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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](http://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 DYER FAMILY FOUNDATION		A Employer identification number  33-6338010	
Number and street (or P O box number if mail is not delivered to street address) 1099 E CHAMPLAIN SUITE 103		B Telephone number (see instructions)  (559) 681-9707	
City or town, state or province, country, and ZIP or foreign postal code FRESNO, CA 937205033		C If exemption application is pending, check here <input type="checkbox"/>	
G Check all that apply <input type="checkbox"/> Initial return <input type="checkbox"/> Final return <input type="checkbox"/> Address 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"/> E If private foundation status was terminated under section 507(b)(1)(A), check here <input type="checkbox"/> F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here <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			
I Fair market value of all assets at end of year (from Part II, col. (c), line 16) \$ 3,260,397		J Accounting method <input checked="" type="checkbox"/> Cash <input type="checkbox"/> Accrual <input type="checkbox"/> Other (specify) _____ (Part I, column (d) must be on cash basis.)	

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 books (a)	Net investment income (b)	Adjusted net income (c)	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 <b>not</b> required to attach Sch B . . . . .				
	3 Interest on savings and temporary cash investments	255	255	255	
	4 Dividends and interest from securities . . . . .	67,234	67,234	67,234	
	5a Gross rents . . . . .				
	b Net rental income or (loss) _____				
	6a Net gain or (loss) from sale of assets not on line 10 	-4,902			
	b Gross sales price for all assets on line 6a 1,595,498				
	7 Capital gain net income (from Part IV, line 2) . . . .		68,765		
	8 Net short-term capital gain . . . . .				
	9 Income modifications . . . . .				
	10a Gross sales less returns and allowances				
Operating and Administrative Expenses	b Less Cost of goods sold . . . . .				
	c Gross profit or (loss) (attach schedule) . . . . .				
	11 Other income (attach schedule) . . . . .				
	12 <b>Total.</b> Add lines 1 through 11 . . . . .	62,587	136,254	67,489	
	13 Compensation of officers, directors, trustees, etc	2,500			
	14 Other employee salaries and wages . . . . .				
	15 Pension plans, employee benefits . . . . .				
	16a Legal fees (attach schedule). . . . .	 7,434			
	b Accounting fees (attach schedule). . . . .	 2,660			
	c Other professional fees (attach schedule) . . . . .	 20,960			
	17 Interest . . . . .				
	18 Taxes (attach schedule) (see instructions) . . . .	 2,032			
	19 Depreciation (attach schedule) and depletion . . .				
	20 Occupancy . . . . .				
	21 Travel, conferences, and meetings. . . . .	2,027			
	22 Printing and publications . . . . .				
	23 Other expenses (attach schedule). . . . .	 1,766			
	24 <b>Total operating and administrative expenses.</b> Add lines 13 through 23 . . . . .	39,379	0		0
	25 Contributions, gifts, grants paid . . . . .	130,000			130,000
	26 <b>Total expenses and disbursements.</b> Add lines 24 and 25	169,379	0		130,000
	27 Subtract line 26 from line 12				
	a <b>Excess of revenue over expenses and disbursements</b>	-106,792			
	b <b>Net investment income</b> (if negative, enter -0-)		136,254		
	c <b>Adjusted net income</b> (if negative, enter -0-) . . . .			67,489	

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 . . . . .			
	2	Savings and temporary cash investments . . . . .	181,019	79,445	79,445
	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) ▶ _____ Less allowance for doubtful accounts ▶ _____			
	8	Inventories for sale or use . . . . .			
	9	Prepaid expenses and deferred charges . . . . .			
	10a	Investments—U S and state government obligations (attach schedule)			
	b	Investments—corporate stock (attach schedule) . . . . .	2,936,130	2,930,912	3,180,952
	c	Investments—corporate bonds (attach schedule) . . . . .			
	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)	3,117,149	3,010,357	3,260,397	
Liabilities	17	Accounts payable and accrued expenses . . . . .			
	18	Grants payable . . . . .			
	19	Deferred revenue . . . . .			
	20	Loans from officers, directors, trustees, and other disqualified persons			
	21	Mortgages and other notes payable (attach schedule). . . . .			
	22	Other liabilities (describe ▶ _____)			
	23	Total liabilities(add lines 17 through 22) . . . . .		0	
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 . . . . .	3,117,149	3,010,357	
	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) . . . . .	3,117,149	3,010,357	
	31	Total liabilities and net assets/fund balances(see instructions) . . . . .	3,117,149	3,010,357	

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	3,117,149
2	Enter amount from Part I, line 27a . . . . .	2	-106,792
3	Other increases not included in line 2 (itemize) ▶ _____	3	
4	Add lines 1, 2, and 3 . . . . .	4	3,010,357
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	3,010,357

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 P—Purchase (b) D—Donation	Date acquired (c) (mo , day, yr )	Date sold (d) (mo , day, yr )
1a				
b				
c				
d				
e				

(e) Gross sales price	Depreciation allowed (f) (or allowable)	Cost or other basis (g) plus expense of sale	Gain or (loss) (h) (e) plus (f) minus (g)
a			
b			
c			
d			
e			

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			Gains (Col (h) gain minus col (k), but not less than -0-) or (l) Losses (from col (h))
(i) F M V as of 12/31/69	Adjusted basis (j) as of 12/31/69	Excess of col (i) (k) over col (j), if any	
a			
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	68,765
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	229,834	3,639,911	0 063143
2013	174,503	3,406,048	0 051233
2012	174,327	3,196,675	0 054534
2011	172,050	3,247,840	0 052974
2010	159,082	3,115,355	0 051064

2	Total of line 1, column (d). . . . .	2	0 272948
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 054590
4	Enter the net value of noncharitable-use assets for 2015 from Part X, line 5. . . . .	4	3,431,532
5	Multiply line 4 by line 3. . . . .	5	187,327
6	Enter 1% of net investment income (1% of Part I, line 27b). . . . .	6	1,363
7	Add lines 5 and 6. . . . .	7	188,690
8	Enter qualifying distributions from Part XII, line 4. . . . .	8	130,000

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 VIExcise 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 ☐ and enter "N/A" on line 1  
Date of ruling or determination letter \_\_\_\_\_  
(attach copy of letter if necessary—see instructions)

b

Domestic foundations that meet the section 4940(e) requirements in Part V, check here ☐ and enter 1% of Part I, line 27b . . . . .

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

3

Add lines 1 and 2. . . . .

3

2,725

4

Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)

4

5

Tax based on investment income. Subtract line 4 from line 3. If zero or less, enter -0- . . . . .

5

2,725

6

Credits/Payments

a

2015 estimated tax payments and 2014 overpayment credited to 2015

6a

2,300

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

2,300

8

Enter any penalty for underpayment of estimated tax. Check here ☒ if Form 2220 is attached

8

5

9

Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed . . . . .

9

430

10

Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid. . . . .

10

11

Enter the amount of line 10 to be Credited to 2015 estimated tax ☐ Refunded ☐

11

Part VII-AStatements 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? . . . . .

1a

No

b

Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see Instructions for definition)? . . . . .  
If the answer is "Yes" to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities.

