

Form **990-PF**  
 Department of the Treasury  
 Internal Revenue Service

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

▶ **Do not enter social security numbers on this form as it may be made public.**  
 ▶ **Information about Form 990-PF and its instructions is at [www.irs.gov/form990pf](http://www.irs.gov/form990pf).**

OMB No 1545-0052  
**2016**  
**Open to Public Inspection**

**For calendar year 2016, or tax year beginning 01-01-2016 , and ending 12-31-2016**

Name of foundation JOHN GRAHAM FOUNDATION		<b>A Employer identification number</b> 91-6339306
Number and street (or P O box number if mail is not delivered to street address) 1201 THIRD AVE SUITE 4900	Room/suite	<b>B Telephone number (see instructions)</b> (206) 359-8555
City or town, state or province, country, and ZIP or foreign postal code SEATTLE, WA 981013099		<b>C</b> If exemption application is pending, check here <input type="checkbox"/>
<b>G</b> Check all that apply: <input type="checkbox"/> Initial return <input type="checkbox"/> Initial return of a former public charity <input type="checkbox"/> Final return <input type="checkbox"/> Amended return <input type="checkbox"/> Address change <input type="checkbox"/> Name change		<b>D 1.</b> Foreign organizations, check here <input type="checkbox"/> <b>2.</b> Foreign organizations meeting the 85% test, check here and attach computation <input type="checkbox"/>
<b>H</b> 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		<b>E</b> If private foundation status was terminated under section 507(b)(1)(A), check here <input type="checkbox"/>
<b>I</b> Fair market value of all assets at end of year (from Part II, col (c), line 16) ▶ \$ 1,472,734	<b>J</b> Accounting method: <input type="checkbox"/> Cash <input type="checkbox"/> Accrual <input type="checkbox"/> Other (specify) _____ (Part I, column (d) must be on cash basis)	<b>F</b> If the foundation is in a 60-month termination under section 507(b)(1)(B), check here <input type="checkbox"/>

<b>Part I Analysis of Revenue and Expenses</b> (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)
<b>Revenue</b>	<b>1</b> Contributions, gifts, grants, etc., received (attach schedule)	135,000			
	<b>2</b> Check <input type="checkbox"/> if the foundation is <b>not</b> required to attach Sch B				
	<b>3</b> Interest on savings and temporary cash investments				
	<b>4</b> Dividends and interest from securities	40,755	40,635		
	<b>5a</b> Gross rents				
	<b>b</b> Net rental income or (loss)				
	<b>6a</b> Net gain or (loss) from sale of assets not on line 10	33,039			
	<b>b</b> Gross sales price for all assets on line 6a 295,123				
	<b>7</b> Capital gain net income (from Part IV, line 2)		33,039		
	<b>8</b> Net short-term capital gain			0	
	<b>9</b> Income modifications				
	<b>10a</b> Gross sales less returns and allowances				
<b>b</b> Less Cost of goods sold					
<b>c</b> Gross profit or (loss) (attach schedule)					
<b>11</b> Other income (attach schedule)					
<b>12 Total.</b> Add lines 1 through 11	208,794	73,674			
<b>Operating and Administrative Expenses</b>	<b>13</b> Compensation of officers, directors, trustees, etc	4,610	4,149		461
	<b>14</b> Other employee salaries and wages		0	0	0
	<b>15</b> Pension plans, employee benefits		0	0	
	<b>16a</b> Legal fees (attach schedule)				0
	<b>b</b> Accounting fees (attach schedule)	2,728	2,455	0	273
	<b>c</b> Other professional fees (attach schedule)	11,527	11,527		0
	<b>17</b> Interest				0
	<b>18</b> Taxes (attach schedule) (see instructions)	2,722	336		0
	<b>19</b> Depreciation (attach schedule) and depletion	0	0		
	<b>20</b> Occupancy				
	<b>21</b> Travel, conferences, and meetings		0	0	
	<b>22</b> Printing and publications		0	0	
	<b>23</b> Other expenses (attach schedule)	25			25
	<b>24 Total operating and administrative expenses.</b> Add lines 13 through 23	21,612	18,467	0	759
	<b>25</b> Contributions, gifts, grants paid	250,000			250,000
<b>26 Total expenses and disbursements.</b> Add lines 24 and 25	271,612	18,467	0	250,759	
<b>27</b> Subtract line 26 from line 12					
<b>a Excess of revenue over expenses and disbursements</b>	-62,818				
<b>b Net investment income</b> (if negative, enter -0-)		55,207			
<b>c Adjusted net income</b> (if negative, enter -0-)			0		

