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

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

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Information about Form 990-PF and its separate instructions is at [www.irs.gov/form990pf](http://www.irs.gov/form990pf).

OMB No 1545-0052

**2016**

Open to Public Inspection

For calendar year 2016 or tax year beginning

07/01, 2016, and ending

06/30, 2017

Name of foundation

THE MARTIN FABERT FOUNDATION

A Employer identification number

36-4437950

Number and street (or P O box number if mail is not delivered to street address)

Room/suite

B Telephone number (see instructions)

1000 SECOND AVENUE, 34TH FLOOR

(206) 667-0300

City or town, state or province, country, and ZIP or foreign postal code

SEATTLE, WA 98104

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

J Accounting method. ☒ Cash ☐ Accrual

end of year (from Part II, col (c), line

☐ Other (specify)

16) \$ 15,293,579.

(Part I, column (d) must be on cash basis)

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. ☐**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).)

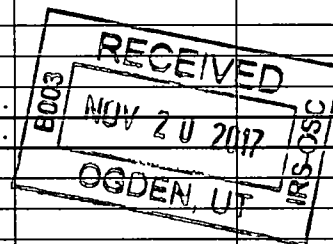
(a) Revenue and expenses per books

(b) Net investment income

(c) Adjusted net income

(d) Disbursements for charitable purposes (cash basis only)

	(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.				
4 Dividends and interest from securities	291,035.	291,035.		ATCH 1
5a Gross rents				
b Net rental income or (loss)				
6a Net gain or (loss) from sale of assets not on line 10	204,334.			
b Gross sales price for all assets on line 6a 2,906,005.				
7 Capital gain net income (from Part IV, line 2)		204,334.		
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) ATCH. 2	12,123.	12,123.		
12 Total Add lines 1 through 11	507,492.	507,492.		
13 Compensation of officers, directors, trustees, etc.	0.			
14 Other employee salaries and wages				
15 Pension plans, employee benefits				
16a Legal fees (attach schedule)				
b Accounting fees (attach schedule)				
c Other professional fees (attach schedule) [3]	34,356.	6,800.		27,556.
17 Interest				
18 Taxes (attach schedule) (see instructions) [4]	4,245.			
19 Depreciation (attach schedule) and depletion				
20 Occupancy				
21 Travel, conferences, and meetings	5,957.			5,957.
22 Printing and publications				
23 Other expenses (attach schedule) ATCH. 5	76,327.	76,207.		100.
24 Total operating and administrative expenses. Add lines 13 through 23.	120,885.	83,007.		33,613.
25 Contributions, gifts, grants paid	687,500.			687,500.
26 Total expenses and disbursements. Add lines 24 and 25	808,385.	83,007.	0.	721,113.
27 Subtract line 26 from line 12				
a Excess of revenue over expenses and disbursements	-300,893.			
b Net investment income (if negative, enter -0-)		424,485.		
c Adjusted net income (if negative, enter -0-)				



SCANNED NOV 21 2017

Operating and Administrative Expenses

Part II Balance Sheets		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
Assets	1	Cash - non-interest-bearing . . . . .	164,094.	116,856.	116,856.
	2	Savings and temporary cash investments . . . . .	2,854,796.	2,779,640.	2,779,640.
	3	Accounts receivable ▶ . . . . .			
		Less allowance for doubtful accounts ▶ . . . . .			
	4	Pledges receivable ▶ . . . . .			
		Less allowance for doubtful accounts ▶ . . . . .			
	5	Grants receivable. . . . .			
	6	Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see instructions) . . . . .			
	7	Other notes and loans receivable (attach schedule) ▶ . . . . .			
		Less allowance for doubtful accounts ▶ . . . . .			
	8	Inventories for sale or use. . . . .			
	9	Prepaid expenses and deferred charges . . . . . ATCH 6 . . . . .	14,400.	10,000.	10,000.
	10a	Investments - U.S. and state government obligations (attach schedule) [ 7 ] . . . . .	752,278.		
	b	Investments - corporate stock (attach schedule) ATCH 8 . . . . .	7,910,153.	8,607,888.	8,607,888.
	c	Investments - corporate bonds (attach schedule) ATCH 9 . . . . .	2,523,869.	3,356,592.	3,356,592.
	Liabilities	11	Investments - land, buildings, and equipment basis ▶ . . . . .		
		Less accumulated depreciation (attach schedule) ▶ . . . . .			
12		Investments - mortgage loans. . . . .			
13		Investments - other (attach schedule) . . . . . ATCH 10 . . . . .	343,706.	422,603.	422,603.
14		Land, buildings, and equipment basis ▶ . . . . .			
		Less accumulated depreciation (attach schedule) ▶ . . . . .			
15		Other assets (describe ▶ . . . . . )			
16		<b>Total assets</b> (to be completed by all filers - see the instructions Also, see page 1, item I) . . . . .	14,563,296.	15,293,579.	15,293,579.
Net Assets or Fund Balances	17	Accounts payable and accrued expenses . . . . .			
	18	Grants payable. . . . .	70,000.	385,000.	
	19	Deferred revenue. . . . .			
	20	Loans from officers, directors, trustees, and other disqualified persons. . . . .			
	21	Mortgages and other notes payable (attach schedule) . . . . .			
Net Assets or Fund Balances	22	Other liabilities (describe ▶ . . . . . ATCH 11 . . . . . )	9,856.	4,245.	
	23	<b>Total liabilities</b> (add lines 17 through 22) . . . . .	79,856.	389,245.	
		<b>Foundations that follow SFAS 117, check here .</b> <input checked="" type="checkbox"/> <b>and complete lines 24 through 26 and lines 30 and 31.</b>			
	24	Unrestricted . . . . .	14,483,440.	14,904,334.	
	25	Temporarily restricted . . . . .			
	26	Permanently restricted . . . . .			
		<b>Foundations that do not follow SFAS 117, check here and complete lines 27 through 31.</b> <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	<b>Total net assets or fund balances</b> (see instructions) . . . . .	14,483,440.	14,904,334.		
31	<b>Total liabilities and net assets/fund balances</b> (see instructions) . . . . .	14,563,296.	15,293,579.		

