

Part II Balance Sheets		Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions)			
		Beginning of year (a) Book Value	End of year (b) Book Value (c) Fair Market Value		
Assets	1	Cash—non-interest-bearing	148,855	299,442	299,442
	2	Savings and temporary cash investments	211,551	452,343	452,343
	3	Accounts receivable ▶ _____ Less allowance for doubtful accounts ▶ _____	0	0	0
	4	Pledges receivable ▶ _____ Less allowance for doubtful accounts ▶ _____	0	0	0
	5	Grants receivable			
	6	Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see instructions)	0	0	0
	7	Other notes and loans receivable (attach schedule) ▶ _____ 0 Less allowance for doubtful accounts ▶ _____ 0	0	0	0
	8	Inventories for sale or use			
	9	Prepaid expenses and deferred charges			
	10a	Investments—U S and state government obligations (attach schedule)	2,150,072	2,537,422	2,510,606
	b	Investments—corporate stock (attach schedule)	26,683,843	23,458,389	33,102,020
	c	Investments—corporate bonds (attach schedule)	6,578,822	4,903,043	4,898,303
	11	Investments—land, buildings, and equipment basis ▶ _____ 0 Less accumulated depreciation (attach schedule) ▶ _____ 0	0	0	0
	12	Investments—mortgage loans			
	13	Investments—other (attach schedule)	24,698,232	28,615,542	33,419,709
	14	Land, buildings, and equipment basis ▶ _____ 0 Less accumulated depreciation (attach schedule) ▶ 0	0	0	0
15	Other assets (describe ▶ _____)	4,676,742	3,154,020	3,154,020	
16	Total assets (to be completed by all filers—see the instructions Also, see page 1, item I)	65,148,117	63,420,201	77,836,443	
Liabilities	17	Accounts payable and accrued expenses			
	18	Grants payable			
	19	Deferred revenue	1,176,740	196,941	
	20	Loans from officers, directors, trustees, and other disqualified persons	0	0	
	21	Mortgages and other notes payable (attach schedule).	0	0	
	22	Other liabilities (describe ▶ _____)			
	23	Total liabilities (add lines 17 through 22)	1,176,740	196,941	
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			
	28	Paid-in or capital surplus, or land, bldg , and equipment fund			
	29	Retained earnings, accumulated income, endowment, or other funds	63,971,377	63,223,260	
	30	Total net assets or fund balances (see instructions)	63,971,377	63,223,260	
31	Total liabilities and net assets/fund balances (see instructions) .	65,148,117	63,420,201		

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	63,971,377
2	Enter amount from Part I, line 27a	2	-748,117
3	Other increases not included in line 2 (itemize) ▶ _____	3	0
4	Add lines 1, 2, and 3	4	63,223,260
5	Decreases not included in line 2 (itemize) ▶ _____	5	0
6	Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30 .	6	63,223,260

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 Additional Data Table			
b			
c			
d			
e			

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
a See Additional Data Table			
b			
c			
d			
e			

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
(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	
a See Additional Data Table			
b			
c			
d			
e			

2 Capital gain net income or (net capital loss)	If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7	2	2,354,066
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6) If gain, also enter in Part I, line 8, column (c) (see instructions) If (loss), enter -0- in Part I, line 8		3	0

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

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

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

Was the foundation liable for the section 4942 tax on the distributable amount of any year in the base period?



Yes



No

If "Yes," the foundation does not qualify under section 4940(e) Do not complete this part

1 Enter the appropriate amount in each column for each year, see 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	3,934,882	79,468,844	0 049515
2014	3,864,052	83,153,452	0 046469
2013	4,053,537	79,054,895	0 051275
2012	3,581,903	73,059,415	0 049027
2011	3,568,459	73,864,855	0 048311
2 Total of line 1, column (d)			2 0 244597
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 048919
4 Enter the net value of noncharitable-use assets for 2016 from Part X, line 5			4 74,680,308
5 Multiply line 4 by line 3			5 3,653,286
6 Enter 1% of net investment income (1% of Part I, line 27b)			6 33,915
7 Add lines 5 and 6			7 3,687,201
8 Enter qualifying distributions from Part XII, line 4			8 3,994,959

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	33,915
c	All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, col (b)		
2	Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)	2	
3	Add lines 1 and 2.	3	33,915
4	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)	4	
5	Tax based on investment income. Subtract line 4 from line 3. If zero or less, enter -0-	5	33,915
6	Credits/Payments		
a	2016 estimated tax payments and 2015 overpayment credited to 2016	6a	59,924
b	Exempt foreign organizations—tax withheld at source	6b	
c	Tax paid with application for extension of time to file (Form 8868)	6c	35,000
d	Backup withholding erroneously withheld	6d	
7	Total credits and payments. Add lines 6a through 6d.	7	94,924
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	61,009
11	Enter the amount of line 10 to be Credited to 2017 estimated tax ☐ 61,009 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?	1a	No
b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see Instructions for definition)? <i>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</i>	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 ☐ \$ _____ (2) On foundation managers ☐ \$ _____		
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers ☐ \$ _____		
2 Has the foundation engaged in any activities that have not previously been reported to the IRS? <i>If "Yes," attach a detailed description of the activities</i>	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? <i>If "Yes," attach a conformed copy of the changes</i>	3	No
4a Did the foundation have unrelated business gross income of \$1,000 or more during the year?	4a	Yes
b If "Yes," has it filed a tax return on Form 990-T for this year?	4b	Yes
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? <i>If "Yes," attach the statement required by General Instruction T</i>	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? <i>If "Yes," complete Part II, col (c), and Part XV</i>	7	Yes
8a Enter the states to which the foundation reports or with which it is registered (see instructions) ☐ NY		
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? <i>If "No," attach explanation</i> .	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 2016 or the taxable year beginning in 2016 (see instructions for Part XIV)? <i>If "Yes," complete Part XIV</i>	9	No
10 Did any persons become substantial contributors during the tax year? <i>If "Yes," attach a schedule listing their names and addresses</i>	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 WWW PRICEFOUNDATION ORG	13	Yes	
14	The books are in care of THE FOUNDATION Telephone no (213) 330-8571			

Located at **10250 Constellation Blvd Los Angeles CA** ZIP+4 **90067**

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 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? 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 ▶	16	Yes	No

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.

