

PUBLIC DISCLOSURE INSTRUCTIONS

1. THE PUBLIC DISCLOSURE COPY MUST BE SIGNED AND DATED BY AN OFFICER OF THE ORGANIZATION.
2. THE “PUBLIC DISCLOSURE COPY” IS FOR YOUR CONVENIENCE.
 - PLEASE NOTE THAT WE HAVE REMOVED ALL INFORMATION THAT IS NOT OPEN TO PUBLIC INSPECTION.
3. PUBLIC DISCLOSURE REQUIREMENTS (FAILURE TO COMPLY MAY RESULT IN PENALTIES):
 - MAKE THE RETURN AVAILABLE FOR 3 YEARS AFTER THE DATE THE RETURN IS REQUIRED TO BE FILED OR IT IS ACTUALLY FILED, WHICHEVER IS LATER.
 - MAKE THE RETURN AVAILABLE FOR PUBLIC INSPECTION AT ITS PRINCIPAL, REGIONAL, OR DISTRICT OFFICES DURING REGULAR BUSINESS HOURS AND YOU MAY HAVE AN EMPLOYEE PRESENT IN THE ROOM.
 - ALLOW THE INDIVIDUAL MAKING THE INSPECTION TO TAKE NOTES FREELY AND TO MAKE A PHOTOCOPY OF THE DOCUMENTS FOR A REASONABLE FEE.
 - GENERALLY, YOU MUST RESPOND TO AN IN-PERSON REQUEST FOR COPIES OF RETURNS ON THE SAME DAY OF THE REQUEST. IF, DUE TO UNUSUAL CIRCUMSTANCES, YOU CANNOT PROVIDE THEM ON THE SAME DAY, YOU MUST PROVIDE THEM NO LATER THAN THE NEXT BUSINESS DAY FOLLOWING THE DAY THE UNUSUAL CIRCUMSTANCES CEASE TO EXIST OR THE FIFTH BUSINESS DAY AFTER THE DAY OF THE REQUEST, WHICHEVER OCCURS FIRST.
 - YOU MUST RESPOND TO A WRITTEN REQUEST FOR COPIES OF YOUR RETURN WITHIN 30 DAYS FROM THE DATE YOU RECEIVE THE REQUEST. IF YOU REQUIRE PAYMENT IN ADVANCE, YOU MUST PROVIDE THE DOCUMENTS 30 DAYS FROM THE DATE YOU RECEIVE PAYMENT. FOR REQUESTS MADE IN PERSON, YOU MUST ACCEPT PAYMENT BY CASH OR MONEY ORDER. FOR REQUESTS MADE IN WRITING, YOU MUST ACCEPT PAYMENT BY CERTIFIED CHECK, MONEY ORDER, PERSONAL CHECK OR CREDIT CARD. IN BOTH INSTANCES, YOU MAY ACCEPT OTHER TYPES OF PAYMENT AS WELL.
 - YOU ARE NOT REQUIRED TO RESPOND TO REQUESTS FOR COPIES OF YOUR RETURN IF YOU HAVE MADE IT “WIDELY AVAILABLE” BY POSTING IT ON A WORLD WIDE WEB PAGE THAT YOU ESTABLISH AND MAINTAIN OR, AS PART OF A DATABASE OF SIMILAR DOCUMENTS OF OTHER TAX-EXEMPT ORGANIZATIONS THAT ANOTHER ENTITY ESTABLISHES AND MAINTAINS.

Form 990-PF

Department of the Treasury Internal Revenue Service

Return of Private Foundation or Section 4947(a)(1) Trust Treated as Private Foundation Do not enter social security numbers on this form as it may be made public. Go to www.irs.gov/Form990PF for instructions and the latest information.

OMB No. 1545-0047

2023

Open to Public Inspection

For calendar year 2023 or tax year beginning , and ending

Name of foundation GROUSEMONT FOUNDATION
A Employer identification number 91-1276047
B Telephone number 206-323-3686
C If exemption application is pending, check here ...
D 1. Foreign organizations, check here ...
2. Foreign organizations meeting the 85% test, check here and attach computation ...
E If private foundation status was terminated under section 507(b)(1)(A), check here ...
F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here ...
G Check all that apply: Initial return, Final return, Address change, Initial return of a former public charity, Amended return, Name change
H Check type of organization: Section 501(c)(3) exempt private foundation, Section 4947(a)(1) nonexempt charitable trust, Other taxable private foundation
I Fair market value of all assets at end of year (from Part II, col. (c), line 16) \$ 229,906,451.
J Accounting method: Cash, Accrual, Other (specify)

Table with 5 columns: (a) Revenue and expenses per books, (b) Net investment income, (c) Adjusted net income, (d) Disbursements for charitable purposes. Rows include Revenue (1-12) and Operating and Administrative Expenses (13-26), leading to Adjusted net income of N/A.

Part II Balance Sheets		Attached schedules and amounts in the description column should be for end-of-year amounts only.		Beginning of year	End of year	
		(a) Book Value	(b) Book Value	(c) Fair Market Value		
Assets	1	Cash - non-interest-bearing				
	2	Savings and temporary cash investments	26,813,222.	21,439,140.	23,439,140.	
	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 STMT 7	2,642,514.	3,659,947.	3,620,235.	
	b	Investments - corporate stock STMT 8	106,929,814.	105,057,667.	148,047,905.	
	c	Investments - corporate bonds STMT 9	7,241,484.	11,574,190.	11,502,174.	
	11	Investments - land, buildings, and equipment: basis				
	Less: accumulated depreciation					
12	Investments - mortgage loans					
13	Investments - other STMT 10	34,797,106.	42,076,570.	43,296,997.		
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)	178,424,140.	183,807,514.	229,906,451.		
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 checked="" type="checkbox"/> and complete lines 24, 25, 29, and 30.					
	24	Net assets without donor restrictions	178,424,140.	183,807,514.		
	25	Net assets with donor restrictions				
	Foundations that do not follow FASB ASC 958, check here <input type="checkbox"/> 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	178,424,140.	183,807,514.		
30	Total liabilities and net assets/fund balances	178,424,140.	183,807,514.			

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	178,424,140.
2	Enter amount from Part I, line 27a	2	5,383,374.
3	Other increases not included in line 2 (itemize)	3	0.
4	Add lines 1, 2, and 3	4	183,807,514.
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	183,807,514.

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 PUBLICLY TRADED SECURITIES	P	01/01/22	12/31/23
b 424912 SHARES OF PACCAR INC	D	01/01/22	12/31/23
c CAPITAL GAINS DIVIDENDS	P	01/01/22	12/31/23
d PASS THROUGH CAPITAL LOSS	P	01/01/21	12/31/23
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 31,963,798.		6,279,766.	25,684,032.
b 9,587,565.		25,834,182.	-16,246,617.
c 30,509.			30,509.
d		76,017.	-76,017.
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) FMV as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	
a			25,684,032.
b			-16,246,617.
c			30,509.
d			-76,017.
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	9,391,907.
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	N/A

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

1a Exempt operating foundations described in section 4940(d)(2), check here <input type="checkbox"/> and enter "N/A" on line 1. Date of ruling or determination letter: _____ (attach copy of letter if necessary - see instructions)	1	251,828.
b All other domestic foundations enter 1.39% (0.0139) of line 27b. Exempt foreign organizations, enter 4% (0.04) 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	251,828.
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	251,828.
6 Credits/Payments:		
a 2023 estimated tax payments and 2022 overpayment credited to 2023	6a	208,461.
b Exempt foreign organizations - tax withheld at source	6b	0.
c Tax paid with application for extension of time to file (Form 8868)	6c	165,000.
d Backup withholding erroneously withheld	6d	0.
7 Total credits and payments. Add lines 6a through 6d	7	373,461.
8 Enter any penalty for underpayment of estimated tax. Check here <input checked="" type="checkbox"/> if Form 2220 is attached	8	835.
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	120,798.
11 Enter the amount of line 10 to be: Credited to 2024 estimated tax 120,798. Refunded	11	0.

