

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

2021

Open to Public Inspection

For calendar year 2021 or tax year beginning , and ending

Name of foundation BLAKEMORE FOUNDATION C/O EUGENE LEE		A Employer identification number 91-1505735						
Number and street (or P.O. box number if mail is not delivered to street address) P.O. BOX 50437	Room/suite	B Telephone number (206) 427-4838						
City or town, state or province, country, and ZIP or foreign postal code BELLEVUE, WA 98015		C If exemption application is pending, check here ☐						
G Check all that apply: <table border="0"> <tr> <td>☐ Initial return</td> <td>☐ Initial return of a former public charity</td> </tr> <tr> <td>☐ Final return</td> <td>☐ Amended return</td> </tr> <tr> <td>☒ Address change</td> <td>☐ Name change</td> </tr> </table>		☐ Initial return	☐ Initial return of a former public charity	☐ Final return	☐ Amended return	☒ Address change	☐ Name change	D 1. Foreign organizations, check here ☐
☐ Initial return	☐ Initial return of a former public charity							
☐ Final return	☐ Amended return							
☒ Address change	☐ Name change							
H Check type of organization: ☒ Section 501(c)(3) exempt private foundation		2. Foreign organizations meeting the 85% test, check here and attach computation ☐						
☐ 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) \$ 9,669,769.	J Accounting method: ☒ Cash ☐ Accrual ☐ Other (specify) _____	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).)		(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	301,000.		N/A	
	2 Check ☐ if the foundation is not required to attach Sch. B				
	3 Interest on savings and temporary cash investments	25.	25.		STATEMENT 1
	4 Dividends and interest from securities	160,045.	160,045.		STATEMENT 2
	5a Gross rents				
	b Net rental income or (loss)				
	6a Net gain or (loss) from sale of assets not on line 10	324,528.			
	b Gross sales price for all assets on line 6a	1,319,777.			
	7 Capital gain net income (from Part IV, line 2)		324,528.		
	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	20,297.	20,297.		STATEMENT 3	
12 Total. Add lines 1 through 11	805,895.	504,895.			
Operating and Administrative Expenses	13 Compensation of officers, directors, trustees, etc.	0.	0.		0.
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits				
	16a Legal fees				
	b Accounting fees				
	c Other professional fees				
	17 Interest				
	18 Taxes	STMT 4	3,507.	3,482.	25.
	19 Depreciation and depletion				
	20 Occupancy	17,509.	17,509.		0.
	21 Travel, conferences, and meetings				
	22 Printing and publications				
	23 Other expenses	STMT 5	199,719.	67,371.	132,347.
	24 Total operating and administrative expenses. Add lines 13 through 23	220,735.	88,362.		132,372.
	25 Contributions, gifts, grants paid	748,668.			748,668.
26 Total expenses and disbursements. Add lines 24 and 25	969,403.	88,362.		881,040.	
27 Subtract line 26 from line 12:					
a Excess of revenue over expenses and disbursements	-163,508.				
b Net investment income (if negative, enter -0-)		416,533.			
c Adjusted net income (if negative, enter -0-)			N/A		

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Part II Balance Sheets Attached schedules and amounts in the description column should be for end-of-year amounts only.		Beginning of year	End of year	
		(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1 Cash - non-interest-bearing	159,083.	151,085.	151,085.
	2 Savings and temporary cash investments			
	3 Accounts receivable ▶			
	Less: allowance for doubtful accounts ▶			
	4 Pledges receivable ▶			
	Less: allowance for doubtful accounts ▶			
	5 Grants receivable			
	6 Receivables due from officers, directors, trustees, and other disqualified persons			
	7 Other notes and loans receivable ▶			
	Less: allowance for doubtful accounts ▶			
	8 Inventories for sale or use			
	9 Prepaid expenses and deferred charges			
	10a Investments - U.S. and state government obligations			
	b Investments - corporate stock STMT 6	7,040,106.	6,891,146.	9,518,684.
	c Investments - corporate bonds			
	11 Investments - land, buildings, and equipment: basis ▶			
Less: accumulated depreciation ▶				
12 Investments - mortgage loans				
13 Investments - other				
14 Land, buildings, and equipment: basis ▶				
Less: accumulated depreciation ▶				
15 Other assets (describe STATEMENT 7)	6,550.	0.	0.	
16 Total assets (to be completed by all filers - see the instructions. Also, see page 1, item I)	7,205,739.	7,042,231.	9,669,769.	
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 ▶ ☐ and complete lines 24, 25, 29, and 30.			
	24 Net assets without donor restrictions			
	25 Net assets with donor restrictions			
	Foundations that do not follow FASB ASC 958, check here ▶ ☒ and complete lines 26 through 30.			
	26 Capital stock, trust principal, or current funds	7,755,193.	7,755,193.	
	27 Paid-in or capital surplus, or land, bldg., and equipment fund	0.	0.	
	28 Retained earnings, accumulated income, endowment, or other funds ...	-549,454.	-712,962.	
	29 Total net assets or fund balances	7,205,739.	7,042,231.	
	30 Total liabilities and net assets/fund balances	7,205,739.	7,042,231.	

