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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 separate instructions is at www.irs.gov/form990pf

OMB No 1545-0052

2015

Open to Public Inspection

For calendar year 2015 or tax year beginning

, 2015, and ending

, 20

Name of foundation MACKENZIE FOUNDATION 45L003006		A Employer identification number 95-6588350
Number and street (or P.O. box number if mail is not delivered to street address) PO BOX 60078 SC-MPK-03-M		B Telephone number (see instructions) 213-972-0305
City or town, state or province, country, and ZIP or foreign postal code LOS ANGELES, CA 90060		
G Check all that apply. <input type="checkbox"/> Initial return <input type="checkbox"/> Initial return of a former public charity <input type="checkbox"/> Final return <input type="checkbox"/> Amended return <input type="checkbox"/> Address change <input type="checkbox"/> Name change		C If exemption application is pending, check here <input type="checkbox"/> 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) ▶ \$ 14,247,131.		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 (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see instructions))		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
Revenue	1 Contributions, gifts, grants, etc., received (attach schedule)				
	2 Check <input type="checkbox"/> if the foundation is not required to attach Sch. B.				
	3 Interest on savings and temporary cash investments.				
	4 Dividends and interest from securities	384,074.	383,425.		STMT 1
	5a Gross rents				
	b Net rental income or (loss)				
	6a Net gain or (loss) from sale of assets not on line 10	563,979.			
	b Gross sales price for all assets on line 6a 6,822,558.				
	7 Capital gain net income (from Part IV, line 2)		563,979.		
	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)	-347.	-347.		STMT 2	
12 Total Add lines 1 through 11	947,706.	947,057.			
Operating and Administrative Expenses	13 Compensation of officers, directors, trustees, etc.	151,094.	113,320.		37,773.
	14 Other employee salaries and wages		NONE	NONE	
	15 Pension plans, employee benefits		NONE	NONE	
	16a Legal fees (attach schedule) STMT 3	15,075.	NONE	NONE	15,075.
	b Accounting fees (attach schedule) STMT 4	1,804.	NONE	NONE	1,804.
	c Other professional fees (attach schedule)				
	17 Interest				
	18 Taxes (attach schedule) (see instructions)	11,648.	6,326.		
	19 Depreciation (attach schedule) and depletion				
	20 Occupancy				
	21 Travel, conferences, and meetings		NONE	NONE	
	22 Printing and publications		NONE	NONE	
	23 Other expenses (attach schedule) STMT 6	1,285.			1,285.
	24 Total operating and administrative expenses. Add lines 13 through 23.	180,906.	119,646.	NONE	55,937.
	25 Contributions, gifts, grants paid	740,000.			740,000.
26 Total expenses and disbursements Add lines 24 and 25	920,906.	119,646.	NONE	795,937.	
27 Subtract line 26 from line 12.					
a Excess of revenue over expenses and disbursements	26,800.				
b Net investment income (if negative, enter -0-)		827,411.			
c Adjusted net income (if negative, enter -0-)					

JSA For Paperwork Reduction Act Notice, see instructions.

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CORRECTION

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	476,442.	568,587.	568,587.
	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 ▶	NONE		
	8	Inventories for sale or use			
	9	Prepaid expenses and deferred charges			
	10a	Investments - U.S. and state government obligations (attach schedule) . .	997,905.	951,353.	806,598.
	b	Investments - corporate stock (attach schedule) . STMT 8 .	7,337,910.	7,670,767.	8,778,653.
	c	Investments - corporate bonds (attach schedule) . STMT 12 .	4,423,462.	4,148,504.	4,092,397.
	Liabilities	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 ▶ MINERAL OIL & GAS INTEREST)	1.	1.	896.
16		Total assets (to be completed by all filers - see the instructions. Also, see page 1, item I)	13,235,720.	13,339,212.	14,247,131.
17		Accounts payable and accrued expenses			
18		Grants payable			
Net Assets or Fund Balances	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)		NONE	
		Foundations that follow SFAS 117, check here ▶ <input type="checkbox"/>			
		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 ▶ <input checked="" type="checkbox"/>				
27	Capital stock, trust principal, or current funds	13,235,720.	13,339,212.		
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)	13,235,720.	13,339,212.		
31	Total liabilities and net assets/fund balances (see instructions)	13,235,720.	13,339,212.		

