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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

9006

For calendar year 2018 or tax year beginning 07/01 , **2018, and ending** 06/30, **20**19

Name of foundation: SCHULTZ FAMILY FOUNDATION

A Employer identification number: 91-1746414

Number and street (or P O box number if mail is not delivered to street address): 508 YALE AVENUE N

Room/suite:

B Telephone number (see instructions): (206) 492-5420

City or town, state or province, country, and ZIP or foreign postal code: SEATTLE, WA 98109

C If exemption application is pending check here ▶ ☐

6

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

D 1 Foreign organizations, check here ▶ ☐

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

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

04

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

I Fair market value of all assets at end of year (from Part II, col (c), line 16) ▶ $ 215,873,822.

J Accounting method ☐ Cash ☐ Accrual [X] Other (specify) MODIFIED CASH (Part I, column (d) must be on cash basis.)

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

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

		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
Revenue	1 Contributions, gifts, grants, etc, received (attach schedule)	36,914,692.			
	2 Check ▶ ☐ if the foundation is not required to attach Sch B				
	3 Interest on savings and temporary cash investments				
	4 Dividends and interest from securities	3,350,815.	3,350,815.		
	5a Gross rents				
	b Net rental income or (loss)				
	6a Net gain or (loss) from sale of assets not on line 10	1,955,333.			
	b Gross sales price for all assets on line 6a 43,853,244.				
	7 Capital gain net income (from Part IV, line 2)		23,135,538.		
	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	42,220,840.	26,486,353.		
Operating and Administrative Expenses	13 Compensation of officers, directors, trustees, etc	153,862.	[ATCH A]		153,862.
	14 Other employee salaries and wages	811,831.	[ATCH A] 6,153.		805,678.
	15 Pension plans, employee benefits	158,603.	[ATCH A]		158,603.
	16a Legal fees (attach schedule) ATCH 1	229,025.			229,025.
	b Accounting fees (attach schedule) ATCH 2	50,788.	25,394.		25,394.
	c Other professional fees (attach schedule) [3]	557,642.	10,000.		547,642.
	17 Interest				
	18 Taxes (attach schedule) (see instructions) [4]	170,527.			
	19 Depreciation (attach schedule) and depletion	113,471.			
	20 Occupancy				
	21 Travel, conferences, and meetings	122,493.			122,493.
	22 Printing and publications	1,873.			1,873.
	23 Other expenses (attach schedule) ATCH 5	1,017,296.	8,092.		1,009,204.
	24 **Total operating and administrative expenses** Add lines 13 through 23	3,387,411.	49,639.		3,053,774.
	25 Contributions, gifts, grants paid	19,692,081.			19,692,081.
	26 Total expenses and disbursements Add lines 24 and 25	23,079,492.	49,639.	0.	22,745,855.
	27 Subtract line 26 from line 12				
	a Excess of revenue over expenses and disbursements	19,141,348.			
	b **Net investment income** (if negative, enter -0-)		26,436,714.		
	c **Adjusted net income** (if negative, enter -0-)				

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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	3,399,324.	13,739,968.	13,739,968.
	3 Accounts receivable ▶			
	Less allowance for doubtful accounts ▶			
	4 Pledges receivable ▶			
	Less allowance for doubtful accounts ▶			
	5 Grants receivable			
	6 Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see instructions)			
	7 Other notes and loans receivable (attach schedule) ▶			
	Less allowance for doubtful accounts ▶			
	8 Inventories for sale or use			
	9 Prepaid expenses and deferred charges			
	10a Investments - U S and state government obligations (attach schedule)			
	b Investments - corporate stock (attach schedule) ATCH 6	87,236,093.	202,048,206.	202,048,206.
	c Investments - corporate bonds (attach schedule)			
	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 ▶ 522,300.			
	Less accumulated depreciation (attach schedule) ▶ 490,016.	102,407.	32,284.	32,284.
	15 Other assets (describe ▶ ATCH 7)	53,364.	53,364.	53,364.
	16 Total assets (to be completed by all filers - see the instructions Also, see page 1, item I)	90,791,188.	215,873,822.	215,873,822.
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 ▶ [X] and complete lines 27 through 31			
	27 Capital stock, trust principal, or current funds			
	28 Paid-in or capital surplus, or land, bldg , and equipment fund			
	29 Retained earnings, accumulated income, endowment, or other funds	90,791,188.	215,873,822.	
	30 Total net assets or fund balances (see instructions)	90,791,188.	215,873,822.	
	31 Total liabilities and net assets/fund balances (see instructions)	90,791,188.	215,873,822.	

29
30

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	90,791,188.
2	Enter amount from Part I, line 27a	2	19,141,348.
3	Other increases not included in line 2 (itemize) ▶ ATCH 8 [ATCH B]	3	107,003,884.
4	Add lines 1, 2, and 3	4	216,936,420.
5	Decreases not included in line 2 (itemize) ▶ ATCH 9	5	1,062,598.
6	Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	215,873,822.

Part IV Capital Gains and Losses for Tax on Investment Income

	(a) List and describe the kind(s) of property sold (for example, real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co)	(b) How acquired P - Purchase D - Donation	(c) Date acquired (mo , day, yr)	(d) Date sold (mo , day, yr)
1 a	SEE PART IV SCHEDULE			
b				
c				
d				
e				

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

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

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

2	Capital gain net income or (net capital loss) { If gain, also enter in Part I, line 7 / If (loss), enter -0- in Part I, line 7 }	2	23,135,538.
3	Net short-term capital gain or (loss) as defined in sections 1222(5) and (6) If gain, also enter in Part I, line 8, column (c) See instructions If (loss), enter -0- in Part I, line 8	3	0.

Part V Qualification Under Section 4940(e) for Reduced Tax on Net Investment Income

(For optional use by domestic private foundations subject to the section 4940(a) tax on net investment income)

If section 4940(d)(2) applies, leave this part blank

Was the foundation liable for the section 4942 tax on the distributable amount of any year in the base period? ☐ Yes ☒ No

If "Yes," the foundation doesn't qualify under section 4940(e) Do not complete this part

1 Enter the appropriate amount in each column for each year, see the instructions before making any entries

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col (b) divided by col (c))
2017	18,842,518.	145,467,766.	0.129531
2016	9,776,055.	117,021,704.	0.083541
2015	7,861,361.	103,643,141.	0.075850
2014	4,766,476.	76,032,761.	0.062690
2013	3,201,354.	59,794,669.	0.053539

2	**Total** of line 1, column (d)	2	0.405151
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	0.081030
4	Enter the net value of noncharitable-use assets for 2018 from Part X, line 5	4	169,633,244.
5	Multiply line 4 by line 3	5	13,745,382.
6	Enter 1% of net investment income (1% of Part I, line 27b)	6	264,367.
7	Add lines 5 and 6	7	14,009,749.
8	Enter qualifying distributions from Part XII, line 4	8	22,745,855.

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 ▶ [X] and enter 1% of Part I, line 27b	1	264,367.
c	All other domestic foundations enter 2% of line 27b Exempt foreign organizations enter 4% of Part I, line 12, col (b)		
2	Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only, others, enter -0-)	2	
3	Add lines 1 and 2	3	264,367.
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	264,367.
6	Credits/Payments		
a	2018 estimated tax payments and 2017 overpayment credited to 2018 — 6a: 141,807.		
b	Exempt foreign organizations - tax withheld at source — 6b		
c	Tax paid with application for extension of time to file (Form 8868) — 6c: 204,000.		
d	Backup withholding erroneously withheld — 6d		
7	Total credits and payments Add lines 6a through 6d	7	345,807.
8	Enter any **penalty** for underpayment of estimated tax Check here ☐ if Form 2220 is attached	8	
9	**Tax due.** If the total of lines 5 and 8 is more than line 7, enter **amount owed** ▶	9	
10	**Overpayment** If line 7 is more than the total of lines 5 and 8, enter the **amount overpaid** ▶	10	81,440.
11	Enter the amount of line 10 to be **Credited to 2019 estimated tax** ▶ 81,440. **Refunded** ▶	11	

