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
Thomas and Candace Dee
Family Foundation

A Employer identification number
27-3949457

Number and street (or P O box number if mail is not delivered to street address) Room/suite
1575 Devonshire Drive

B Telephone number (see instructions)
(801) 647-0604

City or town, state or province, country, and ZIP or foreign postal code
Salt Lake City, UT 84108

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)*▶$ 6,169,640

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))*

			(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)	250,095			
	2	Check ▶ ☐ if the foundation is **not** required to attach Sch B				
	3	Interest on savings and temporary cash investments	4,877	4,877	4,877	
	4	Dividends and interest from securities	137,828	137,828	137,828	
	5a	Gross rents				
	b	Net rental income or (loss)				
	6a	Net gain or (loss) from sale of assets not on line 10	163,173			
	b	Gross sales price for all assets on line 6a 1,200,145				
	7	Capital gain net income (from Part IV, line 2)		163,173		
	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	555,973	305,878	142,705	
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)	1,432			
	c	Other professional fees (attach schedule)				
	17	Interest				
	18	Taxes (attach schedule) (see instructions)	750	750		
	19	Depreciation (attach schedule) and depletion				
	20	Occupancy				
	21	Travel, conferences, and meetings				
	22	Printing and publications				
	23	Other expenses (attach schedule)	30,575	30,575		
	24	**Total operating and administrative expenses.** Add lines 13 through 23	32,757	31,325		0
	25	Contributions, gifts, grants paid	271,672			271,672
	26	**Total expenses and disbursements.** Add lines 24 and 25	304,429	31,325		271,672
	27	Subtract line 26 from line 12				
	a	**Excess of revenue over expenses and disbursements**	251,544			
	b	**Net investment income** (if negative, enter -0-)		274,553		
	c	**Adjusted net income**(if negative, enter -0-)			142,705	

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

			Beginning of year (a) Book Value	End of year (b) Book Value	(c) Fair Market Value
Assets	1	Cash—non-interest-bearing			
	2	Savings and temporary cash investments	27,127	97,942	97,942
	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)	1,411,953	1,420,814	1,420,814
	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)	4,315,862	4,650,884	4,650,884
	14	Land, buildings, and equipment basis ▶ Less accumulated depreciation (attach schedule) ▶			
	15	Other assets (describe ▶)			
	16	**Total assets** (to be completed by all filers—see the instructions Also, see page 1, item I)	5,754,942	6,169,640	6,169,640
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	5,754,942	6,169,640	
	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			
	30	**Total net assets or fund balances** (see instructions)	5,754,942	6,169,640	
	31	**Total liabilities and net assets/fund balances** (see instructions)	5,754,942	6,169,640	

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	5,754,942
2	Enter amount from Part I, line 27a	2	251,544
3	Other increases not included in line 2 (itemize) ▶	3	163,154
4	Add lines 1, 2, and 3	4	6,169,640
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	6,169,640

Part IV Capital Gains and Losses for Tax on Investment Income

	(a) List and describe the kind(s) of property sold (e g , real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co)	(b) How acquired P—Purchase D—Donation	(c) Date acquired (mo , day, yr)	(d) Date sold (mo , day, yr)
1a	See Additional Data Table			
b				
c				
d				
e				

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

	Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col (h) gain minus col (k), but not less than -0-) **or** Losses (from col (h))
	(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
a	See Additional Data Table			
b				
c				
d				
e				

2	Capital gain net income or (net capital loss) — If gain, also enter in Part I, line 7; If (loss), enter -0- in Part I, line 7	2	163,173
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	-5,770

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	235,026	5,608,180	0 04191
2014	200,000	4,820,377	0 04149
2013	171,740	4,072,515	0 04217
2012	100,000	3,631,565	0 02754
2011		1,753,940	

2 **Total** of line 1, column (d)	2	0 153106
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 030621
4 Enter the net value of noncharitable-use assets for 2016 from Part X, line 5	4	5,685,063
5 Multiply line 4 by line 3	5	174,082
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	2,746
7 Add lines 5 and 6	7	176,828
8 Enter qualifying distributions from Part XII, line 4	8	271,672

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	2,746
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	2,746
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	2,746
6	Credits/Payments			
a	2016 estimated tax payments and 2015 overpayment credited to 2016	6a 9,000		
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	9,000
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	6,254
11	Enter the amount of line 10 to be **Credited to 2017 estimated tax** ▶ 6,254	**Refunded** ▶	11	

Part VII-A Statements Regarding Activities

		Line	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		No
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		No
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) ▶ UT			
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)

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 ▶Thomas D Dee III Telephone no ▶(801) 647-0604

Located at ▶1575 Devonshire Drive Salt Lake City UT ZIP+4 ▶841082552

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		No
	Organizations relying on a current notice regarding disaster assistance check here ▶ ☐			
c	Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2016?	1c		No
2	Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5))			
a	At the end of tax year 2016, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2016? ☐ Yes ☑ No If "Yes," list the years ▶ 20____ , 20____ , 20____ , 20____			
b	Are there any years listed in 2a for which the foundation is **not** applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to **all** years listed, answer "No" and attach statement—see instructions)	2b		No
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		No
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a		No
b	Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2016?	4b		No

