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Form **990-PF**

Department of the Treasury
Internal Revenue Service

Return of Private Foundation

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

▶ Do not enter social security numbers on this form as it may be made public.
▶ Go to *www.irs.gov/Form990PF* for instructions and the latest information.

OMB No. 1545-0052

2019

Open to Public Inspection

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

Name of foundation
THE SHERI AND LES BILLER FAMILY FOUNDATION

% HARBORVIEW CAPITAL LLC

Number and street (or P.O. box number if mail is not delivered to street address) Room/suite
601 UNION STREET Suite 3030

City or town, state or province, country, and ZIP or foreign postal code
SEATTLE, WA 981012348

A Employer identification number
47-0998912

B Telephone number (see instructions)
(206) 535-7543

C If exemption application is pending, check here ▶ ☐

D 1. Foreign organizations, check here............. ▶ ☐
2. Foreign organizations meeting the 85% test, check here and attach computation ... ▶ ☐

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

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

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

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

I Fair market value of all assets at end of year (from Part II, col. (c), *line 16)* ▶$ 11,114,878

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

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

	Line	Description	(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)	990,896			
	2	Check ▶ ☐ if the foundation is **not** required to attach Sch. B				
	3	Interest on savings and temporary cash investments	7,736	7,736		
	4	Dividends and interest from securities	62,875	62,875		
	5a	Gross rents				
	b	Net rental income or (loss)				
	6a	Net gain or (loss) from sale of assets not on line 10	178,448			
	b	Gross sales price for all assets on line 6a 3,861,660				
	7	Capital gain net income (from Part IV, line 2)		713,574		
	8	Net short-term capital gain				
	9	Income modifications				
	10a	Gross sales less returns and allowances				
	b	Less: Cost of goods sold				
	c	Gross profit or (loss) (attach schedule)				
	11	Other income (attach schedule)	189,271	157,391		
	12	**Total.** Add lines 1 through 11	1,429,226	941,576		
Operating and Administrative Expenses	13	Compensation of officers, directors, trustees, etc.	0			
	14	Other employee salaries and wages	822,086			822,086
	15	Pension plans, employee benefits	61,520			61,520
	16a	Legal fees (attach schedule)	7,681	0	0	7,681
	b	Accounting fees (attach schedule)	40,841	20,421	0	20,420
	c	Other professional fees (attach schedule)	202,576	146,394		56,182
	17	Interest	21	21		
	18	Taxes (attach schedule) (see instructions)	80,159			58,603
	19	Depreciation (attach schedule) and depletion	9,809			
	20	Occupancy	21,126			21,126
	21	Travel, conferences, and meetings	169,802			169,802
	22	Printing and publications				
	23	Other expenses (attach schedule)	86,657			86,657
	24	**Total operating and administrative expenses.** Add lines 13 through 23	1,502,278	166,836	0	1,304,077
	25	Contributions, gifts, grants paid	632,878			632,878
	26	**Total expenses and disbursements.** Add lines 24 and 25	2,135,156	166,836	0	1,936,955
	27	Subtract line 26 from line 12:				
	a	**Excess of revenue over expenses and disbursements**	-705,930			
	b	**Net investment income** (if negative, enter -0-)		774,740		
	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	End of year (c) Fair Market Value
Assets	1	Cash—non-interest-bearing	851,139	177,077	177,077
	2	Savings and temporary cash investments			
	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)	2,690,554	1,444,900	2,315,115
	c	Investments—corporate bonds (attach schedule)	1,373,247	199,806	202,414
	11	Investments—land, buildings, and equipment: basis ▶ 139,425 Less: accumulated depreciation (attach schedule) ▶ 116,743	17,891	22,682	22,682
	12	Investments—mortgage loans			
	13	Investments—other (attach schedule)	5,278,571	7,764,167	8,397,590
	14	Land, buildings, and equipment: basis ▶ Less: accumulated depreciation (attach schedule) ▶			
	15	Other assets (describe ▶)	8,577	0	0
	16	**Total assets** (to be completed by all filers—see the instructions. Also, see page 1, item I)	10,219,979	9,608,632	11,114,878
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 ▶)	39,221	134,708	
	23	**Total liabilities**(add lines 17 through 22)	39,221	134,708	
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			
	27	Paid-in or capital surplus, or land, bldg., and equipment fund			
	28	Retained earnings, accumulated income, endowment, or other funds	10,180,758	9,473,924	
	29	**Total net assets or fund balances** (see instructions)	10,180,758	9,473,924	
	30	**Total liabilities and net assets/fund balances** (see instructions)	10,219,979	9,608,632	

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	10,180,758
2	Enter amount from Part I, line 27a	2	-705,930
3	Other increases not included in line 2 (itemize) ▶	3	
4	Add lines 1, 2, and 3	4	9,474,828
5	Decreases not included in line 2 (itemize) ▶	5	904
6	Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 29	6	9,473,924

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

	(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	(l) Gains (Col. (h) gain minus col. (k), but not less than -0-) **or** Losses (from col.(h))
a	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	713,574
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	2,360,591	10,538,050	0.224006
2017	2,633,906	9,928,851	0.265278
2016	2,558,397	8,995,916	0.284395
2015	3,477,714	8,806,478	0.394904
2014	932,037	3,314,856	0.28117

