2949134100204 9

EXTENDED TO NOVEMBER 15, 2019

Form 990-PF

Department of the Treasury
Internal Revenue Service

Return of Private Foundation

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

▶ Do not enter social security numbers on this form as it may be made public.

▶ Go to www.irs.gov/Form990PF for instructions and the latest information.

OMB No 1545-0052

2018

Open to Public Inspection

For calendar year 2018 or tax year beginning , and ending

Name of foundation: THE BRAINERD FOUNDATION

A Employer identification number: 91-1675591

Number and street (or P O box number if mail is not delivered to street address): 1411 FOURTH AVENUE, SUITE 1000 — Room/suite

B Telephone number: 206-448-0676

City or town, state or province, country, and ZIP or foreign postal code: SEATTLE, WA 98101

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 change

D 1 Foreign organizations, check here ▶ ☐

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

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

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

I Fair market value of all assets at end of year (from Part II, col. (c), line 16) ▶ $ 8,573,743.

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

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

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

	Line	(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			N/A	
	2 Check ▶ [X] if the foundation is not required to attach Sch B				
	3 Interest on savings and temporary cash investments				
	4 Dividends and interest from securities	148,879.	148,879.		
	5a Gross rents				
	b Net rental income or (loss)				
	6a Net gain or (loss) from sale of assets not on line 10	1,018,884.			STATEMENT 1
	b Gross sales price for all assets on line 6a 3,267,699.				
	7 Capital gain net income (from Part IV, line 2)		1,023,783.		
	8 Net short-term capital gain				
	9 Income modifications				
	10a Gross sales less returns and allowances				
	b Less Cost of goods sold				
	c Gross profit or (loss)				
	11 Other income	397,452.	123,096.		STATEMENT 2
	12 Total. Add lines 1 through 11	1,565,215.	1,295,758.		
Operating and Administrative Expenses	13 Compensation of officers, directors, trustees, etc	319,372.	15,968.		303,404.
	14 Other employee salaries and wages	183,581.	9,179.		174,402.
	15 Pension plans, employee benefits	146,617.	7,331.		139,286.
	16a Legal fees STMT 3	14,946.	7,473.		7,473.
	b Accounting fees STMT 4	74,018.	33,413.		40,605.
	c Other professional fees STMT 5	146,644.	76,139.		70,505.
	17 Interest	34,267.	34,267.		0.
	18 Taxes STMT 6	17,904.	2,943.		392.
	19 Depreciation and depletion	4,707.	235.		
	20 Occupancy	111,921.	5,596.		106,325.
	21 Travel, conferences, and meetings	92,900.	4,038.		76,720.
	22 Printing and publications	1,146.	57.		1,089.
	23 Other expenses STMT 7	87,652.	22,779.		61,393.
	24 Total operating and administrative expenses. Add lines 13 through 23	1,235,675.	219,418.		981,594.
	25 Contributions, gifts, grants paid	2,765,910.			2,765,910.
	26 Total expenses and disbursements. Add lines 24 and 25	4,001,585.	219,418.		3,747,504.
	27 Subtract line 26 from line 12.				
	a Excess of revenue over expenses and disbursements	-2,436,370.			
	b Net investment income (if negative, enter -0-)		1,076,340.		
	c Adjusted net income (if negative, enter -0-)			N/A	

111519

RECEIVED DEC 0 4 2019 OGDEN, UT IRS-OSC

SCANNED JAN 0 2 2020

6 04 03 04

823501 12-11-18 LHA For Paperwork Reduction Act Notice, see instructions. Form 990-PF (2018)

12181108 149062 92N00X 2018.05000 THE BRAINERD FOUNDATION 92N00X_1

631

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	1,519,976.	4,353,198.	4,353,198.
	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			
	c	Investments - corporate bonds			
	11	Investments - land, buildings, and equipment basis ▶			
		Less accumulated depreciation ▶			
	12	Investments - mortgage loans			
	13	Investments - other STMT 8	10,722,127.	3,619,542.	3,619,542.
	14	Land, buildings, and equipment: basis ▶ 48,929.	ATTACHMENT B		
		Less accumulated depreciation ▶ 33,924.	37,365.	15,005.	15,005.
	15	Other assets (describe ▶ STATEMENT 9)	100,546.	585,998.	585,998.
	16	**Total assets** (to be completed by all filers - see the instructions. Also, see page 1, item I)	12,380,014.	8,573,743.	8,573,743.
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 ▶ MASTERCARD BALANCE)	15,315.	5,426.	
	23	**Total liabilities** (add lines 17 through 22)	15,315.	5,426.	
Net Assets or Fund Balances		**Foundations that follow SFAS 117, check here ▶ [X] and complete lines 24 through 26, and lines 30 and 31.**			
	24	Unrestricted	12,364,699.	8,568,317.	
	25	Temporarily restricted			
	26	Permanently restricted			
		Foundations that do not follow SFAS 117, check here ▶ [ ] and complete lines 27 through 31.			
	27	Capital stock, trust principal, or current funds			
	28	Paid-in or capital surplus, or land, bldg., and equipment fund			
	29	Retained earnings, accumulated income, endowment, or other funds			
	30	**Total net assets or fund balances**	12,364,699.	8,568,317.	
	31	**Total liabilities and net assets/fund balances**	12,380,014.	8,573,743.	

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 30 (must agree with end-of-year figure reported on prior year's return)	1	12,364,699.
2	Enter amount from Part I, line 27a	2	-2,436,370.
3	Other increases not included in line 2 (itemize) ▶	3	0.
4	Add lines 1, 2, and 3	4	9,928,329.
5	Decreases not included in line 2 (itemize) ▶ UNREALIZED GAIN/LOSS ON INVESTMENTS	5	1,360,012.
6	Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	8,568,317.

Form **990-PF** (2018)

823511 12-11-18

Part IV Capital Gains and Losses for Tax on Investment Income

SEE ATTACHED STATEMENTS

	(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				
b				
c				
d				
e				

	(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) ((e) plus (f) minus (g))
a				
b				
c				
d				
e	3,267,641.	137,424.	2,381,282.	1,023,783.

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				
b				
c				
d				
e				1,023,783.

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 — 1,023,783.

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))
2017	3,770,011.	13,527,196.	.278699
2016	3,733,168.	16,215,459.	.230223
2015	3,496,659.	20,048,342.	.174411
2014	3,568,730.	23,139,330.	.154228
2013	3,537,034.	24,750,655.	.142907

2	**Total** of line 1, column (d)	2	.980468
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	.196094
4	Enter the net value of noncharitable-use assets for 2018 from Part X, line 5	4	10,704,547.
5	Multiply line 4 by line 3	5	2,099,097.
6	Enter 1% of net investment income (1% of Part I, line 27b)	6	10,763.
7	Add lines 5 and 6	7	2,109,860.
8	Enter qualifying distributions from Part XII, line 4	8	3,751,814.