**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	14,483,440.
2	Enter amount from Part I, line 27a. . . . .	2	-300,893.
3	Other increases not included in line 2 (itemize) ▶ ATCH 12 . . . . .	3	1,036,787.
4	Add lines 1, 2, and 3 . . . . .	4	15,219,334.
5	Decreases not included in line 2 (itemize) ▶ ATCH 13 . . . . .	5	315,000.
6	<b>Total net assets or fund balances at end of year</b> (line 4 minus line 5) - Part II, column (b), line 30 . . . . .	6	14,904,334.

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**Part IV Capital Gains and Losses for Tax on Investment Income**

(a) List and describe the kind(s) of property sold (e.g., real estate, 2-story brick warehouse, or common stock, 200 shs. MLC Co.)			(b) How acquired P - Purchase D - Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
<b>1 a</b> SEE PART IV SCHEDULE					
<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>					
<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					
(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	(l) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col. (h))		
<b>a</b>					
<b>b</b>					
<b>c</b>					
<b>d</b>					
<b>e</b>					
<b>2</b> Capital gain net income or (net capital loss) { If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7 }			<b>2</b>	204,334.	
<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			<b>3</b>	0.	

**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	701,863.	14,350,578.	0.048908
2014	737,612.	15,326,838.	0.048126
2013	585,711.	14,602,556.	0.040110
2012	577,106.	13,089,960.	0.044088
2011	646,685.	12,487,713.	0.051786
<b>2</b> Total of line 1, column (d)			<b>2</b> 0.233018
<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.			<b>3</b> 0.046604
<b>4</b> Enter the net value of noncharitable-use assets for 2016 from Part X, line 5			<b>4</b> 14,970,001.
<b>5</b> Multiply line 4 by line 3.			<b>5</b> 697,662.
<b>6</b> Enter 1% of net investment income (1% of Part I, line 27b).			<b>6</b> 4,245.
<b>7</b> Add lines 5 and 6.			<b>7</b> 701,907.
<b>8</b> Enter qualifying distributions from Part XII, line 4. If line 8 is equal to or greater than line 7, check the box in Part VI, line 1b, and complete that part using a 1% tax rate. See the Part VI instructions			<b>8</b> 726,113.

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

1a Exempt operating foundations described in section 4940(d)(2), check here <input type="checkbox"/> and enter "N/A" on line 1 . . . . . Date of ruling or determination letter _____ (attach copy of letter if necessary - see instructions)		1	4,245.
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 . . . . .			
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	
3 Add lines 1 and 2 . . . . .		3	4,245.
4 Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-) . . . . .		4	0.
5 <b>Tax based on investment income.</b> Subtract line 4 from line 3. If zero or less, enter -0- . . . . .		5	4,245.
6 Credits/Payments			
a 2016 estimated tax payments and 2015 overpayment credited to 2016 . . . . .	6a 10,000.		
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	10,000.
8 Enter any <b>penalty</b> for underpayment of estimated tax. Check here <input type="checkbox"/> if Form 2220 is attached . . . . .		8	
9 <b>Tax due.</b> If the total of lines 5 and 8 is more than line 7, enter <b>amount owed</b> . . . . .		9	
10 <b>Overpayment.</b> If line 7 is more than the total of lines 5 and 8, enter the <b>amount overpaid</b> . . . . .		10	5,755.
11 Enter the amount of line 10 to be <b>Credited to 2017 estimated tax</b> <input checked="" type="checkbox"/> 5,755. <b>Refunded</b> <input type="checkbox"/> . . . . .		11	

**Part VII-A Statements Regarding Activities**

	Yes	No
1a During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign? . . . . .		X
b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see Instructions for the definition)? . . . . . If the answer is "Yes" to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities		X
c Did the foundation file <b>Form 1120-POL</b> 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 <input checked="" type="checkbox"/> \$ _____ (2) On foundation managers <input checked="" type="checkbox"/> \$ _____		
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers <input checked="" type="checkbox"/> \$ _____		
2 Has the foundation engaged in any activities that have not previously been reported to the IRS? . . . . . If "Yes," attach a detailed description of the activities		X
3 Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? If "Yes," attach a conformed copy of the changes . . . . .		X
4a Did the foundation have unrelated business gross income of \$1,000 or more during the year? . . . . .		X
b If "Yes," has it filed a tax return on <b>Form 990-T</b> for this year? . . . . .		
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? . . . . . If "Yes," attach the statement required by General Instruction T		X
6 Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument? . . . . .	X	
7 Did the foundation have at least \$5,000 in assets at any time during the year? If "Yes," complete Part II, col (c), and Part XV	X	
8a Enter the states to which the foundation reports or with which it is registered (see instructions) <input checked="" type="checkbox"/> IL, WA, . . . . .		
b If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by General Instruction G? If "No," attach explanation . . . . .	X	
9 Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2016 or the taxable year beginning in 2016 (see instructions for Part XIV)? If "Yes," complete Part XIV . . . . .		X
10 Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses . . . . .		X

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**Part VII-A Statements Regarding Activities (continued)**

11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions).	11	Yes	No
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).	12		X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address ▶ N/A	13	X	
14	The books are in care of ▶ FOUNDATION MANAGEMENT GRP, LLC Telephone no ▶ 206-667-0300 Located at ▶ 1000 SECOND AVENUE, 34TH FLOOR SEATTLE, WA ZIP+4 ▶ 98104			
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 - Check here . . . . . ▶ <input type="checkbox"/> and enter the amount of tax-exempt interest received or accrued during the year . . . . . ▶ 15			
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? . . . . . ▶ <input type="checkbox"/> See the instructions for exceptions and filing requirements for FinCEN Form 114. If "Yes," enter the name of the foreign country ▶	16	Yes	No
				X

