

For calendar year 2019, or tax year beginning 01-01-2019, and ending 12-31-2019

Name of foundation TREELINE FOUNDATION		A Employer identification number 46-2216403	
Number and street (or P O box number if mail is not delivered to street address) PO BOX 51250		Room/suite	
City or town, state or province, country, and ZIP or foreign postal code SEATTLE, WA 98115		B Telephone number (see instructions) (206) 626-6000	
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 ☒ Section 501(c)(3) exempt private foundation ☐ Section 4947(a)(1) nonexempt charitable trust ☐ Other taxable private foundation		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) ▶\$ 555,611	J Accounting method ☒ Cash ☐ Accrual ☐ Other (specify) _____ (Part I, column (d) must be on cash basis)	F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here	

Part I Analysis of Revenue and Expenses (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see instructions))		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
Revenue	1 Contributions, gifts, grants, etc , received (attach schedule)	1,132,297			
	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 . . .	15,640	15,640		
	5a Gross rents				
	b Net rental income or (loss) _____				
	6a Net gain or (loss) from sale of assets not on line 10	95			
	b Gross sales price for all assets on line 6a _____ 420,748				
	7 Capital gain net income (from Part IV, line 2) . . .		40,084		
	8 Net short-term capital gain				
	9 Income modifications				
	10a Gross sales less returns and allowances _____				
Operating and Administrative Expenses	b Less Cost of goods sold				
	c Gross profit or (loss) (attach schedule)				
	11 Other income (attach schedule)				
	12 Total. Add lines 1 through 11	1,148,032	55,724		
	13 Compensation of officers, directors, trustees, etc	13,187	0		13,187
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits				
	16a Legal fees (attach schedule)	6,564	0		6,564
	b Accounting fees (attach schedule)	12,957	1,320		11,637
	c Other professional fees (attach schedule)	5,177	5,177		0
	17 Interest				
	18 Taxes (attach schedule) (see instructions) . . .	6,843	0		6,843
	19 Depreciation (attach schedule) and depletion . . .				
	20 Occupancy				
	21 Travel, conferences, and meetings				
	22 Printing and publications				
	23 Other expenses (attach schedule)	1,437	0		1,437
	24 Total operating and administrative expenses. Add lines 13 through 23	46,165	6,497		39,668
	25 Contributions, gifts, grants paid	1,471,000			1,471,000
	26 Total expenses and disbursements. Add lines 24 and 25	1,517,165	6,497		1,510,668
	27 Subtract line 26 from line 12				
	a Excess of revenue over expenses and disbursements	-369,133			
	b Net investment income (if negative, enter -0-)		49,227		
c Adjusted net income (if negative, enter -0-) . . .					

Part II Balance Sheets		Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions.)		
		Beginning of year (a) Book Value	End of year (b) Book Value (c) Fair Market Value	
Assets	1 Cash—non-interest-bearing	328		
	2 Savings and temporary cash investments	647,890	495,040	495,040
	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)			
	c Investments—corporate bonds (attach schedule)	274,822	59,931	60,077
	11 Investments—land, buildings, and equipment basis ▶ _____ Less accumulated depreciation (attach schedule) ▶ _____			
	12 Investments—mortgage loans			
	13 Investments—other (attach schedule)			
	14 Land, buildings, and equipment basis ▶ _____ Less accumulated depreciation (attach schedule) ▶ _____			
15 Other assets (describe ▶ _____)	1,413	494	494	
16 Total assets (to be completed by all filers—see the instructions. Also, see page 1, item I)	924,453	555,465	555,611	
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 ▶ _____)	136	281	
	23 Total liabilities (add lines 17 through 22)	136	281	
Net Assets or Fund Balances	Foundations that follow FASB ASC 958, check here ▶ ☐ and complete lines 24, 25, 29 and 30.			
	24 Net assets without donor restrictions			
	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	0	0	
	27 Paid-in or capital surplus, or land, bldg, and equipment fund	0	0	
	28 Retained earnings, accumulated income, endowment, or other funds	924,317	555,184	
	29 Total net assets or fund balances (see instructions)	924,317	555,184	
30 Total liabilities and net assets/fund balances (see instructions) .	924,453	555,465		

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	924,317
2 Enter amount from Part I, line 27a	2	-369,133
3 Other increases not included in line 2 (itemize) ▶ _____	3	0
4 Add lines 1, 2, and 3	4	555,184
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	555,184

Part IV Capital Gains and Losses for Tax on Investment Income

(a) List and describe the kind(s) of property sold (e g , real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co)		(b) How acquired P—Purchase D—Donation	(c) Date acquired (mo , day, yr)	(d) Date sold (mo , day, yr)
1a See Additional Data Table				
b				
c				
d				
e				

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

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
a See Additional Data Table			
b			
c			
d			
e			

2 Capital gain net income or (net capital loss)	If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7	2	40,084
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6) If gain, also enter in Part I, line 8, column (c) (see instructions) If (loss), enter -0- in Part I, line 8		3	

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

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

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

Was the foundation liable for the section 4942 tax on the distributable amount of any year in the base period?



