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EXTENDED TO NOVEMBER 16, 2020

Form **990-PF****Return of Private Foundation**

OMB No 1545-0047

Department of the Treasury
Internal Revenue Service

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

2019

Open to Public Inspection

For calendar year 2019 or tax year beginning

, and ending

Name of foundation
BLAKEMORE FOUNDATION
C/O EUGENE LEE

A Employer identification number

91-1505735

Number and street (or P.O. box number if mail is not delivered to street address)

Room/suite

801 SECOND AVENUE, SUITE 800

B Telephone number

(206) 427-4838

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

SEATTLE, WA 98104

C If exemption application is pending check here ☐

G Check all that apply

☐ Initial return☐ Initial return of a former public charity☐ Final return☐ Amended return☐ Address change☐ Name changeD 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 foundationE 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

J Accounting method ☒ Cash ☐ Accrual

(from Part II, col. (c), line 16)

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

\$ 8,781,081.

(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).)

(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	300,000.		N/A	
	2 Check <input type="checkbox"/> if the foundation is not required to attach Sch. B				
	3 Interest on savings and temporary cash investments	225.	225.		STATEMENT 1
	4 Dividends and interest from securities	196,760.	196,760.		STATEMENT 2
	5a Gross rents				
	b Net rental income or (loss)				
	6a Net gain or (loss) from sale of assets not on line 10	231,307.			
	b Gross sales price for all assets on line 6a	1,584,785.			
	7 Capital gain net income (from Part IV, line 2)		231,307.		
	8 Net short-term capital gain				
	9 Net long-term capital gain				
	10a Gross income from the sale of receivables, fees, and allowances				
Operating and Administrative Expenses	b Less: Cost of goods sold				
	c Gross profit or (loss)				
	11 Other income	4,041.	4,041.		STATEMENT 3
	12 Total. Add lines 1 through 11	732,333.	432,333.		
	13 Compensation of officers, directors, trustees, etc.	0.	0.		0.
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits				
	16a Legal fees				
	b Accounting fees	4,175.	42.		4,133.
	c Other professional fees				
	17 Interest				
	18 Taxes	13,733.	4,683.		9,050.
Operating and Administrative Expenses	19 Depreciation and depletion				
	20 Occupancy	27,036.	27,036.		0.
	21 Travel, conferences, and meetings	3,038.	3,038.		0.
	22 Printing and publications				
	23 Other expenses	183,369.	59,440.		123,928.
	24 Total operating and administrative expenses. Add lines 13 through 23	231,351.	94,239.		137,111.
	25 Contributions, gifts, grants paid	721,654.			721,654.
	26 Total expenses and disbursements. Add lines 24 and 25	953,005.	94,239.		858,765.
	27 Subtract line 26 from line 12				
	a Excess of revenue over expenses and disbursements	-220,672.			
	b Net investment income (if negative enter 0)		338,094.		
	c Adjusted net income (if negative enter 0)			N/A	

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Part II**Balance Sheets**

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

		Beginning of year	End of year		
		(a) Book Value	(b) Book Value	(c) Fair Market Value	
Assets	1 Cash - non-interest-bearing	262,263.	299,710.	299,710.	
	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				
	7 Other notes and loans receivable ▶				
	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				
	b Investments - corporate stock STMT 7	7,493,289.	7,235,170.	8,481,371.	
	c Investments - corporate bonds				
		11 Investments - land, buildings, and equipment basis ▶			
Less: accumulated depreciation ▶					
12 Investments - mortgage loans					
13 Investments - other					
14 Land, buildings, and equipment basis ▶					
Less: accumulated depreciation ▶					
15 Other assets (describe ▶)					
16 Total assets (to be completed by all filers - see the instructions. Also, see page 1, item I)		7,755,552.	7,534,880.	8,781,081.	
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				
	22 Other liabilities (describe ▶)				
23 Total liabilities (add lines 17 through 22)	0.	0.			
Net Assets or Fund Balances	Foundations that follow FASB ASC 958, check here ▶ <input type="checkbox"/>				
	24 Net assets without donor restrictions				
	25 Net assets with donor restrictions				
	Foundations that do not follow FASB ASC 958, check here ▶ <input checked="" type="checkbox"/>				
	26 Capital stock, trust principal, or current funds	7,755,552.	7,755,552.		
	27 Paid-in or capital surplus, or land, bldg., and equipment fund	0.	0.		
	28 Retained earnings, accumulated income, endowment, or other funds	0.	-220,672.		
	29 Total net assets or fund balances	7,755,552.	7,534,880.		
	30 Total liabilities and net assets/fund balances	7,755,552.	7,534,880.		

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	7,755,552.
2 Enter amount from Part I, line 27a	2	-220,672.
3 Other increases not included in line 2 (itemize) ▶	3	0.
4 Add lines 1, 2, and 3	4	7,534,880.
5 Decreases not included in line 2 (itemize) ▶	5	0.
6 Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 29	6	7,534,880.

