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

2017

Open to Public Inspection

For calendar year 2017, or tax year beginning 01-01-2017 , and ending 12-31-2017

Name of foundation
TREELINE FOUNDATION

A Employer identification number
46-2216403

Number and street (or P O box number if mail is not delivered to street address)
PO BOX 51250

Room/suite

B Telephone number (see instructions)
(206) 626-6000

City or town, state or province, country, and ZIP or foreign postal code
SEATTLE, WA 98115

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 ▶ ☐

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

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

I Fair market value of all assets at end of year *(from Part II, col (c), line 16)*▶$ 551,833

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))*

			(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)	1,081,950			
	2	Check ▶ ☐ if the foundation is **not** required to attach Sch B				
	3	Interest on savings and temporary cash investments				
	4	Dividends and interest from securities	6,745	5,757		
	5a	Gross rents				
	b	Net rental income or (loss)				
	6a	Net gain or (loss) from sale of assets not on line 10	-285			
	b	Gross sales price for all assets on line 6a 750,466				
	7	Capital gain net income (from Part IV, line 2)		0		
	8	Net short-term capital gain				
	9	Income modifications				
	10a	Gross sales less returns and allowances				
	b	Less Cost of goods sold				
	c	Gross profit or (loss) (attach schedule)				
	11	Other income (attach schedule)				
	12	**Total.** Add lines 1 through 11	1,088,410	5,757		
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)				
	b	Accounting fees (attach schedule)	6,390	0		0
	c	Other professional fees (attach schedule)	4,340	3,586		0
	17	Interest				
	18	Taxes (attach schedule) (see instructions)	50	0		50
	19	Depreciation (attach schedule) and depletion				
	20	Occupancy				
	21	Travel, conferences, and meetings				
	22	Printing and publications				
	23	Other expenses (attach schedule)	50	0		50
	24	**Total operating and administrative expenses.** Add lines 13 through 23	10,830	3,586		100
	25	Contributions, gifts, grants paid	1,509,000			1,509,000
	26	**Total expenses and disbursements.** Add lines 24 and 25	1,519,830	3,586		1,509,100
	27	Subtract line 26 from line 12				
	a	**Excess of revenue over expenses and disbursements**	-431,420			
	b	**Net investment income** (if negative, enter -0-)		2,171		
	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 (a) Book Value	End of year (b) Book Value	(c) Fair Market Value
Assets	1	Cash—non-interest-bearing			
	2	Savings and temporary cash investments	856,968	134,851	134,851
	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)	126,701	0	0
	b	Investments—corporate stock (attach schedule)			
	c	Investments—corporate bonds (attach schedule)	0	413,403	412,277
	11	Investments—land, buildings, and equipment basis ▶ Less accumulated depreciation (attach schedule) ▶			
	12	Investments—mortgage loans			
	13	Investments—other (attach schedule)			
	14	Land, buildings, and equipment basis ▶ Less accumulated depreciation (attach schedule) ▶			
	15	Other assets (describe ▶)	710	4,705	4,705
	16	**Total assets** (to be completed by all filers—see the instructions Also, see page 1, item I)	984,379	552,959	551,833
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	0	0	
	28	Paid-in or capital surplus, or land, bldg , and equipment fund	0	0	
	29	Retained earnings, accumulated income, endowment, or other funds	984,379	552,959	
	30	**Total net assets or fund balances** (see instructions)	984,379	552,959	
	31	**Total liabilities and net assets/fund balances** (see instructions)	984,379	552,959	

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	984,379
2	Enter amount from Part I, line 27a	2	-431,420
3	Other increases not included in line 2 (itemize) ▶	3	0
4	Add lines 1, 2, and 3	4	552,959
5	Decreases not included in line 2 (itemize) ▶	5	0
6	Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30	6	552,959

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	-285
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))
2016	1,331,969	993,717	1 340391
2015	940,966	955,990	0 984284
2014	1,081,000	723,808	1 493490
2013	5,000	187,441	0 026675
2012	0	0	0 000000

