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

2014

Department of the Treasury
Internal Revenue Service

▶ Do not enter social security numbers on this form as it may be made public.
▶ Information about Form 990-PF and its separate instructions is at www.irs.gov/form990pf.

Open to Public Inspection

For calendar year 2014, or tax year beginning , 2014, and ending

SYMONDS FOUNDATION
15787 GRADUATE CIRCLE
MOORPARK, CA 93021

A Employer identification number
23-7223088

B Telephone number (see instructions)

C If exemption application is pending, check here ▶

D 1 Foreign organizations, check here ▶
2 Foreign organizations meeting the 85% test, check here and attach computation ▶

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

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

G Check all that apply

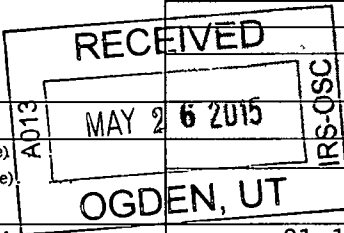
<input type="checkbox"/> Initial return	<input type="checkbox"/> Initial return of a former public charity
<input type="checkbox"/> Final return	<input type="checkbox"/> Amended return
<input type="checkbox"/> Address change	<input type="checkbox"/> Name change

H Check type of organization. Section 501(c)(3) exempt private foundation
 Section 4947(a)(1) nonexempt charitable trust Other taxable private foundation

I Fair market value of all assets at end of year (from Part II, column (c), line 16)
▶ \$ 1,927,343.

J Accounting method Cash Accrual
 Other (specify) _____
(Part I, column (d) must be on cash basis)

Part I Analysis of Revenue and Expenses (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see instructions))		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
REVENUE	1 Contributions, gifts, grants, etc, received (attach schedule)				
	2 Ck ▶ <input checked="" type="checkbox"/> if the foundn is not required to attach Sch B				
	3 Interest on savings and temporary cash investments	29,840.	29,840.		
	4 Dividends and interest from securities	42,555.	42,555.		
	5a Gross rents				
	b Net rental income or (loss)				
	6a Net gain or (loss) from sale of assets not on line 10	8,797.			
	b Gross sales price for all assets on line 6a	718,963.			
	7 Capital gain net income (from Part IV, line 2)		8,797.		
	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) (attach schedule)					
11 Other income (attach schedule)					
12 Total. Add lines 1 through 11	81,192.	81,192.	0.		
ADMINISTRATIVE EXPENSES	13 Compensation of officers, directors, trustees, etc	24,500.	9,800.		14,700.
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits				
	16a Legal fees (attach schedule) SEE ST 1	3,834.			
	b Accounting fees (attach sch) SEE ST 2	3,594.	1,797.		
	c Other prof fees (attach sch)				
	17 Interest				
	18 Taxes (attach schedule)(see instrs) SEE \$TM 3	4,917.	1,804.		
	19 Depreciation (attach sch) and depletion				
	20 Occupancy				
	21 Travel, conferences, and meetings				
	22 Printing and publications				
	23 Other expenses (attach schedule) SEE STATEMENT 4	13,139.	12,925.		
	24 Total operating and administrative expenses. Add lines 13 through 23	49,984.	26,326.		14,700.
	25 Contributions, gifts, grants paid PART XV	79,500.			79,500.
26 Total expenses and disbursements. Add lines 24 and 25	129,484.	26,326.	0.	94,200.	
27 Subtract line 26 from line 12:					
a Excess of revenue over expenses and disbursements	-48,292.				
b Net investment income (if negative, enter -0-)		54,866.			
c Adjusted net income (if negative, enter -0-)			0.		



SCANNED MAY 28 2015

Part II Balance Sheets		Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions)		Beginning of year	End of year	
		(a) Book Value	(b) Book Value	(c) Fair Market Value		
ASSETS	1	Cash – non-interest-bearing		1,233.	2,223.	2,223.
	2	Savings and temporary cash investments		37,086.	37,076.	37,076.
	3	Accounts receivable				
		Less allowance for doubtful accounts				
	4	Pledges receivable				
		Less allowance for doubtful accounts				
	5	Grants receivable				
	6	Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see instructions)				
	7	Other notes and loans receivable (attach sch)	90,462.			
		Less allowance for doubtful accounts				
	8	Inventories for sale or use				
	9	Prepaid expenses and deferred charges				
	10a	Investments – US and state government obligations (attach schedule)				
		b Investments – corporate stock (attach schedule)		976,015.	933,518.	1,232,664.
		c Investments – corporate bonds (attach schedule)		583,833.	581,558.	564,918.
	11	Investments – land, buildings, and equipment basis				
	Less accumulated depreciation (attach schedule)					
12	Investments – mortgage loans					
13	Investments – other (attach schedule)					
14	Land, buildings, and equipment basis					
	Less: accumulated depreciation (attach schedule)					
15	Other assets (describe)					
16	Total assets (to be completed by all filers – see the instructions. Also, see page 1, item I)		1,688,629.	1,644,837.	1,927,343.	
LIABILITIES	17	Accounts payable and accrued expenses				
	18	Grants payable				
	19	Deferred revenue				
	20	Loans from officers, directors, trustees, & other disqualified persons				
	21	Mortgages and other notes payable (attach schedule)				
	22	Other liabilities (describe)				
	23	Total liabilities (add lines 17 through 22)		0.	0.	
NET ASSETS OR FUND BALANCES	Foundations that follow SFAS 117, check here and complete lines 24 through 26 and lines 30 and 31. <input type="checkbox"/>					
	24	Unrestricted				
	25	Temporarily restricted				
	26	Permanently restricted				
	Foundations that do not follow SFAS 117, check here and complete lines 27 through 31. <input checked="" type="checkbox"/>					
	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		1,688,629.	1,644,837.	
30	Total net assets or fund balances (see instructions)		1,688,629.	1,644,837.		
31	Total liabilities and net assets/fund balances (see instructions)		1,688,629.	1,644,837.		

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	1,688,629.
2	Enter amount from Part I, line 27a	2	-48,292.
3	Other increases not included in line 2 (itemize) SEE STATEMENT 5	3	4,500.
4	Add lines 1, 2, and 3	4	1,644,837.
5	Decreases not included in line 2 (itemize)	5	
6	Total net assets or fund balances at end of year (line 4 minus line 5) – Part II, column (b), line 30	6	1,644,837.

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 shares MLC Company)		(b) How acquired P — Purchase D — Donation	(c) Date acquired (month, day, year)	(d) Date sold (month, day, year)
1 a PUBLICLY TRADED SECURITIES		P		
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 718,963.		710,166.	8,797.	
b				
c				
d				
e				
Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Column (h) gain minus column (k), but not less than -0-) or Losses (from column (h))	
(i) Fair Market Value as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of column (i) over column (j), if any		
a			8,797.	
b				
c				
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 8,797.
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 0.

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

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

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

Was the foundation liable for the section 4942 tax on the distributable amount of any year in the base period? Yes No
 If 'Yes,' the foundation does not qualify under section 4940(e) Do not complete this part

1 Enter the appropriate amount in each column for each year, see 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 (column (b) divided by column (c))
2013	88,464.	1,882,126.	0.047002
2012	89,508.	1,798,986.	0.049755
2011	94,484.	1,796,998.	0.052579
2010	94,096.	1,907,112.	0.049340
2009	127,000.	1,883,710.	0.067420
2 Total of line 1, column (d)			2 0.266096
3 Average distribution ratio for the 5-year base period — divide the total on line 2 by 5, or by the number of years the foundation has been in existence if less than 5 years			3 0.053219
4 Enter the net value of noncharitable-use assets for 2014 from Part X, line 5			4 1,963,491.
5 Multiply line 4 by line 3			5 104,495.
6 Enter 1% of net investment income (1% of Part I, line 27b)			6 549.
7 Add lines 5 and 6			7 105,044.
8 Enter qualifying distributions from Part XII, line 4			8 94,200.