2 Total of line 1, column (d)	2	1.449753
3 Average distribution ratio for the 5-year base period—divide the total on line 2 by 5.0, or by the number of years the foundation has been in existence if less than 5 years . . .	3	0.289951
4 Enter the net value of noncharitable-use assets for 2019 from Part X, line 5 . . .	4	10,312,970
5 Multiply line 4 by line 3	5	2,990,256
6 Enter 1% of net investment income (1% of Part I, line 27b) . . .	6	7,747
7 Add lines 5 and 6	7	2,998,003
8 Enter qualifying distributions from Part XII, line 4	8	1,936,955

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	15,495
c	All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, col. (b)				
2	Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)			2	
3	Add lines 1 and 2.			3	15,495
4	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)			4	
5	**Tax based on investment income.** Subtract line 4 from line 3. If zero or less, enter -0-			5	15,495
6	Credits/Payments:				
a	2019 estimated tax payments and 2018 overpayment credited to 2019	6a	21,328		
b	Exempt foreign organizations—tax withheld at source	6b			
c	Tax paid with application for extension of time to file (Form 8868)	6c			
d	Backup withholding erroneously withheld	6d			
7	Total credits and payments. Add lines 6a through 6d.			7	21,328
8	Enter any **penalty** for underpayment of estimated tax. Check here ☐ if Form 2220 is attached.			8	
9	**Tax due.** If the total of lines 5 and 8 is more than line 7, enter **amount owed** ▶			9	
10	**Overpayment.** If line 7 is more than the total of lines 5 and 8, enter the **amount overpaid** ▶			10	5,833
11	Enter the amount of line 10 to be: **Credited to 2020 estimated tax** ▶ 5,833	**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).	1b		No
	*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		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? *If "Yes," attach a detailed description of the activities.*	2		No
3	Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? *If "Yes," attach a conformed copy of the changes*	3		No
4a	Did the foundation have unrelated business gross income of $1,000 or more during the year?.	4a		No
b	If "Yes," has it filed a tax return on **Form 990-T** for this year?.	4b		
5	Was there a liquidation, termination, dissolution, or substantial contraction during the year? *If "Yes," attach the statement required by General Instruction T.*	5		No
6	Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either: • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	6	Yes	
7	Did the foundation have at least $5,000 in assets at any time during the year? *If "Yes," complete Part II, col. (c), and Part XV.*	7	Yes	
8a	Enter the states to which the foundation reports or with which it is registered (see instructions) ▶ WA			
b	If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by General Instruction G? *If "No," attach explanation* .	8b		No
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. If "Yes," complete Part XIV	9		No
10	Did any persons become substantial contributors during the tax year? *If "Yes," attach a schedule listing their names and addresses.*	10		No

Part VII-A Statements Regarding Activities (continued)

		Line	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		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?	13	Yes	

Website address ▶WWW.BILLERFAMILYFOUNDATION.ORG

14 The books are in care of ▶HARBORVIEW CAPITAL LLC Telephone no. ▶(206) 535-7543

Located at ▶TWO UNION SQUARE 601 UNION STREET SEATTLE WA ZIP+4 ▶98101

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

		Line	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		No
	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

		Line	Yes	No
b	If any answer is "Yes" to 1a(1)–(6), did **any** of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance? See instructions	1b		No
	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		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? ☐ Yes ☑ No
If "Yes," list the years ▶ 20____ , 20____ , 20____ , 20____

		Line	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

		Line	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? ☐ 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		No
	If "Yes" to 6b, file Form 8870.			
7a	At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction? ☐ Yes ☑ No			
b	If "Yes", did the foundation receive any proceeds or have any net income attributable to the transaction?	7b		
8	Is the foundation subject to the section 4960 tax on payment(s) of more than $1,000,000 in remuneration or excess parachute payment 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
MARK DEDERER 601 UNION STREET SUITE 3030 SEATTLE, WA 981012348	EXECUTIVE DIRECTOR 40.0	217,900	11,564	0
ROXANNE ALVAREZ 601 UNION STREET SUITE 3030 SEATTLE, WA 981012348	DIRECTOR 40.0	117,400	12,795	0
ALISSA WEDDINGTON 601 UNION STREET SUITE 3030 SEATTLE, WA 981012348	OPERATIONS OFFICER 40.0	56,552	5,333	0
SHERRY CROMETT 601 UNION STREET SUITE 3030 SEATTLE, WA 981012348	EXECUTIVE DIRECTOR 40.0	160,573	12,037	0
RANKO FUKUDA 601 UNION STREET SUITE 3030 SEATTLE, WA 981012348	REGIONAL DIRECTOR 40.0	88,925	6,207	0
Total number of other employees paid over $50,000 ▶				3

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
HARBORVIEW CAPITAL LLC 601 UNION ST SUITE 3030 SEATTLE, WA 98101	MANAGEMENT	110,400
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 . . . . ▶	

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	10,078,286
b	Average of monthly cash balances.	1b	391,734
c	Fair market value of all other assets (see instructions).	1c	0
d	**Total** (add lines 1a, b, and c).	1d	10,470,020
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation). 1e		
2	Acquisition indebtedness applicable to line 1 assets.	2	0
3	Subtract line 2 from line 1d.	3	10,470,020
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions).	4	157,050
5	**Net value of noncharitable-use assets.** Subtract line 4 from line 3. Enter here and on Part V, line 4	5	10,312,970
6	**Minimum investment return.** Enter 5% of line 5.	6	515,649