Part VI-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?		X
1b	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.		X
1c	Did the foundation file Form 1120-POL for this year?		X
d	Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year: (1) On the foundation. \$ _____ 0. (2) On foundation managers. \$ _____ 0.		
e	Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers. \$ _____ 0.		
2	Has the foundation engaged in any activities that have not previously been reported to the IRS?		X
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		X
4a	Did the foundation have unrelated business gross income of \$1,000 or more during the year?	X	
4b	If "Yes," has it filed a tax return on Form 990-T for this year?	X	
5	Was there a liquidation, termination, dissolution, or substantial contraction during the year?		X
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?	X	
7	Did the foundation have at least \$5,000 in assets at any time during the year? If "Yes," complete Part II, col. (c), and Part XIV	X	
8a	Enter the states to which the foundation reports or with which it is registered. See instructions. _____ WA, CA, NY		
8b	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	X	
9	Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2023 or the tax year beginning in 2023? See the instructions for Part XIII. If "Yes," complete Part XIII		X
10	Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses		X
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?	X	
14	The books are in care of CORIENT Telephone no. 470-487-8648 Located at 1910 FAIRVIEW AVENUE EAST, SUITE 200, SEATTLE, WA ZIP+4 98102		
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 - check here <input type="checkbox"/> and enter the amount of tax-exempt interest received or accrued during the year		N/A
16	At any time during calendar year 2023, 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?		X
	See the instructions for exceptions and filing requirements for FinCEN Form 114. If "Yes," enter the name of the foreign country		

Part VI-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?	1a(1)	X
(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person?	1a(2)	X
(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person?	1a(3)	X
(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person?	1a(4)	X
(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)?	1a(5)	X
(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.)	1a(6)	X
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	X
c Organizations relying on a current notice regarding disaster assistance, check here <input type="checkbox"/>		
d 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 2023?	1d	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 2023, did the foundation have any undistributed income (Part XII, lines 6d and 6e) for tax year(s) beginning before 2023?	2a	X
If "Yes," list the years _____, _____, _____, _____		
b Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement - see instructions.)	2b	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?	3a	X
b If "Yes," did it have excess business holdings in 2023 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 2023.)	3b	N/A
4a Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a	X
b Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2023?	4b	X

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

	Yes	No
5a During the year, did the foundation pay or incur any amount to:		
(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))?		X
(2) Influence the outcome of any specific public election (see section 4955); or to carry on, directly or indirectly, any voter registration drive?		X
(3) Provide a grant to an individual for travel, study, or other similar purposes?		X
(4) Provide a grant to an organization other than a charitable, etc., organization described in section 4945(d)(4)(A)? See instructions		X
(5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals?		X
b If any answer is "Yes" to 5a(1)-(5), did any of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance? See instructions	N/A	
c Organizations relying on a current notice regarding disaster assistance, check here	<input type="checkbox"/>	
d If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant? If "Yes," attach the statement required by Regulations section 53.4945-5(d).	N/A	
6a Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract?		X
b Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract? If "Yes" to 6b, file Form 8870.		X
7a At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction?		X
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?		X

Part VII 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 STATEMENT 11		51,750.	4,743.	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 VII Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors (continued)

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

(a) Name and address of each person paid more than \$50,000	(b) Type of service	(c) Compensation
SOUND PHILANTHROPY, LLC - 4310 BIRKLAND ROAD NE, BAINBRIDGE ISLAND, WA 98110	PHILANTHROPIC	269,248.
COLUMBIA PACIFIC CAPITAL MANAGERMENT - 1910 FAIRVIEW AVE E SUITE 200, SEATTLE, WA 98102	INVESTMENT MANAGEMENT	231,975.
RASHAD MORRIS 21031 5TH AVE. S, DES MOINES, WA 98198	PHILANTHROPIC	75,000.
FOUNDATION SOURCE 55 WALLS DRIVE, FAIRFIELD, CT 06824	ADMINISTRATIVE SERVICES	50,280.
Total number of others receiving over \$50,000 for professional services		0

Part VIII-A Summary of Direct Charitable Activities

List the foundation's four largest direct charitable activities during the tax year. Include relevant statistical information such as the number of organizations and other beneficiaries served, conferences convened, research papers produced, etc.	Expenses
1 NONE	0.
2	
3	
4	

Part VIII-B Summary of Program-Related Investments

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

Part IX 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	141,094,606.
b	Average of monthly cash balances	1b	26,196,466.
c	Fair market value of all other assets (see instructions)	1c	49,352,210.
d	Total (add lines 1a, b, and c)	1d	216,643,282.
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	216,643,282.
4	Cash deemed held for charitable activities. Enter 1.5% (0.015) of line 3 (for greater amount, see instructions)	4	3,249,649.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3	5	213,393,633.
6	Minimum investment return. Enter 5% (0.05) of line 5	6	10,669,682.

Part X 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 IX, line 6	1	10,669,682.
2a	Tax on investment income for 2023 from Part V, line 5	2a	251,828.
b	Income tax for 2023. (This does not include the tax from Part V.)	2b	
c	Add lines 2a and 2b	2c	251,828.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	10,417,854.
4	Recoveries of amounts treated as qualifying distributions	4	0.
5	Add lines 3 and 4	5	10,417,854.
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 XII, line 1	7	10,417,854.

Part XI 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	11,333,212.
b	Program-related investments - total from Part VIII-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 XII, line 4	4	11,333,212.

Part XII Undistributed Income (see instructions)

	(a) Corpus	(b) Years prior to 2022	(c) 2022	(d) 2023
1 Distributable amount for 2023 from Part X, line 7				10,417,854.
2 Undistributed income, if any, as of the end of 2023:				
a Enter amount for 2022 only			0.	
b Total for prior years:		0.		
3 Excess distributions carryover, if any, to 2023:				
a From 2018	140,695.			
b From 2019	432,413.			
c From 2020	150,535.			
d From 2021				
e From 2022	2,335,701.			
f Total of lines 3a through e	3,059,344.			
4 Qualifying distributions for 2023 from Part XI, line 4: \$ 11,333,212.				
a Applied to 2022, 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 2023 distributable amount				10,417,854.
e Remaining amount distributed out of corpus	915,358.			
5 Excess distributions carryover applied to 2023 (If an amount appears in column (d), the same amount must be shown in column (a).)	0.			0.
6 Enter the net total of each column as indicated below:				
a Corpus. Add lines 3f, 4c, and 4e. Subtract line 5	3,974,702.			
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 2022. Subtract line 4a from line 2a. Taxable amount - see instr. ...			0.	
f Undistributed income for 2023. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2024				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 2018 not applied on line 5 or line 7	140,695.			
9 Excess distributions carryover to 2024. Subtract lines 7 and 8 from line 6a	3,834,007.			
10 Analysis of line 9:				
a Excess from 2019 ...	432,413.			
b Excess from 2020 ...	150,535.			
c Excess from 2021 ...				
d Excess from 2022 ...	2,335,701.			
e Excess from 2023 ...	915,358.			

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

1 a If the foundation has received a ruling or determination letter that it is a private operating foundation, and the ruling is effective for 2023, enter the date of the ruling _____

b Check box to indicate whether the foundation is a private operating foundation described in section _____ 4942(j)(3) or 4942(j)(5)

	Tax year				(e) Total
	(a) 2023	(b) 2022	(c) 2021	(d) 2020	
2 a Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part IX for each year listed _____					
b 85% (0.85) of line 2a _____					
c Qualifying distributions from Part XI, 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 IX, 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 XIV Supplementary Information (Complete this part only if the foundation had \$5,000 or more in assets at any time during the year-see instructions.)