<b>Part II Balance Sheets</b> Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions)		Beginning of year	End of year	
		(a) Book Value	(b) Book Value	(c) Fair Market Value
<b>Assets</b>	<b>1</b> Cash—non-interest-bearing . . . . .	-19	640	640
	<b>2</b> Savings and temporary cash investments . . . . .	243,022	163,798	163,798
	<b>3</b> Accounts receivable ▶ _____ Less allowance for doubtful accounts ▶ _____		0	0
	<b>4</b> Pledges receivable ▶ _____ Less allowance for doubtful accounts ▶ _____			
	<b>5</b> Grants receivable . . . . .			
	<b>6</b> Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see instructions) . . . . .			
	<b>7</b> Other notes and loans receivable (attach schedule) ▶ _____ Less allowance for doubtful accounts ▶ _____ 0			
	<b>8</b> Inventories for sale or use . . . . .			
	<b>9</b> Prepaid expenses and deferred charges . . . . .			
	<b>10a</b> Investments—U S and state government obligations (attach schedule)	68,397	49,673	35,194
	<b>b</b> Investments—corporate stock (attach schedule) . . . . .	286,479	295,831	536,306
	<b>c</b> Investments—corporate bonds (attach schedule) . . . . .	306,962	334,447	339,922
	<b>11</b> Investments—land, buildings, and equipment basis ▶ _____ Less accumulated depreciation (attach schedule) ▶ _____			
	<b>12</b> Investments—mortgage loans . . . . .			
	<b>13</b> Investments—other (attach schedule) . . . . .	343,865	341,345	396,874
	<b>14</b> Land, buildings, and equipment basis ▶ _____ Less accumulated depreciation (attach schedule) ▶ _____			
<b>15</b> Other assets (describe ▶ _____)				
<b>16 Total assets</b> (to be completed by all filers—see the instructions Also, see page 1, item I)	1,248,706	1,185,734	1,472,734	
<b>Liabilities</b>	<b>17</b> Accounts payable and accrued expenses . . . . .			
	<b>18</b> Grants payable . . . . .			
	<b>19</b> Deferred revenue . . . . .			
	<b>20</b> Loans from officers, directors, trustees, and other disqualified persons			
	<b>21</b> Mortgages and other notes payable (attach schedule) . . . . .			
	<b>22</b> Other liabilities (describe ▶ _____)			
	<b>23 Total liabilities</b> (add lines 17 through 22) . . . . .		0	
<b>Net Assets or Fund Balances</b>	<b>Foundations that follow SFAS 117, check here</b> ▶ <input type="checkbox"/> <b>and complete lines 24 through 26 and lines 30 and 31.</b>			
	<b>24</b> Unrestricted . . . . .			
	<b>25</b> Temporarily restricted . . . . .			
	<b>26</b> Permanently restricted . . . . .			
	<b>Foundations that do not follow SFAS 117, check here</b> ▶ <input checked="" type="checkbox"/> <b>and complete lines 27 through 31.</b>			
	<b>27</b> Capital stock, trust principal, or current funds . . . . .	1,248,706	1,185,734	
	<b>28</b> Paid-in or capital surplus, or land, bldg , and equipment fund			
<b>29</b> Retained earnings, accumulated income, endowment, or other funds				
<b>30 Total net assets or fund balances</b> (see instructions) . . . . .	1,248,706	1,185,734		
<b>31 Total liabilities and net assets/fund balances</b> (see instructions) .	1,248,706	1,185,734		

**Part III Analysis of Changes in Net Assets or Fund Balances**

<b>1</b> 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) . . . . .	<b>1</b>	1,248,706
<b>2</b> Enter amount from Part I, line 27a . . . . .	<b>2</b>	-62,818
<b>3</b> Other increases not included in line 2 (itemize) ▶ _____	<b>3</b>	95
<b>4</b> Add lines 1, 2, and 3 . . . . .	<b>4</b>	1,185,983
<b>5</b> Decreases not included in line 2 (itemize) ▶ _____	<b>5</b>	249
<b>6</b> Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30 .	<b>6</b>	1,185,734

**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)
<b>1a</b> See Additional Data Table			
<b>b</b>			
<b>c</b>			
<b>d</b>			
<b>e</b>			

  

(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)
<b>a</b> See Additional Data Table			
<b>b</b>			
<b>c</b>			
<b>d</b>			
<b>e</b>			

  

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	
<b>a</b> See Additional Data Table			
<b>b</b>			
<b>c</b>			
<b>d</b>			
<b>e</b>			

  

<b>2</b> Capital gain net income or (net capital loss)	2	33,039
{ If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7 }		
<b>3</b> Net short-term capital gain or (loss) as defined in sections 1222(5) and (6) If gain, also enter in Part I, line 8, column (c) (see instructions) If (loss), enter -0- in Part I, line 8	3	

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

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

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

Was the foundation liable for the section 4942 tax on the distributable amount of any year in the base period?  Yes  No  
 If "Yes," the foundation does not qualify under section 4940(e). Do not complete this part.

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

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col (b) divided by col (c))
2015	200,527	1,477,527	0.135718
2014	250,164	1,582,535	0.158078
2013	300,452	1,611,847	0.186402
2012	215,579	1,664,746	0.129497
2011	200,918	1,688,728	0.118976
<b>2</b> Total of line 1, column (d)			0.728671
<b>3</b> 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			0.145734
<b>4</b> Enter the net value of noncharitable-use assets for 2016 from Part X, line 5			1,414,614
<b>5</b> Multiply line 4 by line 3			206,157
<b>6</b> Enter 1% of net investment income (1% of Part I, line 27b)			552
<b>7</b> Add lines 5 and 6			206,709
<b>8</b> Enter qualifying distributions from Part XII, line 4			250,759

If line 8 is equal to or greater than line 7, check the box in Part VI, line 1b, and complete that part using a 1% tax rate. See the Part VI instructions.

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

Table with 11 rows for excise tax calculations. Includes categories like 'Exempt operating foundations', 'Domestic foundations that meet the section 4940(e) requirements', and 'Tax due'. Total amount owed is 1,071 and refunded is 519.

Part VII-A Statements Regarding Activities

Table with 10 rows for activity statements. Questions include 'During the tax year, did the foundation attempt to influence any national, state, or local legislation?', 'Did it spend more than \$100 during the year for political purposes?', and 'Did the foundation have at least \$5,000 in assets at any time during the year?'. Includes a Yes/No column.

Part VII-A Statements Regarding Activities (continued)

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

14 The books are in care of THOMAS C GORES Telephone no (206) 359-8555

Located at 1201 THIRD AVENUE SUITE 4900 SEATTLE WA ZIP+4 98101

15 Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 - Check here and enter the amount of tax-exempt interest received or accrued during the year 15

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

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

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

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

**Part 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)?  Yes  No

Organizations relying on a current notice regarding disaster assistance check here.  Yes  No

**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?  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?  Yes  No

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?  Yes  No

**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 (see instructions).**

(a) Name and address	Title, and average hours per week (b) devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
PERKINS COIE TRUST COMPANY 1201 THIRD AVE SUITE 4900 SEATTLE, WA 98101	AGENT 3	4,610		
THOMAS C GORES 1201 THIRD AVE SUITE 4900 SEATTLE, WA 98101	TRUSTEE 1	0		
J KEVIN CALLAGHAN 1201 THIRD AVE SUITE 4900 SEATTLE, WA 98101	TRUSTEE 1	0		
STANLEY D SAVAGE 1201 THIRD AVE SUITE 4900 SEATTLE, WA 98101	TRUSTEE 1	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	Title, and average hours per week (b) 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.  Yes  No 0

