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
THE SILK FAMILY FOUNDATION

A Employer identification number
20-3997071

Number and street (or P O box number if mail is not delivered to street address)
1613 CHELSEA ROAD RM/STE 267

Room/suite

B Telephone number (see instructions)
(310) 562-9100

City or town, state or province, country, and ZIP or foreign postal code
SAN MARINO, CA 91108

C If exemption application is pending, check here ▶ ☐

G Check all that apply ☐ Initial return ☐ Initial return of a former public charity ☐ Final return ☐ Amended return ☐ Address change ☐ Name change

D 1. Foreign organizations, check here ▶ ☐
2. Foreign organizations meeting the 85% test, check here and attach computation ▶ ☐

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

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

I Fair market value of all assets at end of year *(from Part II, col (c), line 16)* ▶$ 6,750,034

J Accounting method ☑ Cash ☐ Accrual ☐ Other (specify) *(Part I, column (d) must be on cash basis)*

F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here ▶ ☐

Part I **Analysis of Revenue and Expenses** *(The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see instructions))*

	Line	Description	(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)	1,969,665			
	2	Check ▶ ☐ if the foundation is **not** required to attach Sch B				
	3	Interest on savings and temporary cash investments	20,289	20,289		
	4	Dividends and interest from securities	82,445	82,445		
	5a	Gross rents				
	b	Net rental income or (loss)				
	6a	Net gain or (loss) from sale of assets not on line 10	573,046			
	b	Gross sales price for all assets on line 6a 1,785,698				
	7	Capital gain net income (from Part IV, line 2)		573,046		
	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	2,645,445	675,780		
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)	5,585	5,585		
	c	Other professional fees (attach schedule)				
	17	Interest				
	18	Taxes (attach schedule) (see instructions)	5,760	1,760		
	19	Depreciation (attach schedule) and depletion				
	20	Occupancy				
	21	Travel, conferences, and meetings				
	22	Printing and publications				
	23	Other expenses (attach schedule)	43,500	43,500		
	24	**Total operating and administrative expenses.** Add lines 13 through 23	54,845	50,845		0
	25	Contributions, gifts, grants paid	706,440			706,440
	26	**Total expenses and disbursements.** Add lines 24 and 25	761,285	50,845		706,440
	27	Subtract line 26 from line 12				
	a	**Excess of revenue over expenses and disbursements**	1,884,160			
	b	**Net investment income** (if negative, enter -0-)		624,935		
	c	**Adjusted net income**(if negative, enter -0-)				

Part II **Balance Sheets** Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions)

			Beginning of year	End of year	
			(a) Book Value	**(b)** Book Value	**(c)** Fair Market Value
Assets	1	Cash—non-interest-bearing			
	2	Savings and temporary cash investments	270,086	192,898	192,898
	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)	3,444,028	4,706,075	5,979,648
	c	Investments—corporate bonds (attach schedule)	661,610	558,791	574,768
	11	Investments—land, buildings, and equipment basis ▶			
		Less accumulated depreciation (attach schedule) ▶			
	12	Investments—mortgage loans			
	13	Investments—other (attach schedule)			
	14	Land, buildings, and equipment basis ▶			
		Less accumulated depreciation (attach schedule) ▶			
	15	Other assets (describe ▶)	920	2,720	2,720
	16	**Total assets** (to be completed by all filers—see the instructions Also, see page 1, item I)	4,376,644	5,460,484	6,750,034
Liabilities	17	Accounts payable and accrued expenses			
	18	Grants payable			
	19	Deferred revenue			
	20	Loans from officers, directors, trustees, and other disqualified persons			
	21	Mortgages and other notes payable (attach schedule)			
	22	Other liabilities (describe ▶)			
	23	**Total liabilities**(add lines 17 through 22)		0	
Net Assets or Fund Balances		**Foundations that follow SFAS 117, check here ▶** ☐ **and complete lines 24 through 26 and lines 30 and 31.**			
	24	Unrestricted			
	25	Temporarily restricted			
	26	Permanently restricted			
		Foundations that do not follow SFAS 117, check here ▶ ☑ **and complete lines 27 through 31.**			
	27	Capital stock, trust principal, or current funds			
	28	Paid-in or capital surplus, or land, bldg , and equipment fund			
	29	Retained earnings, accumulated income, endowment, or other funds	4,376,644	5,460,484	
	30	**Total net assets or fund balances** (see instructions)	4,376,644	5,460,484	
	31	**Total liabilities and net assets/fund balances** (see instructions)	4,376,644	5,460,484	

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	4,376,644
2	Enter amount from Part I, line 27a	2	1,884,160
3	Other increases not included in line 2 (itemize) ▶	3	12,700
4	Add lines 1, 2, and 3	4	6,273,504
5	Decreases not included in line 2 (itemize) ▶	5	813,020
6	Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30	6	5,460,484

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

	(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	573,046
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	-33,872

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	574,732	5,151,196	0 111573
2014	355,650	5,080,282	0 070006
2013	453,508	3,987,809	0 113724
2012	198,000	3,200,954	0 061857
2011	156,280	2,630,357	0 059414

2 Total of line 1, column (d)	2	0 416574
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 083315
4 Enter the net value of noncharitable-use assets for 2016 from Part X, line 5	4	5,809,285
5 Multiply line 4 by line 3	5	484,001
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	6,249
7 Add lines 5 and 6	7	490,250
8 Enter qualifying distributions from Part XII, line 4	8	706,440