If line 8 is equal to or greater than line 7, check the box in Part VI, line 1b, and complete that part using a 1% tax rate See the Part VI instructions

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

1 a Exempt operating foundations described in section 4940(d)(2), check here <input type="checkbox"/> and enter 'N/A' on line 1 Date of ruling or determination letter: _____ (attach copy of letter if necessary – see instrs)			
b Domestic foundations that meet the section 4940(e) requirements in Part V, check here <input type="checkbox"/> and enter 1% of Part I, line 27b c All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, column (b)		1	1,097.
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	1,097.
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	1,097.
6 Credits/Payments			
a 2014 estimated tax prmts and 2013 overpayment credited to 2014		6 a	2,480.
b Exempt foreign organizations – tax withheld at source		6 b	
c Tax paid with application for extension of time to file (Form 8868)		6 c	
d Backup withholding erroneously withheld		6 d	
7 Total credits and payments. Add lines 6a through 6d		7	2,480.
8 Enter any penalty for underpayment of estimated tax. Check here <input type="checkbox"/> if Form 2220 is attached		8	
9 Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed		9	0.
10 Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid		10	1,383.
11 Enter the amount of line 10 to be: Credited to 2015 estimated tax <input type="checkbox"/> 1,383. Refunded <input type="checkbox"/>		11	0.

Part VII-A Statements Regarding Activities

	Yes	No
1 a 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
1 b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see Instructions for the definition)? <i>If the answer is 'Yes' to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities</i>		X
1 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 <input type="checkbox"/> \$ 0. (2) On foundation managers <input type="checkbox"/> \$ 0.		
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers <input type="checkbox"/> \$ 0.		
2 Has the foundation engaged in any activities that have not previously been reported to the IRS? <i>If 'Yes,' attach a detailed description of the activities</i>		X
3 Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? <i>If 'Yes,' attach a conformed copy of the changes</i>	X	
4 a Did the foundation have unrelated business gross income of \$1,000 or more during the year?		X
4 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? <i>If 'Yes,' attach the statement required by General Instruction T</i>		X
6 Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either: • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	X	
7 Did the foundation have at least \$5,000 in assets at any time during the year? <i>If 'Yes,' complete Part II, column (c), and Part XV</i>	X	
8 a Enter the states to which the foundation reports or with which it is registered (see instructions) CA		
8 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> ? <i>If 'No,' attach explanation</i>	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 2014 or the taxable year beginning in 2014 (see instructions for Part XIV)? <i>If 'Yes,' complete Part XIV</i>		X
10 Did any persons become substantial contributors during the tax year? <i>If 'Yes,' attach a schedule listing their names and addresses</i>		X

Part VII-A Statements Regarding Activities (continued)

11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If 'Yes', attach schedule (see instructions)	11		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? Website address <u>N/A</u>	13	X	
14	The books are in care of <u>MARY ROBERTS</u> Telephone no <u>818-598-6525</u> Located at <u>15787 GRADUATE CIRCLE MOORPARK CA</u> ZIP + 4 <u>93021</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>N/A</u>	15		N/A
16	At any time during calendar year 2014, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country? See the instructions for exceptions and filing requirements for FinCEN Form 114, (formerly TD F 90-22 1) If 'Yes,' enter the name of the foreign country <u></u>	16		X

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
1 a	During the year did the foundation (either directly or indirectly)		
(1)	Engage in the sale or exchange, or leasing of property with a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(2)	Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(3)	Furnish goods, services, or facilities to (or accept them from) a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(4)	Pay compensation to, or pay or reimburse the expenses of, a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(5)	Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(6)	Agree to pay money or property to a government official? (Exception. Check 'No' if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days) <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
b	If any answer is 'Yes' to 1a(1)-(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see instructions)? Organizations relying on a current notice regarding disaster assistance check here <input type="checkbox"/>	1 b	N/A
c	Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2014?	1 c	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 2014, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2014? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No If 'Yes,' list the years <u>20__ , 20__ , 20__ , 20__</u>		
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)	2 b	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 <u>20__ , 20__ , 20__ , 20__</u>		
3 a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
b	If 'Yes,' did it have excess business holdings in 2014 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 2014)	3 b	N/A
4 a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4 a	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 2014?	4 b	X

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

5a During the year did the foundation pay or incur any amount to

(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))? Yes No

(2) Influence the outcome of any specific public election (see section 4955), or to carry on, directly or indirectly, any voter registration drive? Yes No

(3) Provide a grant to an individual for travel, study, or other similar purposes? Yes No

(4) Provide a grant to an organization other than a charitable, etc, organization described in section 4945(d)(4)(A)? (see instructions) Yes No

(5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals? Yes No

b If any answer is 'Yes' to 5a(1)-(5), did any of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance (see instructions)? Yes No

Organizations relying on a current notice regarding disaster assistance check here

c If the answer is 'Yes' to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant? Yes No

If 'Yes,' attach the statement required by Regulations section 53.4945-5(d) N/A

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? Yes No

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? Yes No

	5 b	N/A
	6 b	X
	7 b	N/A

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

1 List all officers, directors, trustees, foundation managers and their compensation (see instructions).

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
SEE STATEMENT 6		24,500.	0.	0.

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

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

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

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

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

(a) Name and address of each person paid more than \$50,000	(b) Type of service	(c) Compensation
NONE ----- ----- -----		
----- ----- -----		
----- ----- -----		
----- ----- -----		
----- ----- -----		
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 ----- -----	
2 ----- -----	
3 ----- -----	
4 ----- -----	

Part IX-B Summary of Program-Related Investments (see instructions)

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

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

BAA

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	1 a	1,846,502.
b	Average of monthly cash balances	1 b	56,428.
c	Fair market value of all other assets (see instructions)	1 c	90,462.
d	Total (add lines 1a, b, and c)	1 d	1,993,392.
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	1 e	0.
2	Acquisition indebtedness applicable to line 1 assets	2	0.
3	Subtract line 2 from line 1d	3	1,993,392.
4	Cash deemed held for charitable activities Enter 1-1/2% of line 3 (for greater amount, see instructions)	4	29,901.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3 Enter here and on Part V, line 4	5	1,963,491.
6	Minimum investment return. Enter 5% of line 5	6	98,175.

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	98,175.
2 a	Tax on investment income for 2014 from Part VI, line 5	2 a	1,097.
b	Income tax for 2014 (This does not include the tax from Part VI)	2 b	
c	Add lines 2a and 2b	2 c	1,097.
3	Distributable amount before adjustments Subtract line 2c from line 1	3	97,078.
4	Recoveries of amounts treated as qualifying distributions	4	
5	Add lines 3 and 4	5	97,078.
6	Deduction from distributable amount (see instructions)	6	
7	Distributable amount as adjusted Subtract line 6 from line 5 Enter here and on Part XIII, line 1	7	97,078.

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	1 a	94,200.
b	Program-related investments – total from Part IX-B	1 b	
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)	3 a	
b	Cash distribution test (attach the required schedule)	3 b	
4	Qualifying distributions. Add lines 1a through 3b Enter here and on Part V, line 8, and Part XIII, line 4	4	94,200.
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income Enter 1% of Part I, line 27b (see instructions)	5	
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	94,200.

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 2013	(c) 2013	(d) 2014
1 Distributable amount for 2014 from Part XI, line 7				97,078.
2 Undistributed income, if any, as of the end of 2014:				
a Enter amount for 2013 only			91,180.	
b Total for prior years. 20__, 20__, 20__		0.		
3 Excess distributions carryover, if any, to 2014				
a From 2009				
b From 2010				
c From 2011				
d From 2012				
e From 2013				
f Total of lines 3a through e	0.			
4 Qualifying distributions for 2014 from Part XII, line 4 ▶ \$ 94,200.				
a Applied to 2013, but not more than line 2a			91,180.	
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 2014 distributable amount				3,020.
e Remaining amount distributed out of corpus	0.			
5 Excess distributions carryover applied to 2014 (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	0.			
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 2013. Subtract line 4a from line 2a Taxable amount – see instructions			0.	
f Undistributed income for 2014 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2015				94,058.
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 2009 not applied on line 5 or line 7 (see instructions)	0.			
9 Excess distributions carryover to 2015. Subtract lines 7 and 8 from line 6a	0.			
10 Analysis of line 9				
a Excess from 2010				
b Excess from 2011				
c Excess from 2012				
d Excess from 2013				
e Excess from 2014				

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 2014, enter the date of the ruling ▶

