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Form **990-PF**

Department of the Treasury
Internal Revenue Service

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

▶ 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

OMB No 1545-0052

2017

Open to Public Inspection

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

Ray Hickey Foundation
16420 SE McGillivray, PMB 193 #103
Vancouver, WA 98683-3461

A	Employer identification number	91-1887342
B	Telephone number (see instructions)	503-632-9335
C	If exemption application is pending, check here ▶	<input type="checkbox"/>
D	1 Foreign organizations, check here ▶	<input type="checkbox"/>
	2 Foreign organizations meeting the 85% test, check here and attach computation ▶	<input type="checkbox"/>
E	If private foundation status was terminated under section 507(b)(1)(A), check here ▶	<input type="checkbox"/>
F	If the foundation is in a 60-month termination under section 507(b)(1)(B), check here ▶	<input type="checkbox"/>

G Check all that apply

<input type="checkbox"/> Initial return	<input type="checkbox"/> Initial return of a former public charity
<input type="checkbox"/> Final return	<input type="checkbox"/> Amended return
<input type="checkbox"/> Address change	<input type="checkbox"/> Name change

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, column (c), line 16)
\$ 15,654,682.

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

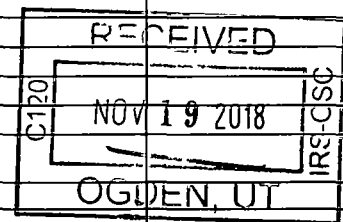
Part I. Analysis of Revenue and Expenses (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see instructions))		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
1	Contributions, gifts, grants, etc., received (attach schedule)				
2	Check <input checked="" type="checkbox"/> if the foundation is not required to attach Sch B				
3	Interest on savings and temporary cash investments	48.	48.	48.	
4	Dividends and interest from securities	360,827.	360,827.	360,827.	
5a	Gross rents				
b	Net rental income or (loss)				
6a	Net gain or (loss) from sale of assets not on line 10	647,433.			
b	Gross sales price for all assets on line 6a	2,235,492.			
7	Capital gain net income (from Part IV, line 2)		647,433.		
8	Net short term capital gain			8,526.	
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)				
	See Statement 1	-37,965.			
12	Total Add lines 1 through 11	970,343.	1,008,308.	369,401.	
13	Compensation of officers, directors, trustees, etc.	100,000.			
14	Other employee salaries and wages				
15	Pension plans, employee benefits				
16a	Legal fees (attach schedule)				
b	Accounting fees (attach sch) See St 2	80.			
c	Other professional fees (attach sch) See St 3	70,977.	70,977.		
17	Interest				
18	Taxes (attach schedule)(see instrs)				
19	Depreciation (attach schedule) and depletion				
20	Occupancy				
21	Travel, conferences, and meetings				
22	Printing and publications				
23	Other expenses (attach schedule)				
	See Statement 4	61,549.			
24	Total operating and administrative expenses Add lines 13 through 23	232,606.	70,977.		
25	Contributions, gifts, grants paid Part XV	790,000.			790,000.
26	Total expenses and disbursements. Add lines 24 and 25	1,022,606.	70,977.	0.	790,000.
27	Subtract line 26 from line 12:				
a	Excess of revenue over expenses and disbursements	-52,263.			
b	Net investment income (if negative, enter -0-)		937,331.		
c	Adjusted net income (if negative, enter -0-)			369,401.	

BAA For Paperwork Reduction Act Notice, see instructions.

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Form 990-PF (2017)