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

<b>3 Five highest-paid independent contractors for professional services (see instructions). If none, enter "NONE".</b>		
(a) Name and address of each person paid more than \$50,000	(b) Type of service	(c) Compensation
NONE		
<b>Total number of others receiving over \$50,000 for professional services.</b>		<b>0</b>

**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
<b>1</b>	
<b>2</b>	
<b>3</b>	
<b>4</b>	

**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
<b>1</b>	
<b>2</b>	
All other program-related investments. See instructions.	
<b>3</b>	
<b>Total.</b> Add lines 1 through 3	

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

<b>1</b>	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes		
<b>a</b>	Average monthly fair market value of securities.	<b>1a</b>	1,436,073
<b>b</b>	Average of monthly cash balances.	<b>1b</b>	83
<b>c</b>	Fair market value of all other assets (see instructions).	<b>1c</b>	0
<b>d</b>	<b>Total</b> (add lines 1a, b, and c).	<b>1d</b>	1,436,156
<b>e</b>	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation).	<b>1e</b>	0
<b>2</b>	Acquisition indebtedness applicable to line 1 assets.	<b>2</b>	0
<b>3</b>	Subtract line 2 from line 1d.	<b>3</b>	1,436,156
<b>4</b>	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions).	<b>4</b>	21,542
<b>5</b>	<b>Net value of noncharitable-use assets.</b> Subtract line 4 from line 3. Enter here and on Part V, line 4	<b>5</b>	1,414,614
<b>6</b>	<b>Minimum investment return.</b> Enter 5% of line 5.	<b>6</b>	70,731

**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.)

<b>1</b>	Minimum investment return from Part X, line 6.	<b>1</b>	70,731
<b>2a</b>	Tax on investment income for 2016 from Part VI, line 5.	<b>2a</b>	552
<b>b</b>	Income tax for 2016 (This does not include the tax from Part VI).	<b>2b</b>	
<b>c</b>	Add lines 2a and 2b.	<b>2c</b>	552
<b>3</b>	Distributable amount before adjustments. Subtract line 2c from line 1.	<b>3</b>	70,179
<b>4</b>	Recoveries of amounts treated as qualifying distributions.	<b>4</b>	0
<b>5</b>	Add lines 3 and 4.	<b>5</b>	70,179
<b>6</b>	Deduction from distributable amount (see instructions).	<b>6</b>	0
<b>7</b>	<b>Distributable amount</b> as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1.	<b>7</b>	70,179

**Part XII Qualifying Distributions** (see instructions)

<b>1</b>	Amounts paid (including administrative expenses) to accomplish charitable, etc., purposes		
<b>a</b>	Expenses, contributions, gifts, etc.—total from Part I, column (d), line 26.	<b>1a</b>	250,759
<b>b</b>	Program-related investments—total from Part IX-B.	<b>1b</b>	0
<b>2</b>	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes.	<b>2</b>	0
<b>3</b>	Amounts set aside for specific charitable projects that satisfy the		
<b>a</b>	Suitability test (prior IRS approval required).	<b>3a</b>	0
<b>b</b>	Cash distribution test (attach the required schedule).	<b>3b</b>	0
<b>4</b>	<b>Qualifying distributions.</b> Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	<b>4</b>	250,759
<b>5</b>	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).	<b>5</b>	552
<b>6</b>	<b>Adjusted qualifying distributions.</b> Subtract line 5 from line 4.	<b>6</b>	250,207

**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
<b>1</b> Distributable amount for 2016 from Part XI, line 7				70,179
<b>2</b> Undistributed income, if any, as of the end of 2016				
<b>a</b> Enter amount for 2015 only. . . . .			0	
<b>b</b> Total for prior years 2014, 20____, 20____		0		
<b>3</b> Excess distributions carryover, if any, to 2016				
<b>a</b> From 2011. . . . .	117,235			
<b>b</b> From 2012. . . . .	133,686			
<b>c</b> From 2013. . . . .	220,460			
<b>d</b> From 2014. . . . .	172,915			
<b>e</b> From 2015. . . . .	128,274			
<b>f</b> Total of lines 3a through e. . . . .	772,570			
<b>4</b> Qualifying distributions for 2016 from Part XII, line 4 ▶ \$ _____ 250,759				
<b>a</b> Applied to 2015, but not more than line 2a			0	
<b>b</b> Applied to undistributed income of prior years (Election required—see instructions). . . . .		0		
<b>c</b> Treated as distributions out of corpus (Election required—see instructions). . . . .	0			
<b>d</b> Applied to 2016 distributable amount. . . . .				70,179
<b>e</b> Remaining amount distributed out of corpus	180,580			
<b>5</b> Excess distributions carryover applied to 2016 (If an amount appears in column (d), the same amount must be shown in column (a) )				0
<b>6</b> Enter the net total of each column as indicated below:				
<b>a</b> Corpus Add lines 3f, 4c, and 4e Subtract line 5	953,150			
<b>b</b> Prior years' undistributed income Subtract line 4b from line 2b . . . . .		0		
<b>c</b> 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		
<b>d</b> Subtract line 6c from line 6b Taxable amount—see instructions . . . . .		0		
<b>e</b> Undistributed income for 2015 Subtract line 4a from line 2a Taxable amount—see instructions . . . . .			0	
<b>f</b> Undistributed income for 2016 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2017 . . . . .				0
<b>7</b> 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		
<b>8</b> Excess distributions carryover from 2011 not applied on line 5 or line 7 (see instructions). . . . .	117,235			
<b>9</b> Excess distributions carryover to 2017. Subtract lines 7 and 8 from line 6a . . . . .	835,915			
<b>10</b> Analysis of line 9				
<b>a</b> Excess from 2012. . . . .	133,686			
<b>b</b> Excess from 2013. . . . .	220,460			
<b>c</b> Excess from 2014. . . . .	172,915			
<b>d</b> Excess from 2015. . . . .	128,274			
<b>e</b> Excess from 2016. . . . .	180,580			

