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EXTENDED TO NOVEMBER 16, 2020

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.

1912

OMB No 1545-0047

2019

Open to Public Inspection

For calendar year 2019 or tax year beginning , and ending

Name of foundation	A Employer identification number
BATES FAMILY FOUNDATION	36-7294980
Number and street (or P O box number if mail is not delivered to street address) / Room/suite: P.O. BOX 6861	B Telephone number: 253-752-4345
City or town, state or province, country, and ZIP or foreign postal code: TACOMA, WA 98417	C If exemption application is pending, check here ▶ ☐

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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) ▶$ 16,056,826.

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

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

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

03/04

		(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			N/A	
	2 Check ▶ [X] if the foundation is not required to attach Sch B				
	3 Interest on savings and temporary cash investments				
	4 Dividends and interest from securities	217,072.	217,072.		STATEMENT 1
	5a Gross rents				
	b Net rental income or (loss)				
	6a Net gain or (loss) from sale of assets not on line 10	2,864,126.			
	b Gross sales price for all assets on line 6a 7,270,941.				
	7 Capital gain net income (from Part IV, line 2)		2,864,126.		
	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)				
	11 Other income				
	12 **Total.** Add lines 1 through 11	3,081,198.	3,081,198.		
Operating and Administrative Expenses	13 Compensation of officers, directors, trustees, etc	237,500.	158,333.		79,167.
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits				
	16a Legal fees				
	b Accounting fees STMT 2	5,003.	0.		5,003.
	c Other professional fees STMT 3	98,762.	12,017.		86,745.
	17 Interest				
	18 Taxes STMT 4	37,094.	17,410.		0.
	19 Depreciation and depletion				
	20 Occupancy	16,980.	0.		16,980.
	21 Travel, conferences, and meetings				
	22 Printing and publications				
	23 Other expenses				
	24 **Total operating and administrative expenses.** Add lines 13 through 23	395,339.	187,760.		187,895.
	25 Contributions, gifts, grants paid	1,715,378.			1,715,378.
	26 **Total expenses and disbursements.** Add lines 24 and 25	2,110,717.	187,760.		1,903,273.
	27 Subtract line 26 from line 12:				
	a Excess of revenue over expenses and disbursements	970,481.			
	b **Net investment income** (if negative, enter -0-)		2,893,438.		
	c **Adjusted net income** (if negative, enter -0-)			N/A	

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SCANNED FEB 08 2021

923501 12-17-19 LHA For Paperwork Reduction Act Notice, see instructions. Form **990-PF** (2019)

20210818 131839 015-20600800 2019.04010 BATES FAMILY FOUNDATION 015-2061

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Part II Balance Sheets Attached schedules and amounts in the description column should be for end-of-year amounts only

		Beginning of year	End of year	
		(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1 Cash - non-interest-bearing			
	2 Savings and temporary cash investments	908,734.	108,958.	108,958.
	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			
	7 Other notes and loans receivable ▶			
	Less: allowance for doubtful accounts ▶			
	8 Inventories for sale or use			
	9 Prepaid expenses and deferred charges	17,682.	22,498.	22,498.
	10a Investments - U.S. and state government obligations			
	b Investments - corporate stock STMT 6	13,177,808.	15,925,370.	15,925,370.
	c Investments - corporate bonds			
	11 Investments - land, buildings, and equipment basis ▶			
	Less accumulated depreciation ▶			
	12 Investments - mortgage loans			
	13 Investments - other			
	14 Land, buildings, and equipment: basis ▶			
	Less accumulated depreciation ▶			
	15 Other assets (describe ▶)			
	16 **Total assets** (to be completed by all filers - see the instructions. Also, see page 1, item I)	14,104,224.	16,056,826.	16,056,826.
Liabilities	17 Accounts payable and accrued expenses			
	18 Grants payable	100,000.	40,000.	
	19 Deferred revenue			
	20 Loans from officers, directors, trustees, and other disqualified persons			
	21 Mortgages and other notes payable			
	22 Other liabilities (describe ▶)			
	23 **Total liabilities** (add lines 17 through 22)	100,000.	40,000.	
Net Assets or Fund Balances	**Foundations that follow FASB ASC 958, check here ▶ [X] and complete lines 24, 25, 29, and 30**			
	24 Net assets without donor restrictions	14,004,224.	16,016,826.	
	25 Net assets with donor restrictions			
	Foundations that do not follow FASB ASC 958, check here ▶ [ ] and complete lines 26 through 30			
	26 Capital stock, trust principal, or current funds			
	27 Paid-in or capital surplus, or land, bldg., and equipment fund			
	28 Retained earnings, accumulated income, endowment, or other funds			
	29 **Total net assets or fund balances**	14,004,224.	16,016,826.	
	30 **Total liabilities and net assets/fund balances**	14,104,224.	16,056,826.	