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	6,249
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	6,249
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	6,249
6	Credits/Payments				
a	2016 estimated tax payments and 2015 overpayment credited to 2016	6a	5,875		
b	Exempt foreign organizations—tax withheld at source	6b			
c	Tax paid with application for extension of time to file (Form 8868)	6c	3,500		
d	Backup withholding erroneously withheld	6d			
7	Total credits and payments Add lines 6a through 6d			7	9,375
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	3,126
11	Enter the amount of line 10 to be **Credited to 2017 estimated tax** ▶ 3,126 **Refunded** ▶			11	

Part VII-A Statements Regarding Activities

			Yes	No
1a	During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?	1a		No
b	Did it spend more than $100 during the year (either directly or indirectly) for political purposes (see Instructions for definition)?	1b		No
	*If the answer is "Yes" to **1a** or **1b**, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities*			
c	Did the foundation file **Form 1120-POL** for this year?	1c		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? *If "Yes," attach a detailed description of the activities*	2		No
3	Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? *If "Yes," attach a conformed copy of the changes*	3		No
4a	Did the foundation have unrelated business gross income of $1,000 or more during the year?	4a		No
b	If "Yes," has it filed a tax return on **Form 990-T** for this year?	4b		
5	Was there a liquidation, termination, dissolution, or substantial contraction during the year? *If "Yes," attach the statement required by General Instruction T*	5		No
6	Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	6	Yes	
7	Did the foundation have at least $5,000 in assets at any time during the year? *If "Yes," complete Part II, col (c), and Part XV*	7	Yes	
8a	Enter the states to which the foundation reports or with which it is registered (see instructions) ▶CA			
b	If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by General Instruction G? *If "No," attach explanation*	8b	Yes	
9	Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2016 or the taxable year beginning in 2016 (see instructions for Part XIV)? *If "Yes," complete Part XIV*	9		No
10	Did any persons become substantial contributors during the tax year? *If "Yes," attach a schedule listing their names and addresses*	10		No

Part VII-A Statements Regarding Activities (continued)

			Yes	No
11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions)	11		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?	13	Yes	

Website address ▶N/A

14 The books are in care of ▶STEPHEN SILK Telephone no ▶(310) 562-9100

Located at ▶1613 CHELSEA ROAD SAN MARINO CA ZIP+4 ▶91108

15 Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of **Form 1041** —Check here ▶ ☐
and enter the amount of tax-exempt interest received or accrued during the year ▶ 15

			Yes	No
16	At any time during calendar year 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?	16		No
	See instructions for exceptions and filing requirements for FinCEN Form 114, Report of Foreign Bank and Financial Accounts (FBAR) If "Yes", enter the name of the foreign country ▶			

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

			Yes	No
	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)			
	(1) Engage in the sale or exchange, or leasing of property with a disqualified person? ☐ Yes ☑ No			
	(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? ☐ Yes ☑ No			
	(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? ☐ Yes ☑ No			
	(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? ☐ Yes ☑ No			
	(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)? ☐ Yes ☑ No			
	(6) Agree to pay money or property to a government official? (**Exception.** Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days). ☐ Yes ☑ No			
b	If any answer is "Yes" to 1a(1)-(6), did **any** of the acts fail to qualify under the exceptions described in Regulations section 53 4941(d)-3 or in a current notice regarding disaster assistance (see instructions)?	1b		
	Organizations relying on a current notice regarding disaster assistance check here ▶ ☐			
c	Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2016?	1c		
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**	
	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	**(e)** Expense account, other allowances
STEPHEN SILK 1272 SHERWOOD ROAD SAN MARINO, CA 91108	PRES/TRUSTEE 0 10	0	0	0
SUSAN SILK 1272 SHERWOOD ROAD SAN MARINO, CA 91108	TRUSTEE 0 10	0	0	0

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

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

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

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 N/A	
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	5,622,197
b	Average of monthly cash balances	1b	275,554
c	Fair market value of all other assets (see instructions)	1c	0
d	**Total** (add lines 1a, b, and c)	1d	5,897,751
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation) 1e		
2	Acquisition indebtedness applicable to line 1 assets	2	
3	Subtract line 2 from line 1d	3	5,897,751
4	Cash deemed held for charitable activities Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	88,466
5	**Net value of noncharitable-use assets.** Subtract line 4 from line 3 Enter here and on Part V, line 4	5	5,809,285
6	**Minimum investment return.** Enter 5% of line 5	6	290,464

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	290,464
2a	Tax on investment income for 2016 from Part VI, line 5	2a	6,249		
b	Income tax for 2016 (This does not include the tax from Part VI)	2b			
c	Add lines 2a and 2b			2c	6,249
3	Distributable amount before adjustments Subtract line 2c from line 1			3	284,215
4	Recoveries of amounts treated as qualifying distributions			4	
5	Add lines 3 and 4			5	284,215
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	284,215

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	706,440
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	706,440
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	6,249
6	**Adjusted qualifying distributions.** Subtract line 5 from line 4	6	700,191