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	515,649
2a	Tax on investment income for 2019 from Part VI, line 5.	2a	15,495		
b	Income tax for 2019. (This does not include the tax from Part VI.).	2b			
c	Add lines 2a and 2b.			2c	15,495
3	Distributable amount before adjustments. Subtract line 2c from line 1.			3	500,154
4	Recoveries of amounts treated as qualifying distributions.			4	31,345
5	Add lines 3 and 4.			5	531,499
6	Deduction from distributable amount (see instructions).			6	
7	**Distributable amount** as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1.			7	531,499

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	1,936,955
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	0
3	Amounts set aside for specific charitable projects that satisfy the:		
a	Suitability test (prior IRS approval required).	3a	0
b	Cash distribution test (attach the required schedule).	3b	0
4	**Qualifying distributions.** Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	4	1,936,955
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	
6	**Adjusted qualifying distributions.** Subtract line 5 from line 4.	6	1,936,955

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				531,499
2 Undistributed income, if any, as of the end of 2019:				
a Enter amount for 2018 only.			0	
b Total for prior years: 2017 , 2016 , 2015		0		
3 Excess distributions carryover, if any, to 2019:				
a From 2014. 829,311				
b From 2015. 3,063,334				
c From 2016. 2,134,406				
d From 2017. 2,180,006				
e From 2018. 1,865,825				
f Total of lines 3a through e.	10,072,882			
4 Qualifying distributions for 2019 from Part XII, line 4: ▶ $ 1,936,955				
a Applied to 2018, but not more than line 2a			0	
b Applied to undistributed income of prior years (Election required—see instructions).				
c Treated as distributions out of corpus (Election required—see instructions).				
d Applied to 2019 distributable amount.				531,499
e Remaining amount distributed out of corpus	1,405,456			
5 Excess distributions carryover applied to 2019. *(If an amount appears in column (d), the same amount must be shown in column (a).)*				
6 Enter the net total of each column as indicated below:				
a Corpus. Add lines 3f, 4c, and 4e. Subtract line 5	11,478,338			
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.				
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)				
8 Excess distributions carryover from 2014 not applied on line 5 or line 7 (see instructions) . . .	829,311			
9 Excess distributions carryover to 2020. Subtract lines 7 and 8 from line 6a	10,649,027			
10 Analysis of line 9:				
a Excess from 2015. . . . 3,063,334				
b Excess from 2016. . . . 2,134,406				
c Excess from 2017. . . . 2,180,006				
d Excess from 2018. . . . 1,865,825				
e Excess from 2019. . . . 1,405,456				

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)

	Tax year	Prior 3 years			(e) Total
	(a) 2019	**(b)** 2018	**(c)** 2017	**(d)** 2016	
2a Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed					
b 85% of line 2a					
c Qualifying distributions from Part XII, line 4 for each year listed					
d Amounts included in line 2c not used directly for active conduct of exempt activities					
e Qualifying distributions made directly for active conduct of exempt activities. Subtract line 2d from line 2c					
3 Complete 3a, b, or c for the alternative test relied upon: **a** "Assets" alternative test—enter: **(1)** Value of all assets					
(2) Value of assets qualifying under section 4942(j)(3)(B)(i)					
b "Endowment" alternative test— enter 2/3 of minimum investment return shown in Part X, line 6 for each year listed					
c "Support" alternative test—enter: **(1)** Total support other than gross investment income (interest, dividends, rents, payments on securities loans (section 512(a)(5)), or royalties)					
(2) Support from general public and 5 or more exempt organizations as provided in section 4942(j)(3)(B)(iii)					
(3) Largest amount of support from an exempt organization					
(4) Gross investment income					

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

1 Information Regarding Foundation Managers:

a List any managers of the foundation who have contributed more than 2% of the total contributions received by the foundation before the close of any tax year (but only if they have contributed more than $5,000). (See section 507(d)(2).)

SHERI LES BILLER

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 ▶ ☑ if the foundation only makes contributions to preselected charitable organizations and does not accept unsolicited requests for funds. If the foundation makes gifts, grants, etc. to individuals or organizations under other conditions, complete items 2a, b, c, and d. See instructions

a The name, address, and telephone number or email address of the person to whom applications should be addressed:

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

c Any submission deadlines:

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

Part XV Supplementary Information (continued)

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

Recipient 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* See Additional Data Table				
Total . . . . ▶ **3a**				632,878
b *Approved for future payment*				
Total . . . . ▶ **3b**				

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 (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			14	7,736	
4 Dividends and interest from securities. . . .			14	62,875	
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	178,448	
9 Net income or (loss) from special events:					
10 Gross profit or (loss) from sales of inventory					
11 Other revenue:					
a PARTNERSHIP INCOME/LOSS	900099	535	01	157,391	
b LEGAL FEE REFUND			01	31,345	
c					
d					
e					
12 Subtotal. Add columns (b), (d), and (e). .		535		437,795	

13 **Total.** Add line 12, columns (b), (d), and (e). **13** 438,330

(See worksheet in line 13 instructions to verify calculations.)

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

Line No. ▼	Explain below how each activity for which income is reported in column (e) of Part XVI-A contributed importantly to the accomplishment of the foundation's exempt purposes (other than by providing funds for such purposes). (See instructions.)

