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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

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

A Employer identification number
55-0883567

Number and street (or P O box number if mail is not delivered to street address) Room/suite
16381 SCIENTIFIC WAY NO 812

B Telephone number (see instructions)
(949) 379-2300

City or town, state or province, country, and ZIP or foreign postal code
IRVINE, CA 92618

C If exemption application is pending, check here ▶ ☐

G Check all that apply ☐ Initial return ☐ Initial return of a former public charity ☐ Final return ☐ Amended return ☐ Address change ☐ Name change

D 1. Foreign organizations, check here ▶ ☐

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

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

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

I Fair market value of all assets at end of year *(from Part II, col (c), line 16)* ▶$ 35,887,057

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

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

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

			(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
Revenue	1	Contributions, gifts, grants, etc , received (attach schedule)	0			
	2	Check ▶ ☑ if the foundation is **not** required to attach Sch B				
	3	Interest on savings and temporary cash investments				
	4	Dividends and interest from securities	83,308	37,973		
	5a	Gross rents	242,710	242,710		
	b	Net rental income or (loss) 136,325				
	6a	Net gain or (loss) from sale of assets not on line 10	2,636,491			
	b	Gross sales price for all assets on line 6a 7,650,930				
	7	Capital gain net income (from Part IV, line 2)		3,214,105		
	8	Net short-term capital gain				
	9	Income modifications				
	10a	Gross sales less returns and allowances				
	b	Less Cost of goods sold				
	c	Gross profit or (loss) (attach schedule)				
	11	Other income (attach schedule)				
	12	**Total.** Add lines 1 through 11	2,962,509	3,494,788		
Operating and Administrative Expenses	13	Compensation of officers, directors, trustees, etc	0	0		0
	14	Other employee salaries and wages				
	15	Pension plans, employee benefits				
	16a	Legal fees (attach schedule)	9,349	27		9,322
	b	Accounting fees (attach schedule)	21,942	253		21,689
	c	Other professional fees (attach schedule)	669,198	95,805		573,393
	17	Interest				
	18	Taxes (attach schedule) (see instructions)	96,970	96,970		0
	19	Depreciation (attach schedule) and depletion	46,338	46,338		
	20	Occupancy				
	21	Travel, conferences, and meetings	2,385	0		2,385
	22	Printing and publications				
	23	Other expenses (attach schedule)	42,486	21,136		7,690
	24	**Total operating and administrative expenses.** Add lines 13 through 23	888,668	260,529		614,479
	25	Contributions, gifts, grants paid	1,302,505			1,302,505
	26	**Total expenses and disbursements.** Add lines 24 and 25	2,191,173	260,529		1,916,984
	27	Subtract line 26 from line 12				
	a	**Excess of revenue over expenses and disbursements**	771,336			
	b	**Net investment income** (if negative, enter -0-)		3,234,259		
	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	456,362	394,476	394,476
	2	Savings and temporary cash investments	29,402,240	30,284,206	30,284,206
	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	76,794	77,761	77,761
	10a	Investments—U S and state government obligations (attach schedule)			
	b	Investments—corporate stock (attach schedule)	828,185	1,933,245	1,933,245
	c	Investments—corporate bonds (attach schedule)			
	11	Investments—land, buildings, and equipment basis ▶ 2,600,622			
		Less accumulated depreciation (attach schedule) ▶ 214,812	2,423,934	2,385,810	2,385,810
	12	Investments—mortgage loans			
	13	Investments—other (attach schedule)	1,765,759	811,559	811,559
	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)	34,953,274	35,887,057	35,887,057
Liabilities	17	Accounts payable and accrued expenses	38,263	51,198	
	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 ▶)	4,181,303	4,235,276	
	23	**Total liabilities**(add lines 17 through 22)	4,219,566	4,286,474	
Net Assets or Fund Balances		**Foundations that follow SFAS 117, check here ▶ ☐ and complete lines 24 through 26 and lines 30 and 31.**			
	24	Unrestricted			
	25	Temporarily restricted			
	26	Permanently restricted			
		Foundations that do not follow SFAS 117, check here ▶ ☑ and complete lines 27 through 31.			
	27	Capital stock, trust principal, or current funds	0	0	
	28	Paid-in or capital surplus, or land, bldg , and equipment fund	0	0	
	29	Retained earnings, accumulated income, endowment, or other funds	30,733,708	31,600,583	
	30	**Total net assets or fund balances**(see instructions)	30,733,708	31,600,583	
	31	**Total liabilities and net assets/fund balances**(see instructions)	34,953,274	35,887,057	

