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Form **990-PF**

Department of the Treasury
Internal Revenue Service

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

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Information about Form 990-PF and its instructions is at www.irs.gov/form990pf.

OMB No 1545-0052

2015

Open to Public Inspection

For calendar year 2015, or tax year beginning 01-01-2015, and ending 12-31-2015

Name of foundation THE FLETCHER JONES FOUNDATION		A Employer identification number 23-7030155
Number and street (or P O box number if mail is not delivered to street address) Room/suite 117 E COLORADO BOULEVARD NO 600		B Telephone number (see instructions) (626) 535-9506
City or town, state or province, country, and ZIP or foreign postal code PASADENA, CA 91105		C If exemption application is pending, check here <input type="checkbox"/>
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		D 1. Foreign organizations, check here <input type="checkbox"/> 2. Foreign organizations meeting the 85% test, check here and attach computation <input type="checkbox"/>
H Check type of organization: <input checked="" type="checkbox"/> Section 501(c)(3) exempt private foundation <input type="checkbox"/> Section 4947(a)(1) nonexempt charitable trust <input type="checkbox"/> Other taxable private foundation		E If private foundation status was terminated under section 507(b)(1)(A), check here <input type="checkbox"/>
I Fair market value of all assets at end of year (from Part II, col. (c), line 16) \$ 137,316,462	J Accounting method: <input type="checkbox"/> Cash <input checked="" type="checkbox"/> Accrual <input type="checkbox"/> Other (specify) _____ (Part I, column (d) must be on cash basis.)	F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here <input type="checkbox"/>

Part I Analysis of Revenue and Expenses <i>(The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see instructions))</i>		Revenue and expenses per (a) books	Net investment (b) income	Adjusted net (c) income	Disbursements for charitable purposes (d) (cash basis only)
Revenue	1 Contributions, gifts, grants, etc., received (attach schedule)				
	2 Check <input checked="" type="checkbox"/> if the foundation is not required to attach Sch B				
	3 Interest on savings and temporary cash investments	164,493	164,493		
	4 Dividends and interest from securities	1,603,471	1,603,471		
	5a Gross rents				
	b Net rental income or (loss)				
	6a Net gain or (loss) from sale of assets not on line 10	4,177,138			
	b Gross sales price for all assets on line 6a 5,476,147				
	7 Capital gain net income (from Part IV, line 2)		4,848,895		
	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)	992,585	2,259,432			
12 Total. Add lines 1 through 11	6,937,687	8,876,291			
Operating and Administrative Expenses	13 Compensation of officers, directors, trustees, etc	208,400	36,200		172,200
	14 Other employee salaries and wages	24,615	2,462		22,154
	15 Pension plans, employee benefits	21,938	2,194		19,744
	16a Legal fees (attach schedule)	18,985	7,594		7,594
	b Accounting fees (attach schedule)	72,500	43,500		14,500
	c Other professional fees (attach schedule)	1,930,346	2,028,553		0
	17 Interest				
	18 Taxes (attach schedule) (see instructions)	22,597	63,739		11,193
	19 Depreciation (attach schedule) and depletion	640	0		
	20 Occupancy	15,387	4,616		7,694
	21 Travel, conferences, and meetings				
	22 Printing and publications				
	23 Other expenses (attach schedule)	68,768	12,309		51,822
	24 Total operating and administrative expenses. Add lines 13 through 23	2,384,176	2,201,167		306,901
	25 Contributions, gifts, grants paid	6,425,960			6,425,960
26 Total expenses and disbursements. Add lines 24 and 25	8,810,136	2,201,167		6,732,861	
27 Subtract line 26 from line 12					
a Excess of revenue over expenses and disbursements	-1,872,449				
b Net investment income (if negative, enter -0-)		6,675,124			
c Adjusted net income (if negative, enter -0-)					

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	643,759	723,163	723,163
	2 Savings and temporary cash investments	1,899,499	1,944,864	1,944,864
	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 schedule) ▶ _____ 2,382,098 Less allowance for doubtful accounts ▶ _____ 0	137,720	2,382,098	2,382,098
	8 Inventories for sale or use			
	9 Prepaid expenses and deferred charges	4,678	69,709	69,709
	10a Investments—U S and state government obligations (attach schedule)	12,970,096 <input checked="" type="checkbox"/>	7,945,049	7,945,049
	b Investments—corporate stock (attach schedule)	24,888,535 <input checked="" type="checkbox"/>	17,506,144	17,506,144
	c Investments—corporate bonds (attach schedule)	7,579,064 <input checked="" type="checkbox"/>	11,884,515	11,884,515
	11 Investments—land, buildings, and equipment basis ▶ _____ Less accumulated depreciation (attach schedule) ▶ _____			
	12 Investments—mortgage loans.			
	13 Investments—other (attach schedule)	99,004,720 <input checked="" type="checkbox"/>	94,858,729	94,858,729
	14 Land, buildings, and equipment basis ▶ _____ 35,165 Less accumulated depreciation (attach schedule) ▶ _____ 32,974	649 <input checked="" type="checkbox"/>	2,191	2,191
15 Other assets (describe ▶ _____)				
16 Total assets (to be completed by all filers—see the instructions Also, see page 1, item I)	147,128,720	137,316,462	137,316,462	
Liabilities	17 Accounts payable and accrued expenses	153,071		
	18 Grants payable			
	19 Deferred revenue			
	20 Loans from officers, directors, trustees, and other disqualified persons			
	21 Mortgages and other notes payable (attach schedule).			
	22 Other liabilities (describe ▶ _____)	<input checked="" type="checkbox"/> 704,678 <input checked="" type="checkbox"/>	509,162	
	23 Total liabilities (add lines 17 through 22)	857,749	509,162	
Net Assets or Fund Balances	Foundations that follow SFAS 117, check here <input checked="" type="checkbox"/> and complete lines 24 through 26 and lines 30 and 31.			
	24 Unrestricted	146,270,971	136,807,300	
	25 Temporarily restricted			
	26 Permanently restricted			
	Foundations that do not follow SFAS 117, check here <input type="checkbox"/> and complete lines 27 through 31.			
	27 Capital stock, trust principal, or current funds			
	28 Paid-in or capital surplus, or land, bldg, and equipment fund			
	29 Retained earnings, accumulated income, endowment, or other funds			
30 Total net assets or fund balances (see instructions)	146,270,971	136,807,300		
31 Total liabilities and net assets/fund balances (see instructions)	147,128,720	137,316,462		

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)	1 146,270,971
2	Enter amount from Part I, line 27a	2 -1,872,449
3	Other increases not included in line 2 (itemize) ▶ _____ <input checked="" type="checkbox"/>	3 422,630
4	Add lines 1, 2, and 3	4 144,821,152
5	Decreases not included in line 2 (itemize) ▶ _____ <input checked="" type="checkbox"/>	5 8,013,852
6	Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30	6 136,807,300