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 29 (must agree with end-of-year figure reported on prior year's return)	1	14,004,224.
2	Enter amount from Part I, line 27a	2	970,481.
3	Other increases not included in line 2 (itemize) ▶ SEE STATEMENT 5	3	1,042,121.
4	Add lines 1, 2, and 3	4	16,016,826.
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 29	6	16,016,826.

Part IV Capital Gains and Losses for Tax on Investment Income

SEE ATTACHED STATEMENT

	(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.)
1a				
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	7,270,941.		4,406,815.	2,864,126.

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				2,864,126.

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 — 2,864,126.

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).
If (loss), enter -0- in Part I, line 8 — 3 — N/A

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))
2018	2,132,530.	16,067,845.	.132720
2017	1,462,639.	14,695,305.	.099531
2016	1,291,335.	11,815,280.	.109294
2015	1,250,293.	12,965,806.	.096430
2014	1,104,887.	14,349,755.	.076997

2	**Total** of line 1, column (d)	2	.514972
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	.102994
4	Enter the net value of noncharitable-use assets for 2019 from Part X, line 5	4	15,112,652.
5	Multiply line 4 by line 3	5	1,556,512.
6	Enter 1% of net investment income (1% of Part I, line 27b)	6	28,934.
7	Add lines 5 and 6	7	1,585,446.
8	Enter qualifying distributions from Part XII, line 4	8	1,903,273.

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 IV Capital Gains and Losses for Tax on Investment Income

	(a) List and describe the kind(s) of property sold, e.g., real estate, 2-story brick warehouse; or common stock, 200 shs. MLC Co.	(b) How acquired P - Purchase D - Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
1a	1,600 SHARES BERKSHIRE HATHAWAY INC		03/06/00	11/19/19
b	43 SHARES PEPSICO INC		03/06/19	07/23/19
c	3,365 SHARES SQUARE INC		VARIOUS	10/29/19
d	8,300 SHARES CELGENE CORP		VARIOUS	01/23/19
e	14,000 SHARES CONTINENTAL RESOURCES INC		08/22/11	07/29/19
f	20,800 SHARES JPMORGAN CHASE		03/08/16	07/29/19
g	29,900 SHARES MARCH & MCLENNAN		VARIOUS	12/31/19
h				
i				
j				
k				
l				
m				
n				
o				

	(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	350,233.		46,921.	303,312.
b	5,625.		5,004.	621.
c	212,061.		211,700.	361.
d	719,760.		860,669.	-140,909.
e	492,240.		365,623.	126,617.
f	2,417,070.		1,220,618.	1,196,452.
g	3,073,952.		1,696,280.	1,377,672.
h				
i				
j				
k				
l				
m				
n				
o				

	Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Losses (from col. (h)) Gains (excess of col. (h) gain over col. (k), but not less than "-0-")
	(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	
a				303,312.
b				621.
c				361.
d				-140,909.
e				126,617.
f				1,196,452.
g				1,377,672.
h				
i				
j				
k				
l				
m				
n				
o				