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	30,733,708
2	Enter amount from Part I, line 27a	2	771,336
3	Other increases not included in line 2 (itemize) ▶	3	397,731
4	Add lines 1, 2, and 3	4	31,902,775
5	Decreases not included in line 2 (itemize) ▶	5	302,192
6	Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30	6	31,600,583

Part IV Capital Gains and Losses for Tax on Investment Income

	(a) List and describe the kind(s) of property sold (e g , real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co)	(b) How acquired P—Purchase D—Donation	(c) Date acquired (mo , day, yr)	(d) Date sold (mo , day, yr)
1 a	FIDELITY INVESTMENTS- OPTIONS	P		
b	FIDELITY INVESTMENTS- OPTIONS	P		
c	TESSERRA OFFSHORE FUND, LTD - CLASS A	P	2010-12-01	2015-12-31
d	CAPITAL GAINS DIVIDENDS	P		
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	6,810,622		3,936,825	2,873,797
b	24,572			24,572
c	811,557		500,000	311,557
d	4,179			4,179
e				

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

	(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	(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
a				2,873,797
b				24,572
c				311,557
d				4,179
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	3,214,105
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	1,465,440	32,928,865	0 044503
2013	1,726,383	30,714,476	0 056207
2012	1,294,275	28,424,416	0 045534
2011	1,854,992	27,896,994	0 066494
2010	1,278,445	27,600,267	0 046320

2	**Total** of line 1, column (d).	2	0 259058
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 051812
4	Enter the net value of noncharitable-use assets for 2015 from Part X, line 5.	4	35,224,855
5	Multiply line 4 by line 3.	5	1,825,070
6	Enter 1% of net investment income (1% of Part I, line 27b).	6	32,343
7	Add lines 5 and 6.	7	1,857,413
8	Enter qualifying distributions from Part XII, line 4.	8	1,916,984

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 ▶ ☐ and enter "N/A" on line 1 Date of ruling or determination letter ____________ **(attach copy of letter if necessary–see instructions)**				
b	Domestic foundations that meet the section 4940(e) requirements in Part V, check here ▶ ☑ and enter 1% of Part I, line 27b			1	32,343
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	32,343
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	32,343
6	Credits/Payments				
a	2015 estimated tax payments and 2014 overpayment credited to 2015	6a	28,000		
b	Exempt foreign organizations—tax withheld at source	6b			
c	Tax paid with application for extension of time to file (Form 8868)	6c	28,000		
d	Backup withholding erroneously withheld	6d			
7	Total credits and payments Add lines 6a through 6d			7	56,000
8	Enter any **penalty** for underpayment of estimated tax Check here ☐ if Form 2220 is attached			8	220
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	23,437
11	Enter the amount of line 10 to be **Credited to 2015 estimated tax** ▶ 0 **Refunded** ▶			11	23,437

Part VII-A Statements Regarding Activities

			Yes	No
1a	During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?	1a		No
b	Did it spend more than $100 during the year (either directly or indirectly) for political purposes (see Instructions for definition)?	1b		No
	*If the answer is "Yes" to **1a** or **1b**, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities*			
c	Did the foundation file **Form 1120-POL** for this year?	1c		No
d	Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year **(1)** On the foundation ▶ $ 0 **(2)** On foundation managers ▶ $ 0			
e	Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers ▶ $ 0			
2	Has the foundation engaged in any activities that have not previously been reported to the IRS? *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

