

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

Name of foundation GARY E MILGARD FAMILY FOUNDATION-LORI		A Employer identification number 81-1344384	
Number and street (or P.O. box number if mail is not delivered to street address) 1701 COMMERCE STREET		Room/suite	
City or town, state or province, country, and ZIP or foreign postal code TACOMA, WA 98402		B Telephone number (see instructions) (253) 274-0121	
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) ▶\$ 54,326,920		F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here	
J Accounting method: ☐ Cash ☐ Accrual ☒ Other (specify) <u>MODIFIED CASH</u> <i>(Part I, column (d) must be on cash basis.)</i>			

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)				
	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	1,453,337	1,209,662		
	5a Gross rents				
	b Net rental income or (loss)				
	6a Net gain or (loss) from sale of assets not on line 10	623,592			
	b Gross sales price for all assets on line 6a				
		12,800,360			
	7 Capital gain net income (from Part IV, line 2)		745,342		
	8 Net short-term capital gain				
	9 Income modifications				
Operating and Administrative Expenses	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)	0	30		
	12 Total. Add lines 1 through 11	2,076,929	1,955,034		
	13 Compensation of officers, directors, trustees, etc.	148,783	0		148,783
	14 Other employee salaries and wages	28,306	0		28,306
	15 Pension plans, employee benefits	66,321	0		66,230
	16a Legal fees (attach schedule)	8,307	0		8,307
	b Accounting fees (attach schedule)	27,927	0		27,927
	c Other professional fees (attach schedule)	111,421	111,421		0
	17 Interest				
	18 Taxes (attach schedule) (see instructions)	42,026	20,371		1,155
	19 Depreciation (attach schedule) and depletion				
	20 Occupancy	3,772	0		3,772
	21 Travel, conferences, and meetings	12,772	0		12,772
	22 Printing and publications				
	23 Other expenses (attach schedule)	16,114	0		16,114
	24 Total operating and administrative expenses. Add lines 13 through 23	465,749	131,792		313,366
	25 Contributions, gifts, grants paid	2,301,249			2,301,249
	26 Total expenses and disbursements. Add lines 24 and 25	2,766,998	131,792		2,614,615
	27 Subtract line 26 from line 12:				
	a Excess of revenue over expenses and disbursements	-690,069			
	b Net investment income (if negative, enter -0-)		1,823,242		
	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	End of year	
		(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1 Cash—non-interest-bearing	99,600	64,486	64,486
	2 Savings and temporary cash investments	756,328	354,594	354,594
	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)	611,764	640,340	640,340
	b Investments—corporate stock (attach schedule)	41,226,899	48,237,536	48,237,536
	c Investments—corporate bonds (attach schedule)	2,098,813	1,118,359	1,118,359
	11 Investments—land, buildings, and equipment: basis ▶ _____ Less: accumulated depreciation (attach schedule) ▶ _____			
	12 Investments—mortgage loans			
	13 Investments—other (attach schedule)	3,709,005	3,911,605	3,911,605
	14 Land, buildings, and equipment: basis ▶ _____ Less: accumulated depreciation (attach schedule) ▶ _____			
15 Other assets (describe ▶ _____)				
16 Total assets (to be completed by all filers—see the instructions. Also, see page 1, item I)	48,502,409	54,326,920	54,326,920	
Liabilities	17 Accounts payable and accrued expenses		91	
	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 ▶ _____)	18,400	118,200	
	23 Total liabilities (add lines 17 through 22)	18,400	118,291	
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	48,484,009	54,208,629	
	25 Net assets with donor restrictions			
	Foundations that do not follow FASB ASC 958, check here ☐ and complete lines 26 through 30.			
	26 Capital stock, trust principal, or current funds			
	27 Paid-in or capital surplus, or land, bldg., and equipment fund			
	28 Retained earnings, accumulated income, endowment, or other funds			
	29 Total net assets or fund balances (see instructions)	48,484,009	54,208,629	
30 Total liabilities and net assets/fund balances (see instructions) .	48,502,409	54,326,920		

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	48,484,009
2 Enter amount from Part I, line 27a	2	-690,069
3 Other increases not included in line 2 (itemize) ▶ _____	3	6,514,489
4 Add lines 1, 2, and 3	4	54,308,429
5 Decreases not included in line 2 (itemize) ▶ _____	5	99,800
6 Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 29 .	6	54,208,629

Part IV Capital Gains and Losses for Tax on Investment Income

(a) List and describe the kind(s) of property sold (e.g., real estate, 2-story brick warehouse; or common stock, 200 shs. MLC Co.)	(b) How acquired P—Purchase D—Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
1 a PUBLICLY TRADED SECURITIES		2018-01-01	2019-12-31
b CAPITAL GAIN DISTRIBUTIONS	P	2018-01-01	2019-12-31
c MERIDIAN PREFERRED PARTNERS LTD	P	2018-01-01	2019-12-31
d AURORA OFFSHORE FUND LTD	P	2018-01-01	2019-12-31
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 12,703,682		12,052,813	650,869
b 74,936			74,936
c 13,322		217	13,105
d 8,420		1,988	6,432
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			650,869
b			74,936
c			13,105
d			6,432
e			

2 Capital gain net income or (net capital loss)	2	745,342
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	2,675,447	52,139,419	0.051313
2017	2,559,589	51,127,420	0.050063
2016	1,568,101	48,473,394	0.032350
2015	2,507,143	50,224,885	0.049918
2014	3,066,452	50,021,165	0.061303

2 Total of line 1, column (d)	2	0.244947
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	0.048989
4 Enter the net value of noncharitable-use assets for 2019 from Part X, line 5	4	51,327,245
5 Multiply line 4 by line 3	5	2,514,470
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	18,232
7 Add lines 5 and 6	7	2,532,702
8 Enter qualifying distributions from Part XII, line 4	8	2,614,615