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	2,864,126.
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). If (loss), enter "-0-" in Part I, line 8	3	N/A

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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	28,934.
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	28,934.
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	28,934.
6	Credits/Payments:				
a	2019 estimated tax payments and 2018 overpayment credited to 2019	6a	17,682.		
b	Exempt foreign organizations - tax withheld at source	6b	0.		
c	Tax paid with application for extension of time to file (Form 8868)	6c	33,750.		
d	Backup withholding erroneously withheld	6d	0.		
7	Total credits and payments. Add lines 6a through 6d			7	51,432.
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	22,498.
11	Enter the amount of line 10 to be: **Credited to 2020 estimated tax** ▶ 22,498. **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		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. ▶ $ 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?	2		X
	If "Yes," attach a detailed description of the activities.			
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? N/A	4b		
5	Was there a liquidation, termination, dissolution, or substantial contraction during the year?	5		X
	If "Yes," attach the statement required by *General Instruction T*			
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. ▶ IL			
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 2019 or the tax year beginning in 2019? 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

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Part VII-A Statements Regarding Activities *(continued)*

			Yes	No
11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule. See instructions	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 ▶ N/A

14 The books are in care of ▶ HEARTLAND BANK - MCLEAN COUNTY Telephone no. ▶ 309-662-4444

Located at ▶ 205 N. MAIN ST., SUITE 101, BLOOMINGTON, IL ZIP+4 ▶ 61704

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 N/A

			Yes	No
16	At any time during calendar year 2019, 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	N/A	1b		
	Organizations relying on a current notice regarding disaster assistance, check here	▶ ☐			
c	Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2019?		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 2019, did the foundation have any undistributed income (Part XIII, lines 6d and 6e) for tax year(s) beginning before 2019?	☐ 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.)	N/A	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 2019 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 Form 4720, Schedule C, to determine if the foundation had excess business holdings in 2019.)	N/A	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 2019?		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 N/A	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? N/A ☐ 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? N/A	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.

(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
PATRICIA ANN MATTINGLEY 3410 HIDDEN RIVER VIEW ROAD ANNAPOLIS, MD 21403	TRUSTEE 10.00	0.	0.	0.
REX W. BATES 588 BELL STREET, UNIT 3006 SEATTLE, WA 98121	TRUSTEE 10.00	0.	0.	0.
JENNIFER MATTINGLEY HOMMEL 6305 23RD STREET NORTH ARLINGTON, VA 22205	TRUSTEE 10.00	0.	0.	0.
GABRIELLE A BATES 201 NORTH GARLAND COURT, UNIT #1605 CHICAGO, IL 60601	TRUSTEE 10.00	0.	0.	0.

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

(a) Name and address of each person paid more than $50,000	(b) Type of service	(c) Compensation
NONE		

Total number of others receiving over $50,000 for professional services ▶ 0

Part IX-A Summary of Direct Charitable Activities

List the foundation's four largest direct charitable activities during the tax year. Include relevant statistical information such as the number of organizations and other beneficiaries served, conferences convened, research papers produced, etc.	Expenses
1 N/A	
2	
3	
4	

Part IX-B Summary of Program-Related Investments

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2.	Amount
1 N/A	
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	14,354,413.
b	Average of monthly cash balances		1b	988,381.
c	Fair market value of all other assets		1c	
d	**Total** (add lines 1a, b, and c)		1d	15,342,794.
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	15,342,794.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	STMT 7	4	230,142.
5	**Net value of noncharitable-use assets.** Subtract line 4 from line 3. Enter here and on Part V, line 4		5	15,112,652.
6	**Minimum investment return.** Enter 5% of line 5		6	755,633.