Part IV Capital Gains and Losses for Tax on Investment Income

	List and describe the kind(s) of property sold (e.g., real estate, (a) 2-story brick warehouse, or common stock, 200 shs MLC Co)	How acquired	Date acquired	Date sold
		(b) P—Purchase D—Donation	(c) (mo, day, yr)	(d) (mo, day, yr)
1a	See Additional Data Table			
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	See Additional Data Table			
b				
c				
d				
e				

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
(i) FMV as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
a	See Additional Data Table		
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	4,848,895
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

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 instructions before making any entries

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col (b) divided by col (c))
2014	7,241,165	142,251,407	0.050904
2013	7,215,676	144,058,388	0.050089
2012	6,875,285	134,386,660	0.051160
2011	7,025,313	140,527,193	0.049993
2010	6,943,343	133,744,097	0.051915
2	Total of line 1, column (d).		2 0.254061
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 0.050812
4	Enter the net value of noncharitable-use assets for 2015 from Part X, line 5.		4 136,635,543
5	Multiply line 4 by line 3.		5 6,942,725
6	Enter 1% of net investment income (1% of Part I, line 27b).		6 66,751
7	Add lines 5 and 6.		7 7,009,476
8	Enter qualifying distributions from Part XII, line 4.		8 6,732,861

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 page 18 of the instructions)

1a	Exempt operating foundations described in section 4940(d)(2), check here <input type="checkbox"/> and enter "N/A" on line 1 Date of ruling or determination letter _____ (attach copy of letter if necessary—see instructions)		
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	1	133,502
c	All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, col (b)		
2	Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)	2	0
3	Add lines 1 and 2.	3	133,502
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	133,502
6	Credits/Payments		
a	2015 estimated tax payments and 2014 overpayment credited to 2015	6a	157,055
b	Exempt foreign organizations—tax withheld at source	6b	
c	Tax paid with application for extension of time to file (Form 8868).	6c	
d	Backup withholding erroneously withheld	6d	
7	Total credits and payments. Add lines 6a through 6d.	7	157,055
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	
10	Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10	23,553
11	Enter the amount of line 10 to be Credited to 2015 estimated tax <input type="checkbox"/> 23,553 Refunded <input type="checkbox"/>	11	0

Part VII-A Statements Regarding Activities

1a	During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?	Yes	No
1a			No
b	Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see Instructions for 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>		No
1b			No
c	Did the foundation file Form 1120-POL for this year?	1c	No
d	Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year (1) On the foundation <input type="checkbox"/> \$ <u>0</u> (2) On foundation managers <input type="checkbox"/> \$ <u>0</u>		
e	Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers <input type="checkbox"/> \$ <u>0</u>		
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>	2	No
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>	3	No
4a	Did the foundation have unrelated business gross income of \$1,000 or more during the year?	4a	Yes
b	If "Yes," has it filed a tax return on Form 990-T for this year?	4b	Yes
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>	5	No
6	Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	6	Yes
7	Did the foundation have at least \$5,000 in assets at any time during the year? <i>If "Yes," complete Part II, col. (c), and Part XV.</i>	7	Yes
8a	Enter the states to which the foundation reports or with which it is registered (see instructions) <input type="checkbox"/> CA _____		
b	If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by General Instruction G? <i>If "No," attach explanation.</i>	8b	Yes
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 2015 or the taxable year beginning in 2015 (see instructions for Part XIV)? <i>If "Yes," complete Part XIV</i>	9	No
10	Did any persons become substantial contributors during the tax year? <i>If "Yes," attach a schedule listing their names and addresses.</i>	10	No

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		No
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		No
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address WWW.FLETCHERJONESFDN.ORG	13	Yes	
14	The books are in care of CHRISTINE SISLEY EXECUTIVE DIRECTOR Telephone no (626) 535-9506 Located at 117 E COLORADO BOULEVARD SUITE 600 PASADENA CA ZIP+4 91105			
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 —Check here <input type="checkbox"/> and enter the amount of tax-exempt interest received or accrued during the year 15			
16	At any time during calendar year 2015, 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 instructions for exceptions and filing requirements for FinCEN Form 114, Report of Foreign Bank and Financial Accounts (FBAR) If "Yes", enter the name of the foreign country	16	Yes	No

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

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

		Yes	No
1a	During the year did the foundation (either directly or indirectly)		
	(1) Engage in the sale or exchange, or leasing of property with a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
	(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
	(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
	(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? <input checked="" type="checkbox"/> Yes <input 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)? <input type="checkbox"/> Organizations relying on a current notice regarding disaster assistance check here. <input type="checkbox"/>	1b	No
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 2015?	1c	No
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 2015, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2015? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No If "Yes," list the years 20 ____, 20 ____, 20 ____, 20 ____		
b	Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement—see instructions)	2b	
c	If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here 20 ____, 20 ____, 20 ____, 20 ____		
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
b	If "Yes," did it have excess business holdings in 2015 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? (<i>Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2015.</i>)	3b	
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a	No
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 2015?	4b	No

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).

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

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	Title, and average hours per week (b) devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	Expense account, (e) other allowances
See Additional Data Table				

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	Title, and average hours per week (b) devoted to position	(c) Compensation	(d) Contributions to employee benefit plans and deferred compensation	Expense account, (e) other allowances
NONE				

Total number of other employees paid over \$50,000. Yes No 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
CAMBRIDGE ADVISORS 100 SUMMER STREET BOSTON, MA 02205	INVESTMENT MGMT	299,886
BANK OF NEW YORK MELLON 201 WASHINGTON STREET BOSTON, MA 02108	INVESTMENT MGMT	130,290
TWO SIGMA ACTIVE EXTENSION US ALL CAP EQUITY 100 AVENUE OF THE AMERICAS 16TH FLOOR NEW YORK, NY 10013	INVESTMENT MGMT	109,335
ADAGE CAPITAL PARTNERS LP 200 CLARENDON STREET 52ND FLOOR BOSTON, MA 02116	INVESTMENT MGMT	79,232
IVA INTERNATIONAL FUND CLASS I 717 FIFTH AVE 10TH FLOOR NEW YORK, NY 10022	INVESTMENT MGMT	67,406

Total number of others receiving over \$50,000 for professional services. **3**

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	
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	
2	
All other program-related investments. See instructions 3	

Total. Add lines 1 through 3 **0**

Part X Minimum Investment Return

(All domestic foundations must complete this part. Foreign foundations, see instructions.)

