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For calendar year 2015, or tax year beginning 11-01-2015 , and ending 10-31-2016

Name of foundation GILES W & ELISE G MEAD FOUNDATION		A Employer identification number 95-6040921	
Number and street (or P O box number if mail is not delivered to street address) PO BOX 2218		Room/suite	B Telephone number (see instructions) (707) 226-2164
City or town, state or province, country, and ZIP or foreign postal code NAPA, CA 94558		C If exemption application is pending, check here ☐	
G Check all that apply ☐ Initial return ☐ Initial return of a former public charity ☐ Final return ☐ Amended return ☐ Address change ☐ Name change		D 1. Foreign organizations, check here ☐ 2. Foreign organizations meeting the 85% test, check here and attach computation ☐ E If private foundation status was terminated under section 507(b)(1)(A), check here ☐ F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here ☐	
H Check type of organization ☒ Section 501(c)(3) exempt private foundation ☐ Section 4947(a)(1) nonexempt charitable trust ☐ Other taxable private foundation			
I Fair market value of all assets at end of year (from Part II, col (c), line 16) \$ 19,899,903		J Accounting method ☐ Cash ☐ Accrual ☒ Other (specify) <u>MODIFIED CASH</u> (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))		Revenue and expenses per books (a)	Net investment income (b)	Adjusted net income (c)	Disbursements for charitable purposes (d) (cash basis only)
Revenue	1 Contributions, gifts, grants, etc , received (attach schedule)				
	2 Check ☒ if the foundation is not required to attach Sch B				
	3 Interest on savings and temporary cash investments	14	14		
	4 Dividends and interest from securities	228,448	256,940		
	5a Gross rents				
	b Net rental income or (loss) _____				
	6a Net gain or (loss) from sale of assets not on line 10 _____	87,609			
	b Gross sales price for all assets on line 6a _____ 5,748,395				
	7 Capital gain net income (from Part IV, line 2)		324,897		
	8 Net short-term capital gain				
	9 Income modifications				
	10a Gross sales less returns and allowances _____				
Operating and Administrative Expenses	b Less Cost of goods sold				
	c Gross profit or (loss) (attach schedule)				
	11 Other income (attach schedule)	-72,844	34,259		
	12 Total. Add lines 1 through 11	243,227	616,110		
	13 Compensation of officers, directors, trustees, etc	3,300	0		3,300
	14 Other employee salaries and wages	50,878	7,632		43,246
	15 Pension plans, employee benefits	1,880	282		1,598
	16a Legal fees (attach schedule).	82	0		46
	b Accounting fees (attach schedule).	13,012	6,506		6,506
	c Other professional fees (attach schedule)	61,305	61,305		0
	17 Interest				
	18 Taxes (attach schedule) (see instructions)	25,168	0		0
	19 Depreciation (attach schedule) and depletion	153	0		
	20 Occupancy				
	21 Travel, conferences, and meetings.	8,405	0		8,405
	22 Printing and publications	772	0		772
	23 Other expenses (attach schedule).	4,869	24,127		4,829
	24 Total operating and administrative expenses. Add lines 13 through 23	169,824	99,852		68,702
	25 Contributions, gifts, grants paid	1,287,675			889,425
	26 Total expenses and disbursements. Add lines 24 and 25	1,457,499	99,852		958,127
	27 Subtract line 26 from line 12				
	a Excess of revenue over expenses and disbursements	-1,214,272			
	b Net investment income (if negative, enter -0-)		516,258		
c Adjusted net income (if negative, enter -0-)					