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

File Form 4720 if any item is checked in the "Yes" column, unless an exception applies.		Yes	No
1a	During the year did the foundation (either directly or indirectly)		
(1)	Engage in the sale or exchange, or leasing of property with a disqualified person? . . . . . <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(2)	Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? . . . . . <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(3)	Furnish goods, services, or facilities to (or accept them from) a disqualified person? . . . . . <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(4)	Pay compensation to, or pay or reimburse the expenses of, a disqualified person? . . . . . <input 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)? . . . . . <input type="checkbox"/> Organizations relying on a current notice regarding disaster assistance check here . . . . . ▶ <input type="checkbox"/>	1b	
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? . . . . . <input type="checkbox"/>	1c	X
2	Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5))		
a	At the end of tax year 2016, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2016? . . . . . <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No If "Yes," list the years ▶		
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) . . . . . <input type="checkbox"/>	2b	
c	If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here ▶		
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? . . . . . <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
b	If "Yes," did it have excess business holdings in 2016 as a result of (1) any purchase by the foundation or disqualified persons after May 26, 1969, (2) the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest, or (3) the lapse of the 10-, 15-, or 20-year first phase holding period? (Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2016) . . . . . <input type="checkbox"/>	3b	
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a	X
b	Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2016?	4b	X

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

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

(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))? ☐ Yes ☒ No(2) Influence the outcome of any specific public election (see section 4955), or to carry on, directly or indirectly, any voter registration drive? ☐ Yes ☒ No(3) Provide a grant to an individual for travel, study, or other similar purposes? ☐ Yes ☒ No(4) Provide a grant to an organization other than a charitable, etc., organization described in section 4945(d)(4)(A)? (see instructions). ☐ Yes ☒ No(5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals? ☐ Yes ☒ Nob 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 ☒ NoOrganizations relying on a current notice regarding disaster assistance check here ☐ **5b**c If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant? ☐ 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 ☒ Nob Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract? ☐ Yes ☒ No **6b** X

If "Yes" to 6b, file Form 8870

7a At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction? ☐ Yes ☒ Nob If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction? ☐ Yes ☒ No **7b****Part VIII Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors****1 List all officers, directors, trustees, foundation managers and their compensation (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
ATCH 14		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. ☐

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**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
NONE		
Total number of others receiving over \$50,000 for professional services . . . . .		▶

**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 NONE	
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 FORTERRA STRONG COMMUNITIES FUND I, L.P. - PRI	
	5,000.
2	
All other program-related investments. See instructions.	
3 NONE	
Total. Add lines 1 through 3 . . . . .	▶ 5,000.

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

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes		
a	Average monthly fair market value of securities	1a	11,921,136.
b	Average of monthly cash balances	1b	2,854,232.
c	Fair market value of all other assets (see instructions)	1c	422,603.
d	<b>Total</b> (add lines 1a, b, and c)	1d	15,197,971.
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	1e	
2	Acquisition indebtedness applicable to line 1 assets	2	
3	Subtract line 2 from line 1d	3	15,197,971.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	227,970.
5	<b>Net value of noncharitable-use assets.</b> Subtract line 4 from line 3. Enter here and on Part V, line 4	5	14,970,001.
6	<b>Minimum investment return.</b> Enter 5% of line 5	6	748,500.

**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	748,500.
2a	Tax on investment income for 2016 from Part VI, line 5	2a	4,245.
b	Income tax for 2016 (This does not include the tax from Part VI)	2b	
c	Add lines 2a and 2b	2c	4,245.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	744,255.
4	Recoveries of amounts treated as qualifying distributions	4	
5	Add lines 3 and 4	5	744,255.
6	Deduction from distributable amount (see instructions)	6	
7	<b>Distributable amount as adjusted.</b> Subtract line 6 from line 5. Enter here and on Part XIII, line 1.	7	744,255.

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

1	Amounts paid (including administrative expenses) to accomplish charitable, etc., purposes		
a	Expenses, contributions, gifts, etc. - total from Part I, column (d), line 26	1a	721,113.
b	Program-related investments - total from Part IX-B	1b	5,000.
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	2	
3	Amounts set aside for specific charitable projects that satisfy the		
a	Suitability test (prior IRS approval required)	3a	
b	Cash distribution test (attach the required schedule)	3b	
4	<b>Qualifying distributions.</b> Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	4	726,113.
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	4,245.
6	<b>Adjusted qualifying distributions.</b> Subtract line 5 from line 4	6	721,868.

**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 . . . . .				744,255.
2 Undistributed income, if any, as of the end of 2016				
a Enter amount for 2015 only, . . . . .			664,957.	
b Total for prior years 20 14 , 20 13 , 20 12 . . . . .				
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 ▶ \$ 726,113.				
a Applied to 2015, but not more than line 2a . . . . .			664,957.	
b Applied to undistributed income of prior years (Election required - see instructions) . . . . .				
c Treated as distributions out of corpus (Election required - see instructions) . . . . .				
d Applied to 2016 distributable amount, . . . . .				61,156.
e Remaining amount distributed out of corpus, . . . . .				
5 Excess distributions carryover applied to 2016 . (If an amount appears in column (d), the same amount must be shown in column (a) )				
6 Enter the net total of each column as indicated below:				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5				
b Prior years' undistributed income Subtract line 4b from line 2b, . . . . .				
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 . . . . .				
d Subtract line 6c from line 6b Taxable amount - see instructions . . . . .				
e Undistributed income for 2015 Subtract line 4a from line 2a Taxable amount - see instructions . . . . .				
f Undistributed income for 2016 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2017 . . . . .				683,099.
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) . . . . .				
8 Excess distributions carryover from 2011 not applied on line 5 or line 7 (see instructions) . . . . .				
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 . . . . .				