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)**		**No**
(2) Other assets.	**1a(2)**		**No**
b Other transactions:			
(1) Sales of assets to a noncharitable exempt organization.	**1b(1)**		**No**
(2) Purchases of assets from a noncharitable exempt organization.	**1b(2)**		**No**
(3) Rental of facilities, equipment, or other assets.	**1b(3)**		**No**
(4) Reimbursement arrangements.	**1b(4)**		**No**
(5) Loans or loan guarantees.	**1b(5)**		**No**
(6) Performance of services or membership or fundraising solicitations.	**1b(6)**		**No**
c Sharing of facilities, equipment, mailing lists, other assets, or paid employees.	**1c**		**No**

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

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

b If "Yes," complete the following schedule.

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

Sign Here

Under penalties of perjury, I declare that I have examined this return, including accompanying schedules and statements, and to the best of my knowledge and belief, it is true, correct, and complete. Declaration of preparer (other than taxpayer) is based on all information of which preparer has any knowledge.

****** | 2020-11-16 | ******

Signature of officer or trustee | Date | Title

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

Paid Preparer Use Only

Print/Type preparer's name	Preparer's Signature	Date	Check if self-employed ▶ ☐	PTIN
Stephanie Wilkinson				P01231617
Firm's name ▶ HOLTHOUSE CARLIN & VAN TRIGT LLP				Firm's EIN ▶
Firm's address ▶ 3011 TOWNSGATE ROAD SUITE 400 WESTLAKE VILLAGE, CA 91361				Phone no. (805) 374-8555

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

(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.)
CHARLES SCHWAB - PUBLICLY TRADED SECURITIES	P		
CHARLES SCHWAB - PUBLICLY TRADED SECURITIES	P		
CHARLES SCHWAB - PUBLICLY TRADED SECURITIES	P		
3,750 SHS WELLS FARGO & COMPANY	D	1995-07-01	
WELLS FARGO - PUBLICLY TRADED SECURITIES	P		
3,461 SHS ECOLAB INC.	D		2019-03-04
SECTION 1256 - LONG-TERM CAPITAL GAIN	P		
SECTION 1256 - SHORT-TERM CAPITAL GAIN	P		
TENNENBAUM MULTI-STRATEGY FUND	P		
CAPITAL GAIN DIVIDENDS	P		

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)
94,655		37,332	57,323
1,012,700		983,189	29,511
1,419,552		1,414,442	5,110
196,641		26,663	169,978
484,255		487,772	-3,517
588,262		198,688	389,574
13,201		0	13,201
8,801		0	8,801
262		0	262
			17,663

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	
			57,323
			29,511
			5,110
			169,978
			-3,517
			389,574
			13,201
			8,801
			262

Form 990PF Part VIII Line 1 - List all officers, directors, trustees, 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
SHERI BILLER 601 UNION STREET Suite 3030 SEATTLE, WA 981012348	Co-Chair and President 30.0	0	0	0
LES BILLER 601 UNION STREET Suite 3030 SEATTLE, WA 981012348	Co-Chair, Secretary, CFO & VP 20.0	0	0	0
HOWARD BEHAR 601 UNION STREET Suite 3030 SEATTLE, WA 981012348	DIRECTOR 2.0	0	0	0
YVONNE BELL 601 UNION STREET Suite 3030 SEATTLE, WA 981012348	DIRECTOR 2.0	0	0	0
ALEX CAPPELLO 601 UNION STREET Suite 3030 SEATTLE, WA 981012348	DIRECTOR 2.0	0	0	0
LINDSEY KOZBERG 601 UNION STREET Suite 3030 SEATTLE, WA 981012348	DIRECTOR 2.0	0	0	0
JOHN R OHANESIAN 601 UNION STREET Suite 3030 SEATTLE, WA 981012348	DIRECTOR 2.0	0	0	0
PEDRO MARTI 601 UNION STREET Suite 3030 SEATTLE, WA 981012348	DIRECTOR 2.0	0	0	0
RICK POWELL 601 UNION STREET Suite 3030 SEATTLE, WA 981012348	DIRECTOR 2.0	0	0	0

Form 990PF Part XV Line 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*				
A Contemporary Theatre 700 Union Street Seattle, WA 981014037	N/A	PC	SWEAT by Lynn Nottage	25,000
Asian Pacific American Friends of the Theatre 3600 Wilshire Blvd Suite 2210 Los Angeles, CA 90010	N/A	PC	General Operating Expenses	1,000
Augusta Foursquare ChurchPO Box 3008 Evans, GA 30809	N/A	PC	General Operating Expenses	500
Total . . . . ▶ **3a**				632,878

Form 990PF Part XV Line 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*				
Cancer Lifeline 6522 North Fremont Avenue Seattle, WA 98103	N/A	PC	Breakfast with Friends	1,000
CDTC Sunflower Circle of Friends Inc PO Box 810301 Boca Raton, FL 33481	N/A	PC	General Operating Expenses	3,000
Central Washington University Foundation 400 East University Way Ellensburg, WA 989267507	N/A	PC	Athletic Department	1,300
Total . . . . ▶ **3a**				632,878

Form 990PF Part XV Line 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*				
Children's Country Home 14643 NE 166th Street Woodinville, WA 98072	N/A	PC	Eric's Fund	1,000
City of Hope1500 E Duarte Road Duarte, CA 91010	N/A	PC	(1) DESCRIPTION: 8,750 SHARES OF TARGA RESOURCE CORP. SECURITIES (2) BOOK VALUE: $322,087 (3) METHOD USED TO DETERMINE BOOK VALUE: AVERAGE OF THE HIGH/LOW ON THE DATE THE SECURITIES WERE RECEIVED BY THE FOUNDATION. (4) METHOD USED TO DETERMINE FAIR MARKET VALUE: AVERAGE OF THE HIGH/LOW ON THE DATE THE SECURITIES were DONATED. (5) DATE OF THE GIFT: 12/12/2019 (6) PURPOSE: National Support Care Training Program	325,631
Concern Foundation 11111 West Olympic Blvd Suite 214 Los Angeles, CA 90064	N/A	PC	45th Annual Block Party	6,000
Total . . . . ▶ **3a**				632,878