Part II Balance Sheets		Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions)		Beginning of year	End of year	
		(a) Book Value	(b) Book Value	(c) Fair Market Value		
Assets	1	Cash—non-interest-bearing		356		
	2	Savings and temporary cash investments		206,169	111,423	111,423
	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		17,068		
	10a	Investments—U S and state government obligations (attach schedule)				
	b	Investments—corporate stock (attach schedule)		13,505,848	13,004,275	13,004,275
	c	Investments—corporate bonds (attach schedule)		4,229,214	4,160,000	4,160,000
	11	Investments—land, buildings, and equipment basis ▶ _____ Less accumulated depreciation (attach schedule) ▶ _____				
	12	Investments—mortgage loans				
	13	Investments—other (attach schedule)		2,770,992	2,624,205	2,624,205
	14	Land, buildings, and equipment basis ▶ _____ 830 Less accumulated depreciation (attach schedule) ▶ 830		152	0	0
15	Other assets (describe ▶ _____)					
16	Total assets (to be completed by all filers—see the instructions Also, see page 1, item I)		20,729,799	19,899,903	19,899,903	
Liabilities	17	Accounts payable and accrued expenses		76	76	
	18	Grants payable		160,000	558,250	
	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)		160,076	558,326	
Net Assets or Fund Balances	Foundations that follow SFAS 117, check here ▶ ☐ and complete lines 24 through 26 and lines 30 and 31.					
	24	Unrestricted				
	25	Temporarily restricted				
	26	Permanently restricted				
	Foundations that do not follow SFAS 117, check here ▶ ☒ and complete lines 27 through 31.					
	27	Capital stock, trust principal, or current funds		16,547,958	16,547,958	
	28	Paid-in or capital surplus, or land, bldg, and equipment fund		0	0	
	29	Retained earnings, accumulated income, endowment, or other funds		4,021,765	2,793,619	
	30	Total net assets or fund balances (see instructions)		20,569,723	19,341,577	
31	Total liabilities and net assets/fund balances (see instructions)		20,729,799	19,899,903		

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	20,569,723
2	Enter amount from Part I, line 27a	2	-1,214,272
3	Other increases not included in line 2 (itemize) ▶ _____	3	0
4	Add lines 1, 2, and 3	4	19,355,451
5	Decreases not included in line 2 (itemize) ▶ _____	5	13,874
6	Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30	6	19,341,577

Part IV Capital Gains and Losses for Tax on Investment Income

List and describe the kind(s) of property sold (e g , real estate, (a) 2-story brick warehouse, or common stock, 200 shs MLC Co)		How acquired P—Purchase D—Donation (b)	Date acquired (c) (mo , day, yr)	Date sold (d) (mo , day, yr)
1 a	MARKETABLE SECURITIES	P	2015-11-01	2016-10-31
b	CAPITAL GAIN DISTRIBUTION	P		
c	PASS THROUGH FROM INVESTMENT K-1S	P		
d				
e				

(e) Gross sales price	Depreciation allowed (f) (or allowable)	Cost or other basis (g) plus expense of sale	Gain or (loss) (h) (e) plus (f) minus (g)
a 5,748,395		5,950,598	-202,203
b			294,776
c			232,324
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	Adjusted basis (j) as of 12/31/69	Excess of col (i) (k) over col (j), if any	Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h)) (l)
a			-202,203
b			294,776
c			232,324
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	324,897
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6) If gain, also enter in Part I, line 8, column (c) (see instructions) If (loss), enter -0- in Part I, line 8		3	

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

(For optional use by domestic private foundations subject to the section 4940(a) tax on net investment income)
If section 4940(d)(2) applies, leave this part blank

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

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

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col (b) divided by col (c))
2014	1,178,482	21,875,219	0 053873
2013	1,148,814	22,407,239	0 051270
2012	1,089,570	21,579,469	0 050491
2011	881,749	19,878,646	0 044357
2010	1,041,190	20,246,987	0 051424

2 Total of line 1, column (d).	2	0 251415
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 050283
4 Enter the net value of noncharitable-use assets for 2015 from Part X, line 5.	4	19,558,762
5 Multiply line 4 by line 3.	5	983,473
6 Enter 1% of net investment income (1% of Part I, line 27b).	6	5,163
7 Add lines 5 and 6.	7	988,636
8 Enter qualifying distributions from Part XII, line 4.	8	958,127