**Part XIV Private Operating Foundations** (see instructions and Part VII-A, question 9)

**1a** If the foundation has received a ruling or determination letter that it is a private operating foundation, and the ruling is effective for 2016, enter the date of the ruling. . . . . ▶

**b** Check box to indicate whether the organization is a private operating foundation described in section  4942(j)(3) or  4942(j)(5)

**2a** Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed . . . . .

	Tax year	Prior 3 years			(e) Total
	(a) 2016	(b) 2015	(c) 2014	(d) 2013	
<b>b</b> 85% of line 2a . . . . .					
<b>c</b> Qualifying distributions from Part XII, line 4 for each year listed . . . . .					
<b>d</b> Amounts included in line 2c not used directly for active conduct of exempt activities . . . . .					
<b>e</b> Qualifying distributions made directly for active conduct of exempt activities. Subtract line 2d from line 2c . . . . .					

**3** Complete 3a, b, or c for the alternative test relied upon

**a** "Assets" alternative test—enter

(1) Value of all assets . . . . .

(2) Value of assets qualifying under section 4942(j)(3)(B)(i)

**b** "Endowment" alternative test— enter 2/3 of minimum investment return shown in Part X, line 6 for each year listed. . .

**c** "Support" alternative test—enter

(1) Total support other than gross investment income (interest, dividends, rents, payments on securities loans (section 512(a)(5)), or royalties) . . . . .

(2) Support from general public and 5 or more exempt organizations as provided in section 4942(j)(3)(B)(iii). . . . .

(3) Largest amount of support from an exempt organization

(4) Gross investment income

**Part XV Supplementary Information (Complete this part only if the organization had \$5,000 or more in assets at any time during the year—see instructions.)**

**1 Information Regarding Foundation Managers:**

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

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

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

Check here  if the foundation only makes contributions to preselected charitable organizations and does not accept unsolicited requests for funds. If the foundation makes gifts, grants, etc (see instructions) to individuals or organizations under other conditions, complete items 2a, b, c, and d

**a** The name, address, and telephone number or email address of the person to whom applications should be addressed

---

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

---

**c** Any submission deadlines

---

**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)				
<b>a</b> <i>Paid during the year</i> See Additional Data Table				
<b>Total . . . . .</b>			▶ <b>3a</b>	250,000
<b>b</b> <i>Approved for future payment</i>				
<b>Total . . . . .</b>			▶ <b>3b</b>	





**Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns a - d**

(a) List and describe the kind(s) of property sold (e.g., real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co)	(b) How acquired P—Purchase D—Donation	(c) Date acquired (mo, day, yr)	(d) Date sold (mo, day, yr)
39 APPLE INC		2005-09-08	2016-01-12
18 STARBUCKS CORP		2014-06-06	2016-01-12
2 STARBUCKS CORP		2012-09-25	2016-01-12
14 THERMO FISHER SCIENTIFIC INC		2009-05-19	2016-01-12
307 FORD MOTOR CO		2013-02-04	2016-01-19
50 UNITED TECHNOLOGIES CORP		2006-08-14	2016-01-19
20000 GCB CISCO SYSTEMS INC 5 5% D UE 2/22/2016		2008-10-08	2016-02-22
9 CITIGROUP INC		2013-06-12	2016-03-01
109 CITIGROUP INC		2013-04-04	2016-03-01
23 WALT DISNEY CO		2013-10-24	2016-03-01

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

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
3,854		279	3,575
1,052		676	376
117		52	65
1,891		502	1,389
3,659		3,985	-326
4,300		3,055	1,245
20,000		19,127	873
352		453	-101
4,268		4,683	-415
2,211		1,567	644

**Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns i - l**

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
			3,575
			376
			65
			1,389
			-326
			1,245
			873
			-101
			-415
			644

**Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns a - d**

List and describe the kind(s) of property sold (e.g., real estate, (a) 2-story brick warehouse, or common stock, 200 shs MLC Co.)	(b) How acquired P—Purchase D—Donation	(c) Date acquired (mo, day, yr)	(d) Date sold (mo, day, yr)
203 HP INC		2014-03-25	2016-03-01
10 ROPER INDUSTRIES INC		2011-08-25	2016-03-09
14 STARBUCKS CORP		2012-09-25	2016-03-09
21 STARBUCKS CORP		2012-02-06	2016-03-09
23 ANHEUSER-BUSCH ADR		2015-02-02	2016-03-28
32 ANHEUSER-BUSCH ADR		2010-10-12	2016-03-28
75 PFIZER INC		2010-01-22	2016-03-28
3 ALPHABET INC CLASS C		2014-04-02	2016-04-07
14 CELGENE CORP		2013-01-15	2016-04-07
24 COGNIZANT TECHNOLOGY SOLUTIONS		2006-01-03	2016-04-07

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

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
2,163		2,972	-809
1,711		703	1,008
805		361	444
1,208		507	701
2,802		2,815	-13
3,898		1,986	1,912
2,253		1,445	808
2,208		422	1,786
1,496		686	810
1,440		303	1,137

**Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns i - l**

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
			-809
			1,008
			444
			701
			-13
			1,912
			808
			1,786
			810
			1,137

**Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns a - d**

List and describe the kind(s) of property sold (e.g., real estate, (a) 2-story brick warehouse, or common stock, 200 shs MLC Co.)	(b) How acquired P—Purchase D—Donation	(c) Date acquired (mo, day, yr)	(d) Date sold (mo, day, yr)
9 COSTCO WHSL CORP NEW COM		1998-01-06	2016-04-07
11 ECOLAB INC		2002-04-08	2016-04-07
25 FACEBOOK INC		2015-05-12	2016-04-07
43 ISHARES MSCI EAFE INDEX ETF		2016-01-12	2016-04-07
54 ISHARES MSCI EAFE INDEX ETF		2012-01-20	2016-04-07
16 ISHARES BARCLAYS 3 - 7 YR TREASURY BD ETF		2012-09-13	2016-04-07
25 MICROSOFT CORP		2008-12-08	2016-04-07
12 PEPSICO INC		2002-04-08	2016-04-07
19 SCHLUMBERGER LTD		2005-08-26	2016-04-07
30 VANGUARD SHORT TERM CORPORATE BOND ETF		2014-05-21	2016-04-07

