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 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 05/01 , **2015, and ending** 04/30, **20**16

Name of foundation: L.K. WHITTIER FOUNDATION

A Employer identification number: 95-6027493

Number and street (or P O box number if mail is not delivered to street address): 625 FAIR OAKS AVENUE, SUITE 360 — Room/suite:

B Telephone number (see instructions): (626) 441-5188

City or town, state or province, country, and ZIP or foreign postal code: SOUTH PASADENA, CA 91030

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 ▶ ☐

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

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

I Fair market value of all assets at end of year *(from Part II, col (c), line 16)* ▶ $ 76,731,845.

J Accounting method ☐ Cash [X] 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)				
2	Check ▶ [X] if the foundation is **not** required to attach Sch B				
3	Interest on savings and temporary cash investments	201,560.	201,560.		ATCH 1
4	Dividends and interest from securities	431,079.	431,079.		ATCH 2
5a	Gross rents				
b	Net rental income or (loss)				
6a	Net gain or (loss) from sale of assets not on line 10	20,046,195.			
b	Gross sales price for all assets on line 6a 99,152,743.				
7	Capital gain net income (from Part IV, line 2)		21,338,604.		
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) ATCH 3		321,723.		
12	**Total.** Add lines 1 through 11	20,678,834.	22,292,966.		
Operating and Administrative Expenses 13	Compensation of officers, directors, trustees, etc	0.			
14	Other employee salaries and wages				
15	Pension plans, employee benefits				
16a	Legal fees (attach schedule) ATCH 4	452.			452.
b	Accounting fees (attach schedule) ATCH 5	23,448.	4,690.		16,414.
c	Other professional fees (attach schedule) [6]	464,698.	92,940.		348,292.
17	Interest				
18	Taxes (attach schedule) (see instructions) [7]	-36,866.			
19	Depreciation (attach schedule) and depletion				
20	Occupancy				
21	Travel, conferences, and meetings				
22	Printing and publications				
23	Other expenses (attach schedule) ATCH 8	8,188.	227.		7,961.
24	**Total operating and administrative expenses.** Add lines 13 through 23	459,920.	97,857.		373,119.
25	Contributions, gifts, grants paid	36,226,108.			29,430,510.
26	**Total expenses and disbursements** Add lines 24 and 25	36,686,028.	97,857.	0.	29,803,629.
27	Subtract line 26 from line 12				
a	**Excess of revenue over expenses and disbursements**	-16,007,194.			
b	**Net investment income** (if negative, enter -0-)		22,195,109.		
c	**Adjusted net income** (if negative, enter -0-)				

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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 (a) Book Value	End of year (b) Book Value	(c) Fair Market Value
Assets	1 Cash - non-interest-bearing		382,965.	382,965.
	2 Savings and temporary cash investments	2,391,399.	6,569,628.	6,569,628.
	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)[9]	3,433,741.	2,252,535.	2,252,535.
	b Investments - corporate stock (attach schedule) ATCH 10	54,513,093.	3,631,754.	3,631,754.
	c Investments - corporate bonds (attach schedule) ATCH 11	3,621,820.	3,727,748.	3,727,748.
	11 Investments - land, buildings, and equipment basis ▶			
	Less accumulated depreciation (attach schedule) ▶			
	12 Investments - mortgage loans			
	13 Investments - other (attach schedule) ATCH 12	45,165,821.	60,106,445.	60,106,445.
	14 Land, buildings, and equipment basis ▶			
	Less accumulated depreciation (attach schedule) ▶			
	15 Other assets (describe ▶ ATCH 13)	89,989.	60,770.	60,770.
	16 Total assets (to be completed by all filers - see the instructions Also, see page 1, item I)	109,215,863.	76,731,845.	76,731,845.
Liabilities	17 Accounts payable and accrued expenses	125,066.		
	18 Grants payable	10,423,691.	17,219,289.	
	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 ▶ ATCH 14)	695,393.	333,307.	
	23 Total liabilities (add lines 17 through 22)	11,244,150.	17,552,596.	
Net Assets or Fund Balances	**Foundations that follow SFAS 117, check here ▶ [X] and complete lines 24 through 26 and lines 30 and 31.**			
	24 Unrestricted	97,971,713.	59,179,249.	
	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			
	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)	97,971,713.	59,179,249.	
	31 Total liabilities and net assets/fund balances (see instructions)	109,215,863.	76,731,845.	

