



See a Social Security Number? Say Something!
Report Privacy Problems to <https://public.resource.org/privacy>
Or call the IRS Identity Theft Hotline at 1-800-908-4490



Return of Private Foundation

OMB No 1545-0052

Department of the Treasury
Internal Revenue Service

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.

2016

Open to Public Inspection

For calendar year 2016 or tax year beginning

, and ending

Name of foundation EVERETT FOUNDATION, INC.		A Employer identification number 11-6038040
Number and street (or P O box number if mail is not delivered to street address) 150 EAST 69TH STREET	Room/suite	B Telephone number 212-503-8800
City or town, state or province, country, and ZIP or foreign postal code NEW YORK, NY 10021		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: ☒ 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) \$ 5,573,080.	J Accounting method: ☒ Cash ☐ Accrual ☐ Other (specify)	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))		(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	5,000.		N/A	
	2 Check ☐ if the foundation is not required to attach Sch B				
	3 Interest on savings and temporary cash investments				
	4 Dividends and interest from securities	102,288.	102,288.		STATEMENT 1
	5a Gross rents				
	b Net rental income or (loss)				
	6a Net gain or (loss) from sale of assets not on line 10	29,410.			
	b Gross sales price for all assets on line 6a	980,644.			
	7 Capital gain net income (from Part IV, line 2)		29,410.		
	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)					
11 Other income					
12 Total. Add lines 1 through 11	136,698.	131,698.			
Operating and Administrative Expenses	13 Compensation of officers, directors, trustees, etc	0.	0.		0.
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits				
	16a Legal fees				
	b Accounting fees	STMT 2 17,000.	12,750.		4,250.
	c Other professional fees	STMT 3 33,533.	16,766.		16,767.
	17 Interest				
	18 Taxes	STMT 4 18,153.	16,653.		0.
	19 Depreciation and depletion				
	20 Occupancy				
	21 Travel, conferences, and meetings	753.	0.		753.
	22 Printing and publications				
	23 Other expenses	STMT 5 2,847.	0.		2,847.
	24 Total operating and administrative expenses. Add lines 13 through 23	72,286.	30,169.		24,617.
	25 Contributions, gifts, grants paid	803,695.			803,695.
26 Total expenses and disbursements. Add lines 24 and 25	875,981.	30,169.		828,312.	
27 Subtract line 26 from line 12:					
a Excess of revenue over expenses and disbursements	<739,283.>				
b Net investment income (if negative, enter -0-)		101,529.			
c Adjusted net income (if negative, enter -0-)			N/A		

Part II Balance Sheets		Attached schedules and amounts in the description column should be for end-of-year amounts only		Beginning of year	End of year	
				(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1	Cash - non-interest-bearing		5,281,866.	193,830.	193,830.
	2	Savings and temporary cash investments		32,635.		
	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				
	7	Other notes and loans receivable ▶				
		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 STMT 7		834,803.	750,239.	756,312.
	b	Investments - corporate stock STMT 8		0.	3,137,126.	3,323,767.
	c	Investments - corporate bonds STMT 9		0.	1,293,744.	1,299,171.
	11	Investments - land, buildings, and equipment basis ▶				
	Less: accumulated depreciation ▶					
12	Investments - mortgage loans					
13	Investments - other					
14	Land, buildings, and equipment: basis ▶					
	Less: accumulated depreciation ▶					
15	Other assets (describe ▶)					
16	Total assets (to be completed by all filers - see the instructions. Also, see page 1, item I)			6,149,304.	5,374,939.	5,573,080.
Liabilities	17	Accounts payable and accrued expenses				
	18	Grants payable				
	19	Deferred revenue				
	20	Loans from officers, directors, trustees, and other disqualified persons				
	21	Mortgages and other notes payable				
	22	Other liabilities (describe ▶)				
23	Total liabilities (add lines 17 through 22)			0.	0.	
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		6,149,304.	5,374,939.	
	28	Paid-in or capital surplus, or land, bldg., and equipment fund		0.	0.	
	29	Retained earnings, accumulated income, endowment, or other funds		0.	0.	
	30	Total net assets or fund balances		6,149,304.	5,374,939.	
31	Total liabilities and net assets/fund balances			6,149,304.	5,374,939.	

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	6,149,304.
2	Enter amount from Part I, line 27a	2	<739,283.>
3	Other increases not included in line 2 (itemize) ▶	3	0.
4	Add lines 1, 2, and 3	4	5,410,021.
5	Decreases not included in line 2 (itemize) ▶ SEE STATEMENT 6	5	35,082.
6	Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	5,374,939.

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 ATTACHED STATEMENT D-1	P		
b SEE ATTACHED STATEMENT D-1	P		
c CAPITAL GAINS DIVIDENDS			
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 818,346.		800,475.	17,871.
b 150,000.		150,759.	<759.>
c 12,298.			12,298.
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			17,871.
b			<759.>
c			12,298.
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	29,410.
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). If (loss), enter -0- in Part I, line 8		3	N/A

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))
2015	933,518.	4,239,514.	.220195
2014	947,074.	7,501,786.	.126246
2013	1,071,963.	8,636,644.	.124118
2012	1,295,680.	9,237,969.	.140256
2011	1,184,297.	10,211,312.	.115979

2 Total of line 1, column (d)	2	.726794
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	.145359
4 Enter the net value of noncharitable-use assets for 2016 from Part X, line 5	4	5,330,784.
5 Multiply line 4 by line 3	5	774,877.
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	1,015.
7 Add lines 5 and 6	7	775,892.
8 Enter qualifying distributions from Part XII, line 4	8	828,312.

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 ☒ and enter 1% of Part I, line 27b		1	1,015.
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	1,015.
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	1,015.
6 Credits/Payments:			
a 2016 estimated tax payments and 2015 overpayment credited to 2016	6a	3,497.	
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	3,497.	
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	2,482.	
11 Enter the amount of line 10 to be: Credited to 2017 estimated tax ☒ 2,482. Refunded ☐	11	0.	