Yes



No

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

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

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col (b) divided by col (c))
2018	1,335,318	512,619	2 604894
2017	1,509,078	661,199	2 282336
2016	1,331,969	993,717	1 340391
2015	940,966	955,990	0 984284
2014	1,081,000	723,808	1 493490
2 Total of line 1, column (d)			2 8 705395
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 1 741079
4 Enter the net value of noncharitable-use assets for 2019 from Part X, line 5			4 695,836
5 Multiply line 4 by line 3			5 1,211,505
6 Enter 1% of net investment income (1% of Part I, line 27b)			6 492
7 Add lines 5 and 6			7 1,211,997
8 Enter qualifying distributions from Part XII, line 4			8 1,510,668

If line 8 is equal to or greater than line 7, check the box in Part VI, line 1b, and complete that part using a 1% tax rate See the Part VI instructions

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

1a	Exempt operating foundations described in section 4940(d)(2), check here ☐ and enter "N/A" on line 1 Date of ruling or determination letter _____ (attach copy of letter if necessary—see instructions)		
b	Domestic foundations that meet the section 4940(e) requirements in Part V, check here ☒ and enter 1% of Part I, line 27b	1	492
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	492
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	492
6	Credits/Payments		
a	2019 estimated tax payments and 2018 overpayment credited to 2019	6a	0
b	Exempt foreign organizations—tax withheld at source	6b	
c	Tax paid with application for extension of time to file (Form 8868)	6c	0
d	Backup withholding erroneously withheld	6d	0
7	Total credits and payments. Add lines 6a through 6d.	7	0
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	492
10	Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid ▶	10	
11	Enter the amount of line 10 to be Credited to 2020 estimated tax ▶ 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	No
b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes? (see Instructions for definition). <i>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</i>	1b	No
c Did the foundation file Form 1120-POL for this year?	1c	No
d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year (1) On the foundation ▶ \$ _____ (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? <i>If "Yes," attach a detailed description of the activities</i>	2	No
3 Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? <i>If "Yes," attach a conformed copy of the changes</i>	3	No
4a Did the foundation have unrelated business gross income of \$1,000 or more during the year?	4a	No
b If "Yes," has it filed a tax return on Form 990-T for this year?	4b	
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? <i>If "Yes," attach the statement required by General Instruction T</i>	5	No
6 Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	6	Yes
7 Did the foundation have at least \$5,000 in assets at any time during the year? <i>If "Yes," complete Part II, col (c), and Part XV</i>	7	Yes
8a Enter the states to which the foundation reports or with which it is registered (see instructions) ▶ WA _____		
b If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by General Instruction G? <i>If "No," attach explanation</i> .	8b	Yes
9 Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2019 or the taxable year beginning in 2019? See the instructions for Part XIV. <i>If "Yes," complete Part XIV</i>	9	No
10 Did any persons become substantial contributors during the tax year? <i>If "Yes," attach a schedule listing their names and addresses</i> 	10	Yes

Part VII-A Statements Regarding Activities (continued)

11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule See instructions.	11		No
12	Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement See instructions	12		No
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address ▶ N/A	13	Yes	
14	The books are in care of ▶ CRAIG MCKIBBEN Telephone no ▶ (206) 626-6000			

Located at **▶** C/O STOKES LAWRENCE 1420 FIFTH AVENUE SUITE 3000 SEATTLE WA ZIP+4 **▶** 98101

15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 —check here ▶ ☐	15		
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? See the instructions for exceptions and filing requirements for FinCEN Form 114 If "Yes", enter the name of the foreign country ▶	16	Yes	No

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

File Form 4720 if any item is checked in the "Yes" column, unless an exception applies.

1a	During the year did the foundation (either directly or indirectly)		Yes	No
	(1) Engage in the sale or exchange, or leasing of property with a disqualified person? ☐ Yes ☒ No			
	(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? ☐ Yes ☒ No			
	(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? ☐ Yes ☒ No			
	(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? ☐ Yes ☒ No			
	(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)? ☐ Yes ☒ No			
	(6) Agree to pay money or property to a government official? (Exception. Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days). ☐ Yes ☒ No			
b	If any answer is "Yes" to 1a(1)–(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance? See instructions Organizations relying on a current notice regarding disaster assistance check here. ▶ ☐	1b		
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		No
2	Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5))			
a	At the end of tax year 2019, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2019? If "Yes," list the years ▶ 20____, 20____, 20____, 20____ ☐ Yes ☒ No			
b	Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement—see instructions).	2b		
c	If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here ▶ 20____, 20____, 20____, 20____			
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? ☐ Yes ☒ No			
b	If "Yes," did it have excess business holdings in 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 Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2019).	3b		
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a		No
b	Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2019?	4b		No