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	97,971,713.
2 Enter amount from Part I, line 27a	2	-16,007,194.
3 Other increases not included in line 2 (itemize) ▶	3	
4 Add lines 1, 2, and 3	4	81,964,519.
5 Decreases not included in line 2 (itemize) ▶ ATCH 15	5	22,785,270.
6 Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	59,179,249.

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	SEE PART IV SCHEDULE			
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				
b				
c				
d				
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				
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	21,338,604.
3	Net short-term capital gain or (loss) as defined in sections 1222(5) and (6) If gain, also enter in Part I, line 8, column (c) (see instructions) If (loss), enter -0- in Part I, line 8	3	0.

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

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

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

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

1 Enter the appropriate amount in each column for each year, see the instructions before making any entries

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col (b) divided by col (c))
2014	8,246,382.	105,565,298.	0.078116
2013	7,962,245.	102,764,331.	0.077481
2012	9,132,249.	93,106,908.	0.098083
2011	7,459,009.	95,098,034.	0.078435
2010	5,775,781.	94,969,403.	0.060817

2	**Total** of line 1, column (d)	2	0.392932
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	0.078586
4	Enter the net value of noncharitable-use assets for 2015 from Part X, line 5	4	81,880,495.
5	Multiply line 4 by line 3	5	6,434,661.
6	Enter 1% of net investment income (1% of Part I, line 27b)	6	221,951.
7	Add lines 5 and 6	7	6,656,612.
8	Enter qualifying distributions from Part XII, line 4	8	29,803,629.

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

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

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 ▶ [X] and enter 1% of Part I, line 27b	1	221,951.
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	221,951.
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	221,951.
6	Credits/Payments		
a	2015 estimated tax payments and 2014 overpayment credited to 2015 — 6a: 232,004.		
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	232,004.
8	Enter any **penalty** for underpayment of estimated tax Check here [X] 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	10,053.
11	Enter the amount of line 10 to be **Credited to 2016 estimated tax** ▶ 10,053. **Refunded** ▶	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?	1a		X
b	Did it spend more than $100 during the year (either directly or indirectly) for political purposes (see Instructions for the definition)?	1b		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?	1c		X
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		X
3	Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? *If "Yes," attach a conformed copy of the changes*	3		X
4a	Did the foundation have unrelated business gross income of $1,000 or more during the year?	4a		X
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		X
6	Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	6	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*	7	X	
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	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*	9		X
10	Did any persons become substantial contributors during the tax year? *If "Yes," attach a schedule listing their names and addresses*	10		X

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?	13	X	

Website address ▶ N/A

14 The books are in care of ▶ WHITTIER TRUST COMPANY Telephone no ▶ 626-441-5188

Located at ▶ 625 FAIR OAKS AVENUE, STE 360 SOUTH PASADENA, CA ZIP+4 ▶ 91030

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		X
	See the instructions for exceptions and filing requirements for FinCEN Form 114 If "Yes," enter the name of the foreign country ▶			

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? ☐ 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		X
	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		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? ☐ Yes ☒ No If "Yes," list the years ▶ ____ , ____ , ____ , ____			
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 ▶ ____ , ____ , ____ , ____			
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		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

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

				Yes	No
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**		X
	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
ATCH 16		0.	0.	0.

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

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

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

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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
ATCH 17		464,698.

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 N/A	
2	
3	
4	

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

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2	Amount
1 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	79,387,411.
b	Average of monthly cash balances	1b	3,670,476.
c	Fair market value of all other assets (see instructions)	1c	69,519.
d	**Total** (add lines 1a, b, and c)	1d	83,127,406.
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	83,127,406.
4	Cash deemed held for charitable activities Enter 1 1/2 % of line 3 (for greater amount, see instructions)	4	1,246,911.
5	**Net value of noncharitable-use assets.** Subtract line 4 from line 3 Enter here and on Part V, line 4	5	81,880,495.
6	**Minimum investment return.** Enter 5% of line 5	6	4,094,025.