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	13,235,720.
2	Enter amount from Part I, line 27a	2	26,800.
3	Other increases not included in line 2 (itemize) ▶ SEE STATEMENT 14	3	80,606.
4	Add lines 1, 2, and 3	4	13,343,126.
5	Decreases not included in line 2 (itemize) ▶ SEE STATEMENT 15	5	3,914.
6	Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	13,339,212.

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)
1a PUBLICLY TRADED SECURITIES					
b					
c					
d					
e					
(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)		
a 6,822,558.		6,258,579.	563,979.		
b					
c					
d					
e					
Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69					
(i) FMV as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))		
a			563,979.		
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	563,979.	
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 the instructions before making any entries.

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col (b) divided by col (c))
2014	798,611.	15,418,114.	0.051797
2013	759,167.	14,771,279.	0.051395
2012	749,492.	14,022,078.	0.053451
2011	749,023.	14,060,920.	0.053270
2010	696,167.	13,567,763.	0.051310
2 Total of line 1, column (d)			2 0.261223
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 0.052245
4 Enter the net value of noncharitable-use assets for 2015 from Part X, line 5			4 14,778,068.
5 Multiply line 4 by line 3			5 772,080.
6 Enter 1% of net investment income (1% of Part I, line 27b)			6 8,274.
7 Add lines 5 and 6			7 780,354.
8 Enter qualifying distributions from Part XII, line 4 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			8 795,937.

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

1a	Exempt operating foundations described in section 4940(d)(2), check here <input type="checkbox"/> and enter "N/A" on line 1		
	Date of ruling or determination letter _____ (attach copy of letter if necessary - see instructions)		
b	Domestic foundations that meet the section 4940(e) requirements in Part V, check here <input checked="" type="checkbox"/> and enter 1% of Part I, line 27b	1	8,274.
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	8,274.
4	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)	4	NONE
5	Tax based on investment income Subtract line 4 from line 3. If zero or less, enter -0-	5	8,274.
6	Credits/Payments		
a	2015 estimated tax payments and 2014 overpayment credited to 2015	6a	17,516.
b	Exempt foreign organizations - tax withheld at source	6b	NONE
c	Tax paid with application for extension of time to file (Form 8868)	6c	NONE
d	Backup withholding erroneously withheld	6d	
7	Total credits and payments Add lines 6a through 6d	7	17,516.
8	Enter any penalty for underpayment of estimated tax Check here <input type="checkbox"/> if Form 2220 is attached	8	
9	Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed	9	
10	Overpayment If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10	9,242.
11	Enter the amount of line 10 to be Credited to 2016 estimated tax <input checked="" type="checkbox"/> 8,276. Refunded <input type="checkbox"/> 966.	11	

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?		X
b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see Instructions for the definition)?		X
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?		X
d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year (1) On the foundation <input checked="" type="checkbox"/> \$ _____ (2) On foundation managers <input checked="" type="checkbox"/> \$ _____		
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers <input checked="" type="checkbox"/> \$ _____		
2 Has the foundation engaged in any activities that have not previously been reported to the IRS?		X
If "Yes," attach a detailed description of the activities		
3 Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? If "Yes," attach a conformed copy of the changes		X
4a Did the foundation have unrelated business gross income of \$1,000 or more during the year?		X
b If "Yes," has it filed a tax return on Form 990-T for this year?		
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year?		X
If "Yes," attach the statement required by General Instruction T		
6 Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either. • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	X	
7 Did the foundation have at least \$5,000 in assets at any time during the year? If "Yes," complete Part II, col (c), and Part XV	X	
8a Enter the states to which the foundation reports or with which it is registered (see instructions) <input checked="" type="checkbox"/> CA		
b If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by General Instruction G? If "No," attach explanation	X	
9 Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2015 or the taxable year beginning in 2015 (see instructions for Part XIV)? If "Yes," complete Part XIV		X
10 Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses		X

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Part VII-A Statements Regarding Activities (continued)