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

	Tax year				(e) Total
	(a) 2014	(b) 2013	(c) 2012	(d) 2011	
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))
 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 (see instructions) to individuals or organizations under other conditions, complete items 2a, b, c, and d

a The name, address, and telephone number or e-mail address of the person to whom applications should be addressed

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

c Any submission deadlines

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

Part XV Supplementary Information (continued)

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

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a Paid during the year SEE STATEMENT 7				
Total			▶ 3a	79,500.
b Approved for future payment				
Total			▶ 3b	

SYMONDS FOUNDATION

23-7223088

STATEMENT 1
FORM 990-PF, PART I, LINE 16A
LEGAL FEES

	(A) EXPENSES PER BOOKS	(B) NET INVESTMENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
LEGAL FEES	\$ 3,834.			
TOTAL	<u>\$ 3,834.</u>	<u>\$ 0.</u>	<u>\$ 0.</u>	<u>\$ 0.</u>

STATEMENT 2
FORM 990-PF, PART I, LINE 16B
ACCOUNTING FEES

	(A) EXPENSES PER BOOKS	(B) NET INVESTMENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
ACCOUNTING FEES	\$ 3,594.	\$ 1,797.		
TOTAL	<u>\$ 3,594.</u>	<u>\$ 1,797.</u>	<u>\$ 0.</u>	<u>\$ 0.</u>

STATEMENT 3
FORM 990-PF, PART I, LINE 18
TAXES

	(A) EXPENSES PER BOOKS	(B) NET INVESTMENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
FOREIGN TAX PAID	\$ 1,804.	\$ 1,804.		
TAXES PAID FOR YEAR ENDED 12/31/14	113.			
TAXES PAID FOR YEAR ENDED 12/31/14	3,000.			
TOTAL	<u>\$ 4,917.</u>	<u>\$ 1,804.</u>	<u>\$ 0.</u>	<u>\$ 0.</u>

STATEMENT 4
FORM 990-PF, PART I, LINE 23
OTHER EXPENSES

	(A) EXPENSES PER BOOKS	(B) NET INVESTMENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
INVESTMENT FEES	\$ 12,925.	\$ 12,925.		
OTHER EXPENSES	214.			
TOTAL	<u>\$ 13,139.</u>	<u>\$ 12,925.</u>	<u>\$ 0.</u>	<u>\$ 0.</u>

SYMONDS FOUNDATION

23-7223088

STATEMENT 5
FORM 990-PF, PART III, LINE 3
OTHER INCREASES

PRIOR PERIOD ADJUSTMENTS

TOTAL	\$	4,500.
	\$	<u>4,500.</u>

STATEMENT 6
FORM 990-PF, PART VIII, LINE 1
LIST OF OFFICERS, DIRECTORS, TRUSTEES, AND KEY EMPLOYEES

<u>NAME AND ADDRESS</u>	<u>TITLE AND AVERAGE HOURS PER WEEK DEVOTED</u>	<u>COMPEN- SATION</u>	<u>CONTRI- BUTION TO EBP & DC</u>	<u>EXPENSE ACCOUNT/ OTHER</u>
JOHN SYMONDS 15787 GRADUATE CIRCLE MOORPARK, CA 93021	PRESIDENT 1.00	\$ 4,900.	\$ 0.	\$ 0.
JEFF SYMONDS 15787 GRADUATE CIRCLE MOORPARK, CA 93021	DIRECTOR 1.00	4,900.	0.	0.
WILLIAM SYMONDS 15787 GRADUATE CIRCLE MOORPARK, CA 93021	SECRETARY 1.00	4,900.	0.	0.
MARY SYMONDS ROBERTS 15787 GRADUATE CIRCLE MOORPARK, CA 93021	DIRECTOR 1.00	4,900.	0.	0.
MARILYN BUCHANAN 125 N. RAYMOND AVE. #202 PASADENA, CA 91103	DIRECTOR 1.00	4,900.	0.	0.
		TOTAL \$ <u>24,500.</u>	\$ <u>0.</u>	\$ <u>0.</u>

STATEMENT 7
FORM 990-PF, PART XV, LINE 3A
RECIPIENT PAID DURING THE YEAR

<u>NAME AND ADDRESS</u>	<u>DONEE RELATIONSHIP</u>	<u>FOUND- ATION STATUS</u>	<u>PURPOSE OF GRANT</u>	<u>AMOUNT</u>
THE DYSTONIA MEDICAL FOUNDATION ONE EAST WACKER DR. #2810 CHICAGO, IL 60601	NONE	EXEMPT	GENERAL OPERATING BUDGET	\$ 30,000.
ALISA ANN RUSH CA BURN FOUNDATION 2501 W. BURBANK BLVD. #201 BURBANK, CA 91505	NONE	EXEMPT	GENERAL OPERATING BUDGET	2,500.

SYMONDS FOUNDATION

23-7223088

STATEMENT 7 (CONTINUED)
 FORM 990-PF, PART XV, LINE 3A
 RECIPIENT PAID DURING THE YEAR

NAME AND ADDRESS	DONEE RELATIONSHIP	FOUND- ATION STATUS	PURPOSE OF GRANT	AMOUNT
CALVARY COMMUNITY CHURCH 9495 VIA ROCAS WESTLAKE VILLAGE, CA 91362	NONE	EXEMPT	GENERAL OPERATING BUDGET	\$ 15,000.
VOLUNTEER LEAGUE, SF VALLEY 14603 HAMLIN ST. VAN NUYS, CA 91411	NONE	EXEMPT	GENERAL OPERATING BUDGET	500.
NEW ENGLAND HISTORICAL GENEALOGICAL SOC 101 NEWBURY ST. BOSTON, MA 02116	NONE	EXEMPT	GENERAL OPERATING BUDGET	500.
PASADENA HUMANE SOCIETY & SPCA 361 S. RAYMOND AVE PASADENA, CA 91105	NONE	EXEMPT	GENERAL OPERATING BUDGET	2,500.
DAMON RUNYON CANCER RESEARCH FOUNDATION 1 EXCHANGE PLAZA 55 BROADWAY, STE302 NEW YORK, NY 10006	NONE	EXEMPT	GENERAL OPERATING BUDGET	15,500.
DREAM CENTER 2301 BELLEVUE AVE. LOS ANGELES, CA 90026	NONE	EXEMPT	GENERAL OPERATING BUDGET	2,500.
LEUKEMIA LYMPHOMA SOCIETY 1311 MAMARONECK AVE, SUITE 310 WHITE PLAINS, NY 10605	NONE	EXEMPT	GENERAL OPERATING BUDGET	2,000.
ALZHEIMER'S ASSOCIATION P.O. BOX 96011 WASHINGTON, DC 20090	NONE	EXEMPT	GENERAL OPERATING BUDGET	6,000.
ERIC'S CORNER, EPILEPSY COMM RESOURCES 5725 W. LAS POSITAS BLVD., 2ND FL PLEASANTON, CA 94588	NONE	EXEMPT	GENERAL OPERATING BUDGET	1,500.
CYSTIC FIBROSIS FOUNDATION 6931 ARLINGTON ROAD, 2ND FL BETHESDA, MD 20814	NONE	EXEMPT	GENERAL OPERATING BUDGET	1,000.
			TOTAL	\$ <u>79,500.</u>

AMENDED AND RESTATED

BYLAWS

OF

SYMONDS FOUNDATION

ARTICLE I

OFFICES

Section 1. PRINCIPAL OFFICES. The board of trustees shall fix the location of the principal executive office of the corporation at any place within or outside the State of California. If the principal executive office is located outside this state, and the corporation has one or more business offices in this state, the board of trustees shall fix and designate a principal business office in the State of California.

Section 2. OTHER OFFICES. The board of trustees may at any time establish branch or subordinate offices at any place or places where the corporation is qualified to do business.

ARTICLE II

MEMBERSHIP

Section 1. This corporation shall have no members.

ARTICLE III

TRUSTEES

Section 1. POWERS. Subject to the provisions of the California Nonprofit Public Benefit Corporation Law and any other applicable laws, the business and affairs of the corporation shall be managed and all corporate powers shall be exercised by or under the direction of the board of trustees.