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	755,633.
2a	Tax on investment income for 2019 from Part VI, line 5	2a 28,934.		
b	Income tax for 2019. (This does not include the tax from Part VI.)	2b		
c	Add lines 2a and 2b		2c	28,934.
3	Distributable amount before adjustments. Subtract line 2c from line 1		3	726,699.
4	Recoveries of amounts treated as qualifying distributions		4	0.
5	Add lines 3 and 4		5	726,699.
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	726,699.

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	1,903,273.
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	1,903,273.
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	5	28,934.
6	**Adjusted qualifying distributions.** Subtract line 5 from line 4	6	1,874,339.

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 2018	(c) 2018	(d) 2019
1 Distributable amount for 2019 from Part XI, line 7				726,699.
2 Undistributed income, if any, as of the end of 2019				
a Enter amount for 2018 only			0.	
b Total for prior years: ____ , ____ , ____		0.		
3 Excess distributions carryover, if any, to 2019:				
a From 2014 391,651.				
b From 2015 604,011.				
c From 2016 701,243.				
d From 2017 728,566.				
e From 2018 1,344,402.				
f **Total** of lines 3a through e	3,769,873.			
4 Qualifying distributions for 2019 from Part XII, line 4: ▶ $ 1,903,273.				
a Applied to 2018, 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 2019 distributable amount				726,699.
e Remaining amount distributed out of corpus	1,176,574.			
5 Excess distributions carryover applied to 2019 (If an amount appears in column (d), the same amount must be shown in column (a).)	0.			0.
6 **Enter the net total of each column as indicated below**				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5	4,946,447.			
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 2018. Subtract line 4a from line 2a. Taxable amount - see instr.			0.	
f Undistributed income for 2019. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2020				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 2014 not applied on line 5 or line 7	391,651.			
9 **Excess distributions carryover to 2020.** Subtract lines 7 and 8 from line 6a	4,554,796.			
10 Analysis of line 9:				
a Excess from 2015 604,011.				
b Excess from 2016 701,243.				
c Excess from 2017 728,566.				
d Excess from 2018 1,344,402.				
e Excess from 2019 1,176,574.				

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

1 a If the foundation has received a ruling or determination letter that it is a private operating foundation, and the ruling is effective for 2019, 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) 2019	(b) 2018	(c) 2017	(d) 2016	(e) Total
2 a Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed					
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).)

NONE

b List any managers of the foundation who own 10% or more of the stock of a corporation (or an equally large portion of the ownership of a partnership or other entity) of which the foundation has a 10% or greater interest.

NONE

2 **Information Regarding Contribution, Grant, Gift, Loan, Scholarship, etc., Programs:**

Check here ▶ [X] 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.

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 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*				
5TH AVENUE THEATER 1308 5TH AVENUE SEATTLE, WA 98101		PC	PAYMENT FOR THE BENEFIT OF THEATRE ARTS	35,000.
ALPHA CHI OMEGA FOUNDATION 5939 CASTLE CREEK PARKWAY N. DR. INDIANAPOLIS, IN 46250		PC	PAYMENT FOR THE BENEFIT OF ALPHA CHI OMEGA FOUNDATION	10,000.
AMARA 5907 MARTIN LUTHER KING JR WAY S SEATTLE, WA 98118		PC	PAYMENT FOR THE BENEFIT OF AMARA	10,000.
ANNAPOLIS SYMPHONY ORCHESTRA 801 CHASE STREET ANNAPOLIS, MD 21401		PC	PAYMENT FOR THE BENEFIT OF ANNAPOLIS SYMPHONY ORCHESTRA	15,000.
ANNE ARUNDEL MEDICAL CENTER 2001 MEDICAL PARKWAY ANNAPOLIS, MD 21401		PC	PAYMENT FOR THE BENEFIT OF ANNE ARUNDEL MEDICAL CENTER	10,000.
Total SEE CONTINUATION SHEET(S)			▶ 3a	1,715,378.
b *Approved for future payment* NONE				
Total			▶ 3b	0.