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					284,215
2 Undistributed income, if any, as of the end of 2016					
a Enter amount for 2015 only.					
b Total for prior years 20____ , 20____ , 20____					
3 Excess distributions carryover, if any, to 2016					
a From 2011.	34,403				
b From 2012.	38,866				
c From 2013.	259,444				
d From 2014.	119,559				
e From 2015.	323,708				
f **Total** of lines 3a through e.		775,980			
4 Qualifying distributions for 2016 from Part XII, line 4 ▶ $ 706,440					
a Applied to 2015, but not more than line 2a					
b Applied to undistributed income of prior years (Election required—see instructions).					
c Treated as distributions out of corpus (Election required—see instructions).					
d Applied to 2016 distributable amount.					284,215
e Remaining amount distributed out of corpus		422,225			
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		1,198,205			
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					0
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (Election may be required - see instructions)					
8 Excess distributions carryover from 2011 not applied on line 5 or line 7 (see instructions) . . .		34,403			
9 **Excess distributions carryover to 2017.** Subtract lines 7 and 8 from line 6a		1,163,802			
10 Analysis of line 9					
a Excess from 2012. . . .	38,866				
b Excess from 2013. . . .	259,444				
c Excess from 2014. . . .	119,559				
d Excess from 2015. . . .	323,708				
e Excess from 2016. . . .	422,225				

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)

	Tax year	Prior 3 years			
	(a) 2016	**(b)** 2015	**(c)** 2014	**(d)** 2013	**(e) Total**
2a Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed					
b 85% of line 2a					
c Qualifying distributions from Part XII, line 4 for each year listed					
d Amounts included in line 2c not used directly for active conduct of exempt activities					
e Qualifying distributions made directly for active conduct of exempt activities Subtract line 2d from line 2c					
3 Complete 3a, b, or c for the alternative test relied upon					
a "Assets" alternative test—enter **(1)** Value of all assets					
(2) Value of assets qualifying under section 4942(j)(3)(B)(i)					
b "Endowment" alternative test— enter 2/3 of minimum investment return shown in Part X, line 6 for each year listed. . .					
c "Support" alternative test—enter **(1)** Total support other than gross investment income (interest, dividends, rents, payments on securities loans (section 512(a)(5)), or royalties)					
(2) Support from general public and 5 or more exempt organizations as provided in section 4942(j)(3)(B)(iii). . . .					
(3) Largest amount of support from an exempt organization					
(4) Gross investment income					

Part XV **Supplementary Information (Complete this part only if the 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))

STEPHEN SILK

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 Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a *Paid during the year* See Additional Data Table				
Total . . . . ▶ **3a**				706,440
b *Approved for future payment*				
Total . . . . ▶ **3b**				

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated	Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income (See instructions)
	(a) Business code	(b) Amount	(c) Exclusion code	(d) Amount	
1 Program service revenue					
a					
b					
c					
d					
e					
f					
g Fees and contracts from government agencies					
2 Membership dues and assessments.					
3 Interest on savings and temporary cash investments			14	20,289	
4 Dividends and interest from securities.			14	82,445	
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			26	573,046	
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).				675,780	

13 Total. Add line 12, columns (b), (d), and (e). **13** 675,780

(See worksheet in line 13 instructions to verify calculations)

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

Line No. ▼	Explain below how each activity for which income is reported in column (e) of Part XVI-A contributed importantly to the accomplishment of the foundation's exempt purposes (other than by providing funds for such purposes) (See instructions)

Part XVII Information Regarding Transfers To and Transactions and Relationships With Noncharitable Exempt Organizations

		Yes	No
1 Did the organization directly or indirectly engage in any of the following with any other organization described in section 501 (c) of the Code (other than section 501(c)(3) organizations) or in section 527, relating to political organizations?			
a Transfers from the reporting foundation to a noncharitable exempt organization of			
(1) Cash.	1a(1)		No
(2) Other assets.	1a(2)		No
b Other transactions			
(1) Sales of assets to a noncharitable exempt organization.	1b(1)		No
(2) Purchases of assets from a noncharitable exempt organization.	1b(2)		No
(3) Rental of facilities, equipment, or other assets.	1b(3)		No
(4) Reimbursement arrangements.	1b(4)		No
(5) Loans or loan guarantees.	1b(5)		No
(6) Performance of services or membership or fundraising solicitations.	1b(6)		No
c Sharing of facilities, equipment, mailing lists, other assets, or paid employees.	1c		No

d If the answer to any of the above is "Yes," complete the following schedule Column **(b)** should always show the fair market value of the goods, other assets, or services given by the reporting foundation If the foundation received less than fair market value in any transaction or sharing arrangement, show in column **(d)** the value of the goods, other assets, or services received

(a) Line No	**(b)** Amount involved	**(c)** Name of noncharitable exempt organization	**(d)** Description of transfers, transactions, and sharing arrangements

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

******	2017-08-18	******
Signature of officer or trustee	Date	Title

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

Paid Preparer Use Only

Print/Type preparer's name	Preparer's Signature	Date	Check if self-employed ▶ ☐	PTIN
KENNETH PIERCE		2017-08-18		P00074219

Firm's name ▶ LALLMAN FELTON PETERSON & PIERCE PA — Firm's EIN ▶82-0337128

Firm's address ▶ PO BOX 989
KETCHUM, ID 833400989 — Phone no (208) 726-7500

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

(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)
ALIGN TECHNOLOGY INC	P	2016-09-21	2016-12-12
SALLY BEAUTY HOLDINGS INC	P	2015-06-19	2016-05-13
CONSTELLATION BRANDS INC	P	2014-12-29	2016-05-31
BLACKBAUD INC	P	2009-01-08	2016-05-13
STERICYCLE INC	P	2009-06-16	2016-05-31
ALPHABET INC	P	2015-09-18	2016-05-17
STERICYCLE INC	P	2015-11-18	2016-05-31
DORMAN PRODUCTS INC	P	2011-03-09	2016-05-13
CASEYS GENERAL STORES INC	P	2006-12-29	2016-05-13
COCA-COLA EUROPEAN PTRS	P	2008-10-10	2016-09-21