Part VII-A Statements Regarding Activities

			Yes	No
1a	During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?	1a		X
b	Did it spend more than $100 during the year (either directly or indirectly) for political purposes? See the instructions for the definition	1b		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?	1c		X
d	Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year (1) On the foundation ▶ $ ______ (2) On foundation managers ▶ $ ______			
e	Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers ▶ $ ______			
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		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	3		X
4a	Did the foundation have unrelated business gross income of $1,000 or more during the year?	4a		X
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		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?	6	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	7	X	
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	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 2018 or the tax year beginning in 2018? See the instructions for Part XIV If "Yes," complete Part XIV	9		X
10	Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses	10		X

2

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?	13	X	

Website address ▶ HTTPS://SCHULTZFAMILYFOUNDATION.ORG/

14 The books are in care of ▶ ALISON GREEN, COO Telephone no ▶ 206-492-5420

Located at ▶ 508 YALE AVE N SEATTLE, WA ZIP+4 ▶ 98109

15 Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of **Form 1041** - check here ▶ ☐

and enter the amount of tax-exempt interest received or accrued during the year ▶ 15

			Yes	No
16	At any time during calendar year 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?	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
1a	During the year, did the foundation (either directly or indirectly)				
	(1) Engage in the sale or exchange, or leasing of property with a disqualified person?	☐ Yes ☒ No			
	(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person?	☐ Yes ☒ No			
	(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person?	☐ Yes ☒ No			
	(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person?	☒ Yes ☐ No			
	(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)?	☐ Yes ☒ No			
	(6) Agree to pay money or property to a government official? (**Exception** Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days)	☐ Yes ☒ No			
b	If any answer is "Yes" to 1a(1)-(6), did **any** of the acts fail to qualify under the exceptions described in Regulations section 53 4941(d)-3 or in a current notice regarding disaster assistance? See instructions		1b		X
	Organizations relying on a current notice regarding disaster assistance, check here ▶ ☐				
c	Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2018?		1c		X
2	Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5))				
a	At the end of tax year 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 ▶ ______ , ______ , ______ , ______				
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 ▶ ______ , ______ , ______ , ______				
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		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 2018?		4b		X

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

			Yes	No
5a	During the year, did the foundation pay or incur any amount to:			
	(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))? ☐ Yes ☒ No			
	(2) Influence the outcome of any specific public election (see section 4955); or to carry on, directly or indirectly, any voter registration drive? ☐ Yes ☒ No			
	(3) Provide a grant to an individual for travel, study, or other similar purposes? ☐ Yes ☒ No			
	(4) Provide a grant to an organization other than a charitable, etc., organization described in section 4945(d)(4)(A)? See instructions ☐ Yes ☒ No			
	(5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals? ☐ Yes ☒ No			
b	If any answer is "Yes" to 5a(1)-(5), did **any** of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance? See instructions	**5b**		
	Organizations relying on a current notice regarding disaster assistance, check here ▶ ☐			
c	If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant? ☐ Yes ☐ No			
	If "Yes," attach the statement required by Regulations section 53.4945-5(d).			
6a	Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract? ☐ Yes ☒ No			
b	Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract?	**6b**		X
	If "Yes" to 6b, file Form 8870.			
7a	At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction? ☐ Yes ☒ No			
b	If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction?	**7b**		
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(s) 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, 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
ATCH 10				

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
[ATCH A]				

Total number of other employees paid over $50,000 ▶

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

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

(a) Name and address of each person paid more than $50,000	(b) Type of service	(c) Compensation
ATCH 11		1,103,345.
Total number of others receiving over $50,000 for professional services ▶		

Part IX-A Summary of Direct Charitable Activities

List the foundation's four largest direct charitable activities during the tax year Include relevant statistical information such as the number of organizations and other beneficiaries served, conferences convened, research papers produced, etc	Expenses
1 YOUTH: AS PART OF THE 100,000 INITIATIVE, PROVIDED FUNDING FOR PARTNERS TO CONVENE AND COLLABORATE ON PROJECT OUTCOMES AND NEXT STEPS.	828,307.
2 VETERANS: SUPPORTED PRODUCTION ASSOCIATED WITH TRAINING CURRICULUM FOR TRANSITIONING VETERANS SEEKING EMPLOYMENT; SPONSORED A CONVENING FOR VETERANS EMPLOYMENT ORGANIZATIONS.	24,525.
3 HOMELESSNESS: SUPPORTED A NATIONAL EXPERT TO PROVIDE TECHNICAL ASSISTANCE TO GRANTEES.	1,963.
4	

Part IX-B Summary of Program-Related Investments (see instructions)

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2	Amount
1 NONE	
2	
All other program-related investments See instructions	
3 NONE	
Total. Add lines 1 through 3 ▶	

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	168,241,721.
b	Average of monthly cash balances	1b	3,974,770.
c	Fair market value of all other assets (see instructions)	1c	
d	**Total** (add lines 1a, b, and c)	1d	172,216,491.
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation) 1e		
2	Acquisition indebtedness applicable to line 1 assets	2	
3	Subtract line 2 from line 1d	3	172,216,491.
4	Cash deemed held for charitable activities Enter 1 1/2 % of line 3 (for greater amount, see instructions)	4	2,583,247.
5	**Net value of noncharitable-use assets.** Subtract line 4 from line 3 Enter here and on Part V, line 4	5	169,633,244.
6	**Minimum investment return.** Enter 5% of line 5	6	8,481,662.

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	8,481,662.
2a	Tax on investment income for 2018 from Part VI, line 5	2a	264,367.		
b	Income tax for 2018 (This does not include the tax from Part VI)	2b			
c	Add lines 2a and 2b			2c	264,367.
3	Distributable amount before adjustments Subtract line 2c from line 1			3	8,217,295.
4	Recoveries of amounts treated as qualifying distributions			4	
5	Add lines 3 and 4			5	8,217,295.
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	8,217,295.

Part XII Qualifying Distributions (see instructions)

1	Amounts paid (including administrative expenses) to accomplish charitable, etc , purposes		
a	Expenses, contributions, gifts, etc - total from Part I, column (d), line 26	1a	22,745,855.
b	Program-related investments - total from Part IX-B	1b	
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc , purposes	2	
3	Amounts set aside for specific charitable projects that satisfy the		
a	Suitability test (prior IRS approval required)	3a	
b	Cash distribution test (attach the required schedule)	3b	
4	**Qualifying distributions.** Add lines 1a through 3b Enter here and on Part V, line 8, and Part XIII, line 4	4	22,745,855.
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	264,367.
6	**Adjusted qualifying distributions.** Subtract line 5 from line 4	6	22,481,488.

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					8,217,295.
2 Undistributed income, if any, as of the end of 2018					
a Enter amount for 2017 only					
b Total for prior years 20 16 ,20 15 ,20 14					
3 Excess distributions carryover, if any, to 2018					
a From 2013	260,828.				
b From 2014	1,011,121.				
c From 2015	2,719,675.				
d From 2016	4,022,431.				
e From 2017	11,824,908.				
f **Total** of lines 3a through e		19,838,963.			
4 Qualifying distributions for 2018 from Part XII, line 4 ▶ $ 22,745,855.					
a Applied to 2017, but not more than line 2a					
b Applied to undistributed income of prior years (Election required - see instructions)					
c Treated as distributions out of corpus (Election required - see instructions)					
d Applied to 2018 distributable amount					8,217,295.
e Remaining amount distributed out of corpus		14,528,560.			
5 Excess distributions carryover applied to 2018 (If an amount appears in column (d), the same amount must be shown in column (a).)					
6 **Enter the net total of each column as indicated below:**					
a Corpus Add lines 3f, 4c, and 4e Subtract line 5		34,367,523.			
b Prior years' undistributed income Subtract line 4b from line 2b					
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed					
d Subtract line 6c from line 6b Taxable amount - see instructions					
e Undistributed income for 2017 Subtract line 4a from line 2a Taxable amount - see instructions					
f Undistributed income for 2018 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2019					
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (Election may be required - see instructions)					
8 Excess distributions carryover from 2013 not applied on line 5 or line 7 (see instructions)		260,828.			
9 **Excess distributions carryover to 2019.** Subtract lines 7 and 8 from line 6a		34,106,695.			
10 Analysis of line 9					
a Excess from 2014	1,011,121.				
b Excess from 2015	2,719,675.				
c Excess from 2016	4,022,431.				
d Excess from 2017	11,824,908.				
e Excess from 2018	14,528,560.				

