

Form **990-PF**
 Department of the Treasury
 Internal Revenue Service

Return of Private Foundation
or Section 4947(a)(1) Trust Treated as Private Foundation
 ▶ Do not enter social security numbers on this form as it may be made public.
 ▶ Information about Form 990-PF and its instructions is at www.irs.gov/form990pf.

OMB No 1545-0052
2016
Open to Public Inspection

For calendar year 2016, or tax year beginning 01-01-2016 , and ending 12-31-2016

Name of foundation MICHAEL MASON FOUNDATION		A Employer identification number 20-2677103	
Number and street (or P O box number if mail is not delivered to street address) 171 PIER AVENUE 160		Room/suite	
City or town, state or province, country, and ZIP or foreign postal code SANTA MONICA, CA 90405		B Telephone number (see instructions)	
G Check all that apply <input type="checkbox"/> Initial return <input type="checkbox"/> Initial return of a former public charity <input type="checkbox"/> Final return <input type="checkbox"/> Amended return <input type="checkbox"/> Address change <input type="checkbox"/> Name change		C If exemption application is pending, check here <input type="checkbox"/> D 1. Foreign organizations, check here <input type="checkbox"/> 2. Foreign organizations meeting the 85% test, check here and attach computation <input type="checkbox"/> E If private foundation status was terminated under section 507(b)(1)(A), check here <input type="checkbox"/> F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here <input type="checkbox"/>	
H Check type of organization <input checked="" type="checkbox"/> Section 501(c)(3) exempt private foundation <input type="checkbox"/> Section 4947(a)(1) nonexempt charitable trust <input type="checkbox"/> Other taxable private foundation			
I Fair market value of all assets at end of year (from Part II, col (c), line 16) ▶ \$ 227,100		J Accounting method <input type="checkbox"/> Cash <input checked="" type="checkbox"/> Accrual <input type="checkbox"/> Other (specify) _____ (Part I, column (d) must be on cash basis)	

Part I Analysis of Revenue and Expenses (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see instructions))		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
Revenue	1 Contributions, gifts, grants, etc , received (attach schedule)				
	2 Check <input checked="" type="checkbox"/> if the foundation is not required to attach Sch B				
	3 Interest on savings and temporary cash investments				
	4 Dividends and interest from securities	6,066	6,066	6,066	
	5a Gross rents				
	b Net rental income or (loss)				
	6a Net gain or (loss) from sale of assets not on line 10	17,069			
	b Gross sales price for all assets on line 6a 120,715				
	7 Capital gain net income (from Part IV, line 2)		17,069		
	8 Net short-term capital gain				
	9 Income modifications				
	10a Gross sales less returns and allowances				
b Less Cost of goods sold					
c Gross profit or (loss) (attach schedule)					
11 Other income (attach schedule)					
12 Total. Add lines 1 through 11	23,135	23,135	6,066		
Operating and Administrative Expenses	13 Compensation of officers, directors, trustees, etc				
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits				
	16a Legal fees (attach schedule)				
	b Accounting fees (attach schedule)				
	c Other professional fees (attach schedule)	2,321	1,161		1,160
	17 Interest				
	18 Taxes (attach schedule) (see instructions)	288	145		143
	19 Depreciation (attach schedule) and depletion				
	20 Occupancy				
	21 Travel, conferences, and meetings				
	22 Printing and publications				
	23 Other expenses (attach schedule)	264	132		132
	24 Total operating and administrative expenses. Add lines 13 through 23	2,873	1,438		1,435
	25 Contributions, gifts, grants paid	10,100			10,100
26 Total expenses and disbursements. Add lines 24 and 25	12,973	1,438		11,535	
27 Subtract line 26 from line 12					
a Excess of revenue over expenses and disbursements	10,162				
b Net investment income (if negative, enter -0-)		21,697			
c Adjusted net income (if negative, enter -0-)			6,066		