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	18,232
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	18,232
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	18,232
6	Credits/Payments:		
a	2019 estimated tax payments and 2018 overpayment credited to 2019	6a	14,835
b	Exempt foreign organizations—tax withheld at source	6b	
c	Tax paid with application for extension of time to file (Form 8868)	6c	15,000
d	Backup withholding erroneously withheld	6d	0
7	Total credits and payments. Add lines 6a through 6d.	7	29,835
8	Enter any penalty for underpayment of estimated tax. Check here ☒ if Form 2220 is attached.	8	0
9	Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed ▶	9	
10	Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid ▶	10	11,603
11	Enter the amount of line 10 to be: Credited to 2020 estimated tax ▶ 11,603 Refunded ▶	11	0

Part VII-A Statements Regarding Activities

	Yes	No
1a During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?		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>		No
c Did the foundation file Form 1120-POL for this year?		No
d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year: (1) On the foundation. ▶ \$ 0 (2) On foundation managers. ▶ \$ 0		
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers. ▶ \$ 0		
2 Has the foundation engaged in any activities that have not previously been reported to the IRS? <i>If "Yes," attach a detailed description of the activities.</i>		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>		No
4a Did the foundation have unrelated business gross income of \$1,000 or more during the year?		No
b If "Yes," has it filed a tax return on Form 990-T for this year?		
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>		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?	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>	Yes	
8a Enter the states to which the foundation reports or with which it is registered (see instructions) ▶ WA, CA		
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>	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>		No
10 Did any persons become substantial contributors during the tax year? <i>If "Yes," attach a schedule listing their names and addresses.</i>		No

Part VII-A Statements Regarding Activities (continued)

11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule. See instructions.	11		No
12	Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement. See instructions	12		No
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address ► <u>WWW.GARYMILGARDFAMILYFOUNDATION.ORG</u>	13	Yes	
14	The books are in care of ► <u>TREV COOKSON</u> Telephone no. ► <u>(253) 274-0121</u>			

Located at ► 1701 COMMERCE STREET TACOMA WAZIP+4 ► 98402

15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 —check here ► ☐			
	and enter the amount of tax-exempt interest received or accrued during the year ► 15			
16	At any time during calendar year 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	Yes	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		
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____		
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)

5a	During the year did the foundation pay or incur any amount to:		Yes	No
(1)	Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))?	☐ Yes ☒ No		
(2)	Influence the outcome of any specific public election (see section 4955); or to carry on, directly or indirectly, any voter registration drive?	☐ Yes ☒ No		
(3)	Provide a grant to an individual for travel, study, or other similar purposes?	☐ Yes ☒ No		
(4)	Provide a grant to an organization other than a charitable, etc., organization described in section 4945(d)(4)(A)? See instructions.	☐ Yes ☒ No		
(5)	Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals?	☐ Yes ☒ No		
b	If any answer is "Yes" to 5a(1)–(5), did any of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance? See instructions		5b	
	Organizations relying on a current notice regarding disaster assistance check here.	☐		
c	If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant?	☐ 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	6b	No
b	Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract?			
	If "Yes" to 6b, file Form 8870.			
7a	At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction?	☐ Yes ☒ No	7b	
b	If "Yes", did the foundation receive any proceeds or have any net income attributable to the transaction?			
8	Is the foundation subject to the section 4960 tax on payment(s) of more than \$1,000,000 in remuneration or excess parachute payment during the year?	☐ Yes ☒ No		

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

1 List all officers, directors, trustees, foundation managers and their compensation. See instructions				
(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
CHRISTINE ZEMANEK 1701 COMMERCE STREET TACOMA, WA 98402	PRESIDENT & CEO 7.30	48,783	10,029	0
LORI MILGARD 1701 COMMERCE STREET TACOMA, WA 98402	SECRETARY 20.00	0	14,155	0
SCOTT EHLERS 1701 COMMERCE STREET TACOMA, WA 98402	VICE PRESIDENT 40.00	25,000	7,022	0
LINDSAY EHLERS 1701 COMMERCE STREET TACOMA, WA 98402	TREASURER 40.00	75,000	6,593	0
2 Compensation of five highest-paid employees (other than those included on line 1—see instructions). If none, enter "NONE."				
(a) Name and address of each employee paid more than \$50,000	(b) Title, and average hours per week devoted to position	(c) Compensation	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
NONE				
Total number of other employees paid over \$50,000.				0

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

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

(a) Name and address of each person paid more than \$50,000	(b) Type of service	(c) Compensation
MORGAN STANLEY SMITH BARNEY HOLDINGS LLC	INVESTMENT MANAGEMENT	111,421
1 NEW YORK PLAZA 12TH FL		
NEW YORK, NY 10004		
Total number of others receiving over \$50,000 for professional services.		

Part IX-A	Summary of Direct Charitable Activities
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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
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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	47,437,589
b	Average of monthly cash balances.	1b	963,210
c	Fair market value of all other assets (see instructions).	1c	3,708,079
d	Total (add lines 1a, b, and c).	1d	52,108,878
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	52,108,878
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions).	4	781,633
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	51,327,245
6	Minimum investment return. Enter 5% of line 5.	6	2,566,362

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	2,566,362
2a	Tax on investment income for 2019 from Part VI, line 5.	2a	18,232
b	Income tax for 2019. (This does not include the tax from Part VI.).	2b	
c	Add lines 2a and 2b.	2c	18,232
3	Distributable amount before adjustments. Subtract line 2c from line 1.	3	2,548,130
4	Recoveries of amounts treated as qualifying distributions.	4	0
5	Add lines 3 and 4.	5	2,548,130
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	2,548,130

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	2,614,615
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	2,614,615
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	18,232
6	Adjusted qualifying distributions. Subtract line 5 from line 4.	6	2,596,383

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				2,548,130
2 Undistributed income, if any, as of the end of 2019:				
a Enter amount for 2018 only.			1,947,295	
b Total for prior years: 20____, 20____, 20____		0		
3 Excess distributions carryover, if any, to 2019:				
a From 2014.				
b From 2015.				
c From 2016.				
d From 2017.				
e From 2018.				
f Total of lines 3a through e.	0			
4 Qualifying distributions for 2019 from Part XII, line 4: ► \$ 2,614,615				
a Applied to 2018, but not more than line 2a			1,947,295	
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.				667,320
e Remaining amount distributed out of corpus	0			
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:	0			
a Corpus. Add lines 3f, 4c, and 4e. Subtract line 5				
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.				1,880,810
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). . . .	0			
9 Excess distributions carryover to 2020. Subtract lines 7 and 8 from line 6a.	0			
10 Analysis of line 9:				
a Excess from 2015.				
b Excess from 2016.				
c Excess from 2017.				
d Excess from 2018.				
e Excess from 2019.				