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Part IV Capital Gains and Losses for Tax on Investment Income

(a) List and describe the kind(s) of property sold (for example, real estate, 2-story brick warehouse; or common stock, 200 shs. MLC Co.)	(b) How acquired P - Purchase D - Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
1a MORGAN STANLEY #1227	P	VARIOUS	07/01/19
b MORGAN STANLEY #1227	P	VARIOUS	07/01/19
c MORGAN STANLEY #0933	P	VARIOUS	07/01/19
d CAPITAL GAINS DIVIDENDS			
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 247,899.		248,046.	-147.
b 1,021,453.		835,393.	186,060.
c 270,000.		270,039.	-39.
d 45,433.			45,433.
e			

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

(i) FMV as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	(l) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col. (h))
a			-147.
b			186,060.
c			-39.
d			45,433.
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	231,307.
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6). If gain, also enter in Part I, line 8, column (c). If (loss), enter -0- in Part I, line 8		3	N/A

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

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

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

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

☐ Yes ☒ No

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

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

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col. (b) divided by col. (c))
2018	831,855.	8,706,839.	.095540
2017	993,899.	8,711,016.	.114097
2016	934,142.	8,277,859.	.112848
2015	1,070,420.	8,987,432.	.119102
2014	895,364.	9,274,035.	.096545

2 Total of line 1, column (d)	2	.538132
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	.107626
4 Enter the net value of noncharitable-use assets for 2019 from Part X, line 5	4	8,332,039.
5 Multiply line 4 by line 3	5	896,744.
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	3,381.
7 Add lines 5 and 6	7	900,125.
8 Enter qualifying distributions from Part XII, line 4	8	858,765.

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

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

1a Exempt operating foundations described in section 4940(d)(2), check here ☐ and enter "N/A" on line 1
Date of ruling or determination letter: _____ (attach copy of letter if necessary-see instructions)

b Domestic foundations that meet the section 4940(e) requirements in Part V, check here ☐ and enter 1% of Part I, line 27b

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-)

3 Add lines 1 and 2

4 Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only; others, enter -0-)

5 Tax based on investment income. Subtract line 4 from line 3. If zero or less, enter -0-

6 Credits/Payments:

a 2019 estimated tax payments and 2018 overpayment credited to 2019

b Exempt foreign organizations - tax withheld at source

c Tax paid with application for extension of time to file (Form 8868)

d Backup withholding erroneously withheld

7 Total credits and payments. Add lines 6a through 6d

8 Enter any penalty for underpayment of estimated tax. Check here ☐ if Form 2220 is attached

9 Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed

10 Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid

11 Enter the amount of line 10 to be: Credited to 2020 estimated tax **4,180.** Refunded

Part VII-A Statements Regarding Activities

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?

b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes? See the instructions for the definition
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?

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?

If "Yes," attach a detailed description of the activities

3 Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? If "Yes," attach a conformed copy of the changes

4a Did the foundation have unrelated business gross income of \$1,000 or more during the year?

b If "Yes," has it filed a tax return on Form 990-T for this year?

N/A

5 Was there a liquidation, termination, dissolution, or substantial contraction during the year?

If "Yes," attach the statement required by General Instruction T

6 Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either:

• By language in the governing instrument, or

• By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?

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

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

9 Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2019 or the tax year beginning in 2019? See the instructions for Part XIV. If "Yes," complete Part XIV

10 Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses

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Part VII-A Statements Regarding Activities (continued)

	Yes	No
11 At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule. See instructions		X
12 Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement. See instructions		X
13 Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address ► <u>WWW.BLAKEMOREFOUNDATION.ORG</u>	X	
14 The books are in care of ► <u>EUGENE LEE</u> Telephone no. ► <u>206-427-4838</u> Located at ► <u>801 SECOND AVENUE, SUITE 800, SEATTLE, WA</u> ZIP+4 ► <u>98104</u>		
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		
16 At any time during calendar year 2019, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country? See the instructions for exceptions and filing requirements for FinCEN Form 114. If "Yes," enter the name of the foreign country ►		

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?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> 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)?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> 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.)	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
b If any answer is "Yes" to 1a(1)-(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance? See instructions Organizations relying on a current notice regarding disaster assistance, check here	N/A	
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?		X
2 Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5))		
a At the end of tax year 2019, did the foundation have any undistributed income (Part XIII, lines 6d and 6e) for tax year(s) beginning before 2019? If "Yes," list the years ►	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> 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.)	N/A	
c If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here. ►		
3a Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
b If "Yes," did it have excess business holdings in 2019 as a result of (1) any purchase by the foundation or disqualified persons after May 26, 1969, (2) the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest, or (3) the lapse of the 10-, 15-, or 20-year first phase holding period? (Use Form 4720, Schedule C, to determine if the foundation had excess business holdings in 2019.)	N/A	
4a Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?		X
b Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2019?		X

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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:

(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

Organizations relying on a current notice regarding disaster assistance, check here

☐

c If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant?

N/A

☐ Yes ☐ No

If "Yes," attach the statement required by Regulations section 53.4945-5(d).

6a Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract?

☐ Yes ☒ No

b Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract?

If "Yes" to 6b, file Form 8870.

☐ Yes ☒ No

7a At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction?

☐ Yes ☒ No

b If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction?

N/A

8 Is the foundation subject to the section 4960 tax on payment(s) of more than \$1,000,000 in remuneration or excess parachute payment(s) during the year?

☐ Yes ☒ No

	Yes	No
5a		
5b		X
6a		
6b		X
7a		
7b		
8		

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

1 List all officers, directors, trustees, and foundation managers and their compensation.

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
SEE ATTACHED SCHEDULE	0.00	0.	0.	0.

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

(a) Name and address of each employee paid more than \$50,000	(b) Title, and average hours per week devoted to position	(c) Compensation	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
NONE				

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

☐ 0

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

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

[illegible]

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.

1	SEE ATTACHED SCHEDULE	
		0.
2		
3		
4		

Part IX-B	Summary of Program-Related Investments
------------------	---

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2.