Part XIV **Private Operating Foundations** (see instructions and Part VII-A, question 9) NOT APPLICABLE

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 foundation is a private operating foundation described in section [ ] 4942(j)(3) or [ ] 4942(j)(5)

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

Part XV **Supplementary Information (Complete this part only if the 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))

HOWARD & SHERI SCHULTZ

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

N/A

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

PROGRAM DIRECTOR; 508 YALE AVE N, SEATTLE, WA 98109; INFO@SCHULTZFAMILYFOUNDATION.ORG

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

A WRITTEN LETTER EXPLAINING THE REQUESTED GRANT.

c Any submission deadlines

NO SUBMISSION DEADLINE

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

NO RESTRICTIONS

Part XV Supplementary Information *(continued)*

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

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a *Paid during the year*				
ATCH 12				
Total ▶ 3a				19,692,081.
b *Approved for future payment*				
Total ▶ 3b				

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated	Unrelated business income (a) Business code	(b) Amount	Excluded by section 512, 513, or 514 (c) Exclusion code	(d) Amount	(e) Related or exempt function income (See instructions)
1 Program service revenue					
a					
b					
c					
d					
e					
f					
g Fees and contracts from government agencies					
2 Membership dues and assessments					
3 Interest on savings and temporary cash investments					
4 Dividends and interest from securities			14	3,350,815.	
5 Net rental income or (loss) from real estate					
a Debt-financed property					
b Not debt-financed property					
6 Net rental income or (loss) from personal property					
7 Other investment income					
8 Gain or (loss) from sales of assets other than inventory			18	1,955,333.	
9 Net income or (loss) from special events					
10 Gross profit or (loss) from sales of inventory					
11 Other revenue a					
b					
c					
d					
e					
12 Subtotal Add columns (b), (d), and (e)				5,306,148.	

13 Total. Add line 12, columns (b), (d), and (e) . . . 13 5,306,148.

(See worksheet in line 13 instructions to verify calculations)

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

Line No. ▼	Explain below how each activity for which income is reported in column (e) of Part XVI-A contributed importantly to the accomplishment of the foundation's exempt purposes (other than by providing funds for such purposes) (See instructions)
1	PLEASE NOTE THAT THIS FILING DOES NOT REFLECT THE SCHULTZ FAMILY'S TOTAL FINANCIAL INVESTMENT IN PROJECTS SUPPORTING OPPORTUNITY YOUTH AND POST-9/11 VETERANS NOR ITS TOTAL RESPONSIVE GIVING. IN ADDITION TO DISTRIBUTIONS FROM THE SCHULTZ FAMILY FOUNDATION, ADDITIONAL FUNDING FROM THE SCHULTZ FAMILY IS DIRECTED THROUGH A DONOR ADVISED FUND. FOR MORE INFORMATION, PLEASE CONTACT THE SCHULTZ FAMILY FOUNDATION AT INFO@SCHULTZFAMILYFOUNDATION.ORG.

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

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

d If the answer to any of the above is "Yes," complete the following schedule Column (b) should always show the fair market value of the goods, other assets, or services given by the reporting foundation If the foundation received less than fair market value in any transaction or sharing arrangement, show in column (d) the value of the goods, other assets, or services received

(a) Line no	(b) Amount involved	(c) Name of noncharitable exempt organization	(d) Description of transfers, transactions, and sharing arrangements
	N/A		N/A

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

Sherri K Schultz | 4/10/2020 | PRESIDENT

Signature of officer or trustee | Date | Title

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

Paid Preparer Use Only

Print/Type preparer's name	Preparer's signature	Date	Check ☐ if self-employed	PTIN
QI WEN LIANG	Qi Wen Liang	03/31/2020		P01270238
Firm's name ▶ GRANT THORNTON LLP			Firm's EIN ▶ 36-6055558	
Firm's address ▶ 515 S. FLOWER STREET, 7TH FLOOR LOS ANGELES, CA 90071			Phone no 213-627-1717	

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

Schedule of Contributors

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

OMB No 1545-0047

2018

Name of the organization: SCHULTZ FAMILY FOUNDATION

Employer identification number: 91-1746414

Organization type (check one)

Filers of:	**Section:**
Form 990 or 990-EZ	☐ 501(c)( ) (enter number) organization
	☐ 4947(a)(1) nonexempt charitable trust **not** treated as a private foundation
	☐ 527 political organization
Form 990-PF	☒ 501(c)(3) exempt private foundation
	☐ 4947(a)(1) nonexempt charitable trust treated as a private foundation
	☐ 501(c)(3) taxable private foundation

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

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

General Rule

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

Special Rules

☐ For an organization described in section 501(c)(3) filing Form 990 or 990-EZ that met the 33 1/3% support test of the regulations under sections 509(a)(1) and 170(b)(1)(A)(vi), that checked Schedule A (Form 990 or 990-EZ), Part II, line 13, 16a, or 16b, and that received from any one contributor, during the year, total contributions of the greater of **(1)** $5,000, or **(2)** 2% of the amount on (i) Form 990, Part VIII, line 1h, or (ii) Form 990-EZ, line 1 Complete Parts I and II

☐ For an organization described in section 501(c)(7), (8), or (10) filing Form 990 or 990-EZ that received from any one contributor, during the year, total contributions of more than $1,000 *exclusively* for religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals Complete Parts I (entering "N/A" in column (b) instead of the contributor name and address), II, and III

☐ For an organization described in section 501(c)(7), (8), or (10) filing Form 990 or 990-EZ that received from any one contributor, during the year, contributions *exclusively* for religious, charitable, etc , purposes, but no such contributions totaled more than $1,000 If this box is checked, enter here the total contributions that were received during the year for an *exclusively* religious, charitable, etc , purpose Don't complete any of the parts unless the **General Rule** applies to this organization because it received *nonexclusively* religious, charitable, etc , contributions totaling $5,000 or more during the year . . . . ▶ $ ____________

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

Name of organization SCHULTZ FAMILY FOUNDATION

Employer identification number 91-1746414

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	HOWARD & SHERI SCHULTZ C/O PO BOX 34110 SEATTLE, WA 98124-1100	$ 1,522,092.	Person [ ] Payroll [ ] Noncash [X] (Complete Part II for noncash contributions)
2	HOWARD & SHERI SCHULTZ C/O PO BOX 34110 SEATTLE, WA 98124-1100	$ 35,392,000.	Person [ ] Payroll [ ] Noncash [X] (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)
		$	Person [ ] Payroll [ ] Noncash [ ] (Complete Part II for noncash contributions)

Name of organization SCHULTZ FAMILY FOUNDATION

Employer identification number 91-1746414

Part II **Noncash Property** (see instructions) Use duplicate copies of Part II if additional space is needed

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (See instructions)	(d) Date received
1	45,019 SHARES OF TRUPANION, INC	$ 1,522,092.	06/13/2019
2	560,000 SHARES OF STARBUCKS CORP	$ 35,392,000.	12/27/2018
		$	
		$	
		$	
		$	