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).)

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:

EXCLUSIVELY ACCEPTED ONLINE VIA WWW
1701 COMMERCE STREET
TACOMA, WA 98042
(253) 274-0121

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

A LETTER OF INQUIRY IS THE FIRST STEP IN THE GRANT APPLICATION PROCESS. THE LETTER OF INQUIRY IS REVIEWED, AND IF APPROVED, THE APPLICANT WILL BE REQUESTED TO PROVIDE A FULL APPLICATION.

c Any submission deadlines:

THERE IS NO DEADLINE FOR SUBMITTING A LETTER OF INQUIRY.

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

ALL APPLICANT ORGANIZATIONS MUST QUALIFY AS TAX-EXEMPT ORGANIZATIONS UNDER THE INTERNAL REVENUE CODE. CERTAIN PROPOSALS ARE INELIGIBLE FOR FUNDING, SUCH AS: ANNUAL FUNDS, GALAS, OR OTHER SPECIAL EVENT FUNDRAISING ACTIVITIES; SECTARIAN RELIGIOUS ACTIVITIES, DEBT REDUCTION, POLITICAL LOBBYING, OR LEGISLATIVE ACTIVITIES; AND ORGANIZATIONS THAT DISCRIMINATE ON THE BASIS OF AGE, RACE, NATIONAL ORIGIN, ETHNICITY, GENDER, POLITICAL AFFILIATION OR RELIGIOUS BELIEF.

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	2,301,249
b <i>Approved for future payment</i>				
Total			▶ 3b	0

Enter gross amounts unless otherwise indicated.

[illegible]

Part XVII

- 1** Did the organization directly or indirectly engage in any of the following with any other organization described in section 501(c)(3) (other than section 501(c)(3) organizations) or in section 527, relating to political organizations?
- a** Transfers from the reporting foundation to a noncharitable exempt organization of:
- (1)** Cash.
- (2)** Other assets.
- b** Other transactions:
- (1)** Sales of assets to a noncharitable exempt organization.
- (2)** Purchases of assets from a noncharitable exempt organization.
- (3)** Rental of facilities, equipment, or other assets.
- (4)** Reimbursement arrangements.
- (5)** Loans or loan guarantees.
- (6)** Performance of services or membership or fundraising solicitations.
- c** Sharing of facilities, equipment, mailing lists, other assets, or paid employees.
- d** If the answer to any of the above is "Yes," complete the following schedule. Column **(b)** should always show the fair market value of the goods, other assets, or services given by the reporting foundation. If the foundation received less than fair market value in any transaction or sharing arrangement, show in column **(d)** the value of the goods, other assets, or services received.

[illegible]

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

- | b If "Yes," complete the following schedule. | | |
|--|--------------------------|---------------------------------|
| (a) Name of organization | (b) Type of organization | (c) Description of relationship |
| | | |
| | | |
| | | |
| | | |

Sign Here	Under penalties of perjury, I declare that I have examined this return, including accompanying schedules and statements, and to the best of my knowledge and belief, it is true, correct, and complete. Declaration of preparer (other than taxpayer) is based on all information of which preparer has any knowledge.		
	***** _____ Signature of officer or trustee	2020-10-13 _____ 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
	SARAH B HUANG		2020-09-09		P00745974
	Firm's name ▶ CLARK NUBER PS				Firm's EIN ▶ 91-1194016
	Firm's address ▶ 10900 NE 4TH STREET SUITE 1400 BELLEVUE, WA 98004				Phone no. (425) 454-4919

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>				
826LA1714 WKEST SUNSET BLVD LOS ANGELES, CA 90026		PC: 509(A) (1) OR (A)	TUTORING PROGRAM	25,000
A PLACE CALLED HOME 2830 SOUTH CENTRAL AVENUE LOS ANGELES, CA 90011		PC: 509(A) (1) OR (A)	CHEF/KITCHEN ASSISTANTS	37,500
AFTER-SCHOOL ALL-STARS 5900 WILSHIRE BLVD SUITE 200 LOS ANGELES, CA 90036		PC: 509(A) (1) OR (A)	COMPREHENSIVE PROGRAMS	50,000
Total ▶ 3a				2,301,249

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>				
ALLIANCE FOR CHILDREN'S RIGHTS 333 WILSHIRE BLVD LOS ANGELES, CA 90010		PC: 509(A) (1) OR (A)	STABLE HOUSING, STABLE FUTURE	25,000
ANGEL CITY ALLIANCE 2355 WESTWOOD AVENUE 1139 LOS ANGELES, CA 90064		PC: 509(A) (1) OR (A)	ANGEL CITY GAMES TRAVEL GRANT	80,000
BOYS & GIRLS CLUB OF THE WEST VALLEY 7245 REMMET AVE CANOGA PARK, CA 91303		PC: 509(A) (1) OR (A)	GENERAL OPERATING	100,000
Total ► 3a				2,301,249

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
BOYS & GIRLS CLUB OF W SAN GABRIEL VALLEY 328 S RAMONA AVE MONTEREY PARK, CA 91754		PC: 509(A) (1) OR (A)	MANNERS MATTER/MINDING MANNERS	96,500
BOYS & GIRLS CLUB OF W SAN GABRIEL VALLEY 328 S RAMONA AVE MONTEREY PARK, CA 91754		PC: 509(A) (1) OR (A)	2019 THANKS FOR GIVING	155,000
CHRYSLIS522 S MAIN STREET LOS ANGELES, CA 90013		PC: 509(A) (1) OR (A)	EMPLOYMENT PROGRAM	25,000
Total ► 3a				2,301,249