Form 990-PF (2016)

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

NOT APPLICABLE

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 foundation is a private operating foundation described in section 4942(j)(3) or 4942(j)(5)

	Tax year	Prior 3 years			(e) Total
	(a) 2016	(b) 2015	(c) 2014	(d) 2013	
2a Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed . . . . .					
b 85% of line 2a . . . . .					
c Qualifying distributions from Part XII, line 4 for each year listed . . . . .					
d Amounts included in line 2c not used directly for active conduct of exempt activities . . . . .					
e Qualifying distributions made directly for active conduct of exempt activities. Subtract line 2d from line 2c . . . . .					
3 Complete 3a, b, or c for the alternative test relied upon					
a "Assets" alternative test - enter					
(1) Value of all assets . . . . .					
(2) Value of assets qualifying under section 4942(j)(3)(B)(i) . . . . .					
b "Endowment" alternative test - enter 2/3 of minimum investment return shown in Part X, line 6 for each year listed . . . . .					
c "Support" alternative test - enter					
(1) Total support other than gross investment income (interest, dividends, rents, payments on securities loans (section 512(a)(5)), or royalties) . . . . .					
(2) Support from general public and 5 or more exempt organizations as provided in section 4942(j)(3)(B)(ii) . . . . .					
(3) Largest amount of support from an exempt organization . . . . .					
(4) Gross investment income . . . . .					

**Part XV Supplementary Information** (Complete this part only if the foundation 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) )

NONE

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

NONE

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

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

a The name, address, and telephone number or e-mail address of the person to whom applications should be addressed

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 Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
<b>a Paid during the year</b>  ATCH 15				
<b>Total</b> . . . . .			<b>3a</b>	687,500.
<b>b Approved for future payment</b>  ATCH 16				
<b>Total</b> . . . . .			<b>3b</b>	375,000.

**Part XVI-A      Analysis of Income-Producing Activities**

Enter gross amounts unless otherwise indicated

Enter gross amounts unless otherwise indicated		Unrelated business income	Excluded by section 512, 513, or 514		(e) Related or exempt function income (See instructions )
	(a) Business code	(b) Amount	(c) Exclusion code	(d) Amount	
1 Program service revenue					
a _____					
b _____					
c _____					
d _____					
e _____					
f _____					
g Fees and contracts from government agencies					
2 Membership dues and assessments . . . . .					
3 Interest on savings and temporary cash investments .					
4 Dividends and interest from securities . . . . .			14	291,035.	
5 Net rental income or (loss) from real estate					
a Debt-financed property . . . . .					
b Not debt-financed property . . . . .					
6 Net rental income or (loss) from personal property. .					
7 Other investment income . . . . .					
8 Gain or (loss) from sales of assets other than inventory			18	204,334.	
9 Net income or (loss) from special events . . . . .					
10 Gross profit or (loss) from sales of inventory . . .					
11 Other revenue a <u>SJF VENTURES</u>			18	12,123.	
b _____					
c _____					
d _____					
e _____					
12 Subtotal Add columns (b), (d), and (e) . . . . .				507,492.	
13 Total. Add line 12, columns (b), (d), and (e) . . . . .				507,492.	

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

[illegible]

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

[illegible]

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

b If "Yes," complete the following schedule

(a) Name of organization	(b) Type of organization	(c) Description of relationship

Under penalties of perjury, I declare that I have examined this return, including accompanying schedules and statements, and to the best of my knowledge and belief, it is true, correct, and complete. Declaration of preparer (other than taxpayer) is based on all information of which preparer has any knowledge.

Signature of officer or trustee

Date \_\_\_\_\_

**Title**

May the IRS discuss this return with the preparer shown below (see instructions)? ☒ **X** **Yes** ☐ **No**

Print/Type preparer's name	Preparer's signature	Date	Check <input type="checkbox"/> if self-employed	PTIN
MADALINA DOBRA CPA	MADALINA DOBRA CPA	10/29/2017		P01327561
Firm's name ► FOUNDATION MANAGEMENT GROUP, LLC			Firm's EIN ► 91-2003136	
Firm's address ► 1000 2ND AVE 34TH FLOOR SEATTLE, WA 98104-1022			Phone no 206-667-0300	

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**FORM 990-PF - PART IV**  
**CAPITAL GAINS AND LOSSES FOR TAX ON INVESTMENT INCOME**

Kind of Property		Description				P or D	Date acquired	Date sold
Gross sale price less expenses of sale	Depreciation allowed/ allowable	Cost or other basis	FMV as of 12/31/69	Adj basis as of 12/31/69	Excess of FMV over adj basis		Gain or (loss)	
289,284.		PUBLICLY TRADED SECURITIES - SHORT TERM PROPERTY TYPE: SECURITIES 291,776.				P	VARIOUS	VARIOUS
							-2,492.	
2,616,721.		PUBLICLY TRADED SECURITIES - LONG TERM PROPERTY TYPE: SECURITIES 2,409,895.				P	VARIOUS	VARIOUS
							206,826.	
TOTAL GAIN (LOSS) .....							<u>204,334.</u>	

ATTACHMENT 1FORM 990PF, PART I - DIVIDENDS AND INTEREST FROM SECURITIES

<u>DESCRIPTION</u>	<u>REVENUE AND EXPENSES PER BOOKS</u>	<u>NET INVESTMENT INCOME</u>
INTEREST	126,890.	126,890.
DIVIDENDS	164,145.	164,145.
TOTAL	<u>291,035.</u>	<u>291,035.</u>



ATTACHMENT 2FORM 990PF, PART I - OTHER INCOME

<u>DESCRIPTION</u>	<u>REVENUE AND EXPENSES PER BOOKS</u>	<u>NET INVESTMENT INCOME</u>
SJF VENTURES III, LP	14,339.	14,339.
SJF VENTURES IV, LP	-2,216.	-2,216.
TOTALS	<u>12,123.</u>	<u>12,123.</u>