1a	During the year did the foundation (either directly or indirectly)		Yes	No
	(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. ☐	1b		No
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? ☐	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 2016, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2016? ☐ 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 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). ☐	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 2016?	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		No
Organizations relying on a current notice regarding disaster assistance check here.	☐			
c If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant?	☐ Yes ☐ No			
If "Yes," attach the statement required by Regulations section 53.4945–5(d)				
6a Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract?	☐ Yes ☒ No			
b Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract?		6b		No
If "Yes" to 6b, file Form 8870				
7a At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction?	☐ Yes ☒ No			
b If yes, did the foundation receive any proceeds or have any net income attributable to the transaction?		7b		

Part VIII Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors

1 List all officers, directors, trustees, foundation managers and their compensation (see instructions).				
(a) Name and address	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
Total number of other employees paid over \$50,000.				

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
COAL CREEK CAPITAL MANAGEMENT INC 1371 E HECLA DR SUITE B-3 LOUISVILLE, CO 80027	FOUNDATION MGMNT	228,640
SANDERSON ASSET MANAGEMENT 250 SOUTH WACKER DRIVE SUITE 220 CHICAGO, IL 60606	INVESTMENT MGMNT	75,523
PRIME BUCHHOLZ & ASSOCIATES 25 CHESTNUT STREET PORTSMOUTH, NH 03801	INVESTMENT MGMNT	67,506
Total number of others receiving over \$50,000 for professional services. ▶		3

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	75,462,940
b	Average of monthly cash balances.	1b	354,631
c	Fair market value of all other assets (see instructions).	1c	0
d	Total (add lines 1a, b, and c).	1d	75,817,571
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	75,817,571
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions).	4	1,137,263
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4.	5	74,680,308
6	Minimum investment return. Enter 5% of line 5.	6	3,734,015

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	3,734,015
2a	Tax on investment income for 2016 from Part VI, line 5.	2a	33,915
b	Income tax for 2016 (This does not include the tax from Part VI).	2b	0
c	Add lines 2a and 2b.	2c	33,915
3	Distributable amount before adjustments. Subtract line 2c from line 1.	3	3,700,100
4	Recoveries of amounts treated as qualifying distributions.	4	0
5	Add lines 3 and 4.	5	3,700,100
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	3,700,100

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	3,994,959
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	0
3	Amounts set aside for specific charitable projects that satisfy the		
a	Suitability test (prior IRS approval required).	3a	0
b	Cash distribution test (attach the required schedule).	3b	0
4	Qualifying distributions. Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4.	4	3,994,959
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	33,915
6	Adjusted qualifying distributions. Subtract line 5 from line 4.	6	3,961,044

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				3,700,100
2 Undistributed income, if any, as of the end of 2016				
a Enter amount for 2015 only.			3,956,174	
b Total for prior years 20____, 20____, 2012		0		
3 Excess distributions carryover, if any, to 2016				
a From 2011.	0			
b From 2012.	0			
c From 2013.	0			
d From 2014.	0			
e From 2015.	0			
f Total of lines 3a through e.	0			
4 Qualifying distributions for 2016 from Part XII, line 4 ▶ \$ <u>3,994,959</u>				
a Applied to 2015, but not more than line 2a			3,956,174	
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.				38,785
e Remaining amount distributed out of corpus	0			
5 Excess distributions carryover applied to 2016 (If an amount appears in column (d), the same amount must be shown in column (a))				0
6 Enter the net total of each column as indicated below:				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5	0			
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.				
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 instructions			0	
f Undistributed income for 2016 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2017				3,661,315
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 (see instructions).	0			
9 Excess distributions carryover to 2017. Subtract lines 7 and 8 from line 6a	0			
10 Analysis of line 9				
a Excess from 2012.	0			
b Excess from 2013.	0			
c Excess from 2014.	0			
d Excess from 2015.	0			
e Excess from 2016.	0			

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 2016, 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) 2016	(b) 2015	(c) 2014	(d) 2013		
0	0			0	
85% of line 2a	0	0			0
c Qualifying distributions from Part XII, line 4 for each year listed	0	0			0
d Amounts included in line 2c not used directly for active conduct of exempt activities					0
e Qualifying distributions made directly for active conduct of exempt activities. Subtract line 2d from line 2c	0	0			0

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 email address of the person to whom applications should be addressed

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

c Any submission deadlines

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

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

Recipient	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> See Additional Data Table				
Total ▶ 3a				3,652,975
b <i>Approved for future payment</i> See Additional Data Table				
Total ▶ 3b				2,240,000

Enter gross amounts unless otherwise indicated

Enter gross amounts unless otherwise indicated	Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income (See instructions)
	(a) Business code	(b) Amount	(c) Exclusion code	(d) Amount	
1 Program service revenue					
a _____					
b _____					
c _____					
d _____					
e _____					
f _____					
g Fees and contracts from government agencies					
2 Membership dues and assessments.					
3 Interest on savings and temporary cash investments					
4 Dividends and interest from securities.			14	1,133,975	
5 Net rental income or (loss) from real estate					
a Debt-financed property.					
b Not debt-financed property.					
6 Net rental income or (loss) from personal property					
7 Other investment income.					
8 Gain or (loss) from sales of assets other than inventory			18	2,388,943	
9 Net income or (loss) from special events					
10 Gross profit or (loss) from sales of inventory					
11 Other revenue a _____					
b _____					
c _____					
d _____					
e _____					
12 Subtotal Add columns (b), (d), and (e).		0		3,522,918	0
13 Total. Add line 12, columns (b), (d), and (e).			13		3,522,918