1 Information Regarding Foundation Managers:

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

NONE

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

NONE

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

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

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

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

c Any submission deadlines:

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

Part XIV **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 Paid during the year				
5TH AVENUE THEATRE ASSOCIATION 1326 5TH AVE STE 735 SEATTLE, WA 98101		PC	GENERAL & UNRESTRICTED	5,000.
A CONTEMPORARY THEATRE INC 700 UNION ST SEATTLE, WA 98101		PC	GENERAL & UNRESTRICTED	25,000.
ACHIEVEMENT REWARDS FOR COLLEGE SCIENTISTS SEATTLE CHAPTER 4616 25TH AVE NE SEATTLE, WA 98105		PC	GENERAL & UNRESTRICTED	5,000.
ALTERNATIVES TO HUNGER 1824 ELLIS ST BELLINGHAM, WA 98225		PC	GENERAL & UNRESTRICTED	5,000.
AMERICAN NATIONAL RED CROSS PO BOX 37839 BOONE, IA 50037		PC	HAWAII WILDFIRES OTHER	15,000.
Total	SEE CONTINUATION SHEET(S)			3a 10,829,333.
b Approved for future payment				
NONE				
Total				
				3b 0.

Part XIV Supplementary Information (continued)

3a Grants and Contributions Paid During the Year

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
ARTS CORPS 4408 DELRIDGE WAY SW SEATTLE, WA 98106		PC	GENERAL & UNRESTRICTED	50,000.
ATLANTIC STREET CENTER 2103 S ATLANTIC ST SEATTLE, WA 98144		PC	GENERAL & UNRESTRICTED	30,000.
BALLARD FOOD BANK 1400 NW LEARY WAY SEATTLE, WA 98107		PC	GENERAL & UNRESTRICTED	5,000.
BALLARD HIGH SCHOOL FOUNDATION PO BOX 17626 SEATTLE, WA 98127		PC	BALLARD HIGH SCHOOL GAINS PROGRAM	75,000.
BELLEVUE BOYS & GIRLS CLUB 209 100TH AVE NE BELLEVUE, WA 98004		PC	GENERAL & UNRESTRICTED	10,000.
BOOK-IT REPERTORY THEATRE SEATTLE CENTER 305 HARRISON ST SEATTLE, WA 98109		PC	GENERAL & UNRESTRICTED	25,000.
BOYER CHILDRENS CLINIC 1850 BOYER AVE EAST SEATTLE, WA 98112		PC	GENERAL & UNRESTRICTED	10,000.
Total from continuation sheets				10,774,333.

Part XIV Supplementary Information (continued)

3a Grants and Contributions Paid During the Year

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
BOYS AND GIRLS CLUBS OF KING COUNTY 220 W MERCER ST STE 410 SEATTLE, WA 98119		PC	GENERAL & UNRESTRICTED	50,000.
BOYS AND GIRLS CLUBS OF KING COUNTY 220 W MERCER ST STE 410 SEATTLE, WA 98119		PC	GENERAL & UNRESTRICTED	10,000.
BYRD BARR PLACE 722 18TH AVE SEATTLE, WA 98122		PC	GENERAL & UNRESTRICTED	50,000.
CASA LATINA 317 17TH AVE S SEATTLE, WA 98144		PC	GENERAL & UNRESTRICTED	20,000.
CENTRAL LUTHERAN CHURCH 1604 W YAKIMA AVE YAKIMA, WA 98902		PC	GENERAL & UNRESTRICTED	11,000.
CHILDREN AND YOUTH JUSTICE CENTER 300 ELLIOTT AVE W STE 360 SEATTLE, WA 98119		PC	GENERAL & UNRESTRICTED	25,000.
CHOOSE 180 1416 SW 151ST ST BURIEN, WA 98166		PC	GENERAL & UNRESTRICTED	3,000.
Total from continuation sheets				

Part XIV Supplementary Information (continued)

3a Grants and Contributions Paid During the Year

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
COACHELLA VALLEY BRIDGE FOUNDATION 34202 COOK ST PALM DESERT, CA 92211		PC	GENERAL & UNRESTRICTED	1,000.
COLLEGE SUCCESS FOUNDATION 15500 SE 30TH PL STE 200 BELLEVUE, WA 98007		PC	GENERAL & UNRESTRICTED	10,000.
COLLEGE SUCCESS FOUNDATION 15500 SE 30TH PL STE 200 BELLEVUE, WA 98007		PC	GENERAL & UNRESTRICTED	40,000.
COMMUNITIES IN SCHOOLS OF GREATER KING COUNTY 1055 S GRADY WAY RENTON, WA 98057		PC	GENERAL & UNRESTRICTED	30,000.
COMMUNITIES IN SCHOOLS OF GREATER KING COUNTY 1055 S GRADY WAY RENTON, WA 98057		PC	GENERAL & UNRESTRICTED	20,000.
COMMUNITY PASSAGEWAYS PO BOX 28685 SEATTLE, WA 98118		PC	GENERAL & UNRESTRICTED	325,000.
COMMUNITY PASSAGEWAYS PO BOX 28685 SEATTLE, WA 98118		PC	HEALING RETREAT	70,000.
Total from continuation sheets				

Part XIV Supplementary Information (continued)

3a Grants and Contributions Paid During the Year

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
COYOTE CENTRAL 2300 E CHERRY ST SEATTLE, WA 98122		PC	GENERAL & UNRESTRICTED	6,000.
DESERT COMMUNITY FOUNDATION 75105 MERLE DR STE 300 PALM DESERT, CA 92211		PC	THUNDERBIRD EMPLOYEE SCHOLARSHIP FUND	2,000.
DESERT COMMUNITY FOUNDATION 75105 MERLE DR STE 300 PALM DESERT, CA 92211		PC	THUNDERBIRD EMPLOYEE SCHOLARSHIP FUND	1,000.
DUWAMISH RIVER CLEANUP COALITION-TECHNICAL ADVISORY GROUP 7400 3RD AVE S SEATTLE, WA 98108		PC	GENERAL & UNRESTRICTED	300,000.
DUWAMISH RIVER CLEANUP COALITION-TECHNICAL ADVISORY GROUP 7400 3RD AVE S SEATTLE, WA 98108		PC	GENERAL & UNRESTRICTED	10,000.
EARTHGEN 4649 SUNNYSIDE AVE NORTH SUITE 3 SEATTLE, WA 98103		PC	GENERAL & UNRESTRICTED	20,000.
EARTHGEN 4649 SUNNYSIDE AVE NORTH SUITE 3 SEATTLE, WA 98103		PC	GENERAL & UNRESTRICTED	30,000.
Total from continuation sheets				

Part XIV Supplementary Information (continued)

3a Grants and Contributions Paid During the Year

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
EARTHJUSTICE 50 CALIFORNIA ST, SUITE 500 SAN FRANCISCO, CA 94111		PC	GENERAL & UNRESTRICTED	50,000.
EISENHOWER MEDICAL CENTER 39000 BOB HOPE DR RANCHO MIRAGE, CA 92270		PC	GENERAL & UNRESTRICTED	5,000.
EPIPHANY SCHOOL 3611 E DENNY WAY SEATTLE, WA 98122		PC	ANNUAL FUND OTHER	5,000.
EPIPHANY SCHOOL 3611 E DENNY WAY SEATTLE, WA 98122		PC	AUCTION RAISE THE PADDLE/SCHOLARSHIPS	10,000.
EVERYTOWN FOR GUN SAFETY SUPPORT FUND INC PO BOX 3886 NEW YORK, NY 10163		PC	GENERAL & UNRESTRICTED	5,000.
EXPERIENCE LEARNING COMMUNITY 325 5TH AVE N SEATTLE, WA 98109		PC	GENERAL & UNRESTRICTED	25,000.
FAMILY LAW CASA OF KING COUNTY 16300 CHRISTENSEN ROAD, STE 306 TUKWILA, WA 98188		PC	GENERAL & UNRESTRICTED	50,000.
Total from continuation sheets				