Part II Balance Sheets Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions)		Beginning of year	End of year	
		(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1 Cash—non-interest-bearing	1,000		
	2 Savings and temporary cash investments			
	3 Accounts receivable ▶ _____ Less allowance for doubtful accounts ▶ _____			
	4 Pledges receivable ▶ _____ Less allowance for doubtful accounts ▶ _____			
	5 Grants receivable			
	6 Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see instructions)			
	7 Other notes and loans receivable (attach schedule) ▶ _____ Less allowance for doubtful accounts ▶ _____			
	8 Inventories for sale or use			
	9 Prepaid expenses and deferred charges			
	10a Investments—U S and state government obligations (attach schedule)			
	b Investments—corporate stock (attach schedule)	146,206	178,307	183,810
	c Investments—corporate bonds (attach schedule)			
	11 Investments—land, buildings, and equipment basis ▶ _____ Less accumulated depreciation (attach schedule) ▶ _____			
	12 Investments—mortgage loans			
	13 Investments—other (attach schedule)	63,971	42,112	41,576
	14 Land, buildings, and equipment basis ▶ _____ Less accumulated depreciation (attach schedule) ▶ _____			
15 Other assets (describe ▶ _____)		1,714	1,714	
16 Total assets (to be completed by all filers—see the instructions Also, see page 1, item I)	211,177	222,133	227,100	
Liabilities	17 Accounts payable and accrued expenses	1,618	2,412	
	18 Grants payable			
	19 Deferred revenue			
	20 Loans from officers, directors, trustees, and other disqualified persons			
	21 Mortgages and other notes payable (attach schedule)			
	22 Other liabilities (describe ▶ _____)			
	23 Total liabilities (add lines 17 through 22)	1,618	2,412	
Net Assets or Fund Balances	Foundations that follow SFAS 117, check here <input checked="" type="checkbox"/> and complete lines 24 through 26 and lines 30 and 31.			
	24 Unrestricted	209,559	219,721	
	25 Temporarily restricted			
	26 Permanently restricted			
	Foundations that do not follow SFAS 117, check here <input type="checkbox"/> and complete lines 27 through 31.			
	27 Capital stock, trust principal, or current funds			
	28 Paid-in or capital surplus, or land, bldg, and equipment fund			
29 Retained earnings, accumulated income, endowment, or other funds				
30 Total net assets or fund balances (see instructions)	209,559	219,721		
31 Total liabilities and net assets/fund balances (see instructions) .	211,177	222,133		

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	209,559
2 Enter amount from Part I, line 27a	2	10,162
3 Other increases not included in line 2 (itemize) ▶ _____	3	
4 Add lines 1, 2, and 3	4	219,721
5 Decreases not included in line 2 (itemize) ▶ _____	5	
6 Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30 .	6	219,721

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					
(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 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 17,069
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 -151

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	12,882	237,521	0 05424
2014	9,915	247,152	0 04012
2013	10,179	227,749	0 04469
2012	10,643	208,351	0 05108
2011	8,247	208,606	0 03953
2 Total of line 1, column (d)			2 0 229662
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 045932
4 Enter the net value of noncharitable-use assets for 2016 from Part X, line 5			4 220,814
5 Multiply line 4 by line 3			5 10,142
6 Enter 1% of net investment income (1% of Part I, line 27b)			6 217
7 Add lines 5 and 6			7 10,359
8 Enter qualifying distributions from Part XII, line 4			8 11,535

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 <input type="checkbox"/> and enter "N/A" on line 1 Date of ruling or determination letter _____ (attach copy of letter if necessary—see instructions)		
b	Domestic foundations that meet the section 4940(e) requirements in Part V, check here <input checked="" type="checkbox"/> and enter 1% of Part I, line 27b	1	217
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	217
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	217
6	Credits/Payments		
a	2016 estimated tax payments and 2015 overpayment credited to 2016	6a	463
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	463
8	Enter any penalty for underpayment of estimated tax Check here <input type="checkbox"/> if Form 2220 is attached	8	
9	Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed ▶	9	
10	Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid ▶	10	246
11	Enter the amount of line 10 to be Credited to 2017 estimated tax ▶ 246 Refunded ▶	11	

Part VII-A Statements Regarding Activities

	Yes	No
1a		No
b		No
c		No
d		
e		
2		No
3		No
4a		No
b		No
5		No
6		No
7	Yes	
8a		
b	Yes	
9		No
10		No

Part VII-A Statements Regarding Activities (continued)

Table with 3 columns: Question, Yes, No. Rows 11-14 regarding controlled entities, donor advised funds, public inspection requirements, and books in care.