Part VII-A Statements Regarding Activities

	Yes	No
1a During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?		X
b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see instructions for the definition)? 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		X
c Did the foundation file Form 1120-POL for this year?		X
d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year: (1) On the foundation. \$ 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		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		X
4a Did the foundation have unrelated business gross income of \$1,000 or more during the year?		X
b If "Yes," has it filed a tax return on Form 990-T for this year?		
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? If "Yes," attach the statement required by General Instruction T.		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?	X	
7 Did the foundation have at least \$5,000 in assets at any time during the year? If "Yes," complete Part II, col (c), and Part XV	X	
8a Enter the states to which the foundation reports or with which it is registered (see instructions) <u>NY</u>		
b If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by General Instruction G? If "No," attach explanation	X	
9 Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2016 or the taxable year beginning in 2016 (see instructions for Part XIV)? If "Yes," complete Part XIV		X
10 Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses		X

N/A

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)		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)		X
13 Did the foundation comply with the public inspection requirements for its annual returns and exemption application?	X	
Website address N/A		
14 The books are in care of SARA RABI Telephone no. 212-710-1812		
Located at 685 THIRD AVENUE, NEW YORK, NY ZIP+4 10017		
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 N/A
16 At any time during calendar year 2016, 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?		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)? Organizations relying on a current notice regarding disaster assistance check here	N/A	
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 2016?		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 2016, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2016? If "Yes," list the years	☐ Yes ☒ No	
b Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement - see instructions.)	N/A	
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 2016 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 2016.)	N/A	
4a Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?		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 2016?		X

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

5a During the year did the foundation pay or incur any amount to:

(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))?

☐ Yes ☒ No

(2) Influence the outcome of any specific public election (see section 4955); or to carry on, directly or indirectly, any voter registration drive?

☐ Yes ☒ No

(3) Provide a grant to an individual for travel, study, or other similar purposes?

☐ Yes ☒ No

(4) Provide a grant to an organization other than a charitable, etc., organization described in section 4945(d)(4)(A)? (see instructions)

☐ Yes ☒ No

(5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals?

☐ Yes ☒ No

b If any answer is "Yes" to 5a(1)-(5), did any of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance (see instructions)?

N/A

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?

N/A

☐ 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

6b

b Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract?

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

7b

b If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction?

N/A

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.

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
SEE STATEMENT 10		0.	0.	0.

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

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

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

0

Part 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 fairmarket value of securities	1a		1,048,953.
b Average of monthly cash balances	1b		4,363,010.
c Fair market value of all other assets	1c		
d Total (add lines 1a, b, and c)	1d		5,411,963.
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		5,411,963.
4 Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4		81,179.
5 Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5		5,330,784.
6 Minimum investment return. Enter 5% of line 5	6		266,539.

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		266,539.
2a Tax on investment income for 2016 from Part VI, line 5	2a	1,015.	
b Income tax for 2016. (This does not include the tax from Part VI.)	2b		
c Add lines 2a and 2b	2c		1,015.
3 Distributable amount before adjustments. Subtract line 2c from line 1	3		265,524.
4 Recoveries of amounts treated as qualifying distributions	4		0.
5 Add lines 3 and 4	5		265,524.
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		265,524.

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		828,312.
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		828,312.
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	5		1,015.
6 Adjusted qualifying distributions. Subtract line 5 from line 4	6		827,297.

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 2015	(c) 2015	(d) 2016
1 Distributable amount for 2016 from Part XI, line 7				265,524.
2 Undistributed income, if any, as of the end of 2016				
a Enter amount for 2015 only			0.	
b Total for prior years:		0.		
3 Excess distributions carryover, if any, to 2016:				
a From 2011	679,177.			
b From 2012	840,008.			
c From 2013	646,815.			
d From 2014	573,244.			
e From 2015	757,110.			
f Total of lines 3a through e	3,496,354.			
4 Qualifying distributions for 2016 from Part XII, line 4: ► \$ 828,312.				
a Applied to 2015, 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 2016 distributable amount				265,524.
e Remaining amount distributed out of corpus	562,788.			
5 Excess distributions carryover applied to 2016 (If an amount appears in column (d), the same amount must be shown in column (a))	0.			0.
6 Enter the net total of each column as indicated below:				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5	4,059,142.			
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 2015. Subtract line 4a from line 2a. Taxable amount - see instr.			0.	
f Undistributed income for 2016. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2017				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 2011 not applied on line 5 or line 7	679,177.			
9 Excess distributions carryover to 2017. Subtract lines 7 and 8 from line 6a	3,379,965.			
10 Analysis of line 9:				
a Excess from 2012	840,008.			
b Excess from 2013	646,815.			
c Excess from 2014	573,244.			
d Excess from 2015	757,110.			
e Excess from 2016	562,788.			

Part XV Supplementary Information (continued)**3 Grants and Contributions Paid During the Year or Approved for Future Payment**

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a Paid during the year				
SEE STATEMENT ATTACHED	NONE	PC	UNRESTRICTED USE	803,695.
Total			3a	803,695.
b Approved for future payment				
NONE				
Total			3b	0.

Schedule B
(Form 990, 990-EZ,
or 990-PF)

Department of the Treasury
Internal Revenue Service

Schedule of Contributors

▶ Attach to Form 990, Form 990-EZ, or Form 990-PF.
▶ Information about Schedule B (Form 990, 990-EZ, or 990-PF) and
its instructions is at www.irs.gov/form990.

OMB No 1545-0047

2016

Name of the organization

EVERETT FOUNDATION, INC.

Employer identification number

11-6038040

Organization type(check one):

Filers of:

Section:

Form 990 or 990-EZ

☐ 501(c)() (enter number) organization

☐ 4947(a)(1) nonexempt charitable trust **not** treated as a private foundation

☐ 527 political organization

Form 990-PF

☒ 501(c)(3) exempt private foundation

☐ 4947(a)(1) nonexempt charitable trust treated as a private foundation

☐ 501(c)(3) taxable private foundation

Check if your organization is covered by the **General Rule** or a **Special Rule**.

Note: Only a section 501(c)(7), (8), or (10) organization can check boxes for both the General Rule and a Special Rule. See instructions.

General Rule

- ☒ For an organization filing Form 990, 990-EZ, or 990-PF that received, during the year, contributions totaling \$5,000 or more (in money or property) from any one contributor. Complete Parts I and II. See instructions for determining a contributor's total contributions.