2	**Total** of line 1, column (d)	2	3 844840
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 768968
4	Enter the net value of noncharitable-use assets for 2017 from Part X, line 5	4	661,199
5	Multiply line 4 by line 3	5	508,441
6	Enter 1% of net investment income (1% of Part I, line 27b)	6	22
7	Add lines 5 and 6	7	508,463
8	Enter qualifying distributions from Part XII, line 4	8	1,509,100

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	22
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	22
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	22
6	Credits/Payments				
a	2017 estimated tax payments and 2016 overpayment credited to 2017	6a	19		
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	0		
7	Total credits and payments Add lines 6a through 6d.			7	69
8	Enter any **penalty** for underpayment of estimated tax Check here ☐ if Form 2220 is attached			8	0
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	47
11	Enter the amount of line 10 to be **Credited to 2018 estimated tax** ▶ 47	**Refunded** ▶		11	0

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		No
b	If "Yes," has it filed a tax return on **Form 990-T** for this year?.	4b		
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 2017 or the taxable year beginning in 2017 (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	Yes	

Part VII-A Statements Regarding Activities (continued)

		Line	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 ▶CRAIG MCKIBBEN Telephone no ▶(206) 626-6000

Located at ▶1420 FIFTH AVENUE SUITE 3000 SEATTLE WA ZIP+4 ▶98101

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

		Line	Yes	No
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?	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

			Line	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			
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 2017?.		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 2017, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2017?.	☐ Yes ☑ No			
	If "Yes," list the years ▶ 20____ , 20____ , 20____ , 20____				
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			
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		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 2017?		4b		No

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

			Yes	No
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	**(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
See Additional Data Table				

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

(a) Name and address of each employee paid more than $50,000	**(b)** Title, and average hours per week devoted to position	**(c)** Compensation	**(d)** Contributions to employee benefit plans and deferred compensation	**(e)** Expense account, other allowances
NONE				
Total number of other employees paid over $50,000. . . . . ▶				0

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	329,215
b	Average of monthly cash balances.		1b	342,053
c	Fair market value of all other assets (see instructions).		1c	0
d	**Total** (add lines 1a, b, and c).		1d	671,268
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	671,268
4	Cash deemed held for charitable activities Enter 1 1/2% of line 3 (for greater amount, see instructions).		4	10,069
5	**Net value of noncharitable-use assets.** Subtract line 4 from line 3 Enter here and on Part V, line 4		5	661,199
6	**Minimum investment return.** Enter 5% of line 5.		6	33,060

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	33,060
2a	Tax on investment income for 2017 from Part VI, line 5.	2a 22		
b	Income tax for 2017 (This does not include the tax from Part VI).	2b		
c	Add lines 2a and 2b.		2c	22
3	Distributable amount before adjustments Subtract line 2c from line 1.		3	33,038
4	Recoveries of amounts treated as qualifying distributions.		4	0
5	Add lines 3 and 4.		5	33,038
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	33,038

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	1,509,100
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	1,509,100
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	22
6	**Adjusted qualifying distributions.** Subtract line 5 from line 4.	6	1,509,078

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 2016	(c) 2016	(d) 2017
1 Distributable amount for 2017 from Part XI, line 7				33,038
2 Undistributed income, if any, as of the end of 2017				
a Enter amount for 2016 only.			0	
b Total for prior years 20___ , 20___ , 20___		0		
3 Excess distributions carryover, if any, to 2017				
a From 2012.				
b From 2013.				
c From 2014. 1,040,438				
d From 2015. 893,234				
e From 2016. 1,282,345				
f **Total** of lines 3a through e.	3,216,017			
4 Qualifying distributions for 2017 from Part XII, line 4 ▶ $ 1,509,100				
a Applied to 2016, 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 2017 distributable amount.				33,038
e Remaining amount distributed out of corpus	1,476,062			
5 Excess distributions carryover applied to 2017 *(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	4,692,079			
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 2016 Subtract line 4a from line 2a Taxable amount—see instructions			0	
f Undistributed income for 2017 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2018				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 2012 not applied on line 5 or line 7 (see instructions)	0			
9 **Excess distributions carryover to 2018.** Subtract lines 7 and 8 from line 6a	4,692,079			
10 Analysis of line 9				
a Excess from 2013.				
b Excess from 2014. 1,040,438				
c Excess from 2015. 893,234				
d Excess from 2016. 1,282,345				
e Excess from 2017. 1,476,062				