Section 2. NUMBER AND QUALIFICATION OF TRUSTEES. The authorized number of trustees of the corporation shall be not less than three (3) nor more than seven (7) trustees, until changed by an amendment to the Bylaws. The exact number of trustees shall be fixed, within those limits, by a resolution adopted by the board of trustees.

Section 3. ELECTION AND TERM OF OFFICE OF TRUSTEES. Trustees shall be elected at each annual meeting of the board of trustees to hold office until the next annual meeting. Each trustee, including a trustee elected to fill a vacancy, shall hold office until the expiration of the term for which elected and until a successor has been elected and qualified.

Section 4. VACANCIES.

(a) Vacancies in the board of trustees may be filled by a majority of the remaining trustees, though less than a quorum, or by a sole remaining trustee. Each trustee so elected shall hold office until the next annual meeting of the trustees and until a successor has been elected and qualified.

(b) A vacancy or vacancies in the board of trustees shall be deemed to exist in the event of the death, resignation, or removal of any trustee for cause by a vote of a majority of the trustees, or if the board of trustees by resolution declares vacant the office of a trustee who has been declared of unsound mind by an order of court or convicted of a felony, or if the authorized number of trustees is increased, or if the trustees fail, at any meeting of the trustees at which any trustee or trustees are elected, to elect the number of trustees to be voted for at that meeting.

(c) Any trustee may resign effective on giving written notice to the chairman of the board, the president, the secretary, or the board of trustees, unless the notice specifies a later time for that resignation to become effective. If the resignation of a trustee is effective at a future time, the board of trustees may elect a successor to take office when the resignation becomes effective.

(d) No reduction of the authorized number of trustees shall have the effect of removing any trustee before that trustee's term of office expires.

(e) Not more than forty nine percent (49%) of the persons serving on the board of trustees at any time may be interested persons. An interested person is any person being compensated by the corporation for services rendered to it within the previous twelve months, whether as a full time or part time employee, independent contractor, or otherwise, excluding any reasonable compensation paid to a trustee as trustee; and any brother, sister, ancestor, descendant, spouse, brother-in-law, mother-in-law, or father-in-law of any such person. However, any violation of the provisions of this paragraph shall not affect the validity or enforceability of any transaction entered into by the corporation.

Section 5. PLACE OF MEETINGS AND MEETINGS BY TELEPHONE. Regular meetings of the board of trustees may be held at any place within or outside the State of California that has been designated from time to time by resolution of the board. In the absence of such a designation, regular meetings shall be held at the principal executive office of the corporation. Special meetings of the board shall be held at any place within or outside the State of California that has been designated in the notice of the meeting or, if not stated in the notice or there is no notice, at the principal executive office of the corporation. Any meeting, regular or special, may be held by conference telephone or similar communication equipment, so long as all trustees participating in the meeting can hear one another, and all such trustees shall be deemed to be present in person at the meeting.

Section 6. ANNUAL MEETING. Each year the board of trustees shall hold a regular meeting for the purpose of organization, any desired or required election of officers or trustees, and the transaction of other business. Notice of this meeting shall not be required.

Section 7. OTHER REGULAR MEETINGS. Other regular meetings of the board of trustees shall be held without call at such time as shall from time to time be fixed by the board of trustees. Such regular meetings may be held without notice.

Section 8. SPECIAL MEETINGS.

(a) Special meetings of the board of trustees for any purpose or purposes may be called at any time by the chairman of the board or the president or any vice president or the secretary or any two trustees.

(b) Notice of the time and place of special meetings shall be delivered personally or by telephone to each trustee or sent by first-class mail, e-mail or facsimile, charges prepaid, addressed to each trustee at that trustee's address as it is shown on the records of the corporation. In case the notice is mailed, it shall be deposited in the United States mail at least four (4) days before the time of the holding of the meeting. In case the notice is delivered personally, or by telephone or telegram, it shall be delivered personally or by telephone at least forty-eight (48) hours before the time of the holding of the meeting. Any oral notice given personally or by telephone may be communicated either to the trustees or to a person at the office of the trustee who the person giving the notice has reason to believe will promptly communicate it to the trustee. The notice need not specify the purpose of the meeting nor the place if the meeting is to be held at the principal executive office of the corporation.

Section 9. QUORUM. A majority of the serving trustees shall constitute a quorum for the transaction of business, except to adjourn as provided in Section 11 of this Article III. Every act or decision done or made by a majority of the trustees present at a meeting duly held at which a quorum is present shall be regarded as the act of the board of trustees, subject to the provisions of the California Nonprofit Corporation Law as to approval of contracts or transactions in which a trustee has a direct or indirect material financial interest, appointment of committees, and indemnification of trustees. A meeting at which a quorum is initially present may continue to transact business notwithstanding the withdrawal of trustees, if any action taken is approved by at least a majority of the required quorum for that meeting.

Section 10. WAIVER OF NOTICE. The transactions of any meeting of the board of trustees, however called and noticed or wherever held, shall be as valid as though had at a meeting duly held after regular call and notice if a quorum is present and if, either before or after the meeting, each of the trustees not present signs a written waiver of notice, a consent to holding the meeting or an approval of the minutes. The waiver of notice or consent need not specify the purpose of the meeting. All such waivers, consents, and approvals shall be filed with the corporate records or made a part of the minutes of the meeting. Notice of a meeting shall also be deemed given to any trustee who attends the meeting without protesting before or at its commencement, the lack of notice to that trustee.

Section 11. **ADJOURNMENT.** A majority of the trustees present, whether or not constituting a quorum, may adjourn any meeting to another time and place.

Section 12. **NOTICE OF ADJOURNMENT.** Notice of the time and place of holding an adjourned meeting need not be given, unless the meeting is adjourned for more than twenty-four hours, in which case notice of the time and place shall be given before the time of the adjourned meeting, in the manner specified in Section 8 of this Article III, to the trustees who were not present at the time of the adjournment.

Section 13. **ACTION WITHOUT MEETING.** Any action required or permitted to be taken by the board of trustees may be taken without a meeting, if all members of the board shall individually or collectively consent in writing to that action. Such action by written consent shall have the same force and effect as a unanimous vote of the board of trustees. Such written consent or consents shall be filed with the minutes of the proceedings of the board.

Section 14. **FEES AND COMPENSATION OF TRUSTEES.** Trustees and members of committees shall not receive compensation for their services, but shall be eligible for payment of reasonable meeting fees and reimbursement of travel expenses.

ARTICLE IV

COMMITTEES

Section 1. **COMMITTEES OF TRUSTEES.** The board of trustees may, by resolution adopted by a majority of the authorized number of trustees, designate one or more committees, each consisting of two or more trustees, to serve at the pleasure of the board. The board may designate one or more trustees as alternate members of any committee, who may replace any absent member at any meeting of the committee. Any committee, to the extent provided in the resolution of the board, shall have all the authority of the board, except with respect to:

- (a) the filling of vacancies on the board of trustees or in any committee;
- (b) the amendment or repeal of bylaws or the adoption of new bylaws;
- (c) the amendment or repeal of any resolution of the board of trustees which by its express terms is not so amendable or repealable;
- (d) the appointment of any other committees of the board of trustees or the members of these committees;
- (e) the approval of any transaction to which the corporation is a party and one or more trustees have a material financial interest; or
- (f) the approval of any transaction between the corporation and one or more of its trustees or between the corporation and any person in which one or more of its trustees have material financial interests.

Section 2. MEETINGS AND ACTION OF COMMITTEES. Meetings and action of committees shall be governed by, and held and taken in accordance with, the provisions of Article III of these bylaws, Sections 5 (place of meetings), 7 (regular meetings), 8 (special meetings and notice), 9 (quorum), 10 (waiver of notice), 11 (adjournment), 12 (notice of adjournment), and 13 (action without meeting), with such changes in the context of those bylaws as are necessary to substitute the committee and its members for the board of trustees and its members, except that the time of regular meetings of committees may be determined either by resolution of the board of trustees or by resolution of the committee; special meetings of committees may also be called by resolution of the board of trustees; and notice of special meetings of committees shall also be given to all alternate members, who shall have the right to attend all meetings of the committee. The board of trustees may adopt rules for the government of any committee not inconsistent with the provisions of these bylaws.