Form 990PF Part XV Line 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*				
Echo Theater Company 12400 Ventura Blvd 165 Studio City, CA 91604	N/A	PC	General Operating Expenses	4,000
Exceptional Children's Foundation 5350 Machado Road Culver City, CA 90230	N/A	PC	Kayne Eras Center	10,000
Fred Hutchinson Cancer Research Center 1100 North Fairview Avenue Seattle, WA 98109	N/A	PC	Obliteride	2,100
Total . . . . ▶ **3a**				632,878

Form 990PF Part XV Line 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*				
Friends of Kexp472 1st Avenue N SEATTLE, WA 98109	N/A	PC	General Operating Expenses	2,750
Grantmakers in the Arts 522 Courtlandt Avenue 1st Floor Bronx, NY 10451	N/A	PC	Racial Equity in Arts Funding	1,500
Humane Society of Greater Miami Inc 16101 W Dixie Highway North Miami Beach, FL 33160	N/A	PC	General Operating Expenses	2,000
Total . . . . ▶ **3a**				632,878

Form 990PF Part XV Line 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*				
Intiman Theatre 201 Mercer Street 3rd Floor Seattle, WA 98109	N/A	PC	The Community Ticket Project	1,500
JDRF International 26 Broadway 14th Floor New York, NY 10004	N/A	PC	JDRF Seattle Guild Dream Gala	5,000
Jewish Vocational Service of Los Angeles 6505 Wilshire Blvd Suite 200 Los Angeles, CA 90048	N/A	PC	Women's Empowerment Award	10,000
Total . . . . ▶ **3a**				632,878

Form 990PF Part XV Line 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*				
Mae-Day Inc610 N Hoover Street Los Angeles, CA 90026	N/A	PC	Artie's Adoption Fee and General Operating Expenses	500
Midnight Mission 601 South San Pedro Street Los Angeles, CA 90014	N/A	PC	General Operating Expenses	500
Museum of Pop Culture 120 N 6th Avenue Suite 100 Seattle, WA 98109	N/A	PC	General Operating Expenses	2,500
Total . . . . ▶ **3a**				632,878

Form 990PF Part XV Line 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*				
NATIONAL CENTER FOR FAMILY PHILANTHROPY INC 1667 K Street NW Ste 550 Washington, DC 20006	N/A	PC	Membership Fee	1,000
Ojai Playwrights Conference PO Box 1288 Ojai, CA 93024	N/A	PC	OPC Annual Gala	750
Operation Hope 707 Wilshire Blvd Suite 3030 Los Angeles, CA 90017	N/A	PC	Hope Global Forum	10,000
Total . . . . ▶ **3a**				632,878

Form 990PF Part XV Line 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*				
Pacific Council on International Policy 725 South Figueroa Street Suite 45 Los Angeles, CA 90017	N/A	PC	General Operating Expenses	2,500
Pacific Northwest Ballet 301 Mercer Street SEATTLE, WA 98109	N/A	PC	General Operating Expenses	250
Pasadena Playhouse State Theatre of California Inc 39 S El Molino Avenue Pasadena, CA 911012023	N/A	PC	Florian Zeller's "The Father" adapted by Christopher Hampton	50,000
Total . . . . ▶ **3a**				632,878

Form 990PF Part XV Line 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*				
Perseverance Theatre914 3rd Street Douglas, AK 99824	N/A	PC	Fun Home	15,000
Police Athletic League Inc 34 1/2 East 12th Street New York, NY 10003	N/A	PC	Middle School Boys Mentoring Program	250
Seattle Shakespeare Company PO Box 19595 Seattle, WA 98109	N/A	PC	General Operating Expenses	1,200
Total . . . . ▶ **3a**				632,878

Form 990PF Part XV Line 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*				
Shotgun Players1901 Ashby Avenue Berkeley, CA 94703	N/A	PC	Before & Over	10,000
The 5th Avenue Theatre 1308 5th Avenue Seattle, WA 98101	N/A	PC	(1) DESCRIPTION: 1,044 SHARES OF WELLS FARGO & COMPANY SECURITIES (2) BOOK VALUE: $55,395 (3) METHOD USED TO DETERMINE BOOK VALUE: AVERAGE OF THE HIGH/LOW ON THE DATE THE SECURITIES WERE RECEIVED BY THE FOUNDATION. (4) METHOD USED TO DETERMINE FAIR MARKET VALUE: AVERAGE OF THE HIGH/LOW ON THE DATE THE SECURITIES were DONATED. (5) DATE OF THE GIFT: 03/29/2019 (6) PURPOSE: The 5th Avenue Theatre's Rising Star Project: West Side Story	50,947
The Seattle Academy of Arts and Sciences 1201 E Union Seattle, WA 98122	N/A	PC	General Operating Expenses	250
Total . . . . ▶ **3a**				632,878