Name of organization SCHULTZ FAMILY FOUNDATION

Employer identification number 91-1746414

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

Use duplicate copies of Part III if additional space is needed

(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held

(e) Transfer of gift

Transferee's name, address, and ZIP + 4	Relationship of transferor to transferee

(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held

(e) Transfer of gift

Transferee's name, address, and ZIP + 4	Relationship of transferor to transferee

(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held

(e) Transfer of gift

Transferee's name, address, and ZIP + 4	Relationship of transferor to transferee

(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held

(e) Transfer of gift

Transferee's name, address, and ZIP + 4	Relationship of transferor to transferee

FORM 990-PF - PART IV
CAPITAL GAINS AND LOSSES FOR TAX ON INVESTMENT INCOME

Kind of Property		Description				P or D	Date acquired	Date sold
Gross sale price less expenses of sale	Depreciation allowed/ allowable	Cost or other basis	FMV as of 12/31/69	Adj basis as of 12/31/69	Excess of FMV over adj basis		Gain or (loss)	
		TJX COMPANIES INC PROPERTY TYPE: SECURITIES				D	03/26/2014	10/29/2018
1,006,839.		538,805.					468,034.	
		TJX COMPANIES INC PROPERTY TYPE: SECURITIES				D	VAR	10/29/2018
123,721.		68,280.					55,441.	
		TJX COMPANIES INC PROPERTY TYPE: SECURITIES				D	VAR	10/29/2018
883,117.		470,525.					412,592.	
		TJX COMPANIES INC PROPERTY TYPE: SECURITIES				D	03/26/2014	10/29/2018
43,507.		24,000.					19,507.	
		TJX COMPANIES INC PROPERTY TYPE: SECURITIES				D	03/26/2014	10/29/2018
32,624.		18,000.					14,624.	
		TJX COMPANIES INC PROPERTY TYPE: SECURITIES				D	03/26/2014	10/29/2018
32,621.		18,000.					14,621.	
		TJX COMPANIES INC PROPERTY TYPE: SECURITIES				D	03/26/2014	10/29/2018
21,756.		12,000.					9,756.	
		TJX COMPANIES INC PROPERTY TYPE: SECURITIES				D	03/26/2014	10/29/2018
21,754.		12,000.					9,754.	
		TJX COMPANIES INC PROPERTY TYPE: SECURITIES				D	03/26/2014	10/29/2018
21,746.		12,000.					9,746.	
		TJX COMPANIES INC PROPERTY TYPE: SECURITIES				D	03/26/2014	10/29/2018
19,027.		10,500.					8,527.	
		TJX COMPANIES INC PROPERTY TYPE: SECURITIES				D	03/26/2014	10/29/2018
10,879.		6,000.					4,879.	
		TJX COMPANIES INC PROPERTY TYPE: SECURITIES				D	03/26/2014	10/29/2018
7,829.		4,320.					3,509.	

FORM 990-PF - PART IV
CAPITAL GAINS AND LOSSES FOR TAX ON INVESTMENT INCOME

Kind of Property		Description				P or D	Date acquired	Date sold
Gross sale price less expenses of sale	Depreciation allowed/ allowable	Cost or other basis	FMV as of 12/31/69	Adj basis as of 12/31/69	Excess of FMV over adj basis		Gain or (loss)	
		FACEBOOK INC CLASS A PROPERTY TYPE: SECURITIES				D	02/05/2013	12/12/2018
3,556,999.		690,039.					2,866,960.	
		FACEBOOK INC CLASS A PROPERTY TYPE: SECURITIES				D	02/01/2013	12/12/2018
704,721.		144,546.					560,175.	
		FACEBOOK INC CLASS A PROPERTY TYPE: SECURITIES				D	02/01/2013	12/12/2018
273,798.		56,121.					217,677.	
		FACEBOOK INC CLASS A PROPERTY TYPE: SECURITIES				D	02/01/2013	12/12/2018
264,016.		54,171.					209,845.	
		FACEBOOK INC CLASS A PROPERTY TYPE: SECURITIES				D	02/05/2013	12/12/2018
260,272.		50,491.					209,781.	
		FACEBOOK INC CLASS A PROPERTY TYPE: SECURITIES				D	VAR	12/12/2018
190,869.		37,476.					153,393.	
		FACEBOOK INC CLASS A PROPERTY TYPE: SECURITIES				D	VAR	12/12/2018
40,045.		8,219.					31,826.	
		FACEBOOK INC CLASS A PROPERTY TYPE: SECURITIES				D	VAR	12/12/2018
150,825.		29,257.					121,568.	
		FACEBOOK INC CLASS A PROPERTY TYPE: SECURITIES				D	02/01/2013	12/12/2018
163,696.		33,564.					130,132.	
		FACEBOOK INC CLASS A PROPERTY TYPE: SECURITIES				D	02/01/2013	12/12/2018
132,519.		27,175.					105,344.	
		FACEBOOK INC CLASS A PROPERTY TYPE: SECURITIES				D	02/01/2013	12/12/2018
102,381.		20,997.					81,384.	
		FACEBOOK INC CLASS A PROPERTY TYPE: SECURITIES				D	02/01/2013	12/12/2018
91,785.		18,807.					72,978.	

FORM 990-PF - PART IV
CAPITAL GAINS AND LOSSES FOR TAX ON INVESTMENT INCOME

Kind of Property		Description				P or D	Date acquired	Date sold
Gross sale price less expenses of sale	Depreciation allowed/ allowable	Cost or other basis	FMV as of 12/31/69	Adj basis as of 12/31/69	Excess of FMV over adj basis		Gain or (loss)	
		FACEBOOK INC CLASS A PROPERTY TYPE: SECURITIES				D	02/01/2013	12/12/2018
89,187.		18,297.					70,890.	
		FACEBOOK INC CLASS A PROPERTY TYPE: SECURITIES				D	02/05/2013	12/12/2018
87,665.		17,010.					70,655.	
		FACEBOOK INC CLASS A PROPERTY TYPE: SECURITIES				D	02/01/2013	12/12/2018
88,480.		18,147.					70,333.	
		FACEBOOK INC CLASS A PROPERTY TYPE: SECURITIES				D	02/01/2013	12/12/2018
87,827.		17,997.					69,830.	
		FACEBOOK INC CLASS A PROPERTY TYPE: SECURITIES				D	02/01/2013	12/12/2018
81,865.		16,797.					65,068.	
		FACEBOOK INC CLASS A PROPERTY TYPE: SECURITIES				D	02/01/2013	12/12/2018
73,391.		15,057.					58,334.	
		FACEBOOK INC CLASS A PROPERTY TYPE: SECURITIES				D	02/01/2013	12/12/2018
73,174.		14,998.					58,176.	
		FACEBOOK INC CLASS A PROPERTY TYPE: SECURITIES				D	02/01/2013	12/12/2018
70,458.		14,458.					56,000.	
		FACEBOOK INC CLASS A PROPERTY TYPE: SECURITIES				D	02/05/2013	12/12/2018
68,242.		13,239.					55,003.	
		FACEBOOK INC CLASS A PROPERTY TYPE: SECURITIES				D	02/05/2013	12/12/2018
58,475.		11,340.					47,135.	
		FACEBOOK INC CLASS A PROPERTY TYPE: SECURITIES				D	02/01/2013	12/12/2018
58,547.		11,998.					46,549.	
		FACEBOOK INC CLASS A PROPERTY TYPE: SECURITIES				D	02/01/2013	12/12/2018
58,527.		11,998.					46,529.	

FORM 990-PF - PART IV
CAPITAL GAINS AND LOSSES FOR TAX ON INVESTMENT INCOME

Kind of Property		Description				P or D	Date acquired	Date sold
Gross sale price less expenses of sale	Depreciation allowed/ allowable	Cost or other basis	FMV as of 12/31/69	Adj basis as of 12/31/69	Excess of FMV over adj basis		Gain or (loss)	
		FACEBOOK INC CLASS A PROPERTY TYPE: SECURITIES				D	02/01/2013	12/12/2018
58,483.		11,998.					46,485.	
		FACEBOOK INC CLASS A PROPERTY TYPE: SECURITIES				D	02/01/2013	12/12/2018
48,252.		9,898.					38,354.	
		FACEBOOK INC CLASS A PROPERTY TYPE: SECURITIES				D	02/05/2013	12/12/2018
46,771.		9,072.					37,699.	
		FACEBOOK INC CLASS A PROPERTY TYPE: SECURITIES				D	02/01/2013	12/12/2018
44,746.		9,178.					35,568.	
		FACEBOOK INC CLASS A PROPERTY TYPE: SECURITIES				D	02/05/2013	12/12/2018
43,844.		8,505.					35,339.	
		FACEBOOK INC CLASS A PROPERTY TYPE: SECURITIES				D	02/01/2013	12/12/2018
43,907.		8,999.					34,908.	
		FACEBOOK INC CLASS A PROPERTY TYPE: SECURITIES				D	02/01/2013	12/12/2018
43,850.		8,999.					34,851.	
		FACEBOOK INC CLASS A PROPERTY TYPE: SECURITIES				D	02/01/2013	12/12/2018
43,847.		8,999.					34,848.	
		FACEBOOK INC CLASS A PROPERTY TYPE: SECURITIES				D	02/01/2013	12/12/2018
38,014.		7,799.					30,215.	
		FACEBOOK INC CLASS A PROPERTY TYPE: SECURITIES				D	02/05/2013	12/12/2018
30,691.		5,954.					24,737.	
		FACEBOOK INC CLASS A PROPERTY TYPE: SECURITIES				D	02/01/2013	12/12/2018
30,139.		6,179.					23,960.	
		FACEBOOK INC CLASS A PROPERTY TYPE: SECURITIES				D	02/05/2013	12/12/2018
29,232.		5,670.					23,562.	