Part III Analysis of Changes in Net Assets or Fund Balances

1 Total net assets or fund balances at beginning of year - Part II, column (a), line 29 (must agree with end-of-year figure reported on prior year's return)	1	7,205,739.
2 Enter amount from Part I, line 27a	2	-163,508.
3 Other increases not included in line 2 (itemize) ▶	3	0.
4 Add lines 1, 2, and 3	4	7,042,231.
5 Decreases not included in line 2 (itemize) ▶	5	0.
6 Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 29	6	7,042,231.

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Part IV Capital Gains and Losses for Tax on Investment Income

(a) List and describe the kind(s) of property sold (for example, real estate, 2-story brick warehouse; or common stock, 200 shs. MLC Co.)	(b) How acquired P - Purchase D - Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
1a MORGAN STANLEY #1227	P	01/01/21	12/31/21
b MORGAN STANLEY #1227	P	01/01/21	12/31/21
c CAPITAL GAINS DIVIDENDS			
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 22,388.		19,837.	2,551.
b 1,257,210.		975,412.	281,798.
c 40,179.			40,179.
d			
e			

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

(i) FMV as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	(l) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col. (h))
a			2,551.
b			281,798.
c			40,179.
d			
e			

2 Capital gain net income or (net capital loss)	{ If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7	2	324,528.
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 ☐ and enter "N/A" on line 1. Date of ruling or determination letter: _____ (attach copy of letter if necessary - see instructions)		1	5,790.
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	5,790.
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	5,790.
6 Credits/Payments:			
a 2021 estimated tax payments and 2020 overpayment credited to 2021	6a 4,728.		
b Exempt foreign organizations - tax withheld at source	6b 0.		
c Tax paid with application for extension of time to file (Form 8868)	6c 4,000.		
d Backup withholding erroneously withheld	6d 0.		
7 Total credits and payments. Add lines 6a through 6d		7	8,728.
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 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	2,938.
11 Enter the amount of line 10 to be: Credited to 2022 estimated tax 2,938. Refunded		11	0.

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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
b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes? See the instructions for the definition If the answer is "Yes" to 1a or 1b , attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities.		X
c 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. ▶ \$ <u>0.</u> (2) On foundation managers. ▶ \$ <u>0.</u>		
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers. ▶ \$ <u>0.</u>		
2 Has the foundation engaged in any activities that have not previously been reported to the IRS?		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		X
4a Did the foundation have unrelated business gross income of \$1,000 or more during the year?		X
b If "Yes," has it filed a tax return on Form 990-T for this year? N/A		
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year?		X
If "Yes," attach the statement required by <i>General Instruction T</i> .		
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. ▶ <u>WA</u>		
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 <i>General Instruction G</i> ? 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 2021 or the tax year beginning in 2021? 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	
Website address ▶ <u>WWW.BLAKEMOREFOUNDATION.ORG</u>		
14 The books are in care of ▶ <u>EUGENE LEE</u> Telephone no. ▶ <u>206-427-4838</u> Located at ▶ <u>P.O. BOX 50437, BELLEVUE, WA</u> ZIP+4 ▶ <u>98015</u>		
15 Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 - check here ▶ ☐ and enter the amount of tax-exempt interest received or accrued during the year ▶ <u>15</u> N/A		
16 At any time during calendar year 2021, 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 ▶		

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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)?		
(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(5)	X
	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	N/A	
c Organizations relying on a current notice regarding disaster assistance, check here		
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 2021?	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 2021, did the foundation have any undistributed income (Part XII, lines 6d and 6e) for tax year(s) beginning before 2021?	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.)	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 2021 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 2021.)	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 2021?	4b	X

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Part VI-B Statements Regarding Activities for Which Form 4720 May Be Required (continued)**5a** During the year, did the foundation pay or incur any amount to:

- (1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))?
- (2) Influence the outcome of any specific public election (see section 4955); or to carry on, directly or indirectly, any voter registration drive?
- (3) Provide a grant to an individual for travel, study, or other similar purposes?
- (4) Provide a grant to an organization other than a charitable, etc., organization described in section 4945(d)(4)(A)? See instructions
- (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
5a(1)		X
5a(2)		X
5a(3)	X	
5a(4)		X
5a(5)		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

5b		X
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c Organizations relying on a current notice regarding disaster assistance, check here ☐**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? **N/A**

5d		
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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?

6a		X
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b Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract?

6b		X
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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?

7a		X
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b If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction? **N/A**

7b		
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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?

8		X
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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 8		0.	0.	0.

