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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

2018

Open to Public Inspection

For calendar year 2018, or tax year beginning 01-01-2018, and ending 12-31-2018

Name of foundation
RIVERSTYX FOUNDATION

Number and street (or P O box number if mail is not delivered to street address)
C/O VWC 10510 NORTHUP WAY NO 300

City or town, state or province, country, and ZIP or foreign postal code
KIRKLAND, WA 98033

G Check all that apply

☐ Initial return

☐ Initial return of a former public charity

☐ Final return

☐ Amended return

☐ Address change

☐ Name change

H Check type of organization

☒ Section 501(c)(3) exempt private foundation

☐ Section 4947(a)(1) nonexempt charitable trust

☐ Other taxable private foundation

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

\$ 32,953,585

J Accounting method

☒ Cash

☐ Accrual

☐ Other (specify)

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

A Employer identification number
94-3373712

B Telephone number (see instructions)
(425) 250-0051

C If exemption application is pending, check here

D 1. Foreign organizations, check here

2 Foreign organizations meeting the 85% test, check here and attach computation

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

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

Part I Analysis of Revenue and Expenses (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see instructions))

	(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
Revenue	1 Contributions, gifts, grants, etc , received (attach schedule)	745,568		
	2 Check ☐ if the foundation is not required to attach Sch B			
	3 Interest on savings and temporary cash investments	477	477	
	4 Dividends and interest from securities	772,086	772,086	
	5a Gross rents			
	b Net rental income or (loss)			
	6a Net gain or (loss) from sale of assets not on line 10	1,028,720		
	b Gross sales price for all assets on line 6a	5,224,220		
	7 Capital gain net income (from Part IV, line 2)		1,028,720	
	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	2,546,851	1,801,283		
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)	94	0	94
	b Accounting fees (attach schedule)	71,260	49,882	21,378
	c Other professional fees (attach schedule)	340,109	287,937	52,172
	17 Interest			
	18 Taxes (attach schedule) (see instructions)	23,325	23,325	0
	19 Depreciation (attach schedule) and depletion			
	20 Occupancy			
	21 Travel, conferences, and meetings			
	22 Printing and publications			
	23 Other expenses (attach schedule)	1,918	0	0
	24 Total operating and administrative expenses. Add lines 13 through 23	436,706	361,144	73,644
	25 Contributions, gifts, grants paid	1,691,430		1,691,430
26 Total expenses and disbursements. Add lines 24 and 25	2,128,136	361,144	1,765,074	
	27 Subtract line 26 from line 12			
	a Excess of revenue over expenses and disbursements	418,715		
	b Net investment income (if negative, enter -0-)		1,440,139	
c Adjusted net income (if negative, enter -0-)				

For Paperwork Reduction Act Notice, see instructions.

Cat No 11289X

Form 990-PF (2018)

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	3,141,779	2,378,895	2,378,895
	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) ▶ _____ 360,000 Less allowance for doubtful accounts ▶ _____ 0	360,000	360,000	360,000
	8	Inventories for sale or use			
	9	Prepaid expenses and deferred charges			
	10a	Investments—U S and state government obligations (attach schedule)	1,677,498	1,492,832	1,501,764
	b	Investments—corporate stock (attach schedule)	7,823,515	15,232,958	15,116,981
	c	Investments—corporate bonds (attach schedule)	13,901,846	7,858,668	13,595,945
	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 ▶ _____)				
16	Total assets (to be completed by all filers—see the instructions Also, see page 1, item I)	26,904,638	27,323,353	32,953,585	
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	26,904,638	27,323,353	
	30	Total net assets or fund balances (see instructions)	26,904,638	27,323,353	
31	Total liabilities and net assets/fund balances (see instructions) .	26,904,638	27,323,353		

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	26,904,638
2	Enter amount from Part I, line 27a	2	418,715
3	Other increases not included in line 2 (itemize) ▶ _____	3	0
4	Add lines 1, 2, and 3	4	27,323,353
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	27,323,353

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)
1 a ST PUBLICLY TRADED SEC			
b LT PUBLICLY TRADED SEC			
c CAP GN DIST - SCHWAB US TREAS MONEY FUND			
d CAP GN DIST - PROLOGIS INC			
e CAP GN - AIG SECURITIES SETTLEMENT			