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.

3

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

1a	Exempt operating foundations described in section 4940(d)(2), check here ▶ ☐ and enter "N/A" on line 1. Date of ruling or determination letter ________ (attach copy of letter if necessary-see instructions)			
b	Domestic foundations that meet the section 4940(e) requirements in Part V, check here ▶ ☒ and enter 1% of Part I, line 27b		1	10,763.
c	All other domestic foundations enter 2% of line 27b Exempt foreign organizations, enter 4% of Part I, line 12, col (b)			
2	Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only; others, enter -0-)		2	0.
3	Add lines 1 and 2		3	10,763.
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	10,763.
6	Credits/Payments:			
a	2018 estimated tax payments and 2017 overpayment credited to 2018	6a 94,405.		
b	Exempt foreign organizations - tax withheld at source	6b 0.		
c	Tax paid with application for extension of time to file (Form 8868)	6c 0.		
d	Backup withholding erroneously withheld	6d 0.		
7	Total credits and payments. Add lines 6a through 6d		7	94,405.
8	Enter any **penalty** for underpayment of estimated tax. Check here ☐ if Form 2220 is attached		8	0.
9	**Tax due.** If the total of lines 5 and 8 is more than line 7, enter **amount owed** ▶		9	
10	**Overpayment.** If line 7 is more than the total of lines 5 and 8, enter the **amount overpaid** ▶		10	83,642.
11	Enter the amount of line 10 to be: **Credited to 2019 estimated tax** ▶	83,642. **Refunded** ▶	11	0.

Part VII-A Statements Regarding Activities

		Line	Yes	No
1a	During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?	1a		X
b	Did it spend more than $100 during the year (either directly or indirectly) for political purposes? See the instructions for the definition	1b		X
	If the answer is "Yes" to **1a** or **1b**, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities			
c	Did the foundation file **Form 1120-POL** for this year?	1c		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?	2		X
	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	3		X
4a	Did the foundation have unrelated business gross income of $1,000 or more during the year?	4a	X	
b	If "Yes," has it filed a tax return on **Form 990-T** for this year?	4b	X	
5	Was there a liquidation, termination, dissolution, or substantial contraction during the year?	5		X
	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?	6	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 XV	7	X	
8a	Enter the states to which the foundation reports or with which it is registered See instructions ▶ WA			
b	If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by *General Instruction G*? If "No," attach explanation	8b	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 2018 or the tax year beginning in 2018? See the instructions for Part XIV If "Yes," complete Part XIV	9		X
10	Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses	10		X

2

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	11		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	12		X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application?	13	X	

Website address ▶ WWW.BRAINERD.ORG

14 The books are in care of ▶ CRYSTAL ANDERSON Telephone no. ▶ 206-448-0676

Located at ▶ 1411 FOURTH AVENUE, SUITE 1000, SEATTLE, WA ZIP+4 ▶ 98101

15 Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of **Form 1041** - check here ▶ ☐

and enter the amount of tax-exempt interest received or accrued during the year ▶ 15 N/A

			Yes	No
16	At any time during calendar year 2018, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country?	16		X
	See the instructions for exceptions and filing requirements for FinCEN Form 114 If "Yes," enter the name of the foreign country ▶			

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

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

			Yes	No
1a	During the year, did the foundation (either directly or indirectly):			
	(1) Engage in the sale or exchange, or leasing of property with a disqualified person? ☐ Yes ☒ No			
	(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? ☐ Yes ☒ No			
	(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? ☐ Yes ☒ No			
	(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? ☒ Yes ☐ No			
	(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)? ☐ Yes ☒ No			
	(6) Agree to pay money or property to a government official? (**Exception.** Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days.) ☐ Yes ☒ No			
b	If any answer is "Yes" to 1a(1)-(6), did **any** of the acts fail to qualify under the exceptions described in Regulations section 53 4941(d)-3 or in a current notice regarding disaster assistance? See instructions	1b		X
	Organizations relying on a current notice regarding disaster assistance, check here ▶ ☐			
c	Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2018?	1c		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 2018, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2018? ☐ Yes ☒ No			
	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) N/A	2b		
c	If the provisions of section 4942(a)(2) are being applied to **any** of the years listed in 2a, list the years here ▶ _____, _____, _____, _____			
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? ☐ Yes ☒ No			
b	If "Yes," did it have excess business holdings in 2018 as a result of (**1**) any purchase by the foundation or disqualified persons after May 26, 1969, (**2**) the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest, or (**3**) the lapse of the 10-, 15-, or 20-year first phase holding period? (Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2018) N/A	3b		
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 2018?	4b		X

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

			Yes	No
5a	During the year, did the foundation pay or incur any amount to			
	(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))?	☐ Yes ☒ No		
	(2) Influence the outcome of any specific public election (see section 4955); or to carry on, directly or indirectly, any voter registration drive?	☐ Yes ☒ No		
	(3) Provide a grant to an individual for travel, study, or other similar purposes?	☐ Yes ☒ No		
	(4) Provide a grant to an organization other than a charitable, etc, organization described in section 4945(d)(4)(A)? See instructions	☐ Yes ☒ No		
	(5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals?	☐ Yes ☒ No		
b	If any answer is "Yes" to 5a(1)-(5), did any of the transactions fail to qualify under the exceptions described in Regulations section 53 4945 or in a current notice regarding disaster assistance? See instructions N/A	5b		
	Organizations relying on a current notice regarding disaster assistance, check here ▶ ☐			
c	If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant? 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?	6b		X
	If "Yes" to 6b, file Form 8870			
7a	At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction?	☐ Yes ☒ No		
b	If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction? N/A	7b		
8	Is the foundation subject to the section 4960 tax on payment(s) of more than $1,000,000 in remuneration or excess parachute payment(s) during the year?	☐ Yes ☒ No		

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

1 List all officers, directors, trustees, 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
PAUL BRAINERD 1411 FOURTH AVENUE, SUITE 1000 SEATTLE, WA 98101	PRES/TREAS 1.00	0.	0.	0.
ANN KRUMBOLTZ 1411 FOURTH AVENUE, SUITE 1000 SEATTLE, WA 98101	VICE PRESIDENT 40.00	183,523.	43,076.	0.
SHERRY E. BRAINERD 1411 FOURTH AVENUE, SUITE 1000 SEATTLE, WA 98101	VP/SECRETARY 5.00	0.	0.	0.
NALINDA KEHOE 1411 FOURTH AVENUE, SUITE 1000 SEATTLE, WA 98101	CO-DIRECTOR 30.00	135,849.	31,886.	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
MICHELLE ZEIDMAN - 1411 FOURTH AVENUE, STE 1000, SEATTLE, WA 98101	PROGRAM ASSOCIATE 29.00	68,571.	16,095.	0.
CRYSTAL ANDERSON - 1411 FOURTH AVENUE, STE 1000, SEATTLE, WA 98101	CONTROLLER 19.00	66,379.	8,993.	0.
KATHLEEN WHITSON - 1411 FOURTH AVENUE, STE 1000, SEATTLE, WA 98101	PROGRAM ASSOCIATE 24.00	48,630.	11,415.	0.