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

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
1,366		202	1,164
1,218		189	1,029
2,836		1,931	905
2,392		2,374	18
3,003		2,800	203
2,010		1,976	34
1,356		520	836
1,233		563	670
1,369		779	590
2,395		2,417	-22

**Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns i - l**

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
			1,164
			1,029
			905
			18
			203
			34
			836
			670
			590
			-22

**Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns a - d**

List and describe the kind(s) of property sold (e.g., real estate, (a) 2-story brick warehouse, or common stock, 200 shs MLC Co.)	(b) How acquired P—Purchase D—Donation	(c) Date acquired (mo, day, yr)	(d) Date sold (mo, day, yr)
12 VISA INC		2012-05-23	2016-04-07
11 VISA INC		2012-02-16	2016-04-07
6 CALIFORNIA RESOURCES CORP		2016-03-28	2016-04-08
22 ISHARES CORE S&P MIDCAP ETF		2016-01-12	2016-05-06
13 ISHARES CORE S&P MIDCAP ETF		2010-07-14	2016-05-06
293 VANGUARD FTSE EUROPE ETF		2013-12-20	2016-05-06
25000 US TREASURY N/B 5 125% DUE 5/15/2016		2007-03-28	2016-05-15
17 ILLUMINA INC COM		2015-09-25	2016-06-02
29 ROPER INDUSTRIES INC		2011-08-25	2016-06-02
148 INTEL CORP		2009-08-05	2016-06-09

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

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
929		355	574
852		314	538
8		4	4
3,173		2,847	326
1,875		980	895
14,194		16,660	-2,466
25,000		25,300	-300
2,470		3,228	-758
4,941		2,038	2,903
4,703		2,806	1,897

**Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns i - l**

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
			574
			538
			4
			326
			895
			-2,466
			-300
			-758
			2,903
			1,897

**Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns a - d**

(a) List and describe the kind(s) of property sold (e.g., real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co.)	(b) How acquired P—Purchase D—Donation	(c) Date acquired (mo, day, yr)	(d) Date sold (mo, day, yr)
105 YAHOO! INC		2014-03-25	2016-06-09
320 ETF POWERSHARES S&P 500 DOWNSIDE HEDGED PORT		2014-05-21	2016-07-01
200 ETF POWERSHARES S&P 500 DOWNSIDE HEDGED PORT		2015-06-17	2016-07-01
33 EXXON MOBIL CORP		2005-09-20	2016-08-18
19 JOHNSON & JOHNSON		2011-11-23	2016-08-18
3 JOHNSON & JOHNSON		2008-12-08	2016-08-18
47 STERICYCLE INC		2006-12-06	2016-08-18
98 VF CORP		2012-07-02	2016-08-18
205 POWERSHARES S&P 500 LOW VOLATILITY		2015-11-09	2016-09-08
68 VANGUARD SHORT-TERM BD ETF		2014-10-16	2016-09-08

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

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
3,911		3,871	40
7,528		8,814	-1,286
4,705		5,328	-623
2,915		2,143	772
2,285		1,185	1,100
361		175	186
4,003		1,719	2,284
6,259		3,236	3,023
8,606		7,810	796
5,490		5,492	-2

**Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns i - l**

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
(i) FMV as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
			40
			-1,286
			-623
			772
			1,100
			186
			2,284
			3,023
			796
			-2

**Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns a - d**

(a) List and describe the kind(s) of property sold (e.g., real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co.)	(b) How acquired P—Purchase D—Donation	(c) Date acquired (mo, day, yr)	(d) Date sold (mo, day, yr)
23 VANGUARD SHORT-TERM BD ETF		2015-06-17	2016-09-08
15 VANGUARD WHITEHALL ETF		2015-06-17	2016-09-14
81 VANGUARD WHITEHALL ETF		2014-12-10	2016-09-14
55 VANGUARD GROWTH ETF		2015-08-12	2016-09-14
55 WELLS FARGO & CO		2010-04-27	2016-09-27
10000 GCB PFIZER INC 6 2% DUE 3/15 /2019		2010-01-28	2016-11-21
70 VANGUARD INT - TERM CORPORAT E BOND ETF		2016-07-01	2016-11-21
70 VANGUARD INT - TERM CORPORAT E BOND ETF		2015-11-09	2016-11-21
2 8 ADVANSIX INC		2011-03-22	2016-11-22
25000 HONEY WELL INTL 5 3% DUE 3/1 /2018		2008-07-17	2016-12-01

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

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
1,857		1,849	8
1,064		1,047	17
5,746		5,586	160
6,042		5,941	101
2,468		1,804	664
11,042		10,647	395
6,006		6,264	-258
6,006		5,906	100
55		22	33
26,267		24,527	1,740

**Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns i - l**

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
			8
			17
			160
			101
			664
			395
			-258
			100
			33
			1,740

**Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns a - d**

List and describe the kind(s) of property sold (e.g., real estate, (a) 2-story brick warehouse, or common stock, 200 shs MLC Co.)	(b) How acquired P—Purchase D—Donation	(c) Date acquired (mo, day, yr)	(d) Date sold (mo, day, yr)
31 MCKESSON CORPORATION		2014-02-25	2016-12-01
56 ISHARES BARCLAYS 3 - 7 YR TREASURY BD ETF		2012-09-13	2016-12-09
23 LAM RESEARCH CORP		2014-03-11	2016-12-09
36 OCCIDENTAL PETROLEUM CORP		2010-03-26	2016-12-09
37 OCCIDENTAL PETROLEUM CORP		2013-04-04	2016-12-09
75 VANGUARD SHORT TERM CORPORATE BOND ETF		2016-07-01	2016-12-09
65 VANGUARD SHORT TERM CORPORATE BOND ETF		2014-05-21	2016-12-09
33 VANGUARD SHORT TERM CORPORATE BOND ETF		2012-12-21	2016-12-09
10000 BECTON DICKINSON 5% DUE 5/15 /2019		2011-04-13	2016-12-12
CAPITAL GAIN DIVIDENDS	P		