** SEE PURPOSE OF GRANT CONTINUATIONS

Part XV Supplementary Information

3 Grants and Contributions Paid During the Year (Continuation)

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
ANNIE WRIGHT SCHOOL 827 N. TACOMA AVE. TACOMA, WA 98403		PC	PAYMENT FOR EDUCATIONAL PROGRAMS OF THE SCHOOL	658,000.
BOYS & GIRLS CLUB 3875 S 66TH ST, STE 101 TACOMA, WA 98409		PC	PAYMENT TO BENEFIT THE BOYS AND GIRLS CLUB	10,000.
BROOKINGS INSTITUTE 1775 MASSACHUSETTS AVE WASHINGTON, DC 20036		PC	PAYMENT FOR THE BENEFIT OF BROOKINGS INSTITUTE	60,000.
CHESAPEAKE BAY FOUNDATION 6 HERDON AVENUE ANNAPOLIS, MD 21403		PC	PAYMENT FOR THE BENEFIT OF CHESAPEAKE BAY FOUNDATION	15,000.
CHILDREN'S MUSEUM OF TACOMA 1501 PACIFIC AVE. SUITE 202 TACOMA, WA 98402		PC	PAYMENT FOR THE BENEFIT OF THE CHILDREN'S MUSEUM OF TACOMA	5,000.
CHINESE RECONCILIATION FOUNDATION PROJECT 224 PUYALLUP AVE. TACOMA, WA 98421		PC	PAYMENT TO BENEFIT THE CHINESE RECONCILIATION PROJECT	2,000.
COE COLLEGE BUSINESS OFFICE 1220 FIRST AVENUE NE CEDAR RAPIDS, IA 52402		PC	PAYMENT FOR THE BENEFIT OF COE COLLEGE	20,859.
COLLEGE SUCCESS FOUNDATION 950 PACIFIC AVE, SUITE 1250 TACOMA, WA 98402		PC	GIFT TO FOUNDATION FOR SUPPORT & SCHOLARSHIPS TO INSPIRE UNDERSERVED, LOW-INCOME STUDENTS TO	21,500.
ENGEYE, INC. PO BOX 11613 ALBANY, NY 12211		PC	PAYMENT FOR THE BENEFIT OF ENGEYE, INC.	2,500.
ESQUESTRIAN LAND CONSERVATION RESOURCE 4037 IRON WORKS PARKWAY SUITE 120 LEXINGTON, KY 40511		PC	PAYMENT FOR THE BENEFIT OF ESQUESTRIAN LAND CONSERVATION RESOURCE	50,000.
Total from continuation sheets				1,635,378.

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Part XV **Supplementary Information**

3 Grants and Contributions Paid During the Year (Continuation)

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
FORDHAM UNIVERSITY 113 W 60TH STREET NEW YORK, NY 10023		PC	PAYMENT FOR THE BENEFIT OF FORDHAM UNIVERSITY	5,000.
GREENHILL SCHOOL 4141 SPRING VALLEY ROAD ADDISON, TX 75001		PC	PAYMENT TO BENEFIT GREENHILL SCHOOL	7,500.
JUVENILE DIABETES RESEARCH FOUNDATION 26 BROADWAY, 14TH FLOOR NEW YORK, NY 10004		PC	PAYMENT FOR THE BENEFIT OF THE JUVENILE DIABETES RESEARCH FOUNDATION	37,000.
MARY BRIDGE CHILDREN'S FOUNDATION PO BOX 5296 TACOMA, WA 98415		PC	PAYMENT TO BENEFIT THE FOUNDATION	75,000.
NATIONAL ASSOCIATION OF EPISCOPAL SCHOOLS 815 SECOND AVENUE, EIGHTH FLOOR NEW YORK, NY 10017		PC	PAYMENT FOR THE BENEFIT OF THE NATIONAL ASSOCIATION OF EPISCOPAL SCHOOLS	10,000.
OAKWOOD SCHOOL 4000 MACGREGOR DOWNS ROAD GREENVILLE, NC 27834		PC	PAYMENT FOR THE BENEFIT OF OAKWOOD SCHOOL	25,000.
PINE ISLAND CAMP, INC. P.O. BOX 242 BRUNSWICK, ME 04011		PC	PAYMENT FOR THE BENEFIT OF SUMMER CAMP FOR BOYS	40,000.
PORT TOWNSEND MARINE SCIENCE CENTER 532 BATTERY WAY PORT TOWNSEND, WA 98368		PC	PAYMENT TO BENEFIT MARINE CENTER	15,000.
SEATTLE PACIFIC UNIVERSITY 3307 3RD AVENUE WEST SEATTLE, WA 98119		PC	PAYMENT TO BENEFIT SEATTLE PACIFIC UNIVERSITY	30,000.
ST. MARTIN'S LUTHERAN SCHOOL 1120 SPA ROAD ANNAPOLIS, MD 21403		PC	PAYMENT FOR THE BENEFIT OF ST. MARTIN'S LUTHERAN SCHOOL	10,000.
Total from continuation sheets				