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."

(a) Name and address of each person paid more than $50,000	(b) Type of service	(c) Compensation
WINDROSE ADVISORS - 800 SOUTH STREET, SUITE 600, WALTHAM, MA 02453	INVESTMENT MNGMT	55,010.
Total number of others receiving over $50,000 for professional services ▶		0

Part IX-A Summary of Direct Charitable Activities

List the foundation's four largest direct charitable activities during the tax year Include relevant statistical information such as the number of organizations and other beneficiaries served, conferences convened, research papers produced, etc.	Expenses
1 N/A	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	Amount
1 NONE	0.
2	
All other program-related investments See instructions	
3 NONE	0.
Total. Add lines 1 through 3 ▶	0.

Form **990-PF** (2018)

823561 12-11-18

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	8,491,469.
b	Average of monthly cash balances	1b	2,203,115.
c	Fair market value of all other assets	1c	172,976.
d	**Total** (add lines 1a, b, and c)	1d	10,867,560.
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	10,867,560.
4	Cash deemed held for charitable activities Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	163,013.
5	**Net value of noncharitable-use assets.** Subtract line 4 from line 3. Enter here and on Part V, line 4	5	10,704,547.
6	**Minimum investment return** Enter 5% of line 5	6	535,227.

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	535,227.
2a	Tax on investment income for 2018 from Part VI, line 5	2a	10,763.		
b	Income tax for 2018. (This does not include the tax from Part VI.)	2b	3,585.		
c	Add lines 2a and 2b			2c	14,348.
3	Distributable amount before adjustments Subtract line 2c from line 1			3	520,879.
4	Recoveries of amounts treated as qualifying distributions			4	0.
5	Add lines 3 and 4			5	520,879.
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	520,879.

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	3,747,504.
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	4,310.
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	3,751,814.
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	10,763.
6	**Adjusted qualifying distributions** Subtract line 5 from line 4	6	3,741,051.

Note: The amount on line 6 will be used in Part V, column (b), in subsequent years when calculating whether the foundation qualifies for the section 4940(e) reduction of tax in those years

Part XIII Undistributed Income (see instructions)

	(a) Corpus	(b) Years prior to 2017	(c) 2017	(d) 2018
1 Distributable amount for 2018 from Part XI, line 7				520,879.
2 Undistributed income if any, as of the end of 2018				
a Enter amount for 2017 only			0.	
b Total for prior years ____ , ____ , ____		0.		
3 Excess distributions carryover, if any, to 2018				
a From 2013 — 2,323,037.				
b From 2014 — 2,431,937.				
c From 2015 — 2,501,242.				
d From 2016 — 2,925,469.				
e From 2017 — 3,112,809.				
f Total of lines 3a through e	13,294,494.			
4 Qualifying distributions for 2018 from Part XII, line 4 ▶ $ 3,751,814.				
a Applied to 2017, 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 2018 distributable amount				520,879.
e Remaining amount distributed out of corpus	3,230,935.			
5 Excess distributions carryover applied to 2018 (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	16,525,429.			
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 2017 Subtract line 4a from line 2a. Taxable amount - see instr			0.	
f Undistributed income for 2018 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2019				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 2013 not applied on line 5 or line 7	2,323,037.			
9 Excess distributions carryover to 2019 Subtract lines 7 and 8 from line 6a	14,202,392.			
10 Analysis of line 9				
a Excess from 2014 — 2,431,937.				
b Excess from 2015 — 2,501,242.				
c Excess from 2016 — 2,925,469.				
d Excess from 2017 — 3,112,809.				
e Excess from 2018 — 3,230,935.				

Part XIV Private Operating Foundations (see instructions and Part VII-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 2018, 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	Prior 3 years			
	(a) 2018	(b) 2017	(c) 2016	(d) 2015	(e) Total
2 a Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed					
b 85% of line 2a					
c Qualifying distributions from Part XII, line 4 for each year listed					
d Amounts included in line 2c not used directly for active conduct of exempt activities					
e Qualifying distributions made directly for active conduct of exempt activities Subtract line 2d from line 2c					
3 Complete 3a, b, or c for the alternative test relied upon					
a "Assets" alternative test - enter (1) Value of all assets					
(2) Value of assets qualifying under section 4942(j)(3)(B)(i)					
b "Endowment" alternative test - enter 2/3 of minimum investment return shown in Part X, line 6 for each year listed					
c "Support" alternative test - enter. (1) Total support other than gross investment income (interest, dividends, rents, payments on securities loans (section 512(a)(5)), or royalties)					
(2) Support from general public and 5 or more exempt organizations as provided in section 4942(j)(3)(B)(iii)					
(3) Largest amount of support from an exempt organization					
(4) Gross investment income					

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

1 **Information Regarding Foundation Managers:**

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

PAUL BRAINERD

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.

ANN KRUMBOLTZ, BRAINERD FOUNDATION, 206-448-0676
1411 FOURTH AVENUE, SUITE 1000, SEATTLE, WA 98101

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

SEE THE WEBSITE WWW.BRAINERD.ORG FOR THE APPLICATION

c Any submission deadlines

APPLICATIONS ARE ACCEPTED THROUGHOUT THE YEAR

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

GEOGRAPHICAL RESTRICTIONS -- LIMITED TO PACIFIC NORTHWEST
CHARITABLE FIELD RESTRICTIONS - ENVIRONMENTAL

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				
BOD DISCRETIONARY GRANTS - SEE ATTACHMENT A ADDRESSES ARE AVAILABLE IN THE TAXPAYER'S OFFICE ON REQUEST	N/A	PC	ENVIRONMENTAL PRESERVATION	20,000.
EXECUTIVE DISCRETIONARY GRANTS - SEE ATTACHMENT A ADDRESSES ARE AVAILABLE IN THE TAXPAYER'S OFFICE ON REQUEST	N/A	PC	ENVIRONMENTAL PRESERVATION	151,620.
GRASSROOTS GRANTS - SEE ATTACHMENT A ADDRESSES ARE AVAILABLE IN THE TAXPAYER'S OFFICE ON REQUEST	N/A	PC	ENVIRONMENTAL PRESERVATION	40,000.
MATCHING GRANTS - SEE ATTACHMENT A ADDRESSES ARE AVAILABLE IN THE TAXPAYER'S OFFICE ON REQUEST	N/A	PC	GENERAL SUPPORT	26,340.
OPPORTUNITY GRANTS - SEE ATTACHMENT A ADDRESSES ARE AVAILABLE IN THE TAXPAYER'S OFFICE ON REQUEST	N/A	PC	ENVIRONMENTAL PRESERVATION	63,050.
Total SEE CONTINUATION SHEET(S)			▶ 3a	2,765,910.
b Approved for future payment				
NONE				
Total			▶ 3b	0.