Special Rules

- ☐ For an organization described in section 501(c)(3) filing Form 990 or 990-EZ that met the 33 1/3% support test of the regulations under sections 509(a)(1) and 170(b)(1)(A)(vi), that checked Schedule A (Form 990 or 990-EZ), Part II, line 13, 16a, or 16b, and that received from any one contributor, during the year, total contributions of the greater of (1) \$5,000 or (2) 2% of the amount on (i) Form 990, Part VIII, line 1h, or (ii) Form 990-EZ, line 1. Complete Parts I and II.
- ☐ For an organization described in section 501(c)(7), (8), or (10) filing Form 990 or 990-EZ that received from any one contributor, during the year, total contributions of more than \$1,000 *exclusively* for religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals. Complete Parts I, II, and III.
- ☐ For an organization described in section 501(c)(7), (8), or (10) filing Form 990 or 990-EZ that received from any one contributor, during the year, contributions *exclusively* for religious, charitable, etc., purposes, but no such contributions totaled more than \$1,000. If this box is checked, enter here the total contributions that were received during the year for an *exclusively* religious, charitable, etc., purpose. Don't complete any of the parts unless the **General Rule** applies to this organization because it received *nonexclusively* religious, charitable, etc., contributions totaling \$5,000 or more during the year. ▶ \$ _____

Caution: An organization that isn't covered by the General Rule and/or the Special Rules doesn't file Schedule B (Form 990, 990-EZ, or 990-PF), but it **must** answer "No" on Part IV, line 2, of its Form 990, or check the box on line H of its Form 990-EZ or on its Form 990-PF, Part I, line 2, to certify that it doesn't meet the filing requirements of Schedule B (Form 990, 990-EZ, or 990-PF).

LHA For Paperwork Reduction Act Notice, see the Instructions for Form 990, 990-EZ, or 990-PF. Schedule B (Form 990, 990-EZ, or 990-PF) (2016)

Name of organization	Employer identification number
EVERETT FOUNDATION, INC.	11-6038040

Part I Contributors (See instructions). Use duplicate copies of Part I if additional space is needed

(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
1	EDITH EVERETT 150 EAST 69TH STREET NEW YORK, NY 10021	\$ 5,000.	Person ☒ Payroll ☐ Noncash ☐ (Complete Part II for noncash contributions)
		\$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II for noncash contributions)
		\$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II for noncash contributions)
		\$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II for noncash contributions)
		\$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II for noncash contributions)
		\$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II for noncash contributions)
		\$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II for noncash contributions)

Name of organization

Employer identification number

EVERETT FOUNDATION, INC.

11-6038040

Part II Noncash Property (See instructions) Use duplicate copies of Part II if additional space is needed

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (See instructions)	(d) Date received
		\$	
		\$	
		\$	
		\$	
		\$	
		\$	
		\$	
		\$	
		\$	
		\$	
		\$	

Name of organization

Employer identification number

EVERETT FOUNDATION, INC.**11-6038040**

Part III Exclusively religious, charitable, etc., contributions to organizations described in section 501(c)(7), (8), or (10) that total more than \$1,000 for the year from any one contributor. Complete columns (a) through (e) and the following line entry. For organizations completing Part III, enter the total of exclusively religious, charitable, etc., contributions of \$1,000 or less for the year (Enter this info once) ▶ \$

Use duplicate copies of Part III if additional space is needed

(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held
	(e) Transfer of gift		
	Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee
	(e) Transfer of gift		
	Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee
	(e) Transfer of gift		
	Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee
	(e) Transfer of gift		
	Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee
	(e) Transfer of gift		
	Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee

FORM 990-PF DIVIDENDS AND INTEREST FROM SECURITIES STATEMENT 1

SOURCE	GROSS AMOUNT	CAPITAL GAINS DIVIDENDS	(A) REVENUE PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME
EVERCORE	69,926.	12,298.	57,628.	57,628.	
EVERCORE	25,409.	0.	25,409.	25,409.	
EVERCORE - US					
INTEREST	19,250.	0.	19,250.	19,250.	
STIFEL NICOLAUS	1.	0.	1.	1.	
TO PART I, LINE 4	114,586.	12,298.	102,288.	102,288.	

FORM 990-PF ACCOUNTING FEES STATEMENT 2

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
ACCOUNTING FEE	17,000.	12,750.		4,250.
TO FORM 990-PF, PG 1, LN 16B	17,000.	12,750.		4,250.

FORM 990-PF OTHER PROFESSIONAL FEES STATEMENT 3

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
MANAGEMENT FEE	33,533.	16,766.		16,767.
TO FORM 990-PF, PG 1, LN 16C	33,533.	16,766.		16,767.

FORM 990-PF	TAXES	STATEMENT	4
-------------	-------	-----------	---

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
FEDERAL TAXES	17,500.	0.		0.
FOREIGN TAXES	653.	653.		0.
TO FORM 990-PF, PG 1, LN 18	18,153.	653.		0.

FORM 990-PF	OTHER EXPENSES	STATEMENT	5
-------------	----------------	-----------	---

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
INSURANCE	2,497.	0.		2,497.
LICENSES AND PERMITS	250.	0.		250.
BANK FEES	100.	0.		100.
TO FORM 990-PF, PG 1, LN 23	2,847.	0.		2,847.

FORM 990-PF	OTHER DECREASES IN NET ASSETS OR FUND BALANCES	STATEMENT	6
-------------	--	-----------	---

DESCRIPTION	AMOUNT
UNREALIZED APPRECIATION/DEPRECIATION	34,696.
AIP BOOK-TAX DIFF	386.
TOTAL TO FORM 990-PF, PART III, LINE 5	35,082.

FORM 990-PF		U.S. AND STATE/CITY GOVERNMENT OBLIGATIONS		STATEMENT	7
DESCRIPTION	U.S. GOV'T	OTHER GOV'T	BOOK VALUE	FAIR MARKET VALUE	
INVESTMENT - US GOVERNMENT OBLIGATIONS	X		750,239.	756,312.	
TOTAL U.S. GOVERNMENT OBLIGATIONS			750,239.	756,312.	
TOTAL STATE AND MUNICIPAL GOVERNMENT OBLIGATIONS					
TOTAL TO FORM 990-PF, PART II, LINE 10A			750,239.	756,312.	

FORM 990-PF		CORPORATE STOCK		STATEMENT	8
DESCRIPTION			BOOK VALUE	FAIR MARKET VALUE	
INVESTMENT - CORPORATE STOCKS			3,137,126.	3,323,767.	
TOTAL TO FORM 990-PF, PART II, LINE 10B			3,137,126.	3,323,767.	