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 2017, 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) 2017	**(b)** 2016	**(c)** 2015	**(d)** 2014	
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))

See Additional Data Table

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 e-mail address of the person to whom applications should be addressed

CRAIG MCKIBBEN
1420 FIFTH AVENUE SUITE 3000
SEATTLE, WA 98101
(206) 626-6000
TREELINEFOUNDATION@GMAIL COM

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

APPLICATION AND GRANT PROPOSALS MUST INCLUDE A BUDGET, DETAILS AS TO HOW THE FUNDS WILL BE USED AND ACCOUNTED FOR, A SCHEDULE FOR REPORTING TO THE FOUNDATION AND AN ACKNOWLEDGMENT THAT THE FOUNDATION HAS AUTHORITY TO WITHHOLD OR RECOVER GRANT FUNDS THAT ARE, OR APPEAR TO BE, MISUSED

c Any submission deadlines

N/A

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

N/A

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**				1,509,000
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					
4 Dividends and interest from securities. . . .			14	6,745	
5 Net rental income or (loss) from real estate					
a Debt-financed property.					
b Not debt-financed property.					
6 Net rental income or (loss) from personal property					
7 Other investment income.					
8 Gain or (loss) from sales of assets other than inventory			18	-285	
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		6,460	0

13 Total. Add line 12, columns (b), (d), and (e). 13 6,460

(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
STEVE H POLIS				P00307386
Firm's name ▶ VWC PS				Firm's EIN ▶91-1007261
Firm's address ▶ 10510 NORTHUP WAY SUITE 300 KIRKLAND, WA 98033				Phone no (425) 250-0051

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)
BB&T CORPORATION 50,000 UNITS	P	2017-01-10	2017-06-23
BB&T CORPORATION 50,000 UNITS	P	2017-01-10	2017-06-27
BOSTON MA 50,000 UNITS	P	2016-10-11	2017-03-01
CITIGROUP INC 100,000 UNITS	P	2017-03-31	2017-06-22
COMCAST CORPORATION 100,000 UNITS	P	2017-01-10	2017-06-21
FORT WORTH TX W/S 25,000 UNITS	P	2016-10-12	2017-02-15
GENERAL ELECTRIC 15,000 UNITS	P	2017-06-13	2017-06-26
INTEL CORPORATION 15,000 UNITS	P	2017-06-13	2017-12-15
SHERWIN WILLIAMS 100,000 UNITS	P	2017-01-10	2017-06-26
U S G CORPORATION STEPXXX 90,000 UNITS	P	2017-03-31	2017-06-14

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)
49,980		50,029	-49
49,975		50,027	-52
50,000		50,000	0
100,070		100,180	-110
101,810		101,921	-111
25,000		25,000	0
15,242		15,264	-22
15,000		15,000	0
99,890		100,000	-110
93,496		93,398	98

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	
			-49
			-52
			0
			-110
			-111
			0
			-22
			0
			-110
			98

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)
VERIZON COMMUNICATION 100,000 UNITS	P	2017-01-12	2017-06-30
WASH CN UT SD 50,000 UNITS	P	2016-10-12	2017-03-01

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

(e) Gross sales price	**(f)** Depreciation allowed (or allowable)	**(g)** Cost or other basis plus expense of sale	**(h)** Gain or (loss) (e) plus (f) minus (g)
100,003		99,932	71
50,000		50,000	0

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	
			71
			0

Form 990PF Part VIII Line 1 - List all officers, directors, trustees, foundation managers and their compensation