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated.	Unrelated business income (a) Business code	(b) Amount	Excluded by section 512, 513, or 514 (c) Exclusion code	(d) Amount	(e) Related or exempt function income
1 Program service revenue.					
a					
b					
c					
d					
e					
f					
g Fees and contracts from government agencies					
2 Membership dues and assessments					
3 Interest on savings and temporary cash investments					
4 Dividends and interest from securities			14	148,879.	
5 Net rental income or (loss) from real estate					
a Debt-financed property					
b Not debt-financed property					
6 Net rental income or (loss) from personal property					
7 Other investment income	900099	26,090.	14	120,064.	
8 Gain or (loss) from sales of assets other than inventory	900099	-4,899.	18	1,023,783.	
9 Net income or (loss) from special events					
10 Gross profit or (loss) from sales of inventory					
11 Other revenue					
a NONTAXABLE INCOME					109,941.
b RENTAL INCOME			16	3,032.	
c MOVING SETTLEMENT					138,325.
d					
e					
12 Subtotal Add columns (b), (d), and (e)		21,191.		1,295,758.	248,266.

13 Total Add line 12, columns (b), (d), and (e) 13 1,565,215.

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

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

Line No ▼	Explain below how each activity for which income is reported in column (e) of Part XVI-A contributed importantly to the accomplishment of the foundation's exempt purposes (other than by providing funds for such purposes)
11A	BOOK/TAX DIFFERENCE FROM PASS-THROUGHS
11C	MOVING SETTLEMENT ON EARLY LEASE TERMINATION

Part XVII Information Regarding Transfers to and Transactions and Relationships With Noncharitable Exempt Organizations

			Yes	No
1	Did the organization directly or indirectly engage in any of the following with any other organization described in section 501(c) (other than section 501(c)(3) organizations) or in section 527, relating to political organizations?			
a	Transfers from the reporting foundation to a noncharitable exempt organization of			
	(1) Cash	1a(1)		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.

(a) Line no	(b) Amount involved	(c) Name of noncharitable exempt organization	(d) Description of transfers, transactions, and sharing arrangements
		N/A	

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		

Sign Here

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

Signature of officer or trustee: Ann J. Krumboltz | Date: 11.11.19 | Title: Exec. Director

May the IRS discuss this return with the preparer shown below? See instr ☒ Yes ☐ No

Paid Preparer Use Only

Print/Type preparer's name	Preparer's signature	Date	Check ☐ if self- employed	PTIN
COLLEEN C LOUGHRAN	Colleen C. Loughran CPA COLLEEN C LOUGHRAN	11/08/19		P00286018

Firm's name ▶ KING & OLIASON PLLC | Firm's EIN ▶ 27-4238573

Firm's address ▶ 200 W MERCER ST, SUITE E300 SEATTLE, WA 98119 | Phone no 206-285-7242

Part IV Capital Gains and Losses for Tax on Investment Income

	(a) List and describe the kind(s) of property sold, e g , real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co	(b) How acquired P - Purchase D - Donation	(c) Date acquired (mo , day, yr.)	(d) Date sold (mo , day, yr.)
1a	ARCHIPELAGO HOLDINGS, LTD PARTIAL REDEMPTION	P	VARIOUS	12/31/18
b	AVENUE INTERNATIONAL COMPLETE REDEMPTION	P	VARIOUS	12/31/18
c	BAXTER STREET FUND OFFSHORE FUND, LTD COMPLETE REDEMPTION	P	VARIOUS	12/31/18
d	LTCG DISTRIBUTION -FINANCIAL RECOVERY TECHNOLOGIES	P	VARIOUS	12/31/18
e	MW GLOBAL OPPORTUNITIES FUND PARTIAL REDEMPTION	P	VARIOUS	12/31/18
f	PASSTHROUGH FROM ACADIAN EMERGING MARKETS SMALL-CAP EQUITY FUND	P	VARIOUS	12/31/18
g	PASSTHROUGH FROM AXIOM EMERGING MARKETS EQUITY FUND	P	VARIOUS	12/31/18
h	PASSTHROUGH FROM FCA ELEMENT LLC	P	VARIOUS	12/31/18
i	PASSTHROUGH FROM FRONTIER SMALL VALUE LP	P	VARIOUS	12/31/18
j	PASSTHROUGH FROM IR&M INTERMEDIATE FUND	P	VARIOUS	12/31/18
k	PASSTHROUGH FROM LEGACY VENTURE II LLC	P	VARIOUS	12/31/18
l	PASSTHROUGH FROM LEGACY VENTURE III LLC	P	VARIOUS	12/31/18
m	PASSTHROUGH FROM LEGACY VENTURE IV LLC	P	VARIOUS	12/31/18
n	PASSTHROUGH FROM MERGANSER CORE PLUS BOND FUND	P	VARIOUS	12/31/18
o	PASSTHROUGH FROM METROPOLITAN REAL ESTATE PARTNERS II LP	P	VARIOUS	12/31/18

	(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	375,000.		238,544.	136,456.
b	29,312.		29,620.	-308.
c	828,992.		700,000.	128,992.
d	1,098.			1,098.
e	375,000.		333,906.	41,094.
f	1,226.			1,226.
g	72,099.			72,099.
h	-1,131.			-1,131.
i	109,510.			109,510.
j	-5,901.			-5,901.
k	84,506.			84,506.
l	42,483.			42,483.
m	53,122.			53,122.
n	-45,554.			-45,554.
o	-80,972.			-80,972.

	Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Losses (from col (h)) Gains (excess of col (h) gain over col (k), but not less than "-0-")
	(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col. (j), if any	
a				136,456.
b				-308.
c				128,992.
d				1,098.
e				41,094.
f				1,226.
g				72,099.
h				-1,131.
i				109,510.
j				-5,901.
k				84,506.
l				42,483.
m				53,122.
n				-45,554.
o				-80,972.