625



RECEIVED JAN 31 2019 ADMINISTRATIVE AND OPERATING EXPENSES

Part II Balance Sheets		Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions)		Beginning of year	End of year	
				(a) Book Value	(b) Book Value	(c) Fair Market Value
ASSETS	1 Cash – non-interest-bearing			356,033.	163,895.	163,895.
	2 Savings and temporary cash investments					
	3 Accounts receivable	33,709.				
	Less: allowance for doubtful accounts			21,812.	33,709.	
	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 sch)					
	Less: allowance for doubtful accounts					
	8 Inventories for sale or use					
	9 Prepaid expenses and deferred charges					
	10a Investments – U.S. and state government obligations (attach schedule)					
	b Investments – corporate stock (attach schedule)			13,001,423.	12,756,659.	15,465,574.
	c Investments – corporate bonds (attach schedule)					
	11 Investments – land, buildings, and equipment basis					
LIABILITIES	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 ▶ See Statement 5)			53,797.	20,627.	25,213.
	16 Total assets (to be completed by all filers – see the instructions. Also, see page 1, item I)			13,433,065.	12,974,890.	15,654,682.
	17 Accounts payable and accrued expenses			22,420.	29,123.	
	18 Grants payable					
	19 Deferred revenue					
NET ASSETS OR FUND BALANCES	20 Loans from officers, directors, trustees, & other disqualified persons					
	21 Mortgages and other notes payable (attach schedule)					
	22 Other liabilities (describe ▶)					
	23 Total liabilities (add lines 17 through 22)			22,420.	29,123.	
	Foundations that follow SFAS 117, check here and complete lines 24 through 26, and lines 30 and 31. <input checked="" type="checkbox"/>					
	24 Unrestricted			13,410,645.	12,945,767.	
	25 Temporarily restricted					
	26 Permanently restricted					
	Foundations that do not follow SFAS 117, check here and complete lines 27 through 31. <input type="checkbox"/>					
	27 Capital stock, trust principal, or current funds					
	28 Paid-in or capital surplus, or land, bldg., and equipment fund					
	29 Retained earnings, accumulated income, endowment, or other funds					
	30 Total net assets or fund balances (see instructions)			13,410,645.	12,945,767.	
	31 Total liabilities and net assets/fund balances (see instructions)			13,433,065.	12,974,890.	

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	13,410,645.
2 Enter amount from Part I, line 27a	2	-52,263.
3 Other increases not included in line 2 (itemize) ▶ See Statement 6	3	299,427.
4 Add lines 1, 2, and 3	4	13,657,809.
5 Decreases not included in line 2 (itemize) ▶ See Statement 7	5	712,042.
6 Total net assets or fund balances at end of year (line 4 minus line 5) – Part II, column (b), line 30	6	12,945,767.

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 shares MLC Company)		(b) How acquired P — Purchase D — Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)	
1a See Statement 8					
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) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))		
(i) FMV as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any			
a					
b					
c					
d					
e					
2 Capital gain net income or (net capital loss)		<div style="border: 1px solid black; padding: 2px;"> If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7 </div>		2	647,433.
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6)		<div style="border: 1px solid black; padding: 2px;"> If gain, also enter in Part I, line 8, column (c) See instructions If (loss), enter -0- in Part I, line 8 </div>		3	8,526.

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.

(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	1,228,592.	15,884,303.	0.077346	
2015	295,000.	15,701,465.	0.018788	
2014	245,500.	15,441,377.	0.015899	
2013	407,450.	14,471,946.	0.028154	
2012	577,500.	13,637,124.	0.042348	
2 Total of line 1, column (d)			2	0.182535
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	0.036507
4 Enter the net value of noncharitable-use assets for 2017 from Part X, line 5			4	15,462,748.
5 Multiply line 4 by line 3			5	564,499.
6 Enter 1% of net investment income (1% of Part I, line 27b)			6	9,373.
7 Add lines 5 and 6			7	573,872.
8 Enter qualifying distributions from Part XII, line 4			8	790,000.

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.

3

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

1 a 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 checked="" type="checkbox"/> and enter 1% of Part I, line 27b		1 9,373.
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 9,373.
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 9,373.
6 Credits/Payments		
a 2017 estimated tax pmts and 2016 overpayment credited to 2017	6 a 30,000.	
b Exempt foreign organizations – tax withheld at source	6 b	
c Tax paid with application for extension of time to file (Form 8868)	6 c	
d Backup withholding erroneously withheld	6 d	
7 Total credits and payments. Add lines 6a through 6d		7 30,000.
8 Enter any penalty for underpayment of estimated tax. Check here <input checked="" 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 0.
10 Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid		10 20,627.
11 Enter the amount of line 10 to be: Credited to 2018 estimated tax 20,627. Refunded 0.		11 0.