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	4,094,025.
2a	Tax on investment income for 2015 from Part VI, line 5	2a	221,951.		
b	Income tax for 2015 (This does not include the tax from Part VI)	2b			
c	Add lines 2a and 2b			2c	221,951.
3	Distributable amount before adjustments Subtract line 2c from line 1			3	3,872,074.
4	Recoveries of amounts treated as qualifying distributions			4	
5	Add lines 3 and 4			5	3,872,074.
6	Deduction from distributable amount (see instructions)			6	
7	**Distributable amount** as adjusted Subtract line 6 from line 5 Enter here and on Part XIII, line 1			7	3,872,074.

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	29,803,629.
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	29,803,629.
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	221,951.
6	**Adjusted qualifying distributions.** Subtract line 5 from line 4	6	29,581,678.

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				3,872,074.
2 Undistributed income, if any, as of the end of 2015				
a Enter amount for 2014 only				
b Total for prior years 20 13 ,20 12 ,20 11				
3 Excess distributions carryover, if any, to 2015				
a From 2010				
b From 2011 515,105.				
c From 2012 4,623,644.				
d From 2013 2,944,152.				
e From 2014 3,083,659.				
f Total of lines 3a through e	11,166,560.			
4 Qualifying distributions for 2015 from Part XII, line 4 ▶ $ 29,803,629.				
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				3,872,074.
e Remaining amount distributed out of corpus	25,931,555.			
5 Excess distributions carryover applied to 2015 (*If an amount appears in column (d), the same amount must be shown in column (a)*)				
6 **Enter the net total of each column as indicated below:**				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5	37,098,115.			
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 2015 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2016				
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	37,098,115.			
10 Analysis of line 9				
a Excess from 2011 515,105.				
b Excess from 2012 4,623,644.				
c Excess from 2013 2,944,152.				
d Excess from 2014 3,083,659.				
e Excess from 2015 25,931,555.				

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			
	(a) 2015	(b) 2014	(c) 2013	(d) 2012	(e) Total
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 ▶ [X] if the foundation only makes contributions to preselected charitable organizations and does not accept unsolicited requests for funds If the foundation makes gifts, grants, etc (see instructions) to individuals or organizations under other conditions, complete items 2a, b, c, and d

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

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

c Any submission deadlines

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

Part XV Supplementary Information *(continued)*

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

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a *Paid during the year*				
ATCH 18				
Total . . . . ▶ **3a**				29,430,510.
b *Approved for future payment*				
ATCH 19				
Total . . . . ▶ **3b**				17,398,520.

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			14	201,560.	
4 Dividends and interest from securities			14	431,079.	
5 Net rental income or (loss) from real estate					
a Debt-financed property					
b Not debt-financed property					
6 Net rental income or (loss) from personal property					
7 Other investment income					
8 Gain or (loss) from sales of assets other than inventory			18	20,046,195.	
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)				20,678,834.	

13 Total. Add line 12, columns (b), (d), and (e) . . . 13 20,678,834.

(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.)

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)		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

(a) Line no	(b) Amount involved	(c) Name of noncharitable exempt organization	(d) Description of transfers, transactions, and sharing arrangements
	N/A		N/A

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

▶ X Linda Blinkenberg | X 1.3.17 | ▶ X Director

Signature of officer or trustee | Date | Title

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

Paid Preparer Use Only

Print/Type preparer's name	Preparer's signature	Date	Check ☐ if self-employed	PTIN
ROBIN M PAULE	Robin M Paule	12/15/16		P00358939

Firm's name ▶ HOLTHOUSE CARLIN & VAN TRIGT LLP Firm's EIN ▶ 95-4345526

Firm's address ▶ 3011 TOWNSGATE ROAD, SUITE 400 WESTLAKE VILLAGE, CA 91361 Phone no 805-374-8555