FORM 990-PF - PART IV
CAPITAL GAINS AND LOSSES FOR TAX ON INVESTMENT INCOME

Kind of Property		Description				P or D	Date acquired	Date sold
Gross sale price less expenses of sale	Depreciation allowed/ allowable	Cost or other basis	FMV as of 12/31/69	Adj basis as of 12/31/69	Excess of FMV over adj basis		Gain or (loss)	
		FACEBOOK INC CLASS A PROPERTY TYPE: SECURITIES				D	02/01/2013	12/12/2018
29,256.		5,999.					23,257.	
		FACEBOOK INC CLASS A PROPERTY TYPE: SECURITIES				D	02/01/2013	12/12/2018
20,471.		4,199.					16,272.	
		FACEBOOK INC CLASS A PROPERTY TYPE: SECURITIES				D	02/01/2013	12/12/2018
16,389.		3,359.					13,030.	
		FACEBOOK INC CLASS A PROPERTY TYPE: SECURITIES				D	02/05/2013	12/12/2018
14,618.		2,835.					11,783.	
		FACEBOOK INC CLASS A PROPERTY TYPE: SECURITIES				D	02/05/2013	12/12/2018
14,616.		2,835.					11,781.	
		FACEBOOK INC CLASS A PROPERTY TYPE: SECURITIES				D	02/05/2013	12/12/2018
14,612.		2,835.					11,777.	
		FACEBOOK INC CLASS A PROPERTY TYPE: SECURITIES				D	02/01/2013	12/12/2018
14,626.		3,000.					11,626.	
		FACEBOOK INC CLASS A PROPERTY TYPE: SECURITIES				D	02/01/2013	12/12/2018
14,622.		3,000.					11,622.	
		FACEBOOK INC CLASS A PROPERTY TYPE: SECURITIES				D	02/01/2013	12/12/2018
14,618.		3,000.					11,618.	
		FACEBOOK INC CLASS A PROPERTY TYPE: SECURITIES				D	02/01/2013	12/12/2018
9,509.		1,950.					7,559.	
		FACEBOOK INC CLASS A PROPERTY TYPE: SECURITIES				D	02/05/2013	12/12/2018
7,307.		1,418.					5,889.	
		STARBUCKS CORP COM PROPERTY TYPE: SECURITIES				D	VAR	06/14/2019
3,377,162.		400.					3,376,762.	

FORM 990-PF - PART IV
CAPITAL GAINS AND LOSSES FOR TAX ON INVESTMENT INCOME

Kind of Property		Description				P or D	Date acquired	Date sold
Gross sale price less expenses of sale	Depreciation allowed/ allowable	Cost or other basis	FMV as of 12/31/69	Adj basis as of 12/31/69	Excess of FMV over adj basis		Gain or (loss)	
		STARBUCKS CORP COM PROPERTY TYPE: SECURITIES				D	VAR	06/07/2019
9,108,420.		1,097.					9,107,323.	
		STARBUCKS CORP COM PROPERTY TYPE: SECURITIES				D	VAR	03/21/2019
3,608,658.		500.					3,608,158.	
		SCH TREAS OBLIGATION PROPERTY TYPE: SECURITIES				P	VAR	08/02/2018
3,000,000.		3,000,000.						
		SCH TREAS OBLIGATION PROPERTY TYPE: SECURITIES				P	VAR	01/07/2019
3,000,000.		3,000,000.						
		SCH TREAS OBLIGATION PROPERTY TYPE: SECURITIES				P	VAR	03/06/2019
2,500,000.		2,500,000.						
		SCH TREAS OBLIGATION PROPERTY TYPE: SECURITIES				P	VAR	03/25/2019
500,000.		500,000.						
		SCH TREAS OBLIGATION PROPERTY TYPE: SECURITIES				P	VAR	05/24/2019
1,000,000.		1,000,000.						
TOTAL GAIN(LOSS)							23135538.	

FORM 990PF, PART I LINE 13-15 AND PART VIII LINE 1-2:

AS PART OF THEIR ONGOING SUPPORT OF THE SCHULTZ FAMILY FOUNDATION, MR. AND MRS. SCHULTZ (THROUGH THEIR WHOLLY-OWNED LLC, KEWPEE II, LLC) INDEPENDENTLY PAID THE COMPENSATION AND BENEFITS FROM JULY 2018 THROUGH DECEMBER 2018 TO THE 11 DEDICATED STAFF WHO WORK FOR THE FOUNDATION. THIS AMOUNT IS NOT REFLECTED IN PART I OF THE FORM 990-PF. THE FOLLOWING INFORMATION DETAILS COMPENSATION, BENEFITS, PAYROLL TAXES FOR THE FULL FISCAL 2019. THE AGGREGATE COMPENSATION FOR ALL EMPLOYEES PROVIDING SERVICES TO THE FOUNDATION WAS $1,559,467. THE AGGREGATE PENSION, PLANS, EMPLOYEE BENEFITS DURING THIS SAME TIME PERIOD WERE $219,987, AND THE AGGREGATE PAYROLL TAXES WERE $114,352. DANIEL PITASKY, AS EXECUTIVE DIRECTOR, DEVOTED, ON AVERAGE, 40 HOURS PER WEEK TO SCHULTZ FAMILY FOUNDATION ACTIVITIES. MR. PITASKY'S COMPENSATION WAS $279,534, CONTRIBUTIONS TO HIS PENSION, PLANS, EMPLOYEE BENEFITS WERE $44,422 AND HIS EXPENSE ACCOUNT AND OTHER ALLOWANCES WERE $690. AS REFLECTED BY THE FULL FISCAL YEAR, THE FIVE HIGHEST PAID EMPLOYEES WHO PROVIDE SERVICES TO THE FOUNDATION WERE AS FOLLOWS:

	EMPLOYEE	**TITLE AND AVERAGE HOURS**	**COMPENSATION**	**CONTRIBUTIONS TO EMPLOYEE BENEFIT PLANS**	**EXPENSE ACCOUNT AND OTHER ALLOWANCES**
1.	ALISON U. GREEN	CHIEF OPERATIONS OFFICER	205,700	19,424	420
2.	MARIE L. GROARK	PROGRAM DIRECTOR	183,668	14,956	0
3.	JOHN A. MCCARY	SENIOR PROGRAM OFFICER	162,753	30,253	600
4.	ELLEN H. GARDNER	SENIOR PROGRAM OFFICER	143,496	16,444	800
5.	PAUL BUTLER	PROGRAM OFFICER	136,402	13,860	810

ATTACHMENT B FORM 990PF, PART III, LINE 3

CHANGE IN ACCOUNTING METHOD

THE SCHULTZ FAMILY FOUNDATION CHANGED ITS ACCOUNTING METHOD FROM CASH BASIS TO MODIFIED CASH BASIS DURING THE FISCAL YEAR ENDING JUNE 30, 2019 THE CHANGE IN ACCOUNTING METHOD RESULTED IN A $31,902,311 NET ASSET ADJUSTMENT TO ACCOUNT FOR THE CHANGE BETWEEN THE ENDING NET ASSET BALANCE (CASH BASIS) REPORTED ON FORM 990, PART III, LINE 6 AND THE BEGINNING NET ASSET BALANCE (MODIFIED CASH BASIS) REPORTED ON THE AUDITED FINANCIAL STATEMENTS

ATTACHMENT 1

FORM 990PF, PART I - LEGAL FEES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME	ADJUSTED NET INCOME	CHARITABLE PURPOSES
VENABLE, LLP	124,482.			124,482.
PERKINS COIE, LLP	83,506.			83,506.
YARMUTH WILSDON, PLLC	14,000.			14,000.
K&L GATES, LLP	7,037.			7,037.
TOTALS	229,025.			229,025.