(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
SARAH MERNER 1420 FIFTH AVENUE SUITE 3000 SEATTLE, WA 981012393	DIRECTOR/OFFICER 4 00	0	0	0
CRAIG MCKIBBEN 1420 FIFTH AVENUE SUITE 3000 SEATTLE, WA 981012393	DIRECTOR/OFFICER 4 00	0	0	0
GAVIN MCKIBBEN 1420 FIFTH AVENUE SUITE 3000 SEATTLE, WA 981012393	DIRECTOR 4 00	0	0	0
ANDREW MCKIBBEN 1420 FIFTH AVENUE SUITE 3000 SEATTLE, WA 981012393	DIRECTOR 4 00	0	0	0
FIONA MCKIBBEN 1420 FIFTH AVENUE SUITE 3000 SEATTLE, WA 981012393	DIRECTOR 4 00	0	0	0
MARGARET MCKIBBEN 1420 FIFTH AVENUE SUITE 3000 SEATTLE, WA 981012393	DIRECTOR 4 00	0	0	0
LESLIE MERNER DUKE 1420 FIFTH AVENUE SUITE 3000 SEATTLE, WA 981012393	DIRECTOR 4 00	0	0	0
JOHN GOULD 1420 FIFTH AVENUE SUITE 3000 SEATTLE, WA 981012393	DIRECTOR 4 00	0	0	0
CAROL DRIVER 1420 FIFTH AVENUE SUITE 3000 SEATTLE, WA 981012393	DIRECTOR 4 00	0	0	0

Form 990PF Part XV Line 1a - 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).

SARAH MERNER
CRAIG MCKIBBEN

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*				
350ORG20 JAY STREET STE 1010 BROOKLYN, NY 11201	NONE	PUBLIC CHARITY	TO PROVIDE GENERAL OPERATING SUPPORT	50,000
A CONTEMPORARY THEATRE 700 UNION STREET SEATTLE, WA 98101	NONE	PUBLIC CHARITY	TO PROVIDE GENERAL OPERATING SUPPORT	10,000
ACLU FOUNDATION125 BROAD STREET NEW YORK, NY 10004	NONE	PUBLIC CHARITY	TO PROVIDE GENERAL OPERATING SUPPORT	20,000
AMERICAN ALPINE CLUB 710 10TH ST SUITE 100 GOLDEN, CO 80401	NONE	PUBLIC CHARITY	TO PROVIDE GENERAL OPERATING SUPPORT	10,000
ARTSFUNDPO BOX 19780 SEATTLE, WA 98109	NONE	PUBLIC CHARITY	TO PROVIDE GENERAL OPERATING SUPPORT	5,000
Total . . . . ▶ **3a**				1,509,000

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*				
BIRDNOTEPO BOX 99456 SEATTLE, WA 98139	NONE	PUBLIC CHARITY	TO SUPPORT THE NEXTGEN INITIATIVE WITH $25,000 AND THE ANNUAL FUND WITH $25,000	50,000
CARE151 ELLIS ST NE ATLANTA, GA 30303	NONE	PUBLIC CHARITY	TO PROVIDE GENERAL OPERATING SUPPORT	30,000
CASA LATINA317 17TH AVE S SEATTLE, WA 98144	NONE	PUBLIC CHARITY	TO PROVIDE GENERAL OPERATING SUPPORT	5,000
CHILDREN AND NATURE NETWORK 808 14TH AVE SE MINNEAPOLIS, MN 55414	NONE	PUBLIC CHARITY	TO SUPPORT THE NATURAL LEADERS INITIATIVE	15,000
CLIMATE SOLUTIONS 1402 3RD AVE STE 1305 SEATTLE, WA 981012194	NONE	PUBLIC CHARITY	TO PROVIDE GENERAL OPERATING SUPPORT	100,000
Total . . . . ▶ **3a**				1,509,000