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?	13	Yes	

Website address ▶N/A

14 The books are in care of ▶ETHAN KAY Telephone no ▶(949) 379-2300

Located at ▶16381 SCIENTIFIC WAY IRVINE CA ZIP+4 ▶92618

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

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

			Yes	No
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?	16		No
	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 ▶			

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

			Yes	No
	File Form 4720 if any item is checked in the "Yes" column, unless an exception applies.			
1a	During the year did the foundation (either directly or indirectly)			
	(1) Engage in the sale or exchange, or leasing of property with a disqualified person? ☐ Yes ☑ No			
	(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? ☐ Yes ☑ No			
	(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? ☐ Yes ☑ No			
	(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? ☐ Yes ☑ No			
	(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)? ☐ Yes ☑ No			
	(6) Agree to pay money or property to a government official? (**Exception.** Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days). ☐ Yes ☑ No			
b	If any answer is "Yes" to 1a(1)–(6), did **any** of the acts fail to qualify under the exceptions described in Regulations section 53 4941(d)-3 or in a current notice regarding disaster assistance (see instructions)?	1b		
	Organizations relying on a current notice regarding disaster assistance check here ▶ ☐			
c	Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 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? ☐ Yes ☑ 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? ☐ Yes ☑ 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? *(Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2015).*	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)?	**5b**		
	Organizations relying on a current notice regarding disaster assistance check here ▶ ☐			
c	If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant? ☐ Yes ☐ No			
	If "Yes," attach the statement required by Regulations section 53 4945-5(d)			
6a	Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract? ☐ Yes ☑ No			
b	Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract?	**6b**		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?	**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	**(b)** Title, and average hours per week devoted to position	**(c)** Compensation **(If not paid, enter -0-)**	**(d)** Contributions to employee benefit plans and deferred compensation	**(e)** Expense account, other allowances
See 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	**(b)** Title, and average hours per week devoted to position	**(c)** Compensation	**(d)** Contributions to employee benefit plans and deferred compensation	**(e)** Expense account, other allowances
NONE				

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

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

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

(a) Name and address of each person paid more than $50,000	**(b)** Type of service	**(c)** Compensation
NONE		

Total number of others receiving over $50,000 for professional services . . . . ▶ 0

Part IX-A Summary of Direct Charitable Activities

List the foundation's four largest direct charitable activities during the tax year Include relevant statistical information such as the number of organizations and other beneficiaries served, conferences convened, research papers produced, etc	Expenses
1	
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	29,931,585
b	Average of monthly cash balances	1b	3,229,212
c	Fair market value of all other assets (see instructions)	1c	2,600,477
d	**Total** (add lines 1a, b, and c)	1d	35,761,274
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	35,761,274
4	Cash deemed held for charitable activities Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	536,419
5	**Net value of noncharitable-use assets.** Subtract line 4 from line 3 Enter here and on Part V, line 4	5	35,224,855
6	**Minimum investment return.** Enter 5% of line 5	6	1,761,243

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	1,761,243
2a	Tax on investment income for 2015 from Part VI, line 5 — 2a: 32,343		
b	Income tax for 2015 (This does not include the tax from Part VI) — 2b:		
c	Add lines 2a and 2b	2c	32,343
3	Distributable amount before adjustments Subtract line 2c from line 1	3	1,728,900
4	Recoveries of amounts treated as qualifying distributions	4	0
5	Add lines 3 and 4	5	1,728,900
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	1,728,900

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	1,916,984
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	1,916,984
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	32,343
6	**Adjusted qualifying distributions.** Subtract line 5 from line 4	6	1,884,641