Part VII-A Statements Regarding Activities

	Yes	No
1 a 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		X
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?		X
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		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
4 a 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?		N/A
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? If 'Yes,' attach the statement required by General Instruction T		X
6 Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either: • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?		X
7 Did the foundation have at least \$5,000 in assets at any time during the year? If 'Yes,' complete Part II, col. (c), and Part XV	X	
8 a Enter the states to which the foundation reports or with which it is registered. See instructions. N/A		
b If the answer is 'Yes' to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by General Instruction G? If 'No,' attach explanation	X	
9 Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 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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Form 990-PF (2017)

Part VII-A Statements Regarding Activities (continued)

	Yes	No
11 At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If 'Yes,' attach schedule See instructions	11	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	12	X
13 Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address <u>N/A</u>	13	X
14 The books are in care of <u>James H. Weisgerber</u> Telephone no. <u>503-632-9335</u> Located at <u>16420 SE McGillivray, Ste 103 Vanc Wa</u> ZIP + 4 <u>98683-3461</u>		
15 Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 - check here <u>N/A</u> and enter the amount of tax-exempt interest received or accrued during the year <u>15</u> <u>N/A</u>		
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	X
See the instructions for exceptions and filing requirements for FinCEN Form 114 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
1 a 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"/>	1 b	N/A
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?	1 c	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? If 'Yes,' list the years <u>20 __ , 20 __ , 20 __ , 20 __</u>	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
b Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer 'No' and attach statement - see instructions)	2 b	N/A
c If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here <u>20 __ , 20 __ , 20 __ , 20 __</u>		
3 a 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)	3 b	N/A
4 a Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4 a	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?	4 b	X

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Form 990-PF (2017)

Part VII-B Statements Regarding Activities for Which Form 4720 May Be Required (continued)**5 a** 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

5 b N/A

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?N/A ☐ Yes ☐ No

If 'Yes,' attach the statement required by Regulations section 53.4945–5(d)

6 a 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?

6 b X

If 'Yes' to 6b, file Form 8870

7 a 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?

N/A

7 b

Part VIII Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors See Statement 9**1** List all officers, directors, trustees, and 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
James H. Weisgerber 21300 S Meadowridge Ct Oregon City, OR 97045	Trustee 5.00	0.	0.	0.
Linda Hickey 16420 SE McGillivray, Ste 103 Vancouver, WA 98683-3461	Exect Dir/Tr 40.00	100,000.	0.	0.
Cindy Nesbitt 16420 SE McGillivray, Ste 100 Vancouver, WA 98683-3461	Trustee 5.00	0.	0.	0.
Rita Weichman 16420 SW McGillivray, Ste 103 Vancouver, WA 98683	Trustee 0	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

0

3 Five highest-paid independent contractors for professional services. See instructions. If none, enter 'NONE.'

Part IX-A Summary of Direct Charitable Activities

Expenses

1	<u>N/A</u>	
2		
3		
4		

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2

Amount

1	<u>N/A</u>	
2		
All other program-related investments See instructions		
3		
Total. Add lines 1 through 3		0

Form 990-PF (2017)

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	1 a	15,264,067.
b	Average of monthly cash balances	1 b	408,941.
c	Fair market value of all other assets (see instructions)	1 c	25,213.
d	Total (add lines 1a, b, and c)	1 d	15,698,221.
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	1 e	0.
2	Acquisition indebtedness applicable to line 1 assets	2	0.
3	Subtract line 2 from line 1d	3	15,698,221.
4	Cash deemed held for charitable activities. Enter 1-1/2% of line 3 (for greater amount, see instructions)	4	235,473.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	15,462,748.
6	Minimum investment return. Enter 5% of line 5	6	773,137.

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	773,137.
2 a	Tax on investment income for 2017 from Part VI, line 5	2 a	9,373.
b	Income tax for 2017 (This does not include the tax from Part VI)	2 b	
c	Add lines 2a and 2b	2 c	9,373.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	763,764.
4	Recoveries of amounts treated as qualifying distributions	4	
5	Add lines 3 and 4	5	763,764.
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	763,764.

Part XIII 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	1 a	790,000.
b	Program-related investments — total from Part IX-B	1 b	
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)	3 a	
b	Cash distribution test (attach the required schedule)	3 b	
4	Qualifying distributions. Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	4	790,000.
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	9,373.
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	780,627.

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				763,764.
2 Undistributed income, if any, as of the end of 2017.				
a Enter amount for 2016 only			787,913.	
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				
d From 2015				
e From 2016				
f Total of lines 3a through e	0.			
4 Qualifying distributions for 2017 from Part XII, line 4 ▶ \$ 790,000.				
a Applied to 2016, but not more than line 2a			787,913.	
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				2,087.
e Remaining amount distributed out of corpus	0.			
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	0.			
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				761,677.
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	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				

BAA

Form 990-PF (2017)

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
<i>a Paid during the year</i> See Statement 11				
Total			3 a	790,000.
<i>b Approved for future payment</i>				
Total			3 b	

2017

Federal Statements

Page 1

Client 50

Ray Hickey Foundation

91-1887342

10/22/18

07 28PM

Statement 1
Form 990-PF, Part I, Line 11
Other Income

	(a) Revenue per Books	(b) Net Investment Income	(c) Adjusted Net Income
Other Investment Income	\$ -37,965.		
Total	\$ -37,965.	\$ 0.	\$ 0.