ATTACHMENT 3FORM 990PF, PART I - OTHER PROFESSIONAL FEES

<u>DESCRIPTION</u>	<u>REVENUE AND EXPENSES PER BOOKS</u>	<u>NET INVESTMENT INCOME</u>	<u>ADJUSTED NET INCOME</u>	<u>CHARITABLE PURPOSES</u>
MANAGEMENT FEES - FOUNDATION				
MANAGEMENT GROUP	34,000.	6,800.		27,200.
PROFESSIONAL FEES - CSC	356.			356.
TOTALS	<u>34,356.</u>	<u>6,800.</u>		<u>27,556.</u>

ATTACHMENT 4FORM 990PF, PART I - TAXES

<u>DESCRIPTION</u>	<u>REVENUE AND EXPENSES PER BOOKS</u>
CY FEDERAL EXCISE TAXES	4,245.
TOTALS	<u>4,245.</u>

ATTACHMENT 5FORM 990PF, PART I - OTHER EXPENSES

<u>DESCRIPTION</u>	<u>REVENUE AND EXPENSES PER BOOKS</u>	<u>NET INVESTMENT INCOME</u>	<u>CHARITABLE PURPOSES</u>
INVESTMENT FEES - HARRIS ASSOC	76,207.	76,207.	
BANK CHARGES	30.		30.
LICENSES AND PERMITS	50.		50.
MEALS AND ENTERTAINMENT	40.		20.
TOTALS	<u>76,327.</u>	<u>76,207.</u>	<u>100.</u>

ATTACHMENT 6FORM 990PF, PART II - PREPAID EXPENSES AND DEFERRED CHARGES

<u>DESCRIPTION</u>	<u>ENDING BOOK VALUE</u>	<u>ENDING FMV</u>
PREPAID FED EXCISE TAX	10,000.	10,000.
TOTALS	<u>10,000.</u>	<u>10,000.</u>

FORM 990PF, PART II - U.S. AND STATE OBLIGATIONS

ATTACHMENT 7

<u>DESCRIPTION</u>	<u>ENDING BOOK VALUE</u>	<u>ENDING FMV</u>
US GOVERNMENT BONDS	NONE	NONE
MUNICIPAL BONDS	NONE	NONE
US OBLIGATIONS TOTAL		

ATTACHMENT 8FORM 990PF, PART II - CORPORATE STOCK

<u>DESCRIPTION</u>	<u>ENDING BOOK VALUE</u>	<u>ENDING FMV</u>
EQUITIES - COMMON STOCK - ATTACHMENT A	8,607,888.	8,607,888.
TOTALS	<u>8,607,888.</u>	<u>8,607,888.</u>

ATTACHMENT 9FORM 990PF, PART II - CORPORATE BONDS

<u>DESCRIPTION</u>	<u>ENDING BOOK VALUE</u>	<u>ENDING FMV</u>
CORPORATE BONDS - ATTACHMENT A	3,356,592.	3,356,592.
TOTALS	<u>3,356,592.</u>	<u>3,356,592.</u>



ATTACHMENT 10FORM 990PF, PART II - OTHER INVESTMENTS

<u>DESCRIPTION</u>	<u>ENDING BOOK VALUE</u>	<u>ENDING FMV</u>
SJF VENTURES III, LP	371,186.	371,186.
SJF VENTURES IV, LP	46,417.	46,417.
FORTERRA COM. FUND - PRI	5,000.	5,000.
TOTALS	<u>422,603.</u>	<u>422,603.</u>

ATTACHMENT 11FORM 990PF, PART II - OTHER LIABILITIES

<u>DESCRIPTION</u>	<u>ENDING BOOK VALUE</u>
TAXES PAYABLE	4,245.
TOTALS	<u>4,245.</u>

ATTACHMENT 12FORM 990PF, PART III - OTHER INCREASES IN NET WORTH OR FUND BALANCESDESCRIPTIONAMOUNT

UNREALIZED GAIN/(LOSS) ON INVESTMENTS

1,036,787.

TOTAL

1,036,787.

ATTACHMENT 13FORM 990PF, PART III - OTHER DECREASES IN NET WORTH OR FUND BALANCESDESCRIPTIONAMOUNT

ACCRUAL TO CASH GRANTS ADJUSTMENT

315,000.

TOTAL

315,000.

FORM 990PF, PART VIII - LIST OF OFFICERS, DIRECTORS, AND TRUSTEESATTACHMENT 14

<u>NAME AND ADDRESS</u>	<u>TITLE AND AVERAGE HOURS PER WEEK DEVOTED TO POSITION</u>	<u>COMPENSATION</u>	<u>CONTRIBUTIONS TO EMPLOYEE BENEFIT PLANS</u>	<u>EXPENSE ACCT AND OTHER ALLOWANCES</u>
ELIZABETH MARTIN 1000 SECOND AVENUE, 34TH FLOOR SEATTLE, WA 98104	PRESIDENT/TREASURER/DIRECTOR 2.00	0.	0.	0.
GERALDINE MARTIN 1000 SECOND AVENUE, 34TH FLOOR SEATTLE, WA 98104	DIRECTOR 2.00	0.	0	0.
KENNETH FABERT 1000 SECOND AVENUE, 34TH FLOOR SEATTLE, WA 98104	VICE PRESIDENT/DIRECTOR 2.00	0.	0	0.
DANIEL M. ASHER 1000 SECOND AVENUE, 34TH FLOOR SEATTLE, WA 98104	SECRETARY 2.00	0.	0.	0.
EMMA FABERT 1000 SECOND AVENUE, 34TH FLOOR SEATTLE, WA 98104	DIRECTOR 2.00	0.	0	0.
	GRAND TOTALS	<u>0.</u>	<u>0.</u>	<u>0.</u>