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 ☐ \$ \_\_\_\_\_ (2) On foundation managers ☐ \$ \_\_\_\_\_

e

Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers ☐ \$ \_\_\_\_\_

2

Has the foundation engaged in any activities that have not previously been reported to the IRS? . . . . .  
If "Yes," attach a detailed description of the activities.

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? If "Yes," attach a conformed copy of the changes . . . . .

3

No

4a

Did the foundation have unrelated business gross income of \$1,000 or more during the year? . . . . .

4a

No

b

If "Yes," has it filed a tax return on Form 990-T for this year? . . . . .

4b

5

Was there a liquidation, termination, dissolution, or substantial contraction during the year? . . . . .  
If "Yes," attach the statement required by General Instruction T.

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

No

7

Did the foundation have at least \$5,000 in assets at any time during the year? If "Yes," complete Part II, col. (c), and Part XV. . . . .

7

Yes

8a

Enter the states to which the foundation reports or with which it is registered (see instructions)  
☐ 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? If "No," attach explanation .

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)?  
If "Yes," complete Part XIV . . . . .

9

No

10

Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses. . . . .

10

No

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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 ▶N/A	13	Yes	
14	The books are in care of ▶DEBORA OZDINSKI Telephone no ▶(559) 681-9707 Located at ▶1099 E CHAMPLAIN DR STE 103 FRESNO CA ZIP+4 ▶93720			
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of <b>Form 1041</b> —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 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? ( <b>Exception.</b> 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 <b>any</b> 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		
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		
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 <b>not</b> 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 <b>all</b> years listed, answer "No" and attach statement—see instructions ). . . . .	2b		
c	If the provisions of section 4942(a)(2) are being applied to <b>any</b> 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?

5b

6b

7b

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
DOREEN DYER 1099 E CHAMPLAIN DR STE A FRESNO, CA 937205033	PRESIDENT 1 00	500	0	0
DEBORA ODZINSKI 1099 E CHAMPLAIN DR STE A FRESNO, CA 937205033	CFO 1 00	500	0	0
DELORIS KINGHORN 1099 E CHAMPLAIN DR STE A FRESNO, CA 937205033	VICE PRESIDE 1 00	500	0	0
WALDEN O'NEILL 1099 E CHAMPLAIN DR STE A FRESNO, CA 937205033	SECRETARY 1 00	1,000	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	Title, and average hours per week (b) devoted to position	(c) Compensation	Contributions to employee benefit plans and deferred compensation (d)	Expense account, (e) other allowances
NONE				

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

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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. ▶

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



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	3,436,666
b	Average of monthly cash balances. . . . .	1b	47,123
c	Fair market value of all other assets (see instructions). . . . .	1c	0
d	Total (add lines 1a, b, and c). . . . .	1d	3,483,789
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation). . . . .	1e	
2	Acquisition indebtedness applicable to line 1 assets. . . . .	2	
3	Subtract line 2 from line 1d. . . . .	3	3,483,789
4	Cash deemed held for charitable activities Enter 1 1/2% of line 3 (for greater amount, see instructions). . . . .	4	52,257
5	Net value of noncharitable-use assets.Subtract line 4 from line 3 Enter here and on Part V, line 4	5	3,431,532
6	Minimum investment return.Enter 5% of line 5. . . . .	6	171,577

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	171,577
2a	Tax on investment income for 2015 from Part VI, line 5. . . . .	2a	2,725
b	Income tax for 2015 (This does not include the tax from Part VI ). . . . .	2b	
c	Add lines 2a and 2b. . . . .	2c	2,725
3	Distributable amount before adjustments Subtract line 2c from line 1. . . . .	3	168,852
4	Recoveries of amounts treated as qualifying distributions. . . . .	4	
5	Add lines 3 and 4. . . . .	5	168,852
6	Deduction from distributable amount (see instructions). . . . .	6	
7	Distributable amountas adjusted Subtract line 6 from line 5 Enter here and on Part XIII, line 1. . . . .	7	168,852

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	130,000
b	Program-related investments—total from Part IX-B. . . . .	1b	
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	130,000
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	130,000

**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				168,852
2 Undistributed income, if any, as of the end of 2015				
a Enter amount for 2014 only.				
b Total for prior years 20____, 20____, 20____				
3 Excess distributions carryover, if any, to 2015				
a From 2010.				
b From 2011.				
c From 2012.				
d From 2013.				7,785
e From 2014.				52,170
f Total of lines 3a through e.	59,955			
4 Qualifying distributions for 2015 from Part XII, line 4 ▶ \$ 130,000				
a Applied to 2014, but not more than line 2a				
b Applied to undistributed income of prior years (Election required—see instructions).				
c Treated as distributions out of corpus (Election required—see instructions).				
d Applied to 2015 distributable amount.				130,000
e Remaining amount distributed out of corpus				
5 Excess distributions carryover applied to 2015 (If an amount appears in column (d), the same amount must be shown in column (a).)	38,852			38,852
6 Enter the net total of each column as indicated below:				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5	21,103			
b Prior years' undistributed income Subtract line 4b from line 2b.				
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.				
d Subtract line 6c from line 6b Taxable amount—see instructions.				
e Undistributed income for 2014 Subtract line 4a from line 2a Taxable amount—see instructions.				
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).				
8 Excess distributions carryover from 2010 not applied on line 5 or line 7 (see instructions).				
9 Excess distributions carryover to 2016. Subtract lines 7 and 8 from line 6a.	21,103			
10 Analysis of line 9				
a Excess from 2011.				
b Excess from 2012.				
c Excess from 2013.				
d Excess from 2014.				21,103
e Excess from 2015.				

## Part XIV

**b** Check box to indicate whether the organization is a private operating foundation described in section 170(c)(2)(B)(i) or 170(c)(2)(B)(ii): ☐ 170(c)(2)(B)(i) or ☐ 170(c)(2)(B)(ii)

**b** 85% of line 2a . . . . .

**d** Amounts included in line 2c not used directly for active conduct of exempt activities . . . . .

**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

## 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 email address of the person to whom applications should be addressed

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

**c** Any submission deadlines

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

[illegible]

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 Paid during the year See Additional Data Table				
Total . . . . .			3a	130,000
b Approved for future payment				
Total . . . . .			3b	

Enter gross amounts unless otherwise indicated		Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income (See instructions )
	(a) Business code	(b) Amount	(c) Exclusion code	(d) Amount		
<b>1</b> Program service revenue						
<b>a</b> _____						
<b>b</b> _____						
<b>c</b> _____						
<b>d</b> _____						
<b>e</b> _____						
<b>f</b> _____						
<b>g</b> Fees and contracts from government agencies						
<b>2</b> Membership dues and assessments. . . . .						
<b>3</b> Interest on savings and temporary cash investments . . . . .			14	255		
<b>4</b> Dividends and interest from securities. . . . .			14	67,234		
<b>5</b> Net rental income or (loss) from real estate						
<b>a</b> Debt-financed property. . . . .						
<b>b</b> Not debt-financed property. . . . .						
<b>6</b> Net rental income or (loss) from personal property . . . . .						
<b>7</b> Other investment income. . . . .						
<b>8</b> Gain or (loss) from sales of assets other than inventory . . . . .						-4,902
<b>9</b> Net income or (loss) from special events						
<b>10</b> Gross profit or (loss) from sales of inventory . . . . .						
<b>11</b> Other revenue <b>a</b> _____						
<b>b</b> _____						
<b>c</b> _____						
<b>d</b> _____						
<b>e</b> _____						
<b>12</b> Subtotal Add columns (b), (d), and (e). . . . .				67,489		-4,902
<b>13 Total.</b> Add line 12, columns (b), (d), and (e). . . . . (See worksheet in line 13 instructions to verify calculations )			<b>13</b>		62,587	

