

Form **990-PF****Return of Private Foundation**

OMB No 1545-0052

Department of the Treasury
Internal Revenue Service

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.
 Go to www.irs.gov/Form990PF for instructions and the latest information.

2017

Open to Public Inspection

For calendar year 2017 or tax year beginning , 2017, and ending , 20

Name of foundation
RICHARD AND FRANCINE LOEB FAMILY FOUNDATION

Number and street (or P O box number if mail is not delivered to street address) Room/suite
1000 SECOND AVENUE, 34TH FLOOR

City or town, state or province, country, and ZIP or foreign postal code
SEATTLE, WA 98104-1022

A Employer identification number
20-0334683

B Telephone number (see instructions)
(206) 677-0300

C If exemption application is pending, check here. ☐ 6

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

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

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

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

H Check type of organization ☒ Section 501(c)(3) exempt private foundation **04**
☐ Section 4947(a)(1) nonexempt charitable trust ☐ Other taxable private foundation

I Fair market value of all assets at end of year (from Part II, col (c), line 16) **\$ 8,053,138.**

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

Part I Analysis of Revenue and Expenses (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see instructions))		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
1 Contributions, gifts, grants, etc., received (attach schedule)		508,832.			
2 Check <input type="checkbox"/> if the foundation is not required to attach Sch. B.		118.	118.		ATCH 1
3 Interest on savings and temporary cash investments.		184,491.	184,491.		ATCH 2
4 Dividends and interest from securities					
5a Gross rents					
b Net rental income or (loss)					
6a Net gain or (loss) from sale of assets not on line 10		179,674.			
b Gross sales price for all assets on line 6a 499,303.					
7 Capital gain net income (from Part IV, line 2) .			179,674.		
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)					
12 Total. Add lines 1 through 11		873,115.	364,283.	0.	
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]		37,422.	33,422.		4,000.
17 Interest					
18 Taxes (attach schedule) (see instructions) [4]		6,617.			
19 Depreciation (attach schedule) and depletion.					
20 Occupancy					
21 Travel, conferences, and meetings					
22 Printing and publications					
23 Other expenses (attach schedule) ATCH 5 .		50.			50.
24 Total operating and administrative expenses. Add lines 13 through 23.		44,089.	33,422.		4,050.
25 Contributions, gifts, grants paid		205,250.			205,250.
26 Total expenses and disbursements Add lines 24 and 25		249,339.	33,422.	0.	209,300.
27 Subtract line 26 from line 12					
a Excess of revenue over expenses and disbursements . .		623,776.			
b Net investment income (if negative, enter -0-)			330,861.		
c Adjusted net income (if negative, enter -0-)				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	67,300.	48,446.	48,446.	
	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	1,200.	2,520.	2,520.	
	10a	Investments - U.S. and state government obligations (attach schedule)				
	b	Investments - corporate stock (attach schedule) ATCH 7	3,578,671.	4,883,897.	4,883,897.	
	c	Investments - corporate bonds (attach schedule) ATCH 8	502,770.	543,385.	543,385.	
	Liabilities	11	Investments - land, buildings, and equipment basis Less accumulated depreciation (attach schedule) ▶			
12		Investments - mortgage loans				
13		Investments - other (attach schedule) ATCH 9	2,359,303.	2,574,890.	2,574,890.	
14		Land, buildings, and equipment basis Less accumulated depreciation (attach schedule) ▶				
15		Other assets (describe ▶ ATCH 10)				
16		Total assets (to be completed by all filers - see the instructions Also, see page 1, item I)	6,509,244.	8,053,138.	8,053,138.	
17		Accounts payable and accrued expenses				
18		Grants payable				
19		Deferred revenue				
20		Loans from officers, directors, trustees, and other disqualified persons				
Net Assets or Fund Balances	21	Mortgages and other notes payable (attach schedule)				
	22	Other liabilities (describe ▶ ATCH 11)	2,502.	6,617.		
	23	Total liabilities (add lines 17 through 22)	2,502.	6,617.		
		Foundations that follow SFAS 117, check here <input type="checkbox"/> 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 ▶ <input checked="" type="checkbox"/> and complete lines 27 through 31.				
	27	Capital stock, trust principal, or current funds				
	28	Paid-in or capital surplus, or land, bldg., and equipment fund				
	29	Retained earnings, accumulated income, endowment, or other funds	6,506,742.	8,046,521.		
	30	Total net assets or fund balances (see instructions)	6,506,742.	8,046,521.		
	31	Total liabilities and net assets/fund balances (see instructions)	6,509,244.	8,053,138.		

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	6,506,742.
2	Enter amount from Part I, line 27a	2	623,776.
3	Other increases not included in line 2 (itemize) ▶ ATCH 12	3	916,003.
4	Add lines 1, 2, and 3	4	8,046,521.
5	Decreases not included in line 2 (itemize) ▶	5	
6	Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	8,046,521.