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

Part VI

Excise Tax Based on Investment Income (Section 4940(a), 4940(b), 4940(e), or 4948—see page 18 of the instructions)

1a Exempt operating foundations described in section 4940(d)(2), check here ☐ and enter "N/A" on line 1 Date of ruling or determination letter _____ (attach copy of letter if necessary—see instructions)			
b Domestic foundations that meet the section 4940(e) requirements in Part V, check here ☐ and enter 1% of Part I, line 27b		1	10,325
c All other domestic foundations enter 2% of line 27b Exempt foreign organizations enter 4% of Part I, line 12, col (b)			
2 Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)		2	0
3 Add lines 1 and 2.		3	10,325
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	10,325
6 Credits/Payments			
a 2015 estimated tax payments and 2014 overpayment credited to 2015	6a	11,229	
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	11,229
8 Enter any penalty for underpayment of estimated tax Check here ☒ 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	904
11 Enter the amount of line 10 to be Credited to 2015 estimated tax 904 Refunded		11	0

Part VII-A

Statements Regarding Activities

1a During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?	1a	Yes	No
b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see Instructions for definition)? If the answer is "Yes" to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities	1b		No
c Did the foundation file Form 1120-POL for this year?	1c		No
d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year (1) On the foundation \$ 0 (2) On foundation managers \$ 0			
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers \$ 0			
2 Has the foundation engaged in any activities that have not previously been reported to the IRS? If "Yes," attach a detailed description of the activities	2		No
3 Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? If "Yes," attach a conformed copy of the changes	3		No
4a Did the foundation have unrelated business gross income of \$1,000 or more during the year?	4a		No
b If "Yes," has it filed a tax return on Form 990-T for this year?	4b		
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? If "Yes," attach the statement required by General Instruction T	5		No
6 Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	6	Yes	
7 Did the foundation have at least \$5,000 in assets at any time during the year?If "Yes," complete Part II, col (c), and Part XV	7	Yes	
8a Enter the states to which the foundation reports or with which it is registered (see instructions) CA			
b If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by General Instruction G? If "No," attach explanation .	8b	Yes	
9 Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2015 or the taxable year beginning in 2015 (see instructions for Part XIV)? If "Yes," complete Part XIV	9		No
10 Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses	10		No

Part VII-A Statements Regarding Activities (continued)

11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions).	11		No
12	Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement (see instructions)	12		No
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address ► <u>WWW.GILESWMEADFOUNDATION.ORG</u>	13	Yes	
14	The books are in care of ► <u>KATHERINE HARRISON</u> Telephone no ► <u>(707) 226-2164</u> Located at ► <u>708 BROADWAY SUITE 320 TACOMA WA</u> ZIP+4 ► <u>98402</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?	16	Yes	No
See instructions for exceptions and filing requirements for FinCEN Form 114, Report of Foreign Bank and Financial Accounts (FBAR). If "Yes", enter the name of the foreign country ►				

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

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		No
	Organizations relying on a current notice regarding disaster assistance check here. ► ☐		
c	Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2015? 1c		No
2	Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5))		
a	At the end of tax year 2015, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2015? ☐ Yes ☒ No If "Yes," list the years ► 20____, 20____, 20____, 20____		
b	Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement—see instructions). 2b		
c	If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here ► 20____, 20____, 20____, 20____		
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? ☐ Yes ☒ No		
b	If "Yes," did it have excess business holdings in 2015 as a result of (1) any purchase by the foundation or disqualified persons after May 26, 1969, (2) the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest, or (3) the lapse of the 10-, 15-, or 20-year first phase holding period? (<i>Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2015</i>). 3b		
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a	No
b	Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2015?	4b	No