1	N/A	
2		
3	All other program-related investments. See instructions.	
Total. Add lines 1 through 3		0.

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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	8,336,475.
b	Average of monthly cash balances	1b	122,448.
c	Fair market value of all other assets	1c	
d	Total (add lines 1a, b, and c)	1d	8,458,923.
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	8,458,923.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	126,884.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	8,332,039.
6	Minimum investment return. Enter 5% of line 5	6	416,602.

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	416,602.
2a	Tax on investment income for 2019 from Part VI, line 5	2a	6,762.
b	Income tax for 2019. (This does not include the tax from Part VI.)	2b	
c	Add lines 2a and 2b	2c	6,762.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	409,840.
4	Recoveries of amounts treated as qualifying distributions	4	0.
5	Add lines 3 and 4	5	409,840.
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	409,840.

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	858,765.
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	858,765.
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income. Enter 1% of Part I, line 27b	5	0.
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	858,765.

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.

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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				409,840.
2 Undistributed income, if any, as of the end of 2019				
a Enter amount for 2018 only			0.	
b Total for prior years:		0.		
3 Excess distributions carryover, if any, to 2019:				
a From 2014	440,735.			
b From 2015	629,006.			
c From 2016	546,619.			
d From 2017	561,872.			
e From 2018	407,028.			
f Total of lines 3a through e	2,585,260.			
4 Qualifying distributions for 2019 from Part XII, line 4: ▶ \$	858,765.			
a Applied to 2018, but not more than line 2a			0.	
b Applied to undistributed income of prior years (Election required - see instructions)		0.		
c Treated as distributions out of corpus (Election required - see instructions)	0.			
d Applied to 2019 distributable amount				409,840.
e Remaining amount distributed out of corpus	448,925.			
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:	3,034,185.			
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 instr.			0.	
f Undistributed income for 2019. Subtract lines 4d and 5 from line 1 This amount must be distributed in 2020				0.
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (Election may be required - see instructions)	0.			
8 Excess distributions carryover from 2014 not applied on line 5 or line 7	440,735.			
9 Excess distributions carryover to 2020. Subtract lines 7 and 8 from line 6a	2,593,450.			
10 Analysis of line 9.				
a Excess from 2015	629,006.			
b Excess from 2016	546,619.			
c Excess from 2017	561,872.			
d Excess from 2018	407,028.			
e Excess from 2019	448,925.			

N/A

- 4942(i)(3) or ☒ 4942(i)(5)

- (4) Gross investment income

[illegible]

STATEMENT ATTACHED

BLAKEMORE FOUNDATION

Form 990-PF (2019)

C/O EUGENE LEE

91-1505735 Page 11

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 ATTACHED SCHEDULE		I		646,810.
SEE ATTACHED SCHEDULE				74,844.
Total			3a	721,654.
b Approved for future payment				
SEE ATTACHED SCHEDULE				296,805.
SEE ATTACHED SCHEDULE				75,000.
Total			3b	371,805.

Form 990-PF (2019)

Enter gross amounts unless otherwise indicated

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

Form 990-PF (2019)

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

[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
N/A		

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

Sign Here  11/6/2020 **OFFICER**
 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 preparer's name KRISTINA MORRISSETTE	Preparer's signature KRISTINA MORRISSE	Date 11/02/20	Check <input type="checkbox"/> if self-employed	PTIN P01242961
	Firm's name ▶ SWEENEY CONRAD P.S.			Firm's EIN ▶ 91-1301672	
	Firm's address ▶ 10210 NE POINTS DRIVE, SUITE 300 KIRKLAND, WA 98033			Phone no (425) 629-1990	

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

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

OMB No 1545-0047

2019

Name of the organization

BLAKEMORE FOUNDATION
C/O EUGENE LEE

Employer identification number

91-1505735

Organization type (check one)

Filers of:

Section:

Form 990 or 990-EZ

- ☐ 501(c)() (enter number) organization
- ☐ 4947(a)(1) nonexempt charitable trust **not** treated as a private foundation
- ☐ 527 political organization

Form 990-PF

- ☒ 501(c)(3) exempt private foundation
- ☐ 4947(a)(1) nonexempt charitable trust treated as a private foundation
- ☐ 501(c)(3) taxable private foundation

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

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

Special Rules

- ☐ For an organization described in section 501(c)(3) filing Form 990 or 990-EZ that met the 33 1/3% support test of the regulations under sections 509(a)(1) and 170(b)(1)(A)(vi), that checked Schedule A (Form 990 or 990-EZ), Part II, line 13, 16a, or 16b, and that received from any one contributor, during the year, total contributions of the greater of (1) \$5,000, or (2) 2% of the amount on (i) Form 990, Part VIII, line 1h, or (ii) Form 990-EZ, line 1. Complete Parts I and II.
- ☐ For an organization described in section 501(c)(7), (8), or (10) filing Form 990 or 990-EZ that received from any one contributor, during the year, total contributions of more than \$1,000 *exclusively* for religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals. Complete Parts I, II, and III.
- ☐ For an organization described in section 501(c)(7), (8), or (10) filing Form 990 or 990-EZ that received from any one contributor, during the year, contributions *exclusively* for religious, charitable, etc., purposes, but no such contributions totaled more than \$1,000. If this box is checked, enter here the total contributions that were received during the year for an *exclusively* religious, charitable, etc., purpose. Don't complete any of the parts unless the **General Rule** applies to this organization because it received *nonexclusively* religious, charitable, etc., contributions totaling \$5,000 or more during the year. ▶ \$ _____