Part XIV Supplementary Information (continued)

3a Grants and Contributions Paid During the Year

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
FARESTART 700 VIRGINIA ST SEATTLE, WA 98101		PC	GENERAL & UNRESTRICTED	100,000.
FOOD LIFELINE 815 S 96TH ST SEATTLE, WA 98108		PC	GENERAL & UNRESTRICTED	50,000.
FRIENDS OF KEXP 472 1ST N AVE SEATTLE, WA 98109		PC	GENERAL & UNRESTRICTED	50,000.
FRIENDS OF THE PALM SPRINGS ANIMAL SHELTER 4575 E MESQUITE AVE PALM SPRINGS, CA 92264		PC	GENERAL & UNRESTRICTED	500.
GLOBAL IMPACT 1199 NORTH FAIRFAX ST STE 300 ALEXANDRIA, VA 22314		PC	REFUSE TO QUIT SUPPORT ANOTHER ORGANIZATION VIA SELECTED CHARITY	5,000.
GLOBAL TO LOCAL HEALTH INITIATIVE 2800 S 192ND ST STE 104 SEATAC, WA 98188		PC	GENERAL & UNRESTRICTED	15,000.
HAMLIN ROBINSON SCHOOL 1701 20TH AVE S SEATTLE, WA 98144		PC	GENERAL & UNRESTRICTED	10,000.
Total from continuation sheets				

Part XIV Supplementary Information (continued)

3a Grants and Contributions Paid During the Year

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
HAMLIN ROBINSON SCHOOL 1701 20TH AVE S SEATTLE, WA 98144		PC	ELEVATING YOUR IMPACT CAMPAIGN	33,333.
HAWAII COMMUNITY FOUNDATION 827 FORT ST MALL HONOLULU, HI 96813		PC	MAUI STRONG FUND OTHER	25,000.
HENDERSON-NORWESTER CAMP PO BOX 1055 EDMONDS, WA 98020		PC	TO BE APPLIED TO THE SCHOLARSHIP FUND	5,000.
HOPELINK PO BOX 3577 REDMOND, WA 98073		PC	GENERAL & UNRESTRICTED	35,000.
INSTITUTE FOR WASHINGTONS FUTURE 2720 VALENCIA ST BELLINGHAM, WA 98226		PC	COMMUNITY 2 COMMUNITY GENERAL OPERATING SUPPORT SUPPORT ANOTHER ORGANIZATION VIA SELECTED CHARITY	100,000.
KANDELIA 3829B S EDMONDS ST BOX 9 SEATTLE, WA 98118		PC	GENERAL & UNRESTRICTED	15,000.
KINDERING CENTER 16120 NE 8TH ST BELLEVUE, WA 98008		PC	GENERAL & UNRESTRICTED	30,000.
Total from continuation sheets				

Part XIV Supplementary Information (continued)**3a Grants and Contributions Paid During the Year**

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
KINDERING CENTER 16120 NE 8TH ST BELLEVUE, WA 98008		PC	GENERAL & UNRESTRICTED	5,000.
KITSAP IMMIGRANT ASSISTANCE CENTER PO BOX 1276 BREMERTON, WA 98337		PC	GENERAL & UNRESTRICTED	10,000.
KITSAP IMMIGRANT ASSISTANCE CENTER PO BOX 1276 BREMERTON, WA 98337		PC	GENERAL & UNRESTRICTED	50,000.
KUOW-PUGET SOUND PUBLIC RADIO 4518 UNIVERSITY WAY NE STE 310 SEATTLE, WA 98105		PC	GENERAL & UNRESTRICTED	5,000.
LAKESIDE SCHOOL 14050 1ST AVE NE SEATTLE, WA 98125		PC	GENERAL & UNRESTRICTED	500.
LATINO COMMUNITY FUND OF WASHINGTON STATE PO BOX 30669 SEATTLE, WA 98113		PC	FIRELANDS WORKERS UNITED C3; HOME WEATHERIZATION AND ENERGY EFFICIENCY IMPROVEMENTS PROJECT SUPPORT ANOTHER ORGANIZATION VIA SELECTED CHARITY	100,000.
LEAGUE OF CONSERVATION VOTERS EDUCATION FUND 740 15TH ST NW, 7TH FL WASHINGTON, DC 20005		PC	GENERAL & UNRESTRICTED	5,000.
Total from continuation sheets				

Part XIV Supplementary Information (continued)**3a Grants and Contributions Paid During the Year**

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
LEGAL COUNSEL FOR YOUTH AND CHILDREN PO BOX 28629 SEATTLE, WA 98118		PC	GENERAL & UNRESTRICTED	30,000.
LONG LIVE THE KINGS 1326 5TH AVE STE 450 SEATTLE, WA 98101		PC	GENERAL & UNRESTRICTED	10,000.
MALARIA CONSORTIUM US PO BOX 6334 HERMITAGE, PA 16148		PC	SEASONAL MALARIA CHEMOPREVENTION PROGRAM	10,000.
MARYS PLACE SEATTLE PO BOX 1711 SEATTLE, WA 98111		PC	GENERAL & UNRESTRICTED	5,000.
MAUI UNITED WAY INC 95 MAHALANI ST RM 24 WAILUKU, HI 96793		PC	GENERAL & UNRESTRICTED	10,000.
MEDICAL TEAMS INTERNATIONAL PO BOX 4288 PORTLAND, OR 97208		PC	GENERAL & UNRESTRICTED	25,000.
MINNESOTA PUBLIC RADIO 480 CEDAR ST SAINT PAUL, MN 55101		PC	THIS GIFT IS TO BE APPLIED TO MARKETPLACE	1,000.
Total from continuation sheets				

Part XIV Supplementary Information (continued)

3a Grants and Contributions Paid During the Year

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
MOCKINGBIRD SOCIETY 2100 24TH AVE S STE 240 SEATTLE, WA 98144		PC	GENERAL & UNRESTRICTED	30,000.
NATURE BRIDGE 1033 FORT CRONKHITE SAUSALITO, CA 94965		PC	GENERAL & UNRESTRICTED	25,000.
NATURE CONSERVANCY 74 WALL ST SEATTLE, WA 98121		PC	GENERAL & UNRESTRICTED	9,000.
NATURE CONSERVANCY 74 WALL ST SEATTLE, WA 98121		PC	GENERAL & UNRESTRICTED	100,000.
NEIGHBORCARE HEALTH 1200 12TH AVE S STE #901 SEATTLE, WA 98144		PC	GENERAL & UNRESTRICTED	30,000.
NORTHWEST YOUTH SERVICE 1020 N STATE ST BELLINGHAM, WA 98225		PC	GENERAL & UNRESTRICTED	10,000.
NSCC PARENT ADVISORY COUNCIL OF PARENT COOPERATIVE PRESCHOOLS 9600 COLLEGE WAY N SEATTLE, WA 98103		PC	VASHON MAURY COOPERATIVE PRESCHOOL SUPPORT ANOTHER ORGANIZATION VIA SELECTED CHARITY	4,000.
Total from continuation sheets				

Part XIV Supplementary Information (continued)