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>				
DOWNTOWN WOMEN'S CENTER 442 S SAN PEDRO ST LOS ANGELES, CA 90013		PC: 509(A) (1) OR (A)	CAPITAL IMPROVEMENTS	50,000
DREAM CENTER FOUNDATION 2301 BELLEVUE AVE LOS ANGELES, CA 90026		PC: 509(A) (1) OR (A)	RESIDENTIAL PROGRAMS	60,000
EXTRAORDINARY FAMILIES 221 N ARDMORE AVENUE LOS ANGELES, CA 90004		PC: 509(A) (1) OR (A)	SAFETY, WELLBEING, FUTURES FOSTER	50,000
Total ▶ 3a				2,301,249

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>				
HAMBURGER HOME7120 FRANKLIN AVE LOS ANGELES, CA 90046		PC: 509(A) (1) OR (A)	WALLIS HOUSE	35,000
HOLA - HEART OF LOS ANGELES 2701 WILSHIRE BLVD SUITE 100 LOS ANGELES, CA 90057		PC: 509(A) (1) OR (A)	ACADEMIC PROGRAMS	45,000
JOHN TRACY CLINIC 806 W ADAMS BLVD LOS ANGELES, CA 90007		PC: 509(A) (1) OR (A)	PARENT-INFANT AND PRESCHOOL	10,000
Total ► 3a				2,301,249

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>				
JUST TEACH1076 E FERNROCK CARSON, CA 90746		PC: 509(A) (1) OR (A)	THINK LIKE A GEEK SUMMER	50,000
LOVE FOUNDATION 4625 SKYLMAR AVE 208 SHERMAN OAKS, CA 91423		PC: 509(A) (1) OR (A)	CAPACITY BLDG CAMPAIGN	50,000
LAS VIRGENES SCOUTING ALUMNI ASSOCIATION PO BOX 335 AGUORA HILLS, CA 91376		PC: 509(A) (1) OR (A)	TROOP 127- PANCAKE BREAKFAST	5,000
Total ▶ 3a				2,301,249

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>				
MAKE-A-WISH GREATER LOS ANGELES 11390 W OLYMPIC BLVD SUITE 300 LOS ANGELES, CA 90064		PC: 509(A) (1) OR (A)	WISH PROGRAM	25,000
MALIBU FOUNDATION FOR YOUTH & FAMILIES 30215 MORNING VIEW DR MALIBU, CA 90265		PC: 509(A) (1) OR (A)	WELLNESS CTR, SUMMER SWIM	106,500
MAR VISTA FAMILY CENTER 5075 SKOUTH SLAUSON AVENUE CULVER CITY, CA 90230		PC: 509(A) (1) OR (A)	EARLY CHILDHOOD/FAMILY ENGAGE	50,000
Total ▶ 3a				2,301,249

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>				
MEALS ON WHEELS WEST 1823 MICHIGAN AVE UNIT A SANTA MONICA, CA 90404		PC: 509(A) (1) OR (A)	FOOD & SHELTER	20,000
METHOW VALLEY NORDIC SKI EDUCATIONAL FOUN PO BOX 1063 WINTHROP, WA 98862		PC: 509(A) (1) OR (A)	GENERAL OPERATING SUPPORT	5,000
MY FRIEND'S PLACEPO BOX 3867 LOS ANGELES, CA 90078		PC: 509(A) (1) OR (A)	HEALTH & WELL-BEING	75,000
Total ▶ 3a				2,301,249

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>				
ONEGENERATION17400 VICTORY BLVD VAN NUYS, CA 91406		PC: 509(A) (1) OR (A)	GRANTPARENTS AS PARENTS	30,000
OREGON STATE UNIVERSITY FOUNDATION 4238 SW RESEARCH WAY CORVALLIS, OR 97333		PC: 509(A) (1) OR (A)	GENERAL OPERATING SUPPORT	5,000
P F BRESEE FOUNDATION 184 SKIMINI PLACE LOS ANGELES, CA 90004		PC: 509(A) (1) OR (A)	COMMUNITY CTR IMPROVEMENTS	50,000
Total ► 3a				2,301,249

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>				
PACER CENTER INC8161 NORMANDALE MINNEAPOLIS, MN 55437		PC: 509(A) (1) OR (A)	LOS ANGELES NBPC	50,000
PATH340 N MADISON AVENUE LOS ANGELES, CA 90004		PC: 509(A) (1) OR (A)	FAMILY CONNECTIONS PROGRAM	15,000
PROJECT MIRACLE 9301 WILSHIRE BLVD SUITE 507 BEVERLY HILLS, CA 90210		PC: 509(A) (1) OR (A)	2019-2020 PROGRAMS	116,000
Total ▶ 3a				2,301,249

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>				
READING PARTNERS LOS ANGELES 3452 E FOOTHILL BLVD SUITE 315 PASADENA, CA 91107		PC: 509(A) (1) OR (A)	LITERACY TUTORING	15,000
SANTA MONICA HIGH SCHOOL BASEBALL 601 PICO BLVD SANTA MONICA, CA 90405		PC: 509(A) (1) OR (A)	BASEBALL PROGRAM	49,794
ST JOSEPH CENTER 204 HAMPTON DRIVE VENICE, CA 90291		PC: 509(A) (1) OR (A)	FOOD PANTRY SUPPLIES	15,000
Total ▶ 3a				2,301,249

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>				
STARS- ILLUMINATEEDUCATEADVOCATE 712 EAST VILLA PASADENA, CA 91101		PC: 509(A) (1) OR (A)	AFTER-SCHOOL TUTORING PROGRAM	10,000
THE FRIENDS OF EXPO CENTER 3980 BKILL ROBERTSON LANE LOS ANGELES, CA 90037		PC: 509(A) (1) OR (A)	TEEN LEADERSHIP/YOUTH JOB CORPS	75,000
THE LITTLE MARKET 1852 CARNEGIE AVENUE SANTA ANA, CA 92705		PC: 509(A) (1) OR (A)	DESIGN CHANGE	100,000
Total ► 3a				2,301,249