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	
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	

823591
04-01-18

Part IV Capital Gains and Losses for Tax on Investment Income

	(a) List and describe the kind(s) of property sold, e g , real estate, 2-story brick warehouse; or common stock, 200 shs. MLC Co	(b) How acquired P - Purchase D - Donation	(c) Date acquired (mo., day, yr)	(d) Date sold (mo , day, yr.)
1a	PUBLICLY TRADED SECURITIES - US BANK # 6939	P	VARIOUS	12/31/18
b	PUBLICLY TRADED SECURITIES -BNY MELLON	P	VARIOUS	12/31/18
c	FURNITURE	P	VARIOUS	06/30/18
d	LEASEHOLD IMPROVEMENTS	P	VARIOUS	06/30/18
e				
f				
g				
h				
i				
j				
k				
l				
m				
n				
o				

	(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	1,016,635.		586,452.	430,183.
b	412,216.		333,147.	79,069.
c		106,600.	106,859.	-259.
d		30,824.	52,754.	-21,930.
e				
f				
g				
h				
i				
j				
k				
l				
m				
n				
o				

	Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Losses (from col. (h)) Gains (excess of col (h) gain over col (k), but not less than "-0-")
	(i) F M.V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	
a				430,183.
b				79,069.
c				-259.
d				-21,930.
e				
f				
g				
h				
i				
j				
k				
l				
m				
n				
o				

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	1,023,783.
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

823591
04-01-18

Part XV Supplementary Information

3 Grants and Contributions Paid During the Year (Continuation)

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
PROGRAM GRANTS - SEE ATTACHMENT A ADDRESSES ARE AVAILABLE IN THE TAXPAYER'S OFFICE ON REQUEST	N/A	PC	ENVIRONMENTAL PRESERVATION	2,464,900.
Total from continuation sheets				2,464,900.

FORM 990-PF GAIN OR (LOSS) FROM SALE OF ASSETS STATEMENT 1

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
ARCHIPELAGO HOLDINGS, LTD PARTIAL REDEMPTION	PURCHASED	VARIOUS	12/31/18

(B) GROSS SALES PRICE	(C) VALUE AT TIME OF ACQ.	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
375,000.	238,544.	0.	0.	136,456.

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
AVENUE INTERNATIONAL COMPLETE REDEMPTION	PURCHASED	VARIOUS	12/31/18

(B) GROSS SALES PRICE	(C) VALUE AT TIME OF ACQ.	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
29,312.	29,620.	0.	0.	-308.

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
BAXTER STREET FUND OFFSHORE FUND, LTD COMPLETE REDEMPTION	PURCHASED	VARIOUS	12/31/18

(B) GROSS SALES PRICE	(C) VALUE AT TIME OF ACQ.	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
828,992.	700,000.	0.	0.	128,992.

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
LTCG DISTRIBUTION -FINANCIAL RECOVERY TECHNOLOGIES	PURCHASED	VARIOUS	12/31/18

(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
1,098.	0.	0.	0.	1,098.

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
MW GLOBAL OPPORTUNITIES FUND PARTIAL REDEMPTION	PURCHASED	VARIOUS	12/31/18

(B) GROSS SALES PRICE	(C) VALUE AT TIME OF ACQ.	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
375,000.	333,906.	0.	0.	41,094.

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
PASSTHROUGH FROM ACADIAN EMERGING MARKETS SMALL-CAP EQUITY FUND	PURCHASED	VARIOUS	12/31/18

(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
1,226.	0.	0.	0.	1,226.

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
PASSTHROUGH FROM AXIOM EMERGING MARKETS EQUITY FUND	PURCHASED	VARIOUS	12/31/18

(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
72,099.	0.	0.	0.	72,099.

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
PASSTHROUGH FROM FCA ELEMENT LLC	PURCHASED	VARIOUS	12/31/18

(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
-1,131.	0.	0.	0.	-1,131.

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
PASSTHROUGH FROM FRONTIER SMALL VALUE LP	PURCHASED	VARIOUS	12/31/18

(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
109,510.	0.	0.	0.	109,510.

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
PASSTHROUGH FROM IR&M INTERMEDIATE FUND	PURCHASED	VARIOUS	12/31/18

(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
-5,901.	0.	0.	0.	-5,901.

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
PASSTHROUGH FROM LEGACY VENTURE II LLC	PURCHASED	VARIOUS	12/31/18

(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
84,506.	0.	0.	0.	84,506.

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
PASSTHROUGH FROM LEGACY VENTURE III LLC	PURCHASED	VARIOUS	12/31/18

(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
42,483.	0.	0.	0.	42,483.

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
PASSTHROUGH FROM LEGACY VENTURE IV LLC	PURCHASED	VARIOUS	12/31/18

(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
53,122.	0.	0.	0.	53,122.

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
PASSTHROUGH FROM MERGANSER CORE PLUS BOND FUND	PURCHASED	VARIOUS	12/31/18

(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
-45,554.	0.	0.	0.	-45,554.

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
PASSTHROUGH FROM METROPOLITAN REAL ESTATE PARTNERS II LP	PURCHASED	VARIOUS	12/31/18

(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
-80,972.	0.	0.	0.	-80,972.

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
PUBLICLY TRADED SECURITIES - US BANK # 6939	PURCHASED	VARIOUS	12/31/18

(B) GROSS SALES PRICE	(C) VALUE AT TIME OF ACQ.	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
1,016,635.	586,452.	0.	0.	430,183.

(A) DESCRIPTION OF PROPERTY					MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
PUBLICLY TRADED SECURITIES -BNY MELLON					PURCHASED	VARIOUS	12/31/18

(B) GROSS SALES PRICE	(C) VALUE AT TIME OF ACQ.	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
412,216.	333,147.	0.	0.	79,069.

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
FURNITURE	PURCHASED	VARIOUS	06/30/18

(B) GROSS SALES PRICE	(C) VALUE AT TIME OF ACQ.	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
0.	106,859.	0.	106,600.	-259.

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
LEASEHOLD IMPROVEMENTS	PURCHASED	VARIOUS	06/30/18

(B) GROSS SALES PRICE	(C) VALUE AT TIME OF ACQ.	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
0.	52,754.	0.	30,824.	-21,930.

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
PASSTHROUGH FROM FCA ELEMENT LLC	PURCHASED	VARIOUS	12/31/18

(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
0.	4,957.	0.	0.	-4,957.

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
PASSTHROUGH FROM LEGACY VENTURE III LLC	PURCHASED	VARIOUS	12/31/18

(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
58.	0.	0.	0.	58.

NET GAIN OR LOSS FROM SALE OF ASSETS	1,018,884.
CAPITAL GAINS DIVIDENDS FROM PART IV	0.
TOTAL TO FORM 990-PF, PART I, LINE 6A	1,018,884.

FORM 990-PF OTHER INCOME STATEMENT 2

DESCRIPTION	(A) REVENUE PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME
PASS THROUGH FROM P'SHIP- OTHER INC	83,261.	83,261.	
PASS THROUGH FROM P'SHIP-RENTAL INC	-213.	-213.	
PASS THROUGH FROM P'SHIP-ORD INCOME	-284.	-284.	
PASS THROUGH FROM P'SHIP-SEC 988 INC	37,300.	37,300.	
PASS THROUGH FROM P'SHIP- OTHER INC	26,090.	0.	
NONTAXABLE INCOME	109,941.	0.	
RENTAL INCOME	3,032.	3,032.	
MOVING SETTLEMENT	138,325.	0.	
TOTAL TO FORM 990-PF, PART I, LINE 11	397,452.	123,096.	