3a Grants and Contributions Paid During the Year

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
NSCC PARENT ADVISORY COUNCIL OF PARENT COOPERATIVE PRESCHOOLS 9600 COLLEGE WAY N SEATTLE, WA 98103		PC	VASHON MAURY COOPERATIVE PRESCHOOL SUPPORT ANOTHER ORGANIZATION VIA SELECTED CHARITY	5,000.
ONE ROOF FOUNDATION 10601 5TH AVE NE STE 100 SEATTLE, WA 98125		PC	TACOMA SPORT COURT	25,000.
PACIFIC NORTHWEST BALLET ASSOCIATION 301 MERCER ST SEATTLE, WA 98109		PC	GENERAL & UNRESTRICTED	50,000.
PACIFIC NORTHWEST BALLET ASSOCIATION 301 MERCER ST SEATTLE, WA 98109		PC	GENERAL & UNRESTRICTED	1,000.
PACIFIC SCIENCE CENTER FOUNDATION 200 2ND AVE N SEATTLE, WA 98109		PC	GENERAL & UNRESTRICTED	5,000.
PACIFIC SCIENCE CENTER FOUNDATION 200 2ND AVE N SEATTLE, WA 98109		PC	GENERAL & UNRESTRICTED	25,000.
PALESTINE CHILDRENS RELIEF FUND 360 E 2ND ST STE 710 LOS ANGELES, CA 90012		PC	GENERAL & UNRESTRICTED	10,000.
Total from continuation sheets				

Part XIV Supplementary Information (continued)

3a Grants and Contributions Paid During the Year

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
PALM SPRINGS PATHFINDERS PO BOX 5005 RANCHO MIRAGE, CA 92270		PC	GENERAL & UNRESTRICTED	1,000.
PIKE PLACE MARKET FOUNDATION 93 PIKE ST STE 310 SEATTLE, WA 98101		PC	GENERAL & UNRESTRICTED	35,000.
PLYMOUTH HOUSING GROUP 2113 3RD AVE SEATTLE, WA 98121		PC	SUPPORT FOR ADAM SELIPSKY'S SEATTLE DANCES FUNDRAISER	5,000.
POPULATION SERVICES INTERNATIONAL 1120 19TH ST NW STE 600 WASHINGTON, DC 20036		PC	MAVERICK NEXT PROGRAM OF MAVERICK COLLECTIVE	150,000.
PROGRAM FOR EARLY PARENT SUPPORT 4649 SUNNYSIDE AVE N STE 324 SEATTLE, WA 98103		PC	GENERAL & UNRESTRICTED	25,000.
QUEST SEATTLE WA 1401 NW LEARY WAY SEATTLE, WA 98107		PC	THIS GRANT IS TO BE APPLIED TO THE BRIDGE CARE CENTER	5,000.
RAINIER SCHOLARS 2100 24TH AVE S STE 360 SEATTLE, WA 98144		PC	GENERAL & UNRESTRICTED	25,000.
Total from continuation sheets				

Part XIV Supplementary Information (continued)

3a Grants and Contributions Paid During the Year

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
RANCHO MIRAGE LIBRARY AND OBSERVATORY FOUNDATION 71100 HWY 111 RANCHO MIRAGE, CA 92270		PC	GENERAL & UNRESTRICTED	1,000.
REFUGEE ARTISAN INITIATIVE 12337 LAKE CITY WAY NE SEATTLE, WA 98125		PC	GENERAL & UNRESTRICTED	30,000.
REFUGEE ARTISAN INITIATIVE 12337 LAKE CITY WAY NE SEATTLE, WA 98125		PC	GENERAL & UNRESTRICTED	10,000.
SANDY HOOK PROMISE FOUNDATION 5 COMMERCE RD UNIT 3489 NEWTOWN, CT 06470		PC	GENERAL & UNRESTRICTED	10,000.
SANDY HOOK PROMISE FOUNDATION 5 COMMERCE RD UNIT 3489 NEWTOWN, CT 06470		PC	GENERAL & UNRESTRICTED	17,000.
SAVE THE CHILDREN FEDERATION INC 501 KINGS HWY EAST STE 400 FAIRFIELD, CT 06825		PC	\$25,000 TO EASTERN WA PROGRAM	25,000.
SAVE THE CHILDREN FEDERATION INC 501 KINGS HWY EAST STE 400 FAIRFIELD, CT 06825		PC	GENERAL & UNRESTRICTED	10,000.
Total from continuation sheets				

Part XIV Supplementary Information (continued)

3a Grants and Contributions Paid During the Year

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
SAVE THE CHILDREN FEDERATION INC 501 KINGS HWY EAST STE 400 FAIRFIELD, CT 06825		PC	WASHINGTON STATE PROGRAMS	50,000.
SEATTLE AQUARIUM SOCIETY-SEAS 1483 ALASKAN WAY PIER 59 SEATTLE, WA 98101		PC	ONE OCEAN, ONE FUTURE CAPITAL CAMPAIGN	250,000.
SEATTLE ART MUSEUM 1300 1ST AVE SEATTLE, WA 98101		PC	DONATION OF ARTWORK, "STILL LIFE WITH CHERRIES" FOR DISPLAY	2,000,000.
SEATTLE ART MUSEUM 1300 1ST AVE SEATTLE, WA 98101		PC	GENERAL & UNRESTRICTED	2,500.
SEATTLE CENTER FOUNDATION 305 HARRISON STE 310 SEATTLE, WA 98109		PC	MOBILE DENTAL AND OPTOMETRY CLINIC	25,000.
SEATTLE CHILDRENS FOUNDATION PO BOX 5371 MAIL STOP 818-F SEATTLE, WA 98145		PC	SUPPORT FOR ODESSA BROWN CHILDREN'S CLINIC	100,000.
SEATTLE CHILDRENS HOSPITAL PO BOX 5371 MSC 818-FI SEATTLE, WA 98145		PC	GENERAL & UNRESTRICTED	1,000.
Total from continuation sheets				

Part XIV Supplementary Information (continued)

3a Grants and Contributions Paid During the Year

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
SEATTLE CHILDRENS HOSPITAL PO BOX 5371 MSC 818-FI SEATTLE, WA 98145		PC	GENERAL & UNRESTRICTED	10,000.
SEATTLE CHILDRENS THEATRE ASSOCIATION 201 THOMAS ST SEATTLE, WA 98109		PC	GENERAL & UNRESTRICTED	25,000.
SEATTLE JAZZED 380 BOREN AVE N SEATTLE, WA 98109		PC	GENERAL & UNRESTRICTED	50,000.
SEATTLE OPERA 363 MERCER ST SEATTLE, WA 98109		PC	GENERAL & UNRESTRICTED	50,000.
SEATTLE PARKS FOUNDATION PO BOX 3541 SEATTLE, WA 98124		PC	NORTHWEST CONSERVATION PHILANTHROPY FELLOWSHIP	25,000.
SEATTLE REPERTORY THEATRE PO BOX 900923 SEATTLE, WA 98109		PC	GENERAL & UNRESTRICTED	1,000.
SEATTLE REPERTORY THEATRE PO BOX 900923 SEATTLE, WA 98109		PC	SUPPORT FOR THE ACT 1 CAMPAIGN	250,000.
Total from continuation sheets				

Part XIV Supplementary Information (continued)