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 RIORDAN PROGRAMS 110 WESTWOOD PLAZA SUITE F205 LOS ANGELES, CA 90095		PC: 509(A) (1) OR (A)	RIORDAN SCHOLARS PROGRAMS	20,000
THE TREVOR PROJECTPO BOX 69232 WEST HOLLYWOOD, CA 90069		PC: 509(A) (1) OR (A)	SAVING LGBTQ LIVES PROGRAMS	10,000
UNION RESCUE MISSION 545 S SAN PEDRO STREET ANGELES, CA 90013		PC: 509(A) (1) OR (A)	WOMEN'S SHELTER EXPANSION	100,000
Total ▶ 3a				2,301,249

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>				
UNION STATION HOMELESS SERVICES 825 E ORANGE GROVE BLVD PASADENA, CA 91104		PC: 509(A) (1) OR (A)	HOMELESS FAMILY SERVICES	25,000
VISION TO LEARN 11611 SAN VICENTE BLVD 500 LOS ANGELES, CA 90049		PC: 509(A) (1) OR (A)	BOYS&GIRLS SUMMER PROGRAM	50,000
WEINGART CENTER ASSOCIATION 566 S SAN PEDRO STREET ANGELES, CA 90013		PC: 509(A) (1) OR (A)	WORKFORCE DEVELOP PROGRAM	75,000
Total ▶ 3a				2,301,249

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>				
WISE & HEALTHY AGING 1527 4TH STREET SANTA MONICA, CA 90401		PC: 509(A) (1) OR (A)	ELDER ABUSE PREVENTION	65,000
WORLD VISIONP O BOX 9716 FEDERAL WAY, WA 98063		PC: 509(A) (1) OR (A)	LOS ANGELES PROGRAMS	100,000
WORTHY OF LOVE 4108 DEL REY AVENUE 307 LOS ANGELES, CA 90292		PC: 509(A) (1) OR (A)	BIRTHDAY PARTIES 2019-2020	75,000
Total ► 3a				2,301,249

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>				
YOUTH EMERGING STRONGER 1857 TAFT AVE LOS ANGELES, CA 90028		PC: 509(A) (1) OR (A)	VEHICLE PURCHASE	19,955
Total  3a				2,301,249

TY 2019 Accounting Fees Schedule**Name:** GARY E MILGARD FAMILY FOUNDATION-LORI**EIN:** 81-1344384

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
ACCOUNTING FEES	27,927	0		27,927

TY 2019 Investments Corporate Bonds Schedule

Name: GARY E MILGARD FAMILY FOUNDATION-LORI

EIN: 81-1344384

Investments Corporate Bonds Schedule

Name of Bond	End of Year Book Value	End of Year Fair Market Value
186000 SHS FED NATL MTG ASSN	185,667	185,667
47000 SHS FED NATL MTG ASSN	63,563	63,563
12000 SHS FEDERAL NATIONAL MTG ASSN POOL 310151	4,056	4,056
5000 SHS FEDERAL NATIONAL MTG ASSN POOL 890430	1,044	1,044
107000 SHS FEDERAL NATIONAL MTG ASSN POOL 995628	3,263	3,263
27000 SHS FEDERAL NATIONAL MTG ASSN POOL AH0969	2,634	2,634
15000 SHS FEDERAL NATIONAL MTG ASSN POOL AL5213	4,553	4,553
3000 SHS FEDERAL NATIONAL MTG ASSN POOL AL6715	1,105	1,105
12000 SHS FEDERAL NATIONAL MTG ASSN POOL AL8238	5,576	5,576
14000 SHS FEDERAL NATIONAL MTG ASSN POOL AS0907	3,654	3,654
12000 SHS FEDERAL NATIONAL MTG ASSN POOL AS4168	5,245	5,245
4000 SHS FEDERAL NATIONAL MTG ASSN POOL AS6406	1,795	1,795
4000 SHS FEDERAL NATIONAL MTG ASSN POOL AS6408	2,405	2,405
4000 SHS FEDERAL NATIONAL MTG ASSN POOL AS6520	2,556	2,556
50000 SHS FEDERAL NATIONAL MTG ASSN POOL AS6675	25,572	25,572
3000 SHS FEDERAL NATIONAL MTG ASSN POOL AS7538	2,278	2,278
6000 SHS FEDERAL NATIONAL MTG ASSN POOL AS8700	3,136	3,136
15000 SHS FEDERAL NATIONAL MTG ASSN POOL AS9994	9,746	9,746
8000 SHS FEDERAL NATIONAL MTG ASSN POOL AV6368	1,626	1,626
2000 SHS FEDERAL NATIONAL MTG ASSN POOL AW8992	803	803

Investments Corporate Bonds Schedule

Name of Bond	End of Year Book Value	End of Year Fair Market Value
3000 SHS FEDERAL NATIONAL MTG ASSN POOL AX4887	1,148	1,148
8000 SHS FEDERAL NATIONAL MTG ASSN POOL AX7732	3,451	3,451
2000 SHS FEDERAL NATIONAL MTG ASSN POOL AZ6973	590	590
4000 SHS FEDERAL NATIONAL MTG ASSN POOL BA2889	1,225	1,225
36000 SHS FEDERAL NATIONAL MTG ASSN POOL BC2849	27,918	27,918
2000 SHS FEDERAL NATIONAL MTG ASSN POOL BD7883	1,127	1,127
108000 SHS FEDERAL NATIONAL MTG ASSN POOL BH9277	95,054	95,054
10000 SHS FEDERAL NATIONAL MTG ASSN POOL BJ4916	8,745	8,745
12000 SHS FEDERAL NATIONAL MTG ASSN POOL BK8810	8,438	8,438
13000 SHS FEDERAL NATIONAL MTG ASSN POOL BM1066	8,141	8,141
9000 SHS FEDERAL NATIONAL MTG ASSN POOL BM5485	7,030	7,030
52000 SHS FEDERAL NATIONAL MTG ASSN POOL MA2671	31,726	31,726
18000 SHS FEDERAL NATIONAL MTG ASSN POOL MA2920	14,583	14,583
35000 SHS FEDERAL NATIONAL MTG ASSN POOL MA2960	22,811	22,811
38000 SHS FEDERAL NATIONAL MTG ASSN POOL MA3026	28,541	28,541
21000 SHS FEDERAL NATIONAL MTG ASSN POOL MA3082	18,065	18,065
13000 SHS FEDERAL NATIONAL MTG ASSN POOL MA3120	10,507	10,507
5000 SHS FEDERAL NATIONAL MTG ASSN POOL MA3147	4,253	4,253
40000 SHS FEDERAL NATIONAL MTG ASSN POOL MA3148	31,992	31,992
6000 SHS FEDERAL NATIONAL MTG ASSN POOL MA3149	4,342	4,342