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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 (for example, 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)
1 a SEE PART IV SCHEDULE					
b					
c					
d					
e					
(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)		
a					
b					
c					
d					
e					
Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69					
(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))		
a					
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	179,674.	
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	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 doesn't qualify under section 4940(e) Do not complete this part

1 Enter the appropriate amount in each column for each year, see the instructions before making any entries			
(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col (b) divided by col (c))
2016	164,568.	5,739,968.	0.028671
2015	292,877.	5,936,602.	0.049334
2014	233,025.	6,077,745.	0.038341
2013	181,606.	5,781,295.	0.031413
2012	164,049.	5,385,809.	0.030459
2 Total of line 1, column (d)			2 0.178218
3 Average distribution ratio for the 5-year base period - divide the total on line 2 by 5 0, or by the number of years the foundation has been in existence if less than 5 years			3 0.035644
4 Enter the net value of noncharitable-use assets for 2017 from Part X, line 5			4 7,162,811.
5 Multiply line 4 by line 3.			5 255,311.
6 Enter 1% of net investment income (1% of Part I, line 27b).			6 3,309.
7 Add lines 5 and 6.			7 258,620.
8 Enter qualifying distributions from Part XII, line 4 If line 8 is equal to or greater than line 7, check the box in Part VI, line 1b, and complete that part using a 1% tax rate See the Part VI instructions			8 209,300.

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

1a	Exempt operating foundations described in section 4940(d)(2), check here <input type="checkbox"/> and enter "N/A" on line 1 Date of ruling or determination letter _____ (attach copy of letter if necessary - see instructions)		
b	Domestic foundations that meet the section 4940(e) requirements in Part V, check here <input type="checkbox"/> and enter 1% of Part I, line 27b	1	6,617.
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	6,617.
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	6,617.
6	Credits/Payments		
a	2017 estimated tax payments and 2016 overpayment credited to 2017	6a	2,520.
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	2,520.
8	Enter any penalty for underpayment of estimated tax. Check here <input type="checkbox"/> if Form 2220 is attached	8	
9	Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed	9	4,097.
10	Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10	
11	Enter the amount of line 10 to be Credited to 2018 estimated tax <input type="checkbox"/> Refunded <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 the 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 Form 1120-POL for this year?		X
d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year (1) On the foundation <input type="checkbox"/> \$ _____ (2) On foundation managers <input type="checkbox"/> \$ _____		
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers <input 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 Form 990-T for this year?		
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? If "Yes," attach the statement required by <i>General Instruction T</i>		X
6 Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	X	
7 Did the foundation have at least \$5,000 in assets at any time during the year? 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 type="checkbox"/> WA, <input type="checkbox"/> _____		
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 <i>General Instruction G</i> ? 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 2017 or the tax year beginning in 2017? See the 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)

	Yes	No
11 At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule See instructions		X
12 Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement See instructions		X
13 Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address ▶ N/A	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 and enter the amount of tax-exempt interest received or accrued during the year ▶ 15		
16 At any time during calendar year 2017, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country? See the instructions for exceptions and filing requirements for FinCEN Form 114 If "Yes," enter the name of the foreign country ▶		X

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

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

	Yes	No
1a During the year, did the foundation (either directly or indirectly)		
(1) Engage in the sale or exchange, or leasing of property with a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(6) Agree to pay money or property to a government official? (Exception. Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days) <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
b If any answer is "Yes" to 1a(1)-(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance? See instructions Organizations relying on a current notice regarding disaster assistance, check here ▶ <input type="checkbox"/>	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 2017?	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 2017, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2017? <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)	2b	X
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 2017 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 2017)	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 2017?	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		Yes	No
(1)	Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No	
(2)	Influence the outcome of any specific public election (see section 4955), or to carry on, directly or indirectly, any voter registration drive?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No	
(3)	Provide a grant to an individual for travel, study, or other similar purposes?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No	
(4)	Provide a grant to an organization other than a charitable, etc., organization described in section 4945(d)(4)(A)? See instructions	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> 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?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> 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	<input type="checkbox"/>		
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?	<input type="checkbox"/> Yes	<input type="checkbox"/> 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?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No	
b	Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract?	6b		
	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?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> 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	(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 13		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. ▶

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		0.
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 NONE	
2	
All other program-related investments See instructions	
3 NONE	
Total. Add lines 1 through 3	▶

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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	7,188,077.
b	Average of monthly cash balances	1b	83,812.
c	Fair market value of all other assets (see instructions).	1c	
d	Total (add lines 1a, b, and c)	1d	7,271,889.
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	7,271,889.
4	Cash deemed held for charitable activities Enter 1 1/2% of line 3 (for greater amount, see instructions).	4	109,078.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3 Enter here and on Part V, line 4	5	7,162,811.
6	Minimum investment return. Enter 5% of line 5	6	358,141.