Part XV Supplementary Information

3 Grants and Contributions Paid During the Year (Continuation)

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
ST. PAUL'S SCHOOL 325 PLEASANT ST CONCORD, NH 03301-2591		PC	PAYMENT FOR A SCHOLARSHIP FUND	20,000.
TACOMA COMMUNITY HOUSE 1314 S L ST TACOMA, WA 98405		PC	PAYMENT FOR THE BENEFIT OF TACOMA COMMUNITY HOUSE	50,000.
TACOMA SYMPHONY 901 BROADWAY #600 TACOMA, WA 98402		PC	PAYMENT FOR THE BENEFIT OF TACOMA SYMPHONY	10,000.
THE GLASS MUSEUM OF TACOMA 1801 DOCK ST TACOMA, WA 98402		PC	PAYMENT FOR MUSEUM EXHIBITS	40,000.
THE UNITED STATES PONY CLUBS, INC. 4041 IRON WORKS LEXINGTON, KY 40511-8483		PC	PAYMENT FOR QUALITY EDUCATION FOR YOUTH IN HORSE PGM	56,000.
UNIVERSITY OF CHICAGO 5801 S ELLIS AVE CHICAGO, IL 60637		PC	PAYMENT FOR THE BENEFIT OF THE UNIVERSITY OF CHICAGO	130,000.
UNIVERSITY OF REDLANDS 1200 EAST COLTON AVE PO BOX 3080 REDLANDS, CA 92373		PC	PAYMENT FOR THE BENEFIT OF THE UNIVERSITY OF REDLANDS	35,019.
UNIVERSITY OF WASHINGTON 1900 COMMERCE ST. BOX 358420 TACOMA, WA 98402		PC	PAYMENT TO BENEFIT THE SCHOOL OF BUSINESS	130,000.
WASHINGTON UNIVERSITY AT ST. LOUIS 1 BROOKINGS DR ST. LOUIS, MO 63130		PC	PAYMENT FOR THE BENEFIT OF WASHINGTON UNIVERSITY AT ST. LOUIS	5,000.
WHITMAN COLLEGE 345 BOYER AVE. WALLA WALLA, WA 99362		PC	PAYMENT FOR AWARD ENDOWMENTS FOR STUDENTS	50,000.
Total from continuation sheets				

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Part XV Supplementary Information

3 Grants and Contributions Paid During the Year (Continuation)

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
YMCA OF TACOMA PIERCE COUNTY 1614 S. MILDRED ST. SUITE #1 TACOMA, WA 98465		PC	PAYMENT FOR THE BENEFIT OF THE YMCA OF TACOMA PIERCE	10,000.
Total from continuation sheets				

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Part XV **Supplementary Information**

3a Grants and Contributions Paid During the Year Continuation of Purpose of Grant or Contribution

NAME OF RECIPIENT - COLLEGE SUCCESS FOUNDATION

GIFT TO FOUNDATION FOR SUPPORT & SCHOLARSHIPS TO INSPIRE UNDERSERVED,

LOW-INCOME STUDENTS TO FINISH HIGH SCHOOL & COLLEGE.