Statement 2
Form 990-PF, Part I, Line 16b
Accounting Fees

	(a) Expenses per Books	(b) Net Investment Income	(c) Adjusted Net Income	(d) Charitable Purposes
Lacerte Processing Fee	\$ 80.			
Total	\$ 80.	\$ 0.	\$ 0.	\$ 0.

Statement 3
Form 990-PF, Part I, Line 16c
Other Professional Fees

	(a) Expenses per Books	(b) Net Investment Income	(c) Adjusted Net Income	(d) Charitable Purposes
A & M Investment Fees	\$ 60,650.	\$ 60,650.		
B of A Investment Fees	60.	60.		
Ithaka Investment Fees	10,267.	10,267.		
Total	\$ 70,977.	\$ 70,977.	\$ 0.	\$ 0.

Statement 4
Form 990-PF, Part I, Line 23
Other Expenses

	(a) Expenses per Books	(b) Net Investment Income	(c) Adjusted Net Income	(d) Charitable Purposes
Annual State Filing Fee	\$ 25.			
Federal Taxes	53,496.			
Payroll Taxes	8,028.			
Total	\$ 61,549.	\$ 0.	\$ 0.	\$ 0.

Client 50

Ray Hickey Foundation

91-1887342

10/22/18

07 28PM

Statement 5
Form 990-PF, Part II, Line 15
Other Assets

	<u>Book Value</u>	<u>Fair Market Value</u>
Accounts Receivable		\$ 33,709.
Prepaid Taxes		-8,496.
Tax Deposits	\$ 20,627.	
Total	\$ 20,627.	\$ 25,213.

Statement 6
Form 990-PF, Part III, Line 3
Other Increases

Book Gain Act 442	\$ 298,280.
Tax Exempt Interest	1,147.
Total	\$ 299,427.

Statement 7
Form 990-PF, Part III, Line 5
Other Decreases

Income from K-1 Worksheet	\$ 712,027.
Rounding	15.
Total	\$ 712,042.

Statement 8
Form 990-PF, Part IV, Line 1
Capital Gains and Losses for Tax on Investment Income

<u>Item</u>	<u>(a) Description</u>	<u>(b) How Acquired</u>	<u>(c) Date Acquired</u>	<u>(d) Date Sold</u>
1	1 Morrison II-K-1	Purchased	1/01/2016	12/31/2017
2	1 BPEA-K-1	Purchased	1/01/2017	12/01/2017
3	1 BPEA-K-1	Purchased	1/01/2016	12/31/2017
4	1 Tech Ptrners-K-1	Purchased	1/01/2017	12/01/2017
5	1 Tech Ptrners-K-1	Purchased	1/01/2016	12/31/2017
6	1 New Boston-K-1	Purchased	1/01/2016	12/31/2017
7	1 New Boston-K-1	Purchased	1/01/2016	12/31/2017
8	1 Accumetrics-K-1	Purchased	1/01/2016	12/31/2017
9	1 Gerding-K-1	Purchased	1/01/2016	12/31/2017
10	1 Morrison IV-K-1	Purchased	1/01/2016	12/31/2017
11	1 Sightline K-1	Purchased	1/01/2016	12/31/2017
12	1 3 x 5 Rivervest K-1	Purchased	1/01/2017	12/31/2017
13	1 3 x 5 Rivervest K-1	Purchased	1/01/2016	12/31/2017
14	1 Aether II-K-1	Purchased	1/01/2017	12/31/2017
15	1 Aether II-K-1	Purchased	1/01/2016	12/31/2017
16	1 Aether II-K-1	Purchased	1/01/2016	12/31/2017
17	1 Asia Alt III-K-1	Purchased	1/01/2016	12/31/2017
18	1 Accumetrics IV -K-	Purchased	1/01/2016	12/31/2017
19	1 Morrison V-K-1	Purchased	1/01/2016	12/31/2017
20	1 AACP Debt-Letter	Purchased	1/01/2016	12/31/2017