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

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

Part VIII Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors

1 List all officers, directors, trustees, foundation managers and their compensation. See instructions				
(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
See Additional Data Table				
2 Compensation of five highest-paid employees (other than those included on line 1—see instructions). If none, enter "NONE."				
(a) Name and address of each employee paid more than \$50,000	(b) Title, and average hours per week devoted to position	(c) Compensation	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
NONE				
Total number of other employees paid over \$50,000.				0

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
NONE		
Total number of others receiving over \$50,000 for professional services. ►		0

Part IX-A Summary of Direct Charitable Activities

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

	Expenses
1	
2	
3	
4	

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

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2	Amount
1	
2	
All other program-related investments. See instructions.	
3	
Total. Add lines 1 through 3 ►	0

Part X Minimum Investment Return (All domestic foundations must complete this part. Foreign foundations, see instructions.)

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes		
a	Average monthly fair market value of securities.	1a	154,604
b	Average of monthly cash balances.	1b	551,828
c	Fair market value of all other assets (see instructions).	1c	0
d	Total (add lines 1a, b, and c).	1d	706,432
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	706,432
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions).	4	10,596
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	695,836
6	Minimum investment return. Enter 5% of line 5.	6	34,792

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	34,792
2a	Tax on investment income for 2019 from Part VI, line 5.	2a	492
b	Income tax for 2019 (This does not include the tax from Part VI).	2b	
c	Add lines 2a and 2b.	2c	492
3	Distributable amount before adjustments. Subtract line 2c from line 1.	3	34,300
4	Recoveries of amounts treated as qualifying distributions.	4	0
5	Add lines 3 and 4.	5	34,300
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	34,300

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	1,510,668
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	1,510,668
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	492
6	Adjusted qualifying distributions. Subtract line 5 from line 4.	6	1,510,176

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				34,300
2 Undistributed income, if any, as of the end of 2019				
a Enter amount for 2018 only.			0	
b Total for prior years 20____, 20____, 20____		0		
3 Excess distributions carryover, if any, to 2019				
a From 2014.	1,040,438			
b From 2015.	893,234			
c From 2016.	1,282,345			
d From 2017.	1,476,062			
e From 2018.	1,315,267			
f Total of lines 3a through e.	6,007,346			
4 Qualifying distributions for 2019 from Part XII, line 4 ▶ \$ <u>1,510,668</u>				
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.				34,300
e Remaining amount distributed out of corpus	1,476,368			
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	7,483,714			
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 instructions			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 (see instructions).	1,040,438			
9 Excess distributions carryover to 2020. Subtract lines 7 and 8 from line 6a	6,443,276			
10 Analysis of line 9				
a Excess from 2015.	893,234			
b Excess from 2016.	1,282,345			
c Excess from 2017.	1,476,062			
d Excess from 2018.	1,315,267			
e Excess from 2019.	1,476,368			

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

1a If the foundation has received a ruling or determination letter that it is a private operating foundation, and the ruling is effective for 2019, enter the date of the ruling. ▶					
b Check box to indicate whether the organization is a private operating foundation described in section ☐ 4942(j)(3) or ☐ 4942(j)(5)					
2a Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed	Tax year	Prior 3 years			(e) Total
	(a) 2019	(b) 2018	(c) 2017	(d) 2016	
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)) See Additional Data Table	
b List any managers of the foundation who own 10% or more of the stock of a corporation (or an equally large portion of the ownership of a partnership or other entity) of which the foundation has a 10% or greater interest	
2 Information Regarding Contribution, Grant, Gift, Loan, Scholarship, etc., Programs:	
Check here ☐ if the foundation only makes contributions to preselected charitable organizations and does not accept unsolicited requests for funds. If the foundation makes gifts, grants, etc. to individuals or organizations under other conditions, complete items 2a, b, c, and d. See instructions.	
a The name, address, and telephone number or e-mail address of the person to whom applications should be addressed CRAIG MCKIBBEN C/O STOKES LAWRENCE 1420 FIFTH AVENUE SUITE 3000 SEATTLE, WA 98101 (206) 626-6000 TREELINEFOUNDATION@GMAIL.COM	
b The form in which applications should be submitted and information and materials they should include APPLICATION AND GRANT PROPOSALS MUST INCLUDE A BUDGET, DETAILS AS TO HOW THE FUNDS WILL BE USED AND ACCOUNTED FOR, A SCHEDULE FOR REPORTING TO THE FOUNDATION AND AN ACKNOWLEDGMENT THAT THE FOUNDATION HAS AUTHORITY TO WITHHOLD OR RECOVER GRANT FUNDS THAT ARE, OR APPEAR TO BE, MISUSED	
c Any submission deadlines N/A	
d Any restrictions or limitations on awards, such as by geographical areas, charitable fields, kinds of institutions, or other factors N/A	

