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

Name of foundation JOSEPHINE HERBERT GLEIS FOUNDATION		A Employer identification number 33-0876494	
Number and street (or P O box number if mail is not delivered to street address) 2301 SAN JOAQUIN HILLS ROAD		Room/suite	
City or town, state or province, country, and ZIP or foreign postal code CORONA DEL MAR, CA 92625		B Telephone number (see instructions) (949) 721-2100	
G Check all that apply <div><input type="checkbox"/> Initial return</div> <div><input type="checkbox"/> Initial return of a former public charity</div> <div><input type="checkbox"/> Final return</div> <div><input type="checkbox"/> Amended return</div> <div><input type="checkbox"/> Address change</div> <div><input type="checkbox"/> Name change</div>		D 1. Foreign organizations, check here 2. Foreign organizations meeting the 85% test, check here and attach computation	
H Check type of organization <input checked="" type="checkbox"/> Section 501(c)(3) exempt private foundation <input type="checkbox"/> Section 4947(a)(1) nonexempt charitable trust <input type="checkbox"/> Other taxable private foundation		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) \$ 11,851,619		F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here	
J Accounting method <input checked="" type="checkbox"/> Cash <input type="checkbox"/> Accrual <input type="checkbox"/> Other (specify) (Part I, column (d) must be on cash basis)			

Part I Analysis of Revenue and Expenses (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see instructions))		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
Revenue	1 Contributions, gifts, grants, etc , received (attach schedule)	0			
	2 Check <input checked="" type="checkbox"/> if the foundation is not required to attach Sch B				
	3 Interest on savings and temporary cash investments	4,348	4,348		
	4 Dividends and interest from securities	204,292	204,292		
	5a Gross rents				
	b Net rental income or (loss)				
	6a Net gain or (loss) from sale of assets not on line 10	-315,550			
	b Gross sales price for all assets on line 6a	4,526,935			
	7 Capital gain net income (from Part IV, line 2)		795,229		
	8 Net short-term capital gain				
	9 Income modifications				
	10a Gross sales less returns and allowances				
Operating and Administrative Expenses	b Less Cost of goods sold				
	c Gross profit or (loss) (attach schedule)				
	11 Other income (attach schedule)	80,581	80,581		
	12 Total. Add lines 1 through 11	-26,329	1,084,450		
	13 Compensation of officers, directors, trustees, etc	0	0		0
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits				
	16a Legal fees (attach schedule)				
	b Accounting fees (attach schedule)	13,868	0		13,868
	c Other professional fees (attach schedule)				
	17 Interest				
	18 Taxes (attach schedule) (see instructions)	8,160	8,160		0
	19 Depreciation (attach schedule) and depletion				
	20 Occupancy				
	21 Travel, conferences, and meetings				
	22 Printing and publications				
	23 Other expenses (attach schedule)	86,879	86,873		0
	24 Total operating and administrative expenses. Add lines 13 through 23	108,907	95,033		13,868
	25 Contributions, gifts, grants paid	630,000			630,000
	26 Total expenses and disbursements. Add lines 24 and 25	738,907	95,033		643,868
	27 Subtract line 26 from line 12				
	a Excess of revenue over expenses and disbursements	-765,236			
	b Net investment income (if negative, enter -0-)		989,417		
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 (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	131,026	102,619	102,619
	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)	7,707,050	7,054,181	8,025,077
	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)	3,290,478	3,379,535	3,693,876
	14	Land, buildings, and equipment basis ▶ _____ Less accumulated depreciation (attach schedule) ▶ _____			
15	Other assets (describe ▶ _____)	203,064	30,047	30,047	
16	Total assets (to be completed by all filers—see the instructions Also, see page 1, item I)	11,331,618	10,566,382	11,851,619	
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	0	
Net Assets or Fund Balances	Foundations that follow SFAS 117, check here <input type="checkbox"/> 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 <input checked="" type="checkbox"/> and complete lines 27 through 31.				
	27	Capital stock, trust principal, or current funds	0	0	
	28	Paid-in or capital surplus, or land, bldg, and equipment fund	0	0	
	29	Retained earnings, accumulated income, endowment, or other funds	11,331,618	10,566,382	
	30	Total net assets or fund balances (see instructions)	11,331,618	10,566,382	
31	Total liabilities and net assets/fund balances (see instructions) .	11,331,618	10,566,382		

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	11,331,618
2	Enter amount from Part I, line 27a	2	-765,236
3	Other increases not included in line 2 (itemize) ▶ _____	3	0
4	Add lines 1, 2, and 3	4	10,566,382
5	Decreases not included in line 2 (itemize) ▶ _____	5	0
6	Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30 .	6	10,566,382