(See worksheet in line 13 instructions to verify calculations)

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

[illegible]

Part XVII

- c** Sharing of facilities, equipment, mailing lists, other assets, or paid employees. **1c**
- d** If the answer to any of the above is "Yes," complete the following schedule. Column **(b)** should always show the fair market value of the goods, other assets, or services given by the reporting foundation. If the foundation received less than fair market value in any transaction or sharing arrangement, show in column **(d)** the value of the goods, other assets, or services received.

[illegible]

- 2a** Is the foundation directly or indirectly affiliated with, or related to, one or more tax-exempt organizations described in section 501(c) of the Code (other than section 501(c)(3)) or in section 527? ☐ Yes ☒ No

- b** If "Yes," complete the following schedule

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

**Sign
Here**

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.

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

**Paid
Preparer
Use Only**

Paid Preparer Use Only	Print/Type preparer's name	Preparer's Signature	Date	Check if self-employed ☐	PTIN P00517745
	Firm's name ▶ CROWE HORWATH LLP				Firm's EIN ▶ 35-0921680
	Firm's address ▶ 1801 California Street Suite 2200 Denver, CO 802022635				Phone no (303) 831-5000

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns a - d

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)	(b) How acquired P—Purchase D—Donation	(c) Date acquired (mo , day, yr)	(d) Date sold (mo , day, yr)
Fiera Capital (old name Samson)	P	2012-01-01	2016-12-31
FPA Crescent Fund	P	2012-01-01	2016-01-26
Alternative Investments	P	2012-01-01	2016-12-31
Archstone Partners	P	2012-01-01	2016-01-01
Carlyle Realty Partners K-1	P	2012-01-01	2016-12-31
Commonfund Capital Private Equity Part VII	P	2012-01-01	2016-12-31
Commonfund Int'l Partners K-1	P	2012-01-01	2016-12-31
Commonfund Cap Nat Res VII K-1	P	2012-01-01	2016-12-31
Commonfund Cap Nat Res VIII	P	2012-01-01	2016-12-31
Legacy Venture VI	P	2012-01-01	2016-12-31

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns e - h

(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)
14,299			14,299
1,550,000		1,603,151	-53,151
3,154,019		3,099,934	54,085
1,176,742		0	1,176,742
547			547
186,327			186,327
138,928			138,928
3,486			3,486
51,721			51,721
30,585			30,585

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns i - l

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(I) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
(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	
		0	14,299
		0	-53,151
		0	54,085
		0	1,176,742
		0	547
		0	186,327
		0	138,928
		0	3,486
		0	51,721
		0	30,585

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns a - d

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)	(b) How acquired P—Purchase D—Donation	(c) Date acquired (mo , day, yr)	(d) Date sold (mo , day, yr)
Park Street Cap Nat Res Fund	P	2012-01-01	2016-12-31
Landmark Equity Partners XV	P	2012-01-01	2016-12-31
Sanderson Int'l Value Fund	P	2012-01-01	2016-12-31
Templeton Global Bond Fund	P	2012-01-01	2016-09-02
Vanguard Bd Index Fd Inc Total	P	2012-01-01	2016-12-31
Vanguard Index Tr Total Stk Mkt	P	2012-01-01	2016-12-31
Vanguard REIT Index Fund	P	2012-01-01	2016-06-30
Class Action Settlement Tenet Corporation	P	2012-01-01	2016-02-18

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns e - h

(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)
11,705			11,705
28,051			28,051
150,789			150,789
2,512,199		3,029,128	-516,929
1,795			1,795
1,400,000		769,028	630,972
1,700,000		1,256,537	443,463
651			651

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns i - l

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(I) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
(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	
		0	11,705
		0	28,051
		0	150,789
		0	-516,929
		0	1,795
		0	630,972
		0	443,463
		0	651

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
LINDA VITTI-HERBST	CHAIRPERSON & TRUSTEE 1 000	0	0	0
10250 CONSTELLATION BLVD LOS ANGELES, CA 90067				
GEORGE ASCH	TRUSTEE 1 000	0	0	0
10250 CONSTELLATION BLVD LOS ANGELES, CA 90067				
BONNIE VITTI	PRESIDENT & TRUSTEE 2 000	0	0	0
10250 CONSTELLATION BLVD LOS ANGELES, CA 90067				
AL OSBORNE JR PHD	TRUSTEE 1 000	0	0	0
10250 CONSTELLATION BLVD LOS ANGELES, CA 90067				
KISHAWN LEUTHAUSER	VP, SECRETARY, TREASURER 16 000	0	0	0
10250 CONSTELLATION BLVD LOS ANGELES, CA 90067				

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>				
A Home Within 2500 18th Street San Francisco, CA 94110	NONE	PC	General Operating Support	20,000
ACCESS After School PO Box 819 Carbondale, CO 81623	NONE	PC	General Operating Support	10,000
Actors Fund of America 729 Seventh Avenue 10th Floor New York, NY 10019	NONE	PC	General Operating Support	20,000
Adat Ari El 12020 Burbank Boulevard Valley Village, CA 916072098	NONE	PC	General Operating Support	5,000
AIDS Project Los Angeles 3550 Wilshire Blvd - Suite 300 Los Angeles, CA 90010	NONE	PC	General Operating Support	5,000
Total ▶ 3a				3,652,975