Client 50

Ray Hickey Foundation

91-1887342

10/22/18

07 28PM

Statement 8 (continued)
Form 990-PF, Part IV, Line 1
Capital Gains and Losses for Tax on Investment Income

Item	(a) Description	(b) How Acquired	(c) Date Acquired	(d) Date Sold
21	1 AACP Tax Exemp-Letter	Purchased	1/01/2016	12/31/2017
22	63 Align Tech	Purchased	2/10/2017	5/26/2017
23	360 Charles Scwab	Purchased	2/02/2017	5/26/2017
24	88 Dexcom	Purchased	8/23/2016	5/26/2017
25	100 Incyte	Purchased	6/03/2016	5/26/2017
26	27 Nvudia	Purchased	4/26/2017	5/26/2017
27	143 StarBucks	Purchased	11/30/2016	10/06/2017
28	174 Transunion	Purchased	5/15/2017	5/26/2017
29	190 Adobe	Purchased	1/29/2016	5/26/2017
30	97 ALEXION	Purchased	1/01/2016	5/26/2017
31	33 Alphabet	Purchased	3/03/2014	5/26/2017
32	37 Amazon	Purchased	11/26/2012	5/26/2017
33	74 Biogen	Purchased	1/01/2015	1/11/2017
34	74 Biomarin	Purchased	3/16/2015	5/26/2017
35	745 Celgene	Purchased	7/15/2013	11/01/2017
36	280 Dexcom	Purchased	8/23/2016	9/07/2017
37	196 Dominos	Purchased	5/29/2015	11/09/2017
38	147 Edwards	Purchased	4/26/2016	5/26/2017
39	472 Facebook	Purchased	7/25/2013	5/26/2017
40	76 Homedepot	Purchased	4/20/2016	5/26/2017
41	83 Illumina	Purchased	12/29/2014	5/26/2017
42	227 Mastercard	Purchased	11/26/2012	5/26/2017
43	406 Middleby	Purchased	9/16/2013	8/14/2017
44	514 Nike	Purchased	1/01/2015	5/15/2017
45	75 O Reilly	Purchased	1/01/2015	5/17/2017
46	100 Palo Alto	Purchased	3/17/2015	5/26/2017
47	285 Paypal	Purchased	7/16/2015	5/26/2017
48	24 Priceline	Purchased	1/01/2015	10/31/2017
49	47 Regeneron	Purchased	1/01/2015	5/26/2017
50	375 Salesforce	Purchased	1/01/2015	5/26/2017
51	190 Splunk	Purchased	4/09/2013	5/26/2017
52	1503 StarBucks	Purchased	1/01/2015	10/06/2017
53	689 TJX	Purchased	1/01/2015	12/05/2017
54	245 Transdigm	Purchased	1/01/2015	9/20/2017
55	213 Ulta Beauty	Purchased	1/01/2015	10/06/2017
56	214 Ultimate Software	Purchased	1/01/2015	8/30/2017
57	1870 Under Armor	Purchased	1/01/2015	2/02/2017
58	370 Visa	Purchased	6/22/2011	5/26/2017
59	532 Walt Disney	Purchased	7/15/2014	6/22/2017
60	121 Workday	Purchased	8/21/2013	5/26/2017
61	134 Veeva	Purchased	4/24/2017	5/26/2017
62	2391 Carillon	Purchased	11/29/2016	1/10/2017
63	344 Metro West Low D	Purchased	9/30/2016	1/10/2017
64	171 Vanguard Health	Purchased	5/06/2016	1/10/2017
65	850 Artisan	Purchased	2/12/2013	1/10/2017
66	794 Artisan	Purchased	2/12/2013	1/10/2017
67	3602 Brandywine	Purchased	2/12/2013	1/10/2017
68	9493 Grandeur Peak	Purchased	2/12/2013	1/10/2017
69	1236 Harbor	Purchased	5/19/2014	1/10/2017
70	1214 Johcm Intl	Purchased	4/06/2015	1/10/2017
71	16805 Victory Global	Purchased	10/12/2012	6/01/2017
72	355 Pimco	Purchased	6/16/2011	1/10/2017

Client 50

Ray Hickey Foundation

91-1887342

10/22/18

07:28PM

Statement 8 (continued)
Form 990-PF, Part IV, Line 1
Capital Gains and Losses for Tax on Investment Income