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

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

Total number of other employees paid over \$50,000 **0**

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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
CATHERINE SCHEIBNER - 14010 SE 13TH PLACE APT 105, BELLEVUE, WA 98007	ADMINISTRATIVE SERVICES	124,992.

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 SEE ATTACHED SCHEDULE	
	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.

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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	9,219,372.
b	Average of monthly cash balances	1b	208,528.
c	Fair market value of all other assets (see instructions)	1c	
d	Total (add lines 1a, b, and c)	1d	9,427,900.
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	9,427,900.
4	Cash deemed held for charitable activities. Enter 1.5% (0.015) of line 3 (for greater amount, see instructions)	4	141,419.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3	5	9,286,481.
6	Minimum investment return. Enter 5% (0.05) of line 5	6	464,324.

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	464,324.
2a	Tax on investment income for 2021 from Part V, line 5	2a	5,790.
b	Income tax for 2021. (This does not include the tax from Part V.)	2b	
c	Add lines 2a and 2b	2c	5,790.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	458,534.
4	Recoveries of amounts treated as qualifying distributions	4	0.
5	Add lines 3 and 4	5	458,534.
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	458,534.

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	881,040.
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	881,040.

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Part XII **Undistributed Income** (see instructions)

	(a) Corpus	(b) Years prior to 2020	(c) 2020	(d) 2021
1 Distributable amount for 2021 from Part X, line 7				458,534.
2 Undistributed income, if any, as of the end of 2021:				
a Enter amount for 2020 only			0.	
b Total for prior years:		0.		
3 Excess distributions carryover, if any, to 2021:				
a From 2016 546,619.				
b From 2017 561,872.				
c From 2018 407,028.				
d From 2019 448,925.				
e From 2020 400,374.				
f Total of lines 3a through e	2,364,818.			
4 Qualifying distributions for 2021 from Part XI, line 4: ► \$ 881,040.				
a Applied to 2020, 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 2021 distributable amount				458,534.
e Remaining amount distributed out of corpus	422,506.			
5 Excess distributions carryover applied to 2021 (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	2,787,324.			
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 2020. Subtract line 4a from line 2a. Taxable amount - see instr. ...			0.	
f Undistributed income for 2021. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2022				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 2016 not applied on line 5 or line 7	546,619.			
9 Excess distributions carryover to 2022. Subtract lines 7 and 8 from line 6a	2,240,705.			
10 Analysis of line 9:				
a Excess from 2017 ... 561,872.				
b Excess from 2018 ... 407,028.				
c Excess from 2019 ... 448,925.				
d Excess from 2020 ... 400,374.				
e Excess from 2021 ... 422,506.				

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 2021, 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)

- 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

[illegible]

- 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:

BLAKEMORE FOUNDATION, EUGENE H. LEE, TRUSTEE, (206) 427-4838
701 FIFTH AVENUE, SUITE 4200, SEATTLE, WA 98104

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

SEE STATEMENT 11

- c** Any submission deadlines:

SEE STATEMENT 12

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

SEE STATEMENT 13

BLAKEMORE FOUNDATION

Form 990-PF (2021)

C/O EUGENE LEE

91-1505735 Page 11

Part XIV 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				
ALEX HUTCHINS 2354 15TH STREET EUREKA, CA 95501	N/A	INDIVIDUAL	LANGUAGE STUDY WITH INTER-UNIVERSITY CENTER FOR JAPANESE LANGUAGE STUDIES, YOKOHAMA, JAPAN	30,310.
ALVIN BUI 162 CASUDA CANYON DRIVE APT H MONTEREY PARK, CA 91754	N/A	INDIVIDUAL	TUITION DEPOSIT FOR LANGUAGE STUDY WITH INTERNATIONAL CHINESE LANGUAGE PROGRAM AT NATIONAL TAIWAN	21,543.
APRIL ZHU 10385 KINGSBRIDGE ROAD ELLCOTT CITY, MD 21042	N/A	INDIVIDUAL	LANGUAGE STUDY WITH INTER-UNIVERSITY PROGRAM FOR CHINESE LANGUAGE STUDIES AT TSINGHUA UNIVERSITY,	31,934.
BENJAMIN LEE 104-DONG, 502-HO, 50-12, EWHAYEODAE-GIL SEODAEMUN-GU, SEOUL, SOUTH KOREA 03764	N/A	INDIVIDUAL	LANGUAGE STUDY WITH INTER-UNIVERSITY CENTER FOR JAPANESE LANGUAGE STUDIES, YOKOHAMA, JAPAN	52,258.
BRENDAN ROSS P.O. BOX 31325 DES PERES, MO 63131	N/A	INDIVIDUAL	LANGUAGE STUDY WITH INTERNATIONAL CHINESE LANGUAGE PROGRAM AT NATIONAL TAIWAN UNIVERSITY, TAIPEI,	-500.
Total SEE CONTINUATION SHEET(S) ▶ 3a				748,668.
b Approved for future payment				
ALVIN BUI 162 CASUDA CANYON DRIVE APT H MONTEREY PARK, CA 91754	N/A	INDIVIDUAL	LANGUAGE STUDY WITH INTERNATIONAL CHINESE LANGUAGE PROGRAM AT NATIONAL TAIWAN UNIVERSITY, TAIPEI,	21,450.
APRIL ZHU 10385 KINGSBRIDGE ROAD ELLCOTT CITY, MD 21042	N/A	INDIVIDUAL	LANGUAGE STUDY WITH INTER-UNIVERSITY PROGRAM FOR CHINESE LANGUAGE STUDIES AT TSINGHUA UNIVERSITY,	12,000.
BENJAMIN LEE 104-DONG, 502-HO, 50-12, EWHAYEODAE-GIL SEODAEMUN-GU, SEOUL, SOUTH KOREA 03764	N/A	INDIVIDUAL	LANGUAGE STUDY WITH INTER-UNIVERSITY CENTER FOR JAPANESE LANGUAGE STUDIES, YOKOHAMA, JAPAN	16,500.
Total SEE CONTINUATION SHEET(S) ▶ 3b				419,681.