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	358,141.
2a	Tax on investment income for 2017 from Part VI, line 5	2a	6,617.
b	Income tax for 2017 (This does not include the tax from Part VI)	2b	
c	Add lines 2a and 2b	2c	6,617.
3	Distributable amount before adjustments Subtract line 2c from line 1	3	351,524.
4	Recoveries of amounts treated as qualifying distributions	4	
5	Add lines 3 and 4.	5	351,524.
6	Deduction from distributable amount (see instructions).	6	
7	Distributable amount as adjusted Subtract line 6 from line 5 Enter here and on Part XIII, line 1.	7	351,524.

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	209,300.
b	Program-related investments - total from Part IX-B	1b	
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	209,300.
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	0.
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	209,300.

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

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Page **9****Part XIII Undistributed Income (see instructions)**

	(a) Corpus	(b) Years prior to 2016	(c) 2016	(d) 2017
1 Distributable amount for 2017 from Part XI, line 7				351,524.
2 Undistributed income, if any, as of the end of 2017				
a Enter amount for 2016 only.			119,928.	
b Total for prior years 20 <u>15</u> , 20 <u>14</u> , 20 <u>13</u>				
3 Excess distributions carryover, if any, to 2017				
a From 2012				
b From 2013				
c From 2014				
d From 2015				
e From 2016				
f Total of lines 3a through e	0.			
4 Qualifying distributions for 2017 from Part XII, line 4 ▶ \$ <u>209,300.</u>				
a Applied to 2016, but not more than line 2a			119,928.	
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 2017 distributable amount.				89,372.
e Remaining amount distributed out of corpus.				
5 Excess distributions carryover applied to 2017 (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 2016 Subtract line 4a from line 2a Taxable amount - see instructions				
f Undistributed income for 2017 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2018.				262,152.
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 2012 not applied on line 5 or line 7 (see instructions)				
9 Excess distributions carryover to 2018. Subtract lines 7 and 8 from line 6a	0.			
10 Analysis of line 9				
a Excess from 2013				
b Excess from 2014				
c Excess from 2015				
d Excess from 2016				
e Excess from 2017				

Form **990-PF** (2017)

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

NOT APPLICABLE

1 a If the foundation has received a ruling or determination letter that it is a private operating foundation, and the ruling is effective for 2017, 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)

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

Tax year	Prior 3 years			(e) Total
	(a) 2017	(b) 2016	(c) 2015	(d) 2014
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 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))

RICHARD AND FRANCINE LOEB

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., to individuals or organizations under other conditions, complete items 2a, b, c, and d. See instructions.

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

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

c Any submission deadlines

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

Part XV Supplementary Information (continued)

3 Grants and Contributions Paid During the Year or Approved for Future Payment

Recipient		If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)					
a Paid during the year					
,ATCH 14					
Total ▶ 3a					205,250.
b Approved for future payment					
Total ▶ 3b					

Enter gross amounts unless otherwise indicated

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)

1	Did the organization directly or indirectly engage in any of the following with any other organization described in section 501(c) (other than section 501(c)(3) organizations) or in section 527, relating to political organizations?		Yes	No
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) (other than section 501(c)(3)) or in section 527? ☐ Yes ☒ No

b. If "Yes," complete the following schedule:

[illegible]

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.

Sign Here  14-10-18 **Secretary**

Signature of officer or trustee _____ Date _____ Title _____

May the IRS discuss this return with the preparer shown below? See instructions ☒ Yes ☐ No

**Paid
Preparer
Use Only**

Print/Type preparer's name

MADALINA DOBRA

Preparer's signature

MADALINA DOBRA

Date _____

04/07/2018

Check ☐ if
self-employed

PTIN	
------	--

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

Form **990-PF** (2017)

Schedule of Contributors

OMB No 1545-0047

2017

▶ Attach to Form 990, Form 990-EZ, or Form 990-PF.
▶ Go to www.irs.gov/Form990 for the latest information.

Name of the organization

RICHARD AND FRANCINE LOEB FAMILY FOUNDATION

Employer identification number

20-0334683

Organization type (check one)

Filers of:

Section:

Form 990 or 990-EZ

☐ 501(c)() (enter number) organization

☐ 4947(a)(1) nonexempt charitable trust not treated as a private foundation

☐ 527 political organization

Form 990-PF

☒ 501(c)(3) exempt private foundation

☐ 4947(a)(1) nonexempt charitable trust treated as a private foundation

☐ 501(c)(3) taxable private foundation

Check if your organization is covered by the **General Rule** or a **Special Rule**.

