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*.

OMB No 1545-0052

2016

Open to Public Inspection

For calendar year 2016, or tax year beginning 10-01-2016 , and ending 09-30-2017

Name of foundation
The Jon & Mary Shirley Foundation
C/o Groff Murphy Trachtenberg & Everard

A Employer identification number
94-3163120

Number and street (or P O box number if mail is not delivered to street address) 300 E Pine St
Room/suite

B Telephone number (see instructions)
(206) 832-1480

City or town, state or province, country, and ZIP or foreign postal code
Seattle, WA 98122

C If exemption application is pending, check here ▶ ☐

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

D 1. Foreign organizations, check here ▶ ☐
2. Foreign organizations meeting the 85% test, check here and attach computation ▶ ☐

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

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

I Fair market value of all assets at end of year *(from Part II, col (c), line 16)*▶$ 38,888,193

J Accounting method ☑ Cash ☐ Accrual ☐ Other (specify) *(Part I, column (d) must be on cash basis)*

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

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))*

	Line	Description	(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
Revenue	1	Contributions, gifts, grants, etc , received (attach schedule)				
	2	Check ▶ ☑ if the foundation is **not** required to attach Sch B				
	3	Interest on savings and temporary cash investments	348,618	348,618		
	4	Dividends and interest from securities	513,325	513,325		
	5a	Gross rents				
	b	Net rental income or (loss)				
	6a	Net gain or (loss) from sale of assets not on line 10	939,020			
	b	Gross sales price for all assets on line 6a 3,250,000				
	7	Capital gain net income (from Part IV, line 2)		939,020		
	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)	76,478	76,478		
	12	**Total.** Add lines 1 through 11	1,877,441	1,877,441		
Operating and Administrative Expenses	13	Compensation of officers, directors, trustees, etc	0	0		0
	14	Other employee salaries and wages				
	15	Pension plans, employee benefits				
	16a	Legal fees (attach schedule)	246	123		123
	b	Accounting fees (attach schedule)				
	c	Other professional fees (attach schedule)	108,816	108,816		0
	17	Interest	1,097	1,097		0
	18	Taxes (attach schedule) (see instructions)	1,908	198		0
	19	Depreciation (attach schedule) and depletion				
	20	Occupancy				
	21	Travel, conferences, and meetings				
	22	Printing and publications				
	23	Other expenses (attach schedule)	340	171		169
	24	**Total operating and administrative expenses.** Add lines 13 through 23	112,407	110,405		292
	25	Contributions, gifts, grants paid	4,448,769			4,448,769
	26	**Total expenses and disbursements.** Add lines 24 and 25	4,561,176	110,405		4,449,061
	27	Subtract line 26 from line 12				
	a	**Excess of revenue over expenses and disbursements**	-2,683,735			
	b	**Net investment income** (if negative, enter -0-)		1,767,036		
	c	**Adjusted net income**(if negative, enter -0-)				

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			
	2	Savings and temporary cash investments	3,494,680	1,496,012	1,496,012
	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			
	10a	Investments—U S and state government obligations (attach schedule)			
	b	Investments—corporate stock (attach schedule)	16,363,287	15,348,177	20,503,280
	c	Investments—corporate bonds (attach schedule)	12,958,638	13,628,666	13,915,940
	11	Investments—land, buildings, and equipment basis ▶			
		Less accumulated depreciation (attach schedule) ▶			
	12	Investments—mortgage loans			
	13	Investments—other (attach schedule)	3,524,425	2,857,018	2,972,961
	14	Land, buildings, and equipment basis ▶			
		Less accumulated depreciation (attach schedule) ▶			
	15	Other assets (describe ▶)			
	16	**Total assets** (to be completed by all filers—see the instructions Also, see page 1, item I)	36,341,030	33,329,873	38,888,193
Liabilities	17	Accounts payable and accrued expenses			
	18	Grants payable			
	19	Deferred revenue			
	20	Loans from officers, directors, trustees, and other disqualified persons			
	21	Mortgages and other notes payable (attach schedule)			
	22	Other liabilities (describe ▶)			
	23	**Total liabilities**(add lines 17 through 22)	0	0	
Net Assets or Fund Balances		**Foundations that follow SFAS 117, check here** ▶ ☐ **and complete lines 24 through 26 and lines 30 and 31.**			
	24	Unrestricted			
	25	Temporarily restricted			
	26	Permanently restricted			
		Foundations that do not follow SFAS 117, check here ▶ ☑ **and complete lines 27 through 31.**			
	27	Capital stock, trust principal, or current funds	3,891,882	3,891,882	
	28	Paid-in or capital surplus, or land, bldg , and equipment fund	23,250	23,250	
	29	Retained earnings, accumulated income, endowment, or other funds	32,425,898	29,414,741	
	30	**Total net assets or fund balances** (see instructions)	36,341,030	33,329,873	
	31	**Total liabilities and net assets/fund balances** (see instructions)	36,341,030	33,329,873	