FORM 990-PF		CORPORATE BONDS		STATEMENT	9
DESCRIPTION			BOOK VALUE	FAIR MARKET VALUE	
INVESTMENT - CORPORATE BONDS			1,293,744.	1,299,171.	
TOTAL TO FORM 990-PF, PART II, LINE 10C			1,293,744.	1,299,171.	

FORM 990-PF

PART VIII - LIST OF OFFICERS, DIRECTORS
TRUSTEES AND FOUNDATION MANAGERS

STATEMENT 10

NAME AND ADDRESS	TITLE AND AVRG HRS/WK	COMPEN- SATION	EMPLOYEE BEN PLAN CONTRIB	EXPENSE ACCOUNT
EDITH EVERETT 150 EAST 69TH STREET NEW YORK, NY 10021	PRESIDENT/CHAIRWOMAN 40.00	0.	0.	0.
DAVID F. EVERETT 150 EAST 69TH STREET NEW YORK, NY 10021	VICE PRESIDENT/DIRECTOR 10.00	0.	0.	0.
MARK LEVENFUS 150 EAST 69TH STREET NEW YORK, NY 10021	TREASURER/DIRECTOR 10.00	0.	0.	0.
DANIEL REINGOLD 150 EAST 69TH STREET NEW YORK, NY 10021	DIRECTOR 10.00	0.	0.	0.
FRAN BLACK 150 EAST 69TH STREET NEW YORK, NY 10021	SECRETARY & DIRECTOR 10.00	0.	0.	0.
TOTALS INCLUDED ON 990-PF, PAGE 6, PART VIII		0.	0.	0.

Contributions	IRS Code	Relationship	Foundation Status of Recipient	Purpose of Grant or Contribution.	Amount
American Friends of the Assoc for Advancement of Community Centers in Israel 1466 Manor Road Staten Island, NY 10314	PC	None	501 (c)(3)	Unrestricted Use	10,000 00
American Civil Liberties Union 125 Broad Street New York, NY 10004	PC	None	501 (c)(3)	Unrestricted Use	1,000 00
American Friends of Ghetto Figh 181 The Plaza Teaneck, NJ 07666	PC	None	501 (c)(3)	Unrestricted Use	25,000 00
American Supporters of Yedid 245 5th Avenue New York, NY 10016	PC	None	501 (c)(3)	Unrestricted Use	50,000 00
Arnold P Gold Foundation (The 619 Palisade Ave Englewood Cliffs, NJ 07632	PC	None	501 (c)(3)	Unrestricted Use	1,000 00
Auburn Theological Seminary 3041 Broadway New York , NY 10027	PC	None	501 (c)(3)	Unrestricted Use	500 00
B'Nai B'Rith Youth Organization 2020 K Street NW Washington, DC 20006	PC	None	501 (c)(3)	Unrestricted Use	10,000 00
Carnegie Council 170 East 64Th Street New York, NY 10021	PC	None	501 (c)(3)	Unrestricted Use	500 00
Center for Public Integrity 910 17th Street NW Washington, DC 20006	PC	None	501 (c)(3)	Unrestricted Use	25,000 00
Coalition for Peace 40 Witherspoon St, Princeton, NJ 08542	PC	None	501 (c)(3)	Unrestricted Use	500 00
City College Foundation 160 Convent Ave New York, NY 10031	PC	None	501 (c)(3)	Unrestricted Use	1,000 00
Friends of Ethiopian Jews P O. Box 960059 Boston, MA 02196	PC	None	501 (c)(3)	Unrestricted Use	1,000 00
Friends of Israel Sci-Tech 25 West 45th Street New York, NY 10036	PC	None	501 (c)(3)	Unrestricted Use	108,476 00
FJC IRAC Fund 520 Eighth Avenue New York, NY 10018	PC	None	501 (c)(3)	Unrestricted Use	6,500 00
Friends of Jerusalem College of Technology 385 5th Ave rm 1406 New York, NY 10022	PC	None	501 (c)(3)	Unrestricted Use	35,000 00
Friends of Yeshiva Sifsei Tzadi 1846 49 St Brooklyn, NY 11204	PC	None	501 (c)(3)	Unrestricted Use	10,000 00
Green Amencia 1612 K Street NW, Suite 600 Washington DC 20006	PC	None	501 (c)(3)	Unrestricted Use	25,000 00
Hebrew Home of Riverdale 5901 Palisade Ave New York, NY 10471	PC	None	501 (c)(3)	Unrestricted Use	15,000 00
Institute for Policy Studies 1112 16th St. NW Suite 600 Washington DC 20036	PC	None	501 (c)(3)	Unrestricted Use	2,500 00
JDC 711 Third Avenue New York, NY 10017	PC	None	501 (c)(3)	Unrestricted Use	1,100 00
Jewish Book Council 520 8th Avenue, 4th Floor New York, NY 10018	PC	None	501 (c)(3)	Unrestricted Use	27,500 00

Jewish Board of Family & Children 135 W 50th St New York, NY 10020	PC	None	501 (c)(3)	Unrestricted Use	80,000 00
Jewish Broadcasting Service P O. Box 1989 Fort Lee, NJ 07024	PC	None	501 (c)(3)	Unrestricted Use	5,000 00
Jewish Federations of North America 25 Broadway Ste 1700 New York, NY 10004	PC	None	501 (c)(3)	Unrestricted Use	700 00
Jewish Theological Seminary of 3080 Broadway New York, NY 10027	PC	None	501 (c)(3)	Unrestricted Use	5,000 00
J Street Education Fund Inc PO Box 66073 Washington DC 20035	PC	None	501 (c)(3)	Unrestricted Use	5,000 00
Judaism Democracy Action Alliance 309 W 99th St #6B New York, NY 10025	PC	None	501 (c)(3)	Unrestricted Use	50,000 00
Lilith 227 Mulberry St New York, NY 10012	PC	None	501 (c)(3)	Unrestricted Use	500 00
Mayo Clinic Health Information 13400 E Shea Blvd. Scottsdale, AZ 85259	PC	None	501 (c)(3)	Unrestricted Use	800 00
Medicare Rights Center 520 Eight Avenue New York, NY 10018	PC	None	501 (c)(3)	Unrestricted Use	10,000 00
Moment Magazine 4115 Wisconsin Ave, NW Suite LL10 Washington, DC 20016	PC	None	501 (c)(3)	Unrestricted Use	500 00
Museum of Jewish Heritage 36 Battery Place New York, NY 10280	PC	None	501 (c)(3)	Unrestricted Use	2,000 00
Museum of Modern Art 11 West 53 Street New York, NY 10019	PC	None	501 (c)(3)	Unrestricted Use	1,000 00
National Center for Jewish Film 415 S St# 102 MS053 Waltham, MA 02453	PC	None	501 (c)(3)	Unrestricted Use	10,000 00
New Israel Fund 1101 14th Street Washington, DC 20005	PC	None	501 (c)(3)	Unrestricted Use	81,619 00
New York Botanical Garden Bronx River Parkway at Fordham Road Bronx, New York 10458	PC	None	501 (c)(3)	Unrestricted Use	50,000 00
New York Civil Rights Coalition 424 W 33rd St New York, NY 10001	PC	None	501 (c)(3)	Unrestricted Use	1,000 00
OHR Torah Institutions of Israel 49 W 45th Street New York, NY 10036	PC	None	501 (c)(3)	Unrestricted Use	5,000 00
P.E.F. Israel Endowment Funds 317 Madison Avenue New York NY 10017	PC	None	501 (c)(3)	Unrestricted Use	5,000 00
Planned Parenthood 434 west 33rd Street New York, NY 1001	PC	None	501 (c)(3)	Unrestricted Use	500 00