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

5a During the year did the foundation pay or incur any amount to			
(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))?	☐ Yes ☒ No		
(2) Influence the outcome of any specific public election (see section 4955), or to carry on, directly or indirectly, any voter registration drive?	☐ Yes ☒ No		
(3) Provide a grant to an individual for travel, study, or other similar purposes?	☐ Yes ☒ No		
(4) Provide a grant to an organization other than a charitable, etc., organization described in section 4945(d)(4)(A)? (see instructions).	☐ Yes ☒ No		
(5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals?	☐ Yes ☒ No		
b If any answer is "Yes" to 5a(1)–(5), did any of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance (see instructions)?		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		
<i>If "Yes," attach the statement required by Regulations section 53.4945–5(d)</i>			
6a Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract?	☐ Yes ☒ No		
b Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract?		6b	No
<i>If "Yes" to 6b, file Form 8870</i>			
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	Title, and average hours per week (b) devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	Expense account, (e) other allowances
See Additional Data Table				
2 Compensation of five highest-paid employees (other than those included on line 1—see instructions). If none, enter "NONE."				
(a) Name and address of each employee paid more than \$50,000	Title, and average hours per week (b) devoted to position	(c) Compensation	(d) Contributions to employee benefit plans and deferred compensation	Expense account, (e) other allowances
NONE				
Total number of other employees paid over \$50,000. ▶				0

Part VIII

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

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

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

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

Part IX-A

Summary of Direct Charitable Activities

List the foundation's four largest direct charitable activities during the tax year. Include relevant statistical information such as the number of organizations and other beneficiaries served, conferences convened, research papers produced, etc.

	Expenses
1	
2	
3	
4	

Part IX-B

Summary of Program-Related Investments (see instructions)

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2	Amount
1	
2	
All other program-related investments. See instructions.	
3	
Total. Add lines 1 through 3	0

Part X Minimum Investment Return

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

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc , purposes		
a	Average monthly fair market value of securities.	1a	17,068,852
b	Average of monthly cash balances.	1b	163,554
c	Fair market value of all other assets (see instructions).	1c	2,624,205
d	Total (add lines 1a, b, and c).	1d	19,856,611
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation).	1e	0
2	Acquisition indebtedness applicable to line 1 assets.	2	0
3	Subtract line 2 from line 1d.	3	19,856,611
4	Cash deemed held for charitable activities Enter 1 1/2% of line 3 (for greater amount, see instructions).	4	297,849
5	Net value of noncharitable-use assets. Subtract line 4 from line 3 Enter here and on Part V, line 4	5	19,558,762
6	Minimum investment return. Enter 5% of line 5.	6	977,938

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	977,938
2a	Tax on investment income for 2015 from Part VI, line 5.	2a	10,325
b	Income tax for 2015 (This does not include the tax from Part VI).	2b	
c	Add lines 2a and 2b.	2c	10,325
3	Distributable amount before adjustments Subtract line 2c from line 1.	3	967,613
4	Recoveries of amounts treated as qualifying distributions.	4	0
5	Add lines 3 and 4.	5	967,613
6	Deduction from distributable amount (see instructions).	6	0
7	Distributable amount as adjusted Subtract line 6 from line 5 Enter here and on Part XIII, line 1.	7	967,613

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	958,127
b	Program-related investments—total from Part IX-B.	1b	0
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc , purposes.	2	
3	Amounts set aside for specific charitable projects that satisfy the		
a	Suitability test (prior IRS approval required).	3a	
b	Cash distribution test (attach the required schedule).	3b	
4	Qualifying distributions. Add lines 1a through 3b Enter here and on Part V, line 8, and Part XIII, line 4	4	958,127
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income Enter 1% of Part I, line 27b (see instructions).	5	0
6	Adjusted qualifying distributions. Subtract line 5 from line 4.	6	958,127