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

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
4,471		5,500	-1,029
6,863		6,915	-52
2,388		1,231	1,157
2,531		2,832	-301
2,602		2,895	-293
5,948		6,067	-119
5,155		5,236	-81
2,617		2,653	-36
10,746		10,527	219
			175

**Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns i - l**

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
			-1,029
			-52
			1,157
			-301
			-293
			-119
			-81
			-36
			219

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

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
<b>a</b> <i>Paid during the year</i>				
PACIFIC NORTHWEST BALLET 301 MERCER STREET SEATTLE, WA 98109	NONE	PC	PROGRAM SERVICE SUPPORT	25,000
SEATTLE SYMPHONY ORCHESTRA PO BOX 21906 SEATTLE, WA 981113906	NONE	PC	PROGRAM SERVICE SUPPORT	50,000
SEATTLE OPERA ASSOCIATION PO BOX 9248 SEATTLE, WA 981090248	NONE	PC	PROGRAM SERVICE SUPPORT	50,000
SEATTLE REPERTORY THEATRE 155 MERCER STREET SEATTLE, WA 981084639	NONE	PC	PROGRAM SERVICE SUPPORT	50,000
ARTSFUND 10 HARRISON ST SUITE 200 SEATTLE, WA 98109	NONE	PC	PROGRAM SERVICE SUPPORT	25,000
<b>Total . . . . . ▶</b> <b>3a</b>				250,000

<b>Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment</b>				
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)				
<i>a Paid during the year</i>				
5th Avenue Theatre Association 1308 5TH AVENUE Seattle, WA 98101	NONE	PC	PROGRAM SERVICE SUPPORT	25,000
ACT THEATRE 700 UNION STREET SEATTLE, WA 98101	NONE	PC	PROGRAM SERVICE SUPPORT	25,000
<b>Total . . . . .</b> ▶				250,000
<b>3a</b>				

**TY 2016 Accounting Fees Schedule****Name:** JOHN GRAHAM FOUNDATION**EIN:** 91-6339306

<b>Category</b>	<b>Amount</b>	<b>Net Investment Income</b>	<b>Adjusted Net Income</b>	<b>Disbursements for Charitable Purposes</b>
TAX PREPARATION FEE (NON-ALLOC	2,728	2,455		273

## TY 2016 Investments Corporate Bonds Schedule

**Name:** JOHN GRAHAM FOUNDATION

**EIN:** 91-6339306

Name of Bond	End of Year Book Value	End of Year Fair Market Value
EMERSON ELEC 4.875% 10/15/19	10,800	10,788
GE 5.625% 09/15/17	24,635	25,769
HONEYWELL INTL 5.3% 03/01/18		
SYSCO CORP 2/18 5.25%	23,570	25,967
DEERE JOHN 5.35% 04/03/18	24,828	26,191
CISCO SYS 5.5% 02/22/16		
COSTCO NOTE 5.5% 03/15/17		
CATERPILLAR 5.45% 04/15/18	19,641	20,960
PFIZER 6.2% 03/15/19		
BECTON DICKINSON 5% 05/15/19		
CONOCOPHILLIPS 5.2% 05/15/18	10,655	10,452
MCDONALD 5% 02/01/19	10,689	10,619
OCCIDENTAL PETRO 4.1% 02/01/21	9,980	10,623
ORACLE 5.75% 04/15/18	10,950	10,565
WALMART 3.625% 07/08/20	9,738	10,571
PRAXAIR INC 1.25% DUE 11/7/201	14,761	14,932
PRECISION CASTPARTS CORP 1.28%	4,972	4,990
UNILEVER CAPITAL CORP 4.8% DUE	16,093	15,962
INTEL CORP 1.35% 5.3% DUE 3/1/	10,001	10,015
MERCK & CO 2.35% 2/10/22	9,751	9,930

<b>Name of Bond</b>	<b>End of Year Book Value</b>	<b>End of Year Fair Market Value</b>
TARGET CORP 2.90% 01/15/22	10,098	10,190
AMAZON COM 3.3% 12/05/21	26,622	25,906
GCB COSTCO WHOLESALE 5.5% 3/15	20,151	20,185
EXXON MOBIL 1.819% 03/15/19	20,213	20,033
FISERV INC 2.7% 06/01/20	10,260	10,048
WASTE MGT INC 2.9%09/15/22	10,273	10,052
VISA 2.8% 12/14/22	15,605	15,084
JP MORGAN 2.75% 6/23/20	10,161	10,090

**TY 2016 Investments Corporate Stock Schedule****Name:** JOHN GRAHAM FOUNDATION**EIN:** 91-6339306

<b>Name of Stock</b>	<b>End of Year Book Value</b>	<b>End of Year Fair Market Value</b>
COSTCO WHOLESALE	1,144	8,166
MICROSOFT CORP	3,182	9,507
PEPSICO INC	3,565	7,952
CHEVRON CORPORATION	4,803	6,709
EXXON MOBIL CORP	2,273	3,159
JP MORGAN CHASE & CO	7,380	12,253
JOHNSON & JOHNSON	4,443	8,756
GENERAL MILLS	2,728	6,424
QUALCOMM INC	3,998	7,563
TIME WARNER INC	1,819	7,143
UNITED TECHNOLOGIES		
BOEING CO	2,925	8,718
METLIFE INC	5,190	7,652
VERIZON COMMUNICATIONS	3,613	5,285
AMAZON.COM	1,831	11,998
APPLE INC	800	12,972
MARSH & MCLENNAN COS	2,756	6,962
AMERICAN TOWER CORP	2,642	7,609
FIDELITY NATIONAL INFO	3,248	10,060
GENERAL ELECTRIC CO	3,531	9,196
INTEL CORP		
THERMO FISHER SCIENTIFIC	2,081	8,184
BLACKROCK, INC	3,561	7,991
HOME DEPOT INC	2,249	9,252
OCCIDENTAL PETROLEUM		
PFIZER INC	3,024	5,099
WELLS FARGO & CO	3,279	5,511
BERKSHIRE HATHAWAY CL B	5,644	11,246
DISCOVER FINANCIAL SERVICES	3,058	9,083
HONEYWELL INTL INC	3,955	8,109