Religious Action Center 2027 Massachusetts Ave NW, Washington, DC 20036	PC	None	501 (c)(3)	Unrestricted Use	35,000 00
Storycorps Inc. 80 Hanson Pl Ste 2 Brooklyn, NY 11217	PC	None	501 (c)(3)	Unrestricted Use	500 00
Tanger Hillel at Brooklyn College 2901 Campus RD Brooklyn, NY 11210	PC	None	501 (c)(3)	Unrestricted Use	10,000 00
Trustees of the Columbia University 430 W 116th St New York, NY 10027	PC	None	501 (c)(3)	Unrestricted Use	50,000 00
Trustees of the University of Pennsylvania 1 College Hall Room 211 Philadelphia, PA 19104-6303	PC	None	501 (c)(3)	Unrestricted Use	1,000 00
Upper East Side Hatzolah, Inc 125 East 85th Steet New York, NY 10028	PC	None	501 (c)(3)	Unrestricted Use	1,000 00
US Holocaust Memorial Museum 1000 Raoul Wallenberg Place Washington, DC 20024	PC	None	501 (c)(3)	Unrestricted Use	25,000 00
Visiting Nurse Service of NY 107 East 70th Street New York, NY 10021	PC	None	501 (c)(3)	Unrestricted Use	1,000 00
Vivian Beaumont Theater Inc 150 W 65th St New York, NY 10023	PC	None	501 (c)(3)	Unrestricted Use	10,000 00
Total Contributions					<u>803,695 00</u>

2016 Tax Information Statement

2016 Proceeds from Broker and Barter Exchange Transactions

Sales are listed at Gross Proceeds less commissions and option premiums.
Cost or Other Basis amounts shown with a "U" are unknown or unsubstantiated.

Description of property	Cusip Number	Date Sold or Disposed	Date Acquired	Proceeds	Cost or Other Basis	Market Discount	Wash Loss Disallowed	Net Gain or Loss	Ordinary	Federal Income Tax Withheld	State Tax Withheld
Short Term Sales											
50	3M CO										
88579Y101		06/27/2016	05/23/2016	836.63	831.07			5.56		0.00	0.00
20	3M CO										
88579Y101		08/30/2016	05/23/2016	360.67	332.43			28.24		0.00	0.00
150	3M CO										
88579Y101		12/08/2016	Various	2,626.59	2,445.21			181.38		0.00	0.00
130	A.O. SMITH CORPORATION										
831865209		06/27/2016	05/23/2016	1,063.37	1,051.25			12.12		0.00	0.00
1710	A.O. SMITH CORPORATION										
831865209		08/30/2016	Various	16,478.77	12,708.65			3,770.12		0.00	0.00
550	A.O. SMITH CORPORATION										
831865209		12/08/2016	03/02/2016	2,770.30	1,994.09			776.21		0.00	0.00
120	ACCENTURE PLC CL A										
G1151C101		06/27/2016	05/24/2016	1,317.33	1,404.84			-87.51		0.00	0.00
40	ACCENTURE PLC CL A										
G1151C101		08/30/2016	05/24/2016	459.50	468.28			-8.78		0.00	0.00
300	ACCENTURE PLC CL A										
G1151C101		12/08/2016	Various	3,646.42	3,349.47			296.95		0.00	0.00

2016 Tax Information Statement

Sales are listed at Gross Proceeds less commissions and option premiums.
Cost or Other Basis amounts shown with a "U" are unknown or unsubstantiated.

Description of property		Date Acquired	Proceeds	Cost or Other Basis	Market Discount	Wash Loss Disallowed	Net Gain or Loss	Federal Income Tax	
Cusip Number	Date Sold or Disposed							Withheld	Withheld
5.0	ALLERGAN PLC								
G0177J108	06/27/2016	03/02/2016	1,095.72	1,463.55			-367.83	0.00	0.00
1.0	ALLERGAN PLC								
G0177J108	08/30/2016	03/02/2016	238.06	292.71			-54.65	0.00	0.00
15.0	ALLERGAN PLC								
G0177J108	12/08/2016	03/02/2016	2,849.91	4,390.66			-1,540.75	0.00	0.00
5.0	ALPHABET INC CL A								
02079K305	12/08/2016	03/02/2016	3,977.54	3,686.40			291.14	0.00	0.00
5.0	ALPHABET INC CL C								
02079K107	12/08/2016	03/02/2016	3,872.16	3,581.55			290.61	0.00	0.00
10.0	AMAZON.COM INC								
023135106	06/27/2016	06/02/2016	6,934.94	7,191.72			-256.78	0.00	0.00
13.0	AMC NETWORKS-A								
00164V103	06/27/2016	02/04/2016	716.28	927.57			-211.29	0.00	0.00
716.0	AMC NETWORKS-A								
00164V103	11/07/2016	Various	38,151.72	46,788.83			-8,637.11	0.00	0.00
300.0	AMERICAN EXPRESS CO								
025816109	03/02/2016	02/04/2016	17,105.02	16,250.64			854.38	0.00	0.00

2016 Tax Information Statement

Sales are listed at Gross Proceeds less commissions and option premiums.
Cost or Other Basis amounts shown with a "U" are unknown or unsubstantiated.