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

5a	During the year did the foundation pay or incur any amount to			
	(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))? ☐ Yes ☑ No			
	(2) Influence the outcome of any specific public election (see section 4955), or to carry on, directly or indirectly, any voter registration drive? ☐ Yes ☑ No			
	(3) Provide a grant to an individual for travel, study, or other similar purposes? ☐ Yes ☑ No			
	(4) Provide a grant to an organization other than a charitable, etc , organization described in section 4945(d)(4)(A)? (see instructions) ☐ Yes ☑ No			
	(5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals? ☐ Yes ☑ No			
b	If any answer is "Yes" to 5a(1)–(5), did **any** of the transactions fail to qualify under the exceptions described in Regulations section 53 4945 or in a current notice regarding disaster assistance (see instructions)?	**5b**		**No**
	Organizations relying on a current notice regarding disaster assistance check here ▶ ☐			
c	If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant? ☐ Yes ☑ No			
	If "Yes," attach the statement required by Regulations section 53 4945–5(d)			
6a	Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract? ☐ Yes ☑ No			
b	Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract?	**6b**		**No**
	If "Yes" to 6b, file Form 8870			
7a	At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction? ☐ Yes ☑ No			
b	If yes, did the foundation receive any proceeds or have any net income attributable to the transaction?	**7b**		**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	**(e)** Expense account, other allowances
Thomas D Dee III 1575 Devonshire Drive Salt Lake City, UT 841082552	Trustee 2 00	0		
Candace C Dee 1575 Devonshire Drive Salt Lake City, UT 841082552	Trustee 2 00	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	
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	5,716,659
b	Average of monthly cash balances.		1b	54,979
c	Fair market value of all other assets (see instructions).		1c	0
d	**Total** (add lines 1a, b, and c).		1d	5,771,638
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	5,771,638
4	Cash deemed held for charitable activities Enter 1 1/2% of line 3 (for greater amount, see instructions).		4	86,575
5	**Net value of noncharitable-use assets.** Subtract line 4 from line 3 Enter here and on Part V, line 4		5	5,685,063
6	**Minimum investment return.** Enter 5% of line 5.		6	284,253

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	284,253
2a	Tax on investment income for 2016 from Part VI, line 5.	2a 2,746		
b	Income tax for 2016 (This does not include the tax from Part VI).	2b		
c	Add lines 2a and 2b.		2c	2,746
3	Distributable amount before adjustments Subtract line 2c from line 1.		3	281,507
4	Recoveries of amounts treated as qualifying distributions.		4	
5	Add lines 3 and 4.		5	281,507
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	281,507

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	271,672
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	271,672
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	2,746
6	**Adjusted qualifying distributions.** Subtract line 5 from line 4.	6	268,926

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				281,507
2 Undistributed income, if any, as of the end of 2016				
a Enter amount for 2015 only.			269,210	
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 ▶ $ 271,672				
a Applied to 2015, but not more than line 2a			269,210	
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.				2,462
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				279,045
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)

	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))

See Additional Data Table

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**				271,672
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					4,877
4 Dividends and interest from securities					137,828
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					163,173
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)					305,878

13 Total. Add line 12, columns (b), (d), and (e) **13** 305,878

(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

****** 2017-05-15 ******

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
Marc L Simmons				P00109483

Firm's name ▶ Simmons & Company A Professional CPA Corp — Firm's EIN ▶

Firm's address ▶ 2494 South 1300 East

Salt Lake City, UT 841063156 — Phone no (801) 486-2731

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)
538 000 Shs DOUBLELINE INCOME	P	2013-04-25	2016-12-06
22 142 Shs HUSSMAN STRATEGIC	P	2012-01-03	2016-12-06
63 333 Shs HUSSMAN STRATEGIC	P	2013-01-02	2016-12-06
34 520 Shs HUSSMAN STRATEGIC	P	2014-01-02	2016-12-06
204 000 Shs KINDER MORGAN INC	P	2014-12-02	2016-12-06
203 000 Shs KINDER MORGAN INC	P	2014-12-02	2016-12-06
300 000 Shs POWERSHARES QQQ TR	P	2012-02-27	2016-12-06
133 195 Shs TRANSAMERICA FDS	P	2012-12-28	2016-12-06
51 747 Shs TRANSAMERICA FDS	P	2013-12-30	2016-12-06
38 000 Shs VANGUARD SHORT TERM BOND	P	2011-01-07	2016-12-06

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)
10,008		13,448	-3,440
164		275	-111
469		678	-209
256		341	-85
4,323		8,473	-4,150
4,290		8,432	-4,142
34,974		19,230	15,744
1,273		1,315	-42
495		527	-32
3,024		3,059	-35

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	
			-3,440
			-111
			-209
			-85
			-4,150
			-4,142
			15,744
			-42
			-32
			-35

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)
2000 000 Shs WELLS FARGO & CO	P	2012-11-13	2016-02-22
100 000 Shs WISDOMTREE MANAGED	P	2011-05-12	2016-04-12
200 000 Shs WISDOMTREE MANAGED	P	2011-05-12	2016-04-12
9 000 Shs WISDOMTREE MANAGED	P	2011-05-12	2016-04-12
191 000 Shs WISDOMTREE MANAGED	P	2011-06-02	2016-04-12
645 161 Shs HUSSMAN STRATEGIC	P	2011-05-12	2016-08-18
359 023 Shs HUSSMAN STRATEGIC	P	2011-05-12	2016-12-06
64 809 Shs MAINSTAY FDS	P	2011-01-21	2016-05-27
5583 250 Shs TRANSAMERICA FDS	P	2011-05-12	2016-12-06
156 222 Shs TRANSAMERICA FDS	P	2011-12-20	2016-12-06

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)
50,519		50,000	519
4,217		5,203	-986
8,434		10,350	-1,916
380		468	-88
8,054		9,989	-1,935
5,000		7,981	-2,981
2,660		4,441	-1,781
1,000		1,050	-50
53,376		56,000	-2,624
1,493		1,437	56