Item	(e) Gross Sales	(f) Deprec. Allowed	(g) Cost Basis	(h) Gain (Loss)	(i) FMV 12/31/69	(j) Adj. Bas. 12/31/69	(k) Excess (i) - (j)	(l) Gain (Loss)
1	0.	16,317.	109,284.	-92,967.				\$ -92,967.
2	1,210.		0.	1,210.				1,210.
3	119,759.		0.	119,759.				119,759.
4	0.		306.	-306.				-306.
5	0.		8,806.	-8,806.				-8,806.
6	0.	19,986.	2,180.	17,806.				17,806.
7	123,977.		0.	123,977.				123,977.
8	34,567.		0.	34,567.				34,567.
9	0.		1,229.	-1,229.				-1,229.
10	77,272.	9,649.	0.	86,921.				86,921.
11	24,584.		0.	24,584.				24,584.
12	90.		0.	90.				90.
13	195.		0.	195.				195.
14	0.		87.	-87.				-87.
15	458.	38.	0.	496.				496.
16	6,990.		0.	6,990.				6,990.
17	1,766.		0.	1,766.				1,766.
18	5,623.		0.	5,623.				5,623.
19	32,792.	5,391.	0.	38,183.				38,183.
20	59,962.		0.	59,962.				59,962.
21	17,429.		0.	17,429.				17,429.
22	8,876.		6,116.	2,760.				2,760.
23	14,141.		14,184.	-43.				-43.
24	6,052.		8,101.	-2,049.				-2,049.
25	13,485.		8,562.	4,923.				4,923.
26	3,770.		2,834.	936.				936.
27	7,842.		8,313.	-471.				-471.
28	7,510.		7,283.	227.				227.
29	26,999.		16,502.	10,497.				10,497.
30	9,438.		8,840.	598.				598.
31	32,064.		19,721.	12,343.				12,343.
32	36,762.		8,980.	27,782.				27,782.
33	21,194.		28,557.	-7,363.				-7,363.
34	6,506.		9,179.	-2,673.				-2,673.
35	77,918.		57,479.	20,439.				20,439.
36	20,529.		25,775.	-5,246.				-5,246.
37	34,746.		21,365.	13,381.				13,381.
38	16,777.		15,899.	878.				878.
39	68,299.		15,534.	52,765.				52,765.
40	11,806.		10,259.	1,547.				1,547.
41	14,598.		15,503.	-905.				-905.
42	27,637.		10,894.	16,743.				16,743.
43	49,050.		34,628.	14,422.				14,422.
44	27,741.		33,185.	-5,444.				-5,444.
45	18,681.		19,151.	-470.				-470.
46	11,846.		14,530.	-2,684.				-2,684.
47	14,517.		10,921.	3,596.				3,596.
48	45,159.		13,502.	31,657.				31,657.
49	21,456.		7,058.	14,398.				14,398.
50	34,082.		13,378.	20,704.				20,704.
51	11,957.		7,682.	4,275.				4,275.
52	84,710.		46,781.	37,929.				37,929.
53	52,236.		46,697.	5,539.				5,539.

Client 50

Ray Hickey Foundation

91-1887342

10/22/18

07 28PM

Statement 8 (continued)
Form 990-PF, Part IV, Line 1
Capital Gains and Losses for Tax on Investment Income

Item	(e) Gross Sales	(f) Deprec. Allowed	(g) Cost Basis	(h) Gain (Loss)	(i) FMV 12/31/69	(j) Adj. Bas. 12/31/69	(k) Excess (i) - (j)	(l) Gain (Loss)
54	58,360.		22,106.	36,254.				\$ 36,254.
55	56,094.		33,384.	22,710.				22,710.
56	43,444.		39,384.	4,060.				4,060.
57	35,476.		23,389.	12,087.				12,087.
58	35,041.		7,003.	28,038.				28,038.
59	56,853.		48,705.	8,148.				8,148.
60	12,155.		8,940.	3,215.				3,215.
61	8,830.		7,059.	1,771.				1,771.
62	27,990.		28,001.	-11.				-11.
63	29,990.		30,102.	-112.				-112.
64	13,990.		14,302.	-312.				-312.
65	28,000.		27,286.	714.				714.
66	18,000.		18,270.	-270.				-270.
67	41,990.		46,232.	-4,242.				-4,242.
68	29,990.		22,880.	7,110.				7,110.
69	13,990.		12,392.	1,598.				1,598.
70	22,990.		25,235.	-2,245.				-2,245.
71	353,261.		531,097.	-177,836.				-177,836.
72	3,990.		4,388.	-398.				-398.
Total								\$ 647,433.