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					1,728,900
2 Undistributed income, if any, as of the end of 2015					
a Enter amount for 2014 only.				154,068	
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.					
d From 2013.					
e From 2014.					
f **Total** of lines 3a through e.		0			
4 Qualifying distributions for 2015 from Part XII, line 4 ▶ $ 1,916,984					
a Applied to 2014, but not more than line 2a				154,068	
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.					1,728,900
e Remaining amount distributed out of corpus		34,016			
5 Excess distributions carryover applied to 2015 *(If an amount appears in column (d), the same amount must be shown in column (a))*		0			0
6 **Enter the net total of each column as indicated below:**					
a Corpus Add lines 3f, 4c, and 4e Subtract line 5		34,016			
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		34,016			
10 Analysis of line 9					
a Excess from 2011. . . .					
b Excess from 2012. . . .					
c Excess from 2013. . . .					
d Excess from 2014. . . .					
e Excess from 2015. . . .	34,016				

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)

	Tax year	Prior 3 years			(e) Total
	(a) 2015	(b) 2014	(c) 2013	(d) 2012	
2a Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed					
b 85% of line 2a					
c Qualifying distributions from Part XII, line 4 for each year listed					
d Amounts included in line 2c not used directly for active conduct of exempt activities					
e Qualifying distributions made directly for active conduct of exempt activities Subtract line 2d from line 2c					
3 Complete 3a, b, or c for the alternative test relied upon					
a "Assets" alternative test—enter **(1)** Value of all assets					
(2) Value of assets qualifying under section 4942(j)(3)(B)(i)					
b "Endowment" alternative test— enter 2/3 of minimum investment return shown in Part X, line 6 for each year listed					
c "Support" alternative test—enter **(1)** Total support other than gross investment income (interest, dividends, rents, payments on securities loans (section 512(a)(5)), or royalties)					
(2) Support from general public and 5 or more exempt organizations as provided in section 4942(j)(3)(B)(iii)					
(3) Largest amount of support from an exempt organization					
(4) Gross investment income					

Part XV Supplementary Information (Complete this part only if the 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))

STEEVE KAY

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

STEEVE KAY
16381 SCIENTIFIC WAY
IRVINE,CA 92618
(949) 379-2300

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

N/A

c Any submission deadlines

N/A

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

N/A

Part XV Supplementary Information(continued)

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

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a *Paid during the year* See Additional Data Table				
Total . . . . ▶ **3a**				1,302,505
b *Approved for future payment*				
Total . . . . ▶ **3b**				0

Part XVI-A Analysis of Income-Producing Activities

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	
1 Program service revenue					
a					
b					
c					
d					
e					
f					
g Fees and contracts from government agencies					
2 Membership dues and assessments. . . .					
3 Interest on savings and temporary cash investments					
4 Dividends and interest from securities. . .			14	83,308	
5 Net rental income or (loss) from real estate					
a Debt-financed property.					
b Not debt-financed property.			16	136,325	
6 Net rental income or (loss) from personal property					
7 Other investment income.					
8 Gain or (loss) from sales of assets other than inventory			14	4,179	2,632,312
9 Net income or (loss) from special events					
10 Gross profit or (loss) from sales of inventory . .					
11 Other revenue a					
b					
c					
d					
e					
12 Subtotal Add columns (b), (d), and (e). .		0		223,812	2,632,312

13 **Total.** Add line 12, columns (b), (d), and (e). **13** 2,856,124

(See worksheet in line 13 instructions to verify calculations)

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

Line No. ▼	Explain below how each activity for which income is reported in column (e) of Part XVI-A contributed importantly to the accomplishment of the foundation's exempt purposes (other than by providing funds for such purposes) (See instructions)
8	MISCELLANEOUS OTHER INCOME TO FURTHER PURPOSE OF ORGANIZATION