FORM 990-PF - PART IV
CAPITAL GAINS AND LOSSES FOR TAX ON INVESTMENT INCOME

Kind of Property		Description				P or D	Date acquired	Date sold
Gross sale price less expenses of sale	Depreciation allowed/ allowable	Cost or other basis	FMV as of 12/31/69	Adj basis as of 12/31/69	Excess of FMV over adj basis		Gain or (loss)	
		TOTAL SHORT-TERM COMMON TRUST FUND AND PARTNERSHIP, S CORPORATION, AND OTHER ESTATES OR TRUST GAIN OR LOSS					-321,802.	
		TOTAL LONG-TERM COMMON TRUST FUND AND PARTNERSHIP, S CORPORATION, AND OTHER ESTATES OR TRUST GAIN OR LOSS					1,663,024.	
		PUBLICLY TRADED SECURITIES PROPERTY TYPE: SECURITIES				P	VARIOUS	VARIOUS
11716078.		11678629.					37,449.	
		PUBLICLY TRADED SECURITIES PROPERTY TYPE: SECURITIES				P	VARIOUS	VARIOUS
5,839,461.		3,737,254.					2,102,207.	
		PUBLICLY TRADED SECURITIES PROPERTY TYPE: SECURITIES				P	VARIOUS	VARIOUS
61388974.		47386562.					14002412.	
		PUBLICLY TRADED SECURITIES PROPERTY TYPE: SECURITIES				P	VARIOUS	VARIOUS
5,372,095.		1,449,077.					3,923,018.	
		PUBLICLY TRADED SECURITIES PROPERTY TYPE: SECURITIES				P	VARIOUS	VARIOUS
13494913.		13553434.					-58,521.	
		PUBLICLY TRADED SECURITIES PROPERTY TYPE: SECURITIES				P	VARIOUS	VARIOUS
		9,183.					-9,183.	
TOTAL GAIN(LOSS)							21338604.	

FORM 990PF, PART I - INTEREST ON TEMPORARY CASH INVESTMENTS

DESCRIPTION		REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
WHITTIER TRUST COMPANY		201,560.	201,560.
	TOTAL	201,560.	201,560.

ATTACHMENT 2

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

DESCRIPTION		REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
WHITTIER TRUST COMPANY		431,079.	431,079.
	TOTAL	431,079.	431,079.

FORM 990PF, PART I - OTHER INCOME

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
NET INCOME FROM PARTNERSHIPS		321,723.
TOTALS		321,723.

L.K. WHITTIER FOUNDATION

95-6027493

ATTACHMENT 4

FORM 990PF, PART I - LEGAL FEES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME	ADJUSTED NET INCOME	CHARITABLE PURPOSES
LEGAL FEES	452.			452.
TOTALS	452.			452.

FORM 990PF, PART I - ACCOUNTING FEES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME	ADJUSTED NET INCOME	CHARITABLE PURPOSES
ACCOUNTING FEES	23,448.	4,690.		16,414.
TOTALS	23,448.	4,690.		16,414.

FORM 990PF, PART I - OTHER PROFESSIONAL FEES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME	CHARITABLE PURPOSES
ADMIN EXPENSE	464,698.	92,940.	348,292.
TOTALS	464,698.	92,940.	348,292.

FORM 990PF, PART I - TAXES

DESCRIPTION		REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME	CHARITABLE PURPOSES
FEDERAL EXCISE TAX		-36,866.		
	TOTALS	-36,866.		

FORM 990PF, PART I - OTHER EXPENSES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME	CHARITABLE PURPOSES
INSURANCE EXPENSE	2,781.		2,781.
MISC EXPENSE	227.	227.	
FILING FEES	5,180.		5,180.
TOTALS	8,188.	227.	7,961.

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

ATTACHMENT 9

DESCRIPTION	ENDING BOOK VALUE	ENDING FMV
US GOVERNMENT BONDS	1,684,264.	1,684,264.
US OBLIGATIONS TOTAL	1,684,264.	1,684,264.
MUNICIPAL BONDS	568,271.	568,271.
STATE OBLIGATIONS TOTAL	568,271.	568,271.
US AND STATE OBLIGATIONS TOTAL	2,252,535.	2,252,535.

FORM 990PF, PART II - CORPORATE STOCK

DESCRIPTION	ENDING BOOK VALUE	ENDING FMV
PREFERRED STOCK - SEE ATTACHED	1,434,234.	1,434,234.
2,930 SHS ISHARES RUSL 2000		
14,895 SHS S&P 500		
33.06 SHS OWENS CORNING NEW *W		
3 SHS VISTEON CORP *W EXP 10/0		
US LARGE CAP EQ - SEE ATTACHED	2,193,054.	2,193,054.
4,420 SHS AMER TOWER		
US LARGE CAP EQ		
NON-US EQUITIES		
5 SHS ORCHARD SUPPLY PREFERRED		
70 SHS LAMAR ADVERTISING		
24 SHS LIBERTY GLOBAL	938.	938.
US LARGE CAP EQ		
NON-US EQUITIES		
64.41 SHS SERITAGE GROWTH	3,438.	3,438.
0.50 SHS EXPEDIA INC	58.	58.
0.50 SHS TRIPADVISOR INC	32.	32.
TOTALS	3,631,754.	3,631,754.