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>				
American Corporation of the Arts 6233 Hollywood Blvd Hollywood, CA 90028	NONE	PC	General Operating Support	3,085
American Foundation for AIDS Research 120 Wall Street/13th Floor New York, NY 100053902	NONE	PC	General Operating Support	5,000
American Friends of Shaare Zedek Medical Center PO Box 3235 Jerusalem 91031 IS	NONE	PC	General Operating Support	5,000
American Jewish World Service 45 West 36th Street New York, NY 100187904	NONE	PC	General Operating Support & Nepal Relief Fund	25,000
American-Israeli Lighthouse Inc The 20 E 46th Street Suite 1401 New York, NY 10017	NONE	PC	General Operating Support	10,000
Total ▶ 3a				3,652,975

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>				
Anti-Defamation League Pacific Southwest 10495 Santa Monica Boulevard Los Angeles, CA 900255031	NONE	PC	General Operating Support	10,000
Aspen Hall of Fame Post Office Box 510 Aspen, CO 81612	NONE	PC	General Operating Support	2,000
Aspen Historical Society 620 West Bleeker Street Aspen, CO 81611	NONE	PC	General Operating Support	5,000
Aspen Homeless Shelter 405 Castle Creek Rd Aspen, CO 81611	NONE	PC	General Operating Support	25,000
Aspen Music Festival and School 2 Music School Road Aspen, CO 81611	NONE	PC	Endowed Fellowships & General Operating Support	101,500
Total ▶ 3a				3,652,975

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>				
Aspen Valley Ski and Snowboard Club 300 AVSC Drive Aspen, CO 81611	NONE	PC	SnoWarrior Skier Scholarships	10,000
Aspen Youth Center PO Box 8266 Aspen, CO 81612	NONE	PC	After School Clubs	10,000
Avenues to Independence 515 Busse Highway Suite 100 Park Ridge, IL 60068	NONE	PC	General Operating Support	100,000
Bessie's Hope PO Box 12576 Denver, CO 80212	NONE	PC	General Operating Support	5,000
Beth Hillel Day School 12326 Riverside Drive Valley Village, CA 91607	NONE	PC	General Operating Support	60,000
Total ► 3a				3,652,975

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>				
Bienvenidos Childrens Center Inc 316 W Second Street Los Angeles, CA 90012	NONE	PC	General Operating Support	5,000
Bishop Diego High School 4000 La Colina Road Santa Barbara, CA 93110	NONE	PC	Adopt-A-Student Program	15,000
Buddy Program Inc The 110 East Hallam - Suite 125 Aspen, CO 81611	NONE	PC	General Operating Support	50,000
California State University Chico College of Business Chico, CA 959290011	NONE	PC	SAGE Program	15,000
Cancer League of Colorado Foundation PO Box 3795 Parker, CO 80134	NONE	PC	Race for Research	2,000
Total ► 3a				3,652,975

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>				
Carnegie Hall Society Inc 818 Seventh Ave New York, NY 10019	NONE	PC	General Operating Support	3,000
CASA of Jefferson and Gilpin Counties 100 Jefferson County Parkway Golden, CO 80401	NONE	PC	General Operating Support	5,000
Cedars Sinai Medical Center 8700 Beverly Blvd Los Angeles, CA 900480750	NONE	PC	PRCC Cardiac Price Patient Fund General Operating Support	40,000
Childrens Aid Society 105 East 22nd Street New York, NY 10010	NONE	PC	General Operating Support	3,000
City Center 130 West 56th Street New York, NY 10019	NONE	PC	General Operating Support	20,000
Total ▶ 3a				3,652,975

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>				
City Harvest Inc 6 East 32nd Street 5th Floor New York, NY 10016	NONE	PC	General Operating Support	20,000
Columbia University 535 West 116th Street New York, NY 10027	NONE	PC	General Operating Support	2,000
Cornerstone Church of Boulder Valley 1190 S Lashley Lane Boulder, CO 80305	NONE	PC	Youth Program	1,000
de Toledo High School 22622 Vanowen Street West Hills, CA 91307	NONE	PC	Tuition Assistance and General Support	55,000
Denver Childrens Advocacy Center 2149 Federal Blvd Denver, CO 80211	NONE	PC	General Operating Support	15,000
Total ▶ 3a				3,652,975

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>				
Denver Police Officers Foundation 1700 Lincoln Street Denver, CO 80203	NONE	PC	General Operating Support	2,000
Denver Rescue Mission 3501 E 46th Avenue Denver, CO 802175206	NONE	PC	Champa House Program	25,000
Diability Law Colorado 455 Sherman Street Denver, CO 80203	NONE	PC	Colorado Long-Term Care Ombudsman Program	5,000
Direct Relief 27 S La Patera Lane Santa Barbara, CA 93117	NONE	PC	Southern California Safety Net Support	7,500
Downtown Womens Center 325 South Los Angeles Street Los Angeles, CA 90013	NONE	PC	General Operating Support	5,000
Total ▶ 3a				3,652,975

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				
Duke University 324 Blackwell St Durham, NC 27701	NONE	PC	General Operating Support	10,000
Education Pioneers 1970 Broadway Oakland, CA 94612	NONE	PC	Fellowship Program, Los Angeles	20,000
Elizabeth Glaser Pediatric AIDS Foundation 1140 Conneticut Avenue NW Washington, DC 20036	NONE	PC	General Operating Support	10,000
English in Action PO Box 4856 Basalt, CO 81612	NONE	PC	General Operating Support	10,000
Ethical Culture Fieldston School 33 Central Park West New York, NY 10023	NONE	PC	ECF Annual Fund	5,000
Total ▶ 3a				3,652,975

