statement 7	5	149,017.
6	Total net assets or fund balances at end of year (line 4 minus line 5) -- Part II, column (b), line 30	6	13,410,645.

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 shares MLC Company)		(b) How acquired P — Purchase D — Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
1 a See Statement 8				
b				
c				
d				
e				

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

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

2 Capital gain net income or (net capital loss)	<div style="border: 1px solid black; padding: 2px;"> If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7 </div>	2	-84.
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6)	<div style="border: 1px solid black; padding: 2px;"> If gain, also enter in Part I, line 8, column (c) (see instructions) If (loss), enter -0- in Part I, line 8 </div>	3	-18,032.

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.

(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	295,000.	15,701,465.	0.018788
2014	245,500.	15,441,377.	0.015899
2013	407,450.	14,471,946.	0.028154
2012	577,500.	13,637,124.	0.042348
2011	573,570.	12,972,150.	0.044215

2 Total of line 1, column (d).	2	0.149404
3 Average distribution ratio for the 5-year base period — divide the total on line 2 by 5, or by the number of years the foundation has been in existence if less than 5 years	3	0.029881
4 Enter the net value of noncharitable-use assets for 2016 from Part X, line 5	4	15,884,303.
5 Multiply line 4 by line 3	5	474,639.
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	1,408.
7 Add lines 5 and 6	7	476,047.
8 Enter qualifying distributions from Part XII, line 4	8	1,230,000.

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)

1 a 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	1,408.
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	1,408.
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	1,408.
6 Credits/Payments:			
a 2016 estimated tax pmts and 2015 overpayment credited to 2016	6a	61,436.	
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	61,436.	
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	0.	
10 Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10	60,028.	
11 Enter the amount of line 10 to be: Credited to 2017 estimated tax 30,000. Refunded	11	30,028.	

Part VII-A Statements Regarding Activities

	Yes	No
1 a 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)? <i>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</i>		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? <i>If 'Yes,' attach a detailed description of the activities</i>		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? <i>If 'Yes,' attach a conformed copy of the changes</i>		X
4 a 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?	N/A	
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? <i>If 'Yes,' attach the statement required by General Instruction T</i>		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? <i>If 'Yes,' complete Part II, col. (c), and Part XV</i>	X	
8 a Enter the states to which the foundation reports or with which it is registered (see instructions) N/A		
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? <i>If 'No,' attach explanation</i>	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)? <i>If 'Yes,' complete Part XIV</i>		X
10 Did any persons become substantial contributors during the tax year? <i>If 'Yes,' attach a schedule listing their names and addresses</i>		X

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Form 990-PF (2016)

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>N/A</u>	X	
14 The books are in care of <u>James H. Weisgerber</u> Telephone no <u>503-632-9335</u> Located at <u>16420 SE McGillivray, Ste 103 Vanc Wa</u> ZIP + 4 <u>98683-3461</u>		
15 Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 - Check here and enter the amount of tax-exempt interest received or accrued during the year <u>N/A</u>		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 <u></u>		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
1 a 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 type="checkbox"/> Yes <input checked="" 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 <input type="checkbox"/>	1 b	N/A
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?	1 c	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 <u>20__ , 20__ , 20__ , 20__</u>		
b Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer 'No' and attach statement - see instructions)	2 b	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 <u>20__ , 20__ , 20__ , 20__</u>		
3 a 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)	3 b	N/A
4 a Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4 a	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?	4 b	X

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Form 990-PF (2016)

Part VII-B Statements Regarding Activities for Which Form 4720 May Be Required (continued)**5 a** 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)?

5 b N/A

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)

6 a 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?

6 b X

If 'Yes' to 6b, file Form 8870

7 a 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

7 b

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

See Statement 9

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

(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
James H. Weisgerber 21300 S Meadowridge Ct Oregon City, OR 97045	Trustee 5.00	0.	0.	0.
Linda Hickey 16420 SE McGillivray, Ste 103 Vancouver, WA 98683-3461	Exect Dir/Tr 40.00	100,000.	0.	0.
Cindy Nesbitt 16420 SE McGillivray, Ste 100 Vancouver, WA 98683-3461	Trustee 5.00	0.	0.	0.
Rita Weichman 16420 SW McGillivray, Ste 103 Vancouver, WA 98683	Trustee 0	0.	0.	0.