(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 501,557		570,256	-68,699
b 4,721,807		3,625,244	1,096,563
c 7			7
d 811			811
e 38			38

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			-68,699
b			1,096,563
c			7
d			811
e			38

2 Capital gain net income or (net capital loss)	2	1,028,720
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))
2017	1,807,006	33,163,050	0 054489
2016	1,772,597	31,696,301	0 055924
2015	1,826,054	32,469,141	0 056240
2014	1,254,797	32,236,804	0 038924
2013	1,520,849	30,606,329	0 049691

2 Total of line 1, column (d)	2	0 255268
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 051054
4 Enter the net value of noncharitable-use assets for 2018 from Part X, line 5	4	34,268,844
5 Multiply line 4 by line 3	5	1,749,562
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	14,401
7 Add lines 5 and 6	7	1,763,963
8 Enter qualifying distributions from Part XII, line 4	8	1,765,074

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	14,401
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	14,401
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	14,401
6	Credits/Payments		
a	2018 estimated tax payments and 2017 overpayment credited to 2018	6a	20,573
b	Exempt foreign organizations—tax withheld at source	6b	
c	Tax paid with application for extension of time to file (Form 8868)	6c	0
d	Backup withholding erroneously withheld	6d	0
7	Total credits and payments. Add lines 6a through 6d.	7	20,573
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	6,172
11	Enter the amount of line 10 to be Credited to 2019 estimated tax ☐ 6,172 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). 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	1b	No
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 2018 or the taxable year beginning in 2018? See the instructions for Part XIV. If "Yes," complete Part XIV	9	No
10 Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses	10	No

Part VII-A Statements Regarding Activities (continued)

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? Website address WWW.RIVERSTYXFOUNDATION.ORG	13	Yes	
14	The books are in care of VVC PS Telephone no (425) 250-0051			

Located at **10510 NORTHUP WAY SUITE 300 KIRKLAND WA**ZIP+4 **98033**

15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 —check here ☐ and enter the amount of tax-exempt interest received or accrued during the year 15		
16	At any time during calendar year 2018, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country? See the instructions for exceptions and filing requirements for FinCEN Form 114. If "Yes", enter the name of the foreign country ▶	16	Yes No

Part VII-B Statements Regarding Activities for Which Form 4720 May Be Required**File Form 4720 if any item is checked in the "Yes" column, unless an exception applies.**

		Yes	No
1a	During the year did the foundation (either directly or indirectly)		
	(1) Engage in the sale or exchange, or leasing of property with a disqualified person? ☐ Yes ☒ No		
	(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? ☐ Yes ☒ No		
	(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? ☐ Yes ☒ No		
	(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? ☒ Yes ☐ No		
	(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)? ☐ Yes ☒ No		
	(6) Agree to pay money or property to a government official? (Exception. Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days). ☐ Yes ☒ No		
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. ☐	1b	No
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 2018?	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 2018, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2018? ☐ 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 2018 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 2018).	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 2018?	4b	No

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

5a	During the year did the foundation pay or incur any amount to		Yes	No
(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? If "Yes," attach the statement required by Regulations section 53.4945–5(d)	☐ Yes ☐ No		
6a	Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract?	☐ Yes ☒ No	6b	No
b	Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract? 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	7b	
b	If yes, did the foundation receive any proceeds or have any net income attributable to the transaction?			
8	Is the foundation subject to the section 4960 tax on payment(s) of more than \$1,000,000 in remuneration or excess parachute payment during the year?	☐ Yes ☒ No		

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
JAMES L SWIFT 10510 NORTHUP WAY STE 300 KIRKLAND, WA 98033	PRESIDENT 1 00	0	0	0
STEVE BRINN 10510 NORTHUP WAY STE 300 KIRKLAND, WA 98033	SECRETARY 5 00	0	0	0
T CODY SWIFT 10510 NORTHUP WAY STE 300 KIRKLAND, WA 98033	VICE PRESIDENT 15 00	0	0	0
DON R CARLIN 10510 NORTHUP WAY STE 300 KIRKLAND, WA 98033	TREASURER 1 00	0	0	0
2 Compensation of five highest-paid employees (other than those included on line 1—see instructions). If none, enter "NONE."				
(a) Name and address of each employee paid more than \$50,000	(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

Part VIII Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors (continued)
3 Five highest-paid independent contractors for professional services (see instructions). If none, enter "NONE".