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	36,341,030
2	Enter amount from Part I, line 27a	2	-2,683,735
3	Other increases not included in line 2 (itemize) ▶	3	0
4	Add lines 1, 2, and 3	4	33,657,295
5	Decreases not included in line 2 (itemize) ▶	5	327,422
6	Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30	6	33,329,873

Part IV Capital Gains and Losses for Tax on Investment Income

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

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

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

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

2 Capital gain net income or (net capital loss)	If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7	2	939,020
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6) If gain, also enter in Part I, line 8, column (c) (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	3,280,983	38,527,857	0 085159
2014	1,789,376	40,181,310	0 044533
2013	1,793,366	38,587,028	0 046476
2012	1,838,744	37,315,631	0 049275
2011	1,677,402	34,952,723	0 047991

2 **Total** of line 1, column (d)	2	0 273434
3 Average distribution ratio for the 5-year base period—divide the total on line 2 by 5, or by the number of years the foundation has been in existence if less than 5 years	3	0 054687
4 Enter the net value of noncharitable-use assets for 2016 from Part X, line 5	4	37,104,320
5 Multiply line 4 by line 3	5	2,029,124
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	17,670
7 Add lines 5 and 6	7	2,046,794
8 Enter qualifying distributions from Part XII, line 4	8	4,449,061

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

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

1a	Exempt operating foundations described in section 4940(d)(2), check here ▶ ☐ and enter "N/A" on line 1 Date of ruling or determination letter ________ **(attach copy of letter if necessary–see instructions)**				
b	Domestic foundations that meet the section 4940(e) requirements in Part V, check here ▶ ☑ and enter 1% of Part I, line 27b			1	17,670
c	All other domestic foundations enter 2% of line 27b Exempt foreign organizations enter 4% of Part I, line 12, col (b)				
2	Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)			2	0
3	Add lines 1 and 2.			3	17,670
4	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)			4	0
5	**Tax based on investment income.** Subtract line 4 from line 3 If zero or less, enter -0-			5	17,670
6	Credits/Payments				
a	2016 estimated tax payments and 2015 overpayment credited to 2016	6a	101,102		
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	101,102
8	Enter any **penalty** for underpayment of estimated tax Check here ☑ if Form 2220 is attached			8	
9	**Tax due.** If the total of lines 5 and 8 is more than line 7, enter **amount owed** ▶			9	
10	**Overpayment.** If line 7 is more than the total of lines 5 and 8, enter the **amount overpaid** ▶			10	83,432
11	Enter the amount of line 10 to be **Credited to 2017 estimated tax** ▶ 20,000	**Refunded** ▶		11	63,432

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?	1a		No
b	Did it spend more than $100 during the year (either directly or indirectly) for political purposes (see Instructions for definition)?	1b		No
	*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*			
c	Did the foundation file **Form 1120-POL** for this year?	1c		No
d	Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year **(1)** On the foundation ▶ $ 0 **(2)** On foundation managers ▶ $ 0			
e	Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers ▶ $ 0			
2	Has the foundation engaged in any activities that have not previously been reported to the IRS? *If "Yes," attach a detailed description of the activities*	2		No
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*	3		No
4a	Did the foundation have unrelated business gross income of $1,000 or more during the year?	4a	Yes	
b	If "Yes," has it filed a tax return on **Form 990-T** for this year?	4b	Yes	
5	Was there a liquidation, termination, dissolution, or substantial contraction during the year? *If "Yes," attach the statement required by General Instruction T*	5		No
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?	6	Yes	
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*	7	Yes	
8a	Enter the states to which the foundation reports or with which it is registered (see instructions) ▶ WA			
b	If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by General Instruction G? *If "No," attach explanation*	8b	Yes	
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*	9		No
10	Did any persons become substantial contributors during the tax year? *If "Yes," attach a schedule listing their names and addresses*	10		No