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

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

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

0

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

(a) Name and address of each person paid more than \$50,000	(b) Type of service	(c) Compensation
Arnerich & Massena 2045 NE MLK Blvd Portland, Or 97212	Investment Advisor	61,613.
Total number of others receiving over \$50,000 for professional services		0

Part IX-A Summary of Direct Charitable Activities

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

	Expenses
1 N/A	
2	
3	
4	

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

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

	Amount
1 N/A	
2	
All other program-related investments. See instructions	
3	
Total. Add lines 1 through 3	0.

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Form 990-PF (2016)

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	1 a	15,724,919.
b Average of monthly cash balances	1 b	380,858.
c Fair market value of all other assets (see instructions)	1 c	20,419.
d Total (add lines 1a, b, and c)	1 d	16,126,196.
e Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	1 e	0.
2 Acquisition indebtedness applicable to line 1 assets	2	0.
3 Subtract line 2 from line 1d	3	16,126,196.
4 Cash deemed held for charitable activities. Enter 1-1/2% of line 3 (for greater amount, see instructions)	4	241,893.
5 Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	15,884,303.
6 Minimum investment return. Enter 5% of line 5	6	794,215.

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	794,215.
2 a Tax on investment income for 2016 from Part VI, line 5	2 a	1,408.
b Income tax for 2016 (This does not include the tax from Part VI)	2 b	
c Add lines 2a and 2b	2 c	1,408.
3 Distributable amount before adjustments. Subtract line 2c from line 1	3	792,807.
4 Recoveries of amounts treated as qualifying distributions	4	
5 Add lines 3 and 4	5	792,807.
6 Deduction from distributable amount (see instructions)	6	
7 Distributable amount as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1	7	792,807.

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	1 a	1,230,000.
b Program-related investments — total from Part IX-B	1 b	
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)	3 a	
b Cash distribution test (attach the required schedule)	3 b	
4 Qualifying distributions. Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	4	1,230,000.
5 Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income. Enter 1% of Part I, line 27b (see instructions)	5	1,408.
6 Adjusted qualifying distributions. Subtract line 5 from line 4	6	1,228,592.

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				792,807.
2 Undistributed income, if any, as of the end of 2016.				
a Enter amount for 2015 only			757,559.	
b Total for prior years. 20 <u>15</u> , 20 <u> </u> , 20 <u> </u>		467,547.		
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. \blacktriangleright \$ <u>1,230,000.</u>				
a Applied to 2015, but not more than line 2a			757,559.	
b Applied to undistributed income of prior years (Election required — see instructions)		467,547.		
c Treated as distributions out of corpus (Election required — see instructions)	0.			
d Applied to 2016 distributable amount				4,894.
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:	0.			
a Corpus Add lines 3f, 4c, and 4e. Subtract line 5				
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 instructions			0.	
f Undistributed income for 2016 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2017				787,913.
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 (see instructions)	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				

BAA

Form 990-PF (2016)

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 See Statement 11				
Total			3 a	1,230,000.
b Approved for future payment				
Total			3 b	

2016

Federal Statements

Page 1

Client 50

Ray Hickey Foundation

91-1887342

11/14/17

01.37PM

Statement 1
Form 990-PF, Part I, Line 11
Other Income

	(a) Revenue per Books	(b) Net Investment Income	(c) Adjusted Net Income
Other Investment Income	\$ -49,301.		
Total	\$ -49,301.	\$ 0.	\$ 0.

Statement 2
Form 990-PF, Part I, Line 16a
Legal Fees

	(a) Expenses Per Books	(b) Net Investment Income	(c) Adjusted Net Income	(d) Charitable Purposes
Misc Legal	\$ 152.			
Total	\$ 152.	\$ 0.	\$ 0.	\$ 0.

Statement 3
Form 990-PF, Part I, Line 16c
Other Professional Fees

	(a) Expenses per Books	(b) Net Investment Income	(c) Adjusted Net Income	(d) Charitable Purposes
A & M Investment Fees	\$ 61,613.	\$ 61,613.		
B of A Investment Fees	45.	45.		
Investment Fees Pd Directly by Ptnership	22,969.	22,969.		
Ithaka Investment Fees	10,679.	10,679.		
Total	\$ 95,306.	\$ 95,306.	\$ 0.	\$ 0.

Statement 4
Form 990-PF, Part I, Line 23
Other Expenses

	(a) Expenses per Books	(b) Net Investment Income	(c) Adjusted Net Income	(d) Charitable Purposes
Annual State Filing Fee	\$ 25.			
Federal Taxes	3,560.			
P/Y IRS	35,731.			
Payroll Taxes	7,714.			
Total	\$ 47,030.	\$ 0.	\$ 0.	\$ 0.