FORM 990-PF LEGAL FEES STATEMENT 3

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
FOX ROTHSCHILD, LLP	1,876.	938.		938.
GARVEY, SCHUBERT & BARER	11,546.	5,773.		5,773.
APEX LAW GROUP	338.	169.		169.
DAVIS WRIGHT TREMAINE LLP	1,186.	593.		593.
TO FM 990-PF, PG 1, LN 16A	14,946.	7,473.		7,473.

FORM 990-PF ACCOUNTING FEES STATEMENT 4

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
KING & OLIASON PLLC	41,138.	20,569.		20,569.
SWEENEY CONRAD	24,890.	12,445.		12,445.
ADMINISTRATIVE FEES	7,990.	399.		7,591.
TO FORM 990-PF, PG 1, LN 16B	74,018.	33,413.		40,605.

FORM 990-PF OTHER PROFESSIONAL FEES STATEMENT 5

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
EVAL & PROGRAM CONSULTANTS	29,638.	0.		29,638.
INVESTMENT MANAGEMENT FEES	74,746.	74,746.		0.
ADVISORY BOARD STIPEND	14,400.	0.		14,400.
COMPUTER SUPPORT	27,860.	1,393.		26,467.
TO FORM 990-PF, PG 1, LN 16C	146,644.	76,139.		70,505.

FORM 990-PF | TAXES | STATEMENT 6

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
OTHER MISCELLANEOUS TAXES	413.	21.		392.
FOREIGN TAXES	2,922.	2,922.		0.
FEDERAL EXCISE TAXES - 990-PF	10,763.	0.		0.
FEDERAL INCOME TAX - 990-T	3,806.	0.		0.
TO FORM 990-PF, PG 1, LN 18	17,904.	2,943.		392.

FORM 990-PF | OTHER EXPENSES | STATEMENT 7

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
OFFICE SUPPLIES	8,395.	420.		7,975.
TELEPHONE	7,508.	375.		7,133.
POSTAGE & DELIVERY	616.	31.		585.
STAFF DEVELOPMENT	7,700.	385.		7,315.
MISC EXPENSES	3,174.	158.		3,016.
LIABILITY INSURANCE	6,675.	334.		6,341.
REPAIRS & MAINTENANCE	3,518.	176.		3,342.
DUES & SUBSCRIPTIONS	683.	34.		649.
KITCHEN SUPPLIES	686.	34.		652.
EXTERNAL COMMUNICATION	24,385.	0.		24,385.
PASS THROUGH FROM P'SHIP-DED RELATED TO PORTFOLIO INCOME	24,312.	24,312.		0.
EXPENSES ALLOCATED TO UBTI	0.	-3,480.		0.
TO FORM 990-PF, PG 1, LN 23	87,652.	22,779.		61,393.

FORM 990-PF OTHER INVESTMENTS STATEMENT 8

DESCRIPTION	VALUATION METHOD	BOOK VALUE	FAIR MARKET VALUE
ACADIAN EMERGING MARKETS	FMV	2,007.	2,007.
ARCHIPELAGO HOLDINGS	FMV	531,533.	531,533.
BAXTER STREET	FMV	14,970.	14,970.
FCA ELEMENT HEDGE FUND	FMV	414,949.	414,949.
FRONTIER SMALL VALUE	FMV	145,133.	145,133.
IR&M INTERMEDIATE FUND	FMV	611,543.	611,543.
LEGACY VENTURE III	FMV	333,578.	333,578.
LEGACY VENTURE IV	FMV	800,794.	800,794.
METROPOLITAN REAL EST PARTNERS	FMV	3,100.	3,100.
MW GLOBAL OPPORTUNITIES FUND	FMV	761,935.	761,935.
TOTAL TO FORM 990-PF, PART II, LINE 13		3,619,542.	3,619,542.

FORM 990-PF OTHER ASSETS STATEMENT 9

DESCRIPTION	BEGINNING OF YR BOOK VALUE	END OF YEAR BOOK VALUE	FAIR MARKET VALUE
DEPOSITS	4,341.	22,140.	22,140.
FIT REFUND RECEIVABLE	94,405.	79,836.	79,836.
OTHER RECEIVABLES	1,800.	0.	0.
SALES PROCEEDS RECEIVABLE	0.	484,022.	484,022.
TO FORM 990-PF, PART II, LINE 15	100,546.	585,998.	585,998.

The Brainerd Foundation
Transaction Detail By Account
January through December 2018