THE MARTIN FABERT FOUNDATION

2016 FORM 990-PF

36-4437950

FORM 990PF, PART XV - GRANTS AND CONTRIBUTIONS PAID DURING THE YEAR

ATTACHMENT 15

<u>RECIPIENT NAME AND ADDRESS</u>	<u>RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT</u>	<u>PURPOSE OF GRANT OR CONTRIBUTION</u>	<u>AMOUNT</u>
SEE ATTACHMENT B 1000 SECOND AVENUE, 34TH FLOOR SEATTLE, WA 98104	NONE PC	SEE ATTACHMENT B	687,500
TOTAL CONTRIBUTIONS PAID			<u>687,500</u>

FORM 990PF, PART XV - CONTRIBUTIONS APPROVED FOR FUTURE PAYMENTATTACHMENT 16

<u>RECIPIENT NAME AND ADDRESS</u>	<u>RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT</u>	<u>PURPOSE OF GRANT OR CONTRIBUTION</u>	<u>AMOUNT</u>
PATH PO BOX 900922 SEATTLE, WA 98109	NONE PC	TO PROVIDE SUPPORT TO PATH'S MYANMAR FUND	75,000
FORTERRA 901 - 5TH AVE, SUITE 2200 SEATTLE, WA 98164	NONE PC	TO PROVIDE SUPPORT TO PORT GAMBLE FOREST	50,000
SEATTLE CENTRAL COLLEGE FOUNDATION 1701 BROADWAY AVE SEATTLE, WA 98122	NONE PC	TO PROVIDE SUPPORT TO SMART BUILDING CENTER	75,000
TOWN HALL 1119 EIGHTH AVE SEATTLE, WA 98101	NONE PC	TO SUPPORT THE USE OF FSC CERTIFIED WOOD IN THE TOWN HALL RENOVATION PROJECT	75,000
SOUND EXPERIENCE 2900 WASHINGTON STREET, SUITE E PORT TOWNSEND, WA 98368	NONE PC	TO PROVIDE SUPPORT TO EXEMPT ORGANIZATION	100,000
TOTAL CONTRIBUTIONS APPROVED			<u>375,000</u>

**THE MARTIN FABERT FOUNDATION**  
**EIN 36-4437950**  
**2016 FORM 990- PF, Part II - BALANCE SHEETS DETAIL**  
**ATTACHMENT A**

**Corporate Bonds**

ABBOTT LABS FXD RT SR NT 2.350% 11/22/19 B/E DTD 11/22/16 1ST CPN DTE 05/22/17 CPN PMT SEMI ANNUAL Moody Rating BAA3 S & P Rating BBB Security Identifier 002824BC3	250,000 000	100 7520	251,880 00	620 14	5,875 00	2 33%
BANK AMER CORP FXD RT SR NT SER L 1.950% 05/12/18 B/E DTD 05/12/15 1ST CPN DTE 11/12/15 CPN PMT SEMI ANNUAL Moody Rating BAA1 S & P Rating BBB+ Security Identifier 0605IGFR5	250,000 000	100 1060	250,265 00	650 00	4,875 00	1 94%
BEST BUY INC FIXED RT NT 5.500% 03/15/21 B/E DTD 03/15/11 CALLABLE 12/15/20 @ 100 000 Moody Rating BAA1 S & P Rating BBB- Security Identifier 086516ALS	250,000 000	108 8320	272,080 00	4,010 42	13,750 00	5 05%
CITIGROUP INC FXD RT SR NT 1.700% 04/27/18 B/E DTD 04/27/15 1ST CPN DTE 10/27/15 CPN PMT SEMI ANNUAL Moody Rating BAA1 S & P Rating BBB+ Security Identifier 172967IN2	250,000 000	99 9000	249,750 00	743 75	4,250 00	1 70%
GLP CAP L P / GLP FING II INC GTD FXD RT SR NT 4.875% 11/01/20 B/E DTD 05/01/14 CALLABLE 08/01/20 Moody Rating BAA1 S & P Rating BB+ Security Identifier 361841AD1	250,000 000	106 6250	266,562 50	1,997 40	12,187 50	4 57%



THE MARTIN FABERT FOUNDATION  
EIN. 36-4437950  
2016 FORM 990-PF, Part II - BALANCE SHEETS DETAIL  
ATTACHMENT A

Description	Quantity	Market Price	Market Value	Accrued Interest	Estimated Annual Income	Estimated Yield
<b>FIXED INCOME (continued)</b>						
<b>Corporate Bonds (continued)</b>						
GENERAL MTRS CO SR NT 3.500% 10/02/18 B/E DTD 04/02/14 1ST CPN DTE 10/02/14 CPN PMT SEMI ANNUAL Moody Rating BAA3 S & P Rating BBB Security Identifier 37045VAD2	250,000 000	101.7560	254,390.00	2,138.89	8,750.00	3.43%
HCA INC GTD SR SECD NT 3.750% 03/15/19 B/E DTD 03/17/14 GTD HCA HOLDINGS INC 1ST CPN DTE 09/15/14 Moody Rating BA1 S & P Rating BBB- Security Identifier 404119BMO	250,000 000	102.0000	255,000.00	2,734.38	9,375.00	3.67%
MARTIN MARIETTA MATLS INC SR NT 6.600% 04/15/18 B/E DTD 04/21/08 1ST CPN DTE 10/15/08 CPN PMT SEMI ANNUAL Moody Rating BAA3 S & P Rating BBB+ Security Identifier 573284AK2	200,000 000	103.5660	207,132.00	2,750.00	13,200.00	6.37%
TYCO ELECTRONICS GROUP S A GTD SR NT 6.550% 10/01/17 B/E DTD 04/01/08 FOREIGN SECURITY 1ST CPN DTE 10/01/08 Moody Rating Baa1 S & P Rating A- Security Identifier 902133AF4	250,000 000	101.1850	252,962.50	4,048.26	16,375.00	6.47%
TYCO ELECTRONICS GROUP S A SR NT ISIN#US902133AQ07 2.350% 08/01/19 B/E DTD 07/31/14 CALLABLE 07/01/19 Moody Rating Baa1 S & P Rating A Security Identifier 902133AQ0	250,000 000	100.5570	251,392.50	2,431.60	5,875.00	2.33%
WELLS FARGO BK N A SAN FRANCISCO CALIF MEDIUM TERM SR BK NT BK NTS SR NT 1.650% 01/22/18 B/E DTD 01/29/16 Moody Rating AA2 S & P Rating AA- Security Identifier 9498815A1	250,000 000	100.0680	250,170.00	1,810.42	4,125.00	1.64%
WILLIAM CARTER CO SR NT EXCHANGED FROM ORIGINAL CUSIP 146303AF9 5.250% 08/15/21 B/E DTD 02/15/14 Moody Rating BA2 S & P Rating BB+ Security Identifier 969261AAS	250,000 000	102.8750	257,187.50	4,921.88	13,125.00	5.10%