Form 990-PF (2021)

Part XVI

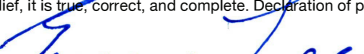
Information Regarding Transfers to and Transactions and Relationships With Noncharitable Exempt Organizations

- | | | Yes | No |
|-----|--|-------|----|
| 1 | Did the organization directly or indirectly engage in any of the following with any other organization described in section 501(c)(3) (other than section 501(c)(3) organizations) or in section 527, relating to political organizations? | | |
| a | Transfers from the reporting foundation to a noncharitable exempt organization of: | | |
| (1) | Cash | 1a(1) | X |
| (2) | Other assets | 1a(2) | X |
| b | Other transactions: | | |
| (1) | Sales of assets to a noncharitable exempt organization | 1b(1) | X |
| (2) | Purchases of assets from a noncharitable exempt organization | 1b(2) | X |
| (3) | Rental of facilities, equipment, or other assets | 1b(3) | X |
| (4) | Reimbursement arrangements | 1b(4) | X |
| (5) | Loans or loan guarantees | 1b(5) | X |
| (6) | Performance of services or membership or fundraising solicitations | 1b(6) | X |
| c | Sharing of facilities, equipment, mailing lists, other assets, or paid employees | 1c | X |
| d | If the answer to any of the above is "Yes," complete the following schedule. Column (b) should always show the fair market value of the goods, other assets, or services given by the reporting foundation. If the foundation received less than fair market value in any transaction or sharing arrangement, show in column (d) the value of the goods, other assets, or services received. | | |

[illegible]

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

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

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.					May the IRS discuss this return with the preparer shown below? See instr. ☒ Yes ☐ No	
	Signature of officer or trustee		Date	Title			
Paid Preparer Use Only	Print/Type preparer's name KRISTINA MORRISSETTE		Preparer's signature KRISTINA MORRISSE		Date 09/29/22	Check ☐ if self-employed	PTIN P01242961
	Firm's name ▶ SWEENEY CONRAD P.S.					Firm's EIN ▶ 91-1301672	
	Firm's address ▶ 10210 NE POINTS DRIVE, SUITE 300 KIRKLAND, WA 98033					Phone no. (425) 629-1990	