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>				
Exceptional Childrens Foundation 8740 West Washington Boulevard Culver City, CA 90232	NONE	PC	The Early Start Program	15,000
Exponent Philanthropy 1720 N St NW Washington, DC 20036	NONE	PC	2016 Membership Dues	2,000
Foodbank for NYC 39 Broadway 10th Floor New York, NY 10006	NONE	PC	General Operating Support	60,000
Foodbank of the Rockies 10975 E 47th Avenue Denver, CO 80329	NONE	PC	General Operating Support	10,000
Foothills Community Church 8270 W 80th Avenue Unit 2 Arvada, CO 80005	NONE	PC	Youth Program	2,000
Total ▶ 3a				3,652,975

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>				
Fresh Start Surgical Gifts 2011 Palomar Airport Rd Carlsbad, CA 92011	NONE	PC	Surgery Weekend Program	20,000
Friends of Golf PO Box 4551 Blue Jay, CA 92352	NONE	PC	General Operating Support	1,500
Grandparents As Parents 22048 Sherman Way 217 Canoga Park, CA 91303	NONE	PC	General Operating Support	10,000
Grants Managers Network 1666 K Street NW Suite 440 Washington, DC 20006	NONE	PC	Membership Dues for 2016	340
Henry Street Settlement 265 Henry Street New York, NY 100024899	NONE	PC	Boys and Girls Republic	2,000
Total ▶ 3a				3,652,975

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>				
Hope House of Colorado PO Box 740568 Arvada, CO 80006	NONE	PC	GED Program	18,000
Huts for Vets PO Box 2047 Basalt, CO 81621	NONE	PC	Education Scholarships	50,000
I Have A Dream Foundation of Boulder County 1630 N 63rd Street Suite 6 Boulder, CO 80301	NONE	PC	New Dreamer Class	5,000
Independence Pass Foundation P O Box 1700 Aspen, CO 81612	NONE	PC	General Operating Support	6,000
Intercambio Uniting Communities 4735 Walnut Street Boulder, CO 80301	NONE	PC	General Operating Support	10,000
Total ► 3a				3,652,975

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>				
Jefferson Academy Charter School 9955 Yarrow Street Broomfield, CO 80021	NONE	PC	Boosters Support	12,000
Jewish Big Brothers Big Sisters of Los Angeles 6505 Wilshire Blvd Los Angeles, CA 90048	NONE	PC	Camp Max Straus	1,000
Jewish Family Service of Los Angeles 3580 Wilshire Blvd Los Angeles, CA 90010	NONE	PC	General Operating Support	10,000
Jewish Foundation for the Righteous 305 Seventh Avenue New York, NY 100016008	NONE	PC	General Operating Support	40,000
Jules Stein Eye Institute David Geffen School of Medicine at UCLA 200 Stein Plaza Los Angeles, CA 900957000	NONE	PC	Retina Regenerative Medicine Fund	600,000
Total ► 3a				3,652,975

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>				
Junior Blind of America 5300 Angeles Vista Blvd Los Angeles, CA 90043	NONE	PC	General Operating Support	5,000
Kids in Need of Dentistry 2465 South Downing Street Denver, CO 80210	NONE	PC	General Operating Support	2,000
Laradon 5100 Lincoln Street Denver, CO 80216	NONE	PC	Individual Employment Program	10,000
Leo Baeck Temple 1300 N Sepulveda Boulevard Los Angeles, CA 90049	NONE	PC	Kadima Capital Campaign, memorial contributions and general support	128,300
Lincoln Center for the Performing Arts 70 Lincoln Center Plaza - 9th Floor New York, NY 10023	NONE	PC	General Operating Support	5,000
Total ▶ 3a				3,652,975

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>				
Los Angeles County Museum of Art 5905 Wilshire Boulevard Los Angeles, CA 90036	NONE	PC	General Operating Support	10,000
Los Angeles Jewish Home for the Aging 7150 Tampa Avenue Reseda, CA 91335	NONE	PC	General Operating Support	10,000
Los Angeles Mission 303 East 5th Street Los Angeles, CA 90013	NONE	PC	General Operating Support	5,000
Los Angeles Opera 135 North Grand Avenue Los Angeles, CA 90012	NONE	PC	Education and Senior Programs	31,000
Los Angeles Police Memorial Foundation 1880 Academy Drive Los Angeles, CA 90012	NONE	PC	General Operating Support	1,500
Total ▶ 3a				3,652,975

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>				
Los Angeles Regional Foodbank 1734 East 41st Street Los Angeles, CA 900581502	NONE	PC	General Operating Support	60,000
Marymount of Santa Barbara 2130 Mission Ridge Road Santa Barbara, CA 93103	NONE	PC	Financial Aid Support	5,000
Meals on Wheels of West Los Angeles 900 Hilgard Avenue Los Angeles, CA 90024	NONE	PC	General Operating Support	10,000
Mission Investors Exchange 2101 Fourth Avenue Seattle, WA 981212357	NONE	PC	2016 Membership	1,000
Montefiore Medical Center 111 E 210th Street Bronx, NY 10467	NONE	PC	General Operating Support	10,000
Total ► 3a				3,652,975

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>				
Mountain Rescue Aspen Inc 630 West Main Street Aspen, CO 81611	NONE	PC	General Operating Support	1,000
Music Center of Los Angeles County 135 North Grand Avenue Los Angeles, CA 90012	NONE	PC	Education Programs, Founders Room & General Support	13,300
National Center for Family Philanthropy 1667 K Street NW Washington, DC 20006	NONE	PC	Membership Dues	2,500
Natural Resources Defense Council 40 West 20th St 11th Floor New York, NY 10011	NONE	PC	General Operating Support	50,000
New York Hospital Ctr for Special Studies 525 East 68th Street New York, NY 10021	NONE	PC	General Operating Support	5,000
Total 				3,652,975
3a				