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)
12,253		11,892	361
2,051		2,047	4
16,223		10,821	5,402
13,104		2,905	10,199
14,698		7,482	7,216
22,422		21,590	832
29,395		33,824	-4,429
9,391		3,652	5,739
7,551		2,122	5,429
39,709		9,981	29,728

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	
			361
			4
			5,402
			10,199
			7,216
			832
			-4,429
			5,739
			5,429
			29,728

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

(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)
AMAZON INC	P	2016-01-06	2016-03-17
TEAM HEALTH HOLDINGS INC	P	2016-05-13	2016-08-12
EMC CORP	P	2014-09-05	2016-01-12
COLUMBIA SPORTSWEAR CO	P	2009-08-27	2016-05-13
GILEAD SCIENCES INC	P	1950-01-01	2016-10-20
APPLE INC	P	2016-05-13	2016-08-12
UNITEDHEALTH GROUP INC	P	2015-10-12	2016-05-17
FACEBOOK INC	P	2015-03-10	2016-11-16
WALT DISNEY CO	P	2006-06-12	2016-10-20
VANTIV INC	P	1950-01-01	2016-01-06

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)
13,971		15,633	-1,662
7,233		8,848	-1,615
89,517		100,656	-11,139
5,870		2,197	3,673
141,990		83,027	58,963
13,496		11,289	2,207
65,779		61,773	4,006
77,461		42,716	34,745
206,848		64,061	142,787
117,025		78,250	38,775

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	
			-1,662
			-1,615
			-11,139
			3,673
			58,963
			2,207
			4,006
			34,745
			142,787
			38,775

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

(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)
APTARGROUP INC	P	2015-05-14	2016-05-13
VISA INC	P	2016-05-17	2016-01-06
GRACO INC	P	2012-08-01	2016-05-13
EBAY INC	P	2006-09-18	2016-09-21
BOSTON SCIENTIFIC CORP	P	2015-04-14	2016-03-17
WHITEWAVE FOODS CO	P	2016-02-05	2016-08-12
MONSANTO CO	P	2011-10-17	2016-03-28
EXPONENT INC	P	2007-10-17	2016-05-13
CARDINAL HEALTH INC	P	2015-06-30	2016-03-17
ALLERGAN PLC	P	2015-05-29	2016-05-17

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)
2,911		2,477	434
28,769		28,170	599
799		459	340
31,939		10,734	21,205
24,989		25,096	-107
20,691		13,496	7,195
27,216		24,425	2,791
10,505		2,938	7,567
13,971		14,662	-691
37,877		50,208	-12,331

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	
			434
			599
			340
			21,205
			-107
			7,195
			2,791
			7,567
			-691
			-12,331

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

(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)
MORNINGSTAR INC	P	2011-12-06	2016-05-13
FAIR ISSAC INC	P	2009-01-08	2016-05-13
CASEYS GENERAL STORES	P	2016-03-03	2016-05-13
PERRIGO CO	P	2015-11-18	2016-05-17
NIKE INC	P	2015-08-03	2016-12-12
FORTIVE CORP	P	2006-03-09	2016-07-21
CERNER CORP	P	2016-05-13	2016-11-16
ALEXION PHARMACEUTICALS INC	P	2013-12-02	2016-05-17
SALLY BEAUTY HOLDINGS INC	P	2013-09-16	2016-05-13
GILEAD SCIENCES INC	P	2013-07-09	2016-01-06

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)
2,127		1,546	581
12,665		1,836	10,829
2,904		2,555	349
17,996		31,112	-13,116
8,980		10,023	-1,043
25		8	17
8,558		9,438	-880
13,956		15,279	-1,323
2,520		2,271	249
37,373		20,310	17,063

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	
			581
			10,829
			349
			-13,116
			-1,043
			17
			-880
			-1,323
			249
			17,063

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

(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)
COLUMBIA SPORTSWEAR CO	P	2016-01-04	2016-05-13
ALPHABET INC	P	2015-03-03	2016-05-17
STERICYCLE INC	P	2012-01-03	2016-05-31
GRACO INC	P	2010-01-20	2016-05-13
FORTUNE BRANDS HOME & SECURITY	P	2016-01-06	2016-03-17
CARDINAL HEALTH INC	P	2014-05-23	2016-05-31
TEAM HEALTH HOLDINGS INC	P	2013-03-27	2016-08-12
HENRY JACK & ASSOC INC	P	2006-12-29	2016-05-13
MICROSOFT CORP	P	2015-11-18	2016-03-17
CASEYS GENERAL STORES	P	2014-02-27	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)
2,134		1,924	210
24,577		18,356	6,221
1,960		1,598	362
7,992		2,967	5,025
10,848		10,414	434
19,741		17,146	2,595
21,699		21,828	-129
6,185		1,610	4,575
16,444		15,944	500
5,344		3,105	2,239

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	
			210
			6,221
			362
			5,025
			434
			2,595
			-129
			4,575
			500
			2,239