Part XIV 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
BRIDGET HARDING 28401 N 57TH PL CAVE CREEK, AZ 85331	N/A	INDIVIDUAL	LANGUAGE STUDY WITH SEOUL NATIONAL UNIVERSITY, SOUTH KOREA	10,000.
CAMERON WHITE 735 CENTRAL ST EVANSTON, IL 60201	N/A	INDIVIDUAL	LANGUAGE STUDY WITH INTERNATIONAL CHINESE LANGUAGE PROGRAM AT NATIONAL TAIWAN UNIVERSITY, TAIPEI,	24,646.
CHRISTOPHER TAYLOR 9209 WESTON DRIVE BRENTWOOD, TN 27027	N/A	INDIVIDUAL	LANGUAGE STUDY WITH INTER-UNIVERSITY CENTER FOR JAPANESE LANGUAGE STUDIES, YOKOHAMA, JAPAN	35,550.
CINDY XUE 1427 W ST NW WASHINGTON, DC 20009	N/A	INDIVIDUAL	LANGUAGE STUDY WITH INTERNATIONAL CHINESE LANGUAGE PROGRAM AT NATIONAL TAIWAN UNIVERSITY, TAIPEI,	500.
CLAIRE ELLIOT 2010 SOUTH STREET PHILADELPHIA, PA 19146	N/A	INDIVIDUAL	LANGUAGE STUDY WITH TUTORS FROM CHIANG MAI UNIVERSITY, CHIANG MAI, THAILAND	32,600.
COURTNEY WITTEKIND 8 AUSTIN PARK, UNIT 1 CAMBRIDGE, MA 02139	N/A	INDIVIDUAL	LANGUAGE STUDY WITH BURMESE TUTORS	44,500.
DAVID SHUVE-WILSON 2140 SOUTH CHINA PLACE, APT. 3F CHICAGO, IL 60616	N/A	INDIVIDUAL	LANGUAGE STUDY WITH INTERNATIONAL CHINESE LANGUAGE PROGRAM AT NATIONAL TAIWAN UNIVERSITY, TAIPEI,	16,027.
DYLAN GOLDFINE-MIDDLETON 1363 NORTHRIDGE DRIVE MOUNT SHASTA, CA 96067	N/A	INDIVIDUAL	LANGUAGE STUDY WITH INTERNATIONAL CHINESE LANGUAGE PROGRAM AT NATIONAL TAIWAN UNIVERSITY, TAIPEI,	18,825.
ELIJAH ASH 149 OCKLEY DRIVE SHREVEPORT, LA 71105	N/A	INDIVIDUAL	LANGUAGE STUDY WITH INTER-UNIVERSITY PROGRAM FOR CHINESE LANGUAGE STUDIES AT TSINGHUA UNIVERSITY,	17,316.
HANA LORD 2706 ONTARIO RD NW, APT 3 WASHINGTON, DC 20009	N/A	INDIVIDUAL	LANGUAGE STUDY WITH INTER-UNIVERSITY CENTER FOR JAPANESE LANGUAGE STUDIES, YOKOHAMA, JAPAN	35,550.
Total from continuation sheets				613,123.

Part XIV 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
JONATHAN FORMELLA 209 PINE BLUFF ROAD STEVENS POINT, WI 54482-9309	N/A	INDIVIDUAL	LANGUAGE STUDY WITH TUTORS FROM VIETNAM NATIONAL UNIVERSITY, HANOI, VIETNAM	12,829.
LUCY BEST 372 ST. JOHN'S PLACE, APT 43 BROOKLYN, NY 11238-5377	N/A	INDIVIDUAL	LANGUAGE STUDY WITH INTERNATIONAL CHINESE LANGUAGE PROGRAM AT NATIONAL TAIWAN UNIVERSITY, TAIPEI,	24,645.
MACKENZIE GILL W7843 810TH AVE RIVER FALLS, WI 54022	N/A	INDIVIDUAL	LANGUAGE STUDY WITH INTER-UNIVERSITY CENTER FOR JAPANESE LANGUAGE STUDIES, YOKOHAMA, JAPAN	35,550.
MATTHEW SILBERMAN 6951 N. KEDVALE AVENUE LINCOLNWOOD, IL 60712	N/A	INDIVIDUAL	DEPOSITS AND FEE FOR LANGUAGE STUDY WITH INTERNATIONAL CHINESE LANGUAGE PROGRAM AT NATIONAL TAIWAN	50,216.
NATALIE BELEW 6 N LINCOLN RIDGE DR #517 MADISON, WI 53719	N/A	INDIVIDUAL	LANGUAGE STUDY WITH INTERNATIONAL CHINESE LANGUAGE PROGRAM AT NATIONAL TAIWAN UNIVERSITY, TAIPEI,	32,609.
NATHANIEL DOLTON-THORNTON 135 HERBARD ST SANTA CRUZ, CA 95060	N/A	INDIVIDUAL	LANGUAGE STUDY WITH INTERNATIONAL CHINESE LANGUAGE PROGRAM AT NATIONAL TAIWAN UNIVERSITY, TAIPEI,	24,645.
NICHOLAS CONSTANTINO 1901 TUMBLEWATER BLVD ORLANDO, FL 32803	N/A	INDIVIDUAL	LANGUAGE STUDY WITH INTERNATIONAL CHINESE LANGUAGE PROGRAM AT NATIONAL TAIWAN UNIVERSITY, TAIPEI,	32,609.
NICHOLAS LEUNG 3 CASSELBERRY WAY PRINCETON, NJ 08540	N/A	INDIVIDUAL	LANGUAGE STUDY WITH INTER-UNIVERSITY CENTER FOR JAPANESE LANGUAGE STUDIES, YOKOHAMA, JAPAN	52,258.
PEABODY ESSEX MUSEUM, INC. 161 ESSEX STREET SALEM, MA 01970	N/A	501C3	GRANT TO SUPPORT EXHIBITION EARLY PHOTOGRAPHY OF CHINA	10,000.
SARAH TAQUET 3913 ESKEW DRIVE COLLEGE STATION, TX 77845	N/A	INDIVIDUAL	DEPOSIT FOR LANGUAGE STUDY WITH INTERNATIONAL CHINESE LANGUAGE PROGRAM AT NATIONAL TAIWAN	-500.
Total from continuation sheets				