	Yes	No
11 At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions)	11	X
12 Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement (see instructions)	12	X
13 Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address <u>N/A</u>	13	X
14 The books are in care of <u>BANK OF THE WEST</u> Telephone no <u>(213) 972-0305</u> Located at <u>300 S GRAND AVE, 6TH FLOOR, LOS ANGELES, CA</u> ZIP+4 <u>90071</u>		
15 Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 - Check here and enter the amount of tax-exempt interest received or accrued during the year	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 the instructions for exceptions and filing requirements for FinCEN Form 114. If "Yes," enter the name of the foreign country <u></u>	16	X

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

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

	Yes	No
1a During the year did the foundation (either directly or indirectly)		
(1) Engage in the sale or exchange, or leasing of property with a disqualified person?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person?	<input checked="" type="checkbox"/> Yes	<input type="checkbox"/> No
(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
(6) Agree to pay money or property to a government official? (Exception. Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days)	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
b If any answer is "Yes" to 1a(1)-(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see instructions)? Organizations relying on a current notice regarding disaster assistance check here	1b	X
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	X
2 Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5))		
a At the end of tax year 2015, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2015? If "Yes," list the years <u></u>	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
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	X
c If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here <u></u>		
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? (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	X
b Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2015?	4b	X

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

- (1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))? ☐ Yes ☒ No
- (2) Influence the outcome of any specific public election (see section 4955), or to carry on, directly or indirectly, any voter registration drive? ☐ Yes ☒ No
- (3) Provide a grant to an individual for travel, study, or other similar purposes? ☐ Yes ☒ No
- (4) Provide a grant to an organization other than a charitable, etc., organization described in section 4945(d)(4)(A)? (see instructions). ☐ Yes ☒ No
- (5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals? ☐ Yes ☒ No

b If any answer is "Yes" to 5a(1)-(5), did any of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance (see instructions)? ☐ Yes ☒ NoOrganizations relying on a current notice regarding disaster assistance check here ☐**c** If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant? ☐ Yes ☒ No

If "Yes," attach the statement required by Regulations section 53.4945-5(d)

6a Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract? ☐ Yes ☒ No**b** Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract? ☐ Yes ☒ No
If "Yes" to 6b, file Form 8870**7a** At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction? ☐ Yes ☒ No**b** If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction? ☐ Yes ☒ No**Part VIII Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors****1** List all officers, directors, trustees, foundation managers and their compensation (see instructions).

(a) Name and address	(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
BANK OF THE WEST	CO-TRUSTEE			
300 S GRAND AVE, 6TH FLOOR, LOS ANGELES, CA 90071	4	75,532.	-0-	-0-
PHILIP D. IRWIN	CO-TRUSTEE			
400 S. HOPE ST. RM 1853, LOS ANGELES, CA, CA 90071	1	25,188.	-0-	-0-
VERDI S BOYER	CO-TRUSTEE			
300 NORTH LAKE AVE, SUITE 930, PASADENA, CA 91101	1	25,187.	-0-	-0-
JOSEPH JAMES PACHOREK	CO-TRUSTEE			
917 MONTE VERDE DR, ARCADIA, CA 91007	1	25,187.	-0-	-0-

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

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

Total number of other employees paid over \$50,000 ☐ **NONE**

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		NONE
Total number of others receiving over \$50,000 for professional services		NONE

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 NONE	
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 NONE	
2	
All other program-related investments See instructions	
3 NONE	
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	13,712,343.
b	Average of monthly cash balances	1b	393,406.
c	Fair market value of all other assets (see instructions).	1c	897,366.
d	Total (add lines 1a, b, and c)	1d	15,003,115.
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	NONE
3	Subtract line 2 from line 1d	3	15,003,115.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions).	4	225,047.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	14,778,068.
6	Minimum investment return. Enter 5% of line 5	6	738,903.

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	738,903.
2a	Tax on investment income for 2015 from Part VI, line 5 2a	8,274.	
b	Income tax for 2015 (This does not include the tax from Part VI.) 2b		
c	Add lines 2a and 2b	2c	8,274.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	730,629.
4	Recoveries of amounts treated as qualifying distributions	4	NONE
5	Add lines 3 and 4	5	730,629.
6	Deduction from distributable amount (see instructions).	6	NONE
7	Distributable amount as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1	7	730,629.