3a Grants and Contributions Paid During the Year

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
SEATTLE REPERTORY THEATRE PO BOX 900923 SEATTLE, WA 98109		PC	GENERAL & UNRESTRICTED	25,000.
SEATTLE REPERTORY THEATRE PO BOX 900923 SEATTLE, WA 98109		PC	GENERAL & UNRESTRICTED	25,000.
SEATTLE THEATRE GROUP 911 PINE ST SEATTLE, WA 98101		PC	GENERAL & UNRESTRICTED	5,000.
SIGHTLINE INSTITUTE 1402 3RD AVE STE 500 SEATTLE, WA 98101		PC	GENERAL & UNRESTRICTED	10,000.
SOMALI FAMILY SAFETY TASK FORCE PO BOX 18611 SEATTLE, WA 98118		PC	GENERAL & UNRESTRICTED	5,000.
SOUND 6400 SOUTHCENTER BLVD TUKWILA, WA 98188		PC	MIDDLE SCHOOL SUPPORT PROJECT (MSSP)	100,000.
ST MARGARETS EPISCOPAL CHURCH PALM DESERT 47 535 HWY 74 PALM DESERT, CA 92260		PC	GENERAL & UNRESTRICTED	500.
Total from continuation sheets				

Part XIV Supplementary Information (continued)

3a Grants and Contributions Paid During the Year

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
ST MARGARETS EPISCOPAL CHURCH PALM DESERT 47 535 HWY 74 PALM DESERT, CA 92260		PC	GENERAL & UNRESTRICTED	10,000.
ST MARKS PARISH 1245 10TH AVE E SEATTLE, WA 98102		PC	GENERAL & UNRESTRICTED	2,000.
ST MARKS PARISH 1245 10TH AVE E SEATTLE, WA 98102		PC	GENERAL & UNRESTRICTED	5,000.
STANFORD UNIVERSITY PO BOX 20466 STANFORD, CA 94309		PC	WOODS INSTITUTE FOR THE ENVIRONMENT	50,000.
TEACH FOR AMERICA INC 210 S HUDSON ST STE 307 SEATTLE, WA 98134		PC	GENERAL & UNRESTRICTED	50,000.
THE LIVING DESERT 47900 PORTOLA AVE PALM DESERT, CA 92260		PC	GENERAL & UNRESTRICTED	5,000.
THE NATURE CONSERVANCY IN ALASKA 715 L ST SUITE 100 ANCHORAGE, AK 99501		PC	ALASKA AFFINITY GROUP	50,000.
Total from continuation sheets				

Part XIV Supplementary Information (continued)

3a Grants and Contributions Paid During the Year

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
THE SAFE CROSSINGS FOUNDATION 4210 SW OREGON ST STE H SEATTLE, WA 98116		PC	GENERAL & UNRESTRICTED	10,000.
THE SEATTLE FOUNDATION 1601 FIFTH AVE 1900 SEATTLE, WA 98101		PC	BLACK FUTURE CO-OP FUND	2,500,000.
THE SEATTLE FOUNDATION 1601 FIFTH AVE 1900 SEATTLE, WA 98101		PC	BLACK FUTURE CO-OP FUND	6,000.
THE YOUNG MENS CHRISTIAN ASSOCIATION OF GREATER SEATTLE 909 4TH AVE SEATTLE, WA 98104		PC	\$25,000 AS AN UNRESTRICTED GRANT TO YMCA, AND \$25,000 TO BE ALLOCATED TO THE SOCIAL IMPACT CENTER	50,000.
THIRD SECTOR NEW ENGLAND INC 89 S ST STE 700 BOSTON, MA 02111		PC	TSNE MISSIONWORKS / A WAY HOME WASHINGTON (AWHWA)	50,000.
TOXIC-FREE FUTURE 4649 SUNNYSIDE AVE N STE 540 SEATTLE, WA 98103		PC	GENERAL & UNRESTRICTED	200,000.
TOYS FOR KIDS PO BOX 2104 ISSAQUAH, WA 98027		PC	GENERAL & UNRESTRICTED	5,000.
Total from continuation sheets				

Part XIV Supplementary Information (continued)

3a Grants and Contributions Paid During the Year

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
TRANSPORTATION CHOICES COALITION 1402 THIRD AVE 310 SEATTLE, WA 98101		PC	GENERAL & UNRESTRICTED	100,000.
UNIVERSITY OF WASHINGTON 4333 BROOKLYN AVE NE BOX 359505 SEATTLE, WA 98195		GOV	HUSKY GIVING DAY: COMPETITIVE EDGE FUND	25,000.
UNIVERSITY OF WASHINGTON 4333 BROOKLYN AVE NE BOX 359505 SEATTLE, WA 98195		GOV	COMPETITIVE EDGE FUND, ICA	15,000.
UNIVERSITY OF WASHINGTON 4333 BROOKLYN AVE NE BOX 359505 SEATTLE, WA 98195		GOV	ASUW SHELL HOUSE: THE NEXT 100 YEARS	25,000.
UNIVERSITY OF WASHINGTON FOUNDATION PO BOX 359505 SEATTLE, WA 98195		PC	COLLEGE OF THE ENVIRONMENT - EARTHLAB	50,000.
UNIVERSITY OF WASHINGTON FOUNDATION PO BOX 359505 SEATTLE, WA 98195		PC	UW BROTHERHOOD INITIATIVE	50,000.
UNIVERSITY OF WASHINGTON FOUNDATION PO BOX 359505 SEATTLE, WA 98195		PC	UW SISTERHOOD INITIATIVE	250,000.
Total from continuation sheets				

Part XIV Supplementary Information (continued)

3a Grants and Contributions Paid During the Year

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
UNIVERSITY PREPARATORY ACADEMY 8000 25TH AVE NE SEATTLE, WA 98115		PC	ULAB	25,000.
UNIVERSITY PREPARATORY ACADEMY 8000 25TH AVE NE SEATTLE, WA 98115		PC	GENERAL & UNRESTRICTED	5,000.
UNIVERSITY PREPARATORY ACADEMY 8000 25TH AVE NE SEATTLE, WA 98115		PC	PUMA FUND	5,000.
VASHON ALLIED ARTS INC PO BOX 576 VASHON, WA 98070		PC	GENERAL & UNRESTRICTED	1,000.
VASHON ISLAND PUBLIC SCHOOLS FOUNDATION PO BOX 481 VASHON, WA 98070		PC	GENERAL & UNRESTRICTED	2,000.
VASHON-MAURY ISLAND LAND TRUST PO BOX 2031 VASHON, WA 98070		PC	GENERAL & UNRESTRICTED	2,000.
VIRGINIA MASON MEDICAL CENTER 1100 9TH AVE SEATTLE, WA 98101		PC	GENERAL & UNRESTRICTED	5,000.
Total from continuation sheets				

Part XIV Supplementary Information (continued)

3a Grants and Contributions Paid During the Year

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
WASHINGTON CONSERVATION ACTION EDUCATION FUND 1402 THIRD AVE SUITE 1400 SEATTLE, WA 98101		PC	TRIBAL NATIONS PROGRAM SUPPORT: \$100,000; GENERAL OPERATING SUPPORT: \$200,000	300,000.
WESTSIDE BABY 10002 14TH AVE SW SEATTLE, WA 98146		PC	GENERAL & UNRESTRICTED	4,000.
WOODLAND PARK ZOOLOGICAL SOCIETY 5500 PHINNEY AVE N SEATTLE, WA 98103		PC	GENERAL & UNRESTRICTED	25,000.
WOODLAND PARK ZOOLOGICAL SOCIETY 5500 PHINNEY AVE N SEATTLE, WA 98103		PC	TRAILHEAD EXHIBIT OTHER	750,000.
YOUNG WOMEN EMPOWERED 5623 RAINIER AVE S SEATTLE, WA 98118		PC	GENERAL & UNRESTRICTED	50,000.
YOUNG WOMEN EMPOWERED 5623 RAINIER AVE S SEATTLE, WA 98118		PC	GENERAL & UNRESTRICTED	150,000.
YOUTHCARE PO BOX 15258 SEATTLE, WA 98115		PC	GENERAL & UNRESTRICTED	30,000.
Total from continuation sheets				

Part XIV **Supplementary Information** (continued)

3a Grants and Contributions Paid During the Year

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
YOUTHCARE PO BOX 15258 SEATTLE, WA 98115		PC	GENERAL & UNRESTRICTED	5,000.
YWCA OF SEATTLE-KING COUNTY- SNOHOMISH COUNTY 1118 FIFTH AVE SEATTLE, WA 98101		PC	GENERAL & UNRESTRICTED	40,000.
YWCA OF SEATTLE-KING COUNTY- SNOHOMISH COUNTY 1118 FIFTH AVE SEATTLE, WA 98101		PC	GENERAL & UNRESTRICTED	50,000.