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

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i> See Additional Data Table				
Total			3a	1,471,000
b <i>Approved for future payment</i>				
Total			3b	0

Enter gross amounts unless otherwise indicated

Enter gross amounts unless otherwise indicated		Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income (See instructions)
		(a) Business code	(b) Amount	(c) Exclusion code	(d) Amount	
1	Program service revenue					
a	_____					
b	_____					
c	_____					
d	_____					
e	_____					
f	_____					
g	Fees and contracts from government agencies					
2	Membership dues and assessments. . . .					
3	Interest on savings and temporary cash investments					
4	Dividends and interest from securities. . . .			14	15,640	
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	95	
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		15,735	0
13	Total. Add line 12, columns (b), (d), and (e). (See worksheet in line 13 instructions to verify calculations)			13		15,735

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

[illegible]

Information Regarding Transfers To and Transactions and Relationships With Noncharitable Exempt Organizations

	Yes	No
--	-----	----

--	--	--

1a(1)		No
1a(2)		No

--	--	--

1b(1)	No
--------------	-----------

1b(2)		No
--------------	--	-----------

1b(3)		No
--------------	--	-----------

1b(4)		No
--------------	--	-----------

1b(5)	No
--------------	-----------

1b(6)		No
--------------	--	-----------

1c		No
-----------	--	-----------

value
ue

[illegible]

described in section 501(c) (other than section 501(c)(3)) or in section 527? ☐ Yes ☒ No

(a) Name of organization	(b) Type of organization	(c) Description of relationship

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.

**Sign
Here**

* * * * *

2020-08-28

Signature of officer or trustee

Date _____

Title

May the IRS discuss this
return
with the preparer shown
below

(see instr) ☒ Yes ☐ No

**Paid
Preparer
Use Only**

Print/Type preparer's name

STEVE H POLIS

Preparer's Signature

Date _____

Check if self-☐

PTIN

P00307386

Firm's name ▶	VWC PS
---------------	--------

Firm's EIN ► 91-1007261

Firm's address ► 10510 NORTHUP WAY SUITE 300

Phone no (425) 250-0051

KIRKLAND, WA 98033

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns a - d			
List and describe the kind(s) of property sold (e g , real estate, (a) 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)
AMERICAN EXPRES 2 125XXX**MATURED**	P	2018-11-06	2019-03-18
AMERICAN TOWER CO 3 4XXX**MATURED**	P	2018-10-30	2019-02-15
AMGEN INC 5 7%19	P	2018-10-30	2019-02-01
BANK OF AMERICA 2 65XXX**MATURED**	P	2018-10-31	2019-04-01
BB&T CORP 2 25XXX**MATURED**	P	2018-11-02	2019-02-01
GENERAL MOTORS FI 3 1XXX**MATURED**	P	2018-10-31	2019-01-15
JPMORGAN CHASE & 1 85XXX**MATURED**	P	2018-10-29	2019-03-22
JPMORGAN CHASE & 2 25%20**CALLED**	P	2019-03-27	2019-12-23
LIFE TECHNOLOGIES C 6%20**CALLED**	P	2019-04-08	2019-10-25
LOWE'S COMPANIES 1 15XXX**MATURED**	P	2018-10-29	2019-04-15

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

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
20,000		20,000	0
25,000		25,000	0
25,000		25,000	0
25,000		25,000	0
15,000		15,000	0
25,000		25,000	0
25,000		25,000	0
30,000		29,992	8
30,415		30,324	91
25,000		25,000	0

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

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(I) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
			0
			0
			0
			0
			0
			0
			8
			91
			0

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

List and describe the kind(s) of property sold (e g , real estate, (a) 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)
MORGAN STANLEY 2 5XXX**MATURED**	P	2018-10-29	2019-01-24
PNC BANK, NTNL AS 2 2XXX**MATURED**	P	2018-11-05	2019-01-28
SUNTRUST BANK (A 2 25%20**CALLED**	P	2019-03-21	2019-12-31
UNITEDHEALTH GR 1 625%19	P	2018-10-30	2019-03-15
XILINX, INC 2 125XXX**MATURED**	P	2018-10-30	2019-03-15
ISHARES RUSSELL 1000 GROWTH ETF		2009-03-12	2019-09-26

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

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
25,000		25,000	0
15,000		15,000	0
35,000		34,990	10
25,000		25,000	0
25,000		25,000	0
50,333		10,358	39,975

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

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
			0
			0
			10
			0
			0
			39,975