[illegible]



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)				
<b>a</b> <i>Paid during the year</i>				
NATIONAL SEARCH DOG FOUNDATION 501 E OJAI AVE OJAI,CA 93023			NATIONA TRAINING CENTER, TRAIN A DOG	20,000
CARING BRIDGE 1715 YANKEE DOODLE RD 30 EAGAN,MN 55121			MANAGEMENT & UPKEEP OF WEBSITE	10,000
BOY SCOUTS OF AMERICA 6005 N TAMERA AVE FRESNO,CA 93711			CHARITABLE PURPOSE SUCH AS CAMP FEES	20,000
MEDIC ONE FOUNDATION 325 NINTH AVE SEATTLE,WA 98104			MEDICAL TRAINING EQUIPMENT	20,000
ART OF LIFE CANCER FOUNDATION 6121 NORTH THESTA 204 FRESNO,CA 93710			ART CLASSES FOR CANCER PATIENTS	5,000
MURER HOUSE FOUNDATION 1126 JOE MURER COURT FOLSOM,CA 95630			SUPPLIES AND KITCHEN UPGRADES	5,000
MARJAREE MASON CENTER 1600 M STREET FRESNO,CA 93721			SUPPORT DOMESTIC VIOLENCE VICTIMS	20,000
BREAK THE BARRIERS 8555 NORTH CEDAR AVE FRESNO,CA 93720			AWARENESS OUTREACH & EDUCATION PROGM	10,000
LA COMIDA GUILD PO BOX 28173 FRESNO,CA 93729			SUPPORT CHILDREN'S HOSPITAL & TOUR	20,000
<b>Total . . . . .</b>			<b>3a</b>	130,000

## TY 2015 Accounting Fees Schedule

**Name:** DYER FAMILY FOUNDATION

**EIN:** 33-6338010

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
INDIRECT ACCOUNTING FEES	2,660			



Note: To capture the full content of this document, please select landscape mode (11" x 8.5") when printing.

TY 2015 Gain/Loss from Sale of Other Assets Schedule

Name: DYER FAMILY FOUNDATION  
EIN: 33-6338010

Name	Date Acquired	How Acquired	Date Sold	Purchaser Name	Gross Sales Price	Basis	Basis Method	Sales Expenses	Total (net)	Accumulated Depreciation
1,930 785 BLACKROCK GLOBAL ALLOCATIO	2015-01	PURCHASE	2015-12		38,036	38,384			-348	
56 118 BLACKROCK GLOBAL SMALLCAP FD	2014-10	PURCHASE	2015-04		1,421	1,509			-88	
352 792 BLACKROCK GLOBAL SMALLCAP FD	2015-01	PURCHASE	2015-04		8,933	8,654			279	
2,338 781 BLACKROCK STRATEGIC INCOME	2014-10	PURCHASE	2015-09		23,271	23,973			-702	
62 927 HENDERSON STRATEGIC INCOME	2014-10	PURCHASE	2015-04		583	569			14	
1,896 090 HENDERSON STRATEGIC INCOME	2014-10	PURCHASE	2015-09		17,065	17,141			-76	
542 071 OPPENHEIMER DEVELOPING MKTS	2015-01	PURCHASE	2015-08		17,856	18,902			-1,046	
150 299 OPPENHEIMER DEVELOPING MKTS	2015-04	PURCHASE	2015-08		4,951	5,271			-320	
270 091 OPPENHEIMER INTERNATIONAL	2015-04	PURCHASE	2015-07		9,837	9,280			557	
23,919 596 OPPENHEIMER STEELPATH MLP	2015-11	PURCHASE	2015-12		210,014	226,997			-16,983	
1,471 245 OPPENHEIMER STEELPATH MPL	2015-01	PURCHASE	2015-11		11,638	14,926			-3,288	
1,346 411 OPPENHEIMER STEELPATH MLP	2015-04	PURCHASE	2015-11		10,650	13,287			-2,637	
1,213 688 OPPENHEIMER STEELPATH MLP	2015-07	PURCHASE	2015-11		9,600	11,460			-1,860	
314 006 TEMPLETON INCOME TR	2014-10	PURCHASE	2015-09		3,567	4,201			-634	
1,043 086 TEMPLETON INCOME TR	2015-01	PURCHASE	2015-12		11,954	13,049			-1,095	
357 920 TEMPLETON INCOME TR	2015-04	PURCHASE	2015-12		4,102	4,474			-372	
146 706 TEMPLETON INCOME TR	2015-07	PURCHASE	2015-12		1,681	1,809			-128	
45 903 VOYA EQUITY TR	2014-07	PURCHASE	2015-04		2,832	2,835			-3	
10 079 VOYA EQUITY TR	2014-04	PURCHASE	2015-04		621	612			9	
206 513 BLACKROCK GLOBAL ALLOCATION	2011-03	PURCHASE	2015-04		4,221	4,138			83	
179 627 BLACKROCK GLOBAL ALLOCATION	2011-03	PURCHASE	2015-07		3,688	3,599			89	
693 251 BLACKROCK GLOBAL ALLOCATION	2011-03	PURCHASE	2015-09		13,262	13,891			-629	
13,987 239 BLACKROCK GLOBAL ALLOCATI	2011-03	PURCHASE	2015-12		275,549	280,267			-4,718	
2,042 582 BLACKROCK GLOBAL ALLOCATIO	2013-04	PURCHASE	2015-12		40,239	42,404			-2,165	
771 589 BLACKROCK GLOBAL ALLOCATION	2013-12	PURCHASE	2015-12		15,200	16,134			-934	
185 640 BLACKROCK GLOBAL ALLOCATION	2014-07	PURCHASE	2015-12		3,657	4,079			-422	
274 814 BLACKROCK GLOBAL ALLOCATION	2013-12	PURCHASE	2015-12		5,414	5,746			-332	
294 191 BLACKROCK GLOBAL ALLOCATION	2013-07	PURCHASE	2015-12		5,796	6,128			-332	
126 064 BLACKROCK GLOBAL ALLOCATION	2014-07	PURCHASE	2015-12		2,483	2,815			-332	
179 128 BALCKROCK GLOBAL ALLOCATION	2013-07	PURCHASE	2015-12		3,529	3,815			-286	