Total from continuation sheets

Schedule B
(Form 990)

Department of the Treasury
Internal Revenue Service

Schedule of Contributors

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

OMB No. 1545-0047

2023

Name of the organization

GROUSEMONT FOUNDATION

Employer identification number

91-1276047

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), 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 (entering "N/A" in column (b) instead of the contributor name and address), 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), 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).

For Paperwork Reduction Act Notice, see the instructions for Form 990, 990-EZ, or 990-PF.

Schedule B (Form 990) (2023)

Name of organization GROUSEMONT FOUNDATION	Employer identification number 91-1276047
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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	THEILINE P. SCHEUMANN LIVING TRUST 511 BOREN AVE N STE 300 SEATTLE, WA 98109	\$ 2,000,000.	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input checked="" 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 GROUSEMONT FOUNDATION	Employer identification number 91-1276047
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Part II Noncash Property (see instructions). Use duplicate copies of Part II if additional space is needed.

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (See instructions.)	(d) Date received
1	PAINTING - STILL LIFE WITH CHERRIES _____ _____ _____	\$ 2,000,000.	02/01/23
_____	_____ _____ _____	\$ _____	_____
_____	_____ _____ _____	\$ _____	_____
_____	_____ _____ _____	\$ _____	_____
_____	_____ _____ _____	\$ _____	_____
_____	_____ _____ _____	\$ _____	_____
_____	_____ _____ _____	\$ _____	_____

Name of organization GROUSEMONT FOUNDATION	Employer identification number 91-1276047
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Part III Exclusively religious, charitable, etc., contributions to organizations described in section 501(c)(7), (8), or (10) that total more than \$1,000 for the year from any one contributor. Complete columns (a) through (e) and the following line entry. For organizations completing Part III, enter the total of exclusively religious, charitable, etc., contributions of \$1,000 or less for the year. (Enter this 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	
(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held
(e) Transfer of gift			
Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee	
(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held
(e) Transfer of gift			
Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee	
(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held
(e) Transfer of gift			
Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee	

FORM 990-PF

OTHER INCOME

STATEMENT 1

DESCRIPTION	(A) REVENUE PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME
PASS THROUGH INVESTMENT INCOME		0.	236,844.
TOTAL TO FORM 990-PF, PART I, LINE 11		0.	236,844.

FORM 990-PF

LEGAL FEES

STATEMENT 2

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
LEGAL FEES	1,110.	1,110.		0.
TO FM 990-PF, PG 1, LN 16A	1,110.	1,110.		0.

FORM 990-PF

ACCOUNTING FEES

STATEMENT 3

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
ACCOUNTING FEES	55,438.	5,544.		49,894.
TO FORM 990-PF, PG 1, LN 16B	55,438.	5,544.		49,894.

FORM 990-PF

OTHER PROFESSIONAL FEES

STATEMENT 4

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
INVESTMENT MANAGEMENT	244,760.	244,760.		0.
PHILANTHROPIC CONSULTING	375,701.	0.		375,701.
OTHER PROFESSIONAL FEES	17,625.	0.		17,625.
TO FORM 990-PF, PG 1, LN 16C	638,086.	244,760.		393,326.

FORM 990-PF

TAXES

STATEMENT 5

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
EXCISE TAXES	251,500.	0.		0.
FOREIGN TAXES	0.	7,261.		0.
TO FORM 990-PF, PG 1, LN 18	251,500.	7,261.		0.

FORM 990-PF

OTHER EXPENSES

STATEMENT 6

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
STATE FILING FEES	25.	0.		25.
BANK CHARGES	165.	165.		0.
ADMINISTRATIVE FEES	50,000.	0.		50,000.
WEBSITE DESIGN/MAINTENANCE	280.	0.		280.
INSURANCE	2,863.	0.		2,863.
DUES & MEMBERSHIPS	2,500.	0.		2,500.
OFFICE EXPENSES	1,047.	0.		1,047.
PASS THROUGH EXPENSES	0.	433,575.		0.
TO FORM 990-PF, PG 1, LN 23	56,880.	433,740.		56,715.

FORM 990-PF

U.S. AND STATE/CITY GOVERNMENT OBLIGATIONS

STATEMENT 7

DESCRIPTION	U.S. GOV'T	OTHER GOV'T	BOOK VALUE	FAIR MARKET VALUE
CALIFORNIA ST TAXABLE VARIOUS PURP - 6.000% - 03/01/2030 (13063D3Q9)		X	736,266.	739,218.
COLORADO ST BLDG EXC SCHS TDY - 6.817% - 03/15/2028 (19668QDM4)		X	215,872.	216,552.
FANNIE MAE POOL #AC4799 - 4.500% - 10/01/2024 (31417QKM5)	X		904.	838.
FEDERAL NATIONAL MORTGAGE ASSOCIATION - 2.125% - 04/24/2026 (3135G0K36)	X		378,549.	330,729.
FEDERAL NATL MTG ASSN NOTE - 1.875% - 09/24/2026 (3135G0Q22)	X		927,631.	921,887.
FEDL NATL MTG ASSN - 0.750% - 10/08/2027 (3135G05Y5)	X		1,039,818.	1,076,903.
FNMA SER BENCHMARK - 1.625% - 10/15/2024 (3135G0W66)	X		120,887.	111,095.
MASSACHUSETTS EDL - 1.638% - 07/01/2026 (57563RRT8)		X	240,020.	223,013.
TOTAL U.S. GOVERNMENT OBLIGATIONS			2,467,789.	2,441,452.
TOTAL STATE AND MUNICIPAL GOVERNMENT OBLIGATIONS			1,192,158.	1,178,783.
TOTAL TO FORM 990-PF, PART II, LINE 10A			3,659,947.	3,620,235.

FORM 990-PF

CORPORATE STOCK

STATEMENT 8

DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
AVANTIS RESPONSIBLE U.S. EQUITY ETF (AVSU)	2,378,960.	2,839,207.
AVSD (AVSD)	732,206.	862,028.
AVSE (AVSE)	348,278.	404,385.
CLIFFWATER CORPORATE LENDING FUND I (CCLFX)	5,997,313.	5,934,924.
DFA DIMENSIONAL INTERNATIONAL CORE EQUITY MARKET (DFAI)	6,648,491.	7,322,543.
DFA U S CORE EQUITY 1 PORTFOLIO (DFEOX)	2,194,614.	2,739,795.
DFA U.S. LARGE CAP VALUE PORTFOLIO (DFLVX)	413,504.	475,493.
DFAU (DFAU)	4,489,940.	4,977,791.
DIMENSIONAL ETF TRUST EMGR (DFAE)	3,742,194.	3,993,378.
DIMENSIONAL ETF TRUST GLOBAL REAL ESTATE ETF (DFGR)	3,130,652.	3,359,521.
DIMENSIONAL U S SMALL CAP ETF (DFAS)	2,215,558.	2,466,598.
DIMENSIONAL US HIGH PROFITABILITY ETF (DUHP)	3,198,834.	3,493,052.
PACCAR INC (PCAR)	61,318,960.	100,193,392.
U.S. HIGH RELATIVE PROFIT PORT INSTITUTIONAL CLASS (DURPX)	2,248,063.	2,826,121.
VARIANT IMPACT FUND (IMPCX)	6,000,100.	6,159,677.
TOTAL TO FORM 990-PF, PART II, LINE 10B	105,057,667.	148,047,905.