Form 990PF Part XV Line 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*				
Regents University Of California Los Angeles 10889 Wilshire Boulevard Suite 700 Los Angeles, CA 90095	N/A	PC	UCLA Division of Digestive Diseases	10,000
Theatre Forward 505 Eighth Avenue Suite 2504 New York, NY 10018	N/A	PC	General Operating Expenses	2,500
TRANSPLANT HOUSE A NON-PROFIT CORPORATION 4115 NE Roosevelt Way Seattle, WA 98145	N/A	PC	General Operating Expenses	1,000
Total . . . . ▶ **3a**				632,878

Form 990PF Part XV Line 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*				
University of Southern California 3502 Watt Way Suites 232-234 Los Angeles, CA 90089	N/A	PC	USC Alumni Association Fund	7,500
University of Washington Foundation Office of Gift Services PO Box 359505 Seattle, WA 981959505	N/A	PC	College of Education	1,000
Virginia Mason Health System PO Box 1930 Seattle, WA 98111	N/A	PC	Bailey Boushay House	1,000
Total . . . . ▶ **3a**				632,878

Form 990PF Part XV Line 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*				
Wings of Rescue 40363 Camino El Destino Indio, CA 92203	N/A	PC	General Operating Expenses	2,500
KING COUNTY SEXUAL ASSAULT RESOURCE CENTER PO BOX 300 RENTON, WA 98057	N/A	PC	General Operating Expenses	350
Temple of the Arts8442 WILSHIRE BLVD BEVERLY HILLS, CA 90211	N/A	PC	SUSTAINING MEMBERSHIP	2,500
Total . . . . ▶ **3a**				632,878

Form 990PF Part XV Line 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*				
American Cancer Society Inc 250 Williams Street NW Suite 400 Atlanta, GA 30303	N/A	PC	General Operating Expenses	50
Wallis Annenberg Center for the Performing Arts 9390 NORTH SANTA MONICA BLVD BEVERLY HILLS, CA 90210	N/A	PC	Sisters in Law	15,000
Marin Theatre Company 397 MILLER AVENUE MILL VALLEY, CA 94941	N/A	PC	Sovereignty	15,000
Total . . . . ▶ **3a**				632,878

Form 990PF Part XV Line 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*				
American Conservatory Theatre Foundation 30 Grant Avenue 7th Floor San Francisco, CA 94108	N/A	PC	Toni Stone	25,000
SAND POINT ARTS AND CULTURAL EXCHANGE 7400 SAND POINT WAY NE 203S SEATTLE, WA 98115	N/A	PC	General Operating Expenses	150
Grand Illusion Cinema 1403 NE 50th Street Seattle, WA 98105	N/A	PC	General Operating Expenses	250
Total . . . . ▶ **3a**				632,878

Form 990PF Part XV Line 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*				
Concern Foundation 11111 West Olympic Blvd Suite 214 Los Angeles, CA 90064	N/A	PC	2019 LA Marathon	150
Total . . . . ▶ **3a**				632,878

TY 2019 Accounting Fees Schedule

Name: THE SHERI AND LES BILLER FAMILY FOUNDATION

EIN: 47-0998912

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
ACCOUNTING FEES	40,841	20,421		20,420

Note: To capture the full content of this document, please select landscape mode (11" x 8.5") when printing.

TY 2019 Depreciation Schedule

Name: THE SHERI AND LES BILLER FAMILY FOUNDATION

EIN: 47-0998912

Depreciation Schedule

Description of Property	Date Acquired	Cost or Other Basis	Prior Years' Depreciation	Computation Method	Rate / Life (# of years)	Current Year's Depreciation Expense	Net Investment Income	Adjusted Net Income	Cost of Goods Sold Not Included
OFFICE FURNITURE	2007-07-01	29,723	29,723	SL	7				
OFFICE FURNITURE	2008-01-25	1,669	1,669	SL	7				
OFFICE FURNITURE	2008-02-20	2,478	2,478	SL	7				
OFFICE FURNITURE	2008-02-29	2,317	2,317	SL	7				
WEBSITE	2008-12-16	14,950	14,950	SL	3				
COMPUTER	2008-02-20	1,946	1,946	SL	5				
COMPUTER	2008-07-16	3,032	3,032	SL	5				
OFFICE FURNITURE	2008-03-13	1,564	1,564	SL	7				
OFFICE FURNITURE	2009-02-17	292	292	SL	7				
WEBSITE	2009-11-12	10,089	10,089	SL	3				
WEBSITE	2010-12-23	2,858	2,858	SL	3				
COMPUTER	2011-10-14	943	943	SL	5				
WEBSITE	2011-11-21	5,750	5,750	SL	3				
COMPUTER	2012-05-14	1,902	1,902	SL	5				
COMPUTER	2012-08-17	2,942	2,942	SL	5				
COMPUTER	2012-10-15	2,323	2,323	SL	5				
COMPUTER	2012-12-11	1,512	1,512	SL	5				
WEBSITE	2012-01-17	451	451	SL	3				
WEBSITE	2012-02-16	425	425	SL	3				
COMPUTER	2014-09-12	1,333	1,112	SL	5	221	221	221	