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

(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)
WHITEWAVE FOODS CO	P	2013-08-22	2016-08-12
ISHARES TR S&P MIDCAP 400	P	2010-12-07	2016-10-20
NEWELL RUBBERMAID INC	P	2016-08-12	2016-12-12
CERNER CORP	P	2012-08-16	2016-11-16
ALPHABET INC	P	2010-10-19	2016-05-17
MANHATTAN ASSOCIATES INC	P	2009-01-08	2016-05-13
NIKE INC	P	2016-01-06	2016-12-12
CHIPOTLE MEXICAN GRILL	P	2011-05-16	2016-01-08
APPLE INC	P	2008-12-08	2016-03-17
MORNINGSTAR INC	P	2009-01-08	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)
46,899		19,796	27,103
103,689		59,729	43,960
30,139		35,651	-5,512
20,784		15,852	4,932
6,476		2,749	3,727
18,558		1,249	17,309
52,583		57,779	-5,196
20,755		18,689	2,066
102,487		29,735	72,752
12,676		5,532	7,144

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	
			27,103
			43,960
			-5,512
			4,932
			3,727
			17,309
			-5,196
			2,066
			72,752
			7,144

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

(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)
PALO ALTO NETWORKS INC	P	2015-12-21	2016-05-17
COLUMBIA SPORTSWEAR CO	P	2012-06-05	2016-05-13
APTARGROUP INC	P	2006-12-29	2016-05-13
SALLY BEAUTY HOLDINGS INC	P	2006-12-29	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)
16,705		22,169	-5,464
1,547		711	836
9,575		3,742	5,833
8,643		2,568	6,075

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	
			-5,464
			836
			5,833
			6,075

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

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a *Paid during the year*				
KECK SCHOOL OF MEDICINE OF USC 1975 ZONAL AVE LOS ANGELES, CA 90033	NONE	501(C)(3)	GENERAL	50,000
LAND OF THE FREE FOUNDATION ONE INDUSTRY HILLS PKWY INDUSTRY, CA 91744	NONE	501(C)(3)	GENERAL	10,000
SAN MARINO SCHOOL FOUNDATION 1665 WEST DR SAN MARINO, CA 91108	NONE	501(C)(3)	GENERAL	10,000
SOUTH PASADENA SAN MARINO YMCA 1605 GARFIELD AVE SOUTH PASADENA, CA 91030	NONE	501(C)(3)	GENERAL	26,000
HARLEM VILLAGE ACADEMIES 35 W 124TH STREET NEW YORK, NY 10027	NONE	501(C)(3)	GENERAL	60,000
Total . . . . ▶ **3a**				706,440

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

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a *Paid during the year*				
TRI-STATE TREK 300 TECHNOLOGY SQ SUITE 400 CAMBRIDGE, MA 02139	NONE	501(C)(3)	GENERAL	1,000
SAN MARINO COMMUNITY CHURCH 1750 VIRGINIA RD SAN MARINO, CA 91108	NONE	501(C)(3)	GENERAL	110,000
LOS ANGELES WATERKEEPER 120 BROADWAY SUITE 105 SANTA MONICA, CA 90401	NONE	501(C)(3)	GENERAL	25,000
HUNTINGTON HOSPITAL 100 W CALIFORNIA BLVD PASADENA, CA 91105	NONE	501(C)(3)	GENERAL	20,000
MARCH TO THE TOP AFRICA 23838 PACIFIC COAST HWY SUITE 953 MALIBU, CA 90265	NONE	501(C)(3)	GENERAL	50,000
Total . . . . ▶ **3a**				706,440

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

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a *Paid during the year*				
HOUSE OF HOPE FOUNDATION 820 GREENBRIER CIRCLE SUITE 4A CHESAPEAKE, VA 23320	NONE	501(C)(3)	GENERAL	5,000
ABILITY FIRST 1300 E GREEN STREET PASADENA, CA 91106	NONE	501(C)(3)	GENERAL	2,000
THE HELP GROUP 13130 BURBANK BLVD SHERMAN OAKS, CA 91401	NONE	501(C)(3)	GENERAL	5,000
NATIONAL MULTIPLE SCLEROSIS SOCIETY 5150 W GOLDLEAF CIRCLE SUITE 400 LOS ANGELES, CA 90056	NONE	501(C)(3)	GENERAL	10,000
META FOUNDATION 8025 MELROSE AVE LOS ANGELES, CA 90046	NONE	501(C)(3)	GENERAL	5,000
Total . . . . ▶ 3a				706,440

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

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a *Paid during the year*				
YOUNG LIFE PO BOX 520 COLORADO SPRINGS, CO 809010520	NONE	501(C)3	GENERAL	5,000
VILLA ESPERANZA SERVICES 2060 EAST VILLA STREET PASADENA, CA 91107	NONE	501(C)3	GENERAL	15,000
CANCER SUPPORT COMMUNITY 1050 17TH STREET NW SUITE 500 WASHINGTON, DC 20036	NONE	501(C)3	GENERAL	10,000
CHILDREN'S BURN FOUNDATION 5000 VAN NUYS BLVD SHERMAN OAKS, CA 91403	NONE	501(C)3	GENERAL	1,000
USC ATHLETICS UNIVERSITY OF SC LOS ANGELES, CA 90089	NONE	501(C)3	GENERAL	20,000
Total . . . . ▶ 3a				706,440

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

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a *Paid during the year*				
CITY OF HOPE LA REAL ESTATE 949 S HOPE STREET 100 LOS ANGELES, CA 90015	NONE	501(C)3	GENERAL	2,500
UNION RESCUE MISSION 545 S SAN PEDRO STREET LOS ANGELES, CA 90013	NONE	501(C)3	GENERAL	87,190
STOP CANCER 2566 OVERLAND AVE 790 LOS ANGELES, CA 90064	NONE	501(C)3	GENERAL	25,000
VALLEY SPORTS FOUNDATION 2470 STEARNS STREET 159 SIMI VALLEY, CA 93063	NONE	501(C)3	GENERAL	1,500
WALK MS 5150 W GOLDLEAF CIRCLE SUITE 400 LOS ANGELES, CA 90056	NONE	501(C)3	GENERAL	1,000
Total . . . . ▶ 3a				706,440