ARTICLE V

OFFICERS

Section 1. OFFICERS. The officers of the corporation shall be a president, a secretary, and a chief financial officer (treasurer). The corporation may also have, at the discretion of the board of trustees, one or more vice presidents, one or more assistant secretaries, one or more assistant financial officers, and such other officers as may be appointed in accordance with the provisions of Section 3 of this Article V. Any number of offices may be held by the same person, except that no person serving as the secretary or the chief financial officer (treasurer) may serve concurrently as the president.

Section 2. ELECTION OF OFFICERS. The officers of the corporation, except such officers as may be appointed in accordance with the provisions of Section 3 or Section 5 of this Article V, shall be chosen by the board of trustees, and each shall serve at the pleasure of the board, subject to the rights, if any, of an officer under any contract of employment.

Section 3. SUBORDINATE OFFICERS. The board of trustees may appoint, and may empower the chairman of the board to appoint, such other officers as the business of the corporation may require, each of whom shall hold office for such period, have such authority and perform such duties as are provided in the bylaws or as the board of trustees may from time to time determine.

Section 4. REMOVAL AND RESIGNATION OF OFFICERS. (a) Subject to the rights, if any, of an officer under any contract of employment, any officer may be removed, either with or without cause, by the board of trustees, at any regular or special meeting of the board, or, except in case of an officer chosen by the board of trustees, by any officer upon whom such power of removal may be conferred by the board of trustees.

(b) Any officer may resign at any time by giving written notice to the corporation. Any resignation shall take effect at the date of the receipt of that notice or at any later time specified in that notice; and, unless otherwise specified in that notice, the acceptance of the resignation

shall not be necessary to make it effective. Any resignation is without prejudice to the rights, if any, of the corporation under any contract to which the officer is a party.

Section 5. VACANCIES IN OFFICES. A vacancy in any office because of death, resignation, removal, disqualification or any other cause shall be filled in the manner prescribed in these bylaws for regular appointments to that office.

Section 6. PRESIDENT. The president shall, if present, preside at meetings of the board of trustees and exercise and perform such other powers and duties as may be from time to time assigned to him or her by the board of trustees or prescribed by the bylaws. The president shall be the chief executive officer of the corporation and shall, subject to the control of the board of trustees, have general supervision, direction, and control of the business and the officers of the corporation. The president shall preside at all meetings of the board of trustees. The president shall have the general powers and duties of management usually vested in the office of president of a corporation, and shall have such other powers and duties as may be prescribed by the board of trustees or the bylaws.

Section 7. VICE PRESIDENTS. In the absence or disability of the president, the vice presidents, if any, in order of their rank as fixed by the board of trustees or, if not ranked, a vice president designated by the board of trustees, shall perform all the duties of the president, and when so acting shall have all the powers of, and be subject to all the restrictions upon, the president. The vice presidents shall have such other powers and perform such other duties as from time to time may be prescribed for them respectively by the board of trustees or the bylaws, and the president, or the chairman of the board.

Section 8. SECRETARY.

(a) The secretary shall keep or cause to be kept, at the principal executive office or such other place as the board of trustees may direct, a book of minutes of all meetings and actions of trustees and committees of trustees, with the time and place of holding, whether regular or special, and, if special, how authorized, the notice given, the names of those present at trustees' meetings or committee meetings, the number of those present or represented at such meetings, and the proceedings.

(b) The secretary shall give, or cause to be given, notice of all meetings of the board of trustees required by the bylaws or by law to be given, and he shall keep the seal of the corporation, if one be adopted, in safe custody, and shall have such other powers and perform such other duties as may be prescribed by the board of trustees or by the bylaws.

Section 9. CHIEF FINANCIAL OFFICER.

(a) The chief financial officer shall keep and maintain, or cause to be kept and maintained, adequate and correct books and records of accounts of the properties and business transactions of the corporation, including accounts of its assets, liabilities, receipts, disbursements, gains, losses, capital, retained earnings, and shares. The books of account shall at all reasonable times be open to inspection by any trustee.

(b) The chief financial officer shall deposit all moneys and other valuables in the name and to the credit of the corporation with such depositaries as may be designated by the board of trustees. The chief financial officer shall disburse the funds of the corporation as may be ordered by the board of trustees, shall render to the chairman of the board and trustees, whenever they request it, an account of all of his or her transactions as chief financial officer and of the financial condition of the corporation, and shall have other powers and perform such other duties as may be prescribed by the board of trustees or the bylaws.

ARTICLE VI

INDEMNIFICATION OF TRUSTEES, OFFICERS, EMPLOYEES AND OTHER AGENTS

Section 1. AGENTS, PROCEEDINGS, AND EXPENSES. For the purposes of this Article, "agent" means any person who is or was a trustee, officer, employee, or other agent of this corporation, or is or was serving at the request of this corporation as a trustee, officer, employee, or agent of another foreign or domestic corporation, partnership, joint venture, trust or other enterprise, or was a trustee, officer, employee, or agent of a foreign or domestic corporation which was a predecessor corporation of this corporation or of another enterprise at the request of such predecessor corporation; "proceeding" means any threatened, pending or completed action or proceeding, whether civil, criminal, administrative, or investigative; and "expenses" includes, without limitation, attorneys' fees and any expenses of establishing a right to indemnification under Section 4 or Section 5(c) of this Article.

Section 2. ACTIONS OTHER THAN BY THE CORPORATION. This corporation shall indemnify any person who was or is a party, or is threatened to be made a party, to any proceeding (other than an action by or in the right of this corporation) by reason of the fact that such person is or was an agent of this corporation, against expenses, judgments, fines, settlements and other amounts actually and reasonably incurred in connection with such proceeding if that person acted in good faith and in a manner that person reasonably believed to be in the best interests of this corporation and, in the case of a criminal proceeding, had no reasonable cause to believe the conduct of that person was unlawful. The termination of any proceeding by judgment, order, settlement, conviction, or upon a plea of nolo contendere or its equivalent shall not, of itself, create a presumption that the person did not act in good faith and in a manner which the person reasonably believed to be in the best interests of this corporation or that the person had reasonable cause to believe that the person's conduct was unlawful.

Section 3. ACTIONS BY THE CORPORATION. This corporation shall indemnify any person who was or is a party, or is threatened to be made a party, to any threatened, pending or completed action by or in the right of this corporation to procure a judgment in its favor by reason of the fact that that person is or was an agent of this corporation, against expenses actually and reasonably incurred by that person in connection with the defense or settlement of that action if that person acted in good faith, in a manner that person believed to be in the best interests of this corporation and with such care, including reasonable inquiry, as an ordinarily prudent person

in a like position would use under similar circumstances. No indemnification shall be made under this Section 3:

(a) In respect of any claim, issue or matter as to which that person shall have been adjudged to be liable to this corporation in the performance of that person's duty to this corporation, unless and only to the extent that the court in which that action was brought shall determine upon application that, in view of all the circumstances of the case, that person is fairly and reasonably entitled to indemnity for the expenses which the court shall determine;

(b) Of amounts paid in settling or otherwise disposing of a threatened or pending action, with or without court approval; or

(c) Of expenses incurred in defending a threatened or pending action which is settled or otherwise disposed of without court approval.

Section 4. **SUCCESSFUL DEFENSE BY AGENT.** To the extent that an agent of this corporation has been successful on the merits in defense of any proceeding referred to in Sections 2 or 3 of this Article, or in defense of any claim, issue, or matter therein, the agent shall be indemnified against expenses actually and reasonably incurred by the agent in connection therewith.

Section 5. **REQUIRED APPROVAL.** Except as provided in Section 4 of this Article, any indemnification under this Article shall be made by this corporation only if authorized in the specific case on a determination that indemnification of the agent is proper in the circumstances because the agent has met the applicable standard of conduct set forth in Sections 2 or 3 of this Article; by:

(a) A majority vote of a quorum consisting of trustees who are not parties to the proceeding; or

(b) the court in which the proceeding is or was pending, on application made by this corporation or the agent or the attorney or other person rendering services in connection with the defense, whether or not such application by the agent, attorney, or other person is opposed by this corporation.

Section 6. **ADVANCE OF EXPENSES.** Expenses incurred in defending any proceeding may be advanced by this corporation before the final disposition of the proceedings on receipt of an undertaking by or on behalf of the agent to repay the amount of the advance unless it shall be determined ultimately that the agent is entitled to be indemnified as authorized in this Article.