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	
			519
			-986
			-1,916
			-88
			-1,935
			-2,981
			-1,781
			-50
			-2,624
			56

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)
79 270 Shs BLACKROCK STRATEGIC INC	P	2015-08-31	2016-08-01
66 990 Shs BLACKROCK STRATEGIC INC	P	2015-09-30	2016-08-01
82 425 Shs BLACKROCK STRATEGIC INC	P	2015-10-30	2016-08-01
87 126 Shs BLACKROCK STRATEGIC INC	P	2015-11-30	2016-08-01
494 035 Shs BLACKROCK STRATEGIC INC	P	2015-12-23	2016-08-01
101 300 Shs BLACKROCK STRATEGIC INC	P	2015-12-31	2016-08-01
102 975 Shs BLACKROCK STRATEGIC INC	P	2016-01-29	2016-08-01
89 459 Shs BLACKROCK STRATEGIC INC	P	2016-02-29	2016-08-01
79 698 Shs BLACKROCK STRATEGIC INC	P	2016-03-31	2016-08-01
103 775 Shs BLACKROCK STRATEGIC INC	P	2016-04-29	2016-08-01

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)
775		793	-18
655		665	-10
806		822	-16
852		866	-14
4,832		4,832	
991		990	1
1,007		998	9
875		861	14
779		770	9
1,015		1,008	7

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	
			-18
			-10
			-16
			-14
			1
			9
			14
			9
			7

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)
124 873 Shs BLACKROCK STRATEGIC INC	P	2016-05-31	2016-08-01
120 699 Shs BLACKROCK STRATEGIC INC	P	2016-06-30	2016-08-01
131 955 Shs BLACKROCK STRATEGIC INC	P	2016-07-29	2016-08-01
142 417 Shs BLACKROCK STRATEGIC INC	P	2012-01-31	2016-08-01
151 096 Shs BLACKROCK STRATEGIC INC	P	2012-02-29	2016-08-01
143 173 Shs BLACKROCK STRATEGIC INC	P	2012-03-30	2016-08-01
128 639 Shs BLACKROCK STRATEGIC INC	P	2012-04-30	2016-08-01
152 854 Shs BLACKROCK STRATEGIC INC	P	2012-05-31	2016-08-01
151 786 Shs BLACKROCK STRATEGIC INC	P	2012-06-29	2016-08-01
156 289 Shs BLACKROCK STRATEGIC INC	P	2012-07-31	2016-08-01

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)
1,221		1,210	11
1,180		1,173	7
1,291		1,292	-1
1,393		1,376	17
1,478		1,471	7
1,400		1,398	2
1,258		1,256	2
1,495		1,484	11
1,484		1,478	6
1,529		1,536	-7

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	
			11
			7
			-1
			17
			7
			2
			2
			11
			6
			-7

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)
142 312 Shs BLACKROCK STRATEGIC INC	P	2012-08-31	2016-08-01
136 173 Shs BLACKROCK STRATEGIC INC	P	2012-09-28	2016-08-01
149 601 Shs BLACKROCK STRATEGIC INC	P	2012-10-31	2016-08-01
131 993 Shs BLACKROCK STRATEGIC INC	P	2012-11-30	2016-08-01
119 738 Shs BLACKROCK STRATEGIC INC	P	2012-12-31	2016-08-01
118 162 Shs BLACKROCK STRATEGIC INC	P	2013-01-31	2016-08-01
110 835 Shs BLACKROCK STRATEGIC INC	P	2013-02-28	2016-08-01
121 999 Shs BLACKROCK STRATEGIC INC	P	2013-03-28	2016-08-01
154 453 Shs BLACKROCK STRATEGIC INC	P	2013-04-30	2016-08-01
155 516 Shs BLACKROCK STRATEGIC INC	P	2013-05-31	2016-08-01

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)
1,392		1,405	-13
1,332		1,358	-26
1,463		1,500	-37
1,291		1,327	-36
1,171		1,209	-38
1,156		1,201	-45
1,084		1,126	-42
1,193		1,237	-44
1,511		1,582	-71
1,521		1,588	-67

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	
			-13
			-26
			-37
			-36
			-38
			-45
			-42
			-44
			-71
			-67

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)
117 717 Shs BLACKROCK STRATEGIC INC	P	2013-06-28	2016-08-01
99 740 Shs BLACKROCK STRATEGIC INC	P	2013-07-31	2016-08-01
84 573 Shs BLACKROCK STRATEGIC INC	P	2013-08-30	2016-08-01
86 830 Shs BLACKROCK STRATEGIC INC	P	2013-09-30	2016-08-01
89 233 Shs BLACKROCK STRATEGIC INC	P	2013-10-31	2016-08-01
80 429 Shs BLACKROCK STRATEGIC INC	P	2013-11-29	2016-08-01
76 728 Shs BLACKROCK STRATEGIC INC	P	2013-12-31	2016-08-01
72 682 Shs BLACKROCK STRATEGIC INC	P	2014-01-31	2016-08-01
89 718 Shs BLACKROCK STRATEGIC INC	P	2014-02-28	2016-08-01
99 920 Shs BLACKROCK STRATEGIC INC	P	2014-03-31	2016-08-01

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)
1,151		1,176	-25
975		998	-23
827		842	-15
849		870	-21
873		900	-27
787		813	-26
750		780	-30
711		738	-27
877		919	-42
977		1,026	-49

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
			-23
			-15
			-21
			-27
			-26
			-30
			-27
			-42
			-49