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)	<div> <div>If gain, also enter in Part I, line 7</div> <div>If (loss), enter -0- in Part I, line 7</div> </div>	2	795,229
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	

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	613,695	13,008,608	0 047176
2014	521,515	13,154,869	0 039644
2013	459,615	10,796,064	0 042572
2012	364,719	9,325,004	0 039112
2011	296,658	8,278,571	0 035834
2 Total of line 1, column (d)			2 0 204338
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 040868
4 Enter the net value of noncharitable-use assets for 2016 from Part X, line 5			4 11,541,575
5 Multiply line 4 by line 3			5 471,681
6 Enter 1% of net investment income (1% of Part I, line 27b)			6 9,894
7 Add lines 5 and 6			7 481,575
8 Enter qualifying distributions from Part XII, line 4			8 643,868

If line 8 is equal to or greater than line 7, check the box in Part VI, line 1b, and complete that part using a 1% tax rate See the Part VI instructions

Part VI Excise Tax Based on Investment Income (Section 4940(a), 4940(b), 4940(e), or 4948—see instructions)

1a	Exempt operating foundations described in section 4940(d)(2), check here <input type="checkbox"/> and enter "N/A" on line 1 Date of ruling or determination letter _____ (attach copy of letter if necessary—see instructions)		
b	Domestic foundations that meet the section 4940(e) requirements in Part V, check here <input checked="" type="checkbox"/> and enter 1% of Part I, line 27b	1	9,894
c	All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, col (b)		
2	Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)	2	0
3	Add lines 1 and 2.	3	9,894
4	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)	4	0
5	Tax based on investment income. Subtract line 4 from line 3. If zero or less, enter -0-	5	9,894
6	Credits/Payments		
a	2016 estimated tax payments and 2015 overpayment credited to 2016	6a	22,058
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	22,058
8	Enter any penalty for underpayment of estimated tax. Check here <input type="checkbox"/> if Form 2220 is attached	8	
9	Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed	9	
10	Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10	12,164
11	Enter the amount of line 10 to be Credited to 2017 estimated tax <input type="checkbox"/> 12,164 Refunded <input type="checkbox"/>	11	0

Part VII-A Statements Regarding Activities

	Yes	No
1a During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?	1a	No
b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see Instructions for definition)? <i>If the answer is "Yes" to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities</i>	1b	No
c Did the foundation file Form 1120-POL for this year?	1c	No
d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year (1) On the foundation <input type="checkbox"/> \$ 0 (2) On foundation managers <input type="checkbox"/> \$ 0		
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers <input type="checkbox"/> \$ 0		
2 Has the foundation engaged in any activities that have not previously been reported to the IRS? <i>If "Yes," attach a detailed description of the activities</i>	2	No
3 Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? <i>If "Yes," attach a conformed copy of the changes</i>	3	No
4a Did the foundation have unrelated business gross income of \$1,000 or more during the year?	4a	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? <i>If "Yes," attach the statement required by General Instruction T</i>	5	No
6 Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	6	Yes
7 Did the foundation have at least \$5,000 in assets at any time during the year? <i>If "Yes," complete Part II, col (c), and Part XV</i>	7	Yes
8a Enter the states to which the foundation reports or with which it is registered (see instructions) <input type="checkbox"/> 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? <i>If "No," attach explanation</i> .	8b	Yes
9 Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2016 or the taxable year beginning in 2016 (see instructions for Part XIV)? <i>If "Yes," complete Part XIV</i>	9	No
10 Did any persons become substantial contributors during the tax year? <i>If "Yes," attach a schedule listing their names and addresses</i>	10	No

Part VII-A Statements Regarding Activities (continued)

11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions).	11		No
12	Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement (see instructions)	12		No
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address WWW.GUIDESTAR.ORG	13	Yes	
14	The books are in care of VICKIE HUNT Telephone no (949) 721-2100			

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15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 —Check here <input type="checkbox"/> and enter the amount of tax-exempt interest received or accrued during the year 15			
16	At any time during calendar year 2016, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country? See instructions for exceptions and filing requirements for FinCEN Form 114, Report of Foreign Bank and Financial Accounts (FBAR). If "Yes," enter the name of the foreign country ▶	16	Yes	No

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

File Form 4720 if any item is checked in the "Yes" column, unless an exception applies.