Part VII-A Statements Regarding Activities (continued)

			Yes	No
11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions)	11		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		No
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application?	13	Yes	

Website address ▶n/a

14 The books are in care of ▶Jerry Everard Telephone no ▶(206) 832-1480

Located at ▶300 E Pine St Seattle WA ZIP+4 ▶98122

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

			Yes	No
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?	16		No
	See instructions for exceptions and filing requirements for FinCEN Form 114, Report of Foreign Bank and Financial Accounts (FBAR) If "Yes", enter the name of the foreign country ▶			

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? ☐ Yes ☑ No

(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? ☐ Yes ☑ No

(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? ☐ Yes ☑ No

(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? ☐ Yes ☑ 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)? ☐ Yes ☑ 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). ☐ Yes ☑ No

			Yes	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)?	1b		
	Organizations relying on a current notice regarding disaster assistance check here ▶ ☐			
c	Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2016?	1c		No

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? ☐ Yes ☑ No
If "Yes," list the years ▶ 20____ , 20____ , 20____ , 20____

			Yes	No
b	Are there any years listed in 2a for which the foundation is **not** applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to **all** years listed, answer "No" and attach statement—see instructions)	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
▶ 20____ , 20____ , 20____ , 20____

3a Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? ☐ Yes ☑ No

			Yes	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).*	3b		
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a		No
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		No

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)?	**5b**		
	Organizations relying on a current notice regarding disaster assistance check here ▶ ☐			
c	If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant? ☐ Yes ☐ No			
	If "Yes," attach the statement required by Regulations section 53 4945–5(d)			
6a	Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract? ☐ Yes ☑ No			
b	Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract?	**6b**		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?	**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	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
JON A SHIRLEY PO BOX 685 MEDINA, WA 98039	DIRECTOR 2 00	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	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 ▶ 0

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

3 Five highest-paid independent contractors for professional services (see instructions). If none, enter "NONE".

(a) Name and address of each person paid more than $50,000	**(b)** Type of service	**(c)** Compensation
NONE		

Total number of others receiving over $50,000 for professional services. . . . . ▶ 0

Part IX-A **Summary of Direct Charitable Activities**

List the foundation's four largest direct charitable activities during the tax year Include relevant statistical information such as the number of organizations and other beneficiaries served, conferences convened, research papers produced, etc	Expenses
1	
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	
2	
All other program-related investments See instructions	
3	
Total. Add lines 1 through 3 . . . . ▶	0

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

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc , purposes			
a	Average monthly fair market value of securities.		1a	36,483,216
b	Average of monthly cash balances.		1b	1,186,144
c	Fair market value of all other assets (see instructions).		1c	0
d	**Total** (add lines 1a, b, and c).		1d	37,669,360
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation).	1e 0		
2	Acquisition indebtedness applicable to line 1 assets.		2	0
3	Subtract line 2 from line 1d.		3	37,669,360
4	Cash deemed held for charitable activities Enter 1 1/2% of line 3 (for greater amount, see instructions).		4	565,040
5	**Net value of noncharitable-use assets.** Subtract line 4 from line 3 Enter here and on Part V, line 4		5	37,104,320
6	**Minimum investment return.** Enter 5% of line 5.		6	1,855,216

Part XI **Distributable Amount** (see instructions) (Section 4942(j)(3) and (j)(5) private operating foundations and certain foreign organizations check here ▶ ☐ and do not complete this part)

1	Minimum investment return from Part X, line 6.		1	1,855,216
2a	Tax on investment income for 2016 from Part VI, line 5.	2a 17,670		
b	Income tax for 2016 (This does not include the tax from Part VI).	2b 5,251		
c	Add lines 2a and 2b.		2c	22,921
3	Distributable amount before adjustments Subtract line 2c from line 1.		3	1,832,295
4	Recoveries of amounts treated as qualifying distributions.		4	0
5	Add lines 3 and 4.		5	1,832,295
6	Deduction from distributable amount (see instructions).		6	0
7	**Distributable amount** as adjusted Subtract line 6 from line 5 Enter here and on Part XIII, line 1.		7	1,832,295