Statement 9
Form 990-PF, Part VIII
Compensation Explanation

Arnerich & Massena
Investment Management Svcs

Statement 10
Form 990-PF, Part XV, Line 2a-d
Application Submission Information

Name of Grant Program:

Name: Linda Rae Hickey

Care Of:

Street Address: 16420 SE McGillivray, Ste 103--PMB193

City, State, Zip Code: Vancouver, Wa 98683-3461

Telephone:

E-Mail Address: Linda@hickeyfamilycompany.com

Form and Content:

Requests should be written, detailing purpose of and amount (detail budget) of request. Proof of IRS status as a qualifying non-profit organizations must be included. Requests reviewed following the end of each calendar quart. Priority is given to requests from the Vancouver, Washington/Portland, Oregon region that provide a positive impact to youth. Grants are given in areas of healthcare, social services, education, environmental conservation, and recreation.

Submission Deadlines:

Restrictions on Awards:

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Client 50

Ray Hickey Foundation

91-1887342

10/22/18

07 28PM



Statement 11
Form 990-PF, Part XV, Line 3a
Recipient Paid During the Year

<u>Name and Address</u>	<u>Donee Relationship</u>	<u>Found- ation Status</u>	<u>Purpose of Grant</u>	<u>Amount</u>
The Giving Closet 2804 NE 65th Avenue Vancouver Wa 98661	None	N/A	Provide Clothing & Daily Needs Supplies to the Low Income	\$ 15,000.
CASA 1401 NE 68th Ave Portland Or 97213	None	N/A	Advocacy and Support for Children Suffering from Abuse or Neglect	25,000.
OMSI 1945 SE Water Ave Portland Or 97214	None	N/A	Scholarships for outdoor program for financially disadvantage youths.	25,000.
Vancourver Lake Crew 8612 Erwin O. Reiger Memorial Hyw Vanacouver Wa 98660	None	N/A	Repair & Maintain Facilities and Sponsor Youths Activity	15,000.
Medical Teams International 1415 SW Milton Ct Tigard Or 97224	None	N/A	Internal Disaster Relief-Earth Quake Victims	50,000.
St Mary's Home For Boys 16535 SW Tualatin Valley Hwy Portland Or 97006	None	N/A	Educating and Training Youths with Troubled Backgrounds	100,000.
FISH 906 Harney Street Vancouver Wa 98666	None	N/A	Providing Meals to Community Members in Need	15,000.
Birch Community Services 17780 NE San Rafael Portland Or 97230	None	N/A	Assisting Unemployed and Low Income With Food, Housing and Eduction	10,000.
Meals on Wheels 7710 SW 31st Street Portland Or 97280	None	N/A	Providing Meals for Low Income Individuals	25,000.

Client 50

Ray Hickey Foundation

91-1887342

10/22/18

07 28PM

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Statement 11 (continued)
Form 990-PF, Part XV, Line 3a
Recipient Paid During the Year

Name and Address	Donee Relationship	Found- ation Status	Purpose of Grant	Amount
T1L1 PO Box 249 Columbia Falls Me 04623	None	N/A.	Remebrance Wreaths for Arlington National Cemetery	\$ 25,000.
Share House 2306 NE Andresen Road Vancouver WA 98661	NONE	N/A	Provides meals for children & families in need.	20,000.
Columbia River Maritime Museum 1792 Maritime Drive Astoria OR 97103	NONE	N/A	For general operation and maintenance of historical exhibits and data related to the Columbia River	25,000.
Hood River Search & Rescue 309 State Street Hood River Or 97031	NONE	N/A	Provide funding of operations related to public safety needs for individuals in the Columbia Gorge area. Reibursing costs relate to the Eagle Creek Fire.	20,000.
Friends of the Columbia Gorge 333 SW 5th Ave, Ste 300 Portland Or 97204	NONE	N/A	Gorge restoration in the Eagle Creek Fire area.	50,000.
Humane Society for SW Washington 1100 Northeast 192nd Avenue Vancouver Wa 98684	NONE	N/A	Care for the welfare of and provide for adoption of pets in the SW Washington region.	35,000.