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*				
DESC515 THIRD AVENUE SEATTLE, WA 98104	NONE	PUBLIC CHARITY	TO HELP ADDESS HOMELESSNESS IN KING COUNTY	20,000
ELECTRONIC FRONTIER FOUNDATION 815 EDDY ST SAN FRANCISCO, CA 94109	NONE	PUBLIC CHARITY	TO PROVIDE GENERAL OPERATING SUPPORT	10,000
FORTERRA901 5TH AVE STE 2200 SEATTLE, WA 981642091	NONE	PUBLIC CHARITY	TO PROVIDE GENERAL OPERATING SUPPORT	20,000
GIRLS ON THE RUN OF PUGET SOUND 1404 EAST YESLER PLACE SUITE 201 SEATTLE, WA 98122	NONE	PUBLIC CHARITY	TO PROVIDE GENERAL OPERATING SUPPORT	5,000
ISLANDWOOD4450 BLAKELY AVE NE BAINBRIDGE ISLAND, WA 98110	NONE	PUBLIC CHARITY	TO PROVIDE GENERAL OPERATING SUPPORT	10,000
Total . . . 3a ▶				1,509,000

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*				
MARY'S PLACEPO BOX 1711 SEATTLE, WA 98111	NONE	PUBLIC CHARITY	TO HELP ADDRESS HOMELESSNESS IN KING COUNTY	25,000
METHOW CONSERVANCYPO BOX 71 WINTHROP, WA 988620071	NONE	PUBLIC CHARITY	TO PROVIDE GENERAL OPERATING SUPPORT	5,000
NORTHWEST CHOIRS 5031 UNIVERSITY WAY NE SUITE NB2 SEATTLE, WA 98105	NONE	PUBLIC CHARITY	TO PROVIDE GENERAL OPERATING SUPPORT	10,000
NORTHWEST AVALANCHE CENTER 15600 NE 8TH ST SUITE B1-711 BELLEVUE, WA 98008	NONE	PUBLIC CHARITY	TO PROVIDE GENERAL OPERATING SUPPORT	5,000
PACIFIC SCIENCE CENTER 200 SECOND AVE N SEATTLE, WA 98109	NONE	PUBLIC CHARITY	TO PROVIDE GENERAL OPERATING SUPPORT	10,000
Total . . . . ▶ **3a**				1,509,000

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*				
PLYMOUTH HOUSING GROUP 2113 3RD AVE SEATTLE, WA 98121	NONE	PUBLIC CHARITY	TO HELP ADDRESS HOMELESSNESS IN KING COUNTY	20,000
SEATTLE AUDUBON SOCIETY 8050 35TH AVE NE SEATTLE, WA 98115	NONE	PUBLIC CHARITY	TO SUPPORT THE EDUCATION PROGRAM	5,000
SEATTLE CHILDREN'S THEATRE 201 THOMAS ST SEATTLE, WA 98109	NONE	PUBLIC CHARITY	TO PROVIDE GENERAL OPERATING SUPPORT	5,000
SEATTLE COMMUNITY LAW CENTER 1404 E YESLER WAY SUITE 203 SEATTLE, WA 98122	NONE	PUBLIC CHARITY	TO PROVIDE GENERAL OPERATING SUPPORT	5,000
SEATTLE REPERTORY THEATRE PO BOX 900923 SEATTLE, WA 98109	NONE	PUBLIC CHARITY	TO SUPPORT THE SEATTLE PUBLIC WORKS PROJECT WITH $10,000 AND PROVIDE GENERAL OPERATING SUPPORT WITH $10,000	20,000
Total . . . . ▶ **3a**				1,509,000

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 SHAKESPEARE COMPANY PO BOX 19595 SEATTLE, WA 981091595	NONE	PUBLIC CHARITY	TO PROVIDE GENERAL OPERATING SUPPORT WITH $25,000 AND HELP DEFRAY UNEXPECTED EXPENSES IN THE 2016-17 SEASON WITH $25,000	50,000
SEATTLE SYMPHONYPO BOX 21906 SEATTLE, WA 98111	NONE	PUBLIC CHARITY	TO PROVIDE GENERAL OPERATING SUPPORT	10,000
SIGHTLINE INSTITUTE 1402 THIRD AVE SUITE 500 SEATTLE, WA 98101	NONE	PUBLIC CHARITY	TO SUPPORT EFFORTS TO ADDRESS CLIMATE CHANGE	100,000
SOLID GROUND1501 N 45TH ST SEATTLE, WA 981036708	NONE	PUBLIC CHARITY	TO ADDRESS HOMELESSNESS IN KING COUNTY	20,000
SOUTH END ULTIMATE PROGRAM - AGE UP 3801 BEACON AVE S SEATTLE, WA 981081520	NONE	PUBLIC CHARITY	TO PROVIDE GENERAL OPERATING SUPPORT	5,000
Total . . . . ▶ **3a**				1,509,000