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	4,449,061
b	Program-related investments—total from Part IX-B.	1b	0
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc , purposes.	2	
3	Amounts set aside for specific charitable projects that satisfy the		
a	Suitability test (prior IRS approval required).	3a	
b	Cash distribution test (attach the required schedule).	3b	
4	**Qualifying distributions.** Add lines 1a through 3b Enter here and on Part V, line 8, and Part XIII, line 4	4	4,449,061
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	17,670
6	**Adjusted qualifying distributions.** Subtract line 5 from line 4.	6	4,431,391

Note: The amount on line 6 will be used in Part V, column (b), in subsequent years when calculating whether the foundation qualifies for the section 4940(e) reduction of tax in those years

Part XIII Undistributed Income (see instructions)

		(a) Corpus	(b) Years prior to 2015	(c) 2015	(d) 2016
1 Distributable amount for 2016 from Part XI, line 7					1,832,295
2 Undistributed income, if any, as of the end of 2016					
a Enter amount for 2015 only.				0	
b Total for prior years 20___ , 20___ , 20___			0		
3 Excess distributions carryover, if any, to 2016					
a From 2011.					
b From 2012.					
c From 2013.					
d From 2014.					
e From 2015.	1,276,104				
f **Total** of lines 3a through e.		1,276,104			
4 Qualifying distributions for 2016 from Part XII, line 4 ▶ $ 4,449,061					
a Applied to 2015, but not more than line 2a				0	
b Applied to undistributed income of prior years (Election required—see instructions).			0		
c Treated as distributions out of corpus (Election required—see instructions).		0			
d Applied to 2016 distributable amount.					1,832,295
e Remaining amount distributed out of corpus		2,616,766			
5 Excess distributions carryover applied to 2016 *(If an amount appears in column (d), the same amount must be shown in column (a))*		0			0
6 Enter the net total of each column as indicated below:					
a Corpus Add lines 3f, 4c, and 4e Subtract line 5		3,892,870			
b Prior years' undistributed income Subtract line 4b from line 2b			0		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed.			0		
d Subtract line 6c from line 6b Taxable amount —see instructions			0		
e Undistributed income for 2015 Subtract line 4a from line 2a Taxable amount—see instructions				0	
f Undistributed income for 2016 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2017					0
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (Election may be required - see instructions)		0			
8 Excess distributions carryover from 2011 not applied on line 5 or line 7 (see instructions)		0			
9 **Excess distributions carryover to 2017.** Subtract lines 7 and 8 from line 6a		3,892,870			
10 Analysis of line 9					
a Excess from 2012.					
b Excess from 2013.					
c Excess from 2014.					
d Excess from 2015.	1,276,104				
e Excess from 2016.	2,616,766				

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)

	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)(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))

JON A SHIRLEY

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

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 Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a *Paid during the year* See Additional Data Table				
Total . . . . ▶ **3a**				4,448,769
b *Approved for future payment*				
Total . . . . ▶ **3b**				0

Part XVI-A Analysis of Income-Producing Activities

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			14	348,618	
4 Dividends and interest from securities. . . .			14	513,325	
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.			14	76,478	
8 Gain or (loss) from sales of assets other than inventory			18	939,020	
9 Net income or (loss) from special events					
10 Gross profit or (loss) from sales of inventory					
11 Other revenue a					
b					
c					
d					
e					
12 Subtotal Add columns (b), (d), and (e). .		0		1,877,441	0

13 Total. Add line 12, columns (b), (d), and (e). **13** 1,877,441

(See worksheet in line 13 instructions to verify calculations)

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

Line No. ▼	Explain below how each activity for which income is reported in column (e) of Part XVI-A contributed importantly to the accomplishment of the foundation's exempt purposes (other than by providing funds for such purposes) (See instructions)

Part XVII **Information Regarding Transfers To and Transactions and Relationships With Noncharitable Exempt Organizations**