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				967,613
2 Undistributed income, if any, as of the end of 2015				
a Enter amount for 2014 only.			0	
b Total for prior years 20____, 20____, 20____		0		
3 Excess distributions carryover, if any, to 2015				
a From 2010.	90,537			
b From 2011.				
c From 2012.	39,029			
d From 2013.	62,584			
e From 2014.	112,483			
f Total of lines 3a through e.	304,633			
4 Qualifying distributions for 2015 from Part XII, line 4 ▶ \$ 958,127				
a Applied to 2014, but not more than line 2a			0	
b Applied to undistributed income of prior years (Election required—see instructions).		0		
c Treated as distributions out of corpus (Election required—see instructions).	0			
d Applied to 2015 distributable amount.				958,127
e Remaining amount distributed out of corpus	0			
5 Excess distributions carryover applied to 2015 (If an amount appears in column (d), the same amount must be shown in column (a))	9,486			9,486
6 Enter the net total of each column as indicated below:				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5	295,147			
b Prior years' undistributed income Subtract line 4b from line 2b.		0		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed.		0		
d Subtract line 6c from line 6b Taxable amount—see instructions		0		
e Undistributed income for 2014 Subtract line 4a from line 2a Taxable amount—see instructions			0	
f Undistributed income for 2016 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2015.				0
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (Election may be required - see instructions).	0			
8 Excess distributions carryover from 2010 not applied on line 5 or line 7 (see instructions). . .	81,051			
9 Excess distributions carryover to 2016. Subtract lines 7 and 8 from line 6a.	214,096			
10 Analysis of line 9				
a Excess from 2011. . . .				
b Excess from 2012. . . .	39,029			
c Excess from 2013. . . .	62,584			
d Excess from 2014. . . .	112,483			
e Excess from 2015. . . .				

Part XIV

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

1a

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

b

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

2a

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

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

Part XV

Supplementary Information (Complete this part only if the organization had \$5,000 or more in assets at any time during the year—see instructions.)

1 Information Regarding Foundation Managers:

a

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

b

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

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

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

a

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

GILES WELISE G MEAD FOUNDATION
PO BOX 2218
NAPA, CA 94558
(707) 226-2164

b

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

THE FOUNDATION GENERALLY SUPPORTS ORGANIZATIONS THAT EMPHASIZE FORESTRY, FISHERIES AND THE SUSTAINABLE USE OF NATURAL RESOURCES IN WESTERN NORTH AMERICA. SUPPORT TO SCIENTIFIC/MEDICAL ORGANIZATIONS IS GENERALLY LIMITED TO PROPOSALS INITIATED BY BOARD MEMBERS. THE BOARD GENERALLY MEETS IN MAY AND OCTOBER. INQUIRIES SHOULD BE INITIATED 5 MONTHS PRIOR TO THE MEETINGS. A COMPLETE PROPOSAL, IF REQUESTED, INCLUDES THE FOLLOWING: 1. A DETAILED DESCRIPTION OF THE PROJECT (3-5 PAGES) 2. PROJECT BUDGET AND TIMEFRAME 3. OTHER FUNDING SOURCES 4. A COPY OF IRS QUALIFIED TAX EXEMPTION LETTER 5. A LIST OF STAFF AND DIRECTORS ASSOCIATED WITH THE PROJECT 6. CURRENT FINANCIAL STATEMENTS AND AN ANNUAL PROGRAM REPORT, IF AVAILABLE 7. PROPOSALS MUST BE ON LETTERHEAD, DATED AND SIGNED BY A SENIOR OFFICER.

c

Any submission deadlines

PROPOSALS WHICH HAVE BEEN INVITED FOR CONSIDERATION SHOULD BE RECEIVED BY APRIL 1 AND/OR SEPT 1

d

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

N/A

Part XV

Supplementary Information(continued)

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

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a Paid during the year See Additional Data Table				
Total			3a	889,425
b Approved for future payment See Additional Data Table				
Total			3b	558,250

Enter gross amounts unless otherwise indicated

[illegible]

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?

(1) Cash.