Description of property	Cusip Number	Date Sold or Disposed	Date Acquired	Proceeds	Cost or Other Basis	Market Discount	Wash Loss Disallowed	Net Gain or Loss	Federal Income Tax Withheld	State Tax Withheld
11.0 AMERICAN TOWER CORP REIT										
03027X100		06/27/2016	05/23/2016	1,191.05	1,147.16			43.89	0.00	0.00
3.0 AMERICAN TOWER CORP REIT										
03027X100		08/30/2016	05/23/2016	339.17	312.86			26.31	0.00	0.00
11.0 ANSYS INC										
03662Q105		06/27/2016	02/04/2016	942.23	972.29			-30.06	0.00	0.00
4.0 ANSYS INC										
03662Q105		08/30/2016	02/04/2016	381.35	353.56			27.79	0.00	0.00
25.0 ANSYS INC										
03662Q105		12/08/2016	02/04/2016	2,387.46	2,209.76			177.70	0.00	0.00
9.0 APPLE COMPUTER INC										
037833100		06/27/2016	03/02/2016	827.62	900.09			-72.47	0.00	0.00
4.0 APPLE COMPUTER INC										
037833100		08/30/2016	03/02/2016	424.07	400.04			24.03	0.00	0.00
30.0 APPLE COMPUTER INC										
037833100		12/08/2016	03/02/2016	3,358.44	3,000.30			358.14	0.00	0.00
1048 218 AQR MULTI STRATEGY ALT FD-I										
00203H792		06/27/2016	02/04/2016	10,062.89	10,220.13			-157.24	0.00	0.00

2016 Tax Information Statement

Sales are listed at Gross Proceeds less commissions and option premiums.
Cost or Other Basis amounts shown with a "U" are unknown or unsubstantiated.

Description of property		Date Sold or Disposed		Date Acquired		Proceeds	Cost or Other Basis	Market Discount	Wash Loss Disallowed	Net Gain or Loss	Ordinary	Federal Income Tax Withheld	State Tax Withheld
Cusip Number													
1036.269	AQR MULTI STRATEGY ALT FD-I												
00203H792		09/23/2016	02/04/2016			9,979.27	10,103.62			-124.35		0.00	0.00
19 0	AUTONATION INC												
05329W102		06/27/2016	03/02/2016			874.93	982.40			-107.47		0.00	0.00
6 0	AUTONATION INC												
05329W102		08/30/2016	03/02/2016			286.31	310.23			-23.92		0.00	0.00
50.0	AUTONATION INC												
05329W102		12/08/2016	03/02/2016			2,446.47	2,585.27			-138.80		0.00	0.00
4.0	AUTOZONE INCORPORATED												
053332102		06/27/2016	03/02/2016			3,075.97	3,121.79			-45.82		0.00	0.00
25.0	AUTOZONE INCORPORATED												
053332102		07/07/2016	03/02/2016			20,145.76	19,511.20			634.56		0.00	0.00
5.0	AUTOZONE INCORPORATED												
053332102		12/08/2016	03/02/2016			4,040.21	3,902.24			137.97		0.00	0.00
75000.0	CARDINAL HEALTH INC 3.500% 11/15/24												
14149YBA5		11/22/2016	04/26/2016			76,184.25	78,194.04			-2,009.79		0.00	0.00
46 0	CBRE GROUP INC												
12504L109		06/27/2016	05/24/2016			1,154.11	1,327.56			-173.45		0.00	0.00

2016 Tax Information Statement

Sales are listed at Gross Proceeds less commissions and option premiums.
Cost or Other Basis amounts shown with a "U" are unknown or unsubstantiated.

Description of property		Date Sold or Disposed	Date Acquired	Proceeds	Cost or Other Basis	Market Discount	Wash Loss Disallowed	Net Gain or Loss	Federal Income Tax		State Tax Withheld	
Cusip Number									Withheld		Withheld	
15 0	CBRE GROUP INC											
12504L109		08/30/2016	05/24/2016	448.34	432.90			15.44	0.00		0.00	
125 0	CBRE GROUP INC											
12504L109		12/08/2016	Various	4,113.94	3,533.87			580.07	0.00		0.00	
20 0	CELANESE CORP-A											
150870103		06/27/2016	05/23/2016	1,230.97	1,403.60			-172.63	0.00		0.00	
6 0	CELANESE CORP-A											
150870103		08/30/2016	05/23/2016	390.41	421.08			-30.67	0.00		0.00	
160 0	CELANESE CORP-A											
150870103		12/08/2016	Various	13,131.87	11,136.20			1,995.67	0.00		0.00	
8 0	CHUBB LTD											
H1467J104		06/27/2016	05/23/2016	978.05	1,009.30			-31.25	0.00		0.00	
3 0	CHUBB LTD											
H1467J104		08/30/2016	05/23/2016	380.42	378.49			1.93	0.00		0.00	
25 0	CHUBB LTD											
H1467J104		12/08/2016	Various	3,313.67	3,102.56			211.11	0.00		0.00	
5 0	CORE LABORATORIES NV											
N22717107		06/27/2016	05/23/2016	586.83	595.28			-8.45	0.00		0.00	

2016 Tax Information Statement

Sales are listed at Gross Proceeds less commissions and option premiums.
Cost or Other Basis amounts shown with a "U" are unknown or unsubstantiated.