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

		Yes	No
1 Did the organization directly or indirectly engage in any of the following with any other organization described in section 501(c) 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	**1a(1)**		No
(2) Other assets	**1a(2)**		No
b Other transactions			
(1) Sales of assets to a noncharitable exempt organization	**1b(1)**		No
(2) Purchases of assets from a noncharitable exempt organization	**1b(2)**		No
(3) Rental of facilities, equipment, or other assets	**1b(3)**		No
(4) Reimbursement arrangements	**1b(4)**		No
(5) Loans or loan guarantees	**1b(5)**		No
(6) Performance of services or membership or fundraising solicitations	**1b(6)**		No
c Sharing of facilities, equipment, mailing lists, other assets, or paid employees	**1c**		No

d If the answer to any of the above is "Yes," complete the following schedule Column **(b)** should always show the fair market value of the goods, other assets, or services given by the reporting foundation If the foundation received less than fair market value in any transaction or sharing arrangement, show in column **(d)** the value of the goods, other assets, or services received

(a) Line No	**(b)** Amount involved	**(c)** Name of noncharitable exempt organization	**(d)** Description of transfers, transactions, and sharing arrangements

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 ☑ No

b If "Yes," complete the following schedule

(a) Name of organization	**(b)** Type of organization	**(c)** Description of relationship

Sign Here

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

******	2016-11-14	******
Signature of officer or trustee	Date	Title

May the IRS discuss this return with the preparer shown below (see instr)? ☑ Yes ☐ No

Paid Preparer Use Only

Print/Type preparer's name	Preparer's Signature	Date	Check if self-employed ▶ ☐	PTIN
BRADFORD L HALL				P00175123

Firm's name ▶ HALL & COMPANY CPAS INC — Firm's EIN ▶ 33-0941617

Firm's address ▶ 111 PACIFICA SUITE 300 IRVINE, CA 92618 — Phone no (949) 910-4255

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

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
STEEVE KAY 16381 SCIENTIFIC WAY IRVINE, CA 92618	DIRECTOR, CHAIR 5 00	0	0	0
ELEANOR KAY 16381 SCIENTIFIC WAY IRVINE, CA 92618	DIRECTOR, SECRETARY 4 00	0	0	0
ETHAN KAY 16381 SCIENTIFIC WAY IRVINE, CA 92618	DIRECTOR, FINANCE 4 00	0	0	0
ELIM KAY 1142 S DIAMOND BAR BLVD 509 DIAMOND BAR, CA 91765	DIRECTOR, PRESIDENT 25 00	0	0	0
TIMOTHY TANG 16381 SCIENTIFIC WAY IRVINE, CA 92618	DIRECTOR, GRANTS 1 00	0	0	0

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 *Paid during the year*				
BURMESE CHRISTIAN COMMUNITY CHURCH 30 KIRK AVENUE SAN JOSE,CA 95127	NONE	PUBLIC CHARITY	RELIGIOUS	15,000
CHAPMAN UNIVERSITY ONE UNIVERSITY DRIVE ORANGE,CA 92866	NONE	PUBLIC CHARITY	EDUCATIONAL	150,000
CHINA SOUL 5550 STATE FARM DRIVE SUITE B ROHNERT PARK,CA 94928	NONE	PUBLIC CHARITY	RELIGIOUS	30,000
LOGOS EVANGELICAL 9538 TELSTAR AVE EL MONTE,CA 91731	NONE	PUBLIC CHARITY	RELIGIOUS	110,628
ORANGEWOOD CHILDREN'S FOUNDATION 1575 EAST 17TH ST SANTA ANA,CA 92705	NONE	PUBLIC CHARITY	CHARITABLE GIVING	200,000
SOUTHERN CALIFORNIA BURMESE ASSOCIATION 629 E GARVEY AVE STE B MONTEREY PARK,CA 91755	NONE	PUBLIC CHARITY	CHARITABLE GIVING	5,000
SUSAN SAMUELI CENTER 1501 HEWITT HALL IRVINE,CA 92697	NONE	PUBLIC CHARITY	CHARITABLE GIVING	5,000
THE MIRROR POST CULTURAL ENTERPRISE CO LTD 2/F SANG WOO BUILDING 227-228 GLOUCESTER ROAD WAN CHAI HK	NONE	PUBLIC CHARITY	EDUCATIONAL	12,877
UC REGENTS 6210 BREN HALL IRVINE,CA 92697	NONE	PUBLIC CHARITY	EDUCATIONAL	20,000
UCI FOUNDATION 101 ACADEMY WAY IRVINE,CA 92617	NONE	PUBLIC CHARITY	EDUCATIONAL	45,000
BIOLA UNIVERSITY 13800 BIOLA AVE LA MIRADA,CA 90639	NONE	PUBLIC CHARITY	EDUCATIONAL	100,000
CHINESE CHRISTIAN MISSION PO BOX 750759 PETALUMA,CA 94975	NONE	PUBLIC CHARITY	RELIGIOUS	3,000
CONCORDIA UNIVERSITY 1530 CONCORDIA WEST IRVINE,CA 92612	NONE	PUBLIC CHARITY	EDUCATIONAL	5,000
GLOBAL LIFE ENRICHMENT CENTER 16371 SCIENTIFIC WAY IRVINE,CA 92618	NONE	PUBLIC CHARITY	EDUCATIONAL	120,000
HCCBA 3524 HIGHWAY 6 SOUTH SUGAR LAND,TX 77478	NONE	PUBLIC CHARITY	RELIGIOUS	10,000
Total . . . . ▶ **3a**				1,302,505