(2) Other assets.

- (1) Sales of assets to a noncharitable exempt organization.
- (2) Purchases of assets from a noncharitable exempt organization.
- (3) Rental of facilities, equipment, or other assets.
- (4) Reimbursement arrangements.
- (5) Loans or loan guarantees.
- (6) Performance of services or membership or fundraising solicitations.

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.

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

(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.		
	***** _____ Signature of officer or trustee	2017-03-14 _____ Date	***** _____ Title

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

May the IRS discuss this return with the preparer shown below

(see instr)? ☒ Yes ☐ No

Form **990-PF** (2015)

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

(a) Name and address	Title, and average hours per week (b) devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	Expense account, (e) other allowances
JANE W MEAD	DIRECTOR 1 00	1,100	0	0
PO BOX 2218 NAPA, CA 94558				
PARRY MEAD MURRAY	VICE PRESIDENT 1 00	1,100	0	0
PO BOX 2218 NAPA, CA 94558				
CALDER M MACKAY	CFO/TREASURER 1 00	0	0	0
PO BOX 2218 NAPA, CA 94558				
RICHARD N MACKAY	PRESIDENT 1 00	0	0	0
PO BOX 2218 NAPA, CA 94558				
GILES W MEAD	SECRETARY 1 00	0	0	0
PO BOX 2218 NAPA, CA 94558				
KATHERINE CONE KECK	DIRECTOR 1 00	1,100	0	0
PO BOX 2218 NAPA, CA 94558				

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

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
CENTRAL ARIZONA DENTAL SOCIETY FOUNDATION 5300 N CENTRAL AVENUE PHOENIX,AZ 85012	N/A	PC 501(C) (3)	FUNDS TO UNDERWRITE THE COST OF PURCHASING 3 FULLY EQUIPPED PORTABLE DENTAL STATIONS	10,000
PEPPERDINE UNIVERSITY 24255 PACIFIC COAST HIGHWAY MALIBU,CA 90263	N/A	PC 501(C) (3)	A GRANT IN SUPPORT OF RESEARCH METHODS TO CREATE BIODEGRADABLE PLASTICS FROM SUSTAINABLE RESOURCES	15,000
MESA ASSOCIATION OF SPORTS FOR THE DISABLED PO BOX 4727 MESA,AZ 85211	N/A	PC 501(C) (3)	FUNDS TO AID IN THE PURCHASE OF SPORTS CHAIRS AND EQUIPMENT FOR THE WHEELCHAIR BASKETBALL PROGRAM	19,175
TRUSTEES FOR ALASKA 1026 W 4TH AVENUE SUITE201 ANCHORAGE,AK 99501	N/A	PC 501(C) (3)	TO PROVIDE LEGAL SERVICES TO PROTECT THE ARCTIC NATIONAL WILDLIFE REFUGE	20,000
CALIFORNIA NATIVE PLANT SOCIETY 2707 K STREET SUITE 1 SACRAMENTO,CA 95816	N/A	PC 501(C) (3)	PROVIDE VOLUNTEERS THE EDUCATION, RESOURCES AND TOOLS TO BE EFFECTIVE CONSERVATION ADVOCATES	22,000
Total			▶ 3a	889,425