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	795,937.
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	NONE
3	Amounts set aside for specific charitable projects that satisfy the		
a	Suitability test (prior IRS approval required)	3a	NONE
b	Cash distribution test (attach the required schedule)	3b	NONE
4	Qualifying distributions. Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	4	795,937.
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	8,274.
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	787,663.

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				730,629.
2 Undistributed income, if any, as of the end of 2015				
a Enter amount for 2014 only.			293,539.	
b Total for prior years 20 <u>13</u> , 20 <u> </u> , 20 <u> </u>		NONE		
3 Excess distributions carryover, if any, to 2015				
a From 2010	NONE			
b From 2011	NONE			
c From 2012	NONE			
d From 2013	NONE			
e From 2014	NONE			
f Total of lines 3a through e	NONE			
4 Qualifying distributions for 2015 from Part XII, line 4 ► \$ <u>795,937.</u>				
a Applied to 2014, but not more than line 2a			293,539.	
b Applied to undistributed income of prior years (Election required - see instructions)		NONE		
c Treated as distributions out of corpus (Election required - see instructions)	NONE			
d Applied to 2015 distributable amount				502,398.
e Remaining amount distributed out of corpus.	NONE			
5 Excess distributions carryover applied to 2015 . (If an amount appears in column (d), the same amount must be shown in column (a))	NONE			NONE
6 Enter the net total of each column as indicated below:				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5	NONE			
b Prior years' undistributed income Subtract line 4b from line 2b.		NONE		
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		NONE		
d Subtract line 6c from line 6b Taxable amount - see instructions		NONE		
e Undistributed income for 2014 Subtract line 4a from line 2a Taxable amount - see instructions				
f Undistributed income for 2015 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2016				228,231.
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)	NONE			
8 Excess distributions carryover from 2010 not applied on line 5 or line 7 (see instructions)	NONE			
9 Excess distributions carryover to 2016. Subtract lines 7 and 8 from line 6a	NONE			
10 Analysis of line 9				
a Excess from 2011	NONE			
b Excess from 2012	NONE			
c Excess from 2013	NONE			
d Excess from 2014	NONE			
e Excess from 2015	NONE			

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

NOT APPLICABLE

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 foundation 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 foundation had \$5,000 or more in assets at any time during the year - see instructions.)**1 Information Regarding Foundation Managers:**

a List any managers of the foundation who have contributed more than 2% of the total contributions received by the foundation before the close of any tax year (but only if they have contributed more than \$5,000). (See section 507(d)(2))

NONE

b List any managers of the foundation who own 10% or more of the stock of a corporation (or an equally large portion of the ownership of a partnership or other entity) of which the foundation has a 10% or greater interest.

NONE

2 Information Regarding Contribution, Grant, Gift, Loan, Scholarship, etc., Programs:

Check here ☐ if the foundation only makes contributions to preselected charitable organizations and does not accept unsolicited requests for funds. If the foundation makes gifts, grants, etc. (see instructions) to individuals or organizations under other conditions, complete items 2a, b, c, and d.

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

SEE STATEMENT 17

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

SEE ATTACHED STATEMENT FOR LINE 2

c Any submission deadlines:

SEE ATTACHED STATEMENT FOR LINE 2

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

SEE ATTACHED STATEMENT FOR LINE 2

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				
UNIV OF SOUTHERN CAL LOS ANGELES CA	NONE	EXEMPT	SCHOLARSHIPS	85,000.
UNIV OF CALIF - SAN DIEGO LA JOLLA CA	NONE	EXEMPT	SCHOLARSHIPS	85,000.
UNIV OF CALIF - LOS ANGELES LOS ANGELES CA	NONE	EXEMPT	SCHOLARSHIPS	85,000.
UNIV OF CALIF - IRV IRVINE CA	NONE	EXEMPT	SCHOLARSHIPS	85,000.
UNIV OF CALIF - DAV DAVIS CA	NONE	EXEMPT	SCHOLARSHIPS	85,000.
UNIV OF CAL - SAN FRANCISCO SAN FRANCISCO CA	NONE	EXEMPT	SCHOLARSHIPS	85,000.
LOMA LINDA UNIVERSITY LOMA LINDA CA	NONE	EXEMPT	SCHOLARSHIPS	85,000.
POMONA COLLEGE CLAREMONT CA	NONE	EXEMPT	SCHOLARSHIP	30,000.
STANFORD UNIVERSITY PALO ALTO CA	NONE	EXEMPT	SCHOLARSHIPS	85,000.
OCCIDENTAL COLLEGE OCCIDENTAL CA	NONE	EXEMPT	SCHOLARSHIPS	30,000.
Total			3a	740,000.
b Approved for future payment				
NONE				
Total			3b	