Client 50

Ray Hickey Foundation

91-1887342

10/22/18

07 28PM

Statement 11 (continued)
Form 990-PF, Part XV, Line 3a
Recipient Paid During the Year

Name and Address	Donee Relationship	Found- ation Status	Purpose of Grant	Amount
Pearson Field Education Center 201 E Reserve St Vancouver Wa 98661	NONE	N/A	Youth education to inspire careers in science, technology, engineering and mathmatics.	\$ 20,000.
SPOON Foundation 135 SE Main Street Portland Or 97214	NONE	EOF	Improve nutrition for orphans and adoptees.	25,000.
The Bloom Project 100 SW Miller Road Portland OR 97225	NONE	N/A	Provide emotional support for hospice and palliative care patients through weekly deliveries of floral bouquets.	10,000.
Playworks Pacific Northwest 1125 SE Madison Sr, Ste 210 Portland OR 97214	NONE	N/A	Provide activities for children that help build social and emotional skills	25,000.
Play It Forward(Snowman Foundation) 1545 SW Hillday Avenue Portland Or 97225	NONE		Provide musical outreach for children with donated instruments and lessons.	15,000.
EOCF 17800 SE Mill Plain Blvd, Ste 150 Vancouver Wa 98683	NONE	N/A	Services for children in need. Serices include head start programs, early education, and youth sports.	15,000.

2017

Federal Statements

Page 9

Client 50

Ray Hickey Foundation

91-1887342

10/22/18

07 28PM

Statement 11 (continued)
Form 990-PF, Part XV, Line 3a
Recipient Paid During the Year

<u>Name and Address</u>	<u>Donee Relationship</u>	<u>Found- ation Status</u>	<u>Purpose of Grant</u>	<u>Amount</u>
Make -A-Wish 2000 SW 1st Avenue, Ste 410 Portland OR 97201	NONE	EOF	Provide emotional support for children with challenging medical conditions.	\$ 25,000.
American Red Cross, Cascades Region 3131 N. Vancouver Ave. Portland PR 97227	NONE	N/A	Hurrican disaster relief.	100,000.
Southwest Community Health Center 7754 SW Capitol Highway Portland OR 97219	NONE	N/A	Safety net health care for low-income uninsured individuals.	75,000.
Santa's Posse 707 W 13th St Vancouver Wa 98660	NONE	N/A	Provides toys & food for low-income families during the holiday season.	25,000.
Total				\$ <u>790,000.</u>

2017

Federal Supporting Detail

Page 2

Client 50

Ray Hickey Foundation

91-1887342

10/22/18

07 29PM

Other Income Producing Activities (continued)
Other investment income [O]

AACP Exempt Letter-Ordinary Income

	\$	5,193.
Total	\$	<u><u>-37,965.</u></u>

Other Income Producing Activities
Investment from tax-exempt bond proceeds

	\$	1,147.
Total	\$	<u><u>1,147.</u></u>

Undistributed Income (990-PF)
Average monthly fair market value of securities [O]

Schwab	\$	5,749,513.
Schwab-Ithaka		2,101,614.
LPL		1,588,246.
Arnerich		5,824,694.
Total	\$	<u><u>15,264,067.</u></u>

Balance Sheet
Cash-non-interest-bearing

Bank of America-Checking	\$	163,895.
		0.
Total	\$	<u><u>163,895.</u></u>

Balance Sheet
Corporate stock (Form 990-PF)[O]

Mutual Funds-LPL	\$	1,426,351.
A & M Securities		5,202,056.
Schwab Accounts		5,591,108.
Schwab/Ithaka Account		537,144.
Total	\$	<u><u>12,756,659.</u></u>

Balance Sheet
Unrestricted

Prior Year Balance	\$	13,410,645.
Current Year Net Resources/(Exp)		-464,878.
Total	\$	<u><u>12,945,767.</u></u>

2017

Federal Supporting Detail

Page 3

Client 50

Ray Hickey Foundation

91-1887342

10/22/18

07.29PM

FMV of Assets (990-PF)
Cash, non-interest bearing

Bank of America-Checking Act

	\$	163,895.
Total	\$	<u>163,895.</u>

FMV of Assets (990-PF)
Corporate stock [O]

Investments Managed @ Arnerich
Investments Managed by LPL
Schwabe
Schwabe-Ithaka

	\$	5,766,542.
		1,675,291.
		6,010,919.
		<u>2,012,822.</u>
Total	\$	<u>15,465,574.</u>