<b>Name of Stock</b>	<b>End of Year Book Value</b>	<b>End of Year Fair Market Value</b>
MARRIOTT INTERNATIONAL INC	3,040	7,441
NEXTERA ENERGY INC	3,598	7,407
PRICELINE.COM INC	1,949	5,864
ROPER INDUSTRIES INC		
US BANCORP	3,576	7,603
UNION PACIFIC CORP	2,308	5,080
ALLERGAN INC	1,911	6,300
CERNER CORPORATION	4,379	5,400
EOG RESOURCES INC	3,360	6,470
FEDEX CORP	3,901	8,007
MONDELEZ INTERNATIONAL INC	2,068	5,630
STARBUCKS CORP	3,939	9,050
VISA INC	3,563	9,752
CELGENE CORP	2,841	6,713
CITIGROUP INC		
COLGATE PALMOLIVE CO	5,050	5,301
DANAHER CORP DEL COM	6,627	8,874
DISNEY WALT CO	2,929	4,481
FORD MOTOR CO		
GILEAD SCIENCES	4,766	5,371
COGNIZANT TECHNOLOGY SOLUTIONS	1,691	7,508
CVS HEALTHCARE CORPORATION	5,968	6,313
ECOLAB INC COM	1,118	7,619
FACEBOOK INC	6,376	10,930
HP INC		
LAM RESEARCH	2,783	5,498
MCKESSON CORPORATION		
WEC ENERGY GROUP INC	3,033	6,276
YAHOO INC		
VF CORPORATION		

<b>Name of Stock</b>	<b>End of Year Book Value</b>	<b>End of Year Fair Market Value</b>
VALERO ENERGY CORP	4,468	5,944
STERICYCLE INC		
MEDTRONIC PLC	6,669	6,268
ALPHABET INC CLASS C	563	3,087
ALPHABET INC CL A	1,544	8,717
AMGEN INC	7,935	7,457
ANHEUSER-BUSCH ADR		
EXPEDIA INC	3,620	4,758
HALLIBURTON CO	5,963	8,384
HEWLETT PACKARD ENTERPRISE COM	5,841	7,706
ILLUMINA INC COM		
PAYPAL HOLDINGS INC	2,413	4,421
SCHLUMBERGER LTD	2,256	4,617
CHARLES SCHWAB CORP	4,680	6,236
STANLEY BLACK & DECKER INC	4,685	5,161
TARGET CORP COM	5,712	5,345
WALGREENS BOOTS ALLIANCE CO	5,864	6,373
ACTIVISION BLIZZARD INC	4,475	5,055
BB&T CORP	6,728	9,404
CONSTELLATION BRANDS INC	6,560	6,899
DOLLAR GENERAL CORP	5,231	4,222
DOW CHEMICAL	4,439	5,150
FORTIVE CORP	2,159	3,057
GENERAL DYNAMICS CORP	5,188	5,870
NIKE INC CLASS R	4,910	4,575
PIONEER NATURAL RESOURCES	5,543	5,402
PROLOGICS INC	6,520	7,971
SALESFORCE COM INC	3,859	3,765
BROADCOM LTD	8,510	9,015

**TY 2016 Investments Government Obligations Schedule****Name:** JOHN GRAHAM FOUNDATION**EIN:** 91-6339306**US Government Securities - End  
of Year Book Value:**

49,673

**US Government Securities - End  
of Year Fair Market Value:**

35,194

**State & Local Government  
Securities - End of Year Book  
Value:****State & Local Government  
Securities - End of Year Fair  
Market Value:**

**TY 2016 Investments - Other Schedule****Name:** JOHN GRAHAM FOUNDATION**EIN:** 91-6339306

<b>Category/ Item</b>	<b>Listed at Cost or FMV</b>	<b>Book Value</b>	<b>End of Year Fair Market Value</b>
ETF POWERSHARES	AT COST	3,602	8,070
ISHARES CORE S&P MIDCAP ETF	AT COST	18,562	41,500
ISHARES BARCLAYS 3-7 YR BD ETF	AT COST	18,745	18,622
ETF VANGUARD EMERGING MARKETS	AT COST	16,664	19,929
VANGUARD LARGE CAP ETF	AT COST	14,658	19,246
POWERSHARES ETF FTSE RAFI US	AT COST	7,228	8,860
VANGUARD FTSE EUROPE ETF			
VANGUARD SMALL CAP ETF	AT COST	24,282	28,887
VANGUARD SHORT-TERM BD ETF			
ETF VANGUARD DEVELOPED MARK ET	AT COST	41,340	38,696
VANGUARD WHITEHALL ETF			
ETF VANGUARD FTSE US	AT COST	6,329	7,240
ISHARES MCSI PACIFIC EX-JAPAN	AT COST	4,711	6,925
ISHARES MSCI EAFE INDEX FUND	AT COST	59,285	67,948
ETF POWERSHARES S&P500 DOWNSID			
VANGUARD SHORT-TERM CORPORATE	AT COST	23,656	23,414
ISHARES RUSSELL MIDCAP GROWTH	AT COST	8,384	8,278
VANGUARD INT-TERM CORPORATE BO			
ISHARES RUSSELL 2000 VALUE ETF	AT COST	7,090	8,326
ISHARES RUSSELL 2000 GROWTH	AT COST	8,657	8,467
ISHARES S&P SMALL CAP 600 GROW	AT COST	7,281	12,000
ISHARES CORE MSCI ETF	AT COST	7,376	6,543
POWERSHARES S&P 500 LOW VOLATI			
VANGUARD GROWTH ETF	AT COST	5,941	6,131
ISHARES CORE S&P TOTAL	AT COST	15,797	15,900
ISHARES CORE S&P VALUE ETF	AT COST	6,926	6,830
ISHARES S&P SMALL CAP 600 INDE	AT COST	7,450	7,701
ISHARES FLOATING RATE BOND E	AT COST	13,117	13,088
POWERSHARES SENIOR LOAN	AT COST	14,264	14,273