Investments Corporate Bonds Schedule

Name of Bond	End of Year Book Value	End of Year Fair Market Value
6000 SHS FEDERAL NATIONAL MTG ASSN POOL MA3183	4,554	4,554
4000 SHS FEDERAL NATIONAL MTG ASSN POOL MA3239	3,085	3,085
7000 SHS FEDERAL NATIONAL MTG ASSN POOL MA3277	5,490	5,490
7000 SHS FEDERAL NATIONAL MTG ASSN POOL MA3306	5,560	5,560
5000 SHS FEDERAL NATIONAL MTG ASSN POOL MA3358	3,463	3,463
7000 SHS FEDERAL NATIONAL MTG ASSN POOL MA3442	5,630	5,630
6000 SHS FEDERAL NATIONAL MTG ASSN POOL MA3443	4,334	4,334
6000 SHS FEDERAL NATIONAL MTG ASSN POOL MA3466	4,797	4,797
9000 SHS FEDERAL NATIONAL MTG ASSN POOL MA3467	6,423	6,423
16000 SHS FEDERAL NATIONAL MTG ASSN POOL MA3537	11,217	11,217
9000 SHS FEDERAL NATIONAL MTG ASSN POOL MA3610	6,886	6,886
11000 SHS FEDERAL NATIONAL MTG ASSN POOL MA3614	8,379	8,379
12000 SHS FEDERAL NATIONAL MTG ASSN POOL MA3663	10,094	10,094
16000 SHS FEDERAL NATIONAL MTG ASSN POOL MA3692	15,247	15,247
9000 SHS FEDERAL NATIONAL MTG ASSN POOL MA3744	8,848	8,848
20000 SHS FEDERAL NATIONAL MTG ASSN POOL MA3746	19,844	19,844
13000 SHS FEDERAL NATIONAL MTG ASSN POOL MA3775	12,985	12,985
14000 SHS FEDL NATL MTG ASSOC 10 YR POOL MA1732	2,526	2,526
17000 SHS FHLMC 15 YR GOLD G18710	12,339	12,339
64000 SHS FHLMC 30 YR GOLD A86314	2,479	2,479

Investments Corporate Bonds Schedule

Name of Bond	End of Year Book Value	End of Year Fair Market Value
119000 SHS FHLMC 30 YR GOLD A89385	10,953	10,953
24000 SHS FHLMC 30 YR GOLD C09071	6,869	6,869
35000 SHS FHLMC 30 YR GOLD G07961	18,871	18,871
40000 SHS FHLMC 30 YR GOLD G08600	9,861	9,861
18000 SHS FHLMC 30 YR GOLD G08623	8,134	8,134
16000 SHS FHLMC 30 YR GOLD G08624	5,838	5,838
37000 SHS FHLMC 30 YR GOLD G08659	19,004	19,004
4000 SHS FHLMC 30 YR GOLD G08682	1,827	1,827
4000 SHS FHLMC 30 YR GOLD G08700	1,456	1,456
7000 SHS FHLMC 30 YR GOLD G08741	5,511	5,511
31000 SHS FHLMC 30 YR GOLD G08747	24,813	24,813
58000 SHS FHLMC 30 YR GOLD G08791	49,921	49,921
10000 SHS FHLMC 30 YR GOLD G08837	6,933	6,933
71000 SHS FHLMC 30 YR GOLD G08847	50,187	50,187
12000 SHS FHLMC 30 YR GOLD G08872	9,123	9,123
3000 SHS FHLMC 30 YR GOLD G60201	1,156	1,156
33000 SHS FHLMC 30 YR GOLD Q57426	25,220	25,220
10000 SHS FHLMC 30 YR GOLD SD8003	9,357	9,357
9000 SHS FHLMC 30 YR GOLD SD-802	9,064	9,064
40000 SHS FHLMC 30 YR GOLD V81760	17,113	17,113

Investments Corporate Bonds Schedule

Name of Bond	End of Year Book Value	End of Year Fair Market Value
15000 SHS FHLMC 30 YR GOLD ZT2087	13,004	13,004

TY 2019 Investments Corporate Stock Schedule

Name: GARY E MILGARD FAMILY FOUNDATION-LORI
EIN: 81-1344384

Investments Corporation Stock Schedule

Name of Stock	End of Year Book Value	End of Year Fair Market Value
22771 SHS ISHARES CORE MSCI EMERGING	1,224,169	1,224,169
2748 SHS ISHARES TIPS BOND ETF	320,334	320,334
14819 SHS PIMCO ENHANCED SHRT MTRT EXC	1,505,462	1,505,462
39448 SHS SPDR S&P 500 ETF TRUST	12,720,964	12,720,964
28078 SHS VANGUARD DIVIDEND APPRECIATION	3,500,203	3,500,203
37547 SHS VANGUARD FTSE DEVELOPED MKTS E	1,654,321	1,654,321
18191 SHS VANGUARD HIGH DIV YIELD ETF	1,704,679	1,704,679
9798 SHS VANGUARD MID-CAP ETF INDEX	1,745,808	1,745,808
12131 SHS VANGUARD REAL ESTATE ETF	1,125,635	1,125,635
15944 SHS VANGUARD SHORT-TERM CORPORATE	1,291,942	1,291,942
9374 SHS VANGUARD SMALL CAP ETF	1,552,709	1,552,709
82540 SHS ALLIANZ FIX INC SHRS: SERIES M	865,019	865,019
82640 SHS ALLIANZ FX INC SHRS: SERIES C	861,935	861,935
3255.43 SHS AMERICAN NEW WORLD F2	228,889	228,889
81293.53 SHS BLACKSTONE ALT MULT-STRAT INST	868,215	868,215
358229.28 SHS DOUBLELINE LOW DURATION BD I	3,589,457	3,589,457
38661.38 SHS GOLDMAN SACHS GQG INTL OPP I	596,159	596,159
56610.02 SHS GUGGENHEIM FLOATING RT STRAT I	1,434,498	1,434,498
29372.18 SHS INVESCO OPP DEVELOPING MKTS Y	1,339,371	1,339,371
83186 SHS INVESCO OPP INTERNATL DIV Y	1,588,853	1,588,853
108158.52 SHS IVA INTERNATIONAL I	1,718,639	1,718,639
206262.42 SHS LORD ABBETT SHT DURATION INC F	868,365	868,365
9322.13 SHS LORD ABBETT ULTRA SHORT BD A	93,501	93,501
126192.67 SHS MAINSTAY FLOATING RATE I	1,155,925	1,155,925
89325.91 SHS MATTHEWS ASIA DIVIDEND INV	1,560,524	1,560,524
72229.18 SHS MSIF INTL OPPORTUNITY PTF I	1,930,686	1,930,686
10000 SHS ADT SECURITY CORP/THE	10,550	10,550
10000 SHS AECOM	11,067	11,067
10000 SHS AES CORP/VA	10,325	10,325
18000 SHS ALLY FINANCIAL INC	18,158	18,158