Name	Date Acquired	How Acquired	Date Sold	Purchaser Name	Gross Sales Price	Basis	Basis Method	Sales Expenses	Total (net)	Accumulated Depreciation
165 275 BLACKROCK GLOBAL ALLOCATION	2013-12	PURCHASE	2015-12		3,256	3,456			-200	
248 172 BLACKROCK GLOBAL ALLOCATION	2011-12	PURCHASE	2015-12		4,889	4,417			472	
226 776 BLACKROCK GLOBAL SMALLCAP FD	2021-01	PURCHASE	2015-04		5,742	6,146			-404	
50 725 BLACKROCK GLOBAL SMALLCAP FD	2013-12	PURCHASE	2015-04		1,284	1,375			-91	
21 644 BLACKROCK GLOBAL SMALLCAP FD	2013-12	PURCHASE	2015-04		548	587			-39	
2,162 565 BLACKROCK GLOBAL SMALLCAP	2011-03	PURCHASE	2015-04		54,756	51,931			2,825	
0 477 CAPITAL WORLD GROWTH & INCM	2013-07	PURCHASE	2015-07		22	19			3	
162 876 GROWTH FD AMER INC	2004-04	PURCHASE	2015-04		7,147	4,209			2,938	
149 935 GROWTH FD AMER INC	2004-04	PURCHASE	2015-07		6,731	3,874			2,857	
266 670 GROWTH FD AMER INC	2004-04	PURCHASE	2015-09		11,280	6,890			4,390	
23 590 INCOME FD AMER INC	2009-03	PURCHASE	2015-01		509	261			248	
325 801 INCOME FD AMER INC	2009-03	PURCHASE	2015-09		6,444	3,608			2,836	
5 651 JPMORGAN TR I	2010-03	PURCHASE	2015-07		203	123			80	
1,670 467 JPMORGAN TR II	2014-04	PURCHASE	2015-09		12,077	13,514			-1,437	
11 736 OPPENHEIMER DEVELOPING MKTS	2013-07	PURCHASE	2015-07		410	396			14	
1,003 050 OPPENHEIMER DEVELOPING MKT	2014-01	PURCHASE	2015-08		33,040	37,163			-4,123	
744 291 OPPENHEIMER DEVELOPING MKTS	2013-10	PURCHASE	2015-08		24,517	27,509			-2,992	
2,580 746 OPPENHEIMER DEVELOPING MKT	2013-07	PURCHASE	2015-08		85,010	87,126			-2,116	
112 386 OPPENHEIMER DEVELOPING MKTS	2014-04	PURCHASE	2015-08		3,702	4,192			-490	
18 391 OPPENHEIMER DEVELOPING MKTS	2013-12	PURCHASE	2015-08		606	682			-76	
16 778 OPPENHEIMER DEVELOPING MKTS	2013-12	PURCHASE	2015-08		553	622			-69	
13,1372 785 OPPENHEIMER STEELPATH ML	2014-04	PURCHASE	2015-11		105,779	129,762			-23,983	
6,161 936 OPPENHEIMER STEELPATH MLP	2013-04	PURCHASE	2015-11		48,741	53,934			-5,193	
2,817 186 OPPENHEIMER STEELPATH MLP	2013-07	PURCHASE	2015-11		22,284	26,177			-3,893	
143 374 OPPENHEIMER STEELPATH MLP	2014-09	PURCHASE	2015-11		1,134	1,554			-420	
146 768 OPPENHEIMER STEELPATH MLP	2014-10	PURCHASE	2015-11		1,161	1,570			-409	
137 428 OPPENHEIMER STEELPATH MLP	2014-11	PURCHASE	2015-11		1,087	1,478			-391	
145 580 OPPENHEIMER STEELPATH MLP	2014-07	PURCHASE	2015-11		1,152	1,514			-362	
139 798 OPPENHEIMER STEELPATH MLP	2014-11	PURCHASE	2015-11		1,106	1,458			-352	
152 786 OPPENHEIMER STEELPATH MLP	2014-06	PURCHASE	2015-11		1,209	1,560			-351	

Name	Date Acquired	How Acquired	Date Sold	Purchaser Name	Gross Sales Price	Basis	Basis Method	Sales Expenses	Total (net)	Accumulated Depreciation
149 784 OPPENHEIMER STEELPATH MLP	2014-08	PURCHASE	2015-11		1,185	1,529			-344	
154 079 OPPENHEIMER STEELPATH MLP	2014-05	PURCHASE	2015-11		1,219	1,538			-319	
155 822 OPPENHEIMER STEELPATH MLP	2014-04	PURCHASE	2015-11		1,233	1,516			-283	
165 577 OPPENHEIMER STEELPATH MLP	2013-10	PURCHASE	2015-11		1,310	1,534			-224	
77 537 OPPENHEIMER STEELPATH MLP	2014-03	PURCHASE	2015-11		613	743			-130	
76 734 OPPENHEIMER STEELPATH MLP	2014-02	PURCHASE	2015-11		607	734			-127	
76 355 OPPENHEIMER STEELPATH MLP	2014-01	PURCHASE	2015-11		604	725			-121	
75 765 OPPENHEIMER STEELPATH MLP	2013-12	PURCHASE	2015-11		599	714			-115	
74 982 OPPENHEIMER STEELPATH MLP	2013-11	PURCHASE	2015-11		593	705			-112	
71 992 OPPENHEIMER STEELPATH MLP	2013-08	PURCHASE	2015-11		569	671			-102	
75 291 OPPENHEIMER STEELPATH MLP	2013-10	PURCHASE	2015-11		596	695			-99	
71 513 OPPENHEIMER STEELPATH MLP	2013-07	PURCHASE	2015-11		566	663			-97	
74 484 OPPENHEIMER STEELPATH MLP	2013-09	PURCHASE	2015-11		589	676			-87	
55 219 OPPENHEIMER STEELPATH MLP	2013-05	PURCHASE	2015-11		437	497			-60	
36 249 OPPENHEIMER STEELPATH MLP	2014-01	PURCHASE	2015-11		287	346			-59	
57 100 OPPENHEIMER STEELPATH MLP	2013-06	PURCHASE	2015-11		452	500			-48	
198 123 PRINCIPAL FDS INC	2013-04	PURCHASE	2015-01		4,329	3,455			874	
426 567 PRINCIPAL FDS INC	2013-04	PURCHASE	2015-04		9,904	7,439			2,465	
12,584 649 TEMPLETON INCOME TR	2014-10	PURCHASE	2015-12		144,220	168,383			-24,163	
57 707 TEMPLETON INCOME TR	2014-10	PURCHASE	2015-12		661	762			-101	
46 065 TEMPLETON INCOME TR	2014-11	PURCHASE	2015-12		528	615			-87	
49 065 VOYA EQUITY TR	2013-07	PURCHASE	2015-01		2,861	2,621			240	
41 560 VOYA EQUITY TR	2013-12	PURCHASE	2015-04		2,564	2,399			165	
84 870 VOYA EQUITY TR	2013-12	PURCHASE	2015-04		5,235	4,899			336	
2,219 869 VOYA EQUITY TR	2013-07	PURCHASE	2015-04		136,943	118,585			18,358	