Note: Only a section 501(c)(7), (8), or (10) organization can check boxes for both the General Rule and a Special Rule. See instructions.

General Rule

- ☒ For an organization filing Form 990, 990-EZ, or 990-PF that received, during the year, contributions totaling \$5,000 or more (in money or property) from any one contributor. Complete Parts I and II. See instructions for determining a contributor's total contributions.

Special Rules

- ☐ For an organization described in section 501(c)(3) filing Form 990 or 990-EZ that met the 33 1/3 % support test of the regulations under sections 509(a)(1) and 170(b)(1)(A)(vi), that checked Schedule A (Form 990 or 990-EZ), Part II, line 13, 16a, or 16b, and that received from any one contributor, during the year, total contributions of the greater of (1) \$5,000, or (2) 2% of the amount on (i) Form 990, Part VIII, line 1h, or (ii) Form 990-EZ, line 1. Complete Parts I and II.
- ☐ For an organization described in section 501(c)(7), (8), or (10) filing Form 990 or 990-EZ that received from any one contributor, during the year, total contributions of more than \$1,000 *exclusively* for religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals. Complete Parts I, II, and III.
- ☐ For an organization described in section 501(c)(7), (8), or (10) filing Form 990 or 990-EZ that received from any one contributor, during the year, contributions *exclusively* for religious, charitable, etc., purposes, but no such contributions totaled more than \$1,000. If this box is checked, enter here the total contributions that were received during the year for an *exclusively* religious, charitable, etc., purpose. Don't complete any of the parts unless the **General Rule** applies to this organization because it received *nonexclusively* religious, charitable, etc., contributions totaling \$5,000 or more during the year. ▶ \$ _____

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

Name of organization **RICHARD AND FRANCINE LOEB FAMILY FOUNDATION**Employer identification number
20-0334683**Part I** Contributors (see instructions) Use duplicate copies of Part I if additional space is needed.

(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
1	RICHARD LOEB 1000 SECOND AVENUE, 34TH FLOOR SEATTLE, WA 98104 -1022	\$ 508,832.	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input checked="" type="checkbox"/> (Complete Part II for noncash contributions)
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions)
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions)
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions)
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions)
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions)
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions)

Name of organization RICHARD AND FRANCINE LOEB FAMILY FOUNDATION

Employer identification number
20-0334683**Part II** Noncash Property (see instructions) Use duplicate copies of Part II if additional space is needed

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (See instructions.)	(d) Date received
1	1,400 SHS APPLE INC.	\$ 240,716.	11/21/2017
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (See instructions.)	(d) Date received
1	500 SHS BOEING CO	\$ 132,928.	11/21/2017
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (See instructions.)	(d) Date received
1	400 SHS STANDARD & POORS MIDCAP 400 ETF	\$ 135,188.	11/21/2017
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (See instructions.)	(d) Date received
		\$	
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (See instructions.)	(d) Date received
		\$	
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (See instructions.)	(d) Date received
		\$	

Name of organization RICHARD AND FRANCINE LOEB FAMILY FOUNDATION

Employer identification number

20-0334683

Part III Exclusively religious, charitable, etc., contributions to organizations described in section 501(c)(7), (8), or (10) that total more than \$1,000 for the year from any one contributor. Complete columns (a) through (e) and the following line entry. For organizations completing Part III, enter the total of exclusively religious, charitable, etc., contributions of \$1,000 or less for the year (Enter this information once See instructions) ► \$ _____

Use duplicate copies of Part III if additional space is needed

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

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)	
		TOTAL CAPITAL GAIN DISTRIBUTIONS					29,590.	
20,087.		250 SHS EXXON MOBIL CORP PROPERTY TYPE: SECURITIES 12,633.				D	01/04/2005 7,454.	11/21/2017
20,683.		250 SHS PROCTER & GAMBLE CO PROPERTY TYPE: SECURITIES 13,890.				D	01/04/2005 6,793.	01/13/2017
77,800.		450 SHS APPLE INC PROPERTY TYPE: SECURITIES 25,433.				D	12/20/2011 52,367.	11/28/2017
180,000.		9,667 SHS BLACKROCK FDS PROPERTY TYPE: SECURITIES 189,421.				D	VARIOUS -9,421.	01/13/2017
50,432.		274 SHS ISHARES RUSSELL 200 GROWTH ETF PROPERTY TYPE: SECURITIES 23,916.				D	01/07/2011 26,516.	11/21/2017
80,618.		609 SHS ISHARES RUSSELL 1000 GROWTH ETF PROPERTY TYPE: SECURITIES 35,128.				D	01/07/2011 45,490.	11/21/2017
40,093.		338 SHS ISHARES RUSSELL MID CAP GROWTH E PROPERTY TYPE: SECURITIES 19,208.				D	01/07/2011 20,885.	11/21/2017
TOTAL GAIN(LOSS)					<u>179,674.</u>	