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc , purposes		
a	Average monthly fair market value of securities.	1a	132,366,441
b	Average of monthly cash balances.	1b	3,967,748
c	Fair market value of all other assets (see instructions).	1c	2,382,098
d	Total (add lines 1a, b, and c).	1d	138,716,287
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	138,716,287
4	Cash deemed held for charitable activities Enter 1 1/2% of line 3 (for greater amount, see instructions).	4	2,080,744
5	Net value of noncharitable-use assets. Subtract line 4 from line 3 Enter here and on Part V, line 4	5	136,635,543
6	Minimum investment return. Enter 5% of line 5.	6	6,831,777

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	6,831,777
2a	Tax on investment income for 2015 from Part VI, line 5.	2a	133,502
b	Income tax for 2015 (This does not include the tax from Part VI).	2b	
c	Add lines 2a and 2b.	2c	133,502
3	Distributable amount before adjustments Subtract line 2c from line 1.	3	6,698,275
4	Recoveries of amounts treated as qualifying distributions.	4	0
5	Add lines 3 and 4.	5	6,698,275
6	Deduction from distributable amount (see instructions).	6	0
7	Distributable amount as adjusted Subtract line 6 from line 5 Enter here and on Part XIII, line 1.	7	6,698,275

Part XII Qualifying Distributions (see instructions)

1	Amounts paid (including administrative expenses) to accomplish charitable, etc , purposes		
a	Expenses, contributions, gifts, etc —total from Part I, column (d), line 26.	1a	6,732,861
b	Program-related investments—total from Part IX-B.	1b	0
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc , purposes.	2	
3	Amounts set aside for specific charitable projects that satisfy the		
a	Suitability test (prior IRS approval required).	3a	
b	Cash distribution test (attach the required schedule).	3b	
4	Qualifying distributions. Add lines 1a through 3b Enter here and on Part V, line 8, and Part XIII, line 4	4	6,732,861
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	0
6	Adjusted qualifying distributions. Subtract line 5 from line 4.	6	6,732,861

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 2014	(c) 2014	(d) 2015
1 Distributable amount for 2015 from Part XI, line 7				6,698,275
2 Undistributed income, if any, as of the end of 2015				
a Enter amount for 2014 only.			0	
b Total for prior years 20___, 20___, 20___		0		
3 Excess distributions carryover, if any, to 2015				
a From 2010.				
b From 2011.				
c From 2012.			465,969	
d From 2013.			192,897	
e From 2014.			309,617	
f Total of lines 3a through e.	968,483			
4 Qualifying distributions for 2015 from Part XII, line 4 \blacktriangleright \$ 6,732,861				
a Applied to 2014, 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 2015 distributable amount.				6,698,275
e Remaining amount distributed out of corpus	34,586			
5 Excess distributions carryover applied to 2015 <i>(If an amount appears in column (d), the same amount must be shown in column (a).)</i>	0			0
6 Enter the net total of each column as indicated below:				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5	1,003,069			
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 2014 Subtract line 4a from line 2a Taxable amount—see instructions.			0	
f Undistributed income for 2016 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2015.				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 2010 not applied on line 5 or line 7 (see instructions).	0			
9 Excess distributions carryover to 2016. Subtract lines 7 and 8 from line 6a.	1,003,069			
10 Analysis of line 9				
a Excess from 2011.				
b Excess from 2012.			465,969	
c Excess from 2013.			192,897	
d Excess from 2014.			309,617	
e Excess from 2015.			34,586	

Part XIV Private Operating Foundations (see instructions and Part VII-A, question 9)

1a If the foundation has received a ruling or determination letter that it is a private operating foundation, and the ruling is effective for 2015, enter the date of the ruling.

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

2a Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed

	Tax year	Prior 3 years			(e) Total
	(a) 2015	(b) 2014	(c) 2013	(d) 2012	
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 organization 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))

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

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

CHRISTINE SISLEY
 117 E COLORADO BLVD STE 600
 PASADENA, CA 91105
 (626) 535-9506

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

POTENTIAL GRANTEES SHOULD CONTACT THE EXECUTIVE DIRECTOR FOR PRELIMINARY REVIEW OF THE PROPOSED APPLICATION. ACCESS TO THE ONLINE GRANT APPLICATION VIA A LINK MAY BE PROVIDED BY THE EXECUTIVE DIRECTOR, DEPENDING ON THE SUITABILITY OF THE ORGANIZATION AND THE PROPOSED PROJECT FOR CONSIDERATION BY THE BOARD OF TRUSTEES

c Any submission deadlines

THERE ARE NO DEADLINES FOR GRANT APPLICATIONS AS PROPOSALS ARE ACCEPTED THROUGHOUT THE YEAR

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

NONE

Part XV **Supplementary Information**(continued)

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

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i> See Additional Data Table				
Total				3a 6,425,960
b <i>Approved for future payment</i>				
Total				3b 0

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

- 1 Did the organization directly or indirectly engage in any of the following with any other organization described in section 501(c) of the Code (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.
(2) Other assets.
b Other transactions
(1) Sales of assets to a noncharitable exempt organization.
(2) Purchases of assets from a noncharitable exempt organization.
(3) Rental of facilities, equipment, or other assets.
(4) Reimbursement arrangements.
(5) Loans or loan guarantees.
(6) Performance of services or membership or fundraising solicitations.
c Sharing of facilities, equipment, mailing lists, other assets, or paid employees.
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.

Table with 3 columns: Question/Item, Yes, No. Rows include 1a(1), 1a(2), 1b(1) through 1b(6), and 1c.

Table with 4 columns: (a) Line No, (b) Amount involved, (c) Name of noncharitable exempt organization, (d) Description of transfers, transactions, and sharing arrangements. Multiple empty rows.

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

Table with 3 columns: (a) Name of organization, (b) Type of organization, (c) Description of relationship. Multiple empty rows.

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

Sign Here

Signature of officer or trustee: ***** Date: 2016-09-23 Title: *****

May the IRS discuss this return with the preparer shown below (see instr)? [X] Yes [] No

Paid Preparer Use Only

Table for preparer information including: Print/Type preparer's name (LAUREN A HAVERLOCK), Preparer's Signature, Date, Check if self-employed, PTIN (P00545829), Firm's name (GREEN HASSON & JANKS LLP), Firm's address (10990 WILSHIRE BLVD 16TH FLOOR LOS ANGELES, CA 900243929), Firm's EIN (95-1777440), and Phone no ((310) 873-1600).