ATTACHMENT 11

FORM 990PF, PART II - CORPORATE BONDS

DESCRIPTION	ENDING BOOK VALUE	ENDING FMV
CORPORATE BONDS- SEE ATTACHED	3,150,066.	3,150,066.
ACCRUED PURCHASED INTEREST	8,748.	8,748.
111,878.25 SHS RES 5.5	111,189.	111,189.
18,154 SHS DOUBLELINE INCOME	319,510.	319,510.
3,916 SHS ETF HIGH YIELD BONDS	138,235.	138,235.
TOTALS	3,727,748.	3,727,748.

Schedule of Assets

Asset Type	Shares Or Face	Unit Price	Current Market Value
PREFERRED STOCK			
ANNALY CAP MGMT INC PFD SER D %	6,535 0000	25 00	163 359 32
BANK AMER CORP DEP SHS PFD EE	20,000 0000	25 24	504 800 00
JPMORGAN CHASE & CO DEP1/400 PFD O	2,500 0000	25 29	63 225 00
SENIOR HSG PPTYS TR NT 42	2,500 0000	25 25	63 125 00
TORCHMARK CORP JR SUB DEB 56	20,000 0000	25 55	511 000 00
VORNADO RLTY TR PFD CUM-J %	2 500 0000	25 77	64 425 00
VORNADO RLTY TR PFD SER K	2 500 0000	25 72	64,300 00
TOTAL PREFERRED STOCK			**1,434,234 32**

Schedule of Assets

Asset Type	Shares Or Face	Unit Price	Current Market Value
EQUITIES			
US LARGE CAP EQUITIES			
AMERICAN EXPRESS CO COM	845 0000	65 43	55,288 35
APPLE COMPUTER INC COM	845 0000	93 74	79,210 30
BOEING CO COM	845 0000	134 80	113,906 00
CATERPILLAR INC DEL COM	845 0000	77 72	65,673 40
CHEVRON CORP COM	845 0000	102 18	86 342 10
CISCO SYS INC COM	845 0000	27 49	23 229 05
COCA COLA CO COM	845 0000	44 80	37 856 00
DISNEY WALT CO COM DISNEY	845 0000	103 26	87 254 70
DU PONT E I DE NEMOURS & CO COM	845 0000	65 91	55,693 95
EXXON MOBIL CORP COM	845 0000	88 40	74,698 00
GENERAL ELECTRIC CO COM	845 0000	30 75	25,983 75
GOLDMAN SACHS GROUP INC COM	845 0000	164 11	138 672 95
HOME DEPOT INC COM	845 0000	133 89	113,137 05
INTEL CORP COM	845 0000	30 28	25 586 60
INTERNATIONAL BUSINESS MACHS COM	845 0000	145 94	123 319 30
J P MORGAN CHASE & CO COM	845 0000	63 20	53 404 00
JOHNSON & JOHNSON COM	845 0000	112 08	94 707 60
MCDONALDS CORP COM	845 0000	126 49	106,884 05
MERCK & CO INC COM	845 0000	54 84	46,339 80
MICROSOFT CORP COM	845 0000	49 87	42,140 15
NIKE INC	845 0000	58 94	49,804 30

Schedule of Assets

Asset Type	Shares Or Face	Unit Price	Current Market Value
CL B			
PFIZER INC	845 0000	32 71	27 639 95
COM			
PROCTER & GAMBLE CO	845 0000	80 12	67 701 40
COM			
3M CO	845 0000	167 38	141,436 10
TRAVELERS COMPANIES, INC	845 0000	109 90	92,865 50
COM			
UNITED TECHNOLOGIES CORP	845 0000	104 37	88,192 65
COM			
UNITEDHEALTH GROUP INC	845 0000	131 68	111,269 60
COM			
VERIZON COMMUNICATIONS	845 0000	50 94	43 044 30
COM			
VISA INC	845 0000	77 24	65 267 80
COM CL A			
WAL MART STORES INC	845 0000	66 87	56 505 15
COM			
TOTAL US LARGE CAP EQUITIES			**2,193,053 85**