ATTACHMENT 1

FORM 990PF, PART I - INTEREST ON TEMPORARY CASH INVESTMENTS

<u>DESCRIPTION</u>	<u>REVENUE AND EXPENSES PER BOOKS</u>	<u>NET INVESTMENT INCOME</u>	<u>ADJUSTED NET INCOME</u>
WELLS FARGO J.P. MORGAN	1. 117.	1. 117.	
TOTAL	<u>118.</u>	<u>118.</u>	

ATTACHMENT 2

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

<u>DESCRIPTION</u>	<u>REVENUE AND EXPENSES PER BOOKS</u>	<u>NET INVESTMENT INCOME</u>	<u>ADJUSTED NET INCOME</u>
J.P. MORGAN	184,491.	184,491.	
TOTAL	<u>184,491.</u>	<u>184,491.</u>	

ATTACHMENT 3

FORM 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>
MGMT FEES PAID TO FOUNDATION MANAGEMENT GROUP, LLC	5,000.	1,000.		4,000.
BROKER FEES TO J.P. MORGAN	32,422.	32,422.		
TOTALS	<u>37,422.</u>	<u>33,422.</u>		<u>4,000.</u>

ATTACHMENT 4FORM 990PF, PART I - TAXES

<u>DESCRIPTION</u>	<u>REVENUE AND EXPENSES PER BOOKS</u>
FEDERAL EXCISE TAX	6,617.
TOTALS	<u>6,617.</u>

ATTACHMENT 5

FORM 990PF, PART I - OTHER EXPENSES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME	ADJUSTED NET INCOME	CHARITABLE PURPOSES
LICENSES	35.			35.
BANK CHARGES	15.			15.
TOTALS	50.			50.

ATTACHMENT 6

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

<u>DESCRIPTION</u>	<u>ENDING BOOK VALUE</u>	<u>ENDING FMV</u>
PREPAID FEDERAL EXCISE TAXES	2,520.	2,520.
TOTALS	<u>2,520.</u>	<u>2,520.</u>

FORM 990PF, PART II - CORPORATE STOCK

ATTACHMENT 7

<u>DESCRIPTION</u>	<u>ENDING BOOK VALUE</u>	<u>ENDING FMV</u>
J.P. MORGAN EQUITIES HOLDINGS SEE 'ATTACHMENT A' FOR DETAIL	4,883,897.	4,883,897.
TOTALS	<u>4,883,897.</u>	<u>4,883,897.</u>

ATTACHMENT 8

FORM 990PF, PART II - CORPORATE BONDS

<u>DESCRIPTION</u>	<u>ENDING BOOK VALUE</u>	<u>ENDING FMV</u>
J.P. MORGAN CORPORATE BONDS SEE 'ATTACHMENT A' FOR DETAIL	543,385.	543,385.
TOTALS	<u>543,385.</u>	<u>543,385.</u>

ATTACHMENT 9

FORM 990PF, PART II - OTHER INVESTMENTS

<u>DESCRIPTION</u>	<u>ENDING BOOK VALUE</u>	<u>ENDING FMV</u>
ALKEON GROWTH OFFSHORE FUND	611,295.	611,295.
J.P. MORGAN MUTUAL FUNDS	1,963,595.	1,963,595.
SEE 'ATTACHMENT A' FOR DETAIL		
TOTALS	<u>2,574,890.</u>	<u>2,574,890.</u>

ATTACHMENT 10

FORM 990PF, PART II - OTHER ASSETS

<u>DESCRIPTION</u>	<u>ENDING BOOK VALUE</u>	<u>ENDING FMV</u>
ORGANIZATIONAL COSTS	1,250.	1,250.
ACCUMULATED AMORTIZATION	-1,250.	-1,250.
TOTALS		

ATTACHMENT 11FORM 990PF, PART II - OTHER LIABILITIES

<u>DESCRIPTION</u>	<u>ENDING BOOK VALUE</u>
FEDERAL EXCISE TAX	6,617.
TOTALS	<u>6,617.</u>

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

UNREALIZED GAIN ON INVESTMENTS

916,003.

TOTAL

916,003.