3 22 PM
04/10/19

	Date	Num	Name	Original Amount	Balance
Grantmaking					
Program Grants					
	03/01/2018	14224	Conserv Voters for ID Ed Fund	100,000 00	100,000 00
	03/01/2018	14225	Oregon Environmental Council	60,000 00	160,000 00
	03/01/2018	14226	Washington Environmental Council	100,000 00	260,000 00
	03/01/2018	14227	Earthjustice	75,000 00	335,000 00
	03/01/2018	14228	WaterWatch of Oregon	30,000 00	365,000 00
	03/01/2018	14229	Blackfoot Challenge	30,000 00	395,000 00
	03/01/2018	14230	Friends of Scotchman Peaks Wilderness	40,000 00	435,000 00
	03/01/2018	14231	Heart of the Rockies Initiative	35,000 00	470,000 00
	03/01/2018	14232	Wildsight	60,000 00	530,000 00
	03/01/2018	14233	Oregon Natural Desert Association Inc	65,000 00	595,000 00
	03/01/2018	14234	Soda Mountain Wilderness Council	35,000 00	630,000 00
	03/01/2018	14235	Upper Deschutes Watershed Council	22,000 00	652,000 00
	03/01/2018	14236	The Alaska Center	0 00	652,000 00
	03/01/2018	14237	Social Venture Partners	100,000 00	752,000 00
	03/23/2018	14257	Alaska Center Education Fund	30,000 00	782,000 00
	06/18/2018	14344	Montana Conservation Voters Ed Fund	0 00	782,000 00
	06/18/2018	14345	Alaska Center Education Fund	100,000 00	882,000 00
	06/18/2018	14346	Center for American Progress	30,000 00	912,000 00
	06/18/2018	14347	Environmental Integrity Project	25,000 00	937,000 00
	06/18/2018	14348	Idaho Conservation League	50,000 00	987,000 00
	06/18/2018	14349	League of Conserv Voters Ed Fnd	60,000 00	1,047,000 00
	06/18/2018	14350	OLCV Ed Fund	75,000 00	1,122,000 00
	06/18/2018	14351	The Partnership Project	25,000 00	1,147,000 00
	06/18/2018	14352	Tides Foundation	35,000 00	1,182,000 00
	06/18/2018	14353	Salmon Valley Stewardship	20,000 00	1,202,000 00
	06/18/2018	14354	Trout Unlimited	25,000 00	1,227,000 00
	06/18/2018	14355	Advocates for the West, Inc.	20,000 00	1,247,000 00
	06/18/2018	14356	Central Oregon LandWatch	75,000 00	1,322,000 00
	06/18/2018	14357	The Conservation Alliance	25,000 00	1,347 000 00
	06/18/2018	14358	National Wildlife Federation	15,000 00	1,362,000 00
	06/18/2018	14359	Crag Law Center	10,000 00	1,372,000 00
	06/18/2018	14360	Oregon Community Foundation	60,000 00	1,432,000 00
	06/18/2018	14361	University of Montana Foundation	30,000 00	1,462,000 00
	06/18/2018	14362	Montana Conservation Voters Ed Fund	30 000 00	1,492,000 00
	10/01/2018	38	Upper Deshutes Watershed Council return of Grant	-12,100 00	1,479,900 00
	11/07/2018	15121	Ecojustice Canada Society	50 000 00	1,529,900 00
	11/07/2018	15122	Montana Environmental Information Center	40,000 00	1,569,900 00
	11/07/2018	15123	New Venture Fund	100,000 00	1,669,900 00
	11/07/2018	15124	Trustees for Alaska	40,000 00	1,709,900 00
	11/07/2018	15125	Environmental Protection Network	35,000 00	1,744,900 00
	11/07/2018	15126	Tides Canada Foundation	0 00	1,744,900 00
	11/07/2018	15127	Headwaters Economics	60,000 00	1,804 900 00
	11/07/2018	15128	Trout Unlimited	50,000 00	1,854,900 00
	11/07/2018	15129	Big Hole Watershed Committee	15 000 00	1,869,900 00
	11/07/2018	15130	Lemhi Regional Land Trust	15,000 00	1,884,900 00
	11/07/2018	15131	Resource Media	70,000 00	1,954,900 00
	11/07/2018	15132	Seattle Foundation	30 000 00	1,984,900 00
	11/07/2018	15133	Grist Magazine	40,000 00	2,024,900 00
	11/07/2018	15134	League of Conserv Voters Ed Fnd	100 000 00	2,124,900 00
	11/07/2018	15135	NEO Philanthropy	25,000 00	2,149,900 00
	11/07/2018	15136	NEO Philanthropy	65,000 00	2,214,900 00
	11/07/2018	15137	OLCV Ed Fund	0 00	2,214,900 00
	11/07/2018	15138	University of Washington	150,000 00	2 364,900 00
	11/07/2018	15139	Tides Canada Initiatives	45,000 00	2,409,900 00
	11/07/2018	15140	OLCV Ed Fund	25,000 00	2,434,900 00
	11/28/2018	15163	Montana Conservation Voters Ed Fund	30,000 00	2,464,900 00
Total Program Grants					2,464,900 00
Grassroots Grants					
	04/17/2018	14278	United Tribes of Bristol Bay	10,000 00	10,000 00
	10/31/2018	15097	Kalmiopsis Audubon Society	10,000 00	20,000 00
	12/19/2018	15208	Verde	10,000 00	30,000 00
	12/19/2018	15209	Coalition of Oregon Land Trusts	10 000 00	40,000 00
Total Grassroots Grants					40,000 00

ATTACHMENT A

The Brainerd Foundation
Transaction Detail By Account
January through December 2018

3:22 PM
04/10/19

	Date	Num	Name	Original Amount	Balance
Opportunity Grants					
	02/20/2018	14211	University of Washington	0 00	0 00
	02/27/2018	14214	University of Washington	18,750 00	18,750 00
	03/07/2018	14240	WaterWatch of Oregon	4,000 00	22,750 00
	04/10/2018	14273	Ohio Environmental Council	2,500 00	25,250 00
	06/14/2018	14343	Montana Watershed Coordination Council	3,000 00	28,250 00
	07/25/2018	15026	Canadian Parks & Wilderness Soc	0 00	28,250 00
	07/26/2018	15031	Canadian Parks & Wilderness Soc	2,000 00	30,250 00
	07/26/2018	15033	Yaak Valley Forest Council	5,000 00	35,250 00
	08/03/2018	15038	Bus Project Foundation	5,000 00	40,250 00
	08/03/2018	15039	Washington Bus Education Fund	5,000 00	45,250 00
	08/18/2018	15049	Sierra Club of BC Foundation	3,000 00	48,250 00
	08/27/2018	15058	Tides Foundation	3,500 00	51,750 00
	08/28/2018	15061	Grist Magazine	5,000 00	56,750 00
	10/11/2018	15090	Alaska Center Education Fund	1,300 00	58,050 00
	11/05/2018	15104	Central Oregon LandWatch	5,000 00	63,050 00
Total Opportunity Grants					63,050 00
Executive Discretionary Grants					
	01/31/2018	14185	Bus Project Foundation	10,000 00	10,000 00
	04/24/2018	14281	Environmental GrantMakers Association	9,120 00	19,120 00
	06/13/2018	14319	1000 Friends of Oregon	10,000 00	29,120 00
	06/13/2018	14318	American Rivers	10,000 00	39,120 00
	07/18/2018	15012	ProgressNow Education, Inc	10,000 00	49,120 00
	07/24/2018	15018	Inian Islands Institute	5,000 00	54,120 00
	07/25/2018	15027	Forward Montana Foundation	10,000 00	64,120 00
	08/28/2018	15062	Tides Canada Foundation	0 00	64,120 00
	08/29/2018	15066	Tides Canada Initiatives	8,000 00	72,120 00
	10/31/2018	15098	Conservation Voters for ID Ed Fund	10,000 00	82,120 00
	10/31/2018	15102	Biodiversity Funders Group	13,000 00	95,120 00
	11/05/2018	15103	Idaho Conservation League	5,000 00	100,120 00
	11/07/2018	15116	Resources Legacy Fund	10,000 00	110,120 00
	11/07/2018	15117	Trustees for Alaska	10,000 00	120,120 00
	12/17/2018	15198	Crag Law Center	5,000 00	125,120 00
	12/17/2018	15199	Crag Law Center	5,000 00	130,120 00
	12/17/2018	15203	The University of Oregon Foundation	1 500 00	131,620 00
	12/19/2018	15210	Alaska Center Education Fund	10,000 00	141 620 00
	12/19/2018	15211	Montana Conservation Voters Ed Fund	10,000 00	151,620 00
Total Executive Discretionary Grants					151,620 00
BOD Discretionary					
	11/28/2018	15162	Oregon Natural Desert Association Inc	5,000 00	5,000 00
	11/28/2018	15164	Oregon Wild	500 00	5,500 00
	11/28/2018	15165	Earthjustice	1,500 00	7,000 00
	11/28/2018	15166	Deschutes Land Trust	1,000 00	8,000 00
	11/28/2018	15167	Trout Unlimited	1,000 00	9,000 00
	11/28/2018	15168	Oregon Natural Desert Association Inc	1,000 00	10,000 00
	12/17/2018	15197	Washington Trails Association	10,000 00	20 000 00
Total BOD Discretionary					20,000 00
Matching					
	01/18/2018	14161	KUOW	0 00	0 00
	01/18/2018	14162	KNKX	180 00	180 00
	01/18/2018	14163	Pro Publica	600 00	780 00
	01/18/2018	14164	Refugees NW	200 00	980 00
	01/18/2018	14165	New Beginnings	200 00	1,180 00
	01/18/2018	14166	Mary's Place - No child sleeps o/s	200 00	1 380 00
	01/18/2018	14167	West Seattle Food Bank	100 00	1,480 00
	01/18/2018	14168	Heifer International	500 00	1,980 00
	01/18/2018	14169	UNICEF	450 00	2,430 00
	01/18/2018	14170	NARAL of Washington	150 00	2,580 00
	01/18/2018	14171	Planned Parenthood	150 00	2,730 00
	01/18/2018	14172	Oregon Shakespear Festival	150 00	2,880 00
	01/18/2018	14173	Climate Solutions	600 00	3,480 00
	01/18/2018	14174	Earthjustice	1,200 00	4,680 00
	01/18/2018	14175	Conservation Northwest	600 00	5,280 00
	01/18/2018	14176	People and Carnivores	200 00	5,480 00
	01/18/2018	14177	World Wildlife Fund Inc	400 00	5,880 00