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	
		14	384,074.	
		18	563,979.	
		1	-347.	
			947,706.	

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

[illegible]

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


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

[illegible]

2a Is the foundation directly or indirectly affiliated with, or related to, one or more tax-exempt organizations described in section 501(c) 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	<small>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.</small>		
	<div style="border-bottom: 1px solid black; height: 40px; display: flex; align-items: center; justify-content: center;"></div> <div style="display: flex; justify-content: space-between; padding: 5px;">Signature of officer or trusteeDateTitle</div> <div style="text-align: center; margin-top: 5px;">VICE PRESIDENT</div>	<div style="border-bottom: 1px solid black; height: 40px; display: flex; align-items: center; justify-content: center;"><div style="width: 50px; height: 30px; background-color: black; margin: 0 auto;"></div></div> <div style="text-align: center; margin-top: 5px;">05/09/2016</div>	<div style="border: 1px solid black; padding: 5px;"><small>May the IRS discuss this return with the preparer shown below (see instructions)?</small> <input checked="checked" type="checkbox"/> Yes <input type="checkbox"/> No</div>

Paid Preparer Use Only	Print/Type preparer's name	Preparer's signature	Date	Check <input type="checkbox"/> if self-employed	PTIN
	JEFFREY E. KUHLLIN		05/09/2016	<input checked="" type="checkbox"/>	P00353001
	Firm's name ▶ KPMG LLP	Firm's EIN ▶ 13-5565207			
	Firm's address ▶ 2020 N CENTRAL AVE, STE 700 PHOENIX, AZ 85004	Phone no 800-713-2555			

FORM 990PF, PART I - DIVIDENDS AND INTEREST FROM SECURITIES
=====

DESCRIPTION -----	REVENUE AND EXPENSES PER BOOKS -----	NET INVESTMENT INCOME -----
USGI REPORTED AS NONQUALIFIED DIVIDENDS	1,068.	1,068.
FOREIGN DIVIDENDS	51,316.	51,316.
NONDIVIDEND DISTRIBUTIONS	649.	
DOMESTIC DIVIDENDS	85,177.	85,177.
OTHER INTEREST	5,100.	5,100.
CORPORATE INTEREST	52,266.	52,266.
U.S. GOVERNMENT INTEREST(FEDERAL TAXABLE	25,500.	25,500.
U.S. GOVERNMENT INTEREST - FEDERAL & STA	31,370.	31,370.
MARKET DISCOUNT - OTHER INTEREST	17.	17.
US GOVERNMENT INTEREST REPORTED AS QUALI	2.	2.
NONQUALIFIED FOREIGN DIVIDENDS	2,984.	2,984.
NONQUALIFIED DOMESTIC DIVIDENDS	128,625.	128,625.
	-----	-----
TOTAL	384,074.	383,425.
	=====	=====

FORM 990PF, PART I - OTHER INCOME
=====

DESCRIPTION -----	REVENUE AND EXPENSES PER BOOKS -----	NET INVESTMENT INCOME -----
OTHER INCOME	-347.	-347.
	-----	-----
TOTALS	-347.	-347.
	=====	=====

FORM 990PF, PART I - LEGAL FEES
=====

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME	ADJUSTED NET INCOME	CHARITABLE PURPOSES
-----	-----	-----	-----	-----
LEGAL FEES - PRINCIPAL (ALLOCA	7,825.			7,825.
LEGAL FEES - INCOME (ALLOCABLE	7,250.			7,250.
	-----	-----	-----	-----
TOTALS	15,075.	NONE	NONE	15,075.
	=====	=====	=====	=====