RICHARD AND FRANCINE LOEB FAMILY FOUNDATION 2017 FORM 990-PF
 FORM 990PF, PART VIII - LIST OF OFFICERS, DIRECTORS, AND TRUSTEES

20-0334683

ATTACHMENT 13

NAME AND ADDRESS	TITLE AND AVERAGE HOURS PER WEEK DEVOTED TO POSITION	COMPENSATION	CONTRIBUTIONS TO EMPLOYEE BENEFIT PLANS	EXPENSE ACCT AND OTHER ALLOWANCES
RICHARD LOEB 1000 SECOND AVENUE, SUITE 3400 SEATTLE, WA 98104	PRESIDENT/TREASURER 2.00	0.	0.	0.
FRANCINE LOEB 1000 SECOND AVENUE, SUITE 3400 SEATTLE, WA 98104	VICE PRESIDENT 2.00	0.	0.	0.
DANIEL ASHER 1000 SECOND AVENUE, SUITE 3400 SEATTLE, WA 98104	SECRETARY 2.00	0.	0.	0.
GRAND TOTALS		0.	0.	0.

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

ATTACHMENT 14

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT		PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
SEATTLE TIMES FUND FOR THE NEEDY PO BOX C-11025 SEATTLE, WA 98111	NONE PC		TO SUPPORT THE SCHOOL SUPPLY DRIVE	1,000
CHILDREN'S HOSPITAL FOUNDATION PO BOX 50020/S-200 SEATTLE, WA 98145	NONE PC		TO PROVIDE SUPPORT TO THE CHILDHOOD COMMUNICATIONS CENTER	77,250
PIKE MARKET FOUNDATION 85 PIKE PLACE, #500 SEATTLE, WA 98101	NONE PC		TO PROVIDE SUPPORT TO SAFETY-NET FOR THE FOSTER GRANDPARENT PROGRAM	6,000
MENTOR KIDS USA 15300 N 90TH ST., #200 SCOTTSDALE, AZ 85260	NONE PC		TO PROVIDE SUPPORT TO THE MENTOR KIDS SUMMER ENRICHMENT PROGRAM	1,000
TEMPLE DE HIRSCH SINAI 1511 PIKE STREET SEATTLE, WA 98122-4199	NONE PC		TO PROVIDE SUPPORT TO LOEB SEATTLE CAMPUS PLANNING ACCOUNT	120,000.
TOTAL CONTRIBUTIONS PAID				205,250

RICHARD AND FRANCINE LOEB FAMILY FOUNDATION
EIN 20-0334683
2017 FORM 990-PF - ATTACHMENT A
BALANCE SHEETS DETAIL

EQUITIES

Equities & Options

DESCRIPTION	ACCT TYPE	ACQUISITION DATE	QUANTITY	PRICE	MARKET VALUE	UNIT COST	COST	UNREALIZED GAIN/LOSS	ESTIMATED ANNUAL INCOME	ESTIMATED YIELD (%)
ISHARES RUSSELL 2000 VALUE ETF SYMBOL: IWN	CASH	06/02/16 C 11/21/17 C	1,941 1,538 403	125.75	244,081 193,404 50,677	103.09 97.37 124.94	200,106 149,755 50,351	43,975 43,649 LT 326 ST	4,340	1.78
ISHARES RUSSELL 2000 GROWTH ETF SYMBOL: IWO	CASH	01/07/11 01/13/11	1,397 561 836	186.70	260,820 104,739 156,081	88.71 87.29 89.67	123,932 48,968 74,964	136,888 55,771 LT 81,117 LT	1,911	0.73
ISHARES RUSSELL 1000 VALUE ETF SYMBOL: IWD	CASH	01/07/11 01/13/11 11/21/17 C	6,602 3,105 2,828 669	124.34	820,893 386,076 351,634 83,183	71.29 65.35 66.31 119.92	470,655 202,904 187,525 80,226	350,238 183,172 LT 164,109 LT 2,957 ST	17,126	2.09
ISHARES RUSSELL 1000 GROWTH ETF SYMBOL: IWF	CASH	01/07/11 01/13/11 09/20/13 C	5,987 2,975 2,773 239	134.68	806,329 400,673 373,468 32,189	58.97 57.68 58.58 79.50	353,047 171,605 162,442 19,000	453,282 229,068 LT 211,025 LT 13,189 LT	8,837	1.10
ISHARES S&P 100 ETF SYMBOL: OEF	CASH	03/27/14 C	2,193	118.64	260,178	81.97	179,768	80,410 LT	4,717	1.81
ISHARES RUSSELL MID CAP VALUE SYMBOL: IWS	CASH	06/02/16 C 11/21/17 C	2,496 2,033 463	89.15	222,518 181,242 41,276	76.14 73.76 86.62	190,053 149,948 40,105	32,465 31,293 LT 1,171 ST	4,358	1.96
ISHARES RUSSELL MID CAP GROWTH ETF SYMBOL: IWP	CASH	01/07/11 01/13/11	1,866 787 1,079	120.64	225,114 94,944 130,170	57.49 56.83 57.97	107,273 44,723 62,550	117,841 50,220 LT 67,621 LT	1,758	0.78
SELECT SECTOR SPDR TRUST THE HEALTH CARE SELECT SECTOR SPDR FUND SYMBOL: XLV	CASH	01/13/17 C	2,822	82.68	233,323	71.14	200,753	32,570 ST	3,434	1.47
Total Equities & Options					\$3,073,256		\$1,825,587	\$1,247,669	\$46,481	
TOTAL EQUITIES					\$3,073,256		\$1,825,587	\$1,247,669	\$46,481	