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

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a *Paid during the year*				
SEMEL INSTITUTE FOR NEUROSCIENCE 760 WESTWOOD PLAZA LOS ANGELES, CA 90024	NONE	501(C)3	GENERAL	23,800
BOY SCOUTS OF AMERICA - GREATER LA 2333 SCOUT WAY LOS ANGELES, CA 90026	NONE	501(C)3	GENERAL	29,450
NEWPORT SEA BASE 1931 WEST COAST HWY NEWPORT BEACH, CA 92663	NONE	501(C)3	GENERAL	2,500
ULI FOUNDATION 2001 L STREET NW SUITE 200 WASHINGTON, DC 20036	NONE	501(C)3	GENERAL	1,000
NEW YORK UNIVERSITY 7 EAST 12TH STREET 921 NEW YORK, NY 10003	NONE	501(C)3	GENERAL	15,000
Total . . . . ▶ **3a**				706,440

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

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a *Paid during the year*				
ELLIE MAE AT TPC STONEBRAE 202 COUNTRY CLUB DR HAYWARD, CA 94542	NONE	501(C)3	GENERAL	6,500
CEDARS-SINAI MEDICAL CENTER 8700 BEVERLY BLVD LOS ANGELES, CA 90048	NONE	501(C)3	GENERAL	12,000
CHANGE FOR KIDS 110 E 23RD STREET 5TH FLOOR NEW YORK, NY 10010	NONE	501(C)3	GENERAL	2,500
LA TEAM MENTORING 714 W OLYMPIC BLVD LOS ANGELES, CA 90015	NONE	501(C)3	GENERAL	6,250
HUNTINGTON MEDICAL RESEARCH INST 99 N EL MOLINO AVE PASADENA, CA 91101	NONE	501(C)3	GENERAL	15,000
Total . . . . ▶ **3a**				706,440

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

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a *Paid during the year*				
ROBERT F KENNEDY HUMAN RIGHTS 88 PINE STREET SUITE 801 NEW YORK, NY 10005	NONE	501(C)3	GENERAL	25,000
GOETHE INTERNATIONAL CHARTER 12500 BRADDOCK DR LOS ANGELES, CA 90066	NONE	501(C)3	GENERAL	250
THE GUARDIANS OF THE LA JEWISH HOME 10780 CALIFORNIA ROUTE 2 225 LOS ANGELES, CA 90025	NONE	501(C)3	GENERAL	10,000
Total . . . . ▶ **3a**				706,440

TY 2016 Accounting Fees Schedule

Name: THE SILK FAMILY FOUNDATION

EIN: 20-3997071

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
ACCOUNTING FEES	5,585	5,585		

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TY 2016 Investments Corporate Bonds Schedule

Name: THE SILK FAMILY FOUNDATION

EIN: 20-3997071

Name of Bond	End of Year Book Value	End of Year Fair Market Value
AMERIPRISE FINANCIAL INC.	101,341	104,875
DEERE & COMPANY	49,728	53,297
EMC CORP.		
NOVARTIS CAPITAL CORP.	105,498	107,265
TARGET CORP.	100,458	101,612
TOTAL CAPITAL INTL. SA	100,421	104,413
TOYOTA MOTOR CREDIT CORP.	101,345	103,306

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TY 2016 Investments Corporate Stock Schedule

Name: THE SILK FAMILY FOUNDATION

EIN: 20-3997071

Name of Stock	End of Year Book Value	End of Year Fair Market Value
AMAZON.COM	100,195	201,715
CHIPOTLE MEXICAN GRILL INC.		
PRICELINE.COM	55,526	89,430
STARBUCKS CORP	21,506	51,356
TRACTOR SUPPLY	25,821	64,439
WALT DISNEY CO.	28,471	104,220
ESTE LAUDER	50,501	54,308
JAZZ PHARMACETICALS	59,772	51,789
NORWEGIAN CRUISE LINE HOLDINGS	74,508	63,795
NXP SEMICONDUCTORS	28,575	39,204
PERRIGO CO.		
MONDELEZ INTERNATIONAL	29,381	37,681
MONSTER BEVERAGE CORP.	17,000	46,557
CHEVRON CORP.	34,090	50,611
WHITEWAVE FOODS, CO.		
CONCHO RESOURCES INC.	38,603	49,725
BERKSHIRE HATHEWAY	88,310	244,121
INTERCONTINENTAL EXCHANGE INC	8,210	33,852
S&P GLOBAL INC.	31,557	37,639
ALEXION PHARMACEUTICALS	57,403	55,058
ALIGN TECHNOLOGY, INC.	31,259	48,065
BOSTON SCIENTIFIC CORP.	57,185	60,564
CARDINAL HEALTH INC.		
CELGENE CORP COM	25,204	63,663
CENTENE CORP.	52,806	48,034
CERNER CORP		
GILEAD SCIENCES, INC.		
TEAM HEALTH HOLDINGS, INC.		
DANAHER CORP	18,412	33,082
FORTIVE CORP.	19,070	24,777