		Yes	No
1 Did the organization directly or indirectly engage in any of the following with any other organization described in section 501 (c) of the Code (other than section 501(c)(3) organizations) or in section 527, relating to political organizations?			
a Transfers from the reporting foundation to a noncharitable exempt organization of			
(1) Cash.	**1a(1)**		No
(2) Other assets.	**1a(2)**		No
b Other transactions			
(1) Sales of assets to a noncharitable exempt organization.	**1b(1)**		No
(2) Purchases of assets from a noncharitable exempt organization.	**1b(2)**		No
(3) Rental of facilities, equipment, or other assets.	**1b(3)**		No
(4) Reimbursement arrangements.	**1b(4)**		No
(5) Loans or loan guarantees.	**1b(5)**		No
(6) Performance of services or membership or fundraising solicitations.	**1b(6)**		No
c Sharing of facilities, equipment, mailing lists, other assets, or paid employees.	**1c**		No

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

(a) Line No	**(b)** Amount involved	**(c)** Name of noncharitable exempt organization	**(d)** Description of transfers, transactions, and sharing arrangements

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

Sign Here

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

******	2018-07-03	******	May the IRS discuss this return with the preparer shown below (see instr)? ☑ **Yes** ☐ **No**
Signature of officer or trustee	Date	Title	

Paid Preparer Use Only

Print/Type preparer's name	Preparer's Signature	Date	Check if self-employed ▶ ☐	PTIN
Alfred W Dunnell		2018-07-03		P00292022
Firm's name ▶ Peterson Sullivan LLP CPA'S				Firm's EIN ▶91-0605875
Firm's address ▶ 601 Union St Ste 2300 Seattle, WA 981012345				Phone no (206) 382-7777

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)
Mississippi Power Co			2016-10-17
Burlington Northern Santa Fe Corp			2017-05-01
Vanguard Ind TR Vanguard TL Stk Mkt			2017-06-01
Q-Blk Priv Cap II K-1	P		
Q-Blk Priv Cap II K-1	P		
August Capital IV, L P K-1	P		
August Capital V, L P K-1	P		
August Capital V Special Opportunities, L P K-1	P		
Tiff Realty and Resources II, LLC K-1	P		
Tiff Realty and Resources III, LLC K-1	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)
250,000		250,022	-22
1,000,000		1,000,000	0
2,000,000		1,135,425	864,575
			-911
			62,550
			-79,393
			-59,327
			37,462
			-1,312
			-37,433

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	
			-22
			0
			864,575
			-911
			62,550
			-79,393
			-59,327
			37,462
			-1,312
			-37,433

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)
Tiff R&R 2008, LLC K-1	P		
Tiff R&R 2008, LLC K-1	P		
Thirteen Ptnrs PE K-1	P		
Thirteen Ptnrs PE K-1	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)
			-7,362
			80,898
			49
			79,246

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	
			-7,362
			80,898
			49
			79,246

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

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a *Paid during the year*				
Artist Trust 1835 12th Ave Seattle, WA 981222437		509(A)(1)	Support grants and fellowships for artists 2017 Benefit Art Auction Fund the Artist Campaign	15,000
ArtsFund PO Box 19790 Seattle, WA 98109		509(A)(1)	Arts Benefactor Circle In support of arts organizations 80% to King Cnty/20% Pierce Cnty	20,000
Fuse Innovation Fund 1402 Third Ave Suite 510 Seattle, WA 98101		509(A)(1)	Support of education for critical issues in Washington	20,000
Gage Academy of Art 1501 Tenth AveE Seattle, WA 98102		509(A)(1)	Annual Fund, $20,000 Provide visual arts education for youth	20,000
Henry Gallery Association University of Washington Box 351410 Seattle, WA 981951410		509(A)(1)	Artist's Circle General Museum Support	10,000
Total . . . . ▶ **3a**				4,448,769

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

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a *Paid during the year*				
Henry Gallery Association University of Washington Box 351410 Seattle, WA 981951410		509(A)(1)	The Henry Now Campaign General Museum Support 3rd of four equal pledge payments	125,000
International Arts & Artists 9 Hillyer Court NW Washington, DC 20008		509(A)(1)	In support of traveling exhibitions to museums and communties across the country	25,000
International Sculpture Center 19 Fairgrounds Rd Suite B Hamilton, NJ 086193450		509(A)(1)	In support of Outstanding Student Achievement in Contemporary Sculpture Award Program	25,000
KCTS9 401 Mercer St Seattle, WA 981099878		509(A)(1)	General support of public television Leadership Circle	10,000
Museum of Modern Art 11 West 53 St New York, NY 100195497		509(A)(1)	Chairman's Council General museum support	50,000
Total . . . . ▶ 3a				4,448,769