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>				
Oakwood School 11600 Magnolia Blvd North Hollywood, CA 916013015	NONE	PC	Bridge Capital Campaign and 2016-2017 Annual Fund	250,000
Para Los Ninos 500 Lucas Avenue Los Angeles, CA 90017	NONE	PC	General Operating Support	5,000
Parent Project Muscular Dystrophy 158 Linwood Plaza Suite 220 Fort Lee, NJ 07024	NONE	PC	General Operating Support	1,000
PATH 340 N Madison Ave Los Angeles, CA 90004	NONE	PC	Family Connections Program	10,000
PAWS LA 1150 S Hope Street Los Angeles, CA 90015	NONE	PC	General Operating Support	2,000
Total 3a				3,652,975

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				
Pitkin County Library Friends of the Library 120 North Mill Street Aspen, CO 81611	NONE	PC	General Operating Support	3,000
Planned Parenthood Federation of America 434 West 33rd St New York, NY 10001	NONE	PC	General Operating Support	10,000
Planned Parenthood of the Rocky Mountains 7155 E 38th Ave Denver, CO 80207	NONE	PC	Glenwood Springs Health Center	5,000
Population Connection 2120 L Street NW Washington, DC 20037	NONE	PC	General Operating Support	10,000
Project Dignity 12020 Chapman Ave PMB 257 Garden Grove, CA 92840	NONE	PC	General Operating Support	5,000
Total 				3,652,975
3a				

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>				
RESPONSE Help for Battered Women Post Office Box 1340 Aspen, CO 81612	NONE	PC	General Operating Support	10,000
Riviera Hall Lutheran School 330 Palos Verdees Blvd Redondo Beach, CA 90277	NONE	PC	General Operating Support	20,000
Roaring Fork Public Radio Translator Inc 110 E Hallam - 134 Aspen, CO 81611	NONE	PC	General Operating Support	5,000
Rocky Mountain PBS KRMA Channel 6 1089 Bannock Street Denver, CO 80204	NONE	PC	General Operating Support	5,000
Rocky Mountain Youth Clinics 9197 Grant Street Thornton, CO 80229	NONE	PC	General Operating Support	10,000
Total ▶ 3a				3,652,975

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>				
Saban Community Clinic 8405 Beverly Boulevard Los Angeles, CA 900483476	NONE	PC	Integrated Healthcare Program for Families	25,000
Sacramento Food Bank and Family Services 1951 Bell Avenue Sacramento, CA 95838	NONE	PC	Capacity Building Support	30,000
SafeHouse Denver 1649 Downing Street Denver, CO 80218	NONE	PC	Emergency Shelter Program	15,000
Safehouse Progressive Alliance for Nonviolence 835 North Street Boulder, CO 80304	NONE	PC	General Operating Support	15,000
Salvation Army The 180 East Ocean Blvd Suite 500 Long Beach, CA 908099355	NONE	PC	The Salvation Army Siemon Youth & Community Center	15,000
Total ► 3a				3,652,975

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>				
School on Wheels PO Box 23371 Ventura, CA 930023371	NONE	PC	General Operating Support	25,000
Sea Shepherd Australia Limited 2 Ann St PO Box 1215 Williamstown 3016 AS	NONE	PC	General Operating Support	10,000
Shining Stars Foundation PO Box 730 Tabernash, CO 80478	NONE	PC	Sibling Support Program	5,000
Southern Poverty Law Center Inc 400 Washington Avenue Montgomery, AL 36104	NONE	PC	General Operating Support	70,000
Stanford University 380 Panama Mall Stanford, CA 943054026	NONE	PC	Graduate School of Business and Men's Rowing Program	10,000
Total 3a				3,652,975

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>				
Susan G Komen for the Cure 5005 LBJ Freeway Dallas, TX 75244	NONE	PC	General Operating Support/Aspen Affiliate	7,000
Teach For America Los Angeles 606 S Olive St Suite 300 Los Angeles, CA 90014	NONE	PC	General Operating Support	10,000
Temple Beth Hillel 12326 Riverside Drive Valley Village, CA 91607	NONE	PC	Financial Aid Support for Religious School Families and General Operating Support	60,000
The ISEF Foundation 135 West 29th Street New York, NY 10001	NONE	PC	Medical and Bioscience Research Fellowships	50,000
The Jewish Federation of Greater Los Angeles 5700 Wilshire Boulevard - Suite 100 0 Los Angeles, CA 90036	NONE	PC	Various Programs Support	225,000
Total ► 3a				3,652,975

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 National Headstart Association 1651 Prince Street Alexandria, VA 22314	NONE	PC	General Operating Support	1,000
The People Concern 1453 - 16th Street Santa Monica, CA 90404	NONE	PC	Sojourn Services for Battered Women and Their Children	15,000
The Rape Foundation 1223 Wilshire Blvd No 410 Santa Monica, CA 90403	NONE	PC	General Operating Support	1,000
The Smile Train 41 Madison Avenue28th Floor New York, NY 10010	NONE	PC	General Operating Support	10,000
The Solomon Guggenheim Foundation 1071 Fifth Avenue New York, NY 10128	NONE	PC	General Operating Support	10,000
Total ▶ 3a				3,652,975

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>				
Truro Center for the Arts at Castle Hill 10 Meeting House Road Truro, MA 02666	NONE	PC	General Operating Support	15,000
UCLA Unicamp University Camps Inc 900 Hilgard Avenue Los Angeles, CA 90024	NONE	PC	Literacy Intervention through AcademiCamp	5,000
Union Settlement Association Inc 237 East 104th Street New York, NY 10029	NONE	PC	General Operating Support	10,000
University of California Los Angeles 110 Westwood Plaza Los Angeles, CA 900951481	NONE	PC	Harold & Pauline Price Center for Entrepreneurial Studies, Fellowship Support, Various Program support	299,450
University of Colorado Foundation 4740 Walnut Street Boulder, CO 80301	NONE	PC	Herbst Humanities, College of Music and Guardian Scholars Support	201,000
Total ► 3a				3,652,975