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*				
THE ACCESS FUNDPO BOX 17010 BOULDER, CO 80308	NONE	PUBLIC CHARITY	TO SUPPORT THE PUBLIC LANDS ASSOCIATE INITIATIVE	20,000
THE MOUNTAINEERS 7700 SAND POINT WAY NE SEATTLE, WA 981153996	NONE	PUBLIC CHARITY	TO SUPPORT THE YOUTH PROGRAM	10,000
THE MOUNTAINS TO SOUND GREENWAY TRUST 2701 FIRST AVE SUITE 240 SEATTLE, WA 98121	NONE	PUBLIC CHARITY	TO PROVIDE GENERAL OPERATING SUPPORT	10,000
THE NATURE CONSERVANCY IN WASHINGTON 74 WALL STREET SEATTLE, WA 98121	NONE	PUBLIC CHARITY	TO SUPPORT THE CLIMATE AND SCIENCE STRATEGIES OF THE "ROCK OUR WORLD" CAMPAIGN	334,000
THE SIERRA CLUB FOUNDATION 2101 WEBSTER STREET SUITE 1250 OAKLAND, CA 94612	NONE	PUBLIC CHARITY	TO SUPPORT ICO WITH $75,000 AND ADDRESS CLIMATE CHANGE WITH $35,000	110,000
Total . . . . ▶ 3a				1,509,000

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*				
THE VERA PROJECT305 HARRISON ST SEATTLE, WA 98109	NONE	PUBLIC CHARITY	TO PROVIDE GENERAL OPERATING SUPPORT	10,000
THE WILDERNESS SOCIETY 1615 M STREET NW SUITE 200 WASHINGTON, DC 200363209	NONE	PUBLIC CHARITY	TO SUPPORT THE NORTH CASCADES INITIATIVE WITH $25,000 AND THE THE METHOW HEADWATERS CAMPAIGN WITH $25,000	50,000
TINY TREES PRESCHOOL 220 2ND AVE S 229 SEATTLE, WA 98104	NONE	PUBLIC CHARITY	TO PROVIDE GENERAL OPERATING SUPPORT	10,000
UNIVERSITY OF WASHINGTON FOUNDATION 4101 15TH AVE NE PO BOX 543900 SEATTLE, WA 98195	NONE	PUBLIC CHARITY	TO SUPPORT THE FOREFRONT PROGRAM	10,000
WASHINGTON ENVIRONMENTAL COUNCIL 1402 3RD AVE 1400 SEATTLE, WA 981012179	NONE	PUBLIC CHARITY	TO PROVIDE GENERAL OPERATING SUPPORT	15,000
Total . . . . ▶ **3a**				1,509,000

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 GREEN SCHOOLS 4649 SUNNYSIDE AVENUE NORTH STE 303 SEATTLE, WA 98103	NONE	PUBLIC CHARITY	TO PROVIDE GENERAL OPERATING SUPPORT	10,000
WASHINGTON TRAILS ASSOCIATION 705 2ND AVE STE 300 SEATTLE, WA 981041723	NONE	PUBLIC CHARITY	TO SUPPORT THE YOUTH PROGRAM	75,000
YMCA OF GREATER SEATTLE 909 4TH AVE SEATTLE, WA 981041108	NONE	PUBLIC CHARITY	TO SUPPORT THE BOLD/GOLD PROGRAM	90,000
YMCA OF GREATER SEATTLE 909 4TH AVE SEATTLE, WA 981041108	NONE	PUBLIC CHARITY	TO SUPPORT THE ACCELERATOR Y'S HOUSING AND TRANSITION PLANNING PROGRAM	25,000
YOUTHCARE2500 NE 54TH ST SEATTLE, WA 981053142	NONE	PUBLIC CHARITY	TO HELP ADDRESS HOMELESSNESS IN KING COUNTY	25,000
Total . . . . ▶ **3a**				1,509,000