**THE MARTIN FABERT FOUNDATION**  
**EIN: 36-4437950**  
**2016 FORM 990-PF, Part II - BALANCE SHEETS DETAIL**  
**ATTACHMENT A**

Description	Quantity	Market Price	Market Value	Accrued Interest	Estimated Annual Income	Estimated Yield
<b>FIXED INCOME (continued)</b>						
<b>Corporate Bonds (continued)</b>						
WOOLWORTH CORP FXD RT DEB 8.500% 01/15/22 REG DTD 01/15/92 1ST CPN DTE 07/15/92 CPN PMT SEMI ANNUAL Moody Rating BA2 S & P Rating BB+ Security Identifier 980883AC6	250,000 000	117 0000	292,500 00	9,739 58	21,250 00	7 26%
YUM BRANDS INC SR NT 6.250% 03/15/18 B/E DTD 10/19/07 1ST CPN DTE 03/15/08 CPN PMT SEMI ANNUAL ON MAR 15 AND SEP 15 Moody Rating B2 S & P Rating B+ Security Identifier 988498AC5	44,000 000	103 0000	45,320 00	802 08	2,750 00	6 06%
<b>Total Corporate Bonds:</b>	3,244,000 000		\$3,356,592 00	\$39,398 80	\$135,762 50	

Description	Quantity	Market Price	Market Value	Estimated Annual Income	Estimated Yield
<b>EQUITIES 58.00% of Portfolio</b>					
<b>Common Stocks</b>					
TE CONNECTIVITY LTD REG SHS ISIN#CH0102993182 Security Identifier TEL CUSIP: H84989104 Dividend Option: Cash	7,500 000	78 6800	590,100 00	12,000 00	2 03%
ALLY FINL INC COM Security Identifier ALLY CUSIP: 02005N100 Dividend Option: Cash	25,000 000	20 9000	522,500 00	8,000 00	1 53%
CARMAX INC COM Security Identifier KMX CUSIP: 143130102 Dividend Option: Cash	7,600 000	63 0600	479,256 00		

**THE MARTIN FABERT FOUNDATION**  
**EIN 36-4437950**  
**2016 FORM 990- PF, Part II - BALANCE SHEETS DETAIL**  
**ATTACHMENT A**

Description	Quantity	Market Price	Market Value	Estimated Annual Income	Estimated Yield
<b>EQUITIES (continued)</b>					
<b>Common Stocks (continued)</b>					
CITIGROUP INC COM NEW ISIN#US1729674242 Security Identifier C CUSIP 172967424 Dividend Option: Cash	10,000 000	66 8800	668,800 00	6,400 00	0 95%
COMMSCOPE HLDG CO INC COM Security Identifier COMM CUSIP 20337X109 Dividend Option: Cash	6,900 000	38 0300	262,407 00		
FLOWSERVE CORP COM Security Identifier FLS CUSIP 34354PI05 Dividend Option: Cash	10,000 000	46 4300	464,300 00	7,600 00	1 63%
GENERAL ELECTRIC CO COM Security Identifier GE CUSIP 369604103 Dividend Option: Cash	15,500 000	27 0100	418,655 00	14,880 00	3 55%
GENERAL MTRS CO COM Security Identifier GM CUSIP 37045VI00 Dividend Option: Cash	14,000 000	34 9300	489,020 00	21,280 00	4 35%
HSN INC NEW COM Security Identifier HSN CUSIP 404303109 Dividend Option: Cash	7,500 000	31 9000	239,250 00	10,500 00	4 38%
INTEL CORP COM Security Identifier INTC CUSIP 458140100 Dividend Option: Cash	15,000 000	33 7400	506,100 00	16,350 00	3 23%
INTERPUBLIC GROUP COS INC COM Security Identifier IPG CUSIP 460690100 Dividend Option: Cash	23,000 000	24 6000	565,800 00	16,560 00	2 92%
JONES LANG LASALLE INC COM Security Identifier JLL CUSIP 48020Q107 Dividend Option: Cash	4,500 000	125 0000	562,500 00	3,150 00	0 56%

THE MARTIN FABERT FOUNDATION  
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ATTACHMENT A

Description	Quantity	Market Price	Market Value	Estimated Annual Income	Estimated Yield
<b>EQUITIES (continued)</b>					
<b>Common Stocks (continued)</b>					
LIBERTY BROADBAND CORP COM SER C Security Identifier: LBRDK CUSIP: 530307305 Dividend Option: Cash	7,600 000	86 7500	659,300 00		
MASTERCARD INC CL A COM Security Identifier: MA CUSIP: 57636Q104 Dividend Option: Cash	6,000 000	121 4500	728,700 00	5,280 00	0 72%
ORACLE CORP COM Security Identifier: ORCL CUSIP: 68389X105 Dividend Option: Cash	17,500 000	50 1400	877,450 00	13,300 00	1 51%
TORCHMARK CORP Security Identifier: TMK CUSIP: 891027104 Dividend Option: Cash	7,500 000	76 5000	573,750 00	4,500 00	0 78%
<b>Total Common Stocks</b>			<b>\$8,607,888 00</b>	<b>\$139,800 00</b>	