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>				
Urban Peak 730 21st Street Denver, CO 80205	NONE	PC	General Operating Support	10,000
Venice Community Housing VCH 720 Rose Ave Venice, CA 90291	NONE	PC	Westminster Transitional Living Center (TLC)	10,000
Vision of Children Foundation 12555 High Bluff Drive San Diego, CA 92130	NONE	PC	Project Vision Aid	5,000
Visiting Nurse Association and Hospice of Southern Calif 150 West First Street Claremont, CA 91711	NONE	PC	Take the Afternoon Off Program	15,000
Volunteers of America Colorado Branch 2660 Larimer Street Denver, CO 80205	NONE	PC	Meals on Wheels Program	10,000
Total ▶ 3a				3,652,975

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>				
Wake Forest University Babcock Graduate School of Management Box 7659 WinstonSalem, NC 27109	NONE	PC	2016 Summer Internships	20,000
Westminster Schools Inc 1424 West Paces Ferry Rd NW Atlanta, GA 30327	NONE	PC	General Operating Support	5,000
Workshop In Business Opportunities 22 Cortlandt Street New York, NY 10007	NONE	PC	General Operating Support	55,000
YMCA of Metropolitan Los Angeles 625 South New Hampshire Avenue Los Angeles, CA 900051371	NONE	PC	Kids-To-Camp Program	5,000
Total ▶ 3a				3,652,975

TY 2016 Accounting Fees Schedule**Name:** The Louis & Harold Price Foundation**EIN:** 13-6121358**Software ID:** 16000421**Software Version:** 2016v3.0

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
GHP HORWATH	28,500	2,850		25,650

TY 2016 General Explanation Attachment**Name:** The Louis & Harold Price Foundation**EIN:** 13-6121358**Software ID:** 16000421**Software Version:** 2016v3.0**General Explanation Attachment**

Identifier	Return Reference	Explanation	
1	Kishaw n Leuthauser	Form 990-PF, Part VIII, Line 1	The management and oversight activities performed by Kishaw n Leuthauser fall under a formal services agreement with Coal Creek Capital Management, Inc , (CCCM) All compensation, benefits and allow ances for Ms Leuthauser are paid directly from CCCM as part of the professional fees paid by the foundation to CCCM

TY 2016 Investments Corporate Bonds Schedule

Name: The Louis & Harold Price Foundation

EIN: 13-6121358

Software ID: 16000421

Software Version: 2016v3.0

Name of Bond	End of Year Book Value	End of Year Fair Market Value
OTHER		
CHARLES SCHWAB CORP/THE MAT 10MAR18 1.5%	59,980	60,014
INTL BUSINESS MACHINES CORP MAT 06FEB18 1.125%	0	0
BP CAPITAL MARKETS PLC MAT 10FEB24 3.814%	0	0
Bb&t Corporation Fr MAT 15JAN20 2.45%	69,949	70,549
BANK OF NEW YORK MELLON CORP/T MAT 24FEB20 2.15%	0	0
INTERCONTINENTAL EXCHANGE INC MAT 01DEC25 3.75%	0	0
J P MORGAN CHASE CO MAT 23SEP22 3.25%	98,333	101,129
US BANCORP MAT 11SEP24 3.6%	71,316	71,335
WELLS FARGO & CO MAT 13FEB23 3.45%	0	0
HSBC HOLDINGS PLC MAT 30MAR22 4%	0	0
APPLE INC MAT 06MAY19 2.1%	0	0
COMCAST CORP MAT 01MAR24 3.6%	70,846	72,255
EXXON MOBIL CORP MAT 15MAR19 1.819% 30231GAD4	0	0
PEPSICO INC MAT 07JAN19 2.25%	0	0
AMERICAN EXPRESS CREDIT CORP MAT 24MAR17 2.375%	0	0
TEMPLETON GLOBAL BOND FUND	0	0
VANGUARD BD INDEX FD	4,068,431	4,068,279
BERKSHIRE HATHAWAY INC MAT 15MAR23 2.75%	60,273	59,775
COMMONWEALTH EDISON CO MAT 15JUN26 2.55%	70,049	66,690

Name of Bond	End of Year Book Value	End of Year Fair Market Value
HOME DEPOT INC/THE MAT 01APR21 2%	60,198	59,523
MICROSOFT CORP MAT 03NOV20 2%	61,020	60,062
SIMON PROPERTY GROUP LP MAT 01OCT24 3.375%	71,314	70,652
TORONTO- DOMINION BANK/THE MAT 02JUL19 2.125%	70,918	70,175
WESTPAC BANKING CORP MAT 19AUG21 2%	70,416	67,865

TY 2016 Investments Corporate Stock Schedule**Name:** The Louis & Harold Price Foundation**EIN:** 13-6121358**Software ID:** 16000421**Software Version:** 2016v3.0

Name of Stock	End of Year Book Value	End of Year Fair Market Value
OTHER		
DODGE & COX FDS TICKER DODFX	3,738,161	4,245,190
ELLIOTT INTERNATIONAL LIMITED	0	0
FPA CRESCENT FUND CLASS I TICKER FPACX	750,151	737,931
DFA INVT DIMENSIONS GROUP INC TICKER DFEVX	3,221,791	2,840,537
VANGUARD ENERGY FUND ADMIRAL TICKER VGELX	1,383,616	1,272,811
VANGUARD TOTAL STOCK MARKET INDEX TICKER VITSX	14,364,670	24,005,551