(a) Name and address of each person paid more than \$50,000	(b) Type of service	(c) Compensation
BADGLEY PHELPS INVESTMENT MANAGERS 1420 FIFTH AVE STE 3200 SEATTLE, WA 98101	INVESTMENT	229,307
VWC PS 10510 NORTHUP WAY SUITE 300 KIRKLAND, WA 98033	ACCOUNTING	71,260
FIDUCIA LLC 3825 INTERLAKE AVENUE N SUITE A SEATTLE, WA 98103	INVESTMENT	58,630

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 TO SUPPORT OTHER QUALIFIED CHARITIES DEEMED APPROPRIATE BY THE BOARD OF TRUSTEES THE BOARD MADE CHARITABLE CONTRIBUTIONS TO 54 DIFFERENT CHARITIES DURING 2018	73,645
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	32,151,261
b	Average of monthly cash balances.	1b	2,279,444
c	Fair market value of all other assets (see instructions).	1c	360,000
d	Total (add lines 1a, b, and c).	1d	34,790,705
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	34,790,705
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions).	4	521,861
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	34,268,844
6	Minimum investment return. Enter 5% of line 5.	6	1,713,442

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

1	Minimum investment return from Part X, line 6.	1	1,713,442
2a	Tax on investment income for 2018 from Part VI, line 5.	2a	14,401
b	Income tax for 2018 (This does not include the tax from Part VI).	2b	
c	Add lines 2a and 2b.	2c	14,401
3	Distributable amount before adjustments. Subtract line 2c from line 1.	3	1,699,041
4	Recoveries of amounts treated as qualifying distributions.	4	0
5	Add lines 3 and 4.	5	1,699,041
6	Deduction from distributable amount (see instructions).	6	0
7	Distributable amount as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1.	7	1,699,041

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	1,765,074
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	1,765,074
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	14,401
6	Adjusted qualifying distributions. Subtract line 5 from line 4.	6	1,750,673

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 2017	(c) 2017	(d) 2018
1 Distributable amount for 2018 from Part XI, line 7				1,699,041
2 Undistributed income, if any, as of the end of 2018				
a Enter amount for 2017 only.			0	
b Total for prior years 20____, 20____, 20____		0		
3 Excess distributions carryover, if any, to 2018				
a From 2013.	7,051			
b From 2014.				
c From 2015.	228,095			
d From 2016.	204,500			
e From 2017.	176,583			
f Total of lines 3a through e.	616,229			
4 Qualifying distributions for 2018 from Part XII, line 4 ▶ \$ 1,765,074				
a Applied to 2017, 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 2018 distributable amount.				1,699,041
e Remaining amount distributed out of corpus	66,033			
5 Excess distributions carryover applied to 2018 (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	682,262			
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 2017 Subtract line 4a from line 2a Taxable amount—see instructions			0	
f Undistributed income for 2018 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2019				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 2013 not applied on line 5 or line 7 (see instructions).	7,051			
9 Excess distributions carryover to 2019. Subtract lines 7 and 8 from line 6a	675,211			
10 Analysis of line 9				
a Excess from 2014.				
b Excess from 2015.	228,095			
c Excess from 2016.	204,500			
d Excess from 2017.	176,583			
e Excess from 2018.	66,033			

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 2018, 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)					
2a Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed	Tax year	Prior 3 years			(e) Total
	(a) 2018	(b) 2017	(c) 2016	(d) 2015	
b 85% of line 2a					
c Qualifying distributions from Part XII, line 4 for each year listed					
d Amounts included in line 2c not used directly for active conduct of exempt activities					
e Qualifying distributions made directly for active conduct of exempt activities. Subtract line 2d from line 2c					
3 Complete 3a, b, or c for the alternative test relied upon					
a "Assets" alternative test—enter					
(1) Value of all assets					
(2) Value of assets qualifying under section 4942(j)(3)(B)(i)					
b "Endowment" alternative test— enter 2/3 of minimum investment return shown in Part X, line 6 for each year listed.					
c "Support" alternative test—enter					
(1) Total support other than gross investment income (interest, dividends, rents, payments on securities loans (section 512(a)(5)), or royalties)					
(2) Support from general public and 5 or more exempt organizations as provided in section 4942(j)(3)(B)(iii).					
(3) Largest amount of support from an exempt organization					
(4) Gross investment income					

Part XV Supplementary Information (Complete this part only if the foundation had \$5,000 or more in assets at any time during the year—see instructions.)