Form 990PF Part VIII Line 1 - List all officers, directors, trustees, foundation managers and their compensation				
(a) Name and address	Title, and average hours per week (b) devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	Expense account, (e) other allowances
SARAH MERNER	DIRECTOR/OFFICER 4 00	0	0	0
1420 FIFTH AVENUE SUITE 3000 SEATTLE, WA 981012393				
CRAIG MCKIBBEN	DIRECTOR/OFFICER 4 00	0	0	0
1420 FIFTH AVENUE SUITE 3000 SEATTLE, WA 981012393				
ANDREW MCKIBBEN	DIRECTOR 4 00	13,187	0	0
1420 FIFTH AVENUE SUITE 3000 SEATTLE, WA 981012393				
JASMINE GERVAIS	DIRECTOR 4 00	0	0	0
1420 FIFTH AVENUE SUITE 3000 SEATTLE, WA 981012393				
MARGARET MCKIBBEN	DIRECTOR 4 00	0	0	0
1420 FIFTH AVENUE SUITE 3000 SEATTLE, WA 981012393				
LESLIE MERNER DUKE	DIRECTOR 4 00	0	0	0
1420 FIFTH AVENUE SUITE 3000 SEATTLE, WA 981012393				
JOHN GOULD	DIRECTOR 4 00	0	0	0
1420 FIFTH AVENUE SUITE 3000 SEATTLE, WA 981012393				
CAROL DRIVER	DIRECTOR 4 00	0	0	0
1420 FIFTH AVENUE SUITE 3000 SEATTLE, WA 981012393				
TYLER BUTTERWORTH	DIRECTOR 4 00	0	0	0
1420 FIFTH AVENUE SUITE 3000 SEATTLE, WA 981012393				

Form 990PF Part XV Line 1a - List any managers of the foundation who have contributed more than 2% of the total contributions received by the foundation before the close of any tax year (but only if they have contributed more than \$5,000).

SARAH MERNER
CRAIG MCKIBBEN

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
350ORG20 JAY STREET STE 1010 BROOKLYN, NY 11201	NONE	PUBLIC CHARITY	TO PROVIDE GENERAL OPERATING SUPPORT	50,000
A CONTEMPORARY THEATRE 700 UNION STREET SEATTLE, WA 98101	NONE	PUBLIC CHARITY	TO PROVIDE GENERAL OPERATING SUPPORT	10,000
AMERICAN ALPINE CLUB 710 10TH ST SUITE 100 GOLDEN, CO 80401	NONE	PUBLIC CHARITY	TO PROVIDE GENERAL OPERATING SUPPORT	10,000
Total ▶ 3a				1,471,000

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
BENEFITS LAW CENTER 1404 E YESLER WAY SUITE 203 SEATTLE, WA 98122	NONE	PUBLIC CHARITY	TO PROVIDE GENERAL OPERATING SUPPORT	5,000
BIRDNOTEPO BOX 99456 SEATTLE, WA 98139	NONE	PUBLIC CHARITY	TO SUPPORT THE NEXTGEN INITIATIVE WITH \$25,000 AND THE ANNUAL FUND WITH \$25,000	50,000
CHILDREN AND NATURE NETWORK 808 14TH AVE SE MINNEAPOLIS, MN 55414	NONE	PUBLIC CHARITY	TO SUPPORT THE NATURAL LEADERS INITIATIVE	15,000
Total ► 3a				1,471,000

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
CLIMATE SOLUTIONS 1402 3RD AVE STE 1305 SEATTLE, WA 981012194	NONE	PUBLIC CHARITY	TO PROVIDE GENERAL OPERATING SUPPORT	100,000
DESC515 THIRD AVENUE SEATTLE, WA 98104	NONE	PUBLIC CHARITY	TO PROVIDE GENERAL OPERATING SUPPORT	20,000
FORTERRA901 5TH AVE STE 2200 SEATTLE, WA 981642091	NONE	PUBLIC CHARITY	TO SUPPORT INVESTMENTS IN THE FINANCE AND OPERATIONS	40,000
Total ▶ 3a				1,471,000

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
GIRLS ON THE RUN OF PUGET SOUND 1404 EAST YESLER PLACE SUITE 201 SEATTLE, WA 98122	NONE	PUBLIC CHARITY	TO PROVIDE GENERAL OPERATING SUPPORT	5,000
ISLANDWOOD4450 BLAKELY AVE NE BAINBRIDGE ISLAND, WA 98110	NONE	PUBLIC CHARITY	TO PROVIDE GENERAL OPERATING SUPPORT	10,000
MARY'S PLACEPO BOX 1711 SEATTLE, WA 98111	NONE	PUBLIC CHARITY	TO HELP ADDRESS HOMELESSNESS IN SEATTLE AND KING COUNTY	25,000
Total ▶ 3a				1,471,000

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
METHOW CONSERVANCYPO BOX 71 WINTHROP, WA 988620071	NONE	PUBLIC CHARITY	TO PROVIDE GENERAL OPERATING SUPPORT	5,000
NATIONAL NETWORK OF ABORTION ACCESS FUNDS PO BOX 170280 BOSTON, MA 02117	NONE	PUBLIC CHARITY	TO PROVIDE GENERAL OPERATING SUPPORT	50,000
NORTHWEST ABORTION ACCESS FUND PO BOX 10894 EUGENE, OR 97440	NONE	PUBLIC CHARITY	TO PROVIDE GENERAL OPERATING SUPPORT	10,000
Total ▶ 3a				1,471,000