ATTACHMENT 2

FORM 990PF, PART I - ACCOUNTING FEES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME	ADJUSTED NET INCOME	CHARITABLE PURPOSES
GRANT THORNTON LLP	50,571.	25,285.		25,286.
KLS WORKS	217.	109.		108.
TOTALS	50,788.	25,394.		25,394.

ATTACHMENT 3

FORM 990PF, PART I - OTHER PROFESSIONAL FEES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME	ADJUSTED NET INCOME	CHARITABLE PURPOSES
STRATEGY CONSULTING	399,717.			399,717.
IT SUPPORT	64,542.			64,542.
HUMAN RESOURCES/RECRUITING	47,524.			47,524.
WEBSITE	35,859.			35,859.
INVESTMENT MANAGEMENT	10,000.	10,000.		
TOTALS	557,642.	10,000.		547,642.

ATTACHMENT 4

FORM 990PF, PART I - TAXES

DESCRIPTION		REVENUE AND EXPENSES PER BOOKS
EXCISE TAXES		170,527.
	TOTALS	170,527.

ATTACHMENT 5

FORM 990PF, PART I - OTHER EXPENSES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME	CHARITABLE PURPOSES
DIRECT CHARITABLE EXPENSE	854,794.		854,794.
SOFTWARE LICENSES	29,928.		29,928.
INSURANCE	24,906.		24,906.
TELEPHONE MOBILE	22,416.		22,416.
COMPUTERS AND EQUIPMENT	18,625.		18,625.
DUES & SUBSCRIPTIONS	15,954.		15,954.
FACILITIES	11,506.		11,506.
OFFICE SUPPLIES	11,396.		11,396.
TELEPHONE/ISP	8,337.		8,337.
PAYROLL/HR ADMIN FEES	5,080.		5,080.
UTILITIES	3,760.		3,760.
BUSINESS LICENSES	1,016.		1,016.
POSTAGE & MAIL	729.		729.
MISC. ADMIN EXPENSE	757.		757.
COMMISSIONS AND FEES	8,092.	8,092.	
TOTALS	1,017,296.	8,092.	1,009,204.

ATTACHMENT 6

FORM 990PF, PART II - CORPORATE STOCK

DESCRIPTION	ENDING BOOK VALUE	ENDING FMV
PUBLICLY TRADED STOCKS	202,048,206.	202,048,206.
TOTALS	202,048,206.	202,048,206.

ATTACHMENT 7

FORM 990PF, PART II - OTHER ASSETS

DESCRIPTION	ENDING BOOK VALUE	ENDING FMV
RIGHTS TO BOOK	53,364.	53,364.
TOTALS	53,364.	53,364.

ATTACHMENT 8

FORM 990PF, PART III - OTHER INCREASES IN NET WORTH OR FUND BALANCES

DESCRIPTION	AMOUNT
UNREALIZED GAIN	74,038,975.
IN-KIND CONTRIBUTIONS	1,062,598.
NET ASSETS ADJ FOR CHG IN ACCTG METHOD	31,902,311.
TOTAL	107,003,884.

ATTACHMENT 9

FORM 990PF, PART III - OTHER DECREASES IN NET WORTH OR FUND BALANCES

DESCRIPTION		AMOUNT
IN-KIND CONTRIBUTIONS		1,062,598.
	TOTAL	1,062,598.

FORM 990PF, PART VIII - LIST OF OFFICERS, DIRECTORS, AND TRUSTEES

ATTACHMENT 10

NAME AND ADDRESS	TITLE AND AVERAGE HOURS PER WEEK DEVOTED TO POSITION	COMPENSATION	CONTRIBUTIONS TO EMPLOYEE BENEFIT PLANS	EXPENSE ACCT AND OTHER ALLOWANCES
SHERI KERSCH-SCHULTZ C/O P.O. BOX 34110 SEATTLE, WA 98124-1100	TRUSTEE 25.00	0.	0.	0.
HOWARD D. SCHULTZ C/O P.O. BOX 34110 SEATTLE, WA 98124-1100	TRUSTEE 1.00	0.	0.	0.
LOREN D. HOSTEK 526 YALE AVE N SEATTLE, WA 98109	TRUSTEE 1.00	0.	0.	0.
MATTHEW MCCUTCHEN 925 4TH AVE SEATTLE, WA 98104	TRUSTEE 1.00	0.	0.	0.
DANIEL PITASKY 508 YALE AVENUE N SEATTLE, WA 98109	EXECUTIVE DIRECTOR 40.00	[ATCH A] 125,025.	[ATCH A] 28,837.	[ATCH A] 0.
	GRAND TOTALS	0.	0.	0.

990PF, PART VIII- COMPENSATION OF THE FIVE HIGHEST PAID PROFESSIONALS

ATTACHMENT 11

NAME AND ADDRESS	TYPE OF SERVICE	COMPENSATION
PANORAMA GLOBAL 2101 4TH AVENUE, SUITE 2100 SEATTLE, WA 98121	STRATEGIC CONSULTING	328,759.
GMMB 3050 K STREET NW, SUITE 100 WASHINGTON, DC 20007	COMMUNICATIONS	242,729.
NATIONSWELL 394 BROADWAY, 5TH FLOOR NEW YORK, NY 10014	STRATEGIC COMMUNICTN	235,000.
BURNING GLASS ONE LEWIS WHARF, 2ND FLOOR BOSTON, MA 02001	STRATEGIC RESEARCH	172,375.
VENABLE, LLP 750 E PRATT ST, STE 900 BALTIMORE, MD 21202	LEGAL	124,482.
TOTAL COMPENSATION		1,103,345.

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

ATTACHMENT 12

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT	PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
5TH AVENUE THEATRE ASSOCIATION 1326 5TH AVENUE SUITE 735 SEATTLE, WA 98101	PC	FURTHER CHARITABLE GOALS	10,000
ADAPTIVE TRAINING FOUNDATION 4125 OLD DENTON ROAD CARROLLTON, TX 75010	PC	FURTHER CHARITABLE GOALS	120,000
AMERICAN HUMANE 1400 16TH STREET NW SUITE 360 WASHINGTON, DC 20036	PC	FURTHER CHARITABLE GOALS	5,000
AMERICAN JEWISH COMMITTEE 165 EAST 56TH ST NEW YORK, NY 10022	PC	FURTHER CHARITABLE GOALS	10,000
ANIMAL HAVEN 200 CENTRE ST NEW YORK, NY 10013	PC	FURTHER CHARITABLE GOALS	10,000
ARIZONA STATE UNIVERSITY FOUNDATION P O BOX 2260 TEMPE, AZ 85280-2260	GOV	FURTHER CHARITABLE GOALS	275,000

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

ATTACHMENT 12 (CONT'D)

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT	PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
ARTS CORPS 4408 DELRIDGE WAY SW SUITE 110 SEATTLE, WA 98106	PC	FURTHER CHARITABLE GOALS	15,000
BLUE STAR FAMILIES P O BOX 230637 ENCINITAS, CA 92023	PC	FURTHER CHARITABLE GOALS	550,000
BOYS & GIRLS CLUBS OF SOUTH PUGET SOUND 3875 SOUTH 66TH STREET SUITE 101 TACOMA, WA 98409	PC	FURTHER CHARITABLE GOALS	5,000
BOYS AND GIRLS CLUBS OF KING COUNTY 603 STEWART STREET SUITE 300 SEATTLE, WA 98101	PC	FURTHER CHARITABLE GOALS	5,000
BUNKER LABS NFP INC 125 S CLARK STREET WEWORK - 17TH FLOOR CHICAGO, IL 60603	PC	FURTHER CHARITABLE GOALS	617,638
CAMPAIGN FOR THE FAIR SENTENCING OF YOUTH 1319 F STREET NW SUITE 303 WASHINGTON, DC 20004	PC	FURTHER CHARITABLE GOALS	100,000

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

ATTACHMENT 12 (CONT'D)