1a	During the year did the foundation (either directly or indirectly)		Yes	No
	(1) Engage in the sale or exchange, or leasing of property with a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No			
	(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No			
	(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No			
	(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> 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)? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> 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). <input type="checkbox"/> Yes <input checked="" type="checkbox"/> 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)? <input type="checkbox"/> Organizations relying on a current notice regarding disaster assistance check here. ▶ <input type="checkbox"/>	1b		
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? <input type="checkbox"/>	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? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> 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). <input type="checkbox"/>	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? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> 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). <input type="checkbox"/>	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))? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No (2) Influence the outcome of any specific public election (see section 4955), or to carry on, directly or indirectly, any voter registration drive? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No (3) Provide a grant to an individual for travel, study, or other similar purposes? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No (4) Provide a grant to an organization other than a charitable, etc., organization described in section 4945(d)(4)(A)? (see instructions). <input type="checkbox"/> Yes <input checked="" type="checkbox"/> 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? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> 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)? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No Organizations relying on a current notice regarding disaster assistance check here. <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No 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? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No If "Yes," attach the statement required by Regulations section 53.4945–5(d)	5b		
6a Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No b Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No If "Yes" to 6b, file Form 8870	6b		No
7a At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No b If yes, did the foundation receive any proceeds or have any net income attributable to the transaction? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	7b		

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

1 List all officers, directors, trustees, foundation managers and their compensation (see instructions).				
(a) Name and address	Title, and average hours per week (b) devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	Expense account, (e) other allowances
JOSEPHINE GLEIS 2301 SAN JOAQUIN HILLS ROAD CORONA DEL MAR, CA 92625	CO-TRUSTEE 1 00	0	0	0
GAVIN HERBERT JR 2301 SAN JOAQUIN HILLS ROAD CORONA DEL MAR, CA 92625	CO-TRUSTEE 0 50	0	0	0
RICHARD HAUSMAN 2301 SAN JOAQUIN HILLS ROAD CORONA DEL MAR, CA 92625	CO-TRUSTEE 0 50	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	Contributions to employee benefit plans and deferred compensation (d)	Expense account, (e) other allowances
NONE				
Total number of other employees paid over \$50,000.				0

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.		0

Part IX-A **Summary of Direct Charitable Activities**

List the foundation's four largest direct charitable activities during the tax year. Include relevant statistical information such as the number of organizations and other beneficiaries served, conferences convened, research papers produced, etc.

	Expenses
1	
2	
3	
4	

Part IX-B **Summary of Program-Related Investments** (see instructions)

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2	Amount
1	
2	
All other program-related investments. See instructions.	
3	
Total. Add lines 1 through 3	0

Part X Minimum Investment Return (All domestic foundations must complete this part. Foreign foundations, see instructions.)

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes		
a	Average monthly fair market value of securities.	1a	11,423,799
b	Average of monthly cash balances.	1b	293,536
c	Fair market value of all other assets (see instructions).	1c	0
d	Total (add lines 1a, b, and c).	1d	11,717,335
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation).	1e	0
2	Acquisition indebtedness applicable to line 1 assets.	2	0
3	Subtract line 2 from line 1d.	3	11,717,335
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions).	4	175,760
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4.	5	11,541,575
6	Minimum investment return. Enter 5% of line 5.	6	577,079

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	577,079
2a	Tax on investment income for 2016 from Part VI, line 5.	2a	9,894
b	Income tax for 2016 (This does not include the tax from Part VI).	2b	
c	Add lines 2a and 2b.	2c	9,894
3	Distributable amount before adjustments. Subtract line 2c from line 1.	3	567,185
4	Recoveries of amounts treated as qualifying distributions.	4	0
5	Add lines 3 and 4.	5	567,185
6	Deduction from distributable amount (see instructions).	6	0
7	Distributable amount as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1.	7	567,185

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	643,868
b	Program-related investments—total from Part IX-B.	1b	0
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes.	2	
3	Amounts set aside for specific charitable projects that satisfy the		
a	Suitability test (prior IRS approval required).	3a	
b	Cash distribution test (attach the required schedule).	3b	
4	Qualifying distributions. Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4.	4	643,868
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	9,894
6	Adjusted qualifying distributions. Subtract line 5 from line 4.	6	633,974