ATTACHMENT A

The Brainerd Foundation
Transaction Detail By Account
January through December 2018

3:22 PM
04/10/19

Date	Num	Name	Original Amount	Balance
01/22/2018	14178	KUOW	120 00	6,000 00
02/09/2018	14195	Seattle Public Library Foundation	500 00	6,500 00
02/09/2018	14196	Doctors without Borders	400 00	6,900 00
02/09/2018	14197	Ballard Food Bank	400 00	7,300 00
02/09/2018	14198	KUOW	300 00	7,600 00
02/09/2018	14199	ELAW	200 00	7 800 00
02/15/2018	14206	Heritage Clinic	200 00	8,000 00
02/15/2018	14208	KNKX	50 00	8,050 00
02/15/2018	14209	Animal Legal Defense Fund	300 00	8,350 00
03/01/2018	14220	Splash	200 00	8,550 00
03/07/2018	14241	International Rescue Committee	50 00	8,600 00
03/23/2018	14259	Climate Solutions	100 00	8,700 00
04/10/2018	14270	Camphill Communities California	150 00	8,850 00
04/10/2018	14271	The Lupus Foundation	60 00	8,910 00
04/24/2018	14282	Cascade Bicycle Club	200 00	9,110 00
05/08/2018	14290	Refugees NW	700 00	9,810 00
05/08/2018	14291	Refugees NW	400 00	10,210 00
05/08/2018	14292	Refugees NW	200 00	10,410 00
05/29/2018	14304	Natural Resources Defense Council	100 00	10,510 00
06/13/2018	14316	Climate Solutions	400 00	10,910 00
06/27/2018	14364	University Unitarian Church	2,400 00	13,310 00
07/18/2018	15015	National MS Society	70 00	13,380 00
07/18/2018	15017	University Unitarian Church	1,000 00	14,380 00
09/30/2018	15073	Westside School	0 00	14 380 00
09/30/2018	39	Westside School	0 00	14 380 00
09/30/2018	15081	Westside School	500 00	14,880 00
10/06/2018	39R	Westside School	0 00	14,880 00
10/11/2018	15091	Seattle Academy	200 00	15 080 00
10/31/2018	15094	Montana Environmental Information Center	200 00	15,280 00
10/31/2018	15095	Ploughshares Fund	300 00	15,580 00
10/31/2018	15096	Idaho Conservation League	200 00	15,780 00
10/31/2018	15101	Oregon Shakespear Festival	300 00	16,080 00
11/28/2018	15158	ELAW	300 00	16,380 00
11/28/2018	15159	Montana Environmental Information Center	200 00	16,580 00
11/28/2018	15160	Natural Resources Defense Council	100 00	16,680 00
11/29/2018	15169	Climate Solutions	600 00	17,280 00
11/29/2018	15170	Conservation Northwest	600 00	17 880 00
11/29/2018	15171	KUOW	150 00	18,030 00
11/29/2018	15172	KNKX	150 00	18,180 00
11/29/2018	15173	emerald City Pet	150 00	18 330 00
11/29/2018	15174	New Beginnings	200 00	18,530 00
11/29/2018	15175	Mary's Place - No child sleeps o/s	220 00	18 750 00
11/29/2018	15176	West Seattle Helpline	0 00	18,750 00
11/29/2018	15177	West Seattle Food Bank	100 00	18,850 00
11/29/2018	15178	NARAL of Washington	150 00	19,000 00
11/29/2018	15179	Earthjustice	1,000 00	20,000 00
11/29/2018	15180	Pro Publica	520 00	20,520 00
11/29/2018	15181	Team River Runner	200 00	20,720 00
11/29/2018	15182	Everytown for Gun Safety Action Fund	0 00	20,720 00
11/29/2018	15183	The Trevor Project	100 00	20,820 00
11/29/2018	15184	Brennan Center for Justice	100 00	20,920 00
11/29/2018	15185	World Wildlife Fund Inc	400 00	21,320 00
11/29/2018	15186	Heifer International	400 00	21,720 00
11/29/2018	15187	UNICEF	400 00	22,120 00
11/29/2018	43	Everytown for Gun Safety Action Fund	220 00	22,340 00
12/20/2018	15212	National Center for Health Research	4,000 00	26,340 00
Total Matching				26 340 00
Total Grantmaking				2,765,910 00
TOTAL				2,765,910.00

ATTACHMENT A

Brainerd Foundation
Fixed Asset Budget Reconciliation
Actual for Year Ended 2018

Cost	Computers	Furniture	LHI	Total
Beginning Balance	44,392 00	106,859.89	52,753.84	204,005.73
Additions	4,537 34			4,537.34
Disposals		-106,859 89	-52,753.84	-159,613.73
Ending Balance	48,929.34	0.00	0.00	48,929.34
Accumulated Depreciation				
Beginning Balance	-30,236.45	-106,256 76	-30,147 84	-166,641 05
Depreciation Expense	-3,687.06	-343.54	-676.30	-4,706 90
Disposals		106,600.29	30,824.15	137,424 43
Ending Balance	-33,923.51	-0.01	0.00	-33,923.52
Loss		-259.60	-21,929.69	-22,189 30
Net Book Value	15,005.83	-0.01	0.00	15,005.82

ATTACHMENT B

Regulations Section 1.263(a)-1(f) De Minimis Safe Harbor Election

Taxpayer: The Brainerd Foundation

EIN: 91-1675591

Address: 1411 Fourth Avenue, Suite 1000, Seattle, WA 98101

The Brainerd Foundation hereby elects pursuant to Regulations Section 1.263(a)-1(f) to make the de minimis safe-harbor election for tax year beginning January 1, 2018, and ending December 31, 2018.

ATTACHMENT C