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

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
REDWOOD FOREST FOUNDATION PO BOX 12 MENDOCINO, CA 95450	N/A	PC 501(C) (3)	FUNDING TO ESTABLISH THE POSITION OF VOLUNTEER COORDINATOR AND CREATE A FORMAL VOLUNTEER PROGRAM	25,000
HEYDAY INSTITUTE PO BOX 9145 BERKELEY, CA 94709	N/A	PC 501(C) (3)	A TWO YEAR GRANT TO LAUNCH HEY NATURE! HEYDAY'S NEW NATURE AND ENVIRONMENTAL PUBLISHING INITIATIVE	25,000
NATIVE SEEDS SEARCH 3584 E RIVER ROAD TUCSON, AZ 85718	N/A	PC 501(C) (3)	A TWO YEAR GRANT FOR THE CONSERVATION INTERNSHIP PROGRAM	25,000
OCEAN INSTITUTE 24200 DANA POINT HARBOR DRIVE DANA POINT, CA 92629	N/A	PC 501(C) (3)	TO SUPPORT OF OCEAN INSTITUTE'S ADOPT-A-CLASS IN MARINE SCIENCE AND MARITIME HISTORY	25,000
AUDUBON ALASKA 431 WEST SEVENTH AVE STE 101 ANCHORAGE, AK 99501	N/A	PC 501(C) (3)	TO REVISE AUDUBON ALASKA'S 2010 WATCHLIST OF DECLINING AND VULNERABLE BIRD POPULATIONS	30,000
Total ▶ 3a				889,425

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

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
THE HUNTINGTON LIBRARY 1151 OXFORD ROAD SAN MARINO, CA 91108	N/A	PC 501(C) (3)	SUPPORT FOR RESEARCH AND A BOOK ON CABRILLO	33,250
AMERICAN UNIVERSITY SCHOOL OF COMMUNICATION 4400 MASSACHUSETTS AVENUE NW WASHINGTON, DC 200168017	N/A	PC 501(C) (3)	INVESTIGATIVE REPORTING WORKSHOP	35,000
SIERRA CLUB FOUNDATION 85 SECOND ST SUITE 750 SAN FRANCISCO, CA 941053441	N/A	PC 501(C) (3)	WILD ALASKA CAMPAIGN	35,000
WESTERN RIVERS CONSERVANCY 71 SW OAK STREET PORTLAND, OR 97204	N/A	PC 501(C) (3)	TWO YEAR GRANT TO ESTABLISH COLD-WATER SANCTUARIES ON THE JOHN DAY AND KLAMATH RIVERS	35,000
OREGON WILD 5825 N GREELEY AVENUE PORTLAND, OR 97217	N/A	PC 501(C) (3)	CONTINUED SUPPORT FOR THE CRATER LAKE WILDERNESS CAMPAIGN	35,000
Total ▶ 3a				889,425

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

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
LAND TRUST OF NAPA COUNTY 1700 SOSCOL AVE SUITE 20 NAPA,CA 94559	N/A	PC 501(C) (3)	FUNDS FOR ROAD IMPROVEMENT AND EROSION CONTROL ON LAND TRUST PRESERVES	50,000
CHILD CRISIS ARIZONA PO BOX 4114 MESA,AZ 85211	N/A	PC 501(C) (3)	FUNDS IN SUPPORT OF THE EARLY HEAD START EXPANSION PROJECT	50,000
INTREPID FALLEN HEROS FUNDS W 46TH STREET 12TH AVENUE NEW YORK,NY 10036	N/A	PC 501(C) (3)	A GRANT TO AID IN THE CONSTRUCTION OF AN INTREPID SPIRIT CENTER ON CAMP PENDLETON	50,000
SONORAN INSTITUTE 100 N STONE AVE SUITE 400 TUCSON,AZ 85701	N/A	PC 501(C) (3)	CONTINUED SUPPORT TO SECURE WATER SUPPLIES FOR THE UPPER SANTA CRUZ RIVER	50,000
BARROW NEUROLOGICAL FOUNDATION 350 W THOMAS ROAD PHOENIX,AZ 85013	N/A	PC 501(C) (3)	A GRANT TO SUPPORT A STUDY OF PAST PATIENTS AND THEIR FAMILIES TO ADVANCE THE FIELD OF NEURO-REHABILITATION	100,000
Total ▶ 3a				889,425

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

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a Paid during the year				
FRED HUTCHINSON CANCER RESEARCH CENTER 1100 FAIRVIEW AVE N M5-C800 SEATTLE, WA 97205	N/A	PC 501(C) (3)	RESEARCH TO AID IN EARLY DETECTION, DIAGNOSIS AND TREATMENT OF PANCREAS CANCER	200,000
Total ▶ 3a				889,425