EQUITIES

Equities & Options

RICHARD AND FRANCINE LOEB FAMILY FOUNDATION
EIN 20-0334683
2017 FORM 990-PF - ATTACHMENT A
BALANCE SHEETS DETAIL

DESCRIPTION	ACCT TYPE	ACQUISITION DATE	QUANTITY	PRICE	MARKET VALUE	UNIT COST	COST	UNREALIZED GAIN/LOSS	ESTIMATED ANNUAL INCOME	ESTIMATED YIELD (%)
ALTRIA GROUP INC SYMBOL MO	CASH	07/14/05	1,250	71.41	89,263	20.39	25,491	63,772	3,300	3.70
		09/13/10	500		35,705	15.51	7,753	27,953		
			750		53,558	23.65	17,738	35,819		
APPLE INC SYMBOL AAPL	CASH	12/20/11 C	2,050	169.23	346,922	65.90	135,089	211,833	5,166	1.49
		11/06/12 C	650		110,000	56.52	36,737	73,263		
		04/19/13 C	700		118,461	83.89	58,724	59,737		
			700		118,461	56.61	39,627	78,834		
BOEING CO SYMBOL BA	CASH	09/13/10	500	294.91	147,455	64.71	32,355	115,101	3,420	2.32
DOUBLELINE INCOME SOLUTIONS FD COM	CASH	06/17/15 C	11,000	20.19	222,090	20.11	221,199	891	19,800	8.92
		06/18/15 C	3,500		70,665	20.04	70,142	523		
			7,500		151,425	20.14	151,057	369		
FEDEX CORP SYMBOL FDX	CASH	12/22/09	600	249.54	149,724	83.50	50,100	99,624	1,200	0.80
JOHNSON & JOHNSON SYMBOL JNJ	CASH	01/04/05	250	139.72	34,930	63.22	15,805	19,125	840	2.40
PHILIP MORRIS INTERNATIONAL INC	CASH	03/22/05	1,250	105.65	132,063	34.68	43,347	88,716	5,350	4.05
		07/14/05	750		79,238	34.24	25,681	53,557		
			500		52,825	35.33	17,666	35,159		
PIMCO DYNAMIC CREDIT AND MORTGAGE INCOME FUND COM SHS SYMBOL PCI	CASH	01/29/13 C	8,000	22.44	179,520	25.07	200,525	-21,005	15,752	8.77
PEPSICO INC COMMON STOCK SYMBOL PEP	CASH	01/28/04	1,247	119.92	149,540	50.47	62,937	86,603	4,015	2.68
		07/14/05	747		89,580	46.85	34,994	54,586		
			500		59,960	55.89	27,943	32,017		
SELECT SECTOR SPDR TRUST THE TECHNOLOGY SELECT SECTOR SPDR FUND SYMBOL XLK	CASH	01/11/06	1,800	63.95	115,110	28.44	51,184	63,926	1,577	1.37
		01/13/17 C	1,400		89,530	22.29	31,207	58,323		
			400		25,580	49.94	19,977	5,603		
STANDARD & POORS MIDCAP 400 SPDR S&P MIDCAP 400 ETF SYMBOL MDY	CASH	12/22/09	400	345.41	138,164	132.99	53,196	84,968	1,636	1.18
VERIZON COMMUNICATIONS SYMBOL VZ	CASH	06/02/16 C	2,000	52.93	105,860	50.84	101,685	4,175	4,720	4.46
Total Equities & Options					\$1,810,641		\$992,913	\$817,729	\$66,776	
TOTAL EQUITIES					\$1,810,641		\$992,913	\$817,729	\$66,776	