Description of property		Date Sold or Disposed	Date Acquired	Proceeds	Cost or Other Basis	Market Discount	Wash Loss Disallowed	Net Gain or Loss	Ordinary	Federal Income Tax Withheld	State Tax Withheld
Cusip Number											
1.0	CORE LABORATORIES NV										
N22717107		08/30/2016	05/23/2016	114.45	119.06			-4.61		0.00	0.00
1089.325	DFA INTL SUSTAINABILITY CORE										
233203199		09/23/2016	07/28/2016	9,923.75	9,564.27			359.48		0.00	0.00
255.0	DISNEY WALT CO										
254687106		03/02/2016	02/04/2016	24,666.68	24,242.06			424.62		0.00	0.00
14.0	DORMAN PRODUCTS INC										
258278100		06/27/2016	05/23/2016	746.04	725.57			20.47		0.00	0.00
5.0	DORMAN PRODUCTS INC										
258278100		08/30/2016	05/23/2016	311.50	259.13			52.37		0.00	0.00
40.0	DORMAN PRODUCTS INC										
258278100		12/08/2016	05/23/2016	3,055.93	2,073.06			982.87		0.00	0.00
4639.644	DOUBLELINE TOTAL RET BD-I										
258620103		08/29/2016	02/04/2016	50,804.10	50,618.52			185.58		0.00	0.00
914.077	DOUBLELINE TOTAL RET BD-I										
258620103		09/23/2016	02/04/2016	10,000.00	9,972.58			27.42		0.00	0.00
935.0	EAST WEST BANCORP INC										
27579R104		06/27/2016	Various	29,717.20	29,547.55			169.65		0.00	0.00

2016 Tax Information Statement

Sales are listed at Gross Proceeds less commissions and option premiums.
Cost or Other Basis amounts shown with a "U" are unknown or unsubstantiated.

Description of property	Cusip Number	Date Sold or Disposed	Date Acquired	Proceeds	Cost or Other Basis	Market Discount	Wash Loss Disallowed	Net Gain or Loss	Ordinary	Federal Income Tax Withheld	State Tax Withheld
108.0 FIVE BELOW											
33829M101		05/10/2016	03/02/2016	4,308.25	4,109.36			198.89		0.00	0.00
114.0 FIVE BELOW											
33829M101		05/12/2016	03/02/2016	4,432.19	4,337.65			94.54		0.00	0.00
286.0 FIVE BELOW											
33829M101		05/13/2016	Various	11,164.74	10,657.89			506.85		0.00	0.00
487.0 FIVE BELOW											
33829M101		05/16/2016	02/04/2016	18,966.05	17,033.80			1,932.25		0.00	0.00
5567 474 FROST TOTAL RETURN BOND-INS											
00766Y810		08/29/2016	04/04/2016	58,736.85	57,289.31			1,447.54		0.00	0.00
948 767 FROST TOTAL RETURN BOND-INS											
00766Y810		09/23/2016	04/04/2016	10,000.00	9,762.81			237.19		0.00	0.00
11.0 GILEAD SCIENCES INC											
375558103		06/27/2016	03/02/2016	867.77	977.68			-109.91		0.00	0.00
4.0 GILEAD SCIENCES INC											
375558103		08/30/2016	03/02/2016	311.55	355.52			-43.97		0.00	0.00
30.0 GILEAD SCIENCES INC											
375558103		12/08/2016	03/02/2016	2,132.40	2,666.40			-534.00		0.00	0.00

2016 Tax Information Statement

Sales are listed at Gross Proceeds less commissions and option premiums.
Cost or Other Basis amounts shown with a "U" are unknown or unsubstantiated.

Description of property:				Proceeds	Cost or Other Basis	Market Discount	Wash Loss Disallowed	Net Gain or Loss	Federal Income Tax	
Cusip Number	Date Sold or Disposed	Date Acquired							Withheld	State Tax Withheld
8.0	HOME DEPOT INC									
437076102	06/27/2016	05/23/2016		996.53	1,052.46			-55.93	0.00	0.00
3.0	HOME DEPOT INC									
437076102	08/30/2016	05/23/2016		402.53	394.67			7.86	0.00	0.00
25.0	HOME DEPOT INC									
437076102	12/08/2016	Various		3,291.67	3,250.40			41.27	0.00	0.00
144.0	INGEVITY CORP									
45688C107	05/23/2016	Various		3,913.83	2,955.86			957.97	0.00	0.00
0.1667	INGEVITY CORP									
45688C107	05/24/2016	03/02/2016		4.44	3.58			0.86	0.00	0.00
30.0	LENDINGCLUB CORP									
52603A109	08/30/2016	03/02/2016		165.30	271.72			-106.42	0.00	0.00
250.0	LENDINGCLUB CORP									
52603A109	12/08/2016	03/02/2016		1,443.35	2,264.35			-821.00	0.00	0.00
14.0	MASTERCARD INC CL A									
57636Q104	06/27/2016	05/23/2016		1,255.21	1,332.48			-77.27	0.00	0.00
4.0	MASTERCARD INC CL A									
57636Q104	08/30/2016	05/23/2016		386.85	380.71			6.14	0.00	0.00

2016 Tax Information Statement

Sales are listed at Gross Proceeds less commissions and option premiums.
Cost or Other Basis amounts shown with a "U" are unknown or unsubstantiated.

Description of property		Date Sold or Disposed	Date Acquired	Proceeds	Cost or Other Basis	Market Discount	Wash Loss Disallowed	Net Gain or Loss	Ordinary	Federal Income Tax Withheld	State Tax Withheld
30.0	MASTERCARD INC CL A										
57636Q104	12/08/2016	Various		3,158.03	2,809.01			349.02		0.00	0.00
220.0	MCKESSON INC										
58155Q103	06/27/2016	Various		38,119.84	34,620.26			3,499.58		0.00	0.00
19.0	MICROSOFT CORP										
594918104	06/27/2016	03/02/2016		922.04	995.85			-73.81		0.00	0.00
7.0	MICROSOFT CORP										
594918104	08/30/2016	03/02/2016		404.17	366.89			37.28		0.00	0.00
55.0	MICROSOFT CORP										
594918104	12/08/2016	03/02/2016		3,362.65	2,882.74			479.91		0.00	0.00
1879.699	MUZINICH CREDIT OPP-SUP INS										
74316J532	06/27/2016	04/04/2016		20,018.79	19,755.64			263.15		0.00	0.00
19.0	NIKE INC CL B										
654106103	06/27/2016	03/02/2016		985.12	1,179.20			-194.08		0.00	0.00
6.0	NIKE INC CL B										
654106103	08/30/2016	03/02/2016		348.89	372.38			-23.49		0.00	0.00
45.0	NIKE INC CL B										
654106103	12/08/2016	03/02/2016		2,317.56	2,792.85			-475.29		0.00	0.00

2016 Tax Information Statement

Sales are listed at Gross Proceeds less commissions and option premiums.
Cost or Other Basis amounts shown with a "U" are unknown or unsubstantiated.