## TY 2015 Investments Corporate Stock Schedule

**Name:** DYER FAMILY FOUNDATION

**EIN:** 33-6338010

Name of Stock	End of Year Book Value	End of Year Fair Market Value
GROWTH FUND OF AMERICA	297,357	385,286
INCOME FUND OF AMERICA	119,289	197,488
JPMORGAN TR I INTREPID VALUE F	226,734	317,191
BLACKROCK GLOBAL SMALLCAP FD I		
JPMORGAN TR I STRATEGIC INCM O		
BLACKROCK GLOBAL ALLOCATION FD		
ING EQUITY TRUST		
OPPENHEIMER STEELPATH MLP INCOME FUN	228,704	228,704
OPPENHEIMER INTERNATIONAL SMALL MID	269,761	281,982
OPPENHEIMER SENIOR FLOATING RATE		
PRINCIPAL FDS INC MIDCAP	165,478	194,890
VOYA EQUITY TR SMALLCAP		
CAPITAL WORLD GROWTH & INCOME	416,273	421,057
OPPENHEIMER DEVELOPING MARKETS		
BLACKROCK STRATEGIC INCOME	265,876	253,569
HENDERSON STRATEGIC INCOME	162,274	160,320
JPMORGAN TR II HIGH YIELD SELECT	214,431	182,095
TEMPLETON INCOME TR GLOBAL		
BLACKROCK ALL CAP GLBL OPPTYS PORTFO	400,473	393,945
PRINCIPAL FDS INC PFD SECS FD CL P	164,262	164,425

## TY 2015 Investments - Other Schedule

**Name:** DYER FAMILY FOUNDATION

**EIN:** 33-6338010

Category / Item	Listed at Cost or FMV	Book Value	End of Year Fair Market Value
DIVIDENDS RECEIVABLE	AT COST		
INTEREST RECEIVABLE	AT COST		

TY 2015 Legal Fees Schedule

**Name:** DYER FAMILY FOUNDATION

**EIN:** 33-6338010

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
INDIRECT LEGAL FEES	7,434			

**TY 2015 Other Expenses Schedule****Name:** DYER FAMILY FOUNDATION**EIN:** 33-6338010

Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
EXPENSES				
FILING FEES	75			
INSURANCE	1,624			
MISCELLANEOUS	67			

TY 2015 Other Professional Fees Schedule

**Name:** DYER FAMILY FOUNDATION

**EIN:** 33-6338010

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
ADVISORY FEES	20,960			



**TY 2015 Taxes Schedule****Name:** DYER FAMILY FOUNDATION**EIN:** 33-6338010

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
FOREIGN TAXES	627			
STATE TAXES	10			
FEDERAL TAXES	1,395			

**AMENDED AND RESTATED BYLAWS  
OF  
DYER FAMILY FOUNDATION  
(a California nonprofit public benefit corporation)  
Adopted May 1, 2015**

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DYER FAMILY FOUNDATION

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CERTIFICATE OF SECRETARY

AMENDED AND RESTATED BYLAWS  
OF  
DYER FAMILY FOUNDATION  
(a nonmembership nonprofit public benefit corporation)

ARTICLE I

Offices

1.1. Principal Office The principal administrative office for the transaction of the business of the corporation shall be located in Fresno County, CA. The Board of Directors is hereby granted full power and authority to establish the location of the principal office and to change such location from time to time.

1.2. Other Offices Branch or subordinate offices may at any time be established by the Board of Directors at any place or places where the corporation is qualified to do business.

ARTICLE II

Purposes

2.1. Purpose The corporation is a nonprofit public benefit corporation and is not organized for the private gain of any person. It is organized for charitable purposes. The specific purpose of the corporation is to make distributions and grants to one or more nonprofit organizations described in Section 501(c)(3) of the Internal Revenue Code of 1986, to be used by such distributees exclusively for public, religious, charitable, scientific, literary, or educational purposes, or to make distributions or grants for charitable purposes consistent with the foregoing.

2.2. Limitations The corporation is hereby organized and shall be operated exclusively for charitable purposes. No part of the net earnings of the corporation shall inure to the benefit of any private person or individual, and the corporation shall not attempt to influence legislation, and/or participate, or intervene in (including the publishing or distributing of statements), any political campaign on behalf of, or in opposition to, any candidate for public office. The Directors of the corporation shall (i) distribute the income of the corporation at such time and in such manner as not to subject the corporation to tax under Section 4942 of the Internal Revenue Code ("Code"), and (ii) shall prohibit the corporation from engaging in any act of self-dealing (as defined in Code Section 4941(d)), from retaining any excess business holdings (as defined in Code Section 4943(c)), from making any investment in such manner as to subject the corporation to tax under Code Section 4944, and from making any taxable expenditures (as defined in Code Section 4945(d)).

ARTICLE III

Membership

3.1. No Statutory Members The corporation shall have no members within the meaning of Section 5056 of the California Nonprofit Public Benefit Corporation Law notwithstanding the use of the term "member" in any section or heading of these Bylaws. In the event of any ambiguity, this Section 3.1 shall control.

3.2. Non-Voting Members The Board of Directors may adopt policies and procedures for the

admission of associate members or other designated members who shall have no voting rights in the corporation. Such associate or other members are not "members" of the corporation as defined in Section 5056 of the California Nonprofit Public Benefit Corporation Law.

3.3 Property Rights. No member shall have any right or interest in any of the property or assets of the corporation.

3.4 Nonliability. No member shall be personally liable for the debts, liabilities, or obligations of the corporation.

3.5 Nontransferability. No member may transfer for value or otherwise a membership or any right arising therefrom; and all rights of membership shall cease upon the member's death.

## ARTICLE IV

### Board of Directors

4.1 Powers. Subject to the limitations of the Articles of Incorporation, of the Bylaws, and of the Nonprofit Public Benefit Corporation Law of the State of California, and subject to the duties of Directors as prescribed by the Bylaws, all corporate powers shall be exercised by or under the authority of, and the business and affairs of the corporation shall be controlled by, the Board of Directors. Without limiting the foregoing, the Board of Directors shall have the power to levy dues and assessments, to select and remove all officers, agents, employees and contractors, and to fix reasonable compensation therefor, to authorize and empower officers or agents to enter into contracts and other commitments on behalf of the corporation, and to appoint and delegate responsibilities and authority to committees, officers and agents.

4.2 Number of Directors. The number of Directors of the corporation shall be not less than two and not more than seven until changed by a duly adopted amendment to this Bylaw section. The exact number of Directors shall be fixed from time to time, within the limits specified in this section, by a resolution of the Board of Directors. Subject to the foregoing provisions for changing the number of Directors, the exact number of Directors of the corporation is hereby fixed initially at five.

4.3 Eligibility. The Directors shall consist of persons who are interested in promoting the purposes of the corporation.

4.4 Term of Office: Election. Directors shall serve for a term of six years, expiring on the date of the next annual meeting. At the annual meeting of the Board, the Board shall elect members of the Board of Directors to fill any vacancies created by the expiration of a term. The Board of Directors shall select by majority vote of the Board the persons to serve on the Board of Directors. Persons may serve as Directors for an unlimited number of consecutive terms.