TY 2016 Investments Government Obligations Schedule**Name:** The Louis & Harold Price Foundation**EIN:** 13-6121358**Software ID:** 16000421**Software Version:** 2016v3.0**US Government Securities - End
of Year Book Value:**

0

**US Government Securities - End
of Year Fair Market Value:**

0

**State & Local Government
Securities - End of Year Book
Value:**

0

**State & Local Government
Securities - End of Year Fair
Market Value:**

0

TY 2016 Investments - Land Schedule**Name:** The Louis & Harold Price Foundation**EIN:** 13-6121358**Software ID:** 16000421**Software Version:** 2016v3.0

Category/ Item	Cost/Other Basis	Accumulated Depreciation	Book Value	End of Year Fair Market Value
LAND			0	
BUILDINGS			0	
LEASEHOLD IMPROVEMENTS			0	
EQUIPMENT			0	
Other			0	

TY 2016 Investments - Other Schedule**Name:** The Louis & Harold Price Foundation**EIN:** 13-6121358**Software ID:** 16000421**Software Version:** 2016v3.0

Category/ Item	Listed at Cost or FMV	Book Value	End of Year Fair Market Value
	FMV		
CAUSEWAY INTERNATIONAL VALUE TICKER CIVIX	FMV	4,000,000	3,480,765
BLAIR WILLIAM FDS EMERGING TICKER WBEIX	FMV	3,264,473	2,508,528
VANGUARD REIT INDEX FUND TICKER VGSLX	FMV	1,163,667	1,439,215
ALTERNATIVE INVESTMENTS INSTITUTIONAL	FMV	0	0
CARLYLE REALTY PARTNERS VII, LP	FMV	455,163	619,224
COMMONFUND CAPITAL INT'L PRIVATE EQUITY	FMV	380,009	499,869
COMMONFUND PRIVATE EQUITY PARTNERS VII	FMV	798,111	1,541,890
COMMONFUND NAT. RES. VII	FMV	377,876	482,207
COMMONFUND NAT RES. VIII	FMV	1,585,633	1,998,033
LANDMARK EQUITY PARTNERS XV	FMV	285,905	293,059
LEGACY VENTURE	FMV	764,207	1,162,478
PARK STREET CAP NAT RES FUND V	FMV	789,921	713,904
SANDERSON INTERNATIONAL VALUE FUND	FMV	6,628,434	6,590,743
WELSH CARSON ANDERSON & STOWE XII	FMV	531,234	594,985
CANYON VALUE REALIZATION FUND	FMV	2,000,000	2,217,212
ELLIOTT INTERNATIONAL LIMITED	FMV	1,590,909	5,303,712
ETON PARK OVERSEAS FUND	FMV	2,000,000	1,854,170
VALINOR CAPITAL PARTNERS OFFSHORE	FMV	2,000,000	2,119,715

TY 2016 Land, Etc. Schedule

Name: The Louis & Harold Price Foundation

EIN: 13-6121358

Software ID: 16000421

Software Version: 2016v3.0

Category / Item	Cost / Other Basis	Accumulated Depreciation	Book Value	End of Year Fair Market Value
LAND			0	
BUILDINGS			0	
LEASEHOLD IMPROVEMENTS			0	
EQUIPMENT			0	
Other			0	

TY 2016 Legal Fees Schedule**Name:** The Louis & Harold Price Foundation**EIN:** 13-6121358**Software ID:** 16000421**Software Version:** 2016v3.0

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
KATTEN, MUCHIN, ROSENMAN	5,154	2,577		2,577
HUTCHINSON, BLACK & COOK	130	65		65

TY 2016 Other Assets Schedule**Name:** The Louis & Harold Price Foundation**EIN:** 13-6121358**Software ID:** 16000421**Software Version:** 2016v3.0**Other Assets Schedule**

Description	Beginning of Year - Book Value	End of Year - Book Value	End of Year - Fair Market Value
INVESTMENT RECEIVABLE	4,676,742	3,154,020	3,154,020

TY 2016 Other Expenses Schedule**Name:** The Louis & Harold Price Foundation**EIN:** 13-6121358**Software ID:** 16000421**Software Version:** 2016v3.0**Other Expenses Schedule**

Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
CUSTODIAL AND BANK FEES	11,473	11,473		
COMPUTER SUPPLIES	296	30		266
DUES AND MEMBERSHIPS	6,670	667		6,003
INSURANCE	3,326	333		2,993
MISCELLANEOUS	1,703	170		1,533
OFFICE SUPPLIES	1,485	149		1,337
POSTAGE	521	52		469

TY 2016 Other Income Schedule**Name:** The Louis & Harold Price Foundation**EIN:** 13-6121358**Software ID:** 16000421**Software Version:** 2016v3.0**Other Income Schedule**

Description	Revenue And Expenses Per Books	Net Investment Income	Adjusted Net Income
REAL ESTATE AND OTHER INCOME	34,877	114,493	

TY 2016 Other Professional Fees Schedule**Name:** The Louis & Harold Price Foundation**EIN:** 13-6121358**Software ID:** 16000421**Software Version:** 2016v3.0

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
PRIME, BUCHHOLZ & ASSOCIATES	67,506	67,506		
COAL CREEK CAPITAL MANAGEMENT	228,640	22,864		205,776
SANDERSON	75,524	75,524		
OTHER PROFESSIONAL FEES	51,539	5,154		46,385

TY 2016 Taxes Schedule**Name:** The Louis & Harold Price Foundation**EIN:** 13-6121358**Software ID:** 16000421**Software Version:** 2016v3.0

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
TAX WITHHELD ON FOREIGN DIV	16,226	16,226		
INVESTMENT EXCISE TAX	65,000			