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3 Grants and Contributions Paid During the Year (Continuation)

Total from continuation sheets

Part XIV Supplementary Information

3 Grants and Contributions Approved for Future Payment (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
BRIDGET HARDING 28401 N 57TH PL CAVE CREEK, AZ 85331	N/A	INDIVIDUAL	LANGUAGE STUDY WITH SEOUL NATIONAL UNIVERSITY, SOUTH KOREA	30,700.
CAMERON WHITE 735 CENTRAL ST EVANSTON, IL 60201	N/A	INDIVIDUAL	LANGUAGE STUDY WITH INTERNATIONAL CHINESE LANGUAGE PROGRAM AT NATIONAL TAIWAN UNIVERSITY, TAIPEI,	21,450.
CINDY XUE 1427 W ST NW WASHINGTON, DC 20009	N/A	INDIVIDUAL	LANGUAGE STUDY WITH INTERNATIONAL CHINESE LANGUAGE PROGRAM AT NATIONAL TAIWAN UNIVERSITY, TAIPEI,	42,728.
CLAIRE ELLIOT 2010 SOUTH STREET PHILADELPHIA, PA 19146	N/A	INDIVIDUAL	LANGUAGE STUDY WITH TUTORS FROM CHIANG MAI UNIVERSITY, CHIANG MAI, THAILAND	8,400.
DAVID SHUVE-WILSON 2140 SOUTH CHINA PLACE, APT. 3F CHICAGO, IL 60616	N/A	INDIVIDUAL	LANGUAGE STUDY WITH INTERNATIONAL CHINESE LANGUAGE PROGRAM AT NATIONAL TAIWAN UNIVERSITY, TAIPEI,	32,550.
JONATHAN FORMELLA 209 PINE BLUFF ROAD STEVENS POINT, WI 54482-9309	N/A	INDIVIDUAL	LANGUAGE STUDY WITH TUTORS FROM VIETNAM NATIONAL UNIVERSITY, HANOI, VIETNAM	23,670.
LUCY BEST 372 ST. JOHN'S PLACE, APT 43 BROOKLYN, NY 11238-5377	N/A	INDIVIDUAL	LANGUAGE STUDY WITH INTERNATIONAL CHINESE LANGUAGE PROGRAM AT NATIONAL TAIWAN UNIVERSITY, TAIPEI,	21,450.
NATHANIEL DOLTON-THORNTON 135 HERBARD ST SANTA CRUZ, CA 95060	N/A	INDIVIDUAL	LANGUAGE STUDY WITH INTERNATIONAL CHINESE LANGUAGE PROGRAM AT NATIONAL TAIWAN UNIVERSITY, TAIPEI,	21,450.
NICHOLAS LEUNG 3 CASSELBERRY WAY PRINCETON, NJ 08540	N/A	INDIVIDUAL	LANGUAGE STUDY WITH INTER-UNIVERSITY CENTER FOR JAPANESE LANGUAGE STUDIES, YOKOHAMA, JAPAN	16,500.
POLLY WOODBURY 601 S 78TH STREET TACOMA, WA 98408	N/A	INDIVIDUAL	LANGUAGE STUDY WITH TUTORS AND ROYAL UNIVERSITY OF PHNOM PENH, CAMBODIA	46,000.
Total from continuation sheets				369,731.

Employer identification number

91-1505735

Part II

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (See instructions.)	(d) Date received
		\$ _____	_____
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (See instructions.)	(d) Date received
		\$ _____	_____
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (See instructions.)	(d) Date received
		\$ _____	_____
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (See instructions.)	(d) Date received
		\$ _____	_____
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (See instructions.)	(d) Date received
		\$ _____	_____
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (See instructions.)	(d) Date received
		\$ _____	_____
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (See instructions.)	(d) Date received
		\$ _____	_____

Name of organization

BLAKEMORE FOUNDATION
C/O EUGENE LEE

Employer identification number

91-1505735

Part III

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

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

(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held
	(e) Transfer of gift		
	Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee
	(e) Transfer of gift		
	Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee
	(e) Transfer of gift		
	Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee
	(e) Transfer of gift		
	Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee

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

SOURCE	(A) REVENUE PER BOOKS	(B) NET INVESTMENT INCOME	(C) ADJUSTED NET INCOME
MORGAN STANLEY - INTEREST	25.	25.	
TOTAL TO PART I, LINE 3	25.	25.	

FORM 990-PF DIVIDENDS AND INTEREST FROM SECURITIES STATEMENT 2

SOURCE	GROSS AMOUNT	CAPITAL GAINS DIVIDENDS	(A) REVENUE PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME
DIVIDEND INCOME	200,224.	40,179.	160,045.	160,045.	
TO PART I, LINE 4	200,224.	40,179.	160,045.	160,045.	