4.5 Vacancies. Vacancies in the Board of Directors may be filled by a majority vote of the remaining Directors then in office, whether or not less than a quorum, and each Director so elected shall hold office for the remainder of the current term of the vacating Director. A vacancy or vacancies shall be deemed to exist in the case of the death, resignation or removal of any Director, or if the authorized number of Directors be increased without election of the additional Directors so provided for, or in case of the failure at any time to elect the full number of authorized Directors, or if any Director fails to attend three consecutive meetings of the Board without excuse. Provided, however, that except upon notice to the Attorney General, no Director may

resign if the corporation would be left without a duly elected Director in charge of its affairs. If any Director tenders his or her resignation to the Board of Directors, the Board shall have the power to elect a successor to take office at such time as the resignation shall become effective. No reduction in the number of Directors shall have the effect of removing any Director prior to the expiration of his or her term of office.

4.6. Place of Meeting. All meetings of the Board of Directors may be held at any place within or without the State of California, which has been designated from time to time by resolution of the Board or by the written consent of a majority of the Directors.

4.7. Annual Meetings. Not less frequently than annually, the Directors shall hold a regular meeting for the purpose of electing Directors, organizing the Board, the election of officers and the transaction of such business as may come before the meeting. Pending such organization meeting, each officer of the corporation shall continue to hold that officer position. A Director elected at such annual meeting, if any, shall forthwith become a member of the Board of Directors for purposes of such organization. The annual meeting shall be held between September 1 and November 30 of each year, or as otherwise determined by the Board of Directors.

4.8. Other Regular Meetings. Other regular meetings of the Board of Directors shall be held on such other periodic basis as may be specified and noticed by the Board of Directors or the President of the corporation.

4.9. Special Meetings. Special meetings of the Board of Directors for any purpose may be called at any time by the President or by any two Directors.

4.10. Notice of Meetings. Notice of the time and place of each meeting of the Board of Directors not fixed by an express provision of the Bylaws or by a standing Resolution of the Board of Directors shall be given to each Director not less than 48 hours before the date of the meeting if given personally or by telephone, facsimile or electronic mail, and not less than four days before the date of the meeting if given by first-class mail.

4.11. Consent to Meetings. The transactions of the Board of Directors at any meeting however called and noticed or wherever held, shall be as valid as though done at a meeting duly held after call and notice if a quorum be present and if either before or after the meeting each Director not present signs a written waiver of notice, or a consent to the holding of such meeting or approval of the minutes thereof, or who attends the meeting without protesting, prior thereto or at its commencement, the lack of notice to such Director. All such waivers, consents or approvals shall be filed with the corporate records and made a part of the minutes of the meeting.

4.12. Action Without Meeting. Any action required or permitted to be taken by the Board of Directors under any provision of the Nonprofit Public Benefit Corporation Law of the State of California may be taken without a meeting if all members of the Board shall individually or collectively consent in writing to such action. Such written consent or consents shall be filed with the minutes of the proceedings of the Board. Such action by written consent shall have the same force and effect as a unanimous vote of such Directors. Any certificate or other document filed under any provision of the Nonprofit Public Benefit Corporation Law of the State of California which relates to action so taken shall state that the action was taken by unanimous written consent of the Board of Directors without a meeting, and that the Bylaws authorize the Directors to so act. For the purposes of this section only, "all members of the Board" shall not include any "Interested Directors" as defined in Section 4.21.

4.13 Telephonic Meetings Members of the Board may participate in a meeting through use of conference telephone or similar communications equipment, so long as all members participating in such meeting can hear one another. Participation in a meeting through use of telephone or similar communications equipment shall constitute presence in person at such meeting.

4.14 Quorum. At least a majority of the members of the Board of Directors in office from time to time shall be necessary to constitute a quorum for the transaction of business, except to adjourn as hereinafter provided. Every act or decision done or made by a majority of the Directors present at a meeting duly held at which a quorum is present shall be regarded as the act of the Board of Directors.

4.15 Adjournment. A majority of the Directors present, whether or not a quorum is present, may adjourn any Directors' meeting to meet again at another time or place. In the event a meeting of the Board of Directors is adjourned for more than 24 hours, notice of any adjournment to another time or place shall be given prior to the time of the adjourned meeting to the Directors who were not present at the time of the adjournment.

4.16. Fees and Compensation. Directors and members of committees may receive such compensation, if any, for their services and such reimbursement for expenses as may be fixed or determined by resolution of the Board of Directors; provided, that such compensation shall be reasonable and shall be comparable to compensation paid by unaffiliated entities for a like position.

4.17. Nonliability of Directors and Certain Officers

4.17.1 Volunteer Directors. Pursuant to Section 5239 of the Nonprofit Public Benefit Corporation Law of the State of California, there shall be no personal liability to a third party on the part of a volunteer Director or volunteer President, Vice-President, Secretary or Chief Financial Officer of this corporation caused by the Director's or officer's negligent act or omission in the performance of that person's duties as a Director or officer, if all the following conditions are met:

- a. The act or omission was within the scope of the Director's or officer's duties,
- b. The act or omission was performed in good faith,
- c. The act or omission was not reckless, wanton, intentional, or grossly negligent,
- d. The corporation has complied with the requirements of subsection (b) below.

This limitation on the personal liability of a volunteer Director or officer does not limit the liability of the corporation for any damages caused by acts or omissions of a volunteer Director or volunteer officer, nor does it eliminate the liability of a director or officer provided in Section 5233 or 5237 of the Nonprofit Public Benefit Corporation Law of the State of California in any action or proceeding brought by the Attorney General.

4.17.2 Requirement to Obtain Liability Insurance. In order to obtain the full benefit of the limitation of liability set forth in subsection (a) above, the corporation and the Directors shall make all reasonable efforts in good faith to obtain liability insurance in the form of a general liability policy for the corporation or a director's and officer's liability policy.



4.17.3 Paid Directors and Officers. Any Director or officer who receives compensation by the corporation for acting in his or her capacity as a Director or an officer, as the case may be, shall have no liability based upon any alleged failure to discharge such person's obligations as a Director, including, without limiting the generality of the foregoing, any actions or omissions which exceed or defeat a charitable purpose to which the corporation, or assets held by it, are dedicated, (i) so long as such compensated Director or officer complies with provisions of Section 4.20 of these Bylaws, and (ii) except as provided in Section 5233 of the Nonprofit Public Benefit Corporation Law of the State of California.

4.18. Indemnity for Litigation The corporation hereby agrees to exercise the power to indemnify any person who was or is a party or is threatened to be made a party to any proceeding by reason of the fact that such person is or was a Director, officer, employee or other agent (as defined in Section 5238 of the Nonprofit Public Benefit Corporation Law of the State of California) of the corporation, to the full extent allowed under the provisions of said Section 5238 relating to the power of a corporation to indemnify any such person. The amount of such indemnity shall be so much as the Board of Directors determines and finds to be reasonable, or, if required by said Section 5238, the amount of such indemnity shall be so much as the court determines and finds to be reasonable.