Investments Corporation Stock Schedule

Name of Stock	End of Year Book Value	End of Year Fair Market Value
11000 SHS ALLY FINANCIAL INC	11,523	11,523
11000 SHS AMC NETWORKS INC	11,041	11,041
5000 SHS AMERICAN INTERNATIONAL GROUP INC	5,370	5,370
12000 SHS AMERICAN TOWER CORP	12,608	12,608
13000 SHS AMERIGAS PARTNERS LP / AMERIGAS FINANCE CORP	14,333	14,333
11000 SHS ANHEUSER-BUSCH INBEV WORLDWIDEINC	11,989	11,989
12000 SHS ANTERO MIDSTREAM PARTNERS LP /ANTERO MIDSTREAM FINANCE CORP	11,130	11,130
11000 SHS ASBURY AUTOMOTIVE GROUP INC	11,358	11,358
10000 SHS BALL CORP	10,210	10,210
12000 SHS BALL CORP	12,600	12,600
12000 SHS BERRY GLOBAL INC	12,315	12,315
9000 SHS BLUE CUBE SPINCO LLC	9,952	9,952
11000 SHS BOYD GAMING CORP	11,835	11,835
12000 SHS BROADCOM CORP / BROADCOM CAYMAN FINANCE LTD	12,465	12,465
11000 SHS CABLEVISION SYSTEMS CORP	11,853	11,853
11000 SHS CCO HOLDINGS LLC / CCO HOLDINGS CAPITAL CORP	11,206	11,206
10000 SHS CDW LLC / CDW FINANCE CORP	11,100	11,100
11000 SHS CENTENE CORP	11,426	11,426
12000 SHS CENTENE CORP	12,240	12,240
11000 SHS CF INDUSTRIES INC	11,320	11,320
11000 SHS CHARTER COMMUNICATIONS OPERATING LLC / CHARTER COMM CAPITAL	12,481	12,481
10000 SHS CHARTER COMMUNICATIONS OPERATING LLC / CHARTER COMMUNICATION	12,587	12,587
11000 SHS CONCHO RESOURCES INC	11,371	11,371
10000 SHS CROWN AMERICAS LLC / CROWN AMERICAS CAPITAL CORP IV	10,513	10,513
12000 SHS CROWN CASTLE INTERNATIONAL CORP	13,036	13,036
10000 SHS CSC HOLDINGS LLC	10,763	10,763
12000 SHS CSC HOLDINGS LLC	12,930	12,930
12000 SHS DAVITA INC	12,345	12,345
11000 SHS DAVITA INC	11,275	11,275
11000 SHS DCP MIDSTREAM OPERATING LP	11,963	11,963

Investments Corporation Stock Schedule

Name of Stock	End of Year Book Value	End of Year Fair Market Value
11000 SHS DIAMOND OFFSHORE DRILLING INC	9,570	9,570
12000 SHS DISH DBS CORP	12,310	12,310
13000 SHS DISH DBS CORP	13,284	13,284
11000 SHS ELDORADO RESORTS INC	11,550	11,550
11000 SHS EMC CORP	11,220	11,220
8000 SHS ENCOMPASS HEALTH CORP	8,090	8,090
12000 SHS ENCOMPASS HEALTH CORP	12,435	12,435
12000 SHS FREEPORT-MCMORAN INC	12,150	12,150
11000 SHS GENERAL MOTORS CO	12,359	12,359
12000 SHS GRAPHIC PACKAGING INTERNATIONAL LLC	12,285	12,285
10000 SHS HCA INC	11,052	11,052
11000 SHS HCA INC	12,324	12,324
11000 SHS HCA INC	12,164	12,164
11000 SHS HILTON WORLDWIDE FINANCE LLC /HILTON WORLDWIDE FINANCE CORP	11,303	11,303
11000 SHS HILTON WORLDWIDE FINANCE LLC /HILTON WORLDWIDE FINANCE CORP	11,688	11,688
12000 SHS HUNTSMAN INTERNATIONAL LLC	12,753	12,753
9000 SHS INTERNATIONAL LEASE FINANCE CORP	9,515	9,515
11000 SHS IRON MOUNTAIN INC	11,124	11,124
11000 SHS ISTAR INC	11,399	11,399
9000 SHS JEFFERIES FINANCIAL GROUP INC	9,788	9,788
12000 SHS KENNEDY-WILSON INC	12,300	12,300
11000 SHS LAMAR MEDIA CORP	11,193	11,193
11000 SHS LENNAR CORP	11,853	11,853
11000 SHS LENNAR CORP	11,825	11,825
11000 SHS LEVEL 3 FINANCING INC	11,385	11,385
12000 SHS LEVEL 3 FINANCING INC	12,480	12,480
10000 SHS LKQ CORP	10,158	10,158
20000 SHS MGIC INVESTMENT CORP	22,100	22,100
22000 SHS MGM RESORTS INTERNATIONAL	24,145	24,145
10000 SHS MICRON TECHNOLOGY INC	11,472	11,472