FORM 990PF, PART I - ACCOUNTING FEES
=====

DESCRIPTION -----	REVENUE AND EXPENSES PER BOOKS -----	NET INVESTMENT INCOME -----	ADJUSTED NET INCOME -----	CHARITABLE PURPOSES -----
TAX PREPARATION FEE (NON-ALLOC	1,804.			1,804.
TOTALS	1,804.	NONE	NONE	1,804.
	=====	=====	=====	=====

FORM 990PF, PART I - TAXES
=====

DESCRIPTION -----	REVENUE AND EXPENSES PER BOOKS -----	NET INVESTMENT INCOME -----
FEDERAL ESTIMATES - PRINCIPAL	5,322.	
FOREIGN TAXES ON QUALIFIED FOR	5,608.	5,608.
FOREIGN TAXES ON NONQUALIFIED	718.	718.
	-----	-----
TOTALS	11,648.	6,326.
	=====	=====

FORM 990PF, PART I - OTHER EXPENSES
=====

DESCRIPTION -----	REVENUE AND EXPENSES PER BOOKS -----	CHARITABLE PURPOSES -----
FRANCHISE TAX BOARD	10.	10.
OTHER ALLOCABLE EXPENSE	150.	150.
OTHER NON-ALLOCABLE EXP	620.	620.
OTHER NON-ALLOCABLE EXP	505.	505.
TOTALS	----- 1,285. =====	----- 1,285. =====

MACKENZIE FOUNDATION 45L003006

95-6588350

FORM 990PF, PART II - U.S. AND STATE OBLIGATIONS
=====

DESCRIPTION -----	ENDING BOOK VALUE -----	ENDING FMV ----
FED FARM CR BKS 4.25%		
ILLINOIS ST GO BDS 5.1%		
BLACKROCK GLOBAL LONG/SHORT	145,681.	83,900.
PIMCO COMMODITY REALRETURN	347,686.	354,681.
PRINCIPLE GLOBAL REAL ESTATE		
WASATCH LONG/SHORT FUND	324,782.	289,906.
ASG GLOBAL ALTERNATIVES FUND C	133,204.	78,111.
UNITED STS OIL FD LP UNITS		
	-----	-----
TOTALS	951,353.	806,598.
	=====	=====

MACKENZIE FOUNDATION 45L003006

95-6588350

FORM 990PF, PART II - CORPORATE STOCK
=====

DESCRIPTION -----	ENDING BOOK VALUE -----	ENDING FMV ---
ISHARES US REAL ESTATE ETF		
VIRTUS ALTERNATIVES DIVERS FD		
INVESCO LTD	92,060.	120,528.
AFLAC INC		
ALEXION PHARMACEUTICALS INC	65,357.	110,635.
ALTERA CORP		
AMERICAN TOWER CORP	86,534.	129,719.
ANADARKO PETE CORP	188,721.	106,876.
APACHE CORP	88,327.	53,364.
APPLE INC	48,574.	199,994.
BAXTER INTL INC		
BIOGEN IDEC INC	130,108.	147,048.
BROADCOM CORP		
CBRE GROUP INC		
CIGNA CORP	38,010.	70,238.
CVS CAREMARK CORP	32,119.	76,261.
CAPITAL ONE FINL CORP	60,487.	77,594.
CATERPILLAR INC		
CISCO SYS INC		
CLIFFS NATURAL RESOURCES		
COACH INC		
COGNIZANT TECH SOLUTIONS		
COMCAST CORP		
DANAHER CORP	23,676.	51,084.
DIRECTV		
DU PONT E I DE NEMOURS & CO		
E M C CORP MASS	9,648.	26,707.
EOG RES INC	120,790.	128,400.
EMERSON ELEC CO		