4.19 Interested Persons. Pursuant to Section 5227 of the Nonprofit Public Benefit Corporation Law of the State of California, no more than 49% of the Directors serving on the Board may be "interested persons." For the purposes of this section, "interested persons" means either (i) any person currently being compensated by the corporation for services rendered to it within the previous 12 months whether as a full-time or part-time employee, independent contractor, or otherwise, excluding any reasonable compensation paid to a Director as Director; or (ii) any brother, sister, ancestor, descendant, spouse, brother-in-law, sister-in-law, son-in-law, daughter-in-law, mother-in-law or father-in-law of any such person. The provisions of this Section 4.19 shall not affect the validity or enforceability of any transaction entered into by the corporation.

4.20 Standard of Conduct. Pursuant to Section 5231 of the California Nonprofit Public Benefit Corporation Law, a Director shall perform the duties of a Director, including duties as a member of any committee of the Board upon which the Director may serve, in good faith, in a manner such Director believes to be in the best interests of the corporation and with such care, including reasonable inquiry, as an ordinary prudent person in a like position would use under similar circumstances. In performing the duties of a Director, a Director shall be entitled to rely on information, opinions, reports or statements including financial statements and other financial data, in each case prepared or presented by

4.20.1 One or more officers or employees of the corporation whom the Director believes to be reliable and competent in the matters presented;

4.20.2 Counsel, independent accountants or other persons as to matters which the Director believes to be within such person's professional or expert competence; or

4.20.3. A committee of the Board upon which the Director does not serve, as to matters within its designated authority, which committee the Director believes to merit confidence. Provided, that in any such case, the Director acts in good faith, after reasonable inquiry when the need therefor is indicated by the circumstances and without knowledge that would cause such reliance to be unwarranted.

4.21 Self-Dealing Transactions Pursuant to Section 5233 and except as provided in Section 5233 of the Nonprofit Public Benefit Corporation Law of the State of California, the corporation shall not be a party to a transaction in which one or more of its Directors has a material financial interest.

("Interested Director") unless

4.21.1 Approval by Attorney General The Attorney General, or the court in an action in which the Attorney General is an indispensable party, has approved the transaction before or after it was consummated, or

4.21.2. Approval by Board Prior to entering into the transaction, after full disclosure to the Board of all material facts as to the proposed transaction and the Interested Director's interest and investigation and report to the Board as to alternative arrangements for the proposed transaction, if any, the Board in good faith and by a vote of a majority of the Directors then in office (without including the vote of the Interested Director).

a. Resolves and finds that (1) the transaction is in the corporation's best interests and for the corporation's own benefit, (2) the transaction is fair and reasonable as to the corporation, and (3) after reasonable investigation under the circumstances as to alternatives, the corporation could not have obtained a more advantageous arrangement with reasonable efforts under the circumstances; and

b. Approves the entire transaction; or

4.21.3 Interim Approval by Authorized Committee or Person. If it is not reasonably practicable to obtain approval of the Board prior to entering into such transaction, and, prior to entering into said transaction, a committee or person authorized by the Board approves the transaction in a manner consistent with the procedure set forth in subsection (b) of this section; and the Board, after determining in good faith that the corporation entered into the transaction for its own benefit and that the transaction was fair and reasonable as to the corporation at the time it was entered into, ratifies the transaction at its next meeting by a vote of the majority of the Directors then in office, without counting the vote of the Interested Director. In light of the foregoing limitations, all Directors shall fill out an annual questionnaire dealing with this subject matter.

4.22 Removal. A Director may be removed, with or without cause, by the affirmative vote of a majority of the Directors then in office

## ARTICLE V

### Officers

5.1 Officers. The officers of the corporation shall be a President, Vice-President (if so elected), Secretary, Chief Financial Officer, and such other officers as the Board of Directors may appoint. One person may hold two or more offices, except that neither the Secretary nor the Chief Financial Officer may serve concurrently as the President of the Board.

5.2 Election. The officers of the corporation, except such officers as may be appointed in accordance with the provisions of Section 5.4, shall be chosen annually by the Board of Directors, and each shall hold his or her office until he or she shall resign or shall be removed or otherwise disqualified to serve, or his or her successor shall be elected and qualified.

5.3 Removal and Resignation. Any officer may be removed, either with or without cause, by the Board of Directors at any regular or special meeting thereof. Any officer may resign at any time by giving

written notice to the Board of Directors, or to the President, or to the Secretary of the corporation. Any such resignation shall take effect at the date of the receipt of such notice or at any later time specified therein, and, unless otherwise specified therein, the acceptance of such resignation shall not be necessary to make it effective.

5.4. Vacancies A vacancy in any office because of death, resignation, removal, disqualification, or any other cause, shall be filled in the manner prescribed in the Bylaws for regular appointments to such office

5.5. President Subject to the control of the Board of Directors, the President shall have general supervision, direction and control of the business and affairs of the corporation. He or she shall preside at all meetings of the members and Directors, shall serve as an ex officio member of all committees, and shall have such other powers and duties as may be prescribed from time to time by the Board of Directors

5.6. Vice-President In the absence or disability of the President, the Vice-President (if so elected) shall perform all of the duties of the President and in so acting shall have all of the powers of the President. The Vice-President (if so elected) shall have such other powers and duties as may be prescribed from time to time by the Board of Directors.

5.7. Secretary The Secretary shall keep a full and complete record of the proceedings of the Board of Directors, shall keep the seal of the corporation and affix it to such papers and instruments as may be required in the regular course of business, shall make service of such notices as may be necessary or proper, shall supervise the keeping of the records of the corporation, shall deliver the annual statement required by Section 7.6 to the members, and shall have such other powers and duties as may be prescribed from time to time by the Board of Directors

5.8. Chief Financial Officer The Chief Financial Officer shall receive and safely keep all funds of the corporation and deposit them with such depositories as may be designated by the Board of Directors. He or she shall disburse the funds of the corporation as may be ordered by the Board of Directors, shall render to the President and Directors, whenever they request it, an account of all his or her transactions as Chief Financial Officer, and of the financial condition of the corporation, and shall have such other powers and duties as may be prescribed from time to time by the Board of Directors

## ARTICLE VI

### Committees

6.1. Appointment of Committees The Board of Directors may appoint an Executive Committee and such other standing or special ad hoc committees as the Board from time to time deems necessary or appropriate to conduct the business and further the objectives of the corporation. The appointment by the Board of an Executive Committee and any other committee having the authority of the Board shall be by resolution adopted by a majority of Directors then in office. The Executive Committee and any other committee having authority of the Board shall consist of two or more Directors.