**THE MARTIN FABERT FOUNDATION**

**EIN 38-4437950**

**2016 FORM 990-PF**

**ATTACHMENT B**

**GRANTS AND CONTRIBUTIONS PAID DURING THE YEAR ENDING 6/30/17**

<u>Recipient Name and Address</u>	<u>Relationship to Substantial Contributor and Foundation Status of</u>	<u>Purpose of Grant or Contribution</u>	<u>Amount Paid</u>	<u>Amount Accrued</u>
Washington Trails Association 705 2nd Ave, Suite 300 Seattle, WA 98104	None PC	To provide support to Exempt Organization	\$ 10,000	
Climate Solutions 1402 Third Ave, #1305 Seattle, WA 98101	None PC	To provide support to "No More Oil Transport" campaign	\$ 12,500	
EarthJustice 705 Second Avenue Suite 203 Seattle WA 98104-1711	None PC	To provide support to Exempt Organization	\$ 25,000	
Fred Hutchinson Cancer Research Center PO Box 19024 J5-200 Seattle, WA 98109	None PC	To provide support to Uganda-Burkitt Lymphoma Program	\$ 50,000	\$ (50,000)
Friends of Cooper Island 652 - 32nd Avenue E Seattle WA 98112	None PC	To provide support to Exempt Organization	\$ 10,000	\$ (10,000)
Forterra 901 - 5th Ave, Suite 2200 Seattle, WA 98164	None PC	To provide support to Port Gamble Forest	\$ 50,000	\$ (50,000) \$ 100,000
Greenpeace 702 H street NW Washington DC, 20001	None PC	To support Arctic Campaign	\$ 15,000	
Healthcare for all WA - Education Fund PO Box 30506 Seattle, WA 98113-0506	None PC	To provide support to Exempt Organization	\$ 2,500	
High Country News PO Box 1090 Paonia, CO 81428	None PC	To provide support to Exempt Organization	\$ 5,000	
Living Lands & Waters 17624 Rte 84 N East Moline, IL 61244	None PC	To provide support to Exempt Organization	\$ 10,000	
Mercy Corps 509 Fairview Avenue N Suite 200 Seattle, WA 98109	None PC	To provide support to Exempt Organization	\$ 20,000	

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2016 FORM 990-PF

ATTACHMENT B

GRANTS AND CONTRIBUTIONS PAID DURING THE YEAR ENDING 6/30/17

<u>Recipient Name and Address</u>	<u>Relationship to Substantial Contributor and Foundation Status of / Purpose of Grant or Contribution</u>	<u>Amount Paid</u>	<u>Amount Accrued</u>
PATH PO BOX 900922 Seattle, WA 98109	None PC To provide support to PATH's Myanmar Fund	\$ 75,000	\$ (75,000) \$ 150,000
Planned Parenthood of Greatest Northwest 2001 East Madison St Seattle, WA 98122	None PC To provide support to Exempt Organization	\$ 50,000	
Planned Parenthood of Indiana & Kentucky 200 S Meridian St PO Box 397 Indianapolis, IN 46206	None PC To provide support to Exempt Organization	\$ 10,000	
Physicians for a National Health Program 29 E Madison #1412 Chicago IL 60602	None PC To provide support to Exempt Organization	\$ 2,500	
Physicians for a National Health Program Western WA 8424 California Ave SW Seattle, WA 98136	None PC To provide support to Exempt Organization	\$ 2,500	
ReBuild Foundation 6916 S Dorchester Ave Chicago, IL 60637	None PC To provide support to Exempt Organization	\$ 5,000	
Samantian Center of Puget Sound 664 NW Ravenna Blvd Seattle, WA 98115	None PC To provide support to Exempt Organization	\$ 5,000	
Seattle Central College Foundation 1701 Broadway Ave Seattle, WA 98122	None PC To provide support to Smart Building Center	\$ 75,000	\$ (75,000) \$ 150,000
Sierra Club Foundation 2101 Webster St, #1250 San Francisco, CA 94612	None PC To provide support to "Beyond Coal" campaign	\$ 12,500	
Sightlife Institute 1402 Third Ave, #500 Seattle, WA 98101	None PC To provide support to Exempt Organization	\$ 12,500	

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**2016 FORM 990-PF**

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<u>Recipient Name and Address</u>	<u>Relationship to Substantial Contributor and Foundation Status of</u>	<u>Purpose of Grant or Contribution</u>	<u>Amount Paid</u>	<u>Amount Accrued</u>
Sound Experience 2900 Washington Street, Suite E Port Townsend, WA 98368	None PC	To provide support to Exempt Organization	\$ 50,000	\$ (50,000) \$ 150,000
Town Hall 1119 Eighth Ave Seattle, WA 98101	None PC	To support the use of FSC certified wood in the Town Hall renovation project	\$ 75,000	\$ (75,000) \$ 150,000
Union of Concerned Scientists Two Brattle Square, 6th floor Cambridge, MA 02238	None PC	To provide support to Exempt Organization	\$ 30,000	
North Cascades Institute 810 State Route 20 Sedro-Wooley, WA 98284	None PC	To provide support to Exempt Organization	\$ 10,000	
Washington Environmental Council 1402 Third Ave, #1400 Seattle, WA 98101	None PC	To provide support to "Stop Oil & Coal Transport" campaign	\$ 12,500	
National Parks Conservation Association NW Regional Office 1200 Fifth Ave, Suite 11925 Seattle WA 98101	None PC	To provide support to Exempt Organization	\$ 15,000	
NW Immigrant Rights Projects 615 Second Ave S #400 Seattle, WA 98104	None PC	To provide support to Exempt Organization	\$ 25,000	
Salish Sea Expeditions 1257 Patmos Lane Bainbridge Island, WA 98110	None PC	To provide support to Exempt Organization	\$ 10,000	
<b>Total Grants Paid - Cash Basis</b>			<b>\$ 687,500</b>	<b>\$ 315,000</b>
<b>Total Grants Expense (Accrual)</b>			<b>\$ 1,002,500</b>	