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

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a *Paid during the year*				
Museum of Modern Art 11 West 53 St New York, NY 100195497		509(A)(1)	The International Council General museum support	10,000
New York Presbyterian Fund Inc 850 Third Ave 12th Fl New York, NY 10022		509(A)(1)	In support of Youth Anxiety Center	25,000
Orca Relief Citizens' Alliance PO Box 1969 Friday Harbor, WA 98250		509(A)(1)	Support Orca whale protection through research	25,000
Petersen Automotive Museum 6060 Wilshire Blvd Los Angeles, CA 900363605		509(A)(1)	General museum support	36,500
Pratt Fine Arts Center 1902 S Main St Seattle, WA 981442206		509(A)(1)	Scholarship in Glass for academic year 2016-2017	10,000
Total . . . . ▶ **3a**				4,448,769

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

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a *Paid during the year*				
Saint Andrews School 3900 Jog Rd Boca Raton, FL 334349985		509(A)(1)	General school support	2,500
Seattle Art Museum 1300 First Ave Seattle, WA 98101		509(A)(1)	Visionary Circle	85,336
Seattle Art Museum 1300 First Ave Seattle, WA 98101		509(A)(1)	Seattle Art Museum Supporters General musuem support	10,000
Seattle Art Museum 1300 First Ave Seattle, WA 98101		509(A)(1)	General museum support Party in the Park 2017	47,500
Seattle Art Museum 1300 First Ave Seattle, WA 98101		509(A)(1)	General museum support Party in the Park 2017	2,500
Total . . . . ▶ 3a				4,448,769

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

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a *Paid during the year*				
Seattle Art Musuem 1300 First Ave Seattle, WA 98101		509(A)(1)	Endowment Fund Pledge $10mm over 5 years This year includes personal gift of SPLK stock valued at	2,000,000
Seattle ArtCars 5029 26th Ave SW Seattle, WA 98106		509(A)(1)	ArtCar Blowout General festival support	4,000
Seattle Humane Society 13212 SE Eastgate Way Bellevue, WA 98005		509(A)(1)	Capital Campaign to build new facilty Designated to Adoption Center Small Dog Real Life Rooms 2	33,333
Seattle Times Fund for the Needy PO Box C11025 Seattle, WA 981119025		509(A)(1)	100% of donations directed to agencies that "help our neighbors in need "	25,000
SOVERN Guild 704 228th Ave NE PMB 111 Sammamish, WA 98074		509(A)(1)	Children's Hospital Checkered Flag Champions Club Uncompensated care	10,000
Total . . . . ▶ **3a**				4,448,769

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

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a *Paid during the year*				
Stony Brook Foundation Pollock - Krasner House & Study Center 830 Fireplace Rd East Hampton, NY 119371512		509(A)(1)	General funds to preserve artist's studio Public programs to promote modern art	3,000
Tate Americas Foundation 520 W 27th St 404 New York, NY 10001		509(A)(1)	General museum support Committee membership	15,000
The Hill School Office of Advancement 717 East High St Pottstown, PA 19464		509(A)(1)	The Srength of All Campaign General school support $5mm- 2nd of 5 annual (1st Jon personal)	1,000,000
The Ronald Coase Institute 5610 Wisconsin Ave Ste 1602 Chevy Chase, MD 20815		509(A)(1)	Support education of young social science scholars to study economic problems in their own countries	25,000
United Way of King County 720 Second Ave Seattle, WA 98104		509(A)(1)	Designated 50% to United Way of King County and 50% WA Women in Need (4th of 5 equal annual pledge p	200,000
Total . . . . ▶ **3a**				4,448,769

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

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a *Paid during the year*				
Washington Bus Education Fund PO Box 20188 Seattle, WA 98102		509(A)(1)	Support education of young people in the political process	40,000
Washington Progress Fund co Progress Alliance Washington 1402 Third Ave Suite 201 Seattle, WA 98101		509(A)(1)	Investing in the community	20,000
Whitney Museum of American Art 945 Madison Ave New York, NY 10021		509(A)(1)	Capital Campaign General musuem support 2nd of 4 equal pledge payments	250,000
Whitney Museum of American Art 945 Madison Ave New York, NY 10021		509(A)(1)	Chairman's Council General museum support	25,000
American Friends of the National Gallery of Canada 228 E 4th St 5th Fl New York, NY 10017		509(A)(1)	Promoting Canadian Art	10,000
Total . . . . ▶ **3a**				4,448,769