MACKENZIE FOUNDATION 45L003006

95-6588350

FORM 990PF, PART II - CORPORATE STOCK
=====

DESCRIPTION -----	ENDING BOOK VALUE -----	ENDING FMV ----
EXELON CORP		
EXPRESS SCRIPTS HLDG	49,381.	61,187.
EXXON MOBIL CORP	20,958.	54,565.
F5 NETWORKS INC		
FLOWERVE CORP	63,149.	62,068.
FORWARD FRONTIER STRATEGY		
GENERAL ELEC CO	64,325.	98,123.
GILEAD SCIENCES INC	77,324.	149,356.
GOOGLE INC		
ISHARES MSCI EMERG MKTS ETF	154,650.	119,232.
JPMORGAN CHASE & CO	95,615.	118,854.
JP MORGAN EMERG MKTS EQUITY	887,075.	733,043.
LAUDER ESTEE COS INC		
MFS INST INTERNATIONAL EQUITY	716,831.	763,008.
MFS INTL NEW DISCOVERY FUND		
MCKESSON CORP	17,266.	53,252.
MEDTRONIC INC		
MURPHY OIL CORP		
MYLAN LABS INC		
NATIONAL OILWELL VARCO		
NEXTERA ENERGY INC	51,830.	97,137.
OCCIDENTAL PETE CORP		
ORACLE CORP		
PVH CORP	52,169.	36,825.
PEPSICO INC	24,508.	54,956.
PHILIP MORRIS INTL INC		
PRAXAIR INC	95,504.	79,462.
PRECISION CASTPARTS CORP		
PRICELINE COM INC	56,989.	101,996.

MACKENZIE FOUNDATION 45L003006

95-6588350

FORM 990PF, PART II - CORPORATE STOCK
=====

DESCRIPTION -----	ENDING BOOK VALUE -----	ENDING FMV ---
PRINCIPAL MID CAP FUND	542,486.	718,124.
PROCTER & GAMBLE CO	7,123.	57,175.
PRUDENTIAL FINL INC	93,461.	132,698.
T ROWE PRICE SMALL CAP STOCK	379,427.	393,400.
STARWOOD HOTELS & RESORTS		
SUNTRUST BKS INC	73,040.	107,100.
TARGET CORP		
UNITED TECHNOLOGIES CORP	11,630.	81,660.
WAL MART STORES INC		
WELLS FARGO & CO	18,832.	69,200.
WINDSTREAM HLDGS INC		
WYNDHAM WORLDWIDE CORP	48,503.	58,120.
AT&T INC	42,449.	61,938.
AVAGO TECHNOLOGIES LTD		
CALIFORNIA RES CORP		
EBAY INC		
FACEBOOK INC CL A	101,920.	141,291.
FRONTIER COMMUNICATIONS CORP		
GOLDMAN SACHS STRUCTURED #3172	152,967.	153,301.
MOHAWK INDS INC		
MONSANTO CO NEW	25,775.	21,871.
MONSTER BEVERAGE CORP	33,052.	74,480.
NORTHEAST UTILS COM		
SCHLUMBERGER LTD	83,985.	57,544.
STARBUCKS CORP	34,535.	58,829.
VISA INC COM CL A	92,441.	124,778.
ALLERGAN PLC SHS	52,734.	53,125.
AFFILIATED MANAGERS GROUP COM	72,242.	63,904.
BERKSHIRE HATHAWAY INC DEL CI	75,124.	72,622.

MACKENZIE FOUNDATION 45L003006
FORM 990PF, PART II - CORPORATE STOCK
=====

95-6588350

DESCRIPTION	ENDING BOOK VALUE	ENDING FMV
-----	-----	----
ALPHABET INC CAP STK CI A	99,756.	200,727.
COGNIZANT TECH SOLUTIONS CRP C	15,712.	70,824.
COMCAST CORP CI A	32,591.	95,931.
DELTA AIR LINES INC DEL COM NE	134,350.	138,384.
EVERSOURCE ENERGY COM	39,875.	43,920.
GENERAL MTRS CO COM	58,618.	68,020.
HANESBANDS INC COM	80,714.	77,401.
ISHARES MSCI FRONTIER 100 FUND	173,775.	168,505.
KINDER MORGAN INC DEL COM	49,536.	26,856.
LABORATORY CORP AMER HLDGS COM	49,259.	49,456.
LAUDER ESTEE COS INC CI A	44,437.	52,836.
FRANKLIN MUTUAL EUROPEAN FUND	1,067,300.	915,903.
PAYPAL HLDGS INC COM	32,773.	36,200.
SPDR INDEX SHS FDS S&P CHINA E	202,712.	198,350.
TEXTRON INC COM	46,617.	46,211.
TIME WARNER INC COM NEW	68,054.	64,670.
TYSON FOODS INC CI A	84,473.	106,660.
VERIZON COMMUNICATIONS INC COM	36,504.	35,127.
	-----	-----
TOTALS	7,670,767.	8,778,653.
	=====	=====