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

Name of organization BLAKEMORE FOUNDATION C/O EUGENE LEE	Employer identification number 91-1505735
--	---

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	FREEMAN FOUNDATION C/O ROCKEFELLER TRUST COMPANY 30 ROCKEFELLER PLAZA, NY, NY 10020	\$ 300,000.	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions)
			Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions)
			Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions)
			Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions)
			Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions)
			Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions)
			Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions)

Name of organization BLAKEMORE FOUNDATION C/O EUGENE LEE	Employer identification number 91-1505735
--	---

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
		\$	
		\$	
		\$	
		\$	
		\$	
		\$	
		\$	

Name of organization BLAKEMORE FOUNDATION C/O EUGENE LEE	Employer identification number 91-1505735
--	---

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 info. once) ▶ \$ _____
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
	(e) Transfer of gift		
	Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee
	(e) Transfer of gift		
	Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee
	(e) Transfer of gift		
	Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee
	(e) Transfer of gift		
	Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee

FORM 990-PF INTEREST ON SAVINGS AND TEMPORARY CASH INVESTMENTS STATEMENT 1

SOURCE	(A) REVENUE PER BOOKS	(B) NET INVESTMENT INCOME	(C) ADJUSTED NET INCOME
MORGAN STANLEY - INTEREST	225.	225.	
TOTAL TO PART I, LINE 3	225.	225.	

FORM 990-PF DIVIDENDS AND INTEREST FROM SECURITIES STATEMENT 2

SOURCE	GROSS AMOUNT	CAPITAL GAINS DIVIDENDS	(A) REVENUE PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME
DIVIDEND INCOME	242,193.	45,433.	196,760.	196,760.	
TO PART I, LINE 4	242,193.	45,433.	196,760.	196,760.	

FORM 990-PF OTHER INCOME STATEMENT 3

DESCRIPTION	(A) REVENUE PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME
UNIVERSITY OF WASHINGTON PRES	79.	79.	
NONDIVIDEND DISTRIBUTION	3,225.	3,225.	
PFIZER SETTLEMENT ESCROW	737.	737.	
TOTAL TO FORM 990-PF, PART I, LINE 11	4,041.	4,041.	

FORM 990-PF ACCOUNTING FEES STATEMENT 4

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
ACCOUNTING FEES	4,175.	42.		4,133.
TO FORM 990-PF, PG 1, LN 16B	4,175.	42.		4,133.

FORM 990-PF	TAXES		STATEMENT	5
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
FOREIGN TAX PAID	4,683.	4,683.		0.
FEDERAL EXCISE TAX	9,000.	0.		9,000.
STATE FILING FEE	50.	0.		50.
TO FORM 990-PF, PG 1, LN 18	13,733.	4,683.		9,050.

FORM 990-PF	OTHER EXPENSES		STATEMENT	6
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
INVESTMENT MANAGEMENT EXPENSES	58,784.	58,784.		0.
MEALS & ENTERTAINMENT	1,556.	0.		1,556.
OFFICE EXPENSES	2,988.	299.		2,688.
BOARD OF MANAGERS EXPENSES	3,336.	0.		3,336.
CONTRACT STAFF	109,996.	0.		109,996.
INSURANCE	3,571.	357.		3,214.
FEES	138.	0.		138.
INTERNET/WEBSITE	1,311.	0.		1,311.
ADVERTISING	1,266.	0.		1,266.
TELEPHONE	423.	0.		423.
TO FORM 990-PF, PG 1, LN 23	183,369.	59,440.		123,928.

FORM 990-PF	CORPORATE STOCK		STATEMENT	7
DESCRIPTION			BOOK VALUE	FAIR MARKET VALUE
CORPORATE STOCK			7,235,170.	8,481,371.
TOTAL TO FORM 990-PF, PART II, LINE 10B			7,235,170.	8,481,371.

BLAKEMORE FOUNDATION EIN 91-1505735
SCHEDULE OF INFORMATION FOR FORM 990-PF
TAX YEAR ENDING 12/31/2019

Attachments for 990-PF

Part II – Schedule of assets

See attached worksheets

BLAKEMORE FOUNDATION EIN 91-1505735
SCHEDULE OF INFORMATION FOR FORM 990-PF
TAX YEAR ENDING 12/31/2019

			End of Year as of 12/31/2019
	No. of Shares	Cost Basis	Fair Market Value
<u>Corporate Stock/Mutual Funds</u>			
Blackstone REIT	22,641	\$353,580	\$358,971
Morgan Stanley - cash/2019 income rec'd 2020	19,845	\$19,845	\$19,845
Eaton Vance Tax Mgd Div Equ Fund	35,050	\$169,807	\$285,210
Hartford Multifactor Develop	5,901	\$172,368	\$173,312
iShares INC MSCI JAPAN ETF	3,220	\$199,505	\$190,753
iShares MSCI EMU ETF	3,680	\$149,564	\$154,266
JPMorgan Ultra-Short Inc EFT	5,392	\$270,893	\$271,919
Vanguard Dividend Appreciation	749	\$51,481	\$93,370
Vanguard FTSE Developed Markets	7,321	\$282,184	\$322,563
Vanguard FTSE Emerging Markets	10,470	\$402,615	\$465,601
Vanguard FTSE Europe ETF	6,228	\$328,596	\$364,961
Vanguard Growth ETF	4,484	\$479,287	\$816,850
Vanguard Mid-Cap ETF	1,966	\$242,767	\$350,302
Vanguard Small Cap ETF	2,466	\$282,218	\$405,155
Vanguard Total Stk Mkt ETF	1,013	\$115,320	\$165,747
Vanguard Value ETF	10,075	\$852,562	\$1,207,489
American Cap Inc Builder F1	1,352 315	\$70,637	\$85,561
Diamond Hill Long-Short	3,706 312	\$86,980	\$99,996
First Eagle Global I	5,540 670	\$299,806	\$322,522
Lord Abbett Sht Duration Inc F	186,202 963	\$787,290	\$783,914
Mainstay Chushing MLP Premier I	26,278 486	\$273,075	\$241,529
Matthews Asian Japan Inv	15,185 075	\$335,301	\$326,631
Metropolitan West Tot Ret Bd 1	47,747 976	\$523,111	\$521,885
Principal Preferred Securities Fund	21,430 187	\$219,103	\$222,874
Int'l Polyol Chemicals - unlisted shares	25,447	\$190,853	\$190,853
Technology Int'l Exchange - unlisted shares	393,013	\$76,424	\$39,301
		\$7,235,170	\$8,481,381