Schedule of Assets

Asset Type	Shares Or Face	Unit Price	Current Market Value
CORPORATE BONDS & NOTES			
FEDERAL NATL MTG ASSN PRIN S STRIP 2/01/19	90 000 0000	96 50	86,847 30
KAISER FNDTN HOSP/HLTH MTN B NOTE 3 500% 4/01/22	185 000 0000	104 28	192,925 40
PENNANTPARK INVT CORP NOTE 4 500%10/01/19	100 000 0000	98 81	98,810 00
TRANSOCEAN INC NOTE 5 800%12/15/16	200,000 0000	100 70	201 404 00
FEDERAL HOME LN MTG CORP MTNF 1 500%12/26/19	100,000 0000	101 16	101 157 00
FEDERAL NATL MTG ASSN NOTE 2 360%12/14/22	100,000 0000	100 13	100 134 00
AUTOZONE INC NOTE 3 700% 4/15/22	150,000 0000	105 72	158 583 00
CHURCH & DWIGHT INC NOTE 2 875%10/01/22	150 000 0000	101 79	152 688 00
INTERNATIONAL BUSINESS MACHS NOTE 2 875%11/09/22	125 000 0000	104 24	130,301 25
SOUTHTRUST BK BIRMGHAM SUB M	150 000 0000	121 45	182,179 50

Schedule of Assets

Asset Type	Shares Or Face	Unit Price	Current Market Value
MTNF 6 125% 1/09/28			
AMERICAN TOWER CORP NEW	150,000 0000	103 58	155 374 50
NOTE 3 450% 9/15/21			
L-3 COMMUNICATIONS CORP	150,000 0000	100 89	151 330 50
NOTE 3 950% 5/28/24			
LENDER PROCESSING SVCS INC	72 000 0000	104 50	75,240 00
NOTE 5 750% 4/15/23			
SECURITY CAP GROUP INC	160 000 0000	136 81	218,902 40
NOTE 7 700% 6/15/28			
CELGENE CORP	180 000 0000	104 67	188,406 00
NOTE 3 550% 8/15/22			
TIME WARNER CABLE INC	160,000 0000	117 97	188,756 80
NOTE 8 750% 2/14/19			
GULF PWR CO	150,000 0000	101 89	152,835 00
NOTE 3 100% 5/15/22			
WELLS FARGO & CO	100,000 0000	98 94	98 936 00
MTNV 1/31/21			
AT&T BROADBAND CORP	100,000 0000	141 69	141 689 00
NOTE 9 455%11/15/22			
BURLINGTON NORTHN SANTA FE C	200,000 0000	107 97	215 934 00
DEB 3 600% 9/01/20			
APPLE INC	150 000 0000	105 09	157,632 00
NOTE 2 850% 5/06/21			
TOTAL CORPORATE BONDS & NOTES			**3,150,065 65**

ATTACHMENT 12

FORM 990PF, PART II - OTHER INVESTMENTS

DESCRIPTION	ENDING BOOK VALUE	ENDING FMV
WHITTIER VALUE FUND A, LP	24,706,227.	24,706,227.
WHITTIER INTERNATIONAL FUND A	5,286,903.	5,286,903.
WHITTIER SMALL CAP FUND, LP	6,337,284.	6,337,284.
WHITTIER CORPORATE AMERICA FUN	22,572,362.	22,572,362.
WTC ENERGY CREDIT FUND, LP	1,008,584.	1,008,584.
9,137.484 SHS VANGUARD SCOTTS.	195,085.	195,085.
TOTALS	60,106,445.	60,106,445.

FORM 990PF, PART II - OTHER ASSETS

DESCRIPTION	ENDING BOOK VALUE	ENDING FMV
DIVIDENDS RECEIVABLE	60,770.	60,770.
TOTALS	60,770.	60,770.