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)
104 989 Shs BLACKROCK STRATEGIC INC	P	2014-04-30	2016-08-01
105 469 Shs BLACKROCK STRATEGIC INC	P	2014-05-30	2016-08-01
97 093 Shs BLACKROCK STRATEGIC INC	P	2014-06-30	2016-08-01
95 264 Shs BLACKROCK STRATEGIC INC	P	2014-07-17	2016-08-01
102 045 Shs BLACKROCK STRATEGIC INC	P	2014-07-31	2016-08-01
81 333 Shs BLACKROCK STRATEGIC INC	P	2014-08-29	2016-08-01
71 323 Shs BLACKROCK STRATEGIC INC	P	2014-09-30	2016-08-01
76 773 Shs BLACKROCK STRATEGIC INC	P	2014-10-31	2016-08-01
88 098 Shs BLACKROCK STRATEGIC INC	P	2014-11-28	2016-08-01
885 245 Shs BLACKROCK STRATEGIC INC	P	2014-12-22	2016-08-01

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)
1,027		1,081	-54
1,031		1,091	-60
950		1,007	-57
932		987	-55
998		1,056	-58
795		841	-46
698		733	-35
751		788	-37
862		907	-45
8,658		8,959	-301

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	
			-54
			-60
			-57
			-55
			-58
			-46
			-35
			-37
			-45
			-301

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)
77 319 Shs BLACKROCK STRATEGIC INC	P	2014-12-31	2016-08-01
69 058 Shs BLACKROCK STRATEGIC INC	P	2015-01-30	2016-08-01
66 350 Shs BLACKROCK STRATEGIC INC	P	2015-02-27	2016-08-01
69 019 Shs BLACKROCK STRATEGIC INC	P	2015-03-31	2016-08-01
93 516 Shs BLACKROCK STRATEGIC INC	P	2015-04-30	2016-08-01
98 606 Shs BLACKROCK STRATEGIC INC	P	2015-05-29	2016-08-01
81 234 Shs BLACKROCK STRATEGIC INC	P	2015-06-30	2016-08-01
85 267 Shs BLACKROCK STRATEGIC INC	P	2015-07-31	2016-08-01
2367 708 Shs BLACKROCK EQUITY DIVIDEND	P	2011-10-18	2016-04-12
2333 458 Shs BLACKROCK EQUITY DIVIDEND	P	2011-10-18	2016-06-13

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)
756		782	-26
675		703	-28
649		678	-29
675		705	-30
915		953	-38
964		1,002	-38
794		819	-25
834		859	-25
50,000		41,482	8,518
50,000		40,882	9,118

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	
			-26
			-28
			-29
			-30
			-38
			-38
			-25
			-25
			8,518
			9,118

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)
46189 120 Shs BLACKROCK STRATEGIC INC	P	2011-10-18	2016-08-01
33 635 Shs BLACKROCK STRATEGIC INC	P	2011-10-31	2016-08-01
137 969 Shs BLACKROCK STRATEGIC INC	P	2011-11-30	2016-08-01
127 448 Shs BLACKROCK STRATEGIC INC	P	2011-12-30	2016-08-01
75 000 Shs EMERSON ELECTRIC CO	P	2015-12-22	2016-10-11
16 000 Shs FORTIVE CORP	P	2016-04-29	2016-08-22
17 000 Shs FORTIVE CORP	P	2016-05-10	2016-08-22
25 000 Shs GOLDMAN SACHS GRP INC	P	2015-06-26	2016-01-27
23 000 Shs J2 GLOBAL INC COM NEW	P	2016-02-17	2016-05-13
33 000 Shs J2 GLOBAL INC COM NEW	P	2016-03-01	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)
451,729		440,259	11,470
329		323	6
1,349		1,308	41
1,246		1,210	36
3,818		3,503	315
821		710	111
873		816	57
3,885		5,339	-1,454
1,439		1,730	-291
2,064		2,470	-406

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	
			11,470
			6
			41
			36
			315
			111
			57
			-1,454
			-291
			-406

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)
78 000 Shs JETBLUE AIRWAYS CORP	P	2015-11-05	2016-05-10
98 000 Shs JETBLUE AIRWAYS CORP	P	2015-11-10	2016-05-10
59 000 Shs LOWES COMPANIES INC	P	2016-07-11	2016-10-26
38 000 Shs LOWES COMPANIES INC	P	2016-08-02	2016-10-26
21 000 Shs LOWES COMPANIES INC	P	2016-08-09	2016-10-26
7 000 Shs SYNCHRONY FINANCIAL	P	2015-08-18	2016-08-02
64 000 Shs SYNCHRONY FINANCIAL	P	2015-08-28	2016-08-02
49 000 Shs SYNCHRONY FINANCIAL	P	2015-11-05	2016-08-02
90 000 Shs SYNCHRONY FINANCIAL	P	2015-08-18	2016-07-22
35 000 Shs UNITED PARCEL SER INC CL-B	P	2016-04-19	2016-09-29

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)
1,510		1,996	-486
1,897		2,563	-666
3,978		4,896	-918
2,562		3,115	-553
1,416		1,711	-295
192		247	-55
1,756		2,085	-329
1,344		1,573	-229
2,532		3,169	-637
3,804		3,737	67

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	
			-486
			-666
			-918
			-553
			-295
			-55
			-329
			-229
			-637
			67