Section 7. **OTHER CONTRACTUAL RIGHTS.** Nothing contained in this Article shall affect any right to indemnification to which persons other than trustees and officers of this corporation or any subsidiary hereof may be entitled by contract or otherwise.

Section 8. **LIMITATIONS.** No indemnification or advance shall be made under this Article, except as provided in Section 4 or Section 5(b), in any circumstance where it appears:

(a) That it would be inconsistent with a provision of the articles, a resolution of the board of trustees, or an agreement in effect at the time of the accrual of the alleged cause of action asserted in the proceeding in which the expenses were incurred or other amounts were paid, which prohibits or otherwise limits indemnification; or

(b) that it would be inconsistent with any condition expressly imposed by a court in approving a settlement.

Section 9. INSURANCE. Upon and in the event of a determination by the board of trustees of this corporation to purchase such insurance, this corporation shall purchase and maintain insurance on behalf of any agent of the corporation against any liability asserted against or incurred by the agent in such capacity or arising out of the agent's status as such whether or not this corporation would have the power to indemnify the agent against that liability under the provisions of this Article.

Section 10. FIDUCIARIES OF CORPORATE EMPLOYEE BENEFIT PLAN. This Article does not apply to any proceeding against any director, investment manager, or other fiduciary of an employee benefit plan in that person's capacity as such, even though that person may also be an agent of the corporation as defined in Section 1 of this Article. Nothing contained in this Article shall limit any right to indemnification to which such a director, investment manager, or other fiduciary may be entitled by contract or otherwise, which shall be enforceable to the extent permitted by applicable law other than this Article.

ARTICLE VII

RECORDS AND REPORTS

Section 1. MAINTENANCE AND INSPECTION OF BYLAWS. The corporation shall keep at its principal executive office, or if its principal executive office is not in the State of California, at its principal business office in this state, the original or a copy of the bylaws as amended to date, which shall be open to inspection at all reasonable times during office hours.

Section 2. MAINTENANCE AND INSPECTION OF OTHER CORPORATE RECORDS. The accounting books and records and minutes of proceedings of the board of trustees and any committee or committees of the board of trustees shall be kept at such place or places designated by the board of trustees, or, in the absence of such designation, at the principal executive office of the corporation. The minutes shall be kept in written form and the accounting books and records shall be kept either in written form or in any other form capable of being converted into written form. The minutes and accounting books and records shall be open to inspection upon the written demand of any trustee, at any reasonable time during usual business hours. The inspection may be made in person or by an agent or attorney, and shall include the right to copy and make extracts. These rights of inspection shall extend to the records of each subsidiary corporation of the corporation.

Section 3. INSPECTION BY TRUSTEES. Every trustee shall have the absolute right at any reasonable time to inspect all books, records, and documents of every kind and the physical

properties of the corporation and each of its subsidiary corporations. This inspection by a trustee may be made in person or by an agent or attorney and the right of inspection includes the right to copy and make extracts of documents.

Section 4. ANNUAL REPORT TO TRUSTEES. The corporation shall provide to trustees, within 120 days of the close of its fiscal year, a report containing the following information in reasonable detail:

(a) The assets and liabilities, including the trust funds, of the corporation as of the end of the fiscal year;

(b) the principal changes in assets and liabilities, including trust funds, during the fiscal year;

(c) the revenue or receipts of the corporation, both unrestricted and restricted to particular purposes, for the fiscal year;

(d) the expenses or disbursements of the corporation, for both general and restricted purposes, during the fiscal year; and

(e) any information required by California Corporations Code Section 6322.

ARTICLE VIII

PRIVATE FOUNDATION REQUIREMENTS AND RESTRICTIONS.

In any taxable year in which this corporation is a private foundation as described in Section 509(a) of the Internal Revenue Code, the corporation 1) shall distribute its income for said period at such time and manner as not to subject it to tax under Section 4942 of the Internal Revenue Code; 2) shall not engage in any act of self-dealing as defined in Section 4941(d) of the Internal Revenue Code; 3) shall not retain any excess business holdings as defined in Section 4943(c) of the Internal Code; 4) shall not make any investments in such manner as to subject the corporation to tax under Section 4944 of the Internal Revenue Code; and 5) shall not make any taxable expenditures as defined in Section 4945(d) of the Internal Revenue Code.

ARTICLE IX

GENERAL CORPORATE MATTERS

Section 1. CONSTRUCTION AND DEFINITIONS. Unless the context requires otherwise, the general provisions, rules of construction, and definitions in the California Nonprofit Corporation Law shall govern the construction of these bylaws. Without limiting the generality of this provision, the singular number includes the plural, the plural number includes the singular, and the term "person" includes both a corporation and a natural person.

Section 2. DEDICATION OF ASSETS. The properties and assets of this nonprofit corporation are irrevocably dedicated to charitable purposes. No part of the net earnings, properties or assets of this corporation, on dissolution or otherwise, shall inure to the benefit of any private person or individual, or any member or trustee of this corporation. On liquidation or dissolution, all properties and assets and obligations shall be distributed and paid over in the manner provided for in the Articles of Incorporation.

ARTICLE X AMENDMENTS

Section 1. AMENDMENT BY TRUSTEES. The board may adopt, amend, or repeal bylaws by the unanimous vote of the trustees present at a meeting duly held or by the written assent of all trustees, except as otherwise provided by law or by the Articles of Incorporation. The board may not extend the term of a trustee beyond that for which the trustee was elected. The board may specify or change any bylaw provision that would:

- (a) Fix or change the authorized number of trustees,
- (b) fix or change the minimum or maximum number of trustees, or
- (c) change from a fixed number of trustees to a variable number of trustees or vice versa.

Section 2. HIGH VOTE REQUIREMENT. If any provision of these bylaws requires the vote of a larger proportion of the board than is otherwise required by law, that provision may not be altered, amended, or repealed except by that greater vote.

**CERTIFICATE OF SECRETARY
OF
SYMONDS FOUNDATION**

The undersigned certifies that she is the duly elected, qualified and acting secretary of SYMONDS FOUNDATION, a California nonprofit public benefit corporation ("Corporation"); and

That the foregoing Amended and Restated Bylaws constitute the bylaws of the Corporation as duly adopted by unanimous Action by Trustees Without Meeting on 11/15, 2014.

Dated: 11/15, 2014

Marilyn D. Buchanan, Secretary
Marilyn D. Buchanan, Secretary

[SEAL]

EXHIBIT A
AMENDED AND RESTATED BYLAWS

[Attached]

SYMONDS FOUNDATION
CONFLICT OF INTEREST POLICY

Article I
Purpose

The purpose of the conflict of interest policy is to protect this tax-exempt organization's (Organization) interest when it is contemplating entering into a transaction or arrangement that might benefit the private interest of an officer or trustee of the Organization or might result in a possible excess benefit transaction. This policy is intended to supplement but not replace any applicable state and federal laws governing conflict of interest applicable to nonprofit and charitable organizations.

Article II
Definitions

1. Interested Person

Any trustee, principal officer, or member of a committee with governing board delegated powers, who has a direct or indirect financial interest, as defined below, is an interested person.

2. Financial Interest

A person has a financial interest if the person has, directly or indirectly, through business, investment, or family:

- a. An ownership or investment interest in any entity with which the Organization has a transaction or arrangement.
- b. A compensation arrangement with the Organization or with any entity or individual with which the Organization has a transaction or arrangement, or
- c. A potential ownership or investment interest in, or compensation arrangement with, any entity or individual with which the Organization is negotiating a transaction or arrangement.

Compensation includes direct and indirect remuneration as well as gifts or favors that are not insubstantial.

A financial interest is not necessarily a conflict of interest. Under Article III, Section 2, a person who has a financial interest may have a conflict of interest only if the appropriate governing board or committee decides that a conflict of interest exists.

Article III
Procedures

1. Duty to Disclose

In connection with any actual or possible conflict of interest, an interested person must disclose the existence of the financial interest and be given the opportunity to disclose all material facts to the trustees and members of committees with governing board delegated powers considering the proposed transaction or arrangement.