Located at 171 PIER AVENUE 160 SANTA MONICA CA ZIP+4 90405

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? 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.

Main table with 3 columns: Question, Yes, No. Rows 1a-4b regarding Form 4720 exceptions and requirements.

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

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

(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))? Yes No

(2) Influence the outcome of any specific public election (see section 4955), or to carry on, directly or indirectly, any voter registration drive? Yes No

(3) Provide a grant to an individual for travel, study, or other similar purposes? Yes No

(4) Provide a grant to an organization other than a charitable, etc., organization described in section 4945(d)(4)(A)? (see instructions). Yes No

(5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals? Yes No

b If any answer is "Yes" to 5a(1)–(5), did **any** of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance (see instructions)? Yes 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? Yes No
 If "Yes" to 6b, file Form 8870

7a At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction? Yes No

b If yes, did the foundation receive any proceeds or have any net income attributable to the transaction? Yes No

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

1 List all officers, directors, trustees, foundation managers and their compensation (see instructions).

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

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

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

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

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

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

(a) Name and address of each person paid more than \$50,000	(b) Type of service	(c) Compensation
NONE		
Total number of others receiving over \$50,000 for professional services. ▶		

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 ▶	

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	220,873
b	Average of monthly cash balances.	1b	3,304
c	Fair market value of all other assets (see instructions).	1c	0
d	Total (add lines 1a, b, and c).	1d	224,177
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	
3	Subtract line 2 from line 1d.	3	224,177
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions).	4	3,363
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	220,814
6	Minimum investment return. Enter 5% of line 5.	6	11,041

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	11,041
2a	Tax on investment income for 2016 from Part VI, line 5.	2a	217
b	Income tax for 2016 (This does not include the tax from Part VI).	2b	
c	Add lines 2a and 2b.	2c	217
3	Distributable amount before adjustments. Subtract line 2c from line 1.	3	10,824
4	Recoveries of amounts treated as qualifying distributions.	4	
5	Add lines 3 and 4.	5	10,824
6	Deduction from distributable amount (see instructions).	6	
7	Distributable amount as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1.	7	10,824

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	11,535
b	Program-related investments—total from Part IX-B.	1b	
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes.	2	
3	Amounts set aside for specific charitable projects that satisfy the		
a	Suitability test (prior IRS approval required).	3a	
b	Cash distribution test (attach the required schedule).	3b	
4	Qualifying distributions. Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	4	11,535
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	217
6	Adjusted qualifying distributions. Subtract line 5 from line 4.	6	11,318

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				10,824
2 Undistributed income, if any, as of the end of 2016				
a Enter amount for 2015 only.			10,059	
b Total for prior years 20___, 20___, 20___				
3 Excess distributions carryover, if any, to 2016				
a From 2011.				
b From 2012.				
c From 2013.				
d From 2014.				
e From 2015.				
f Total of lines 3a through e.				
4 Qualifying distributions for 2016 from Part XII, line 4 ▶ \$ <u>11,535</u>				
a Applied to 2015, but not more than line 2a			10,059	
b Applied to undistributed income of prior years (Election required—see instructions).				
c Treated as distributions out of corpus (Election required—see instructions).	0			
d Applied to 2016 distributable amount.				1,476
e Remaining amount distributed out of corpus				
5 Excess distributions carryover applied to 2016 (If an amount appears in column (d), the same amount must be shown in column (a))				
6 Enter the net total of each column as indicated below:				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5				
b Prior years' undistributed income Subtract line 4b from line 2b				
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed.				
d Subtract line 6c from line 6b Taxable amount—see instructions				
e Undistributed income for 2015 Subtract line 4a from line 2a Taxable amount—see instructions				
f Undistributed income for 2016 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2017				9,348
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (Election may be required - see instructions).				
8 Excess distributions carryover from 2011 not applied on line 5 or line 7 (see instructions).				
9 Excess distributions carryover to 2017. Subtract lines 7 and 8 from line 6a				
10 Analysis of line 9				
a Excess from 2012.				
b Excess from 2013.				
c Excess from 2014.				
d Excess from 2015.				
e Excess from 2016.				