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
NORTHWEST AVALANCHE CENTER 15600 NE 8TH ST SUITE B1-711 BELLEVUE, WA 98008	NONE	PUBLIC CHARITY	TO PROVIDE GENERAL OPERATING SUPPORT	5,000
NORTHWEST CHOIRS 5031 UNIVERSITY WAY NE SUITE NB2 SEATTLE, WA 98105	NONE	PUBLIC CHARITY	TO PROVIDE GENERAL OPERATING SUPPORT	10,000
PACIFIC SCIENCE CENTER 200 SECOND AVE N SEATTLE, WA 98109	NONE	PUBLIC CHARITY	TO PROVIDE GENERAL OPERATING SUPPORT	10,000
Total ► 3a				1,471,000

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
PLYMOUTH HOUSING GROUP 2113 3RD AVE SEATTLE, WA 98121	NONE	PUBLIC CHARITY	TO HELP ADDRESS HOMELESSNESS IN SEATTLE AND KING COUNTY	20,000
SAWHORSE REVOLUTION 801 2ND AVE SUITE 501 SEATTLE, WA 98104	NONE	PUBLIC CHARITY	TO PROVIDE GENERAL OPERATING SUPPORT	10,000
SEATTLE AUDUBON SOCIETY 8050 35TH AVE NE SEATTLE, WA 98115	NONE	PUBLIC CHARITY	TO SUPPORT THE EDUCATION PROGRAM	5,000
Total ► 3a				1,471,000

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
SEATTLE CHILDREN'S THEATRE 201 THOMAS ST SEATTLE, WA 98109	NONE	PUBLIC CHARITY	TO PROVIDE GENERAL OPERATING SUPPORT	5,000
SEATTLE REPERTORY THEATRE PO BOX 900923 SEATTLE, WA 98109	NONE	PUBLIC CHARITY	TO PROVIDE GENERAL OPERATING SUPPORT	10,000
SEATTLE SHAKESPEARE COMPANY PO BOX 19595 SEATTLE, WA 981091595	NONE	PUBLIC CHARITY	TO PROVIDE GENERAL OPERATING SUPPORT	25,000
Total ► 3a				1,471,000

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
SEATTLE SYMPHONYPO BOX 21906 SEATTLE, WA 98111	NONE	PUBLIC CHARITY	TO PROVIDE GENERAL OPERATING SUPPORT	10,000
SIGHTLINE INSTITUTE 1402 THIRD AVE SUITE 500 SEATTLE, WA 98101	NONE	PUBLIC CHARITY	TO SUPPORT EFFORTS TO ADDRESS CLIMATE CHANGE	100,000
SOLID GROUND1501 N 45TH ST SEATTLE, WA 981036708	NONE	PUBLIC CHARITY	TO ADDRESS HOMELESSNESS IN SEATTLE AND KING COUNTY	20,000
Total ▶ 3a				1,471,000

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
SOUTH END ULTIMATE PROGRAM - AGE UP 3801 BEACON AVE S SEATTLE, WA 981081520	NONE	PUBLIC CHARITY	TO PROVIDE GENERAL OPERATING SUPPORT	5,000
THE MOUNTAINEERS 7700 SAND POINT WAY NE SEATTLE, WA 981153996	NONE	PUBLIC CHARITY	TO SUPPORT THE YOUTH PROGRAM	10,000
THE MOUNTAINS TO SOUND GREENWAY TRUST 2701 FIRST AVE SUITE 240 SEATTLE, WA 98121	NONE	PUBLIC CHARITY	TO PROVIDE GENERAL OPERATING SUPPORT	10,000
Total ▶ 3a				1,471,000

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
THE NATURE CONSERVANCY IN WASHINGTON 74 WALL STREET SEATTLE, WA 98121	NONE	PUBLIC CHARITY	TO SUPPORT THE CLIMATE AND SCIENCE STRATEGIES OF THE "ROCK OUR WORLD" CAMPAIGN	334,000
THE SIERRA CLUB FOUNDATION 2101 WEBSTER STREET SUITE 1250 OAKLAND, CA 94612	NONE	PUBLIC CHARITY	TO SUPPORT ICO WITH \$75,000 AND ADDRESS CLIMATE CHANGE WITH \$35,000	110,000
THE VERA PROJECT305 HARRISON ST SEATTLE, WA 98109	NONE	PUBLIC CHARITY	TO PROVIDE GENERAL OPERATING SUPPORT WITH \$10,000 AND TO SUPPORT QUEER AND TRANS YOUTH MUSIC PROJECT WITH \$2,000	12,000
Total ▶ 3a				1,471,000