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)
25 000 Shs AERCAP HOLDINGS N V	P	2014-02-20	2016-07-22
50 000 Shs AERCAP HOLDINGS N V	P	2014-04-04	2016-07-22
65 000 Shs AERCAP HOLDINGS N V	P	2014-02-20	2016-03-01
21 000 Shs AERCAP HOLDINGS N V	P	2014-02-05	2016-02-25
70 000 Shs AERCAP HOLDINGS N V	P	2014-02-20	2016-02-25
90 000 Shs AERCAP HOLDINGS N V	P	2014-02-05	2016-02-10
49 000 Shs ALLIED WORLD ASSUR CO HLDG LTD	P	2012-02-24	2016-08-17
92 000 Shs ALLIED WORLD ASSUR CO HLDG LTD	P	2012-02-24	2016-03-22
11 000 Shs AMGEN INC	P	2012-09-21	2016-07-11
31 000 Shs AMGEN INC	P	2012-08-27	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)
907		971	-64
1,813		2,070	-257
2,367		2,525	-158
718		797	-79
2,394		2,720	-326
2,429		3,414	-985
1,944		1,114	830
3,295		2,092	1,203
1,769		973	796
4,678		2,628	2,050

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	
			-64
			-257
			-158
			-79
			-326
			-985
			830
			1,203
			796
			2,050

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)
2 000 Shs AMGEN INC	P	2012-09-21	2016-05-17
21 000 Shs AMGEN INC	P	2012-08-27	2016-05-10
21 000 Shs AMGEN INC	P	2012-08-27	2016-04-29
26 000 Shs AMGEN INC	P	2012-08-27	2016-04-26
79 000 Shs AMTRUST FINANCIAL SRV INC	P	2015-02-09	2016-10-26
63 000 Shs APPLE INC	P	2012-02-24	2016-06-23
45 000 Shs APPLE INC	P	2012-02-24	2016-05-31
3 000 Shs BIOGEN INC COM	P	2014-10-06	2016-04-20
20 000 Shs BIOGEN INC COM	P	2014-10-24	2016-04-20
11 000 Shs BIOGEN INC COM	P	2014-03-11	2016-04-11

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)
302		177	125
3,298		1,781	1,517
3,310		1,781	1,529
4,229		2,204	2,025
2,060		2,160	-100
6,027		4,687	1,340
4,476		3,348	1,128
796		976	-180
5,310		6,389	-1,079
2,924		3,714	-790

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	
			125
			1,517
			1,529
			2,025
			-100
			1,340
			1,128
			-180
			-1,079
			-790

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)
7 000 Shs BIOGEN INC COM	P	2014-09-17	2016-04-11
10 000 Shs BIOGEN INC COM	P	2014-10-06	2016-04-11
23 000 Shs BIOGEN INC COM	P	2013-11-06	2016-02-12
7 000 Shs BIOGEN INC COM	P	2014-03-11	2016-02-12
16 000 Shs BLACKROCK INC	P	2014-02-05	2016-02-02
91 000 Shs BT GP PLC SPON ADR	P	2012-02-24	2016-09-22
94 000 Shs BT GP PLC SPON ADR	P	2012-02-24	2016-09-14
49 000 Shs COMCAST CORP (NEW) CLASS A	P	2012-12-07	2016-12-08
45 000 Shs COMCAST CORP (NEW) CLASS A	P	2012-12-07	2016-12-05
53 000 Shs COMCAST CORP (NEW) CLASS A	P	2012-11-29	2016-05-25

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)
1,861		2,284	-423
2,658		3,254	-596
5,650		5,520	130
1,720		2,363	-643
4,802		4,629	173
2,374		1,558	816
2,345		1,610	735
3,388		1,815	1,573
3,104		1,666	1,438
3,324		1,948	1,376

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	
			-423
			-596
			130
			-643
			173
			816
			735
			1,573
			1,438
			1,376

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)
26 000 Shs COMCAST CORP (NEW) CLASS A	P	2012-12-07	2016-05-25
31 000 Shs CVS HEALTH CORP COM	P	2014-01-28	2016-12-22
47 000 Shs CVS HEALTH CORP COM	P	2014-01-30	2016-12-22
35 000 Shs CVS HEALTH CORP COM	P	2014-01-28	2016-12-13
29 000 Shs CVS HEALTH CORP COM	P	2014-01-28	2016-12-08
20 000 Shs CVS HEALTH CORP COM	P	2013-07-16	2016-10-18
24 000 Shs CVS HEALTH CORP COM	P	2014-01-28	2016-10-18
28 000 Shs CVS HEALTH CORP COM	P	2013-07-16	2016-09-29
32 000 Shs CVS HEALTH CORP COM	P	2013-07-16	2016-09-08
163 000 Shs JARDEN CORP	P	2013-09-17	2016-04-18

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

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
1,631		963	668
2,443		2,124	319
3,703		3,186	517
2,795		2,398	397
2,304		1,987	317
1,744		1,219	525
2,093		1,644	449
2,512		1,706	806
2,971		1,950	1,021
3,423			3,423

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	
			668
			319
			517
			397
			317
			525
			449
			806
			1,021
			3,423

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)
143 000 Shs JARDEN CORP	P	2014-03-11	2016-04-18
789 000 Shs LLOYDS BANKING GROUP PLC	P	2014-01-08	2016-07-05
100 000 Shs LLOYDS BANKING GROUP PLC	P	2013-12-20	2016-03-22
412 000 Shs LLOYDS BANKING GROUP PLC	P	2014-01-08	2016-03-22
29 000 Shs MASTERCARD INC CL A	P	2012-04-11	2016-04-29
45 000 Shs MASTERCARD INC CL A	P	2012-04-11	2016-03-14
32 000 Shs MASTERCARD INC CL A	P	2012-04-11	2016-03-01
15 000 Shs NORTHROP GRUMMAN CP(HLDG CO)	P	2013-09-17	2016-12-08
14 000 Shs NORTHROP GRUMMAN CP(HLDG CO)	P	2013-09-17	2016-12-05
14 000 Shs ORIX CORP	P	2015-04-14	2016-07-08