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

3 Complete 3a, b, or c for the alternative test relied upon

a "Assets" alternative test—enter

(1) Value of all assets

(2) Value of assets qualifying under section 4942(j)(3)(B)(i)

b "Endowment" alternative test— enter 2/3 of minimum investment return shown in Part X, line 6 for each year listed.

c "Support" alternative test—enter

(1) Total support other than gross investment income (interest, dividends, rents, payments on securities loans (section 512(a)(5)), or royalties)

(2) Support from general public and 5 or more exempt organizations as provided in section 4942(j)(3)(B)(iii).

(3) Largest amount of support from an exempt organization

(4) Gross investment income

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

1 Information Regarding Foundation Managers:

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

JEAN MASON

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				10,100
b <i>Approved for future payment</i>				
Total ▶ 3b				

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.)
26 FIRSTENERGY CORP FE	P	2016-07-07	2016-12-28
42 FLEXTRONICS INTERNATIONAL COM USD0 01	P	2016-07-11	2016-07-18
7 SIEMENS A G SPONSORED ADR SIEGY	P	2006-07-06	2016-08-29
55 AGCO CORP AGCO	P	2013-12-06	2016-07-06
155 536 FID INTERMEDIATE BOND FUND FTHR X	P	2005-12-28	2016-07-06
286 294 FIDELITY INTERNATION INDEX PREM FSIVX	P	2005-12-28	2016-07-08
669 875 FIDELITY TOTAL MARKET INDEX PREM FSTVX	P	2005-12-28	2016-07-08
30 GROUP TELEVIS SA SPON ADR REP ORD TV	P	2013-12-17	2016-08-29
40 INTEL CORP INTC	P	2013-12-10	2016-08-29
500 INTERNATIONAL HOTELS GROUP SPON ADRE E I	P	2014-05-12	2016-05-13

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)
786		926	-140
525		536	-11
825		692	133
2,536		3,264	-728
1,728		1,603	125
9,834		10,249	-415
41,157		23,392	17,765
813		877	-64
1,408		997	411
19		24	-5

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			(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	
			-140
			-11
			133
			-728
			125
			-415
			17,765
			-64
			411
			-5

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)
170 ISHARES GLOBAL ENERGY ETF IXC	P	2007-02-21	2016-07-06
82 ISHARES LATIN AMERICA 40 ETF ILF	P	2013-12-06	2016-07-06
240 ISHARES MSCI CANADA ETF EWC	P	2013-12-06	2016-07-06
96 ISHARES MSCI EMERGING MARKETS ETF EEM	P	2007-02-21	2016-07-06
119 ISHARES MSCIEMERGING MKTS ASIA ETF EEMA	P	2013-12-06	2016-07-07
500 ISHARES MSCI JAPAN ETF EWJ	P	2007-02-21	2016-07-07
62 ISHARES TR GLOB UTILITS ETF JXI	P	2013-12-06	2016-07-06
11 ISHARES TR US PFD STK ETF PFF	P	2013-12-10	2016-08-29
16 JACOBS ENGR GROUP INC DEL COM JEC	P	2013-12-09	2016-08-29
7 MERCADOLIBRE INC MELI	P	2013-12-06	2016-08-29

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)
5,401		5,639	-238
2,082		3,060	-978
5,899		6,888	-989
3,223		3,810	-587
6,103		6,946	-843
5,742		7,073	-1,331
3,031		2,755	276
441		413	28
862		940	-78
1,146		749	397

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			(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	
			-238
			-978
			-989
			-587
			-843
			-1,331
			276
			28
			-78
			397