BLAKEMORE FOUNDATION EIN 91-1505735
SCHEDULE OF INFORMATION FOR FORM 990-PF
TAX YEAR ENDING 12/31/2019

Attachment for 990-PF

Part VIII: Information about Officers, Directors et al

See attached schedule

BLAKEMORE FOUNDATION EIN 91-1505735
SCHEDULE OF INFORMATION FOR FORM 990-PF
TAX YEAR ENDING 12/31/2019

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

Line 1. List all officers, directors, trustees, foundation managers and their compensation

(a) Name & Address	(b) Title and Average Hours per Week devoted to position	(c) Compensation	(d) Contributions to employee benefit plan and deferred compensation	(e) Expense account, other allowances
Paul Atkins University of Washington Dept. of Asian Languages & Literature Box 353521 Seattle, WA 98195-3521 (term expired June 2019)	Board member 2 hours/week	0	0	0
Heekyoung Cho University of Washington Dept. of Asian Languages & Literature Box 353521 Seattle, WA 98195-3521	Board Member	0	0	0
Mimi Gardner Gates 5161 NE 41st Street Seattle, WA 98105	Board Chair & Board member 2 hours/week	0	0	0
R. Kent Guy 8256 – 43 rd Avenue N E. Seattle, WA 98115	Board member 2 hours/week	0	0	0
Christopher R. Helm Davis Wright Tremaine 920 Fifth Avenue, Suite 3300 Seattle, WA 98104-1610	Board member 2 hours/week	0	0	0

BLAKEMORE FOUNDATION EIN 91-1505735
SCHEDULE OF INFORMATION FOR FORM 990-PF
TAX YEAR ENDING 12/31/2019

(a) Name & Address	(b) Title and Average Hours per Week devoted to position	(c) Compensation	(d) Contributions to employee benefit plan and deferred compensation	(e) Expense account, other allowances
Robert A. Kapp 851 54th Street Port Townsend, WA 98368	Board member 2 hours/week	0	0	0
Eugene H. Lee 7704 NE Yeomalt Point Drive NE Bainbridge Island, WA 98110	Trustee & Board member 10 hours/week	0	0	0
Michael E. McGowen 435 Mountain View Lakeview, OR 98243	Board member 2 hours/week	0	0	0
Kenneth B. Pyle 8416 Midland Road Medina, WA 98039	Board member 2 hours/week	0	0	0
Lolan Song 334 10th Avenue Seattle, WA 98033 (term expired June 2019)	Board member 2 hours/week	0	0	0
Haicheng Wang University of Washington School of Art Box 353440 Seattle, WA 98195-3440	Board member	0	0	0
Dongsheng Zang University of Washington School of Law Box 353020 Seattle, WA 98195-3020	Board member 2 hours/week	0	0	0

BLAKEMORE FOUNDATION EIN 91-1505735
SCHEDULE OF INFORMATION FOR FORM 990-PF
TAX YEAR ENDING 12/31/2019

Attachments for 990-PF

Part XV- Supplementary Information

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

See attached schedules

BLAKEMORE FOUNDATION EIN 91-1505735
SCHEDULE OF INFORMATION FOR FORM 990-PF
TAX YEAR ENDING 12/31/2019

GRANTS PAID DURING THE YEAR

a. Paid during the year

<u>Recipient Name & Address</u>	<u>If individual, relationship to any foundation manager or substantial contributor</u>	<u>Foundation Status</u>	<u>Purpose</u>	<u>Amount</u>
John Bundschuh 15 Fox Den Road Hollis, NH 03049	None	NC	Language study at Inter-University Center for Japanese Language Studies in Yokohama, Japan	\$29,989.00
Leigh Cooper 1714 Brun Street #6 Houston, TX 77019	None	NC	Language study at Seoul National University in Seoul, South Korea	\$18,850.00
Heather Davis 1857 Jacksons Creek Bluff Marietta, GA 30068	None	NC	Language study at Inter-University Center for Japanese Language Studies in Yokohama, Japan	\$38,167.00
Victoria Davis 2 Fraser Street Beaufort, SC 29907	None	NC	Language study at Inter-University Center for Japanese Language Studies in Yokohama, Japan	\$26,489.00