1 Information Regarding Foundation Managers:	
a List any managers of the foundation who have contributed more than 2% of the total contributions received by the foundation before the close of any tax year (but only if they have contributed more than \$5,000) (See section 507(d)(2)) JAMES L SWIFT	
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. to individuals or organizations under other conditions, complete items 2a, b, c, and d. See instructions.	
a The name, address, and telephone number or email address of the person to whom applications should be addressed	
b The form in which applications should be submitted and information and materials they should include	
c Any submission deadlines	
d Any restrictions or limitations on awards, such as by geographical areas, charitable fields, kinds of institutions, or other factors	

Part XV **Supplementary Information** (continued)**3 Grants and Contributions Paid During the Year or Approved for Future Payment**

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

Enter gross amounts unless otherwise indicated

[illegible]

Part XVII

- 1** Did the organization directly or indirectly engage in any of the following with any other organization described in section 501(c)(3) (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.
- (2) Other assets.
- b** Other transactions
- (1) Sales of assets to a noncharitable exempt organization.
- (2) Purchases of assets from a noncharitable exempt organization.
- (3) Rental of facilities, equipment, or other assets.
- (4) Reimbursement arrangements.
- (5) Loans or loan guarantees.
- (6) Performance of services or membership or fundraising solicitations.
- c** Sharing of facilities, equipment, mailing lists, other assets, or paid employees.
- d** If the answer to any of the above is "Yes," complete the following schedule. Column (b) should always show the fair market value of the goods, other assets, or services given by the reporting foundation. If the foundation received less than fair market value in any transaction or sharing arrangement, show in column (d) the value of the goods, other assets, or services received

[illegible]

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

b If "Yes," complete the following schedule

(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.		
	*****	2019-11-14	*****
	_____ Signature of officer or trustee	_____ Date	_____ Title

May the IRS discuss this return with the preparer shown below
 (see instr.) ☒ **Yes** ☐ **No**

Paid Preparer Use Only	Print/Type preparer's name	Preparer's Signature	Date	Check if self-employed ☐	PTIN
	RACHELLE A BENBOW		2019-11-14		P00193404
	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 XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
ACLU OF WASHINGTON FOUNDATION 901 5TH AVE STE 630 SEATTLE, WA 98164	NONE	PUBLIC CHARITY	DONATION	10,000
AZEE BEE NAHAGHA OF DINE NATION HWY 160 PO BOX 1570 CHINLE, AZ 86503	NONE	PUBLIC CHARITY	DONATION	5,000
ASSISTANCE LEAGUE OF BELLINGHAM 2817 MERIDIAN ST BELLINGHAM, WA 98225	NONE	PUBLIC CHARITY	DONATION	2,500
Total ► 3a				1,691,430

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a Paid during the year				
BELLINGHAM INTERNATIONAL WOMEN'S FILM FESTIVAL 1050 LARRABEE AVE STE 104 BOX 810 BELLINGHAM, WA 98225	NONE	PUBLIC CHARITY	DONATION	5,000
BELLINGHAM WHATCOM FIREFIGHTERS BENEVOLENT FUND PO BOX 5401 BELLINGHAM, WA 98227	NONE	PUBLIC CHARITY	DONATION	5,000
BOOKS TO PRISONERS92 PIKE ST SEATTLE, WA 98101	NONE	PUBLIC CHARITY	DONATION	5,000
Total ► 3a				1,691,430

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
BOYS AND GIRLS CLUB OF SNOHOMISH CO 8223 BROADWAY SUITE 100 EVERETT, WA 98203	NONE	PUBLIC CHARITY	DONATION	375
BRIGID COLLINS HOUSE 1231 N GARDEN ST STE 200 BELLINGHAM, WA 98225	NONE	PUBLIC CHARITY	DONATION	17,000
CHILDREN OF THE SETTING SUN PO BOX 1571 BELLINGHAM, WA 98227	NONE	PUBLIC CHARITY	DONATION	10,000
Total ▶ 3a				1,691,430