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT	PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
CAPTAIN JOSEPH HOUSE FOUNDATION 1108 SOUTH OAK STREET PORT ANGELES, WA 98362	PC	FURTHER CHARITABLE GOALS	10,000
CASCADE BICYCLE CLUB 7787 62ND AVENUE NE SEATTLE, WA 98115	PC	FURTHER CHARITABLE GOALS	2,500
CHARLESTON ANIMAL SOCIETY 2455 REMOUNT ROAD NORTH CHARLESTON, SC 29406	PC	FURTHER CHARITABLE GOALS	5,000
CHILDHAVEN 316 BROADWAY SEATTLE, WA 98122-5325	PC	FURTHER CHARITABLE GOALS	5,000
COLLEGE ACCESS NOW 3211 MARTIN LUTHER KING JR WAY S SUITE A SEATTLE, WA 98144	PC	FURTHER CHARITABLE GOALS	5,000
COMBINED ARMS 2929 MCKINNEY HOUSTON, TX 77003	SO I	FURTHER CHARITABLE GOALS	250,000

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

ATTACHMENT 12 (CONT'D)

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT	PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
COMMIT FOUNDATION 280 WEST KAGY BOULEVARD SUITE D 313 BOZEMAN, MT 59715	PC	FURTHER CHARITABLE GOALS	100,000
COMMUNITY CENTER FOR EDUCATION RESULTS 1200 12TH AVENUE S #701 SEATTLE, WA 98144	PC	FURTHER CHARITABLE GOALS	25,000
COOPERATIVE FOR ASSISTANCE & RELIEF EVERYWHERE INC 151 ELLIS STREET NE ATLANTA, GA 30303	PC	FURTHER CHARITABLE GOALS	10,000
CORPORATE AMERICA SUPPORTS YOU 10 STONE FALCON COURT LAKE ST LOUIS, MO 63367	PC	FURTHER CHARITABLE GOALS	994,890
DIRECT RELIEF 6100 WALLACE BECKNELL ROAD SANTA BARBARA, CA 93117	PC	FURTHER CHARITABLE GOALS	20,000
DO SOMETHING INC 19 WEST 21ST STREET 8TH FLOOR NEW YORK, NY 10010	PC	FURTHER CHARITABLE GOALS	154,500

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

ATTACHMENT 12 (CONT'D)

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT	PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
DOCTORS WITHOUT BORDERS USA INC 40 RECTOR STREET 16TH FLOOR NEW YORK, NY 10006	PC	FURTHER CHARITABLE GOALS	50,000
DOG TAG INC 3206 GRACE STREET NW WASHINGTON, DC 20007	PC	FURTHER CHARITABLE GOALS	25,000
EAST HAMPTON LIBRARY 159 MAIN STREET EAST HAMPTON, NY 11937	PC	FURTHER CHARITABLE GOALS	2,500
ELEANOR WHITMORE EARLY CHILDHOOD CENTER INC 2 GINGERBREAD LANE EXTENSION PO BOX 63 EAST HAMPTON, NY 11937	PC	FURTHER CHARITABLE GOALS	40,000
EQUAL JUSTICE INITIATIVE 122 COMMERCE STREET MONTGOMERY, AL 36104	PC	FURTHER CHARITABLE GOALS	250,000
EVENING OF HOPE A SEATTLE HOTEL ASSOCIATION FOUNDA 7900 SE 28TH STREET SUITE 236 MERCER ISLAND, WA 98040	PC	FURTHER CHARITABLE GOALS	4,000

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

ATTACHMENT 12 (CONT'D)

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT	PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
FARESTART 700 VIRGINIA STREET SEATTLE, WA 98101	PC	FURTHER CHARITABLE GOALS	25,000
FINN2FINN ALLIANCE INC 217 WEST 18TH STREET #536 NEW YORK, NY 10011	PC	FURTHER CHARITABLE GOALS	10,000
FIRST PLACE 172 20TH AVENUE SEATTLE, WA 98122	PC	FURTHER CHARITABLE GOALS	5,000
FOOD BANK OF CENTRAL & EASTERN NORTH CAROLINA INC 1924 CAPITAL BOULEVARD RALEIGH, NC 27604	PC	FURTHER CHARITABLE GOALS	15,000
FRIENDS OF THE CHILDREN 44 NE MORRIS STREET PORTLAND, OR 97212	PC	FURTHER CHARITABLE GOALS	50,000
GENERATION - YOU EMPLOYED INC 1200 19TH STREET, NW SUITE 1110 WASHINGTON, DC 20036	PC	FURTHER CHARITABLE GOALS	500,000

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

ATTACHMENT 12 (CONT'D)

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT	PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
GET SCHOOLED FOUNDATION 1402 THIRD AVENUE SUITE 717 SEATTLE, WA 98101	PC	FURTHER CHARITABLE GOALS	500,000
HANDS IN 4 YOUTH 256 MACOPIN RD WEST MILFORD, NJ 07480	PC	FURTHER CHARITABLE GOALS	100,000
HIRE HEROES USA 1360 UNION HILL ROAD BUILDING 2 SUITE A ALPHARETTA, GA 30004	PC	FURTHER CHARITABLE GOALS	994,890
HUMANE SOCIETY FOR SEATTLE-KING CO 13212 SE EASTGATE WAY BELLEVUE, WA 98005	PC	FURTHER CHARITABLE GOALS	50,000
HUMBLE DESIGN INC 180 N SAGINAW STREET PONTIAC, MI 48342	PC	FURTHER CHARITABLE GOALS	175,000
IMENTOR 199 WATER STREET 8TH FLOOR NEW YORK, NY 10038	PC	FURTHER CHARITABLE GOALS	1,008,536

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

ATTACHMENT 12 (CONT'D)

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT	PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
INFO LINE OF SAN DIEGO COUNTY 3860 CALLE FORTUNADA SUITE 101 SAN DIEGO, CA 92103	PC	FURTHER CHARITABLE GOALS	850,000
JEWISH FAMILY SERVICE 1601 16TH AVENUE SEATTLE, WA 98122	PC	FURTHER CHARITABLE GOALS	312,095
KIPP FOUNDATION 135 MAIN STREET SUITE 1700 SAN FRANCISCO, CA 94105	PC	FURTHER CHARITABLE GOALS	325,000
LEAD THE WAY FUND INC 300 GARDEN CITY PLAZA SUITE 149 GARDEN CITY, NY 11530	PC	FURTHER CHARITABLE GOALS	2,500
LEGACY FOUNDATION INC P O BOX 22061 SEATTLE, WA 98122	PC	FURTHER CHARITABLE GOALS	1,500
MLK JR CENTER FOR NON VIOLENT SOCIAL CHANGE INC 449 AUBURN AVENUE NE ATLANTA, GA 30312	PC	FURTHER CHARITABLE GOALS	25,000

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

ATTACHMENT 12 (CONT'D)

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT	PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
MARYS PLACE SEATTLE 113 DEXTER AVENUE N SEATTLE, WA 98109	PC	FURTHER CHARITABLE GOALS	257,114
MERCY SHIPS P O BOX 2020 GARDEN VALLEY, TX 75771	PC	FURTHER CHARITABLE GOALS	245,893
MILITARY SPOUSE CORPORATE CAREER NETWORK INC 10 STONE FALCON COURT LAKE ST LOUIS, MO 63367	PC	FURTHER CHARITABLE GOALS	273,570
MOCKINGBIRD SOCIETY 2100 24TH AVENUE S SUITE 240 SEATTLE, WA 98144	PC	FURTHER CHARITABLE GOALS	50,000
NATIONAL NETWORK FOR YOUTH 741 8TH STREET SE WASHINGTON, DC 20003	PC	FURTHER CHARITABLE GOALS	2,500
NATIONAL PHILANTHROPIC TRUST 165 TOWNSHIP LINE ROAD SUITE 1200 JENKINTOWN, PA 19046	PC	FURTHER CHARITABLE GOALS	501,974

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

ATTACHMENT 12 (CONT'D)