6.2. Powers and Authority of Committees The Board of Directors may delegate to the Executive Committee or any other committee having the authority of the Board, any of the powers and authority of the Board of Directors in the management of the business and affairs of the corporation, except the

following:

6.2.1 The approval of any action for which the Nonprofit Public Benefit Corporation Law of the State of California also requires the approval of members of a corporation, in which event the approval of the Board of Directors shall be required

6.2.2. The filling of vacancies on the Board or in any committee which has the authority of the Board

6.2.3. The fixing of compensation of the Directors for serving on the Board or on any committee.

6.2.4. The amendment or repeal of Bylaws or the adoption of new Bylaws.

6.2.5 The amendment or repeal of any resolution of the Board which by its express terms is not so amendable or repealable

6.2.6. The appointment of committees of the Board having the authority of the Board, or the members thereof.

6.2.7 The approval of any self-dealing transaction, except as permitted in Section 4 21 of these Bylaws

## ARTICLE VII

### Miscellaneous

7.1. Fiscal Year The fiscal year of the corporation shall end on the last day of December of each year

7.2. Inspection of Corporate Records. The books of account and minutes of the proceedings of members and Directors, and of any Executive Committee or other committees of the Directors, shall be open to inspection at any reasonable time upon the written demand of any Director. Such inspection may be made in person or by an agent or attorney, and shall include the right to make photocopies and extracts

7.3. Representation of Shares of Other Corporations Any officer of the corporation is authorized to vote, represent and exercise on behalf of the corporation all rights incident to any and all shares of any other corporation or corporations standing in the name of the corporation. The authority herein granted to said officers may be exercised by such officers in person or by other persons authorized to do so by proxy duly executed by such officers

7.4. Checks, Drafts, Etc. All checks, drafts or other orders for payment of money, notes or other evidences of indebtedness issued in the name of or payable to the corporation and any and all securities owned by or held by the corporation requiring signature for transfer shall be signed or endorsed by such person or persons and in such manner as from time to time shall be determined by the Board of Directors

7.5. Execution of Contracts The Board of Directors may authorize any officer, or officers, agent, or agents, to enter into any contract or execute any contract or execute any instrument in the name of and on behalf of the corporation, and such authority may be general or confined to specific instances. Unless so authorized by the

Board of Directors, no officer, agent, or employee shall have any power or authority to bind the corporation by any contract or engagement or to pledge its credit or render it liable for any purpose or in any amount. Provided, that pursuant to Section 5214 of the Nonprofit Public Benefit Corporation Law of the State of California, any such contract or instrument between the corporation and any third person, when signed by the President or any Vice-President and the Secretary or Chief Financial Officer of the corporation, shall be valid and binding upon the corporation in the absence of actual knowledge on the part of said third person that the signing officers had no authority to execute the same

7.6. Annual Statement of Certain Transactions and Indemnifications. Pursuant to Section 6322 of the Nonprofit Public Benefit Corporation Law of the State of California, the Board of Directors shall cause an annual statement of the transactions and indemnifications specified in Section 6322 to be delivered to the members not later than 120 days after the close of the fiscal year. If the corporation issues an annual report, this requirement shall be satisfied by including the required information in said annual report.

7.7. Corporate Loans, Guarantees and Advances. The corporation shall not make any loan of money or property to or guarantee the obligation of any Director or officer, except as is expressly allowed under Section 5236 of the Nonprofit Public Benefit Corporation Law of the State of California.

7.8. Public Inspection and Disclosure. The corporation shall have available for public inspection at its principal office a copy of its three most recent annual exempt organization information returns and a copy of its application for recognition of exemption. In addition, in the event that the corporation provides services or information to the public for a fee, and such services or information are available from the federal government free of charge or for a nominal cost, such availability shall be conspicuously disclosed in an easily recognizable format in any solicitation or offer by the corporation.

7.9. Political Activities. The corporation shall refrain from any intervention in any political campaign on behalf of, or in opposition to, a candidate. The corporation shall not make any political expenditure or lobbying expenditure which will result in the loss of, or otherwise adversely affect, its status as a tax-exempt organization under the Internal Revenue Code of 1986, as amended.

## ARTICLE VIII

### Effective Date and Amendments


8.1. Effective Date. These Bylaws shall become effective immediately upon their adoption. Amendments to these Bylaws shall become effective immediately upon the adoption of the amendment, unless the Board of Directors in adopting the amendment provides that it is to become effective at a later date.

8.2. Amendments. These Bylaws may be amended or repealed and new Bylaws adopted by the vote of the majority of the members of the Board of Directors then in office.

CERTIFICATE OF SECRETARY

I certify that I am the duly elected and acting Secretary of Dyer Family Foundation, a California nonprofit public benefit corporation, that these Amended and Restated Bylaws, consisting of ten (10) pages, are the Bylaws of this corporation as adopted by the Board of Directors on May 1, 2015; and that these Bylaws have not been amended or modified since that date

Executed on 5/1, 2015, at FRESNO, California.

  
\_\_\_\_\_  
Walden O'Neill, Secretary

**RESOLUTIONS OF THE BOARD OF DIRECTORS  
OF  
DYER FAMILY FOUNDATION  
(a California nonprofit public benefit corporation)**

**1. REMOVAL OF DIRECTOR PURSUANT TO BYLAWS**

WHEREAS, consistent with Section 5222(a)(3) of the California Nonprofit Public Benefit Corporation Law, Section 4.22 of the Amended and Restated Bylaws (the “**Bylaws**”) of Dyer Family Foundation (the “**Corporation**”) states that a director may be removed, with or without cause, by the affirmative vote of a majority of the directors then in office.

WHEREAS, the Board of Directors (the “**Board**”) believes that it is in the best interests of the Corporation to remove Cristi Dyer from the Board, effective immediately.

NOW, THEREFORE, BE IT RESOLVED, that the Board hereby removes Cristi Dyer from the Board, effective immediately.

**2. REDUCTION IN AUTHORIZED NUMBER OF DIRECTORS PURSUANT TO BYLAWS**

WHEREAS, Section 4.2 of the Bylaws states that: the number of directors of the Corporation shall be not less than two (2) and not more than seven (7) until changed by a duly adopted amendment to the Bylaws, the exact number of directors shall be fixed from time to time, within the limits specified in Section 4.2, by a resolution of the Board; and subject to the foregoing provisions for changing the number of directors, the exact number of directors of the Corporation is fixed initially at five (5).

WHEREAS, pursuant to Section 4.2 of the Bylaws, the Board desires to fix the exact number of directors at four (4), until changed by a resolution of the Board.

NOW, THEREFORE, BE IT RESOLVED, that the Board hereby fixes the exact number of directors at four (4), until changed by a resolution of the Board.

**3. OMNIBUS RESOLUTIONS**

RESOLVED, that the officers of the Corporation, any of whom may act alone, are hereby authorized, empowered and directed, for and on behalf of the Corporation, to take or cause to be taken any and all actions, including, without limitation, the execution, acknowledgement, filing, amendment and delivery of any and all papers, agreements, documents, instruments, certificates and notices, including notice to the California Attorney General, and to take such action as they may deem necessary or advisable in order to carry out and perform the purpose and intent of the foregoing resolutions.

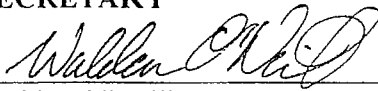
RESOLVED FURTHER, that any and all actions previously taken by any officer or director of the Corporation in connection with or relating to the matters contemplated by these resolutions are hereby approved, adopted, ratified and confirmed

CERTIFICATION OF SECRETARY

The foregoing resolutions were adopted by the Board of Directors of Dyer Family Foundation on May 1, 2015.

Date. 5/1/2015

SECRETARY

  
Walden O'Neill