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)
3,003		421	2,582
2,146		4,416	-2,270
397		511	-114
1,635		2,306	-671
2,798		1,251	1,547
3,996		1,941	2,055
2,864		1,380	1,484
3,576		1,479	2,097
3,481		1,380	2,101
884		1,060	-176

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	
			2,582
			-2,270
			-114
			-671
			1,547
			2,055
			1,484
			2,097
			2,101
			-176

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)
34 000 Shs ORIX CORP	P	2015-06-15	2016-07-08
27 000 Shs ORIX CORP	P	2015-04-07	2016-07-07
21 000 Shs ORIX CORP	P	2015-04-14	2016-07-07
42 000 Shs ORIX CORP	P	2015-04-07	2016-07-06
30 000 Shs PHILLIPS 66 COM	P	2013-03-19	2016-10-26
74 000 Shs PHILLIPS 66 COM	P	2013-03-21	2016-10-26
44 000 Shs PHILLIPS 66 COM	P	2013-03-19	2016-08-22
21 000 Shs RYANAIR HLDGS PLC ADR	P	2012-02-24	2016-11-16
30 000 Shs RYANAIR HLDGS PLC ADR	P	2012-02-24	2016-11-02
30 000 Shs RYANAIR HLDGS PLC ADR	P	2012-02-24	2016-09-22

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)
2,147		2,596	-449
1,686		2,006	-320
1,311		1,590	-279
2,623		3,121	-498
2,431		1,969	462
5,996		4,998	998
3,389		2,887	502
1,711		718	993
2,268		1,025	1,243
2,257		1,025	1,232

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	
			-449
			-320
			-279
			-498
			462
			998
			502
			993
			1,243
			1,232

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)
26 000 Shs RYANAIR HLDGS PLC ADR	P	2012-02-24	2016-08-09
36 000 Shs SCHLUMBERGER LTD	P	2014-10-20	2016-10-26
18 000 Shs SHIRE PLC ADR	P	2013-02-04	2016-07-11
253 000 Shs SUMITOMO MITSUI FINL GROUP INC	P	2013-12-20	2016-07-22
120 000 Shs SUMITOMO MITSUI FINL GROUP INC	P	2013-12-10	2016-06-23
160 000 Shs SUMITOMO MITSUI FINL GROUP INC	P	2013-12-20	2016-06-23
180 000 Shs SUMITOMO MITSUI FINL GROUP INC	P	2013-12-10	2016-06-14
182 000 Shs SUMITOMO MITSUI FINL GROUP INC	P	2013-11-13	2016-05-02
111 000 Shs SUMITOMO MITSUI FINL GROUP INC	P	2013-12-10	2016-05-02
217 000 Shs SUMITOMO MITSUI FINL GROUP INC	P	2013-08-01	2016-04-29

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)
1,849		889	960
2,872		3,396	-524
3,372		1,832	1,540
1,524		2,600	-1,076
740		1,175	-435
986		1,645	-659
1,023		1,763	-740
1,106		1,837	-731
674		1,087	-413
1,318		2,077	-759

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	
			960
			-524
			1,540
			-1,076
			-435
			-659
			-740
			-731
			-413
			-759

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)
97 000 Shs SUMITOMO MITSUI FINL GROUP INC	P	2013-11-13	2016-04-29
249 000 Shs SUMITOMO MITSUI FINL GROUP INC	P	2013-08-01	2016-04-26
178 000 Shs SUMITOMO MITSUI FINL GROUP INC	P	2013-06-20	2016-03-31
118 000 Shs SUMITOMO MITSUI FINL GROUP INC	P	2013-08-01	2016-03-31
228 000 Shs SUMITOMO MITSUI FINL GROUP INC	P	2013-05-22	2016-03-29
75 000 Shs SUMITOMO MITSUI FINL GROUP INC	P	2013-06-20	2016-03-29
20 000 Shs SUMITOMO MITSUI FINL GROUP INC	P	2013-04-17	2016-03-22
256 000 Shs SUMITOMO MITSUI FINL GROUP INC	P	2013-05-22	2016-03-22
308 000 Shs SUMITOMO MITSUI FINL GROUP INC	P	2013-04-17	2016-03-14
18 000 Shs SUMITOMO MITSUI FINL GROUP INC	P	2013-03-11	2016-03-08

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)
589		979	-390
1,651		2,384	-733
1,069		1,538	-469
709		1,130	-421
1,372		2,103	-731
451		648	-197
127		184	-57
1,628		2,361	-733
1,991		2,830	-839
111		153	-42

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	
			-390
			-733
			-469
			-421
			-731
			-197
			-57
			-733
			-839
			-42