2. Determining Whether a Conflict of Interest Exists

After disclosure of the financial interest and all material facts, and after any discussion with the interested person, he/she shall leave the governing board or committee meeting while the determination of a conflict of interest is discussed and voted upon. The remaining board or committee members shall decide if a conflict of interest exists.

3. Procedures for Addressing the Conflict of Interest

a. An interested person may make a presentation at the governing board or committee meeting, but after the presentation, he/she shall leave the meeting during the discussion of, and the vote on, the transaction or arrangement involving the possible conflict of interest.

b. The chairperson of the governing board or committee shall, if appropriate, appoint a disinterested person or committee to investigate alternatives to the proposed transaction or arrangement.

c. After exercising due diligence, the governing board or committee shall determine whether the Organization can obtain with reasonable efforts a more advantageous transaction or arrangement from a person or entity that would not give rise to a conflict of interest.

d. If a more advantageous transaction or arrangement is not reasonably possible under circumstances not producing a conflict of interest, the governing board or committee shall determine by a majority vote of the disinterested trustees whether the transaction or arrangement is in the Organization's best interest, for its own benefit, and whether it is fair and reasonable. In conformity with the above determination it shall make its decision as to whether to enter into the transaction or arrangement.

4. Violations of the Conflicts of Interest Policy

a. If the governing board or committee has reasonable cause to believe a member has failed to disclose actual or possible conflicts of interest, it shall inform the member of the basis for such belief and afford the member an opportunity to explain the alleged failure to disclose.

b. If, after hearing the member's response and after making further investigation as warranted by the circumstances, the governing board or committee determines the member has failed to disclose an actual or possible conflict of interest, it shall take appropriate disciplinary and corrective action.

Article IV Records of Proceedings

The minutes of the governing board and all committees with board delegated powers shall contain:

a. The names of the persons who disclosed or otherwise were found to have a financial interest in connection with an actual or possible conflict of interest, the nature of the financial interest, any action taken to determine whether a conflict of interest was present, and the governing board's or committee's decision as to whether a conflict of interest in fact existed.

b. The names of the persons who were present for discussions and votes relating to the transaction or arrangement, the content of the discussion, including any alternatives to the proposed transaction or arrangement, and a record of any votes taken in connection with the proceedings.

Article V Compensation

a. A voting member of the governing board who receives compensation, directly or indirectly, from the Organization for services is precluded from voting on matters pertaining to that member's compensation.

b. A voting member of any committee whose jurisdiction includes compensation matters and who receives compensation, directly or indirectly, from the Organization for services is precluded from voting on matters pertaining to that member's compensation.

c. No voting member of the governing board or any committee whose jurisdiction includes compensation matters and who receives compensation, directly or indirectly, from the Organization, either individually or collectively, is prohibited from providing information to any committee regarding compensation.

Article VI Annual Statements

Each trustee, principal officer and member of a committee with governing board delegated powers shall annually sign a statement which affirms such person:

a. Has received a copy of the conflicts of interest policy,

- b. Has read and understands the policy,
- c. Has agreed to comply with the policy, and
- d. Understands the Organization is charitable and in order to maintain its federal tax exemption it must engage primarily in activities which accomplish one or more of its tax-exempt purposes.

Article VII
Periodic Reviews

To ensure the Organization operates in a manner consistent with charitable purposes and does not engage in activities that could jeopardize its tax-exempt status, periodic reviews shall be conducted. The periodic reviews shall, at a minimum, include the following subjects:

- a. Whether compensation arrangements and benefits are reasonable, based on competent survey information, and the result of arm's length bargaining.
- b. Whether partnerships, joint venture, and arrangements with management organizations conform to the Organization's written policies, are properly recorded, reflect reasonable investment or payments for goods and services, further charitable purposes and do not result in inurement, impermissible private benefit or in an excess benefit transaction.

Article VIII
Use of Outside Experts

When conducting the periodic reviews as provided for in Article VII, the Organization may, but need not, use outside advisors. If outside experts are used, their use shall not relieve the governing board of its responsibility for ensuring periodic reviews are conducted.

EXPENSE REPAYMENT AGREEMENT

THIS EXPENSE REPAYMENT AGREEMENT ("Agreement") is entered into on _____, by and between _____ ("TRUSTEE") on the one hand, and the SYMONDS FOUNDATION ("FOUNDATION") on the other hand. TRUSTEE and FOUNDATION are sometimes individually referred to herein as "Party" and collectively as "Parties."

RECITALS

A. TRUSTEE is an individual who is a "disqualified person" within the meaning of federal tax law and regulations pertaining to transactions between non-profit entities and persons who are related to or have an interest in them.

B. Pursuant to a previously existing and executed oral agreement between TRUSTEE and FOUNDATION, TRUSTEE has paid certain monies for reasonable and necessary fees, costs and expenses on behalf of FOUNDATION to assist it in carrying out its tax exempt purposes. Such payments were made with the express understanding between TRUSTEE and FOUNDATION that they were in the nature of a loan to be repaid by FOUNDATION upon demand and without interest or other charges.

C. TRUSTEE and FOUNDATION wish to memorialize their oral agreement and to provide a written framework for the making of future loans and for their repayment in compliance with the self-dealing exceptions for reasonable and necessary expenses pursuant to Treas. Reg. §53.4941, *et seq.*

NOW, THEREFORE, in consideration of the mutual covenants hereinafter set forth and of other good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, the Parties hereto do hereby agree as follows:

AGREEMENT

1. Loans. TRUSTEE may, at its sole election and in its sole discretion, pay monies on behalf of FOUNDATION up to the maximum aggregate amount of \$500.00 in any one calendar year, provided that:

a. The payments are for matters that are necessary to carrying out the exempt purposes of FOUNDATION; and,

b. The expenses are reasonable.

c. TRUSTEE agrees to provide such documents and other information as FOUNDATION may require to establish that all monies paid on its behalf meet the requirements of this paragraph.

2. Repayment. All monies paid pursuant to Paragraph 1. above, shall constitute a loan to FOUNDATION. Said loans shall be due and payable on demand. TRUSTEE shall not charge and FOUNDATION shall not pay any interest or other charges on said loans. Payments shall be made within 30 days of demand.

3. Successors and Assigns. This Agreement shall be binding upon and shall inure to the benefit of the successors and assigns of the Parties hereto.

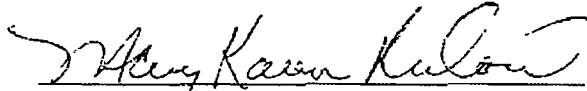
4. Applicable Law. All questions with respect to this Agreement, and the rights and liabilities of the Parties and venue hereto, shall be governed by the laws of the State of California. Any and all legal actions sought to enforce the terms and provisions of the Agreement shall be brought in the courts of Los Angeles County, California.

5. Binding Effect. This Agreement shall be binding upon and shall inure to the benefit of TRUSTEE and FOUNDATION and their respective successors and assignees.

6. Amendment to this Agreement. The terms of this Agreement may not be modified or amended except by an instrument in writing executed by each of the Parties hereto.


IN WITNESS WHEREOF, the parties have executed this Agreement as of the Effective Date.

Dated: 11-15-14


TRACY

SYMONDS FOUNDATION

Dated: 11/15/14

By: 
Name: JOHN STEPHEN SYMONDS
Title: PRESIDENT

SYMONDS FOUNDATION

CONFLICT OF INTEREST DECLARATION

As a member of the Board of Trustees of SYMONDS FOUNDATION, I, WILLIAM WEBSTER SYMONDS, am committed to SYMONDS FOUNDATION's goal to establish and maintain the highest level of public confidence in its accountability. I have personally committed to follow the standards set forth in the SYMONDS FOUNDATION Conflict of Interest Policy. In addition, I have personally committed to follow the standards set out below, which are a part of SYMONDS FOUNDATION's conflict of interest policies.

I will conduct my activities with the Board of Trustees of SYMONDS FOUNDATION so that I do not advance or protect my own interests, or the private interests of others with whom I have a relationship, in a way that is detrimental to the interests of or to the fundamental mission of SYMONDS FOUNDATION.

In every instance in which I represent SYMONDS FOUNDATION, I will conduct my activities in a manner to best promote the interests of SYMONDS FOUNDATION.