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
COMPASS HEALTH4526 FEDERAL WAY EVERETT, WA 98203	NONE	PUBLIC CHARITY	DONATION	50,000
CONSERVATION NORTHWEST 1829 10TH AVE W SEATTLE, WA 98119	NONE	PUBLIC CHARITY	DONATION	35,000
ECONOMIC OPPORTUNITY INSTITUTE 603 STEWART ST SUITE 715 SEATTLE, WA 98101	NONE	PUBLIC CHARITY	DONATION	25,000
Total ▶ 3a				1,691,430

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
END OF LIFE WASHINGTON PO BOX 61369 SEATTLE, WA 98141	NONE	PUBLIC CHARITY	DONATION	25,000
FAMILIES AGAINST MANDATORY MINIMUMS 1100 H ST NW SUITE 1000 WASHINGTON DC, DC 20005	NONE	PUBLIC CHARITY	DONATION	10,000
FUSE INNOVATION FUND 1402 3RD AVE STE 406 SEATTLE, WA 98101	NONE	PUBLIC CHARITY	DONATION	35,000
Total ▶ 3a				1,691,430

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
HEFFTER RESEARCH INSTITUTE 369 MONTEZUMA AVE 153 SANTA FE, NM 87501	NONE	PUBLIC CHARITY	DONATION	10,000
HOMELESS GARDEN PROJECT PO BOX 617 SANTA CRUZ, CA 95061	NONE	PUBLIC CHARITY	DONATION	35,000
INNOCENCE PROJECT NORTHWEST (UW FOUNDATION) BOX 359505 SEATTLE, WA 98195	NONE	PUBLIC CHARITY	DONATION	50,000
Total ▶ 3a				1,691,430

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
MULTIDISCIPLINARY ASSOCIATION FOR PSYCHEDELIC STUDIES (MAPS) 1115 MISSION ST SANTA CRUZ, CA 95060	NONE	PUBLIC CHARITY	DONATION	535,300
NATIONAL PARKS CONSERVATION ASSOCIATION 777 6TH ST NW SUITE 700 WASHINGTON, DC 20001	NONE	PUBLIC CHARITY	DONATION	60,000
NATIVE AMERICAN CHURCH NA BOX 1424 NEW TOWN, ND 58763	NONE	PUBLIC CHARITY	DONATION	5,000
Total ▶ 3a				1,691,430

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
NEW YORK UNIVERISTY 25 W 4TH ST 4TH FLOOR NEW YORK, NY 10012	NONE	PUBLIC CHARITY	DONATION	25,000
NORTHWEST INDIAN COLLEGE 2522 KWINA RD BELLINGHAM, WA 98226	NONE	PUBLIC CHARITY	DONATION	5,000
OPPORTUNITY COUNCIL 1111 CORNWALL AVE SUITE C BELLINGHAM, WA 98225	NONE	PUBLIC CHARITY	DONATION	2,000
Total ► 3a				1,691,430

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
OUR CHILDREN'S TRUSTPO BOX 5181 EUGENE, OR 97405	NONE	PUBLIC CHARITY	DONATION	250,000
OUR TREEHOUSE1212 INDIAN ST BELLINGHAM, WA 98227	NONE	PUBLIC CHARITY	DONATION	4,000
PEACE HEALTH ST JOSEPH'S MEDICAL CENTER FOUNDATION 2901 SQUALICUM PARKWAY BELLINGHAM, WA 98225	NONE	PUBLIC CHARITY	DONATION	8,555
Total ▶ 3a				1,691,430

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
PLANNED PARENTHOOD 123 WILLIAM ST NEW YORK, NY 10038	NONE	PUBLIC CHARITY	DONATION	100
RESOURCES2309 MERIDIAN BELLINGHAM, WA 98225	NONE	PUBLIC CHARITY	DONATION	2,000
RUBICON FOUNDATION 513 FEDERAL AVE E SEATTLE, WA 98102	NONE	PUBLIC CHARITY	DONATION	2,000
Total ▶ 3a				1,691,430