FORM 990-PF OTHER INCOME STATEMENT 3

DESCRIPTION	(A) REVENUE PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME
NONDIVIDEND DISTRIBUTION	20,297.	20,297.	
TOTAL TO FORM 990-PF, PART I, LINE 11	20,297.	20,297.	

FORM 990-PF TAXES STATEMENT 4

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
FOREIGN TAX PAID	3,482.	3,482.		0.
STATE FILING FEE	25.	0.		25.
TO FORM 990-PF, PG 1, LN 18	3,507.	3,482.		25.

FORM 990-PF

OTHER EXPENSES

STATEMENT 5

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
INVESTMENT MANAGEMENT EXPENSES	66,853.	66,853.		0.
OFFICE EXPENSES	1,434.	143.		1,290.
CONTRACT STAFF	124,992.	0.		124,992.
INSURANCE	3,750.	375.		3,375.
FEES	41.	0.		41.
INTERNET/WEBSITE	1,839.	0.		1,839.
TELEPHONE	810.	0.		810.
TO FORM 990-PF, PG 1, LN 23	199,719.	67,371.		132,347.

FORM 990-PF

CORPORATE STOCK

STATEMENT 6

DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
34,956 SHARES BLACKSTONE REIT	395,648.	491,603.
1,840 SHARES BLACKSTONE REIT - CASH	1,840.	1,840.
16,406 SHARES MSIF ULTRA-SHORT	16,406.	16,340.
5,130 SHARES MORGAN STANLEY - 2020 INCOME REC'D 2021	5,130.	5,130.
3,220 SHARES ISHARES INC MSCI JAPAN ETF	199,505.	215,611.
3,845 SHARES ISHARES MSCI EMU ETF	157,047.	188,444.
8,592 SHARES JPMORGAN ULTRA-SHORT INC. EFT	435,202.	433,724.
772 SHARES VANGUARD DIVIDEND APPRECIATION	54,667.	132,591.
9,076 SHARES VANGUARD FTSE DEVELOPED MARKETS	378,288.	463,421.
9,480 SHARES VANGUARD FTSE EMERGING MARKETS	367,518.	468,881.
6,583 SHARES VANGUARD FTSE EUROPE ETF	349,816.	449,224.
3,593 SHARES VANGUARD GROWTH ETF	384,656.	1,152,994.
1,943 SHARES VANGUARD MID-CAP ETF	243,880.	495,018.
2,120 SHARES VANGUARD SMALL CAP ETF	243,934.	479,141.
1,707 SHARES VANGUARD TOTAL STK MKT ETF	219,459.	412,138.
8,304 SHARES VANGUARD VALUE ETF	720,556.	1,221,601.
34 272 SHARES MAINSTAY CHUSHING MLP PREMIER I	283,152.	263,892.
9,882 SHARES MATTHEWS ASIAN JAPAN INV.	229,496.	218,695.
51,651 SHARES METROPOLITAN WEST TOT RET BD 1	566,690.	563,512.
25,447 SHARES INT'L POLYOL CHEMICALS - UNLISTED SHARES	190,853.	190,853.
393,013 SHARES TECHNOLOGY INT'L EXCHANGE - UNLISTED SHARES	76,424.	39,301.
41,720 SHARES EATON VANCE TAX GD DIV	194,109.	445,153.
133,194 SHARES LORD ABBETT SHT DURATION	562,085.	552,755.
33,622 MORGAN STANLEY - CASH	28,492.	28,492.
300,014 SHARES MSILF TREASURY SECURITIES	300,014.	300,014.
27,911 SHARES PRINCIPAL SPC PRF&CP SEC INC	286,279.	288,316.
TOTAL TO FORM 990-PF, PART II, LINE 10B	6,891,146.	9,518,684.

FORM 990-PF

OTHER ASSETS

STATEMENT 7

DESCRIPTION	BEGINNING OF YR BOOK VALUE	END OF YEAR BOOK VALUE	FAIR MARKET VALUE
CREDITS/UNDEPOSITED FUNDS	6,550.	0.	0.
TO FORM 990-PF, PART II, LINE 15	6,550.	0.	0.