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)
65 029 PAYDEN EMERG MARKETS PYEMX	P	2014-01-08	2016-07-06
11 SAP SE SPON ADR SAP	P	2013-12-06	2016-08-29
16 SONY COIRP ADR NEW SNE	P	2013-12-06	2016-07-18
68 SPDR INDEX SHS FDS S&P EMERGING EUROPE E	P	2013-12-11	2016-07-07
50 SPDR S&P MIDCAP 400 ETF TR UTSERI S&PDCR	P	2005-12-28	2016-07-06
85 SWEDBANK A B SPD ADR SWDBY	P	2013-12-06	2016-08-29
8 TOYOTA MOTOR CORP SPADR REP2COM TM	P	2013-12-06	2016-12-28
120 UBS AG JERSEY BRH E TRACS LKD TO ALERIAN	P	2014-05-19	2016-07-07
8 VANGUARD INDEX FDS VANGUARD REIT ETF FOR	P	2013-12-06	2016-07-06
100 WISDOMTREE TR GLOBALEX US REAL ESTATE DR	P	2013-12-06	2016-07-06

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)
900		875	25
943		910	33
467		292	175
1,652		2,760	-1,108
13,523		6,818	6,705
1,906		2,194	-288
931		990	-59
3,321		4,704	-1,383
696		508	188
2,679		2,762	-83

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			(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	
			25
			33
			175
			-1,108
			6,705
			-288
			-59
			-1,383
			188
			-83

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)
Capital Gain Dividends			

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)
			136

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			(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	

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
JENNIFER WALTZER 171 PIER AVENUE 160 SANTA MONICA, CA 90405	Chair/PRESIDENT 0 00	0		
JEAN MASON 171 PIER AVENUE 160 SANTA MONICA, CA 90405	SCRTRY/TREASUR 0 00	0		
CONNIE SEIDMAN 171 PIER AVENUE 160 SANTA MONICA, CA 90405	Director 0 00	0		
TADAO TOMOMATSU 171 PIER AVENUE 160 SANTA MONICA, CA 90405	Director 0 00	0		
CHRISTIAN MCGUIRE 171 PIER AVENUE 160 SANTA MONICA, CA 90405	Director 0 00	0		

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 SCIENCE FANTASY SOCIETY 6012 TYRONE AVE VAN NUYS, CA 91401	NONE	PC	TO PROMOTE READING	2,000
A WINDOW BETWEEN WORLDS 710 4TH AVENUE SUITE 5 VENICE, CA 90291	NONE	PC	DOMESTIC VIOLENCE	2,000
SOS MENTOR 23622 CALABASAS ROAD 146 CALABASAS, CA 91302	NONE	PC	MOTIVATE YOUTH TO MAKE HEALTHY EATING CHOICES	2,000
SCIENCE FICTION OUTREACH PROJECT 7665 N SHERIDAN ROAD 1A CHICAGO, IL 60626	NONE	PC	PROMOTE READING OF SCIENCE FICTION	1,000
SCI-FEST LLC C/O FRACTURED ATLAS 248 W 35TH ST NEW YORK, NY 10001	NONE	PC	PROMOTE SCIENCE FICTION THREATRE AND WRITING	1,000
AMERICAN JEWISH JOINT DISTRIBUTION PO BOX 4124 NEW YORK, NY 10163	NONE	PC	BUILDING JEWISHY LIFE IN CUBA AND ODESSA	2,100
Total 3a				10,100

TY 2016 Investments Corporate Stock Schedule**Name:** MICHAEL MASON FOUNDATION**EIN:** 20-2677103**Software ID:** 16000303**Software Version:** 2016v3.0