Description of property		Date Sold, or Disposed	Date Acquired	Proceeds	Cost or Other Basis	Market Discount	Wash Loss Disallowed	Net Gain or Loss	Federal Income Tax	
Cusip Number									Withheld	State Tax Withheld
19 0	NXP SEMICONDUCTORS									
N6596X109		06/27/2016	05/24/2016	1,434.27	1,710.00			-275.73	0.00	0.00
6.0	NXP SEMICONDUCTORS									
N6596X109		08/30/2016	05/24/2016	530.57	540.00			-9.43	0.00	0.00
315.0	NXP SEMICONDUCTORS									
N6596X109		09/30/2016	Various	32,262.61	24,217.48			8,045.13	0.00	0.00
385 0	POLARIS INDUSTRIES INC									
731068102		06/27/2016	Various	30,086.90	32,764.82			-2,677.92	0.00	0.00
150.0	RALPH LAUREN CORP									
751212101		03/02/2016	02/04/2016	14,010.75	14,322.12			-311.37	0.00	0.00
3 0	ROPER TECHNOLOGIES INC									
776696106		06/27/2016	05/24/2016	495.25	520.44			-25.19	0.00	0.00
2.0	ROPER TECHNOLOGIES INC									
776696106		08/30/2016	05/24/2016	357.05	346.96			10.09	0.00	0.00
15 0	ROPER TECHNOLOGIES INC									
776696106		12/08/2016	Various	2,748.24	2,593.44			154.80	0.00	0.00
9.0	SCHLUMBERGER LTD									
806857108		06/27/2016	05/24/2016	674.35	679.86			-5.51	0.00	0.00

2016 Tax Information Statement

Sales are listed at Gross Proceeds less commissions and option premiums.
Cost or Other Basis amounts shown with a "U" are unknown or unsubstantiated.

Description of property	Cusip Number	Date Sold or Disposed	Date Acquired	Proceeds	Cost or Other Basis	Market Discount	Wash Loss Disallowed	Net Gain or Loss	Federal Income Tax Withheld	State Tax Withheld
3.0 SCHLUMBERGER LTD										
806857108		08/30/2016	05/24/2016	245.08	226.62			18.46	0.00	0.00
25.0 SCHLUMBERGER LTD										
806857108		12/08/2016	Various	2,098.21	1,875.66			222.55	0.00	0.00
20.0 TEXAS INSTRS INC										
882508104		06/27/2016	05/23/2016	1,179.97	1,176.00			3.97	0.00	0.00
6.0 TEXAS INSTRS INC										
882508104		08/30/2016	05/23/2016	417.53	352.80			64.73	0.00	0.00
45.0 TEXAS INSTRS INC										
882508104		12/08/2016	05/23/2016	3,249.39	2,646.00			603.39	0.00	0.00
10.0 THERMO FISHER SCIENTIFIC INC										
883556102		06/27/2016	05/23/2016	1,411.16	1,488.55			-77.39	0.00	0.00
2.0 THERMO FISHER SCIENTIFIC INC										
883556102		08/30/2016	05/23/2016	305.05	297.71			7.34	0.00	0.00
20.0 THERMO FISHER SCIENTIFIC INC										
883556102		12/08/2016	Various	2,842.98	2,902.55			-59.57	0.00	0.00
121.0 TJX COMPANIES INCORPORATED NEW										
872540109		06/27/2016	03/02/2016	8,852.85	9,083.47			-230.62	0.00	0.00

2016 Tax Information Statement

Sales are listed at Gross Proceeds less commissions and option premiums.
Cost or Other Basis amounts shown with a "U" are unknown or unsubstantiated.

Description of property	Cusip Number	Date Sold or Disposed	Date Acquired	Proceeds	Cost or Other Basis	Market Discount	Wash Loss Disallowed	Net Gain or Loss	Ordinary	Federal Income Tax Withheld	State Tax Withheld
4 0 TJX COMPANIES INCORPORATED NEW											
872540109		08/30/2016	03/02/2016	312.15	300.28			11.87		0.00	0.00
40 0 TJX COMPANIES INCORPORATED NEW											
872540109		12/08/2016	03/02/2016	3,111.13	3,002.80			108.33		0.00	0.00
14 0 UNITEDHEALTH GROUP INC											
91324P102		06/27/2016	05/24/2016	1,914.31	1,831.20			83.11		0.00	0.00
4 0 UNITEDHEALTH GROUP INC											
91324P102		08/30/2016	05/24/2016	545.95	523.20			22.75		0.00	0.00
30 0 UNITEDHEALTH GROUP INC											
91324P102		12/08/2016	Various	4,785.79	3,845.05			940.74		0.00	0.00
75000.0 VALERO ENERGY CORP 6.125% 6/15/17											
91913YAM2		10/12/2016	07/05/2016	77,772.75	77,180.43			592.32		0.00	0.00
15 0 WESTERN DIGITAL CORP											
958102105		06/27/2016	02/04/2016	646.78	747.55			-100.77		0.00	0.00
4 0 WESTERN DIGITAL CORP											
958102105		08/30/2016	02/04/2016	187.87	199.35			-11.48		0.00	0.00
611 0 WESTERN DIGITAL CORP											
958102105		09/08/2016	Various	32,735.26	29,259.45			3,475.81		0.00	0.00

2016 Tax Information Statement

Sales are listed at Gross Proceeds less commissions and option premiums.
Cost or Other Basis amounts shown with a "U" are unknown or unsubstantiated.

Description of property		Date Sold or Disposed	Date Acquired	Proceeds	Cost or Other Basis	Market Discount	Wash Loss Disallowed	Net Gain or Loss	Ordinary	Federal Income Tax		State Tax
Cusip Number										Withheld		Withheld
8 0	WESTROCK CO											
96145D105		08/30/2016	05/23/2016	389.27	304.78			84.49		0.00		0.00
65 0	WESTROCK CO											
96145D105		12/08/2016	05/23/2016	3,460.72	2,476.34			984.38		0.00		0.00
11 0	WEYERHAEUSER CO											
962166104		08/30/2016	05/24/2016	348.59	340.45			8.14		0.00		0.00
Total Short Term Sales				818,346.02	800,475.37	0.00	0.00	17,870.65		0.00		0.00

Long Term Sales												
150000.0	FHLMC MTN 2.000%	8/25/16										
3137EACW7		08/25/2016	03/26/2013	150,000.00	150,758.73			-758.73		0.00		0.00
Total Long Term Sales				150,000.00	150,758.73	0.00	0.00	-758.73		0.00		0.00