Depreciation Schedule

Description of Property	Date Acquired	Cost or Other Basis	Prior Years' Depreciation	Computation Method	Rate / Life (# of years)	Current Year's Depreciation Expense	Net Investment Income	Adjusted Net Income	Cost of Goods Sold Not Included
WEBSITE	2015-07-07	10,081	10,081	SL	3				
COMPUTER	2017-04-26	1,957	652	SL	5	391	391	391	
WEBSITE	2017-11-15	6,716	2,612	SL	3	2,239	2,239	2,239	
BWORK$-COMPUTER MO	2017-10-11	2,293	574	SL	5	459	459	459	
GRANT DATABASE	2017-06-26	8,368	4,184	SL	3	2,789	2,789	2,789	
BWORK$- COMPUTER	2018-12-05	3,625	60	SL	5	725	725	725	
COMPUTER	2018-03-30	3,286	493	SL	5	657	657	657	
BWORK$- COMPUTER	2019-04-01	2,139		SL	5	321	321	321	
BWORK$- COMPUTER	2019-04-26	2,135		SL	5	285	285	285	
SERVER	2019-03-11	5,163		SL	5	861	861	861	
BWORK$- SERVER	2019-03-11	5,163		SL	5	861	861	861	

TY 2019 Explanation of Non-Filing with Attorney General Statement

Name: THE SHERI AND LES BILLER FAMILY FOUNDATION

EIN: 47-0998912

Statement:

THE WASHINGTON ATTORNEY GENERAL DOES NOT REQUIRE THE FOUNDATION TO FURNISH A COPY OF THE FORM 990-PF.

TY 2019 Investments Corporate Bonds Schedule

Name: THE SHERI AND LES BILLER FAMILY FOUNDATION

EIN: 47-0998912

Investments Corporate Bonds Schedule

Name of Bond	End of Year Book Value	End of Year Fair Market Value
28,000 SHS US BANCORP	28,161	28,770
17,000 SHS WELLS FARGO BK	17,556	17,170
46,151.352 SHS BAIRD CORE PLUS	0	0
17,834.274 SHS DODGE & COX INC	0	0
41,424.811 SHS PIMCO INCM INST	0	0
20,000 SHS JPMORGAN CHASE & VA	20,119	20,180
35,000 SHS JPMORGAN CHASE & VA	33,169	35,394
100,000 SHS JPMORGAN CHASE & C	100,801	100,900

TY 2019 Investments Corporate Stock Schedule

Name: THE SHERI AND LES BILLER FAMILY FOUNDATION

EIN: 47-0998912

Investments Corporation Stock Schedule

Name of Stock	End of Year Book Value	End of Year Fair Market Value
1,000 SHS FACEBOOK INC	201,100	205,250
CHARLES SCHWAB - SEE STATEMENT	345,022	1,045,113
3,461 SHS ECOLAB INC	0	0
6,130 SHS TARGA RESOURCES	225,645	250,288
21,480.6690 SHS VANGUARD VALUE	0	0
8,580 SHS WELLS FARGO COMPANY	463,662	461,604
12,638.269 SHS VANGUARD PRIMEC	209,471	352,860
4,350 SHS ISHARES MSCI JAPAN	0	0

TY 2019 Investments - Land Schedule

Name: THE SHERI AND LES BILLER FAMILY FOUNDATION

EIN: 47-0998912

Category/ Item	Cost/Other Basis	Accumulated Depreciation	Book Value	End of Year Fair Market Value
OFFICE FURNITURE	29,723	29,723		
OFFICE FURNITURE	1,669	1,669		
OFFICE FURNITURE	2,478	2,478		
OFFICE FURNITURE	2,317	2,317		
WEBSITE	14,950	14,950		
COMPUTER	1,946	1,946		
COMPUTER	3,032	3,032		
OFFICE FURNITURE	1,564	1,564		
OFFICE FURNITURE	292	292		
WEBSITE	10,089	10,089		
WEBSITE	2,858	2,858		
COMPUTER	943	943		
WEBSITE	5,750	5,750		
COMPUTER	1,902	1,902		
COMPUTER	2,942	2,942		
COMPUTER	2,323	2,323		
COMPUTER	1,512	1,512		
WEBSITE	451	451		
WEBSITE	425	425		
COMPUTER	1,333	1,333		
WEBSITE	10,081	10,081		
COMPUTER	1,957	1,043	914	
WEBSITE	6,716	4,851	1,865	
BWORK$-COMPUTER MO	2,293	1,033	1,260	
GRANT DATABASE	8,368	6,973	1,395	
BWORK$- COMPUTER	3,625	785	2,840	
COMPUTER	3,286	1,150	2,136	
BWORK$- COMPUTER	2,139	321	1,818	
BWORK$- COMPUTER	2,135	285	1,850	
SERVER	5,163	861	4,302	

Category/ Item	Cost/Other Basis	Accumulated Depreciation	Book Value	End of Year Fair Market Value
BWORK$- SERVER	5,163	861	4,302	

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TY 2019 Investments - Other Schedule

Name: THE SHERI AND LES BILLER FAMILY FOUNDATION

EIN: 47-0998912

Investments Other Schedule 2

Category/ Item	Listed at Cost or FMV	Book Value	End of Year Fair Market Value
ANGELES ABSOLUTE RETURN FUND	AT COST	900,000	1,166,150
ANGELES DIVERSIFIED INCOME FUN	AT COST	1,217,942	1,224,373
ANGELES GLOBAL EQUITY OPP FUND	AT COST	5,646,225	6,007,067

TY 2019 Legal Fees Schedule

Name: THE SHERI AND LES BILLER FAMILY FOUNDATION

EIN: 47-0998912

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
LEGAL FEES	7,681			7,681

TY 2019 Other Assets Schedule

Name: THE SHERI AND LES BILLER FAMILY FOUNDATION

EIN: 47-0998912

Other Assets Schedule

Description	Beginning of Year - Book Value	End of Year - Book Value	End of Year - Fair Market Value
DISTRIBUTION RECEIVABLE	7,224	0	0
DUE FROM CAREERWORKS	1,353	0	0