GRANTS PAID TO INDIVIDUALS

BLAKEMORE FOUNDATION EIN 91-1505735
SCHEDULE OF INFORMATION FOR FORM 990-PF
TAX YEAR ENDING 12/31/2019

GRANTS PAID DURING THE YEAR

a. Paid during the year

<u>Recipient Name & Address</u>	<u>If individual, relationship to any foundation manager or substantial contributor</u>	<u>Foundation Status</u>	<u>Purpose</u>	<u>Amount</u>
Matthew DeButts 3512 N Nottingham Street Arlington, VA 22207	None	NC	Language study at Inter-University Program for Chinese Language Studies at Tsinghua University in Beijing, China	\$12,000.00
Bennett Harold 5463 University Avenue Chicago, IL 60615	None	NC	Language study at Inter-University Program for Chinese Language Studies at Tsinghua University in Beijing, China	\$12,000.00
Alexander Herkert 5515 Lake Ridge Road Edina, MN 55436	None	NC	Language study at International Chinese Language Program at National Taiwan University in Taipei, Taiwan	\$25,900 00
Michel Holtz 224 SW Fairlawn Road Topeka, KS 66604	None	NC	Language study at Inter-University Program for Chinese Language Studies at Tsinghua University in Beijing, China	\$12,000.00
Elise Huerta 405 Red Oak Avenue, Apt. 205 Albany, CA 94706	None	NC	Language study at International Chinese Language Program at National Taiwan University in Taipei, Taiwan	\$15,500 00

BLAKEMORE FOUNDATION EIN 91-1505735
SCHEDULE OF INFORMATION FOR FORM 990-PF
TAX YEAR ENDING 12/31/2019

GRANTS PAID DURING THE YEAR

a. Paid during the year

<u>Recipient Name & Address</u>	<u>If individual, relationship to any foundation manager or substantial contributor</u>	<u>Foundation Status</u>	<u>Purpose</u>	<u>Amount</u>
Jennifer Jett Flat 16/C, Cheong King Court 30 High Street, Sai Ying Pun Hong Kong	None	NC	Language study at Inter-University Program for Chinese Language Studies at Tsinghua University in Beijing, China	\$35,495.00
Samuel Kay 872 Delaware Avenue Columba, OH 43215	None	NC	Language study at Inter-University Program for Chinese Language Studies at Tsinghua University in Beijing, China	\$12,000.00
Kevin Kind 2006 Holding Pond Lane Midlothian, VA 23112	None	NC	Language study at International Chinese Language Program at National Taiwan University in Taipei, Taiwan	\$28,325.00
Austen Chase Matsui 39 Hickory Hollow Drive Madison WI 53705	None	NC	Language study at Inter-University Center for Japanese Language Studies in Yokohama, Japan	\$44,341.00
James Meador 869 Georges Gap Road Vilas, NC 28692	None	NC	Language study at Inter-University Program for Chinese Language Studies at Tsinghua University in Beijing, China	\$12,000.00

BLAKEMORE FOUNDATION EIN 91-1505735
SCHEDULE OF INFORMATION FOR FORM 990-PF
TAX YEAR ENDING 12/31/2019

GRANTS PAID DURING THE YEAR

a. Paid during the year

<u>Recipient Name & Address</u>	<u>If individual, relationship to any foundation manager or substantial contributor</u>	<u>Foundation Status</u>	<u>Purpose</u>	<u>Amount</u>
Maia Moore 3525 Country Estates Drive Suwanee, GA 30024	None	NC	Language study at International Chinese Language Program at National Taiwan University in Taipei, Taiwan	\$25,900.00
Jasmine Nelson 2753 Crescent St. Apt 5C Astoria, NY 11102	None	NC	Language study at Inter-University Program for Chinese Language Studies at Tsinghua University in Beijing, China	\$35,495.00
Isioma Okafor 10280 Richland Park Drive Loveland, OH 45140	None	NC	Language study at Pusan University in Busan, South Korea	\$24,000.00
Dylan Plung 16035 28th Avenue NE Shoreline, WA 98155	None	NC	Language study at Inter-University Center for Japanese Language Studies in Yokohama, Japan	\$34,667 00
Elizabeth Rhoads 29547 Saratoga Avenue Big Pine Key, FL 33043	None	NC	Language study with tutors in Yangon, Myanmar	\$45,000 00

BLAKEMORE FOUNDATION EIN 91-1505735
SCHEDULE OF INFORMATION FOR FORM 990-PF
TAX YEAR ENDING 12/31/2019

GRANTS PAID DURING THE YEAR

a. Paid during the year

<u>Recipient Name & Address</u>	<u>If individual, relationship to any foundation manager or substantial contributor</u>	<u>Foundation Status</u>	<u>Purpose</u>	<u>Amount</u>
Casmira Rodriguez 1412 West King Street San Bernardino, CA 92410	Non	NC	Language study at Inter-University Center for Japanese Language Studies in Yokohama, Japan	\$34,667.00
William Sack 127 Elm Street Somerville, MA 02144	None	NC	Language study at Sogang University in Seoul, South Korea	\$27,330.00
Matthew Schissler 40 Myay Nu Street, Apt 503 Mother Prestige Condo, Myaynigone (Sanchaung) Yangon 11111, Myanmar	None	NC	Language study with tutors in Yangon, Myanmar	\$45,000.00
Camila YaDeau 8 F, No 101, Section 2, Xinyi Road, Zhongzheng District Taipei City 100, Taiwan, R O C	None	NC	Language study at International Chinese Language Program at National Taiwan University in Taipei, Taiwan	\$16,200.00