MACKENZIE FOUNDATION 45L003006

95-6588350

FORM 990PF, PART II - CORPORATE BONDS
=====

DESCRIPTION -----	ENDING BOOK VALUE -----	ENDING FMV ----
SMALL BUSINESS ADMIN 4.90%	78,222.	84,371.
SMALL BUSINESS ADMIN 4.76%	43,998.	47,792.
SMALL BUSINESS ADMIN 5.24%	112,729.	120,948.
SMALL BUSINESS ADMIN 5.37%	124,876.	131,517.
SMALL BUSINESS ADMIN 5.52%	69,156.	66,344.
SMALL BUSINESS ADMIN 4.638%		
AMERICAN EXPRESS CO 7.0%	112,319.	110,899.
AMERITECH CAP FUNDING 6.45%	107,437.	107,660.
FEDERATED ADJ RATE SEC		
FEDERATED INST HIGH YIELD BOND	418,825.	377,650.
HEWLETT PACKARD CO 4.75%		
OPPENHEIMER SENIOR FLTG RATE		
PIMCO FOREIGN BOND FUND	223,947.	194,506.
PHILLIPS PETE CO 6.65%		
PROSHARES TR PSHS ULTSH		
VANGUARD SHT TERM INVT GRADE	200,000.	197,568.
VANGUARD SHT TERM TAX EXEMPT		
FEDERAL NATL MTG ASSN		
PHILLIPS PETE CO DEB 6.65%	248,250.	244,277.
RYDEX INVERSE GOVT #214	211,116.	221,122.
VANGUARD LONG TERM INVMT GR		
BLACKROCK GLBL LONG/SHORT	200,000.	193,738.
PIMCO COMMODITY #45		
PRINCIPAL GLBL #4905		
WASTACH LONG/SHORT #9		
ANGEL OAK MULTI-STRATEGY INCOM	475,142.	456,816.
FEDERAL FARM CR BKS CONS SYSTE	592,332.	622,950.
ILLINOIS ST GO BDS JUNE TAXABL	99,702.	94,565.
VANGUARD GNMA FUND ADM	830,453.	819,674.

MACKENZIE FOUNDATION 45L003006
FORM 990PF, PART II - CORPORATE BONDS
=====

95-6588350

DESCRIPTION -----	ENDING BOOK VALUE -----	ENDING FMV ----
TOTALS	4,148,504. =====	4,092,397. =====

FORM 990PF, PART III - OTHER INCREASES IN NET WORTH OR FUND BALANCES
=====

DESCRIPTION -----	AMOUNT -----
COST BASIS ADJUSTMENTS	46,601.
PARTNERSHIP ADJUSTMENT	34,005.

TOTAL	80,606.
	=====

FORM 990PF, PART III - OTHER DECREASES IN NET WORTH OR FUND BALANCES

DESCRIPTION	AMOUNT
-----	-----
INCOME TIMING DIFFERENCE	4.
RETURN OF CAPITAL ADJUSTMENT	531.
MUTUAL FUND TIMING DIFF	3,379.

TOTAL	3,914.
	=====

990PF, PART VII-B LINE 2b - SECTION 4942a2 EXPLANATION STATEMENT
=====

This question does not apply. The foundation does not have any undistributed income from prior years.

MACKENZIE FOUNDATION 45L003006
FORM 990PF, PART XV - LINES 2a - 2d
=====

95-6588350

RECIPIENT NAME:

PHILIP D. IRWIN

ADDRESS:

400 HOPE STREET

LOS ANGELES, CA 90071

FORM, INFORMATION AND MATERIALS:

WRITTEN FORM

SUBMISSION DEADLINES:

NO DEADLINE

RESTRICTIONS OR LIMITATIONS ON AWARDS:

GRANTS AVAILABLE TO QUALIFIED MEDICAL SCHOOLS

STATEMENT 17