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
SEATTLE UNIVERSITY 901 12TH AVE PO BOX 222000 SEATTLE, WA 98122	NONE	PUBLIC CHARITY	DONATION	10,000
SEHOME HIGH SCHOOL PTSA 2700 BILL MCDONALD PARKWAY BELLINGHAM, WA 98225	NONE	PUBLIC CHARITY	DONATION	1,000
SIGHTLINE INSTITUTE 1402 THIRD AVE STE 500 SEATTLE, WA 98101	NONE	PUBLIC CHARITY	DONATION	30,000
Total ► 3a				1,691,430

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
SKAGIT ANIMALS IN NEEDPO BOX 200 BOW, WA 98232	NONE	PUBLIC CHARITY	DONATION	5,000
SKAGIT RIVER POETRY FOUNDATION PO BOX 238 LA CONNER, WA 98257	NONE	PUBLIC CHARITY	DONATION	2,000
SKAGIT VALLEY HOSPITAL FOUNDATION PO BOX 1376 MT VERNON, WA 98273	NONE	PUBLIC CHARITY	DONATION	5,000
Total ▶ 3a				1,691,430

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
SOCIAL JUSTICE FUND NORTHWEST 1904 THIRD AVE STE 806 SEATTLE, WA 98101	NONE	PUBLIC CHARITY	DONATION	40,000
SPARK MUSEUM OF ELECTRICAL INVENTION 1312 BAY ST BELLINGHAM, WA 98225	NONE	PUBLIC CHARITY	DONATION	5,000
STAND EARTH 1329 N STATE ST STE 302 BELLINGHAM, WA 98225	NONE	PUBLIC CHARITY	DONATION	21,500
Total ▶ 3a				1,691,430

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
STUDENTS FOR SENSIBLE DRUG POLICY 1011 O ST NW 1 WASHINGTON, DC 20001	NONE	PUBLIC CHARITY	DONATION	5,000
SUSTAINABLE CONNECTIONS 1701 ELLIS ST 221 BELLINGHAM, WA 98225	NONE	PUBLIC CHARITY	DONATION	20,000
UNITY CARE NORTHWEST 1616 CORNWALL AVE STE 205 BELLINGHAM, WA 98225	NONE	PUBLIC CHARITY	DONATION	5,000
Total ► 3a				1,691,430

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
WASHINGTON STATE UNIVERSITY FOUNDATION PO BOX 641925 PULLMAN, WA 99164	NONE	PUBLIC CHARITY	DONATION	10,000
WESTERN WASHINGTON UNIV FOUNDATION 516 HIGH STREET BELLINGHAM, WA 98225	NONE	PUBLIC CHARITY	DONATION	5,000
WHATCOM COUNCIL ON AGING 315 HALLECK ST BELLINGHAM, WA 98225	NONE	PUBLIC CHARITY	DONATION	3,000
Total ▶ 3a				1,691,430

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
WHATCOM DISPUTE RESOLUTION CENTER 13 PROSPECT ST STE 201 BELLINGHAM, WA 98225	NONE	PUBLIC CHARITY	DONATION	20,000
WHATCOM MUSEUM FOUNDATION 121 PROSPECT ST BELLINGHAM, WA 98225	NONE	PUBLIC CHARITY	DONATION	10,000
WICKENBURG COMMUNITY HOSPITAL FOUNDATION 520 ROSE LANE WICKENBURG, AZ 85390	NONE	PUBLIC CHARITY	DONATION	100,000
Total ▶ 3a				1,691,430

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
HUMANE SOCIETY OF WICKENBURG 4000 INDSTRIAL ROAD WICKENBURG, AZ 85390	NONE	PUBLIC CHARITY	DONATION	30,000
WOLF HAVEN INTERNATIONAL 3111 OFFUT LAKE RD SE TENINO, WA 98589	NONE	PUBLIC CHARITY	DONATION	30,000
YOGA BEHIND BARSP0 BOX 84494 SEATTLE, WA 98124	NONE	PUBLIC CHARITY	DONATION	85,000
Total ▶ 3a				1,691,430