TY 2015 Accounting Fees Schedule

Name: GILES W & ELISE G MEAD FOUNDATION

EIN: 95-6040921

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
ACCOUNTING FEES	13,012	6,506		6,506

TY 2015 Investments Corporate Bonds Schedule**Name:** GILES W & ELISE G MEAD FOUNDATION**EIN:** 95-6040921

Name of Bond	End of Year Book Value	End of Year Fair Market Value
LEGG MASON BW GLOBAL	1,247,417	1,247,417
PIMCO TOTAL RETURN FUND	1,435,244	1,435,244
TEMPLETON GLOBAL BOND	1,477,339	1,477,339

TY 2015 Investments Corporate Stock Schedule**Name:** GILES W & ELISE G MEAD FOUNDATION**EIN:** 95-6040921

Name of Stock	End of Year Book Value	End of Year Fair Market Value
ABERDEEN EMERGING	1,006,795	1,006,795
AMG TIMES SQUARE MID CAP	799,581	799,581
ARTISAN INTL FUND INV	965,283	965,283
CAUSEWAY INTERNATIONAL	1,103,438	1,103,438
DODGE & COX STOCK FUND	1,608,258	1,608,258
LAZARD EMRG MKTS EQTY	953,186	953,186
PIMCO COMMODITY REAL	334,538	334,538
VAUGHAN NELSON VALUE	754,316	754,316
WESTWOOD INCOME OPPTY	804,589	804,589
VAN ECK GLOBAL HARD	584,917	584,917
VANGUARD 500 INDEX FD	3,274,207	3,274,207
WELLS FARGO ABSOLUTE	815,167	815,167

TY 2015 Investments - Other Schedule**Name:** GILES W & ELISE G MEAD FOUNDATION**EIN:** 95-6040921

Category/ Item	Listed at Cost or FMV	Book Value	End of Year Fair Market Value
BHC INTERIM FUNDING II, L.P.	FMV	146,102	146,102
BHC INTERIM FUNDING III, L.P.	FMV	191,058	191,058
L-R GLOBAL LIQUIDATING FUND	FMV	50,311	50,311
OIL LEASES	FMV	821	821
PACIFIC DIVERSIFIED STRATEGIES, LLC	FMV	2,235,913	2,235,913

TY 2015 Legal Fees Schedule**Name:** GILES W & ELISE G MEAD FOUNDATION**EIN:** 95-6040921

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
LEGAL FEES	82	0		46

TY 2015 Other Decreases Schedule**Name:** GILES W & ELISE G MEAD FOUNDATION**EIN:** 95-6040921

Description	Amount
UNREALIZED LOSSES	13,874

TY 2015 Other Expenses Schedule**Name:** GILES W & ELISE G MEAD FOUNDATION**EIN:** 95-6040921

Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
OFFICE EXPENSES	2,544	0		2,504
MEMBERSHIP DUES	750	0		750
DEDUCTIONS FROM K-1'S	0	24,127		0
INSURANCE	1,575	0		1,575

TY 2015 Other Income Schedule**Name:** GILES W & ELISE G MEAD FOUNDATION**EIN:** 95-6040921

Description	Revenue And Expenses Per Books	Net Investment Income	Adjusted Net Income
INVESTMENT PARTNERSHIP INCOME	-72,844	34,259	-72,844

TY 2015 Other Professional Fees Schedule**Name:** GILES W & ELISE G MEAD FOUNDATION**EIN:** 95-6040921

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
INVESTMENT MANAGEMENT FEES	61,305	61,305		0

TY 2015 Taxes Schedule**Name:** GILES W & ELISE G MEAD FOUNDATION**EIN:** 95-6040921

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
FEDERAL TAXES PAID	25,168	0		0