Investments Corporation Stock Schedule

Name of Stock	End of Year Book Value	End of Year Fair Market Value
11000 SHS MPT OPERATING PARTNERSHIP LP /MPT FINANCE CORP	11,621	11,621
10000 SHS MURPHY OIL CORP	10,550	10,550
13000 SHS NABORS INDUSTRIES INC	12,480	12,480
10000 SHS NATIONSTAR MORTGAGE LLC / NATIONSTAR CAPITAL CORP	10,025	10,025
11000 SHS NETFLIX INC	11,646	11,646
11000 SHS NETFLIX INC	12,265	12,265
10000 SHS NRG ENERGY INC	10,925	10,925
12000 SHS OCEANEERING INTERNATIONAL INC	11,760	11,760
10000 SHS OUTFRONT MEDIA CAPITAL LLC / OUTFRONT MEDIA CAPITAL CORP	10,250	10,250
10000 SHS PULTEGROUP INC	11,175	11,175
11000 SHS RADIAN GROUP INC	11,578	11,578
10000 SHS ROYAL CARIBBEAN CRUISES LTD	10,813	10,813
11000 SHS SBA COMMUNICATIONS CORP	11,413	11,413
11000 SHS SBA COMMUNICATIONS CORP	11,138	11,138
10000 SHS SERVICE CORP INTERNATIONAL/US	10,300	10,300
10000 SHS SPRINGLEAF FINANCE CORP	10,493	10,493
11000 SHS SPRINGLEAF FINANCE CORP	12,718	12,718
10000 SHS SPRINT COMMUNICATIONS INC	11,425	11,425
11000 SHS SPRINT CORP	12,137	12,137
11000 SHS SPRINT CORP	12,131	12,131
10000 SHS STARWOOD PROPERTY TRUST INC	10,375	10,375
12000 SHS STEEL DYNAMICS INC	12,234	12,234
12000 SHS SUMMIT MATERIALS LLC / SUMMIT MATERIALS FINANCE CORP	12,195	12,195
11000 SHS TELEFLEX INC	11,658	11,658
12000 SHS T-MOBILE USA INC	12,345	12,345
11000 SHS TOLL BROTHERS FINANCE CORP	11,880	11,880
12000 SHS TRANSDIGM INC	12,480	12,480
11000 SHS TRANSDIGM INC	12,032	12,032
12000 SHS TRI POINTE GROUP INC / TRI POINTE HOMES INC	13,050	13,050
12000 SHS UNITED CONTINENTAL HOLDINGS INC	12,720	12,720

Investments Corporation Stock Schedule

Name of Stock	End of Year Book Value	End of Year Fair Market Value
10000 SHS UNITED RENTALS NORTH AMERICA INC	10,728	10,728
10000 SHS VERISIGN INC	10,160	10,160
12000 SHS WESTERN DIGITAL CORP	12,510	12,510
12000 SHS WPX ENERGY INC	12,810	12,810
11000 SHS WYNDHAM DESTINATIONS INC	11,220	11,220
11000 SHS XEROX CORP	11,297	11,297
10000 SHS ZAYO GROUP LLC / ZAYO CAPITAL INC	10,225	10,225

TY 2019 Investments Government Obligations Schedule**Name:** GARY E MILGARD FAMILY FOUNDATION-LORI**EIN:** 81-1344384**US Government Securities - End
of Year Book Value:**

640,340

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

640,340

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

0

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

0

TY 2019 Investments - Other Schedule

Name: GARY E MILGARD FAMILY FOUNDATION-LORI

EIN: 81-1344384

Investments Other Schedule 2

Category/ Item	Listed at Cost or FMV	Book Value	End of Year Fair Market Value
PINEHURST INSTIT LTD CL I	FMV	2,864,426	2,864,426
RIVERVIEW GLBL MACRO (CAY)	FMV	1,047,179	1,047,179

TY 2019 Legal Fees Schedule**Name:** GARY E MILGARD FAMILY FOUNDATION-LORI**EIN:** 81-1344384

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
LEGAL FEES	8,307	0		8,307

TY 2019 Other Decreases Schedule

Name: GARY E MILGARD FAMILY FOUNDATION-LORI

EIN: 81-1344384

Description	Amount
DEFERRED EXCISE TAXES	99,800

TY 2019 Other Expenses Schedule**Name:** GARY E MILGARD FAMILY FOUNDATION-LORI**EIN:** 81-1344384**Other Expenses Schedule**

Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
INSURANCE	5,846	0		5,846
COMPUTER EXPENSE	4,698	0		4,698
OFFICE EXPENSE	2,369	0		2,369
REPAIRS & MAINTENANCE	2,272	0		2,272
EQUIPMENT RENTAL	815	0		815
DUES AND SUBSCRIPTIONS	114	0		114

TY 2019 Other Income Schedule

Name: GARY E MILGARD FAMILY FOUNDATION-LORI

EIN: 81-1344384

Other Income Schedule

Description	Revenue And Expenses Per Books	Net Investment Income	Adjusted Net Income
OTHER INCOME		30	

TY 2019 Other Increases Schedule

Name: GARY E MILGARD FAMILY FOUNDATION-LORI

EIN: 81-1344384

Description	Amount
UNREALIZED GAINS	6,514,489

TY 2019 Other Liabilities Schedule**Name:** GARY E MILGARD FAMILY FOUNDATION-LORI**EIN:** 81-1344384

Description	Beginning of Year - Book Value	End of Year - Book Value
DEFERRED EXCISE TAX	18,400	118,200

TY 2019 Other Professional Fees Schedule**Name:** GARY E MILGARD FAMILY FOUNDATION-LORI**EIN:** 81-1344384

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
INVESTMENT MANAGEMENT FEES	111,421	111,421		0

TY 2019 Taxes Schedule**Name:** GARY E MILGARD FAMILY FOUNDATION-LORI**EIN:** 81-1344384

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
EXCISE TAXES	20,500	0		0
FOREIGN TAXES	20,371	20,371		0
STATE TAXES	1,155	0		1,155