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 *Paid during the year*				
LAGUNA BEACH COMMUNITY FOUNDATION 303 BROADWAY SUITE 212 LAGUNA BEACH, CA 92651	NONE	PUBLIC CHARITY	CHARITABLE GIVING	35,000
THE NETWORK OF MYANMAR AMERICAN ASSOCIATION 2168 S ATLANTIC BLVD STE 230 MONTEREY PARK, CA 91754	NONE	PUBLIC CHARITY	RELIGIOUS	5,000
NORTHERN CA RIT ALUMNI ASSOCIATION 3 GLENBROOK AVE DALY CITY, CA 94015	NONE	PUBLIC CHARITY	EDUCATIONAL	30,000
OVERSEAS CAMPUS MINISTRIES 1753 CABRILLO AVE TORRANCE, CA 90501	NONE	PUBLIC CHARITY	RELIGIOUS	500
PRIORITY LIVING 2618 SAN MIGUEL DR SUITE 410 NEWPORT BEACH, CA 92660	NONE	PUBLIC CHARITY	EDUCATIONAL	330,000
SAMUELI INSTITUTE FOR INFORMATION BIOLOGY 1737 KING STREET 6TH FLOOR ALEXANDRIA, VA 22314	NONE	PUBLIC CHARITY	CHARITABLE GIVING	70,000
STREAM OF PRAISE MUSIC MINISTRIES 1165 WARNER AVE TUSTINE, CA 92780	NONE	PUBLIC CHARITY	CHARITABLE GIVING	500
Total . . . . ▶ **3a**				1,302,505

TY 2015 Accounting Fees Schedule

Name: THE KAY FAMILY FOUNDATION

EIN: 55-0883567

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
ACCOUNTING	21,689	0		21,689
ACCOUNTING	253	253		0

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

TY 2015 Depreciation Schedule

Name: THE KAY FAMILY FOUNDATION

EIN: 55-0883567

Description of Property	Date Acquired	Cost or Other Basis	Prior Years' Depreciation	Computation Method	Rate / Life (# of years)	Current Year's Depreciation Expense	Net Investment Income	Adjusted Net Income	Cost of Goods Sold Not Included
LAND	2011-05-01	791,680		L		0	0		
BUILDING	2011-05-01	1,187,520	111,646	SL	39 000000000000	30,449	30,449		
IMPROVEMENTS	2011-05-01	600,000	56,411	SL	39 000000000000	15,385	15,385		
CLOSING COSTS	2011-05-01	2,031	191	SL	39 000000000000	52	52		
IMPROVEMENTS	2012-08-16	2,701	161	SL	39 000000000000	69	69		
IMPROVEMENTS	2014-06-06	2,500	37	SL	39 000000000000	64	64		
IMPROVEMENTS	2014-11-11	5,974	26	SL	39 000000000000	153	153		
WINDOW TINTING	2015-02-18	5,975		SL	39 000000000000	128	128		
HVAC	2015-05-05	2,240		SL	39 000000000000	38	38		