BLAKEMORE FOUNDATION EIN 91-1505735
 SCHEDULE OF INFORMATION FOR FORM 990-PF
 TAX YEAR ENDING 12/31/2019

GRANTS PAID DURING THE YEAR

a. Paid during the year

<u>Recipient Name & Address</u>	<u>If individual, relationship to any foundation manager or substantial contributor</u>	<u>Foundation Status</u>	<u>Purpose</u>	<u>Amount</u>
Qing ("Henry") Zhang 1077 River Road, Apt. 803 Edgewater, NJ 07020	None	NC	Language study at Inter-University Program for Chinese Language Studies at Tsinghua University in Beijing, China	\$35,495.00
			SUBTOTAL - Paid to individuals	\$646,810.00

GRANTS PAID TO ORGANIZATIONS

Rubin Museum of Art 150 West 17 th Street New York, NY 10011	n/a	PC	Funds to support the exhibition <i>Faith & Empire</i>	\$20,000.00
Seattle Art Museum P O Box 22000 Seattle, WA 98122-9700	n/a	PC	Museum internship for University of Washington student during 2019/2020 academic year	\$39,844.00

BLAKEMORE FOUNDATION EIN 91-1505735
 SCHEDULE OF INFORMATION FOR FORM 990-PF
 TAX YEAR ENDING 12/31/2019

GRANTS PAID DURING THE YEAR

a. Paid during the year

<u>Recipient Name & Address</u>	<u>If individual, relationship to any foundation manager or substantial contributor</u>	<u>Foundation Status</u>	<u>Purpose</u>	<u>Amount</u>
University of California Regents Attn: UC Berkeley Art Museum & Pacific Film Archive 2120 Oxford Street, #2250 Berkeley, CA 94720	n/a	PC	Funds to support the exhibition <i>Hinges Sakaki Hyakusen and the Birth of Nanga Painting</i>	\$15,000.00
SUBTOTAL - Paid to organizations				\$74,844.00
GRAND TOTAL DISBURSED				\$721,654.00

BLAKEMORE FOUNDATION EIN 91-1505735
SCHEDULE OF INFORMATION FOR FORM 990-PF
TAX YEAR ENDING 12/31/2019

GRANTS APPROVED FOR FUTURE PAYMENT

b. Approved for future payments

<u>Recipient Name & Address</u>	<u>If individual, relationship to any foundation manager or substantial contributor</u>	<u>Foundation Status</u>	<u>Purpose</u>	<u>Amount</u>
Natalie Belew 28272 W Highway 84 McGregor, TX 76657	None	NC	Language study at International Chinese Language Program at National Taiwan University in Taipei, Taiwan	\$42,750.00
Heather Davis 1857 Jacksons Creek Bluff Marietta, GA 30068	None	NC	Language study at Inter-University Center for Japanese Language Studies in Yokohama, Japan	\$30,310.00
Alexander Herkert 5515 Lake Ridge Road Edina, MN 55436	None	NC	Language study at International Chinese Language Program at National Taiwan University in Taipei, Taiwan	\$16,550.00
Jennifer Jett Flat 16/C, Cheong King Court 30 High Street, Sai Ying Pun Hong Kong	None	NC	Language study at Inter-University Program for Chinese Language Studies at Tsinghua University in Beijing, China	\$12,000.00
Kevin Kind 2006 Holding Pond Lane Midlothian, VA 23112	None	NC	Language study at International Chinese Language Program at National Taiwan University in Taipei, Taiwan	\$16,550.00

GRANTS APPROVED FOR FUTURE PAYMENT TO INDIVIDUALS

BLAKEMORE FOUNDATION EIN 91-1505735
SCHEDULE OF INFORMATION FOR FORM 990-PF
TAX YEAR ENDING 12/31/2019

GRANTS APPROVED FOR FUTURE PAYMENT

b. Approved for future payments

Recipient Name & Address	If individual, relationship to any foundation manager or substantial contributor	Foundation Status	Purpose	Amount
Maia Moore 3525 Country Estates Drive Suwanee, GA 30024	None	NC	Language study at International Chinese Language Program at National Taiwan University in Taipei, Taiwan	\$16,550.00
Jasmine Nelson 2753 Crescent St Apt 5C Astoria, NY 11102	None	NC	Language study at Inter-University Program for Chinese Language Studies at Tsinghua University in Beijing, China	\$12,000.00
Isioma Okafor 10280 Richland Park Drive Loveland, OH 45140	None	NC	Language study at Pusan University in Busan, South Korea	\$16,000.00
Dylan Plung 16035 28th Avenue NE Shoreline, WA 98155	None	NC	Language study at Inter-University Center for Japanese Language Studies in Yokohama, Japan	\$26,810.00
Elizabeth Rhoads 29547 Saratoga Avenue Big Pine Key, FL 33043	None	NC	Language study with tutors in Yangon, Myanmar	\$9,325.00
Casimira Rodriguez 1412 West King Street San Bernardino, CA 92410	Non	NC	Language study at Inter-University Center for Japanese Language Studies in Yokohama, Japan	\$26,810.00