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
THE WILDERNESS SOCIETY 1615 M STREET NW SUITE 200 WASHINGTON, DC 200363209	NONE	PUBLIC CHARITY	TO SUPPORT THE NORTH CASCADES INITIATIVE WITH \$25,000 AND THE THE METHOW HEADWATERS CAMPAIGN WITH \$25,000	50,000
TOTEM STAR 4408 DELRIDGE WAY SW 118 SEATTLE, WA 98106	NONE	PUBLIC CHARITY	TO PROVIDE GENERAL OPERATING SUPPORT	5,000
UNIVERSITY OF WASHINGTON FOUNDATION 4333 BROOKLYN AVE NE BOX 359505 SEATTLE, WA 98195	NONE	PUBLIC CHARITY	TO SUPPORT THE FOREFRONT SUICIDE PREVENTION PROGRAM	10,000
Total ▶ 3a				1,471,000

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
WASHINGTON ENVIRONMENTAL COUNCIL 1402 3RD AVE 1400 SEATTLE, WA 981012179	NONE	PUBLIC CHARITY	TO PROVIDE GENERAL OPERATING SUPPORT	15,000
WASHINGTON GREEN SCHOOLS 4649 SUNNYSIDE AVENUE NORTH STE 303 SEATTLE, WA 98103	NONE	PUBLIC CHARITY	TO PROVIDE GENERAL OPERATING SUPPORT	10,000
WASHINGTON TRAILS ASSOCIATION 705 2ND AVE STE 300 SEATTLE, WA 981041723	NONE	PUBLIC CHARITY	TO SUPPORT THE YOUTH PROGRAM	75,000
Total ▶ 3a				1,471,000

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
YMCA OF GREATER SEATTLE 909 4TH AVE SEATTLE, WA 981041108	NONE	PUBLIC CHARITY	TO SUPPORT THE BOLD/GOLD PROGRAM	25,000
YMCA OF GREATER SEATTLE 909 4TH AVE SEATTLE, WA 981041108	NONE	PUBLIC CHARITY	TO SUPPORT THE ACCELERATOR Y'S HOUSING AND TRANSITION PLANNING PROGRAM	90,000
YOUTHCARE2500 NE 54TH ST SEATTLE, WA 981053142	NONE	PUBLIC CHARITY	TO PROVIDE GENERAL OPERATING SUPPORT	25,000
Total ► 3a				1,471,000

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
YWCA SEATTLE KING SNOHOMISH 1118 5TH AVE SEATTLE, WA 98101	NONE	PUBLIC CHARITY	TO HELP ADDRESS HOMELESSNESS IN SEATTLE AND KING COUNTY	25,000
ZENO1404 EAST YESLER WAY STE 204 SEATTLE, WA 98122	NONE	PUBLIC CHARITY	TO PROVIDE GENERAL OPERATING SUPPORT	25,000
Total ▶ 3a				1,471,000

TY 2019 Accounting Fees Schedule**Name:** TREELINE FOUNDATION**EIN:** 46-2216403

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
ACCOUNTING FEES	12,957	1,320		11,637

TY 2019 Investments Corporate Bonds Schedule**Name:** TREELINE FOUNDATION**EIN:** 46-2216403**Investments Corporate Bonds Schedule**

Name of Bond	End of Year Book Value	End of Year Fair Market Value
LAM RESEARCH COR 2.75%20	35,004	35,035
QUEST DIAGNOSTICS 2.5%20	24,927	25,042

TY 2019 Legal Fees Schedule**Name:** TREELINE FOUNDATION**EIN:** 46-2216403

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
LEGAL & PROFESSIONAL SERVICES	6,564	0		6,564

TY 2019 Other Assets Schedule

Name: TREELINE FOUNDATION

EIN: 46-2216403

Other Assets Schedule

Description	Beginning of Year - Book Value	End of Year - Book Value	End of Year - Fair Market Value
ACCRUED INTEREST ON CORPORATE & MUNICIPAL BONDS	1,413	494	494

TY 2019 Other Expenses Schedule**Name:** TREELINE FOUNDATION**EIN:** 46-2216403**Other Expenses Schedule**

Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
SUPPIES, SOFTWARE	1,306	0		1,306
PENALTIES	131	0		131

TY 2019 Other Liabilities Schedule**Name:** TREELINE FOUNDATION**EIN:** 46-2216403

Description	Beginning of Year - Book Value	End of Year - Book Value
PAYROLL LIABILITIES	136	281

TY 2019 Other Professional Fees Schedule**Name:** TREELINE FOUNDATION**EIN:** 46-2216403

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
INVESTMENT MANAGEMENT FEES	5,177	5,177		0