ATTACHMENT 14

FORM 990PF, PART II - OTHER LIABILITIES

DESCRIPTION	ENDING BOOK VALUE
ACCRUED EXPENSES	32,236.
FEDERAL EXCISE TAXES	62,923.
DEFERRED EXCISE TAXES	238,148.
TOTALS	333,307.

ATTACHMENT 15

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

DESCRIPTION	AMOUNT
UNREALIZED DEPRECIATION OF INVESTMENTS	22,785,270.
TOTAL	22,785,270.

L.K. WHITTIER FOUNDATION

95-6027493

FORM 990PF, PART VIII - LIST OF OFFICERS, DIRECTORS, AND TRUSTEES

ATTACHMENT 16

NAME AND ADDRESS	TITLE AND AVERAGE HOURS PER WEEK DEVOTED TO POSITION	COMPENSATION	CONTRIBUTIONS TO EMPLOYEE BENEFIT PLANS	EXPENSE ACCT AND OTHER ALLOWANCES
LINDA J. BLINKENBERG 625 FAIR OAKS AVENUE, SUITE 360 SOUTH PASADENA, CA 91030	SECRETARY/DIRECTOR 2.00	0.	0.	0.
LAURA-LEE W. WOODS 625 FAIR OAKS AVENUE, SUITE 360 SOUTH PASADENA, CA 91030	PRESIDENT/DIRECTOR 2.00	0.	0.	0.
GREG E. CUSTER 625 FAIR OAKS AVENUE, SUITE 360 SOUTH PASADENA, CA 91030	CFO/DIRECTOR 2.00	0.	0.	0.
JAMES A. JEFFS 625 FAIR OAKS AVENUE, SUITE 360 SOUTH PASADENA, CA 91030	VP/DIRECTOR 2.00	0.	0.	0.
LAURE WOODS 625 FAIR OAKS AVENUE, SUITE 360 SOUTH PASADENA, CA 91030	DIRECTOR 2.00	0.	0.	0.
	GRAND TOTALS	0.	0.	0.

990PF, PART VIII- COMPENSATION OF THE FIVE HIGHEST PAID PROFESSIONALS

ATTACHMENT 17

NAME AND ADDRESS	TYPE OF SERVICE	COMPENSATION
WHITTIER TRUST COMPANY 625 FAIR OAKS AVENUE, SUITE 360 SOUTH PASADENA, CA 91030	PHILANTHROPIC SVCS	464,698.
	TOTAL COMPENSATION	464,698.

FORM 990PF, PART XV - GRANTS AND CONTRIBUTIONS PAID DURING THE YEAR

ATTACHMENT 18

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT	PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
THE GLADSTONE INSTITUTES 1650 OWENS STREET SAN FRANCISCO, CA 94158	NONE PC	STEM CELL RESEARCH	2,000,000
ARCS FOUNDATION, INC 24520 HAWTHORNE BOULEVARD, SUITE 113 TORRANCE, CA 90505	NONE PC	2013-2014 AND 2014-2015 SCHOLARSHIP SUPPORT	60,000
BENNINGTON COLLEGE ONE COLLEGE DRIVE BENNINGTON, VT 05201	NONE PC	PETER DRUCKER FUND FOR EXCELLENCE AND INNOVATION	2,000,000
CHILDREN'S HOSPITAL OF LOS ANGELES 4650 SUNSET BOULEVARD, MAILSTOP #29 LOS ANGELES, CA 90027	NONE PC	VPICU EXPANSION	1,403,010
GOOD SAMARITAN HOSPITAL 1225 WILSHIRE BOULEVARD LOS ANGELES, CA 90017	NONE PC	HEART AND VASCULAR CENTER	100,000.
HUNTINGTON MEDICAL RESEARCH INSTITUTES (HMRI) 734 FAIRMONT AVENUE PASADENA, CA 91105	NONE PC	TO SUPPORT FURTHER RESEARCH IN THE FIELD OF ALZHEIMERS DISEASE	1,500,000

FORM 990PF, PART XV - GRANTS AND CONTRIBUTIONS PAID DURING THE YEAR

ATTACHMENT 18 (CONT'D)