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated.	Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income
	(a) Business code	(b) Amount	(c) Exclusion code	(d) Amount	
1 Program service revenue:					
a					
b					
c					
d					
e					
f					
g Fees and contracts from government agencies					
2 Membership dues and assessments					
3 Interest on savings and temporary cash investments					
4 Dividends and interest from securities			14	217,072.	
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	2,864,126.	
9 Net income or (loss) from special events					
10 Gross profit or (loss) from sales of inventory					
11 Other revenue:					
a					
b					
c					
d					
e					
12 Subtotal. Add columns (b), (d), and (e)		0.		3,081,198.	0.

13 **Total.** Add line 12, columns (b), (d), and (e) 13 3,081,198.

(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).

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	

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
N/A		

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

Signature of officer or trustee: [signature] Date: 8/20/20 Title: TRUSTEE

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
STEPHANIE J. PETRI, CPA	STEPHANIE J. PETR	08/18/20		P01238917

Firm's name ▶ CLIFTONLARSONALLEN LLP Firm's EIN ▶ 41-0746749

Firm's address ▶ 301 S.W. ADAMS STREET, SUITE 1000 PEORIA, IL 61602 Phone no. (309) 671-4500

FORM 990-PF DIVIDENDS AND INTEREST FROM SECURITIES STATEMENT 1

SOURCE	GROSS AMOUNT	CAPITAL GAINS DIVIDENDS	(A) REVENUE PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME
ADR ANHEUSER BUSCH	1,960.	0.	1,960.	1,960.	
AMERICAN TOWER CORPORATION	957.	0.	957.	957.	
ASMI HOLDING	387.	0.	387.	387.	
BECTON, DICKINSON	656.	0.	656.	656.	
BLACKROCK INC.	2,874.	0.	2,874.	2,874.	
BROWN-FORMAN CORP	200.	0.	200.	200.	
CELLNEX TELECOM	24.	0.	24.	24.	
CME GROUP INC.	2,941.	0.	2,941.	2,941.	
EVERGREEN RACQUET CLUB	1,010.	0.	1,010.	1,010.	
ISHARES RUSSELL 3000	1,377.	0.	1,377.	1,377.	
JP MORGAN CHASE & CO	49,920.	0.	49,920.	49,920.	
MARSH AND MCLENNAN	62,918.	0.	62,918.	62,918.	
MASTERCARD INC	604.	0.	604.	604.	
MEDTRONIC PLC	22,880.	0.	22,880.	22,880.	
MONEY MARKET INST FUNDS	15,860.	0.	15,860.	15,860.	
PEMBINA PIPELINE CORP	44,233.	0.	44,233.	44,233.	
PEPSICO INC	41.	0.	41.	41.	
ROCHE HLDG LTD	925.	0.	925.	925.	
SP GLOBAL INC.	1,769.	0.	1,769.	1,769.	
TAIWAN SEMICONDUCTOR MFG CO LTD	3,835.	0.	3,835.	3,835.	
VERISK ANALYTICS INC	358.	0.	358.	358.	
VISA INC.	1,343.	0.	1,343.	1,343.	
TO PART I, LINE 4	217,072.	0.	217,072.	217,072.	

FORM 990-PF ACCOUNTING FEES STATEMENT 2

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
ACCOUNTING FEES	5,003.	0.		5,003.
TO FORM 990-PF, PG 1, LN 16B	5,003.	0.		5,003.

FORM 990-PF OTHER PROFESSIONAL FEES STATEMENT 3

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
CUSTODIAN AND BANK FEES	98,762.	12,017.		86,745.
TO FORM 990-PF, PG 1, LN 16C	98,762.	12,017.		86,745.