**TY 2019 Substantial Contributors
Schedule****Name:** TREELINE FOUNDATION**EIN:** 46-2216403**Name****Address**

2012 MERMAC CHARITABLE TRUST

3825 INTERLAKE AVE N STE A
SEATTLE, WA 98103

TY 2019 Taxes Schedule**Name:** TREELINE FOUNDATION**EIN:** 46-2216403

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
INVESTMENT INCOME EXCISE TAX	5,553	0		5,553
PAYROLL TAXES	1,290	0		1,290

Schedule B (Form 990, 990-EZ, or 990-PF) Department of the Treasury Internal Revenue Service	Schedule of Contributors ▶ Attach to Form 990, 990-EZ, or 990-PF ▶ Go to <u>www.irs.gov/Form990</u> for the latest information	OMB No 1545-0047
		2019
Name of the organization TREELINE FOUNDATION		Employer identification number 46-2216403

Organization type (check one)

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

Check if your organization is covered by the **General Rule** or a **Special Rule**.
Note: Only a section 501(c)(7), (8), or (10) organization can check boxes for both the General Rule and a Special Rule. See instructions.

General Rule

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

Special Rules

- ☐ For an organization described in section 501(c)(3) filing Form 990 or 990-EZ that met the 33¹/₃% support test of the regulations under sections 509(a)(1) and 170(b)(1)(A)(vi), that checked Schedule A (Form 990 or 990-EZ), Part II, line 13, 16a, or 16b, and that received from any one contributor, during the year, total contributions of the greater of (1) \$5,000 or (2) 2% of the amount on (i) Form 990, Part VIII, line 1h, or (ii) Form 990-EZ, line 1. Complete Parts I and II.
- ☐ For an organization described in section 501(c)(7), (8), or (10) filing Form 990 or 990-EZ that received from any one contributor, during the year, total contributions of more than \$1,000 *exclusively* for religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals. Complete Parts I, II, and III.
- ☐ For an organization described in section 501(c)(7), (8), or (10) filing Form 990 or 990-EZ that received from any one contributor, during the year, contributions *exclusively* for religious, charitable, etc., purposes, but no such contributions totaled more than \$1,000. If this box is checked, enter here the total contributions that were received during the year for an *exclusively* religious, charitable, etc., purpose. Don't complete any of the parts unless the **General Rule** applies to this organization because it received *nonexclusively* religious, charitable, etc., contributions totaling \$5,000 or more during the year. . . . ▶ \$ _____

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

Name of organization
TREELINE FOUNDATION

Employer identification number
46-2216403

Part I**Contributors** (see instructions) Use duplicate copies of Part I if additional space is needed

(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
1	2012 MERMAC CHARITABLE TRUST 3825 INTERLAKE AVE N STE A SEATTLE, WA 98103	\$ 1,132,297	☒ 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)
		\$	☐ 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 TREELINE FOUNDATION	Employer identification number 46-2216403
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Part II Noncash Property			
(a) No. from Part I	(b) Description of noncash property given (see instructions) Use duplicate copies of Part II if additional space is needed	(c) FMV (or estimate) (See instructions)	(d) Date received
1	PUBLICLY TRADED SECURITIES 316 SH IWF	\$ 50,347	2019-09-25
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (See instructions)	(d) Date received
-		\$	
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (See instructions)	(d) Date received
-		\$	
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (See instructions)	(d) Date received
-		\$	
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (See instructions)	(d) Date received
-		\$	
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (See instructions)	(d) Date received
-		\$	
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (See instructions)	(d) Date received
-		\$	

Name of organization TREELINE FOUNDATION	Employer identification number 46-2216403
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Part III	Exclusively religious, charitable, etc., contributions to organizations described in section 501(c)(7), (8), or (10) that total more than \$1,000 for the year from any one contributor. Complete columns (a) through (e) and the following line entry. For organizations completing Part III, enter the total of exclusively religious, charitable, etc., contributions of \$1,000 or less for the year. (Enter this information once. See instructions.) ► \$ _____ Use duplicate copies of Part III if additional space is needed
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(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held
	_____ _____ _____	_____ _____ _____	_____ _____ _____
	(e) Transfer of gift		
	Transferee's name, address, and ZIP 4		Relationship of transferor to transferee
	_____ _____ _____	_____ _____ _____	
(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held
	_____ _____ _____	_____ _____ _____	_____ _____ _____
	(e) Transfer of gift		
	Transferee's name, address, and ZIP 4		Relationship of transferor to transferee
	_____ _____ _____	_____ _____ _____	
(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held
	_____ _____ _____	_____ _____ _____	_____ _____ _____
	(e) Transfer of gift		
	Transferee's name, address, and ZIP 4		Relationship of transferor to transferee
	_____ _____ _____	_____ _____ _____	
(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held
	_____ _____ _____	_____ _____ _____	_____ _____ _____
	(e) Transfer of gift		
	Transferee's name, address, and ZIP 4		Relationship of transferor to transferee
	_____ _____ _____	_____ _____ _____	