Name of Stock	End of Year Book Value	End of Year Fair Market Value
FORTUNE BRANDS HOME & SECURITY	38,759	49,451
GENERAL ELECTRIC	83,547	108,704
MIDDLEBY CORP.	29,511	35,423
STERICYCLE INC. COM		
TRANSDIGM GROUP, INC.	33,840	37,344
VERISK ANALYTICS, INC.	29,317	32,468
WABCO HOLDINGS INC.	54,405	53,075
ALPHABET INC. CLASS A	21,123	59,434
ALPHABET INC. CLASS C	139,731	239,264
ACCENTURE LTD	11,230	35,139
ALLERGAN PLC	35,609	31,502
APPLE INC.	127,293	248,434
FACEBOOK, INC.	57,438	181,204
INTUIT	6,986	17,192
MICROSOFT CORP	69,021	105,638
PALO ALTO NETWORKS, INC.	44,633	37,515
SALESFORCE INC.	63,346	66,749
VANTIV, INC.	40,164	43,225
VISA INC.	60,664	96,511
ECOLAB INC.	21,169	41,027
MONSANTO CO		
PPG INDUSTRIES INC.	51,145	47,380
ISHARES MSCI EAFE	424,415	381,018
ISHARES TR	60,590	129,792
ISHARES RUSSELL MID-CAP. ETF	93,955	109,999
ISHARES MSCI EMERGING MARKETS IND FD	203,728	167,173
AQR MANAGED FUTURES STRATEGY FUND	150,000	137,328
ROBECO BOSTON PARTNERS LONG/SHORT	250,000	257,672
VANGUARD SMALL CAP VIPER	67,601	128,960
VANGUARD REIT VIPER	198,739	243,464

Name of Stock	End of Year Book Value	End of Year Fair Market Value
PRINCIPAL INVESTORS PREFERRED	285,705	322,426
TEMPLETON GLOBAL BOND FUND - ADVISOR	38,789	44,267
E-TRACS ALERIAN MLP INFRASTRUCTURE	249,630	202,421
DJ WILSHIRE INTERNATIONAL REAL EST.	26,455	27,060
HOME DEPOT	52,203	80,448
ABERDEEN GLOBAL HIGH INCOME	75,394	65,282
PUTNAM FLOATING RATE	223,583	215,282
PIMCO EMERGING LOCAL BOND FUND	150,000	146,624
PIMCO FOREIGN BOND FUND	100,000	98,216
CONSTELLATION BRANDS INC.	35,712	57,491
MCGRAW-HILL FINANCIAL INC.		
NIKE INC. CLASS B	18,614	16,520
O'REILLY AUTOMOTIVE INC.	28,666	27,841

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TY 2016 Other Assets Schedule

Name: THE SILK FAMILY FOUNDATION

EIN: 20-3997071

Other Assets Schedule

Description	Beginning of Year - Book Value	End of Year - Book Value	End of Year - Fair Market Value
DIVIDEND RECEIVABLE	920	2,720	2,720

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TY 2016 Other Decreases Schedule

Name: THE SILK FAMILY FOUNDATION

EIN: 20-3997071

Description	Amount
UNREALIZED LOSSES	809,470
OTHER BOOK/TAX	3,550

TY 2016 Other Expenses Schedule

Name: THE SILK FAMILY FOUNDATION

EIN: 20-3997071

Other Expenses Schedule

Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
EXPENSES				
AGENCY FEES	41,353	41,353		
BOND AMORTIZATION	2,147	2,147		

TY 2016 Other Increases Schedule

Name: THE SILK FAMILY FOUNDATION

EIN: 20-3997071

Description	Amount
NON-DIVIDEND DIST.	12,700

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TY 2016 Taxes Schedule

Name: THE SILK FAMILY FOUNDATION

EIN: 20-3997071

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
FOREIGN TAXES	1,675	1,675		
CA FILINGS FEES	85	85		
FEDERAL TAXES	4,000			

Schedule B
(Form 990, 990-EZ, or 990-PF)
Department of the Treasury
Internal Revenue Service

Schedule of Contributors

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

OMB No 1545-0047

2016

Name of the organization	Employer identification number
THE SILK FAMILY FOUNDATION	20-3997071

Organization type (check one)

Filers of:	Section:
Form 990 or 990-EZ	☐ 501(c)( ) (enter number) organization
	☐ 4947(a)(1) nonexempt charitable trust **not** treated as a private foundation
	☐ 527 political organization
Form 990-PF	☑ 501(c)(3) exempt private foundation
	☐ 4947(a)(1) nonexempt charitable trust treated as a private foundation
	☐ 501(c)(3) taxable private foundation

Check if your organization is covered by the **General Rule** or a **Special Rule.**
Note. Only a section 501(c)(7), (8), or (10) organization can check boxes for both the General Rule and a Special Rule See instructions

General Rule

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

Special Rules

☐ For an organization described in section 501(c)(3) filing Form 990 or 990-EZ that met the 33 1/3% support test of the regulations under sections 509(a)(1) and 170(b)(1)(A)(vi), that checked Schedule A (Form 990 or 990-EZ), Part II, line 13, 16a, or 16b, and that received from any one contributor, during the year, total contributions of the greater of **(1)** $5,000 or **(2)** 2% of the amount on (i) Form 990, Part VIII, line 1h, or (ii) Form 990-EZ, line 1 Complete Parts I and II

☐ For an organization described in section 501(c)(7), (8), or (10) filing Form 990 or 990-EZ that received from any one contributor, during the year, total contributions of more than $1,000 *exclusively* for religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals Complete Parts I, II, and III