FORM 990-PF

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

STATEMENT 8

NAME AND ADDRESS	TITLE AND AVRG HRS/WK	COMPEN- SATION	EMPLOYEE BEN PLAN CONTRIB	EXPENSE ACCOUNT
PAUL ATKINS UNIVERSITY OF WASHINGTON, DEPT. OF ASIAN LANGUAGES & LITERATURE, BOX 353521 SEATTLE, WA 98195-3521	BOARD MEMBER 2.00	0.	0.	0.
HEEKYOUNG CHO UNIVERSITY OF WASHINGTON, DEPT. OF ASIAN LANGUAGES & LITERATURE, BOX 353521 SEATTLE, WA 98195-3521	BOARD MEMBER 2.00	0.	0.	0.
MIMI GARDNER GATES 909 E. NEWTON STREET, UNIT A-2 SEATTLE, WA 98102	BOARD CHAIR & BOARD MEMBER 2.00	0.	0.	0.
ROBERT A. KAPP 851 54TH STREET PORT TOWNSEND, WA 98368	BOARD MEMBER 2.00	0.	0.	0.
EUGENE H. LEE 7704 NE YEOMALT POINT DRIVE NE BAINBRIDGE ISLAND, WA 98110	TRUSTEE & BOARD MEMBER 10.00	0.	0.	0.
KENNETH B. PYLE 8416 MIDLAND ROAD MEDINA, WA 98039	BOARD MEMBER 2.00	0.	0.	0.
LOLAN SONG 334 10TH AVENUE SEATTLE, WA 98033	BOARD MEMBER 2.00	0.	0.	0.
HAICHENG WANG UNIVERSITY OF WASHINGTON, SCHOOL OF ART, BOX 353440 SEATTLE, WA 98195-3440	BOARD MEMBER 2.00	0.	0.	0.
DONGSHENG ZANG UNIVERSITY OF WASHINGTON, SCHOOL OF LAW, BOX 353020 SEATTLE, WA 98195-3020	BOARD MEMBER 2.00	0.	0.	0.

THERESE CAOQUETTE P.O. BOX 11756 BAINBRIDGE ISLAND, WA 98110	BOARD MEMBER 2.00	0.	0.	0.
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TABITHA MALLORY JACKSON SCHOOL, UNIVERSITY OF WASHINGTON, BOX 353650 SEATTLE, WA 98195-3650	BOARD MEMBER 2.00	0.	0.	0.
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JOSEPH MASSEY P.O. BOX 322 DEER HARBOR, WA 98243-0322	BOARD MEMBER 2.00	0.	0.	0.
---	----------------------	----	----	----

HARRIET PHINNEY SEATTLE UNIVERSITY, DEPT. OF ANTHROPOLOGY, SEATTLE, WA 98122-1090	BOARD MEMBER 2.00	0.	0.	0.
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TOTALS INCLUDED ON 990-PF, PAGE 6, PART VII		<u>0.</u>	<u>0.</u>	<u>0.</u>
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GENERAL EXPLANATION

STATEMENT 9

FORM/LINE IDENTIFIER

PART XV - SUPPLEMENTARY INFORMATION - LINE 2B

EXPLANATION:

LANGUAGE GRANTS

APPLICATION FORM:

GRANTS TO INDIVIDUALS: BLAKEMORE FREEMAN FELLOWSHIPS FOR ADVANCED STUDY OF ASIAN LANGUAGES
 APPLICATIONS ARE PREPARED AND SUBMITTED ONLINE AT
[HTTPS://BLAKEMOREFOUNDATION.COMMUNITYFORCE.COM/](https://blakemorefoundation.communityforce.com/)
 A PDF VERSION OF THE 2021 APPLICATION FORM CAN BE DOWNLOADED AT:
WWW.BLAKEMOREFOUNDATION.ORG/HISTORICAL-INFORMATION

ART GRANTS

APPLICATION MATERIALS:

APPLICATIONS MAY BE SUBMITTED BY INVITATION ONLY. A PDF OF INSTRUCTIONS GIVEN TO INSTITUTIONS INVITED TO SUBMIT AN APPLICATION CAN BE
 DOWNLOADED AT: WWW.BLAKEMOREFOUNDATION.ORG/HISTORICAL-INFORMATION

GENERAL EXPLANATION

STATEMENT 10

FORM/LINE IDENTIFIER

PART XV - SUPPLEMENTARY INFORMATION - LINE 2C

EXPLANATION:

ANY SUBMISSION DEADLINES

LANGUAGE GRANTS

BLAKEMORE FREEMAN FELLOWSHIPS

APPLICATIONS SUBMITTED ONLINE BY 5:00 PM PST ON DECEMBER 30, 2021.

ART GRANTS

APPLICATIONS FOR 2021 FRANCES BLAKEMORE & GRIFFITH WAY ASIAN ART GRANTS
RECEIVED BY OCTOBER 1, 2021.

GENERAL EXPLANATION

STATEMENT 11

FORM/LINE IDENTIFIER

PART XV - SUPPLEMENTARY INFORMATION - LINE 2D

EXPLANATION:

LANGUAGE GRANTS

GRANT GUIDELINES:

GRANTS TO INDIVIDUALS: BLAKEMORE FREEMAN FELLOWSHIPS FOR ADVANCED STUDY
OF ASIAN LANGUAGESA PDF OF THE 2021 GRANT GUIDELINES CAN BE DOWNLOADED AT:
WWW.BLAKEMOREFOUNDATION.ORG/HISTORICAL-INFORMATION

ART GRANTS

GRANT GUIDELINES:

A PDF OF THE 2021 ART GRANT GUIDELINES CAN BE DOWNLOADED AT:
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