Name of Stock	End of Year Book Value	End of Year Fair Market Value
23 ACCENTURE PLC CLS A USD (ACN)	1,757	2,694
34 CUBB LIMITED COMPANY	3,466	4,492
165 ALLIANZ SE ADR EACH REP (AZSEY)	2,861	2,732
35 APPLE INC (AAPL)	2,842	4,054
50 BAKER HUGHES INC (BHI)	2,718	3,249
245 BANCO SANTANDER SA ADR (SAN)	2,109	1,269
145 BARCLAYS ADR-EACH CV (BCS)	2,541	1,595
60 CHICAGO BRIDGE & IRON CO NV (CBI)	3,114	1,905
60 GRUPO TELEVISIA SAB ADR-REPR (TV)	1,754	1,253
80 INTEL COPR (INTC)	1,994	2,902
40 JACOBS ENGR GROUP INC (JEC)	2,349	2,280
240 LG DISPLAY CO LTD ADR EA REP (LPL)	2,827	3,084
40 ESTEE LAUDER COMPANYIES INC (EL)	2,958	3,060
26 LUXOTTICA GROUP ADR-EACH CNV (LUX)	1,315	1,396
65 MATERION CORP COM (MTRN)	1,837	2,574
19 MERCADOLIBRE INC (MELI)	2,034	2,967
375 MITSUBISHI UFJ FINANCIAL GROUP (MTU)	2,410	2,310
38 POSCO ADR EACH REP 1/4 ORD (BNY)(PKX)	3,047	1,997
50 RIO TINTO ADR EACH REP 1 ORD (RIO)	2,719	1,923
25 SAP AG SPON ADR EACH REP 1 ORD (SAP)	2,067	2,161
120 SONY CORP ADR-EACH CNV INTO (SNE)	2,190	3,364
75 TEVA PHARMACEUTICAL IND (TEVA)	3,007	2,719
14 TOYOTA MOTOR CORP (TM)	1,733	1,641
57 VODAFONE GROUP SPON ADR (VOD)	3,973	1,393
65 FUJITSU ADR-EACH CNV INTO 5 ORD NPV	2,097	1,810
47 INTERCONTL HOTELS ADR EACH REPR 1	2,286	2,084
27 VERIZON	1,248	1,441
27 ENDURANCE SPECIALTY HOLDINGS LTD	1,684	2,495
150 CK HUTCHISON HOLDINGS LIMITED	1,592	1,702
152 AVIVA SPON ADR EA REPR 2 ORD SHS	1,443	1,795

Name of Stock	End of Year Book Value	End of Year Fair Market Value
80 AXA ADS-EACH REP 1 ORD EUR2.29	1,481	2,024
11 BAIDU INC SPON ADR REP A	1,784	1,808
27 CHINA MOBILE LTD SPON ADR REP 5 ORD	1,530	1,416
100 CIELO S A PONSORED ADFR	1,011	857
24 DISNEY WALT CO	2,373	2,501
136 FUJI HEAVY INDS LTD ADR	2,235	2,782
65 MAGNA INTL INC COM ISIN #CA5592224011	2,205	2,821
60 NOVO-NORDISK A S ADR	3,153	2,152
30 NXP SEMICONDUCTORS N V	2,298	2,940
25 ORIX CORPORATION SPON ADR EACH REP	1,582	1,946
32 RYANAIR LTD ADR EACH REPR 5 ORD	2,211	2,664
18 SIEMENS A G SPONSORED ADR	1,779	2,217
80 SWISS RE LTD SPONSORED ADR	1,670	1,899
65 TAIWAN SEMICONDUCTOR MFG LTD	1,715	1,869
96 TORY INDS INC ADR AVERAGE PRICE	1,683	1,558
28 TOTAL S A SPONSORED ADR	1,328	1,427
28 VALERO ENERGY CORP	1,372	1,913
28 VISA INC	2,103	2,184
135 VODACOM GROUP LTD-SP ADR	1,552	1,504
70 WAL-MART DE MEXICO SAB DE CV ADR	1,611	1,260
24 WPP PLC NEW ADR	2,539	2,656
4 ALPHABET INC CAP STK CL C	2,795	3,087
38 DBS GROUP HLDGS LTD SPONSORED ADR	1,781	1,824
362 FIRST TR MLP & ENERGY INCOME COM	5,514	5,843
36 FIRSTTENERGY CORP	1,281	1,115
45 KAO CORP SPONSORED ADR	2,643	2,138
94 SUNPOWER CORP COM	1,374	621
45 TRANSCANADA CORPORATION COM NPV	2,094	2,032
40 ABBVIE INC COM USD0.01	2,604	2,505
24 ADOBE SYS INC	2,351	2,471