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TY 2019 Other Decreases Schedule

Name: THE SHERI AND LES BILLER FAMILY FOUNDATION

EIN: 47-0998912

Description	Amount
UNREALIZED LOSS ON DISTRIBUTION OF	904
SECURITIES	0

TY 2019 Other Expenses Schedule

Name: THE SHERI AND LES BILLER FAMILY FOUNDATION

EIN: 47-0998912

Other Expenses Schedule

Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
MEALS & ENTERTAINMENT	3,345			3,345
PAYROLL SERVICES	1,343			1,343
INSURANCE	11,885			11,885
POSTAGE	416			416
SUPPLIES	4,074			4,074
PRINTING AND COPYING	1,867			1,867
TELEPHONE AND INTERNET	2,861			2,861
WEBSITE	189			189
MISCELLANEOUS EXPENSE	1,772			1,772
PARKING	468			468

Other Expenses Schedule

Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
TECHNOLOGY SUPPORT AND FEES	42,722			42,722
OFFICE EXPENSE	4,785			4,785
LICENSES AND PERMITS	124			124
DUES AND SUBSCRIPTIONS	10,806			10,806

TY 2019 Other Income Schedule

Name: THE SHERI AND LES BILLER FAMILY FOUNDATION

EIN: 47-0998912

Other Income Schedule

Description	Revenue And Expenses Per Books	Net Investment Income	Adjusted Net Income
PARTNERSHIP INCOME/LOSS	157,926	157,391	
LEGAL FEE REFUND	31,345		

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TY 2019 Other Liabilities Schedule

Name: THE SHERI AND LES BILLER FAMILY FOUNDATION

EIN: 47-0998912

Description	Beginning of Year - Book Value	End of Year - Book Value
PAYROLL LIABILITIES	802	279
CREDIT CARD LIABILITIES	22,652	6,124
DUE TO HARBORVIEW	15,767	50,294
DUE TO CAREERWORKS	0	78,011

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TY 2019 Other Professional Fees Schedule

Name: THE SHERI AND LES BILLER FAMILY FOUNDATION

EIN: 47-0998912

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
CUSTODIAN & MGT FEES	35,994	35,994		
MANAGEMENT FEES	110,400	110,400		
OUTSIDE SERVICES	17,225			17,225
PUBLIC RELATIONS	15,925			15,925
CONSULTING FEES	23,032			23,032

TY 2019 Taxes Schedule

Name: THE SHERI AND LES BILLER FAMILY FOUNDATION

EIN: 47-0998912

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
PAYROLL TAXES	58,374			58,374
STATE TAXES	800			
STATE FILING FEES	229			229
OTHER TAXES	6			
EXCISE TAX	20,750			

Schedule B (Form 990, 990-EZ, or 990-PF) Department of the Treasury Internal Revenue Service	**Schedule of Contributors** ▶ Attach to Form 990, 990-EZ, or 990-PF. ▶ Go to *www.irs.gov/Form990* for the latest information.	OMB No. 1545-0047 **2019**

Name of the organization	Employer identification number
THE SHERI AND LES BILLER FAMILY FOUNDATION	47-0998912

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 $33^1/_3$% support test of the regulations under sections 509(a)(1) and 170(b)(1)(A)(vi), that checked Schedule A (Form 990 or 990-EZ), Part II, line 13, 16a, or 16b, and that received from any one contributor, during the year, total contributions of the greater of **(1)** $5,000 or **(2)** 2% of the amount on (i) Form 990, Part VIII, line 1h, or (ii) Form 990-EZ, line 1. Complete Parts I and II.

☐ For an organization described in section 501(c)(7), (8), or (10) filing Form 990 or 990-EZ that received from any one contributor, during the year, total contributions of more than $1,000 *exclusively* for religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals. Complete Parts I, 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	Employer identification number
THE SHERI AND LES BILLER FAMILY FOUNDATION	47-0998912

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	LESLIE BILLER AND SHERI BILLER 601 UNION STREET SUITE 3030 SEATTLE, WA 981012348	$ 990,896	☐ 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
THE SHERI AND LES BILLER FAMILY FOUNDATION

Employer identification number
47-0998912

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

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (See instructions)	(d) Date received
1	1,000 SHARES OF FACEBOOK INC SECURITIES	$ 201,100	2019-12-10

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (See instructions)	(d) Date received
1	14,880 SHARES OF TARGA RESOURCES CORP. SECURITIES	$ 547,733	2019-12-10

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (See instructions)	(d) Date received
1	4,514 SHARES OF WELLS FARGO & COMPANY SECURITIES	$ 242,063	2019-12-10

(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	Employer identification number
THE SHERI AND LES BILLER FAMILY FOUNDATION	47-0998912

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

Use duplicate copies of Part III if additional space is needed.

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

(e) Transfer of gift	
Transferee's name, address, and ZIP 4	Relationship of transferor to transferee

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

(e) Transfer of gift	
Transferee's name, address, and ZIP 4	Relationship of transferor to transferee

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

(e) Transfer of gift	
Transferee's name, address, and ZIP 4	Relationship of transferor to transferee

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

(e) Transfer of gift	
Transferee's name, address, and ZIP 4	Relationship of transferor to transferee