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns a - d

List and describe the kind(s) of property sold (e.g., real estate, (a) 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.)
ACADIAN ALL COUNTRY WORLD EX US FUND	P		
ADAGE CAPITAL PARTNERS, L P	P		
ALCION REAL ESTATE PARTNERS FUND III-A, LP	P		
COMMON FUND CAPITAL VENTURE PARTNERS X, LP	P		
COMMON FUND CAPITAL VENTURE PARTNERS XI, LP	P		
CONTRARIAN FUND I OFFSHORE, LTD	P		
CONTRARIAN FUND I OFFSHORE, LTD	P		
D E SHAW & COMPANY, LP	P		
DAVIDSON KEMPNER INSTITUTIONAL PARTNERS, L P	P		
DENHAM COMMODITY PARTNERS FUND	P		

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns e - h

(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)
1,735,661		1,813,028	-77,367
2,166,567			2,166,567
			0
40,939		14,334	26,605
18,282		18,282	0
115,229			115,229
			0
			0
82,252			82,252
378,856		340,597	38,259

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns i - l

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
			-77,367
			2,166,567
			0
			26,605
			0
			115,229
			0
			0
			82,252
			38,259

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns a - d

List and describe the kind(s) of property sold (e.g., real estate, (a) 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.)
ENCAP ENERGY CAPITAL FUND IX LP	P		
FORTRESS CREDIT OPPORTUNITIES FUND III LP	P		
FORTRESS CREDIT OPPORTUNITIES FUND IV (B), LP	P		
FRONTIER SMALL CAP GROWTH FUND, LP	P		
HARVEST MLP INCOME FUND, LLC	P		
HARVEST MLP INCOME FUND, LLC	P		
INCOME ACCOUNT (VANGUARD)	P		
IR & M GOVT ONLY	P		
IVA INTERNATIONAL	P		
LEGG MASON BRANDYWINE ABSOLUTE RETURN OPPORTUNITIES BOND FUND	P		

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns e - h

(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)
16,090			16,090
18,501		3,115	15,386
399			399
142,653			142,653
		40,842	-40,842
			0
19,401			19,401
		24,295	-24,295
410,160			410,160
52,956			52,956

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns i - l

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
(i) FMV as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
			16,090
			15,386
			399
			142,653
			-40,842
			0
			19,401
			-24,295
			410,160
			52,956

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns a - d

List and describe the kind(s) of property sold (e g , real estate, (a) 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)
LONE CASCADE, L P	P		
LONE STAR REAL ESTATE FUND II (US), LP	P		
MASON CAPITAL, LTD	P		
MASON CAPITAL, LTD	P		
MAYO CAPITAL	P		
MFS INTERNATIONAL MANAGEMENT	P		
NORTHGATE VENTURE GROWTH II, LP	P		
PERMIT CAPITAL MORTGAGE SERIES FUND, LP	P		
PIMCO TOTAL RETURN	P		
RENAISSANCE INSTITUTIONAL EQUITIES FUND, LLC	P		

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns e - h

(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)
348,950			348,950
340,978		319,375	21,603
98,274			98,274
			0
866,445			866,445
130,162			130,162
		115,108	-115,108
815,462		127,780	687,682
		59,662	-59,662
34,621			34,621

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns i - l

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
			348,950
			21,603
			98,274
			0
			866,445
			130,162
			-115,108
			687,682
			-59,662
			34,621

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns a - d

List and describe the kind(s) of property sold (e.g., real estate, (a) 2-story brick warehouse, or common stock, 200 shs MLC Co)	(b) How acquired P—Purchase D—Donation	Date acquired (c) (mo, day, yr)	(d) Date sold (mo, day, yr)
RESOURCE CAPITAL FUND V, LP	P		
RESOURCE CAPITAL FUND VI, LP	P		
TIGER CONSUMER	P		
VANGUARD 500 INDEX FUND	P		
WELLINGTON CTF DIVERSIFIED INFLATION HEDGE PORTFOLIO	P		
DISPOSAL OF ACADIAN ALL COUNTRY WORLD EX US FUND	P		
DISPOSAL OF D E SHAW U S BROAD MARKET CORE ALPHA	P		
DOVER STREET VIII	P		
CITY OF LONDON EMERGING MARKETS FUND	P		
LONE STAR REAL ESTATE FUND III (US), LP	P		

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns e - h

(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)
		19,664	-19,664
231			231
18,293			18,293
		5,916	-5,916
		956,967	-956,967
8,473,437		7,948,444	524,993
7,538,962		7,552,158	-13,196
87,107		87,107	0
241,523			241,523
103,178			103,178

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns i - l

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
			-19,664
			231
			18,293
			-5,916
			-956,967
			524,993
			-13,196
			0
			241,523
			103,178

Form 990PF Part VIII Line 1 - List all officers, directors, trustees, foundation managers and their compensation

(a) Name and address	Title, and average hours per week (b) devoted to position	(c) Compensation (If not paid, enter -0-)	Contributions to employee benefit plans and deferred compensation (d)	Expense account, (e) other allowances
PETER K BARKER 117 E COLORADO BLVD STE 600 PASADENA, CA 91105	PRESIDENT 3 00	5,400	0	0
JOHN D PETTKER 117 E COLORADO BLVD STE 600 PASADENA, CA 91105	VP/TRUSTEE/SECRETARY 3 00	3,000	0	0
SAMUEL P BELL 117 E COLORADO BLVD STE 600 PASADENA, CA 91105	VP/TRUSTEE 2 00	3,000	0	0
PATRICK C HADEN 117 E COLORADO BLVD STE 600 PASADENA, CA 91105	VP/TRUSTEE 2 00	3,000	0	0
PARKER S KENNEDY 117 E COLORADO BLVD STE 600 PASADENA, CA 91105	VP/TRUSTEE 2 00	4,800	0	0
ROBERT W KUMMER LEFT 052015 117 E COLORADO BLVD STE 600 PASADENA, CA 91105	VP/TRUSTEE 2 00	1,800	0	0
DANIEL E LUNGREN 117 E COLORADO BLVD STE 600 PASADENA, CA 91105	VP/TRUSTEE 2 00	3,000	0	0
DONALD NICKELSON 117 E COLORADO BLVD STE 600 PASADENA, CA 91105	VP/TRUSTEE 3 00	4,800	0	0
ROCKWELL SCHNABEL 117 E COLORADO BLVD STE 600 PASADENA, CA 91105	VP/TRUSTEE 2 00	4,200	0	0
STEWART R SMITH 117 E COLORADO BLVD STE 600 PASADENA, CA 91105	VP/TRUSTEE 2 00	5,400	0	0
CHRISTINE SISLEY 117 E COLORADO BLVD STE 600 PASADENA, CA 91105	EXECUTIVE DIRECTOR/TREASURER 35 00	170,000	21,938	0