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)
375 000 Shs SUMITOMO MITSUI FINL GROUP INC	P	2013-04-17	2016-03-08
165 000 Shs TAIWAN SMCNDCTR MFG CO LTD ADR	P	2014-05-06	2016-12-20
49 000 Shs TAIWAN SMCNDCTR MFG CO LTD ADR	P	2014-05-08	2016-12-20
98 000 Shs TAIWAN SMCNDCTR MFG CO LTD ADR	P	2014-05-06	2016-12-15
162 000 Shs TAIWAN SMCNDCTR MFG CO LTD ADR	P	2014-05-02	2016-11-02
43 000 Shs TAIWAN SMCNDCTR MFG CO LTD ADR	P	2014-05-06	2016-11-02
139 000 Shs TAIWAN SMCNDCTR MFG CO LTD ADR	P	2014-05-02	2016-06-10
2 000 Shs TOYOTA MOTOR CP ADR NEW	P	2014-12-10	2016-08-26
22 000 Shs TOYOTA MOTOR CP ADR NEW	P	2015-01-14	2016-08-26
21 000 Shs TOYOTA MOTOR CP ADR NEW	P	2014-12-10	2016-02-17

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)
2,309		3,445	-1,136
4,860		3,304	1,556
1,443		1,005	438
2,952		1,962	990
4,929		3,190	1,739
1,308		861	447
3,582		2,737	845
237		254	-17
2,607		2,783	-176
2,272		2,663	-391

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	
			-1,136
			1,556
			438
			990
			1,739
			447
			845
			-17
			-176
			-391

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)
5 000 Shs TOYOTA MOTOR CP ADR NEW	P	2013-09-23	2016-02-10
21 000 Shs TOYOTA MOTOR CP ADR NEW	P	2013-11-13	2016-02-10
17 000 Shs TOYOTA MOTOR CP ADR NEW	P	2014-12-10	2016-02-10
21 000 Shs TOYOTA MOTOR CP ADR NEW	P	2013-09-23	2016-02-05
17 000 Shs ALLERGAN PLC SHS	P	2013-09-30	2016-11-16
17 000 Shs ALLERGAN PLC SHS	P	2013-09-30	2016-10-04
0 000 Shs NEWELL BRANDS INC	P	2013-09-17	2016-04-18
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)
538		648	-110
2,258		2,664	-406
1,828		2,156	-328
2,317		2,722	-405
3,341		2,448	893
4,003		2,448	1,555
34			34
			117,551

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	
			-110
			-406
			-328
			-405
			893
			1,555
			34

Form 990PF Part XV Line 1a - 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).

Thomas D Dee III
Candace C Dee

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*				
McKay-Dee Foundation 4401 Harrison Blvd Ogden, UT 84403	N/A	501(c)(3)	Medical Education Open and annual gala sponsorships, unrestricted gifts	18,228
Ronald McDonald House Charities 935 East South Temple Salt Lake City, UT 84102	N/A	501(c)(3)	Operations and program support	5,000
United Way 257 East 200 South Suite 300 Salt Lake City, UT 84111	N/A	501(c)(3)	Changing the Odds campaign - dental health initiatives	50,000
John A Moran Eye Center 65 Mario Capecchi Drive Salt Lake City, UT 84132	N/A	501(c)(3)	Hope in Sight campaign/ongoing research	50,000
Lewis Clark College 0615 SW Palatine Hill Road Portland, OR 97219	N/A	501(c)(3)	Endowed scholarship and student internships	25,000
The Nature Conservancy of Utah 559 East South Temple Salt Lake City, UT 84102	N/A	501(c)(3)	Utah project support - new campaign	15,000
American Cancer Society 941 East 3300 South Salt Lake City, UT 84106	N/A	501(c)(3)	Hope Lodge construction campaign	5,000
Boys and Girls Club of SLC 669 South 200 East Suite 100 Salt Lake City, UT 84111	N/A	501(c)(3)	Advanced education scholarship and operational support	13,444
University of Utah College of Educa 540 Arapeen Drive Suite 250 Salt Lake City, UT 84108	N/A	501(c)(3)	Dee Endowed Teaching Assistantship	25,000
University of Utah - College of Nur 10 South 2000 East Salt Lake City, UT 84112	N/A	501(c)(3)	Faculty support- expendable fund	30,000
Intermountain Foundation 4401 Harrison Blvd Ogden, UT 84403	N/A	501(c)(3)	Layton Hospital construction	25,000
Primary Children's Hospital Foundat 100 N Mario Capecchi Drive Salt Lake City, UT 84113	N/A	501(c)(3)	Honorary Grandparents' Fund	10,000
Total . . . . ▶ 3a				271,672

TY 2016 Accounting Fees Schedule

Name: Thomas and Candace Dee Family Foundation

EIN: 27-3949457

Software ID: 16000303

Software Version: 2016v3.0

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
Income Tax Preparation Fees	1,432	0	0	0

TY 2016 Investments Corporate Stock Schedule

Name: Thomas and Candace Dee Family Foundation

EIN: 27-3949457

Software ID: 16000303

Software Version: 2016v3.0

Name of Stock	End of Year Book Value	End of Year Fair Market Value
Apple, Inc. (378 Shs)	43,780	43,780
General Electric Company (21,242 Shs)	671,247	671,247
United Health Group Inc. (433 Shs)	69,297	69,297
Allied World Assur Co (301 Shs)	16,167	16,167
AMGEN, Inc. (87 Shs)	12,720	12,720
Apple, Inc. (235 Shs)	27,218	27,218
British Amer TOB (96 Shs)	10,816	10,816
BT GP PLC (795 Shs)	18,309	18,309
Comcast (358 Shs)	24,720	24,720
JP Morgan Chase (103 Shs)	8,888	8,888
MasterCard Inc. (111 Shs)	11,461	11,461
Ryanair Holdings (292 Shs)	24,312	24,312
Shire, PLC (150 Shs)	25,557	25,557
UBS AG (1,848 Shs)	28,958	28,958
CVS Health Corp (197 Shs)	15,545	15,545
Northrop Grumman (79 Shs)	18,374	18,374
Toyota Motor CP (61 Shs)	7,149	7,149
Aercap Holdings (343 Shs)	14,272	14,272
Schlumberger Ltd (249 Shs)	20,904	20,904
Taiwan Smcndctr (787 Shs)	22,626	22,626
Disney Walt Company (100 Shs)	10,422	10,422
Allergan PLC (118 Shs)	24,781	24,781
Alphabet Inc (31 Shs)	24,566	24,566
Amtrust Financial (239 Shs)	6,544	6,544
Emerson Electric Co (291 Shs)	16,223	16,223
National Oilwell Varco Inc (381 Shs)	14,265	14,265
Nippon Telegraph (689 Shs)	28,986	28,986
Tencent Hldgs (868 Shs)	21,023	21,023
ABB Ltd (449 Shs)	9,460	9,460
Agnico Eagle Mines (381 Shs)	16,002	16,002