Client 50

Ray Hickey Foundation

91-1887342

11/14/17

01 37PM

Statement 5
Form 990-PF, Part II, Line 15
Other Assets

	<u>Book Value</u>	<u>Fair Market Value</u>
Prepaid Taxes		\$ 53,797.
Rounding	\$ 1.	
Tax Deposits	53,796.	
Total	<u>\$ 53,797.</u>	<u>\$ 53,797.</u>

Statement 6
Form 990-PF, Part III, Line 3
Other Increases

Book Gain Act 442		\$ 35,210.
Total		<u>\$ 35,210.</u>

Statement 7
Form 990-PF, Part III, Line 5
Other Decreases

Book Loss Act 440	\$ 94,479.
Book Loss Act 441	33,854.
Income from K-1 Worksheet	20,684.
Total	<u>\$ 149,017.</u>

Statement 8
Form 990-PF, Part IV, Line 1
Capital Gains and Losses for Tax on Investment Income

<u>Item</u>	<u>(a) Description</u>	<u>(b) How Acquired</u>	<u>(c) Date Acquired</u>	<u>(d) Date Sold</u>
1	8591 Metro West	Purchased	1/01/2017	12/08/2016
2	6382 Legg Mason	Purchased	2/12/2013	12/08/2016
3	8525 Scout Unconstrained	Purchased	2/12/2013	12/08/2016
4	4600 Legg Mason	Purchased	6/16/2011	11/29/2016
5	36 Apple Inc	Purchased	2/26/2015	1/29/2016
6	134 Net Flix	Purchased	12/23/2015	5/12/2016
7	213 Restoration Hardware	Purchased	9/24/2015	3/11/2016
8	525 Apple Inc	Purchased	11/26/2012	1/29/2016
9	935 ARM Holdings	Purchased	10/07/2014	2/22/2016
10	175 Baidu Inc	Purchased	10/28/2014	7/21/2016
11	275 Facebook Inc	Purchased	1/11/2013	9/22/2016
12	518 LinkedIn	Purchased	11/26/2012	8/23/2016
13	875 Starbucks	Purchased	12/13/2011	7/19/2016
14	416 Tripadvisor	Purchased	1/23/2014	6/03/2016
15	.61 Under Armour	Purchased	7/01/2011	6/29/2016
16	20 Priceline	Purchased	6/22/2011	7/19/2016
17	69 Biogen	Purchased	5/15/2014	2/22/2016
18	MetroWest Wash Sale Disallowed	Purchased	1/01/2016	12/08/2016
19	Scott Wash Sale Disallowed	Purchased	2/12/2013	12/08/2016

Client 50

Ray Hickey Foundation

91-1887342

11/14/17

01 37PM

Statement 8 (continued)
Form 990-PF, Part IV, Line 1
Capital Gains and Losses for Tax on Investment Income

Item	(e) Gross Sales	(f) Deprec. Allowed	(g) Cost Basis	(h) Gain (Loss)	(i) FMV 12/31/69	(j) Adj. Bas. 12/31/69	(k) Excess (i) - (j)	(l) Gain (Loss)
1	74,990.		75,095.	-105.				\$ -105.
2	74,990.		81,924.	-6,934.				-6,934.
3	99,990.		100,514.	-524.				-524.
4	466,875.		495,140.	-28,265.				-28,265.
5	3,431.		4,605.	-1,174.				-1,174.
6	11,623.		15,738.	-4,115.				-4,115.
7	8,446.		21,093.	-12,647.				-12,647.
8	50,034.		40,575.	9,459.				9,459.
9	36,865.		36,298.	567.				567.
10	28,259.		39,932.	-11,673.				-11,673.
11	31,415.		8,287.	23,128.				23,128.
12	71,778.		75,544.	-3,766.				-3,766.
13	50,574.		20,974.	29,600.				29,600.
14	28,196.		37,560.	-9,364.				-9,364.
15	23.		6.	17.				17.
16	26,580.		9,743.	16,837.				16,837.
17	18,320.		19,978.	-1,658.				-1,658.
18	9.		0.	9.				9.
19	524.		0.	524.				524.
Total								\$ -84.