BLAKEMORE FOUNDATION EIN 91-1505735
SCHEDULE OF INFORMATION FOR FORM 990-PF
TAX YEAR ENDING 12/31/2019

GRANTS APPROVED FOR FUTURE PAYMENT

b. Approved for future payments

Recipient <u>Name & Address</u>	If individual, relationship to any foundation manager or substantial <u>contributor</u>	Foundation <u>Status</u>	<u>Purpose</u>	<u>Amount</u>
Matthew Schissler 40 Myay Nu Street, Apt 503 Mother Prestige Condo, Myaynigone (Sanchaung) Yangon 11111, Myanmar	None	NC	Language study with tutors in Yangon, Myanmar	\$10,150.00
Courtney Wittekind Harvard University Tozzer Anthropology Building 21 Divinity Ave Cambridge, MA 02138	None	NC	Language study with tutors in Yangon, Myanmar	\$49,000.00
Qing ("Henry") Zhang 1077 River Road, Apt. 803 Edgewater, NJ 07020	None	NC	Language study at Inter-University Program for Chinese Language Studies at Tsinghua University in Beijing, China	\$12,000.00
SUBTOTAL - Approved for future payment to individuals				\$296,805.00

BLAKEMORE FOUNDATION EIN 91-1505735
 SCHEDULE OF INFORMATION FOR FORM 990-PF
 TAX YEAR ENDING 12/31/2019

GRANTS APPROVED FOR FUTURE PAYMENT

b. Approved for future payments

Recipient Name & Address	If individual, relationship to any foundation manager or substantial contributor	Foundation Status	<u>Purpose</u>	<u>Amount</u>
GRANTS APPROVED FOR FUTURE PAYMENT TO ORGANIZATIONS				
Denver Museum of Art 100 West 14 th Avenue Parkway Denver, CO 80204	n/a	PC	Funds to support the exhibition <i>Emperor Qianlong's Collection</i>	\$20,000.00
Ikebana International Chapter 19 Seattle Washington c/o Shirley Hill, President 4038 Ne 87th Street Seattle, WA 98115-3735	n/a	PC	Funds to support the project <i>Ikebana x Technology Japanese Flower Art Meets Mixed Reality</i>	\$15,000.00
Seattle Art Museum P. O. Box 22000 Seattle, WA 98122-9700	n/a	PC	Museum internship for University of Washington student during 2020/2021 academic year	\$40,000.00
SUBTOTAL - Approved for future payment to organizations				\$75,000.00
GRAND TOTAL APPROVED FOR FUTURE PAYMENT				\$371,805.00

BLAKEMORE FOUNDATION EIN 91-1505735
SCHEDULE OF INFORMATION FOR FORM 990-PF
TAX YEAR ENDING 12/31/2019

PART XV - SUPPLEMENTARY INFORMATION

Line 2a. *Name/address/telephone number of persons to whom applications were addressed for applications submitted during 2019 calendar year.*

Blakemore Foundation
Eugene H. Lee, Trustee
Cathy Scheibner, Executive Assistant
801 Second Avenue, Suite 800
Seattle, WA 98104
(206) 427-4838

Line 2b. *Form in which applications should be submitted and information and materials they should include for applications.*

Grants to Individuals for Advanced Study of Asian Languages

Blakemore Freeman Fellowships
Applications are prepared and submitted online at:
<https://blakemorefoundation.communityforce.com>
See attached paper version of application

Art Grants

Applications may be submitted by invitation only. See attached instructions given to institutions invited to submit an application.

2.c *Any submission deadlines*

Grants to Individuals for Advanced Study of Asian Languages

Blakemore Freeman Fellowships
Applications submitted online by 5:00 pm PST on December 30, 2019.

Art Grants

Applications received by October 31, 2019.

2d. *Any restrictions or limitations on awards, such as by geographical areas, charitable fields, kinds of institutions, or other factors*

Grants to Individuals for Advanced Study of Asian Languages

Blakemore Freeman Fellowships
See attached Grant Guidelines

Art Grants

See attached Grant Guidelines

BLAKEMORE FOUNDATION EIN 91-1505735
SCHEDULE OF INFORMATION FOR FORM 990-PF
TAX YEAR ENDING 12/31/2019

**BLAKEMORE FOUNDATION
2019 ART GRANT GUIDELINES**

The following guidelines apply to Blakemore Foundation grants in support of exhibitions and internships to broaden and deepen the understanding of East Asian art in the United States.

- Grants are made by invitation only to a small number of tax-exempt organizations in the United States, such as museums, universities and other educational or art-related institutions for exhibitions and internships dealing with the arts of East Asia.
- Applications for grants are considered once a year with a due date of October 31, 2019.

BLAKEMORE FOUNDATION EIN 91-1505735
SCHEDULE OF INFORMATION FOR FORM 990-PF
TAX YEAR ENDING 12/31/2019

**2019 ART GRANT APPLICATION INSTRUCTIONS
FOR EXHIBITIONS**

The Blakemore Foundation does not have a formal application form for art grants.

An invited institution should submit an art grant proposal via email in letter format, limited to no more than five pages of text and five pages of illustrations, containing the following information:

- Basic information on the exhibition, related programming or catalogue, including venues and timing
- Amount of grant requested (maximum \$20,000)
- Project budget, including expenses and anticipated sources of funding

In addition to the proposal above, the emailed application should include:

- A copy of the applying organization's 501(c)(3) exemption letter.
- JPG files for 3 or 4 of the illustrations used in the proposal, which will be used by the Blakemore Foundation in a PowerPoint presentation to our board.

Proposals must be received by October 31, 2019.

Applicants will be notified of grant awards by the end of December 2019.

The Foundation does not make endowment grants or grants to fund general operating expenses, nor does it fund the applicant's administrative or overhead expenses. We only fund exhibitions, related programming and exhibition catalogues (print or on-line).

Proposals should be submitted by email to: CScheibner@blakemorefoundation.org.