☐ For an organization described in section 501(c)(7), (8), or (10) filing Form 990 or 990-EZ that received from any one contributor, during the year, contributions *exclusively* for religious, charitable, etc , purposes, but no such contributions totaled more than $1,000 If this box is checked, enter here the total contributions that were received during the year for an *exclusively* religious, charitable, etc , purpose Do not complete any of the parts unless the **General Rule** applies to this organization because it received *nonexclusively* religious, charitable, etc , contributions totaling $5,000 or more during the year . . . . ▶ $ ____________

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

Name of organization
THE SILK FAMILY FOUNDATION

Employer identification number
20-3997071

Part I **Contributors** (see instructions) Use duplicate copies of Part I if additional space is needed

(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
1	STEPHEN SILK 1272 SHERWOOD ROAD SAN MARINO, CA91108	$ 1,969,665	Person ☑ Payroll ☐ Noncash ☑ (Complete Part II for noncash contributions)
-		$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II for noncash contributions)
-		$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II for noncash contributions)
-		$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II for noncash contributions)
-		$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II for noncash contributions)
-		$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II for noncash contributions)

Name of organization
THE SILK FAMILY FOUNDATION

Employer identification number
20-3997071

Part II **Noncash Property** (see Instructions) Use duplicate copies of Part II if additional space is needed

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

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

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

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

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

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

Name of organization	**Employer identification number**
THE SILK FAMILY FOUNDATION	20-3997071

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

Use duplicate copies of Part III if additional space is needed

(a) No. from Part I	**(b) Purpose of gift**	**(c) Use of gift**	**(d) Description of how gift is held**

(e) Transfer of gift

Transferee's name, address, and ZIP 4	Relationship of transferor to transferee

(a) No. from Part I	**(b) Purpose of gift**	**(c) Use of gift**	**(d) Description of how gift is held**

(e) Transfer of gift

Transferee's name, address, and ZIP 4	Relationship of transferor to transferee

(a) No. from Part I	**(b) Purpose of gift**	**(c) Use of gift**	**(d) Description of how gift is held**

(e) Transfer of gift

Transferee's name, address, and ZIP 4	Relationship of transferor to transferee

(a) No. from Part I	**(b) Purpose of gift**	**(c) Use of gift**	**(d) Description of how gift is held**

(e) Transfer of gift

Transferee's name, address, and ZIP 4	Relationship of transferor to transferee

Additional Data

Software ID:
Software Version:
EIN: 20-3997071
Name: THE SILK FAMILY FOUNDATION

Form 990 Schedule B, Part II - Noncash Property (see Instructions) Use duplicate copies of Part II if additional space is needed

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
1	99 SHARES - ALPHABET INC	$ 72,845	2016-05-09
1	179 SHARES - COLUMBIA SPORTSWEAR	$ 10,362	2016-05-09
1	110 SHARES - GRACO INC	$ 8,675	2016-05-09
1	451 SHARES - SALLY BEAUTY CO	$ 13,690	2016-05-09
1	1,000 SHARES - FACEBOOK INC	$ 127,845	2016-09-14
1	3,440 SHARES - GENERAL ELECTRIC	$ 109,358	2016-12-29
1	29 SHARES - AMAZON INC	$ 19,697	2016-05-09
1	109 SHARES - CONSTELLATION BRAND	$ 17,557	2016-05-09
1	74 SHARES - HENRY JACK & ASSOC	$ 6,183	2016-05-09
1	16 SHARES - THE PRICELINE GROUP	$ 19,873	2016-05-09

Form 990 Schedule B, Part II - Noncash Property (see Instructions) Use duplicate copies of Part II if additional space is needed

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
1	3,250 SHARES - WALT DISNEY	$ 300,560	2016-09-14
1	199 SHARES - APPLE INC	$ 18,543	2016-05-09
1	175 SHARES - DORMAN PRODUCTS INC	$ 9,440	2016-05-09
1	615 SHARES - ISHARES RUSSELL MID	$ 100,669	2016-05-09
1	509 SHARES - UNITEDHEALTH GROUP	$ 67,483	2016-05-09
1	160 SHARES - ALPHABET INC	$ 125,188	2016-12-29
1	163 SHARES - APTAR GROUP	$ 12,427	2016-05-09
1	210 SHARES - EXPONENT INC	$ 10,511	2016-05-09
1	307 SHARES - MANHATTAN ASSOC	$ 18,007	2016-05-09
1	537 SHARES - VISA INC	$ 41,870	2016-05-09

Form 990 Schedule B, Part II - Noncash Property (see Instructions) Use duplicate copies of Part II if additional space is needed

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
1	115 SHARES - AMAZON, INC	$ 88,219	2016-12-29
1	220 SHARES - BLACKBAUD INC	$ 13,316	2016-05-09
1	345 SHARES - FACEBOOK INC	$ 41,259	2016-05-09
1	181 SHARES - MORNINGSTAR INC	$ 14,922	2016-05-09
1	1,000 SHARES - COCA-COLA	$ 39,665	2016-09-14
1	1,070 SHARES - APPLE INC	$ 124,928	2016-12-29
1	136 SHARES - CASEYS GENERAL STOR	$ 15,584	2016-05-09
1	116 SHARES - FAIR ISAAC INC	$ 12,484	2016-05-09
1	22,363 SHARES - PRINCIPAL PREFER	$ 225,871	2016-05-10
1	1,000 SHARES - EBAY INC	$ 31,915	2016-09-14

Form 990 Schedule B, Part II - Noncash Property (see Instructions) Use duplicate copies of Part II if additional space is needed

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
1	430 SHARES - CHEVRON CORP	$ 50,719	2016-12-29