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
PEPPERDINE UNIVERSITY 24255 PACIFIC COAST HIGHWAY MALIBU, CA 902633999		PC	THE FLETCHER JONES CHAIR IN WESTERN CULTURE	1,000,000
OCCIDENTAL COLLEGE 1600 CAMPUS ROAD LOS ANGELES, CA 90041		PC	GENOMICS CENTER	750,000
CALIFORNIA LUTHERAN UNIVERSITY 60 WEST OLSEN ROAD 1675 THOUSAND OAKS, CA 91360		PC	THE FLETCHER JONES FOUNDATION CELL AND DEVELOPMENTAL GENETICS TEACHING LAB AT CALIFORNIA LUTHERAN UNIVERSITY	500,000
SANTA CLARA UNIVERSITY 500 EL CAMINO REAL SANTA CLARA, CA 950530015		PC	EDWARD M DOWD ART AND ART HISTORY BUILDING	500,000
UNIVERSITY OF THE PACIFIC 3601 PACIFIC AVE STOCKTON, CA 952110110		PC	THE FLETCHER JONES FOUNDATION ENDOWED PROFESSORSHIP IN ANALYTICS	500,000
WESTMONT COLLEGE 955 LA PAZ ROAD SANTA BARBARA, CA 93108		PC	ROBERT W KUMMER, JR SCHOLARSHIP FUND	500,000
WHITTIER COLLEGE 13406 E PHILADELPHIA STREET WHITTIER, CA 90608		PC	THE WHITTIER COLLEGE SCIENCE AND LEARNING CENTER RENOVATION PROJECT	500,000
WOODBURY UNIVERSITY 7500 GLENOAKS BLVD BURBANK, CA 915107846		PC	ROBERT W KUMMER, JR SCHOLARSHIP FUND	500,000
HARVEY MUDD COLLEGE 301 PLATT BOULEVARD CLAREMONT, CA 91711		PC	MODERN INSTRUMENTATION FOR EXCELLENCE IN TEACHING CHEMISTRY	470,000
DON BOSCO TECHNICAL INSTITUTE 1151 SAN GABRIEL BLVD ROSEMEAD, CA 917704251		PC	APPLIED SCIENCE & ENGINEERING EMERGING LABORATORY PROGRAM	250,000
SIMPSON UNIVERSITY 2211 COLLEGE VIEW DR REDDING, CA 960038601		PC	SCIENCE & NURSING EXPANSION PROJECT MAINTENANCE & EQUIPMENT ENDOWMENT	250,000
FRESNO PACIFIC UNIVERSITY 1717 S CHESTNUT AVE FRESNO, CA 937024709		PC	MIGRATION TO SIERRA LIBRARY SERVICES PLATFORM FOR THE FRESNO PACIFIC UNIVERSITY LIBRARY	103,500
MIDDLEBURY COLLEGE 460 PIERCE STREET MONTEREY, CA 93940		PC	FLETCHER JONES SCHOLARS AND IMMERSIVE LEARNING GRANTS	100,000
DUKE UNIVERSITY 324 BLACKWELL STREET SUITE 920 DURHAM, NC 277013764		PC	PERKINS LIBRARY PROJECT	50,000
HENRY E HUNTINGTON LIBRARY AND ART GALLERY 1151 OXFORD RD SAN MARINO, CA 911081218		PC	GENERAL OPERATING SUPPORT	50,000
Total				6,425,960

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
CHILDREN'S HOSPITAL OF LOS ANGELES 4650 SUNSET BLVD LOS ANGELES, CA 90027		PC	SUPPORT FOR THE INTERDISCIPLINARY NURSING RESEARCH AND INNOVATION ENDOWMENT	45,000
UNIVERSITY OF SOUTHERN CALIFORNIA UNIVERSITY PARK LOS ANGELES, CA 900890001		PC	USC CENTER ON PUBLIC POLICY	44,000
ST ANTHONY'S HS FOUNDATION 620 OLIVE AVENUE LONG BEACH, CA 90802		PC	ASSIST IN IMPLEMENTATION OF VOIP COMMUNICATION SYSTEM FOR SCHOOL BUILDINGS	40,000
CRIMINAL JUSTICE LEGAL FOUNDATION 2131 L STREET SACRAMENTO, CA 95816		PC	GENERAL OPERATING SUPPORT	25,000
SMITHSONIAN INSTITUTION 1000 JEFFERSON DRIVE WASHINGTON, DC 20013		PC	GENERAL OPERATING SUPPORT	25,000
TEXAS BIOMEDICAL RESEARCH INSTITUTE PO BOX 760549 SAN ANTONIO, TX 782450549		PC	OPERATIONS OR ENDOWMENT	25,000
BOY SCOUTS OF AMERICA - ORANGE COUNTY COUNCIL 1211 EAST DYER ROAD SANTA ANA, CA 92705		PC	OUTDOOR EDUCATION CAMP	20,000
SUN VALLEY SUMMER SYMPHONY PO BOX 1914 SUN VALLEY, ID 833531914		PC	GENERAL OPERATING SUPPORT	20,000
SAN ANTONIO ACADEMY OF TEXAS 117 EAST FRENCH PLACE SAN ANTONIO, TX 782125899		PC	GENERAL OPERATING SUPPORT	15,000
BOYS AND GIRLS CLUBS OF THE LOS ANGELES HARBOR 1200 S CABRILLO AVE SAN PEDRO, CA 907314011		PC	GENERAL OPERATING SUPPORT	10,000
UNIVERSITY OF NOTRE DAME 1100 GRACE HALL NOTRE DAME, IN 46556		PC	JOHN C LUNGREN M D SCHOLARSHIP FUND	10,000
A BETTER LA 1150 S OLIVE STREET SUITE 340 LOS ANGELES, CA 90015		PC	GENERAL OPERATING SUPPORT	5,000
AMERICAN JUNIOR GOLF ASSOCIATION 1980 SPORTS CLUB DR BRASELTON, GA 305176000		PC	GENERAL OPERATING SUPPORT	5,000
AMERICANS FOR OXFORD INC 500 FIFTH AVE 32ND FLOOR NEW YORK, NY 10110		PC	WORCESTER COLLEGE	5,000
BOY SCOUTS OF AMERICA - ST LOUIS AREA COUNCIL 4568 WPINE BLVD ST LOUIS, MO 63108		PC	LEARNING FOR LIFE PROJECT	5,000
Total			3a	6,425,960