Name of Stock	End of Year Book Value	End of Year Fair Market Value
Broadcom Ltd (47 Shs)	8,308	8,308
Danaher Corp (199 Shs)	15,490	15,490
Franklın Resources (643 Shs)	25,450	25,450
Ill Tool Works (174 Shs)	21,308	21,308
Invesco Ltd (443 Shs)	13,441	13,441
Newell Brands (402 Shs)	17,949	17,949
Prıcelıne Group (17 Shs)	24,923	24,923
Qualcomm Inc (284 Shs)	18,517	18,517
Verızon Coomunıcatıons (203 Shs)	10,836	10,836

efile GRAPHIC print - DO NOT PROCESS	As Filed Data -	DLN: 93491135036137

TY 2016 Investments - Other Schedule

Name: Thomas and Candace Dee Family Foundation

EIN: 27-3949457

Software ID: 16000303

Software Version: 2016v3.0

Category/ Item	Listed at Cost or FMV	Book Value	End of Year Fair Market Value
Blackrock Equity Div A (94,387.489 Shs)	FMV	2,123,719	2,123,719
Blackrock Strat Opp A (52,910.625 Shs)	FMV		
iShares iBoxx $ Yield (259 Shs)	FMV	22,416	22,416
iShares MSCI EAFE Index (1,475 Shs)	FMV	85,152	85,152
iShares Russell Midcap Value (421 Shs)	FMV	33,861	33,861
iShares Russell Midcap Index (242 Shs)	FMV	43,284	43,284
iShares S&P Smallcap (273 Shs)	FMV	40,950	40,950
iShares S&P SmallCap (219 Shs)	FMV	30,662	30,662
iShares Tr Russ Midcap Growth (504 Shs)	FMV	49,085	49,085
iShares Tr Russ 3000 Index (1,256 Shs)	FMV	167,023	167,023
iShares Tr MSCI Emerg Mkts (643 Shs)	FMV	22,511	22,511
Simon Prop Group REIT, Inc. (169 Shs)	FMV	30,026	30,026
SPDR Dow Jones Global RE (327 Shs)	FMV	15,323	15,323
Vanguard Short Term Bond (92 Shs)	FMV	7,309	7,309
Fidelity Advisor II FLTG (2,870.197 Shs)	FMV	27,640	27,640
Mainstay FDS Conv FD (1,478.435 Shs)	FMV	24,128	24,128
Prud ST Corp Bond Z (2,172.024 Shs)	FMV	23,979	23,979
Vanguard Dividend ET (400 Shs)	FMV	34,072	34,072
Goldman Sachs Trust (3,758.286 Shs)	FMV	78,849	78,849
Vanguard Intl Equity (237 Shs)	FMV	8,480	8,480
Janus Invt FD (945.180 Shs)	FMV	9,726	9,726
John Hancock Funds (578.704 Shs)	FMV	12,425	12,425
Doubleline Income (662 Shs)	FMV	12,571	12,571
Prudential Fin 5.7% (2,000 Shs)	FMV	49,480	49,480
General Electric Co (30,000 Shs)	FMV	948,000	948,000
SPDR S&P Insurance (366 Shs)	FMV	30,360	30,360
Vanguard Energy (286 Shs)	FMV	29,938	29,938
Ebay Inc (2,000 Shs)	FMV	51,880	51,880
Intl Business Machines (643 Shs)	FMV	106,732	106,732
Blackrock Multi-Asset (49,480.832 Shs)	FMV	531,303	531,303

TY 2016 Other Expenses Schedule

Name: Thomas and Candace Dee Family Foundation

EIN: 27-3949457

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
Investment Advisory Fees	30,575	30,575		

TY 2016 Taxes Schedule

Name: Thomas and Candace Dee Family Foundation

EIN: 27-3949457

Software ID: 16000303

Software Version: 2016v3.0

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
Foreign Taxes Paid	750	750		

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
Thomas and Candace Dee Family Foundation	27-3949457

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	**Employer identification number**
Thomas and Candace Dee Family Foundation	27-3949457

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	Thomas D Dee III Candace C Dee 1575 Devonshire Drive Salt Lake City, UT841082552	$ 250,095	Person ☑ Payroll ☐ Noncash ☑ (Complete Part II for noncash contributions)
-		$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II for noncash contributions)
-		$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II for noncash contributions)
-		$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II for noncash contributions)
-		$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II for noncash contributions)
-		$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II for noncash contributions)

Name of organization	Employer identification number
Thomas and Candace Dee Family Foundation	27-3949457

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	643 Shares - IBM Stock	$ 100 095	2016-10-07

(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
Thomas and Candace Dee Family Foundation	27-3949457

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