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT	PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
UNIVERSITY OF SOUTHERN CALIFORNIA 1975 ZONAL AVENUE, KAM 302 LOS ANGELES, CA 90033	NONE PC	THE WHITTIER HEALTH SCIENCES TAILORED THERAPIES INITIATIVE	1,000,000
CSULA AUXILIARY SERVICES 5151 STATE UNIVERSITY DR NO GE 314 LOS ANGELES, CA 90032	NONE SO III FI	SCHOOL OF NURSING SIMULATION LAB PROJECT.	342,500
GREATER HORIZONS 1055 BROADWAY KANSAS CITY, MO 64105	NONE PC	THE LAUREL STEM FUND	20,000,000
MIDNIGHT MISSION 601 SOUTH SAN PEDRO STREET LOS ANGELES, CA 90014	NONE PC	SUPPORT MEN AND WOMEN HOMELESS VETERANS PROGRAM IN SKID ROW	25,000
USC KECK SCHOOL OF MEDICINE 1975 ZONAL AVE. LOS ANGELES, CA 90033	NONE PC	NANOBIOTECHNOLOGY INITIATIVE	1,000,000
		TOTAL CONTRIBUTIONS PAID	29,430,510.

FORM 990PF, PART XV - CONTRIBUTIONS APPROVED FOR FUTURE PAYMENT

ATTACHMENT 19

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT	PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
ARCS FOUNDATION, INC 24520 HAWTHORNE BOULEVARD, SUITE 113 TORRANCE, CA 90505	NONE PC	SCHOLAR AWARDS CAMPAIGN - OVER 2 YEARS	100,000
BENNINGTON COLLEGE ONE COLLEGE DRIVE BENNINGTON, VT 05201	NONE PC	PETER DRUCKER FUND OF EXCELLENCE AND INNOVATION -OVER 2 YEARS	3,000,000
UNIVERSITY OF SOUTHERN CALIFORNIA 1975 ZONAL AVENUE, KAM 302 LOS ANGELES, CA 90033	NONE PC	THE WHITTIER HEALTH SCIENCES TAILORED THERAPIES INITIATIVE - OVER 5 YEARS	2,000,000
BENNINGTON COLLEGE ONE COLLEGE DRIVE BENNINGTON, VT 05201	NONE PC	CHALLENGE GRANT 1 1 PAYABLE WHEN MATCHING FUNDS HAVE BEEN RAISED FOR THE RESTORATION OF THE COMMONS BUILDING	4,000,000
CHILDREN'S HOSPITAL OF LOS ANGELES 4650 SUNSET BOULEVARD, MAILSTOP #29 LOS ANGELES, CA 90027	NONE PC	EXPANSION OF THE LAURA P AND LELANK K WHITTIER VIRTUAL PEDIATRICS INTENSIVE CARE UNIT	2,806,020
CSULA AUXILIARY SERVICES 5151 STATE UNIVERSITY DR NO GE 314 LOS ANGELES, CA 90032	NONE SO III FI	SCHOOL OF NURSING SIMULATION LAB PROJECT	342,500

FORM 990PF, PART XV - CONTRIBUTIONS APPROVED FOR FUTURE PAYMENT

ATTACHMENT 19 (CONT'D)

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT	PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
INNER CITY EDUCATION FOUNDATION 5120 W GOLDLEAF CIRCLE, SUITE 350 LOA ANGELES, CA 90056	NONE PC	SUPPORT ICEF AND LDMS EMBARK FOR ICEF SCHOLARS	150,000
THE GLADSTONE INSTITUTES 1650 OWENS STREET SAN FRANCISCO, CA 94158	NONE PC	STEM CELL BIOLOGY RESEARCH OF DR SHINYA YAMANAKA & DEVELOPING STEM CELL RESEARCH TREATMENTS FOR HEART DISEASE OF DR DEEPAK SRIVASTAVA ($10,000,000 OVER 5 YEARS)	2,000,000
SUTTER HEALTH 2200 RIVER PLAZA DRIVE SACRAMENTO, CA 95833	NONE SO III FI	SUPPORT HEALTHY AGING PRECISION MEDICINE RESEARCH PROGRAM	2,000,000
USC KECK SCHOOL OF MEDICINE 1975 ZONAL AVE LOS ANGELES, CA 90033	NONE PC	NANOBIOTECHNOLOGY INITIATIVE	1,000,000
		TOTAL CONTRIBUTIONS APPROVED	17,398,520.