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
YMCA1026 N FOREST ST BELLINGHAM, WA 98225	NONE	PUBLIC CHARITY	DONATION	100
YORK COMMUNITY FARM 1471 GRANT ST BELLINGHAM, WA 98225	NONE	PUBLIC CHARITY	DONATION	10,000
ZEN HOSPICE PROJECT273 PAGE ST SAN FRANCISCO, CA 94102	NONE	PUBLIC CHARITY	DONATION	5,000
Total ▶ 3a				1,691,430

TY 2018 Accounting Fees Schedule**Name:** RIVERSTYX FOUNDATION**EIN:** 94-3373712

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
ACCOUNTING FEES	71,260	49,882		21,378

TY 2018 Investments Corporate Bonds Schedule

Name: RIVERSTYX FOUNDATION

EIN: 94-3373712

Investments Corporate Bonds Schedule

Name of Bond	End of Year Book Value	End of Year Fair Market Value
CORPORATE BONDS - SEE ATTACHED	7,858,668	13,595,945

TY 2018 Investments Corporate Stock Schedule**Name:** RIVERSTYX FOUNDATION**EIN:** 94-3373712**Investments Corporation Stock Schedule**

Name of Stock	End of Year Book Value	End of Year Fair Market Value
CORPORATE STOCKS - SEE ATTACHED	15,232,958	15,116,981

TY 2018 Investments Government Obligations Schedule**Name:** RIVERSTYX FOUNDATION**EIN:** 94-3373712**US Government Securities - End
of Year Book Value:**

1,492,832

**US Government Securities - End
of Year Fair Market Value:**

1,501,764

**State & Local Government
Securities - End of Year Book
Value:**

0

**State & Local Government
Securities - End of Year Fair
Market Value:**

0

TY 2018 Legal Fees Schedule**Name:** RIVERSTYX FOUNDATION**EIN:** 94-3373712

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
LEGAL FEES	94	0		94

TY 2018 Other Expenses Schedule**Name:** RIVERSTYX FOUNDATION**EIN:** 94-3373712**Other Expenses Schedule**

Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
NON-DEDUCTIBLE GRANTS	1,918	0		0

TY 2018 Other Professional Fees Schedule**Name:** RIVERSTYX FOUNDATION**EIN:** 94-3373712

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
BUSINESS FEES	43,053	0		43,053
CONSULTING FEES	9,119	0		9,119
INVESTMENT MANAGEMENT FEES	287,937	287,937		0

TY 2018 Taxes Schedule**Name:** RIVERSTYX FOUNDATION**EIN:** 94-3373712

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
FOREIGN INCOME TAXES	8,325	8,325		0
FEDERAL TAXES	15,000	15,000		0

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 ▶ Go to www.irs.gov/Form990 for the latest information	OMB No 1545-0047 2018
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Name of the organization RIVERSTYX FOUNDATION	Employer identification number 94-3373712
---	---

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 33¹/₃% 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 RIVERSTYX FOUNDATION	Employer identification number 94-3373712
---	---

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	JLS CHARITABLE LEAD ANNUITY TRUST 10510 NORTHUP WAY SUITE 300 KIRKLAND, WA 98033	\$ 206,250	Person ☒ Payroll ☐ Noncash ☐ (Complete Part II for noncash contributions)
2	MST 2020 CHARITABLE LEAD ANNUITY TRUST 10510 NORTHUP WAY SUITE 300 KIRKLAND, WA 98033	\$ 539,218	Person ☒ Payroll ☐ Noncash ☐ (Complete Part II for noncash contributions)
3	W JEFFERSON SEWARD 10017 CONRAD DR HUNTSVILLE, AL 35803	\$ 100	Person ☒ Payroll ☐ Noncash ☐ (Complete Part II for noncash contributions)
-		\$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II for noncash contributions)
-		\$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II for noncash contributions)
-		\$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II for noncash contributions)

Employer identification number

94-3373712

Part II	Noncash Property
---------	------------------

(a) No. from Part I	(b) Description of noncash property given (See instructions) Use duplicate copies of Part II if additional space is needed	(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
		\$ _____	_____
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (See instructions)	(d) Date received
		\$ _____	_____

Name of organization RIVERSTYX FOUNDATION	Employer identification number 94-3373712
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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
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(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