**TY 2016 Other Decreases Schedule****Name:** JOHN GRAHAM FOUNDATION**EIN:** 91-6339306

<b>Description</b>	<b>Amount</b>
2015 INCOME POSTED IN 2016	234
ROUNDING ADJUSTMENT	15

**TY 2016 Other Expenses Schedule****Name:** JOHN GRAHAM FOUNDATION**EIN:** 91-6339306**Other Expenses Schedule**

Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
OTHER NON-ALLOCABLE EXPENSE -	25	0		25

**TY 2016 Other Increases Schedule****Name:** JOHN GRAHAM FOUNDATION**EIN:** 91-6339306

<b>Description</b>	<b>Amount</b>
2016 INCOME POSTED TO 2017	95

**TY 2016 Other Professional Fees Schedule****Name:** JOHN GRAHAM FOUNDATION**EIN:** 91-6339306

<b>Category</b>	<b>Amount</b>	<b>Net Investment Income</b>	<b>Adjusted Net Income</b>	<b>Disbursements for Charitable Purposes</b>
INVESTMENT MGMT FEES-SUBJECT T	11,527	11,527		

**TY 2016 Taxes Schedule****Name:** JOHN GRAHAM FOUNDATION**EIN:** 91-6339306

<b>Category</b>	<b>Amount</b>	<b>Net Investment Income</b>	<b>Adjusted Net Income</b>	<b>Disbursements for Charitable Purposes</b>
FOREIGN TAXES	29	29		0
FEDERAL TAX PAYMENT - PRIOR YE	763	0		0
FEDERAL ESTIMATES - PRINCIPAL	1,623	0		0
FOREIGN TAXES ON QUALIFIED FOR	249	249		0
FOREIGN TAXES ON NONQUALIFIED	58	58		0

**Schedule B**  
(Form 990, 990-EZ,  
or 990-PF)  
Department of the Treasury  
Internal Revenue Service

**Schedule of Contributors**  
▶ Attach to Form 990, 990-EZ, or 990-PF  
▶ Information about Schedule B (Form 990, 990-EZ, or 990-PF) and its instructions is at  
[www.irs.gov/form990](http://www.irs.gov/form990)

OMB No 1545-0047  
**2016**

**Name of the organization**  
JOHN GRAHAM FOUNDATION

**Employer identification number**  
91-6339306

**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

Form 990-PF

- 527 political organization
- 501(c)(3) exempt private foundation
- 4947(a)(1) nonexempt charitable trust treated as a private foundation
- 501(c)(3) taxable private foundation

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

**General Rule**

- For an organization filing Form 990, 990-EZ, or 990-PF that received, during the year, contributions totaling \$5,000 or more (in money or other 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<sup>1</sup> 3% support test of the regulations under sections 509(a)(1) and 170(b)(1)(A)(vi), that checked Schedule A (Form 990 or 990-EZ), Part II, line 13, 16a, or 16b, and that received from any one contributor, during the year, total contributions of the greater of (1) \$5,000 or (2) 2% of the amount on (i) Form 990, Part VIII, line 1h, or (ii) Form 990-EZ, line 1 Complete Parts I and II
- For an organization described in section 501(c)(7), (8), or (10) filing Form 990 or 990-EZ that received from any one contributor, during the year, total contributions of more than \$1,000 *exclusively* for religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals Complete Parts I, II, and III
- For an organization described in section 501(c)(7), (8), or (10) filing Form 990 or 990-EZ that received from any one contributor, during the year, contributions *exclusively* for religious, charitable, etc , purposes, but no such contributions totaled more than \$1,000 If this box is checked, enter here the total contributions that were received during the year for an *exclusively* religious, charitable, etc , purpose Do not complete any of the parts unless the **General Rule** applies to this organization because it received *nonexclusively* religious, charitable, etc , contributions totaling \$5,000 or more during the year . . . . . ▶ \$ \_\_\_\_\_

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

<b>Name of organization</b> JOHN GRAHAM FOUNDATION	<b>Employer identification number</b> 91-6339306
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**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	JOHN GRAHAM TRUST 1201 THIRD AVE SUITE 4900 SUITE 4900 SEATTLE, WA98101	\$ 135,000	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> <small>(Complete Part II for noncash contributions )</small>
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> <small>(Complete Part II for noncash contributions )</small>
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> <small>(Complete Part II for noncash contributions )</small>
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> <small>(Complete Part II for noncash contributions )</small>
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> <small>(Complete Part II for noncash contributions )</small>
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> <small>(Complete Part II for noncash contributions )</small>
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> <small>(Complete Part II for noncash contributions )</small>
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> <small>(Complete Part II for noncash contributions )</small>

<b>Name of organization</b> JOHN GRAHAM FOUNDATION	<b>Employer identification number</b> 91-6339306
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**Part II Noncash Property**

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
(see instructions) Use duplicate copies of Part II if additional space is needed			
_____	_____ _____ _____	_____ \$	_____
_____	_____ _____ _____	_____ \$	_____
_____	_____ _____ _____	_____ \$	_____
_____	_____ _____ _____	_____ \$	_____
_____	_____ _____ _____	_____ \$	_____
_____	_____ _____ _____	_____ \$	_____
_____	_____ _____ _____	_____ \$	_____

<b>Name of organization</b> JOHN GRAHAM FOUNDATION	<b>Employer identification number</b> 91-6339306
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**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 information once. See instructions.) ▶ \$ \_\_\_\_\_  
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
_____	_____
_____	_____

(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
_____	_____
_____	_____

(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
_____	_____
_____	_____

(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
_____	_____
_____	_____