FORM 990-PF TAXES STATEMENT 4

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
EXCISE TAXES	19,684.	0.		0.
FOREIGN INCOME TAXES PAID	17,410.	17,410.		0.
TO FORM 990-PF, PG 1, LN 18	37,094.	17,410.		0.

FORM 990-PF OTHER INCREASES IN NET ASSETS OR FUND BALANCES STATEMENT 5

DESCRIPTION	AMOUNT
UNREALIZED GAIN/LOSS ON INVESTMENTS	1,042,121.
TOTAL TO FORM 990-PF, PART III, LINE 3	1,042,121.

FORM 990-PF CORPORATE STOCK STATEMENT 6

DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
9,319 SHS BERKSHIRE HATHAWAY	2,110,754.	2,110,754.
101 SHS EVERGREEN RACQUET CLUB INC	202,000.	202,000.
14,000 SHS MARSH & MCLENNAN	1,559,740.	1,559,740.
25,000 SHS PEMBINA PIPELINE CORP	926,500.	926,500.
11,000 SHS MEDTRONIC PLC	1,247,950.	1,247,950.
185,185 SHS TEPHA INC SERIES B-2	250,000.	250,000.
26,003 SHS TEPHA INC SERIES B-3	35,104.	35,104.
139,050 SHS TEPHA INC SERIES C	69,525.	69,525.
1,297,401 SHS TEPHA INC SERIES C-2	648,701.	648,701.
32,000 SHS QUIDEL CORP	2,400,960.	2,400,960.
155 SHS ALPHABET INC 'A'	207,605.	207,605.
155 SHS ALPHABET INC 'B'	207,238.	207,238.
848 SHS AMERICAN TOWER CORP	194,887.	194,887.
2,406 SHS ANIKA THERAPEUTICS INC	124,751.	124,751.
277 SHS ASMI HOLDING	81,975.	81,975.
754 SHS BECTON, DICKINSON	205,065.	205,065.
428 SHS BLACKROCK INC	215,156.	215,156.
198 SHS BOOKING HLDGS INC	406,639.	406,639.
1,109 SHS BROWN-FORMAN CORP CLASS B	74,968.	74,968.
1,800 SHS CME GROUP	361,296.	361,296.
3,637 SHS FISERV INC	420,546.	420,546.
664 SHS FLEETCOR TECHNOLOGIES	191,046.	191,046.
1,539 SHS MASTERCARD INC 'A'	459,530.	459,530.
10,729 SHS ROCHE HLDG LTD	434,877.	434,877.
1,513 SHS S&P GLOBAL INC	413,125.	413,125.
2,013 SHS VERISIGN INC	387,865.	387,865.
2,403 SHS VISA INC 'A'	451,524.	451,524.
1,269 SHS ISHARES RUSSELL 3000	239,194.	239,194.
1,214 SHS VERISK ANALYTICS INC	181,299.	181,299.
6,982 SHS ACCELERATE DIAGNOSTICS INC	117,996.	117,996.
4,830 SHS CELLNEX TELECOM SA	209,622.	209,622.
2,862 SHS IHS MARKIT LTD	215,652.	215,652.
1,983 SHS ADR ANHEUSER BUSCH INBEV	162,685.	162,685.
8,771 SHS TAIWAN SEMICONDUCTOR MFG CO LTD	509,595.	509,595.
TOTAL TO FORM 990-PF, PART II, LINE 10B	15,925,370.	15,925,370.

FORM 990-PF CASH DEEMED CHARITABLE EXPLANATION STATEMENT STATEMENT 7
PART X, LINE 4

THE CUSTOMARY 1.5% OF THE AVERAGE FAIR MARKET VALUE OF THE INVESTMENTS AND THE AVERAGE MONTHLY CASH BALANCES IS BEING HELD FOR CHARITABLE ACTIVITIES.