Name of Stock	End of Year Book Value	End of Year Fair Market Value
25 ANADARKO PETE CORP	1,413	1,743
6 BLACKROCK INC	2,100	2,283
100 C S X CORP	2,687	3,593
26 CVS HEALTH CORP COM	2,540	2,051
32 DANAHER CORP COM USD0.01	2,585	2,491
22 DIAGEO ADR EACH REPR 4 ORD	2,521	2,287
16 FEDEX CORP COM	2,533	2,979
13 MCKESSON CORP	2,532	1,826
80 MORGAN STANLEY	2,137	3,380
15 PPG INDUSTRIES	1,617	1,421
42 STARBUCKS CORP	2,385	2,332
17 UNITEDHEALTH GROUP	2,411	2,721
45 WELLS FARGO & CO NEW	2,187	2,480
16 COSTCO WHOLESALE CORP	2,685	2,562
24 ILLINOIS TOOL WORKS	2,660	2,939
78 ROCHE HLDG LTD SPONSORED ADR	2,543	2,231
14 CHEVRON CORP NEW COM	1,510	1,648
50 CITIGROUP INC COM NEW	2,181	2,971
55 51JOB INC SP ADR REP COM	1,773	1,859
150 FLEX LTD COM USD0.01	1,913	2,155
100 INFOSYS LTD SPONSORED ADR	1,770	1,483

TY 2016 Investments - Other Schedule**Name:** MICHAEL MASON FOUNDATION**EIN:** 20-2677103**Software ID:** 16000303**Software Version:** 2016v3.0

Category/ Item	Listed at Cost or FMV	Book Value	End of Year Fair Market Value
183.983 FIDELITY INTERMDATE BOND (FTHR)	AT COST	1,895	1,985
32 ISHARES IBOXX INVESTMENT GRADE (LQD)	AT COST	3,633	3,750
75 ISHARES TR MTG REL ETF NEW	AT COST	3,198	3,155
110 ISHARES US PFD STK ETF (PFF)	AT COST	4,130	4,093
42 VANGUARD INDEX FDS VANG REIT (VNQ)	AT COST	2,686	3,466
159.142 FIEDLITY CONVERT SEC (FCVSX)	AT COST	4,945	4,250
965.282 FIDELITY HIGH INCOME (SPHIX)	AT COST	9,014	8,408
652.620 RAYDEN EMERG MARKETS	AT COST	8,786	8,765
384.259 FIDELITY FLOATING RATE HIGHT INC	AT COST	3,825	3,704

TY 2016 Other Assets Schedule**Name:** MICHAEL MASON FOUNDATION**EIN:** 20-2677103**Software ID:** 16000303**Software Version:** 2016v3.0**Other Assets Schedule**

Description	Beginning of Year - Book Value	End of Year - Book Value	End of Year - Fair Market Value
PENDING SETTLEMENT RECEIVABLE		1,714	1,714

TY 2016 Other Expenses Schedule**Name:** MICHAEL MASON FOUNDATION**EIN:** 20-2677103**Software ID:** 16000303**Software Version:** 2016v3.0**Other Expenses Schedule**

Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
BOARDING MEETING RELATED	264	132		132

TY 2016 Other Professional Fees Schedule**Name:** MICHAEL MASON FOUNDATION**EIN:** 20-2677103**Software ID:** 16000303**Software Version:** 2016v3.0

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
INVESTMENT ADVISOR FEE	2,321	1,161	0	1,160

TY 2016 Taxes Schedule**Name:** MICHAEL MASON FOUNDATION**EIN:** 20-2677103**Software ID:** 16000303**Software Version:** 2016v3.0

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
FOREIGN TAX	193	97		96
FTB FILING FEE	75	38		37
SOS FEE	20	10		10