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
CHAPMAN UNIVERSITY ONE UNIVERSITY DRIVE ORANGE, CA 92866		PC	DAVE CURRY FOUNDATION	5,000
DISCOVERY SCIENCE CENTER OF ORANGE COUNTY 2500 NORTH MAIN STREET SANTA ANA, CA 92705		PC	EDUCATION PROGRAMS	5,000
DREW UNIVERSITY 36 MADISON AVE MADISON, NJ 07940		PC	DREW SUMMER SCIENCE INSTITUTE	5,000
NEW VILLAGE CHARTER SCHOOL INC 333 S GRAND AVE 47TH FLOOR LOS ANGELES, CA 900713197		PC	GENERAL OPERATING SUPPORT	5,000
OPERA SAN ANTONIO 220 ALLEN ST SAN ANTONIO, TX 782095111		PC	GENERAL OPERATING SUPPORT	5,000
PACIFIC LEGAL FOUNDATION 930 G STREET SACRAMENTO, CA 95814		PC	GENERAL OPERATING SUPPORT	5,000
SAN MARINO SCHOOLS FOUNDATION 1665 WEST DRIVE SAN MARINO, CA 91108		PC	GENERAL OPERATING SUPPORT	5,000
SEGERSTROM CENTER FOR THE ARTS 600 TOWN CENTER DRIVE COSTA MESA, CA 92626		PC	EDUCATION PROGRAM	5,000
THE FUND FOR AMERICAN STUDIES INSTITUTE 1706 NEW HAMPSHIRE AVE NW WASHINGTON, DC 20009		PC	JOURNALISM/EDUCATIONAL PROGRAMS	5,000
THE LELAND STANFORD JUNIOR UNIVERSITY 450 SERRA MALL MAIN QUAD STANFORD, CA 943056105		PC	THE STANFORD FUND FOR UNDERGRADUATE EDUCATION	5,000
THE WOODEN FLOOR FOR YOUTH MOVEMENT DBA THE WOODEN FLOOR 1810 N MAIN ST SANTA ANA, CA 927062727		PC	GENERAL OPERATING SUPPORT	5,000
VISITING NURSE ASSOCIATION & HOSPICE FOUNDATION INC 1110 35TH ST VERO BEACH, FL 32963		PC	PROVIDE COMPASSIONATE CARE FOR ALL PATIENTS IN NEED	5,000
FUND FOR MUSIC 750 E GREEN ST STE 305 PASADENA, CA 911012134		PC	CAPITAL CAMPAIGN	2,500
PASADENA CONSERVATORY OF MUSIC 100 NORTH HILL PASADENA, CA 91106		PC	CAPITAL CAMPAIGN	2,500
PASADENA CITY COLLEGE FOUNDATION 1570 EAST COLORADO BLVD PASADENA, CA 91106		PC	STUDENT SCHOLARSHIPS	2,500
Total				6,425,960

Form 990PF Part XV Line 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 <i>Paid during the year</i>				
SKIRBALL CULTURAL CENTER 2701 N SEPULVEDA BLVD LOS ANGELES, CA 900496833		PC	GENERAL OPERATING SUPPORT	2,500
VISITING NURSE & HOSPICE CARE OF SANTA BARBARA 512 EAST GUTIERREZ STREET SUITE A SANTA BARBARA, CA 93108		PC	GENERAL OPERATING SUPPORT	2,500
AMERICAN COUNCIL OF TRUSTEES AND ALUMNI 1726 M STREET NW SUITE 802 WASHINGTON, DC 200364525		PC	GENERAL OPERATING SUPPORT	2,000
FRIEDMAN FOUNDATION FOR EDUCATIONAL CHOICE ONE AMERICAN SQUARE SUITE 2420 INDIANAPOLIS, IN 462820014		PC	EDUCATIONAL CHOICE PROGRAMS	2,000
HIGHER GROUND SUN VALLEY INC PO BOX 6791 KETCHUM, ID 833406791		PC	ACHIEVING NEW HEIGHTS THROUGH ADAPTIVE SPORTS	2,000
UNION STATION HOMELESS SERVICES 825 E ORANGE GROVE BLVD PASADENA, CA 91104		PC	GENERAL OPERATING SUPPORT	2,000
WORD OF HONOR FUND PO BOX 777 BELLEVUE, ID 833130777		PC	GENERAL OPERATING SUPPORT	2,000
THE UNUSUAL SUSPECTS THEATRE COMPANY 617 OLIVE STREET 812 LOS ANGELES, CA 90014		PC	GENERAL OPERATING SUPPORT	1,500
TRIUMPH FOUNDATION 17186 HICKORY RIDGE CT CANYON CNTRY, CA 913871810		PC	GENERAL OPERATING SUPPORT	1,500
VERBUM DEI HIGH SCHOOL 11100 S CENTRAL AVE LOS ANGELES, CA 90059		PC	GENERAL OPERATING SUPPORT	1,500
ASSOCIATION OF CATHOLIC STUDENT COUNCILS 6550 WAVERLY RD MARTINEZ, CA 945536276		PC	GENERAL OPERATING SUPPORT	1,000
CALIFORNIA STATE UNIVERSITY - NORTHRIDGE FOUNDATION 18111 NORDHOFF ST NORTHRIDGE, CA 913300001		PC	VALLEY PERFORMING ARTS CENTER	1,000
CYSTIC FIBROSIS FOUNDATION 2150 S TOWNE CENTRE PL STE 120 ANAHEIM, CA 928066125		PC	GENERAL OPERATING SUPPORT	1,000
DESERT COMMUNITY FOUNDATION 75-105 MERLE STREET PALM DESERT, CA 922115212		PC	EL DORADO COUNTRY CLUB SCHOLARSHIP FUND	1,000
FOUNDATION FOR TEACHING ECONOMICS 260 RUSSELL BLVD SUITE B DAVIS, CA 956163839		PC	BETTERMENT OF TEACHER & STUDENT PROGRAMS	1,000
Total				6,425,960

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
LEE PESKY LEARNING CENTER 345 BOBWHITE COURT BOISE, ID 83706		PC	GENERAL OPERATING SUPPORT	1,000
PASADENA HOSPITAL ASSOCIATION LTD 100 W CALIFORNIA BLVD PASADENA, CA 911053010		PC	GENERAL OPERATING SUPPORT	1,000
PICTURE ALTERNATIVES 4435 CROMWELL AVE LOS ANGELES, CA 900271249		PC	GENERAL OPERATING SUPPORT	1,000
ST JOSEPH HOSPITAL FOUNDATION 1100 WEST STEWART ORANGE, CA 92868		PC	GENERAL OPERATING SUPPORT	1,000
SWEETWATER SPECTRUM INC 369 FIFTH ST W UNIT A SONOMA, CA 954765608		PC	GENERAL OPERATING SUPPORT	1,000
THE COLBURN SCHOOL 200 SOUTH GRAND AVENUE LOS ANGELES, CA 90012		PC	DANCE COUNCIL	1,000
URBAN COMPASS 11100 SOUTH CENTRAL AVE LOS ANGELES, CA 90059		PC	GENERAL OPERATING SUPPORT	1,000
WATTS LEARNING CENTER 310 W 95TH ST LOS ANGELES, CA 900034012		PC	SEND TWO KIDS TO CAMP	1,000
ARMORY CENTER FOR THE ARTS 145 N RAYMOND AVENUE PASADENA, CA 91103		PC	GENERAL OPERATING SUPPORT	500
CHARITIES AID FOUNDATION AMERICA 1800 DIAGONAL ROAD SUITE 150 ALEXANDRIA, VA 223142840		PC	CONSERVATION LOWER ZAMBEZI	500
FRIENDS OF THE OBSERVATORY 2800 E OBSERVATORY ROAD LOS ANGELES, CA 90027		PC	GENERAL OPERATING SUPPORT	500
GRIZZLY DISCOVERY CENTER A NOT- FOR-PROFIT CORPORATION PO BOX 996 W YELLOWSTONE, MT 597580996		PC	GENERAL OPERATING SUPPORT	500
IDYLLWILD ARTS FOUNDATION PO BOX 38 52500 TEMECULA RD IDYLLWILD, CA 925490000		PC	GENERAL OPERATING SUPPORT	500
LIGHT BRINGER PROJECT 99 S RAYMOND AVE PASADENA, CA 91105		PC	GENERAL OPERATING SUPPORT	500
SOUTH PASADENA TOURNAMENT OF ROSES ASSOCIATION 625 FAIR OAKS AVE SOUTH PASADENA, CA 910302630		PC	GENERAL OPERATING SUPPORT	350
Total				6,425,960