Statement 9
Form 990-PF, Part VIII
Compensation Explanation

Arnerich & Massena
Investment Management Svcs

Statement 10
Form 990-PF, Part XV, Line 2a-d
Application Submission Information

Name of Grant Program:

Name: Linda Rae Hickey

Care Of:

Street Address: 16420 SE McGillivray, Ste 103--PMB193

City, State, Zip Code: Vancouver, Wa 98683-3461

Telephone:

E-Mail Address: Linda@hickeyfamilycompany.com

Form and Content:

Requests should be written, detailing purpose of and amount(detail budget) of request. Proof of IRS status as a qualifying non-profit organizations must be included. Requests reviewed following the end of each calendar quart Priority is given to requests from the Vancouver, Washington/Portland, Oregon region that provide a positive impact to youth. Grants are given in areas of healthcare, social services, education, environmental conservation, and recreation.

Submission Deadlines:

Restrictions on Awards:

Client 50

Ray Hickey Foundation

91-1887342

11/14/17

01 37PM

Statement 11
Form 990-PF, Part XV, Line 3a
Recipient Paid During the Year

<u>Name and Address</u>	<u>Donee Relationship</u>	<u>Found- ation Status</u>	<u>Purpose of Grant</u>	<u>Amount</u>
The International School 025 Sherman Street Portland Or 97201	None	N/A	Youth Education Facilities, Grant for Capital Improvements	\$ 50,000.
Oregon State University Foundation 850 SW 35th Street Corvallis Or 97333	None	Public	Construction of Physical Educational Facilities	75,000.
The Giving Closet 2804 NE 65th Avenue Vancouver Wa 98661	None	N/A	Provide Clothing & Daily Needs Supplies to the Low Income	10,000.
Clark County Family YWCA 3609 Main Street Vancouver Wa 98663	None	N/A	Support for Low Income Individuals & Families Participating in Y Programs	50,000.
Dougy Center P O Box 86852 Portland Or 97283	None	N/A	Assistance in Fund Raising/Membersh ip Drive to Provide Peer Support for Grieving Youths.	15,000.
Volunteers of America 3910 SE Stark Street Portland Or 97214	None	N/A	Intervention Services for Mothers and Children Recovering from Domestic Violence Trauma	25,000.
Doernbecker Children's Hospital Fdtn 1211 S.W. Salmon Street, Ste 100 Portland Or 97205	None	N/A	Free Housing Project for Families of Children in Ronald McDonald Program	45,000.

Client 50

Ray Hickey Foundation

91-1887342

11/14/17

01:37PM

Statement 11 (continued)
Form 990-PF, Part XV, Line 3a
Recipient Paid During the Year

<u>Name and Address</u>	<u>Donee Relationship</u>	<u>Found- ation Status</u>	<u>Purpose of Grant</u>	<u>Amount</u>
OMSI 1945 SE Water Ave Portland Or 97214	None	N/A	Scholarships for outdoor program for financially disadvantaged youths.	\$ 25,000.
Medical Teams International 14150 SW Milton Ct Portland Or 97224	None	N/A	Low Income Dental Care-Mobil Program	25,000.
Edwards Center 20350 SW Kinnaman Rd Beaverton Or 97007	None	N/A	Mobil Serices for Individuals with Development Disablilities	25,000.
Park Academy 1915 South Shore Blvd Lake Oswego Or 97034	None	N/A	Education Assistance for Dyslexic Youths	10,000.
NW Association for Blind Athetes 311 West Evergreen, Ste 200 Vancouver Wa 98660	None	N/A	Transportation Svcs for Visually Empaired Athletes of All Ages	20,000.
Pink LemonadeProject 7720 NE Highway 99 Vancouver Wa 98665	None	N/A	Educating, Empowering, and Supporting Those affect by Breast Cancer	10,000.
Vancourver Lake Crew 8612 Erwin O. Reiger Memorial Hyw Vanacouver Wa 98660	None	N/A	Repair & Maintain Facilities and Sponsor Youths Activity	10,000.
Daybreak Youth Services 101 8th Street Vancouver Wa 98660	None	N/A	Provide Counseling & Mental Heath Treatment for Youths with Substance Abuse Issues	100,000.

Client 50

Ray Hickey Foundation

91-1887342

11/14/17

01 37PM

Statement 11 (continued)
Form 990-PF, Part XV, Line 3a
Recipient Paid During the Year