FORM 990-PF

CORPORATE BONDS

STATEMENT 9

DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
ABBVIE INC SER B - 2.600% - 11/21/2024 (00287YBZ1)	345,175.	348,736.
AMERICAN EXPRESS CO NOTE - 5.850% - 11/05/2027 (025816DB2)	392,474.	395,511.
AMERICAN TOWER CORP - 5.000% - 02/15/2024 (03027XAD2)	271,023.	257,670.
APPLE INC - 1.125% - 05/11/2025 (037833DT4)	121,727.	116,354.
AT&T INC NOTE CALL MAKE WHOLE - 0.900% - 03/25/2024 (00206RMJ8)	312,479.	321,417.
BANK NEW YORK MELLON - 2.050% - 01/26/2027 (06406RBA4)	341,991.	352,156.
BANK OF MONTREAL MTN - 3.300% - 02/05/2024 (06367WHH9)	334,213.	325,082.
BB&T CORP - 2.850% - 10/26/2024 (05531FBB8)	393,156.	398,124.
CIGNA CORP NEW SER C NOTE 3.25000% 04/15/2025 - 3.250% - 04/15/2025 (125523A)	168,936.	170,787.
COMCAST CORP - 3.150% - 03/01/2026 (20030NBS9)	100,113.	100,026.
COMCAST CORP NOTE - 3.950% - 10/15/2025 (20030NCS8)	299,502.	298,921.
EUROPEAN INVT BK 144A NOTE - 0.375% - 03/26/2026 (298785JK3)	193,197.	183,920.
EUROPEAN INVT BK 144A NOTE - 0.750% - 10/26/2026 (298785JP2)	311,104.	295,896.
EUROPEAN INVT BK 144A NOTE - 1.375% - 03/15/2027 (298785JQ0)	876,121.	878,533.
IBRD - 2.500% - 07/29/2025 (459058EP4)	536,314.	484,895.
IBRD - 2.500% - 11/22/2027 (459058GE7)	676,165.	661,467.
INTER-AMERICAN DEV BK NOTE - 1.125% - 07/20/2028 (4581X0DX3)	463,825.	476,610.
INTERNATIONAL BK FOR RECON & DEV - 1.500% - 08/28/2024 (459056HV2)	414,361.	390,780.
INTERNATIONAL BK FORRECON&DEV MTN - 1.375% - 04/20/2028 (459058JW4)	801,726.	806,987.
INTERNATIONAL BK FORRECON&DEV NOTE - 0.875% - 07/15/2026 (459058JX2)	816,054.	840,278.
INTERNTNL BK F - 1.125% - 09/13/2028 (459058JZ7)	918,002.	956,390.
INTL BK FOR REC & DEV - 2.500% - 11/25/2024 (459058DX8)	693,617.	675,412.
MORGAN STANLEY - 4.350% - 09/08/2026 (6174467Y9)	71,206.	60,887.
NEXTERA ENERGY - 4.255% - 09/01/2024 (65339KBL3)	68,952.	69,314.
NEXTERA ENERGY CAP HLDGS INC BOND - 4.450% - 06/20/2025 (65339KCG3)	245,752.	248,836.
PNC FINL - 5.354% - 12/02/2028 (693475BK0)	380,606.	384,846.
ROYAL BANK OF CANADA - 4.650% - 01/27/2026 (780082AD5)	423,279.	401,708.
STATE STR CORP - 5.104% - 05/18/2026 (857477CB7)	403,614.	405,479.
THE CIGNA GROUP - 5.685% - 03/15/2026 (125523CR9)	199,506.	195,152.
TOTAL TO FORM 990-PF, PART II, LINE 10C	11,574,190.	11,502,174.

FORM 990-PF

OTHER INVESTMENTS

STATEMENT 10

DESCRIPTION	VALUATION METHOD	BOOK VALUE	FAIR MARKET VALUE
COLUMBIA PACIFIC INCOME FUND I, L.P (CPIFILP)	COST	21,980,954.	23,820,780.
COLUMBIA PACIFIC OPPORTUNITY FUND LP (CPOPPFD)	COST	95,616.	3,061.
GEM IMPACT ENDOWMENT FUND, LP (GEMIMPACT)	COST	20,000,000.	19,473,156.
TOTAL TO FORM 990-PF, PART II, LINE 13		42,076,570.	43,296,997.

FORM 990-PF

PART VII - LIST OF OFFICERS, DIRECTORS
TRUSTEES AND FOUNDATION MANAGERS

STATEMENT 11

NAME AND ADDRESS	TITLE AND AVRG HRS/WK	COMPEN- SATION	EMPLOYEE BEN PLAN CONTRIB	EXPENSE ACCOUNT
SALLY S. WRIGHT 511 BOREN AVENUE NORTH, SUITE 300 SEATTLE, WA 98109	PRESIDENT/DIRECTOR 1.00	0.	0.	0.
CLAIRE MCSHANE 511 BOREN AVENUE NORTH, SUITE 300 SEATTLE, WA 98109	DIRECTOR 1.00	0.	0.	0.
KATE JANEWAY 511 BOREN AVENUE NORTH, SUITE 300 SEATTLE, WA 98109	DIRECTOR 1.00	0.	0.	0.
KORYNNE WRIGHT 511 BOREN AVENUE NORTH, SUITE 300 SEATTLE, WA 98109	DIRECTOR/SECRETARY 1.00	0.	0.	0.
KYLE ROLFE 511 BOREN AVENUE NORTH, SUITE 300 SEATTLE, WA 98109	DIRECTOR/TREASURER 1.00	0.	0.	0.
LAUREN ROLFE 511 BOREN AVENUE NORTH, SUITE 300 SEATTLE, WA 98109	DIRECTOR 1.00	0.	0.	0.
SARAH HOPPER 511 BOREN AVENUE NORTH, SUITE 300 SEATTLE, WA 98109	FOUNDATION MANAGER 20.00	51,750.	4,743.	0.
TOTALS INCLUDED ON 990-PF, PAGE 6, PART VII		51,750.	4,743.	0.

GENERAL EXPLANATION

STATEMENT 12

FORM/LINE IDENTIFIER AND DESCRIPTION/RETURN REFERENCE

FORM 990PF, LINE 25 - NONCASH CHARITABLE DISTRIBUTION.

EXPLANATION:

TOTAL DISTRIBUTIONS REPORTED ON LINE 25 INCLUDES A NONCASH DISTRIBUTION WITH MEASURE OF CONTRIBUTION AS THE VALUE OF THE PROPERTY AT TIME OF DISTRIBUTION.

DESCRIPTION OF PROPERTY: BALTHASAR VAN DER AST- FINE ART (STILL LIFE WITH CHERRIES)

BOOK VALUE OF CONTRIBUTED PROPERTY: \$2,000,000

METHOD USED TO DETERMINE BOOK VALUE: FAIR MARKET VALUE AT DATE OF GIFT

METHOD USED TO DETERMINE FAIR MARKET VALUE: MARKET DATA APPROACH

DATE OF GIFT: APRIL 18, 2023

GENERAL EXPLANATION

STATEMENT 13

FORM/LINE IDENTIFIER

FORM 990PF, PART VII

EXPLANATION:

SARAH HOPPER'S, THE FOUNDATION MANAGER, COMPENSATION IS PAID THROUGH THE FOUNDATION'S CONTRACT WITH SOUND PHILANTHROPY AND IS INCLUDED IN SOUND PHILANTHROPY'S TOTAL COMPENSATION REPORTED ON PART VII, LINE 3.