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
HUMANE SOCIETY OF TAOS INC PO BOX 622 TAOS, NM 87571		PC	STRAY HEARTS ANIMAL SHELTER	110
Total				3a 6,425,960

TY 2015 Accounting Fees Schedule

Name: THE FLETCHER JONES FOUNDATION

EIN: 23-7030155

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
ACCOUNTING FEES	72,500	43,500		14,500

TY 2015 Investments Corporate Bonds Schedule

Name: THE FLETCHER JONES FOUNDATION

EIN: 23-7030155

Name of Bond	End of Year Book Value	End of Year Fair Market Value
LEGG MASON BRANDYWINE ABSOLUTE RETURN OPPORTUNITIES BOND FUND	3,762,265	3,762,265
PIMCO TOTAL RETURN INST	8,122,250	8,122,250

TY 2015 Investments Corporate Stock Schedule

Name: THE FLETCHER JONES FOUNDATION

EIN: 23-7030155

Name of Stock	End of Year Book Value	End of Year Fair Market Value
VANGUARD 500 INDEX FUND	982,291	982,291
MFS INTERNATIONAL EQUITY	7,068,186	7,068,186
IVA INTERNATIONAL FUND CLASS I	5,469,248	5,469,248
DFA EMERGING MARKETS VALUE PORTFOLIO	3,986,419	3,986,419

TY 2015 Investments Government Obligations Schedule

Name: THE FLETCHER JONES FOUNDATION

EIN: 23-7030155

**US Government Securities - End of
Year Book Value:** 7,945,049

**US Government Securities - End of
Year Fair Market Value:** 7,945,049

**State & Local Government
Securities - End of Year Book
Value:** 0

**State & Local Government
Securities - End of Year Fair
Market Value:** 0

TY 2015 Investments - Other Schedule

Name: THE FLETCHER JONES FOUNDATION

EIN: 23-7030155

Category/ Item	Listed at Cost or FMV	Book Value	End of Year Fair Market Value
ABDIEL QUALIFIED OFFSHORE PARTNERS, LTD	FMV	2,003,291	2,003,291
ADAGE CAPITAL PARTNERS	FMV	15,213,636	15,213,636
ALCION REAL ESTATE PARTNERS FUND III-A, LP	FMV	146,838	146,838
BAY RESOURCE OFFSHORE FUND	FMV	1,607,843	1,607,843
CITY OF LONDON	FMV	5,365,231	5,365,231
COMMONFUND CAPITAL VENTURE X	FMV	1,911,400	1,911,400
COMMONFUND CAPITAL VENTURE PARTNERS XI, LP	FMV	275,581	275,581
CONTRARIAN FUND I OFFSHORE, LTD	FMV	0	0
DAVIDSON KEMPNER	FMV	3,371,381	3,371,381
DENHAM COMMODITY PARTNERS FUND	FMV	657,624	657,624
DIALECTIC OFFSHORE LTD.	FMV	1,119,604	1,119,604
DOVER STREET VIII LP	FMV	1,206,908	1,206,908
ENCAP ENERGY CAPITAL FUND IX, LP	FMV	963,105	963,105
ENCAP ENERGY CAPITAL FUND X, LP	FMV	101,350	101,350
ENERVEST ENERGY INSTITUTIONAL FUND XII, LTD	FMV	1,466,557	1,466,557
ENERVEST INSTL ENERGY FUND XIII-C, LP	FMV	1,713,932	1,713,932
FORCE CAPITAL II LTD.	FMV	1,680,209	1,680,209
FORTRESS CREDIT OPPORTUNITIES FUND III B LP	FMV	1,529,699	1,529,699
FORTRESS CREDIT OPPORTUNITIES FUND IV (B), LP	FMV	355,788	355,788
FRONTIER SMALL CAP	FMV	1,042,073	1,042,073
GRUSS GLOBAL INVESTORS	FMV	1,851,266	1,851,266
HARVEST MLP INCOME FUND, LLC	FMV	2,280,459	2,280,459
HBK OFFSHORE FUND II LP	FMV	1,435,092	1,435,092
INDUS OMNI FUND, LTD	FMV	2,406,451	2,406,451
KNIGHTHEAD OFFSHORE FUND LTD.	FMV	1,772,057	1,772,057
LONE CASCADE LP	FMV	6,420,651	6,420,651
LONE STAR REAL ESTATE FUND, LP	FMV	2,006,589	2,006,589
MARCATO INTERNATIONAL, LTD.	FMV	1,511,256	1,511,256
MARLIN CAYMAN AIV, LP	FMV	45,531	45,531
MARLIN EQUITY IV AIV, LP	FMV	45,619	45,619