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

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a *Paid during the year*				
Special Olympics Washington PO Box 2047 Seattle, WA 981112047		509(A)(1)	2016 Annual Fund General support	100
The Hill School Office of Advancement 717 East High St Pottstown, PA 19464		509(A)(1)	The Hill Fund (formerly Annual Fund) Unrestricted gift for various school programs	55,000
knkx Friends of 885 2601 4th Ave Suite 150 Seattle, WA 98121		509(A)(1)	General Public Radio Support	10,000
Oklahoma City Museum of Art 415 Couch Dr Oklahoma City, OK 73102		509(A)(1)	General museum support	5,000
Skystone Foundation (Roden Crater) 3100 N Fort Valley Rd Bldg 8 Flagstaff, AZ 96001		509(A)(1)	Support Roden Crater Artwork development of James Turrell	20,000
Total . . . . ▶ **3a**				4,448,769

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

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a *Paid during the year*				
Crystal Bridges Museum of American Art 600 Museum Way Bentonville, AR 72712		509(A)(1)	General Museum support	10,000
Brennan Center for Justice 120 Broadway Suite 1750 New York, NY 10271		509(A)(1)	Support advocacy for justice Voting rights	25,000
Pratt Fine Arts Center 1902 S Main St Seattle, WA 981442206		509(A)(1)	Scholarship in Glass for academic year 2017-2018	7,500
Special Olympics Washington PO Box 2047 Seattle, WA 981112047		509(A)(1)	2017 Annual Fund General support	500
Doctors Without Borders 333 Seventh Ave 2nd Fl New York, NY 100015004		509(A)(1)	Support medical care around the world	25,000
Total . . . . ▶ 3a				4,448,769

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

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a *Paid during the year*				
Planned Parenthood Federation of America PO Box 96735 Washington, DC 200777525		509(A)(1)	Support Womens' health care	2,500
Hirshhorn Musuem and Sculpture Garden PO Box 37012 MRC 358 Washington, DC 200137012		509(A)(1)	Annual Circle/Curators General Musuem Support	2,500
americares 88 Hamilton Ave Stamford, CT 06902		509(A)(1)	Designated to Hurricane Harvey Emergency Disaster Response	40,000
Houston Humane Society 14700 Almeda Rd Houston, TX 77053		509(A)(1)	Designated to Hurricane Harvey Emergency Disaster Response	5,000
Food Bank of Corpus Christi 826 Krill St Corpus Christi, TX 78408		509(A)(1)	Designated to Hurricane Harvey Emergency Disaster Response	5,000
Total . . . . ▶ 3a				4,448,769

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

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a *Paid during the year*				
NAMI Walks Georgia 2017 4120 Presidential Pkwy Ste 200 Atlanta, GA 30340		509(A)(1)	Support mental illness education and research	1,000
Total . . . . ▶ 3a				4,448,769

TY 2016 Investments Corporate Bonds Schedule

Name: The Jon & Mary Shirley Foundation
C/o Groff Murphy Trachtenberg & Everard
EIN: 94-3163120

Name of Bond	End of Year Book Value	End of Year Fair Market Value
Ally BK Midvale Utah CP 1.7%	250,000	250,145
Wal-Mart Stores	526,465	538,110
Apple Inc 3.20%	347,951	359,387
Entergy La LLC 1st MtgBD	405,517	411,972
WEX BK Midvale Utah	250,000	250,135
AT&T Inc Original Discount 2.8%	253,013	252,978
Burlington Northn Santa FE CP 5.4%	0	0
Duke Energy Corp New SR Note 3.950%	521,457	529,670
Du Pont E I DE Nemours & Co	246,279	248,155
Dominion Resources Inc Note	101,111	100,707
Duke Energy Indiana Inc	434,056	444,605
Comenity Cap Bk Utah	250,000	250,143
Capital One BK USA Natl CP 1.6%	250,000	249,703
Capital One BK USA Natl	250,000	248,970
Burlington Northn Santa FE CP 4.7%	259,274	264,028
AT&T Inc Notes	257,336	263,003
Berkshire Hathaway Fin Corp	1,008,144	1,023,670
Avista Corp Make Whole	428,526	440,764
Alabama Power Co NT 3.55%	104,983	104,427
Entergy Ark Inc 1m BD 3.7%	513,891	524,340