In all matters that come before the Board of Trustees for a vote that may favorably impact my own financial interests, or the private interests of others with whom I have a financial relationship, I will reveal that relationship and abstain from a vote in the matter.

When a conflict of interest arises, or when a potential conflict of interest emerges, I will disclose that conflict or potential conflict to the other Trustees of SYMONDS FOUNDATION and seek a resolution of that issue.

Entered into on this the 15 day of November, 2014

William Webster Symonds
WILLIAM WEBSTER SYMONDS, Trustee

SYMONDS FOUNDATION

CONFLICT OF INTEREST DECLARATION

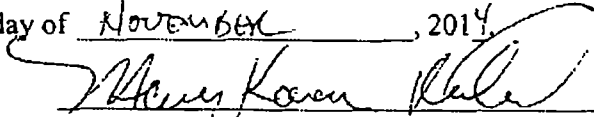
As a member of the Board of Trustees of SYMONDS FOUNDATION, I, MARY KAREN ROBERTS, am committed to SYMONDS FOUNDATION's goal to establish and maintain the highest level of public confidence in its accountability. I have personally committed to follow the standards set forth in the SYMONDS FOUNDATION Conflict of Interest Policy. In addition, I have personally committed to follow the standards set out below, which are a part of SYMONDS FOUNDATION's conflict of interest policies.

I will conduct my activities with the Board of Trustees of SYMONDS FOUNDATION so that I do not advance or protect my own interests, or the private interests of others with whom I have a relationship, in a way that is detrimental to the interests of or to the fundamental mission of SYMONDS FOUNDATION.

In every instance in which I represent SYMONDS FOUNDATION, I will conduct my activities in a manner to best promote the interests of SYMONDS FOUNDATION.

In all matters that come before the Board of Trustees for a vote that may favorably impact my own financial interests, or the private interests of others with whom I have a financial relationship, I will reveal that relationship and abstain from a vote in the matter.

When a conflict of interest arises, or when a potential conflict of interest emerges, I will disclose that conflict or potential conflict to the other Trustees of SYMONDS FOUNDATION and seek a resolution of that issue.

Entered into on this the 15 day of NOVEMBER, 2014.

MARY KAREN ROBERTS, Trustee

SYMONDS FOUNDATION

CONFLICT OF INTEREST DECLARATION

As a member of the Board of Trustees of SYMONDS FOUNDATION, I, MARILYN DEE BUCHANAN, am committed to SYMONDS FOUNDATION's goal to establish and maintain the highest level of public confidence in its accountability. I have personally committed to follow the standards set forth in the SYMONDS FOUNDATION Conflict of Interest Policy. In addition, I have personally committed to follow the standards set out below, which are a part of SYMONDS FOUNDATION's conflict of interest policies.

I will conduct my activities with the Board of Trustees of SYMONDS FOUNDATION so that I do not advance or protect my own interests, or the private interests of others with whom I have a relationship, in a way that is detrimental to the interests of or to the fundamental mission of SYMONDS FOUNDATION.

In every instance in which I represent SYMONDS FOUNDATION, I will conduct my activities in a manner to best promote the interests of SYMONDS FOUNDATION.

In all matters that come before the Board of Trustees for a vote that may favorably impact my own financial interests, or the private interests of others with whom I have a financial relationship, I will reveal that relationship and abstain from a vote in the matter.

When a conflict of interest arises, or when a potential conflict of interest emerges, I will disclose that conflict or potential conflict to the other Trustees of SYMONDS FOUNDATION and seek a resolution of that issue.

Entered into on this the 15 day of November, 2014

Marilyn Dee Buchanan, Trustee
MARILYN DEE BUCHANAN, Trustee

SYMONDS FOUNDATION

CONFLICT OF INTEREST DECLARATION

As a member of the Board of Trustees of SYMONDS FOUNDATION, I, JOHN STEPHEN SYMONDS, am committed to SYMONDS FOUNDATION's goal to establish and maintain the highest level of public confidence in its accountability. I have personally committed to follow the standards set forth in the SYMONDS FOUNDATION Conflict of Interest Policy. In addition, I have personally committed to follow the standards set out below, which are a part of SYMONDS FOUNDATION's conflict of interest policies.

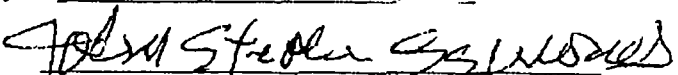
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In every instance in which I represent SYMONDS FOUNDATION, I will conduct my activities in a manner to best promote the interests of SYMONDS FOUNDATION.

In all matters that come before the Board of Trustees for a vote that may favorably impact my own financial interests, or the private interests of others with whom I have a financial relationship, I will reveal that relationship and abstain from a vote in the matter.

When a conflict of interest arises, or when a potential conflict of interest emerges, I will disclose that conflict or potential conflict to the other Trustees of SYMONDS FOUNDATION and seek a resolution of that issue.

Entered into on this the 15 day of NOV, 2014


JOHN STEPHEN SYMONDS, Trustee

SYMONDS FOUNDATION

CONFLICT OF INTEREST DECLARATION

As a member of the Board of Trustees of SYMONDS FOUNDATION, I, JEFFREY PAUL SYMONDS, am committed to SYMONDS FOUNDATION's goal to establish and maintain the highest level of public confidence in its accountability. I have personally committed to follow the standards set forth in the SYMONDS FOUNDATION Conflict of Interest Policy. In addition, I have personally committed to follow the standards set out below, which are a part of SYMONDS FOUNDATION's conflict of interest policies.

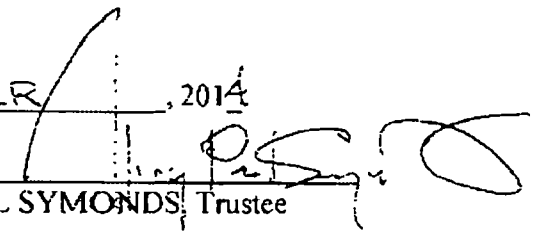
I will conduct my activities with the Board of Trustees of SYMONDS FOUNDATION so that I do not advance or protect my own interests, or the private interests of others with whom I have a relationship, in a way that is detrimental to the interests of or to the fundamental mission of SYMONDS FOUNDATION.

In every instance in which I represent SYMONDS FOUNDATION, I will conduct my activities in a manner to best promote the interests of SYMONDS FOUNDATION.

In all matters that come before the Board of Trustees for a vote that may favorably impact my own financial interests, or the private interests of others with whom I have a financial relationship, I will reveal that relationship and abstain from a vote in the matter.

When a conflict of interest arises, or when a potential conflict of interest emerges, I will disclose that conflict or potential conflict to the other Trustees of SYMONDS FOUNDATION and seek a resolution of that issue.

Entered into on this the 15 day of NOVEMBER, 2014



JEFFREY PAUL SYMONDS, Trustee

**CERTIFICATE OF AMENDMENT AND RESTATEMENT
OF
THE BYLAWS
OF
SYMONDS FOUNDATION**

John S. Symonds and Marilyn D. Buchanan certify that:

1. They are the duly elected and acting President and Secretary, respectively, of the Symonds Foundation, a California nonprofit public benefit corporation (the "Corporation").

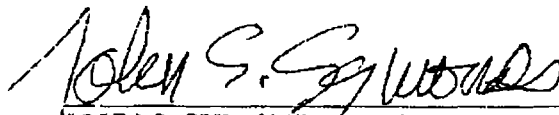
2. The Bylaws of the Corporation are amended and restated as set forth in that certain Action by Trustees Without a Meeting dated 11/15, 2014, a true and correct copy of which is attached hereto.

3. The foregoing amendment and restatement of the Bylaws of the Corporation has been duly approved by the Board of Trustees by unanimous written consent pursuant to said Action by Trustees Without a Meeting dated 11/15, 2014.

4. As the Corporation is a nonprofit foundation, the Corporation has no Shareholders to approve this amendment and restatement of the Bylaws of the Corporation.

I further declare under penalty of perjury under the laws of the State of California that the matters set forth in this Certificate are true and correct of my own knowledge.

Dated 11/15/14, 2014



JOHN S. SYMONDS, President

Dated 11/15, 2014



MARILYN D. BUCHANAN, Secretary