Category / Item	Listed at Cost or FMV	Book Value	End of Year Fair Market Value
MARLIN EQUITY IV, LP	FMV	249,266	249,266
MARLIN HERITAGE CAYMAN AIV, LP	FMV	212,794	212,794
MARLIN HERITAGE, LP	FMV	281,748	281,748
MARLIN HERITAGE AIV, LP	FMV	36,576	36,576
MARBLE ARCH OFFSHORE PARTNERS, LTD	FMV	1,926,544	1,926,544
MORGAN STANLEY GLOBAL REAL ESTATE PORTFOLIO CLASS I	FMV	2,137,197	2,137,197
NORTHGATE VENTURE GROWTH II, LP	FMV	386,369	386,369
OWL CREEK OVERSEAS FUND	FMV	1,505,757	1,505,757
PERMIT CAPITAL MORTGAGE FUND, LP SERIES G	FMV	177,793	177,793
PERMIT CAPITAL MORTGAGE FUND, LP SERIES H	FMV	621,014	621,014
RESOURCE CAPITAL FUND V, LP	FMV	702,235	702,235
RESOURCE CAPITAL FUND VI, LP	FMV	626,301	626,301
RENAISSANCE INSTITUTIONAL EQUITIES FUND, LLC	FMV	3,475,301	3,475,301
SCOPIA PX INT'L LTD.	FMV	1,273,241	1,273,241
SENATOR GLOBAL OPPORTUNITY OFFSHORE FUND	FMV	1,763,015	1,763,015
TACONIC OPP OFFSHORE	FMV	1,352,643	1,352,643
TWO SIGMA ACTIVE EXTENSION US ALL CAP EQUITY CAYMAN FUND, LTD	FMV	4,141,558	4,141,558
WELLINGTON DIH	FMV	2,872,643	2,872,643
WHALE ROCK FLAGSHIP FUND, LTD.	FMV	1,772,061	1,772,061
WELLS FARGO CLOSED END INTERNATIONAL EQUITY FUND	FMV	7,837,652	7,837,652

**TY 2015 Land, Etc.
Schedule**

Name: THE FLETCHER JONES FOUNDATION

EIN: 23-7030155

Category / Item	Cost / Other Basis	Accumulated Depreciation	Book Value	End of Year Fair Market Value
FURNITURE AND EQUIPMENT	32,410	30,219	2,191	2,191
LEASEHOLD IMPROVEMENTS	2,755	2,755	0	

TY 2015 Legal Fees Schedule

Name: THE FLETCHER JONES FOUNDATION

EIN: 23-7030155

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
LEGAL FEES	18,985	7,594		7,594

TY 2015 Other Decreases Schedule**Name:** THE FLETCHER JONES FOUNDATION**EIN:** 23-7030155

Description	Amount
NET UNREALIZED LOSSES ON INVESTMENTS	8,013,852

TY 2015 Other Expenses Schedule

Name: THE FLETCHER JONES FOUNDATION

EIN: 23-7030155

Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
OFFICE SUPPLIES AND EXPENSE	21,573	5,605		12,286
TELEPHONE	4,782	1,435		2,391
INSURANCE	26,686	0		26,686
PARKING	2,585	0		2,585
OTHER TRUSTEE EXPENSES	10,537	5,269		5,269
MISCELLANEOUS EXPENSES	2,605	0		2,605

TY 2015 Other Income Schedule

Name: THE FLETCHER JONES FOUNDATION

EIN: 23-7030155

Description	Revenue And Expenses Per Books	Net Investment Income	Adjusted Net Income
ACADIAN ALL COUNTRY WORLD EX US FUND	0	184,629	0
ADAGE CAPITAL PARTNERS, L P	158,727	430,663	158,727
COMMON FUND CAPITAL VENTURE PARTNERS X, LP	0	1,133	0
CITY OF LONDON EMERGING MARKETS FUND	0	76,988	0
DAVIDSON KEMPNER INSTITUTIONAL PARTNERS, L P	30,251	97,059	30,251
DENHAM COMMODITY VI-1, LP	-79,643	202,556	-79,643
ENERVEST ENERGY XII-C FUND, LP	0	12,820	0
ENERVEST ENERGY XIII-C FUND, LP	0	17,043	0
ENCAP ENERGY CAPITAL FUND IX LP	0	100,289	0
FRONTIER SMALL CAP GROWTH FUND, LP	6,206	6,182	6,206
LONE CASCADE, L P	94,646	94,329	94,646
LONE STAR REAL ESTATE FUND II (US), LP	0	129,185	0
LONE STAR REAL ESTATE FUND III (US), LP	0	233,917	0
MARLIN EQUITY IV, L P	558	558	558
MARLIN HERITAGE L P	76	76	76
NORTHGATE VENTURE GROWTH II, LP	0	3,154	0
PERMIT CAPITAL MORTGAGE SERIES FUND, LP	29,034	40,261	29,034
RESOURCE CAPITAL FUND V, LP	30,425	27,692	30,425
RESOURCE CAPITAL FUND VI, LP	21,334	20,457	21,334
D E SHAW U S BROAD MARKET	424,897	381,204	424,897

Description	Revenue And Expenses Per Books	Net Investment Income	Adjusted Net Income
WELLINGTON CTF DIVERSIFIED INFLATION HEDGE PORTFOLIO	100,293	123,088	100,293
FORTRESS CREDIT OPPORTUNITIES FUND III LP	76,428	136,315	76,428
SCOPIA PX INTERNATIONAL LTD	676	0	676
DOVER STREET VIII CAYMAN FUND, LP	-3	0	-3
ALCION REAL ESTATE PARTNERS FUND III-A, LP	331	0	331
MARLIN EQUITY IV AIV, L P	0	0	0
HARVEST MLP INCOME FUND, LLC	15,511	5,024	15,511
RENAISSANCE INSTITUTIONAL EQUITIES FUND, LLC	68,014	65,330	68,014
WELLS CAPITAL MANAGEMENT, INC	7,678	-158,944	7,678
FORTRESS CREDIT OPPORTUNITIES FUND IV, LP	4,396	4,799	4,396
TIGER CONSUMERS PARTNERS OFFSHORE, LTD	534	0	534
MARLIN HERITAGE CAYMAN AIV, LP	38	38	38
HBK MULTI-STRATEGY OFFSHORE FUND, LTD	55	0	55
OTHER INVESTMENT REVENUE	2,123	2,123	2,123
MARLIN IV CAYMAN AIV L P	0	58	0
ENCAP ENERGY X	0	27,287	0
MARLIN HERITAGE AIV, LP (NEW)	0	-5,881	0

TY 2015 Other Increases Schedule

Name: THE FLETCHER JONES FOUNDATION

EIN: 23-7030155

Description	Amount
EXCISE TAXES CREDIT	422,630

TY 2015 Other Liabilities Schedule

Name: THE FLETCHER JONES FOUNDATION

EIN: 23-7030155

Description	Beginning of Year - Book Value	End of Year - Book Value
SECURITIES PURCHASED PAYABLE	134,455	143,465
DEFERRED TAX	570,223	365,697

TY 2015 Other Professional Fees Schedule

Name: THE FLETCHER JONES FOUNDATION

EIN: 23-7030155

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
INVESTMENT MANAGEMENT FEES	1,930,346	2,028,553		0

TY 2015 Taxes Schedule

Name: THE FLETCHER JONES FOUNDATION

EIN: 23-7030155

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
FOREIGN TAXES	10,160	62,495		0
PAYROLL TAXES	12,437	1,244		11,193