<u>Name and Address</u>	<u>Donee Relationship</u>	<u>Found- ation Status</u>	<u>Purpose of Grant</u>	<u>Amount</u>
Medical Teams International 1415 SW Milton Ct Tigard Or 97224	None	N/A	Internal Disaster Relief-Earth Quake Victims	\$ 150,000.
King's Way High School 3300 NE 78th Street Vancouver Wa 98665	None	N/A	Construction Grant for Athletic Facility	100,000.
King's Way High School 3300 NE 78th Street Vancouver Wa 98665	None	N/A	Music Department-Band Uniforms for Students	30,000.
Columbia Land Trust 850 Officers' Row Vancouver Wa 98661	None	N/A	Aquisition of Critical Lands for Environmental & Historical Preservation	25,000.
St Mary's Home For Boys 16535 SW Tualatin Valley Hwy Portland Or 97006	None	N/A	Educating and Training Youths with Troubled Backgrounds	50,000.
Friends of the Carpenter 1600 W 20th Street Vancouver Wa 98665	None	N/A	Providing Safety, Structure and Purpose to Vulnerable Clark County Residents	15,000.
Project Lemonade 1008 Lloyd Center Portland Or 97575	None	N/A	Clothing Assistance to Foster Children	10,000.
Second Step Housing 2500 Main Street Vancouver Wa 98660	None	N/A	Construction of Affordable Housing to Assist Families Become Self-Sufficient	50,000.
FISH 906 Harney Street Vancouver Wa	None	N/A	Providing Meals to Community Members in Need	15,000.

Client 50

Ray Hickey Foundation

91-1887342

11/14/17

01 37PM

Statement 11 (continued)
Form 990-PF, Part XV, Line 3a
Recipient Paid During the Year

<u>Name and Address</u>	<u>Donee Relationship</u>	<u>Found- ation Status</u>	<u>Purpose of Grant</u>	<u>Amount</u>
Birch Community Services 17780 NE San Rafael Portland Or 97230	None	N/A	Assisting Unemployed and Low Income With Food, Housing and Education	\$ 10,000.
Humane Society for SW Washington 1100 NE 192nd Avenue Vancouver Wa 98684	None	N/A	Assisting Veterans in Acquiring Pets and Service Animals	10,000.
Clark County Food Bank 6502 NE 47th Avenue Vancouver Wa 98661	None	N/A	Food Assistance for Low Income Families and Individuals	25,000.
Open House Ministries 900 W 12th Street Vancouver Wa 98660	None	N/A	Providing Shelter and Related Services for Homeless of Clark County	15,000.
Project Linus 3200 SE 164th Ave Vancouver Wa 98683	None	N/A	Providing Comfortors for Hospitalized Children	10,000.
Children's Home Society of Washington 2611 NE 125th Street Seattle Wa 98125	None	N/A	Family Services-Adoptio ns, Education and Family Counseling	10,000.
Free Clinic of SW Washington 4100 Plomondon Street Seattle Wa 98661	None	N/A	Medical Services for Low Income Families and Individuals	25,000.
The International School				25,000.
Mt St. Helen's Institute 42218 NE Yale Bridge Amboy Wa 98601	None	N/A	Recreational and Educational Activities fo Underserved Youth	10,000.
Teach One to Lead One 4200 SE Columbia Way Vancouver Wa 98661	None	N/A	Education of Youths in Full Emersion of Multiple Languages	10,000.

Client 50

Ray Hickey Foundation

91-1887342

11/14/17

01 37PM

Statement 11 (continued)
Form 990-PF, Part XV, Line 3a
Recipient Paid During the Year

<u>Name and Address</u>	<u>Donee Relationship</u>	<u>Found- ation Status</u>	<u>Purpose of Grant</u>	<u>Amount</u>
Meals on Wheels 7710 SW 31st Street Portland Or 97280	None	N/A	Providing Meals for Low Income Individuals	\$ 15,000.
Bridge the Gap 8002 NE Highway 99, PMB 172 Vancouver Wa 98665	None	N/A	Services for Abused or Neglected Children in Clark & Skamania Counties	5,000.
Babies in Need 2206 NW 99th Street Vancouver Wa 98665	None	N/A	Provide Essential Childrens' Clothing, Bedding and Car Seats for Low Income Mothers	10,000.
Police Activities League of Vancouver 605 E Evergreen Blvd Vancouver Wa 98661	None	N/A	Assisting Law Enforce Offices in Community Activities	10,000.
YWCA of Clark County 3609 Main Street Vancouver Wa 98663	None	N/A	Providing Services for Youths in Low Income Families-Y's Care	40,000.
Ray Hickey Hospice House 2112 E Mill Plain Blvd Vacouver Wa 98661	None	N/A	Provides Critical Care to Individuals in the Final Stages of Life and Support for their Families	50,000.
Pacific Foundation for Blind Children 2214 SE 13th Street Vancouver Wa 98661	None	PF	Assists the Washington State School for the Blind in Providing Oportunnities for Visually Impair Children	10,000.

Total \$ 1,230,000.