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*				
YWCA SEATTLE KING SNOHOMISH 1118 5TH AVE SEATTLE, WA 98101	NONE	PUBLIC CHARITY	TO HELP ADDRESS HOMELESSNESS IN KING COUNTY	25,000
ZENO1404 EAST YESLER WAY STE 204 SEATTLE, WA 98122	NONE	PUBLIC CHARITY	TO PROVIDE GENERAL OPERATING SUPPORT	25,000
Total . . . . ▶ **3a**				1,509,000

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TY 2017 Accounting Fees Schedule

Name: TREELINE FOUNDATION

EIN: 46-2216403

Accounting Fees Schedule

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
ACCOUNTING FEES	6,390	0		0

TY 2017 Investments Corporate Bonds Schedule

Name: TREELINE FOUNDATION

EIN: 46-2216403

Investments Corporate Bonds Schedule

Name of Bond	End of Year Book Value	End of Year Fair Market Value
CR BARD INCORP 1.375% 18	99,800	99,978
JPMORGAN CHASE & CO 6%18	10,221	10,012
ABBVIE INC 1.8% 18	40,026	39,983
JOHN DEERE CAPITA 1.6%18	75,015	74,877
METLIFE INC 6.817%18	77,767	77,185
S&P GLOBAL INC 2.5%18	60,339	60,137
SUNTRUST BANKS I 2.35%18	50,235	50,105

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TY 2017 Other Assets Schedule

Name: TREELINE FOUNDATION

EIN: 46-2216403

Other Assets Schedule

Description	Beginning of Year - Book Value	End of Year - Book Value	End of Year - Fair Market Value
ACCRUED INTEREST ON CORPORATE & MUNICIPAL BONDS	710	4,705	4,705

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TY 2017 Other Expenses Schedule

Name: TREELINE FOUNDATION

EIN: 46-2216403

Other Expenses Schedule

Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
WASHINGTON STATE LICENSE	50	0		50

efile GRAPHIC print - DO NOT PROCESS	As Filed Data -	DLN: 93491194001178

TY 2017 Other Professional Fees Schedule

Name: TREELINE FOUNDATION

EIN: 46-2216403

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
INVESTMENT MANAGEMENT FEES	4,340	3,586		0

TY 2017 Substantial Contributors Schedule

Name: TREELINE FOUNDATION

EIN: 46-2216403

Name	Address
2012 MERMAC CHARITABLE TRUST	3825 INTERLAKE AVE N STE A SEATTLE, WA 98103

TY 2017 Taxes Schedule

Name: TREELINE FOUNDATION

EIN: 46-2216403

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
INVESTMENT INCOME EXCISE TAX	50	0		50

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

Schedule of Contributors

▶ Attach to Form 990, 990-EZ, or 990-PF
▶ Information about Schedule B (Form 990, 990-EZ, or 990-PF) and its instructions is at *www irs gov/form990*

OMB No 1545-0047

2017

Name of the organization	Employer identification number
TREELINE FOUNDATION	46-2216403

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 other property) from any one contributor Complete Parts I and II See instructions for determining a contributor's total contributions

Special Rules

☐ For an organization described in section 501(c)(3) filing Form 990 or 990-EZ that met the 33 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 990PF, 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
TREELINE FOUNDATION

Employer identification number
46-2216403

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	2012 MERMAC CHARITABLE TRUST 3825 INTERLAKE AVE N STE A SEATTLE, WA 98103	$ 1,081,950	Person ☑ Payroll ☐ Noncash ☐ (Complete Part II for noncash contributions)

(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
-		$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II for noncash contributions)

(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
-		$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II for noncash contributions)

(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
-		$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II for noncash contributions)

(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
-		$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II for noncash contributions)

(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
-		$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II for noncash contributions)

Name of organization	Employer identification number
TREELINE FOUNDATION	46-2216403

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
		$	

(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
		$	

(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
TREELINE FOUNDATION

Employer identification number
46-2216403

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

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

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

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

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