Name of Bond	End of Year Book Value	End of Year Fair Market Value
Ally BK Midvale Utah	250,000	248,950
IBM Corp Bond	493,582	520,970
Coca Cola Co NT 3.3%	512,780	524,565
Wells Fargo BK N A Sioux Falls	250,000	250,148
Midamerican Energy Co	302,152	316,719
Total Capital Intl SA Note 2.875%	494,825	510,680
Pacificorp IMTG BD 2.95%	391,383	410,348
Pepsico Inc Bond 3%	759,635	776,528
MB Financial BK NA Chicago	250,000	249,915
Verizon Communications	102,600	107,967
Total Capital Intl SA Note 3.7%	505,665	527,825
Union Pacific Corp Bond	301,057	318,261
Pepsico Inc Note 3.125%	125,831	129,530
Pacificorp Bond 2.95%	195,775	204,968
Nationwide Bank CD 1.6	250,000	249,920
Pacific Gas & ELEC Co	253,758	259,993
Nordstrom Inc Note	512,158	518,495
Georgia Power Company	256,177	261,908
Monona St Bk Wis	250,000	249,928
Mississippi Power co	0	0

Name of Bond	End of Year Book Value	End of Year Fair Market Value
Pacificorp Bond	513,285	523,410

TY 2016 Investments Corporate Stock Schedule

Name: The Jon & Mary Shirley Foundation
C/o Groff Murphy Trachtenberg & Everard

EIN: 94-3163120

Name of Stock	End of Year Book Value	End of Year Fair Market Value
Vanguard S&P 500 EFT	12,297,045	15,025,707
Vanguard Ind TR Vanguard TL Stk Mkt	3,051,132	5,477,573

TY 2016 Investments - Other Schedule

Name: The Jon & Mary Shirley Foundation
C/o Groff Murphy Trachtenberg & Everard

EIN: 94-3163120

Category/ Item	Listed at Cost or FMV	Book Value	End of Year Fair Market Value
August Capital IV LP	AT COST	213,126	156,869
August Capital V LP	AT COST	832,200	793,387
TIFF Realty and Resources III	AT COST	285,606	229,169
TIFF Realty and Resources II	AT COST	179,244	130,135
TIFF R&R 2008	AT COST	332,195	304,173
Q-BLK Private Capital II Parallel	AT COST	396,775	487,484
August Capital V Special Opp	AT COST	167,404	204,222
13 Partners Private Eq 2008	AT COST	450,468	667,522

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TY 2016 Legal Fees Schedule

Name: The Jon & Mary Shirley Foundation
C/o Groff Murphy Trachtenberg & Everard

EIN: 94-3163120

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
Legal Fee	246	123		123

TY 2016 Other Decreases Schedule

Name: The Jon & Mary Shirley Foundation
C/o Groff Murphy Trachtenberg & Everard

EIN: 94-3163120

Description	Amount
Reverse Prior Year Difference in Book Value of Investments	327,422

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TY 2016 Other Expenses Schedule

Name: The Jon & Mary Shirley Foundation
C/o Groff Murphy Trachtenberg & Everard

EIN: 94-3163120

Other Expenses Schedule

Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
Admin Fee	315	158		157
License	25	13		12

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TY 2016 Other Income Schedule

Name: The Jon & Mary Shirley Foundation
C/o Groff Murphy Trachtenberg & Everard

EIN: 94-3163120

Other Income Schedule

Description	Revenue And Expenses Per Books	Net Investment Income	Adjusted Net Income
PASS-THROUGH INCOME(Loss)	76,478	76,478	76,478

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TY 2016 Other Professional Fees Schedule

Name: The Jon & Mary Shirley Foundation
C/o Groff Murphy Trachtenberg & Everard

EIN: 94-3163120

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
PASS-THROUGH ENTITY DEDUCTIONS	108,816	108,816		0

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TY 2016 Taxes Schedule

Name: The Jon & Mary Shirley Foundation
C/o Groff Murphy Trachtenberg & Everard

EIN: 94-3163120

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
FEDERAL TAXes	1,710	0		0
Foreign Taxes	198	198		0