TOTAL EQUITIES \$4,883,897

FIXED INCOME

Corporate Bonds

DESCRIPTION	ACCT TYPE	ACQUISITION DATE	QUANTITY	PRICE	MARKET VALUE	UNIT COST	COST	UNREALIZED GAIN/LOSS	ESTIMATED ANNUAL INCOME	ESTIMATED YIELD (%)	ACCRUED INTEREST
BANK OF AMERICA CORP	CASH		200,000	110.51	221,010	104.42	208,840	12,170	12,500	5.66	3,958
SR NOTES		11/10/15	100,000		110,505	103.61	103,613	6,892 LT			
DATED DATE 09/05/14		06/02/16 C	100,000		110,505	105.23	105,227	5,278 LT			
BOOK ENTRY ONLY											
PAR CALL 09/05/2024											
DUE 09/29/2049 6.250% MS 05											
CUSIP 060505EH3											
RATING MOODY BA1 S&P BBB-											
CITIGROUP INC	CASH	11/10/15	100,000	106.38	106,375	101.36	101,356	5,019 LT	6,125	5.76	749
DATED DATE 11/13/15											
BOOK ENTRY ONLY											
PAR CALL 11/15/2020											
DUE 12/29/2049 6.125% MN 15											
CUSIP 172967KD2											
RATING MOODY BA2 S&P I/A											
J P MORGAN CHASE & CO DEP SHS	CASH	06/02/16 C	100,000	109.50	109,500	106.09	106,085	3,415 LT	6,125	5.59	1,004
REPRESENTING 1/10TH INTEREST											
FIXED TO FLOATING PFD SER U											
DATED DATE 03/10/14											
BOOK ENTRY ONLY											
PAR CALL 04/30/2024											
DUE 12/29/2049 6.125% AO 30											
CUSIP 46625HJW1											
RATING MOODY BAA3 S&P BBB-											
CITIGROUP INC	CASH	06/02/16 C	100,000	106.50	106,500	100.87	100,869	5,631 LT	5,950	5.59	727
DATED DATE 04/24/15											
BOOK ENTRY ONLY											
PAR CALL 05/15/2025											
DUE 12/31/2049 5.950% MN 15											
CUSIP 172967JM4											
RATING MOODY BA2 S&P BB+											
Total Corporate Bonds			500,000		\$543,385		\$517,150	\$26,235	\$30,700		\$6,438
TOTAL FIXED INCOME			500,000		\$543,385		\$517,150	\$26,235	\$30,700		\$6,438

RICHARD AND FRANCINE LOEB FAMILY FOUNDATION
EIN 20-0334683
2017 FORM 990-PF - ATTACHMENT A
BALANCE SHEETS DETAIL

RICHARD AND FRANCINE LOEB FAMILY FOUNDATION
EIN 20-0334683
2017 FORM 990-PF - ATTACHMENT A
BALANCE SHEETS DETAIL

MUTUAL FUNDS

DESCRIPTION	ACCT TYPE	ACQUISITION DATE	QUANTITY	PRICE	MARKET VALUE	UNIT COST	COST	UNREALIZED GAIN/LOSS	ESTIMATED ANNUAL INCOME	ESTIMATED YIELD (%)
ARTISAN PARTNERS FDS INC INTL VALUE FD INSTL SHS SYMBOL APHX	CASH	C	26,902.607 25,817.501 1,085.106	38.73	1,041,938 999,912 42,026	35.76 35.65 38.23	961,953 920,470 41,484	79,985 79,442 LT 543 ST	13,720	1.32
BLACKROCK FDS GLOBAL ALLOCATION FD CL K SYMBOL MKLOX	CASH	C	8,505.138 8,106.365 398.773	19.80	168,402 160,506 7,896	19.42 19.41 19.73	165,210 157,343 7,867	3,193 3,164 LT 29 ST	2,245	1.33
METROPOLITAN WEST FDS TOTAL RETURN BD FD PLAN CL SHS SYMBOL MWTSX	CASH	C	25,481.482 24,948.34941 533.13259	10.03	255,579 250,232 5,347	10.22 10.23 10.00	260,513 255,180 5,334	-4,934 -4,948 LT 14 ST	5,555	2.17
PAYDEN INVT GROUP EMERGING MARKET BD FD CL R SYMBOL PYEMX	CASH	C	15,591.818 14,669.669 922.149	14.24	222,027 208,896 13,131	13.10 13.04 13.95	204,175 191,315 12,861	17,852 17,581 LT 271 ST	11,990	5.40
TOTAL MUTUAL FUNDS					\$1,687,946		\$1,591,851	\$96,096	\$33,510	

DESCRIPTION	ACCT TYPE	ACQUISITION DATE	QUANTITY	PRICE	MARKET VALUE	UNIT COST	COST	UNREALIZED GAIN/LOSS	ESTIMATED ANNUAL INCOME	ESTIMATED YIELD (%)
PIMCO HIGH YIELD FUND-CLA SYMBOL PHDAX	CASH	C	12,571.661	8.96	112,642	9.22	115,865	-3,223 LT	5,406	4.80
PIMCO INCOME FUND CLASS A SYMBOL PONAX	CASH	C	13,135.146	12.41	163,007	12.65	166,160	-3,153 LT	8,104	4.97
TOTAL MUTUAL FUNDS					\$275,649		\$282,025	\$-6,376	\$13,510	

TOTAL MUTUAL FUNDS **\$1,963,595**