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TY 2015 Investments Corporate Stock Schedule

Name: THE KAY FAMILY FOUNDATION

EIN: 55-0883567

Name of Stock	End of Year Book Value	End of Year Fair Market Value
NATIONAL FINANCIAL SERVICES	1,933,245	1,933,245

TY 2015 Investments - Land Schedule

Name: THE KAY FAMILY FOUNDATION

EIN: 55-0883567

Category/ Item	Cost/Other Basis	Accumulated Depreciation	Book Value	End of Year Fair Market Value
LAND	791,680	0	791,680	
BUILDING	1,187,520	142,095	1,045,425	
IMPROVEMENTS	600,000	71,796	528,204	
CLOSING COSTS	2,031	243	1,788	
IMPROVEMENTS	2,701	230	2,471	
IMPROVEMENTS	2,500	101	2,399	
IMPROVEMENTS	5,974	179	5,795	
WINDOW TINTING	5,975	128	5,847	
HVAC	2,240	38	2,202	

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TY 2015 Investments - Other Schedule

Name: THE KAY FAMILY FOUNDATION

EIN: 55-0883567

Category/ Item	Listed at Cost or FMV	Book Value	End of Year Fair Market Value
OTHER INVESTMENTS	FMV	811,559	811,559

TY 2015 Legal Fees Schedule

Name: THE KAY FAMILY FOUNDATION

EIN: 55-0883567

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
LEGAL & PROFESSIONAL	9,322	0		9,322
LEGAL & PROFESSIONAL	27	27		0

TY 2015 Other Decreases Schedule

Name: THE KAY FAMILY FOUNDATION

EIN: 55-0883567

Description	Amount
NONDEDUCTIBLE EXPENSES	963
PLEDGES AND GRANTS PAYABLE	301,229

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TY 2015 Other Expenses Schedule

Name: THE KAY FAMILY FOUNDATION

EIN: 55-0883567

Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
OFFICE EXPENSE	7,690	0		7,690
DUES AND SUBSCRIPTIONS	13,500	0		0
FILING FEES	160	0		0
REPAIR AND MAINTENANCE	7,859	7,859		0
ASSOCIATION FEES	13,272	13,272		0
TELEPHONE	5	5		0

TY 2015 Other Increases Schedule

Name: THE KAY FAMILY FOUNDATION

EIN: 55-0883567

Description	Amount
PRIOR PERIOD ADJUSTMENT	92
UNREALIZED GAIN AND LOSSES	162,351
ACCOUNTS PAYABLE	234,321
DEFERRED RENT	967

TY 2015 Other Liabilities Schedule

Name: THE KAY FAMILY FOUNDATION

EIN: 55-0883567

Description	Beginning of Year - Book Value	End of Year - Book Value
DUE TO TEE HUB	247,256	0
SECURITY DEPOSIT	10,904	10,904
PLEDGES PAYABLE	3,920,143	4,171,372
GRANTS PAYABLE	3,000	53,000

TY 2015 Other Professional Fees Schedule

Name: THE KAY FAMILY FOUNDATION

EIN: 55-0883567

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
OUTSIDE SERVICES	28,230	0		28,230
INVESTMENT ADVISORY	95,805	95,805		0
CONSULTING	545,163	0		545,163

TY 2015 Taxes Schedule

Name: THE KAY FAMILY FOUNDATION

EIN: 55-0883567

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
INVESTMENT INCOME TAX	58,339	58,339		0
PROPERTY TAXES	37,780	37,780		0
STATE TAXES	800	800		0
TAXES AND LICENSES	51	51		0