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT	PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
NEIGHBORHOOD HOUSE INCORPORATED 1225 SOUTH WELLER STREET SUITE 510 SEATTLE, WA 98144	PC	FURTHER CHARITABLE GOALS	5,000
NEW YORK FOUNDATION FOR THE ARTS INC 20 JAY STREET SUITE 740 BROOKLYN, NY 11201	PC	FURTHER CHARITABLE GOALS	25,000
NORTH CAROLINA COMMUNITY FOUNDATION INC 3737 GLENWOOD AVENUE SUITE 460 RALEIGH, NC 27612	PC	FURTHER CHARITABLE GOALS	15,000
NORTHWEST HARVEST E M M 2220 68TH AVE S KENT, WA 98032	PC	FURTHER CHARITABLE GOALS	50,000
NORTHWEST WINE BENEFIT FOUNDATION 1201 WESTERN AVENUE SUITE 450 SEATTLE, WA 98101	PC	FURTHER CHARITABLE GOALS	50,000
OCCIDENTAL COLLEGE 1600 CAMPUS ROAD LOS ANGELES, CA 90041	PC	FURTHER CHARITABLE GOALS	50,000

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

ATTACHMENT 12 (CONT'D)

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT	PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
PIKE PLACE MARKET FOUNDATION 93 PIKE STREET #310 SEATTLE, WA 98101	PC	FURTHER CHARITABLE GOALS	10,000
ROBIN HOOD FOUNDATION 826 BROADWAY 9TH FLOOR NEW YORK, NY 10003	PC	FURTHER CHARITABLE GOALS	50,000
ROCK AND WRAP IT UP INC 405 OCEANPOINT AVENUE CEDARHURST, NY 11516	PC	FURTHER CHARITABLE GOALS	10,000
RYTHER 2400 NE 95TH ST SEATTLE, WA 98115	PC	FURTHER CHARITABLE GOALS	10,000
SCHOOLS FOR SALONE P O BOX 25314 SEATTLE, WA 98165-2214	PC	FURTHER CHARITABLE GOALS	5,000
SEATTLE FOUNDATION 1601 5TH AVENUE SUITE 1900 SEATTLE, WA 98101-3615	PC	FURTHER CHARITABLE GOALS	25,000

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

ATTACHMENT 12 (CONT'D)

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT	PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
SEATTLE THEATRE GROUP 911 PINE STREET SEATTLE, WA 98101	PC	FURTHER CHARITABLE GOALS	10,000
SEATTLE UNIVERSITY 901 12TH AVENUE SEATTLE, WA 98122	PC	FURTHER CHARITABLE GOALS	99,000
SEATTLE WORKS 240 2ND AVENUE S SUITE 208 SEATTLE, WA 98104	PC	FURTHER CHARITABLE GOALS	5,000
SERVICE YEAR EXCHANGE INC 1400 EYE STREET NW SUITE 900 WASHINGTON, DC 20005	PC	FURTHER CHARITABLE GOALS	50,000
SOCIAL SCIENCE RESEARCH COUNCIL 300 CADMAN PLAZA WEST FLOOR 15 BROOKLYN, NY 11201	PC	FURTHER CHARITABLE GOALS	75,000
ST BERNARD PROJECT INC 2645 TOULOUSE STREET NEW ORLEANS, LA 70119	PC	FURTHER CHARITABLE GOALS	20,000

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

ATTACHMENT 12 (CONT'D)

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT	PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
STOLENYOUTH P O BOX 296 SEATTLE, WA 98111	PC	FURTHER CHARITABLE GOALS	20,000
STORYCORPS INC 80 HANSON PLACE 2ND FLOOR BROOKLYN, NY 11217	PC	FURTHER CHARITABLE GOALS	20,000
SYRACUSE UNIVERSITY 900 SOUTH CROUSE AVENUE SYRACUSE, NY 13244	PC	FURTHER CHARITABLE GOALS	2,875,000
TEAM RED WHITE & BLUE INC 198 14TH STREET NW ATLANTA, GA 303138	PC	FURTHER CHARITABLE GOALS	200,660
TEAM RUBICON 6171 WEST CENTURY BOULEVARD SUITE 310 LOS ANGELES, CA 90045	PC	FURTHER CHARITABLE GOALS	250,000
TEENS FOR FOOD JUSTICE INC 33 WEST 60TH STREET NEW YORK, NY 10023	PC	FURTHER CHARITABLE GOALS	30,000

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

ATTACHMENT 12 (CONT'D)

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT	PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
THE ASPEN INSTITUTE INC 2300 N STREET NW SUITE 700 WASHINGTON, DC 20037	PC	FURTHER CHARITABLE GOALS	252,114
THE BOYS' CLUB OF NEW YORK 287 EAST 10TH STREET NEW YORK, NY 10009	PC	FURTHER CHARITABLE GOALS	20,000
THE FORUM FOR YOUTH INVESTMENT 7064 EASTERN AVENUE NW WASHINGTON, DC 20012	PC	FURTHER CHARITABLE GOALS	150,000
THE FRIENDSHIP CIRCLE OF WASHINGTON 2737 77TH AVENUE SOUTHEAST MERCER ISLAND, WA 98040	PC	FURTHER CHARITABLE GOALS	5,000
THE MISSION CONTINUES 1141 SOUTH 7TH STREET ST LOUIS, MO 63104	PC	FURTHER CHARITABLE GOALS	248,275
THE NATIONAL MENTORING PARTNERSHIP INCORPORATED 201 SOUTH STREET SUITE 615 BOSTON, MA 2111	PC	FURTHER CHARITABLE GOALS	200,000

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

ATTACHMENT 12 (CONT'D)

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT	PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
THE PHILANTHROPY ROUNDTABLE 1120 20TH STREET NW SUITE 550 SOUTH WASHINGTON, DC 20036	PC	FURTHER CHARITABLE GOALS	25,000
THE SEATTLE PUBLIC LIBRARY FOUNDATION 1000 FOURTH AVENUE SEATTLE, WA 98104	PC	FURTHER CHARITABLE GOALS	10,000
TIDES CENTER P O BOX 29198 SAN FRANCISCO, CA 94129-0198	PC	FURTHER CHARITABLE GOALS	265,000
TRAVIS MANION FOUNDATION P O BOX 1485 DOYLESTOWN, PA 18901	PC	FURTHER CHARITABLE GOALS	496,550
TREEHOUSE 2100 24TH AVENUE S #200 SEATTLE, WA 98144	PC	FURTHER CHARITABLE GOALS	5,000
TRUE COLORS UNITED INC 311 WEST 43RD STREET 12TH FLOOR NEW YORK, NY 10036	PC	FURTHER CHARITABLE GOALS	200,000

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

ATTACHMENT 12 (CONT'D)

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT	PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
TSNE MISSIONWORKS 89 SOUTH STREET SUITE 700 BOSTON, MA 2111	PC	FURTHER CHARITABLE GOALS	350,000
UNITED SERVICE ORGANIZATIONS INC P O BOX 96860 WASHINGTON, DC 20077-7677	PC	FURTHER CHARITABLE GOALS	500,000
UNITED WAY OF KING COUNTY 720 2ND AVENUE SEATTLE, WA 98104	PC	FURTHER CHARITABLE GOALS	200,382
US CHAMBER OF COMMERCE FOUNDATION 1615 H STREET NW WASHINGTON, DC 20062-2000	PC	FURTHER CHARITABLE GOALS	225,000
WORKLIFE PARTNERSHIP 99 INCA STREET DENVER, CO 80223	PC	FURTHER CHARITABLE GOALS	500,000
WORKSHOPS FOR WARRIORS 2970 MAIN STREET SAN DIEGO, CA 92113	PC	FURTHER CHARITABLE GOALS	400,000

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

ATTACHMENT 12 (CONT'D)

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT	PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
WORLD CENTRAL KITCHEN INC 1342 FLORIDA AVENUE NW WASHINGTON, DC 20009	PC	FURTHER CHARITABLE GOALS	20,000
YOUTHBUILD USA INC 58 DAY STREET SOMERVILLE, MA 2144	PC	FURTHER CHARITABLE GOALS	1,398,500
YOUTHCARE 2500 NE 54TH STREET SEATTLE, WA 98105	PC	FURTHER CHARITABLE GOALS	305,000
		TOTAL CONTRIBUTIONS PAID	19,692,081