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				567,185
2 Undistributed income, if any, as of the end of 2016				
a Enter amount for 2015 only.			629,176	
b Total for prior years 20____, 20____, 20____		0		
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.	0			
4 Qualifying distributions for 2016 from Part XII, line 4 ▶ \$ 643,868				
a Applied to 2015, but not more than line 2a			629,176	
b Applied to undistributed income of prior years (Election required—see instructions).		0		
c Treated as distributions out of corpus (Election required—see instructions).	0			
d Applied to 2016 distributable amount.				14,692
e Remaining amount distributed out of corpus	0			
5 Excess distributions carryover applied to 2016 (If an amount appears in column (d), the same amount must be shown in column (a))	0			0
6 Enter the net total of each column as indicated below:				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5	0			
b Prior years' undistributed income Subtract line 4b from line 2b		0		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed.		0		
d Subtract line 6c from line 6b Taxable amount—see instructions		0		
e Undistributed income for 2015 Subtract line 4a from line 2a Taxable amount—see instructions			0	
f Undistributed income for 2016 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2017				552,493
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (Election may be required - see instructions).	0			
8 Excess distributions carryover from 2011 not applied on line 5 or line 7 (see instructions).	0			
9 Excess distributions carryover to 2017. Subtract lines 7 and 8 from line 6a	0			
10 Analysis of line 9				
a Excess from 2012.				
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 <input type="checkbox"/> 4942(j)(3) or <input type="checkbox"/> 4942(j)(5)					
2a Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed	Tax year	Prior 3 years			(e) Total
	(a) 2016	(b) 2015	(c) 2014	(d) 2013	
b 85% of line 2a					
c Qualifying distributions from Part XII, line 4 for each year listed					
d Amounts included in line 2c not used directly for active conduct of exempt activities					
e Qualifying distributions made directly for active conduct of exempt activities. Subtract line 2d from line 2c					
3 Complete 3a, b, or c for the alternative test relied upon					
a "Assets" alternative test—enter					
(1) Value of all assets					
(2) Value of assets qualifying under section 4942(j)(3)(B)(i)					
b "Endowment" alternative test— enter 2/3 of minimum investment return shown in Part X, line 6 for each year listed. . .					
c "Support" alternative test—enter					
(1) Total support other than gross investment income (interest, dividends, rents, payments on securities loans (section 512(a)(5)), or royalties)					
(2) Support from general public and 5 or more exempt organizations as provided in section 4942(j)(3)(B)(iii). . . .					
(3) Largest amount of support from an exempt organization					
(4) Gross investment income					

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

1 Information Regarding Foundation Managers:	
a List any managers of the foundation who have contributed more than 2% of the total contributions received by the foundation before the close of any tax year (but only if they have contributed more than \$5,000) (See section 507(d)(2)) JOSEPHINE GLEIS	
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 <input checked="" type="checkbox"/> if the foundation only makes contributions to preselected charitable organizations and does not accept unsolicited requests for funds. If the foundation makes gifts, grants, etc. (see instructions) to individuals or organizations under other conditions, complete items 2a, b, c, and d	
a The name, address, and telephone number or email address of the person to whom applications should be addressed	
b The form in which applications should be submitted and information and materials they should include	
c Any submission deadlines	
d Any restrictions or limitations on awards, such as by geographical areas, charitable fields, kinds of institutions, or other factors	

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

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i> See Additional Data Table				
Total			3a	630,000
b <i>Approved for future payment</i>				
Total			3b	0

Enter gross amounts unless otherwise indicated

Enter gross amounts unless otherwise indicated	Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income (See instructions)
	(a) Business code	(b) Amount	(c) Exclusion code	(d) Amount	
1 Program service revenue					
a _____					
b _____					
c _____					
d _____					
e _____					
f _____					
g Fees and contracts from government agencies					
2 Membership dues and assessments.					
3 Interest on savings and temporary cash investments			14	4,348	
4 Dividends and interest from securities.			14	204,292	
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.			14	80,581	
8 Gain or (loss) from sales of assets other than inventory			18	-315,550	
9 Net income or (loss) from special events					
10 Gross profit or (loss) from sales of inventory					
11 Other revenue a _____					
b _____					
c _____					
d _____					
e _____					
12 Subtotal Add columns (b), (d), and (e).		0		-26,329	0
13 Total. Add line 12, columns (b), (d), and (e).			13		-26,329

(See worksheet in line 13 instructions to verify calculations)

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

[illegible]

Part XVII

- | | Yes | No |
|-------|-----|----|
| 1a(1) | | No |
| 1a(2) | | No |
| 1b(1) | | No |
| 1b(2) | | No |
| 1b(3) | | No |
| 1b(4) | | No |
| 1b(5) | | No |
| 1b(6) | | No |
| 1c | | No |

[illegible]

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

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

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

**Sign
Here**

Under penalties of perjury, I declare that I have examined this return, including accompanying schedules and statements, and to the best of my knowledge and belief, it is true, correct, and complete. Declaration of preparer (other than taxpayer) is based on all information of which preparer has any knowledge.

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

**Paid
Preparer
Use Only**

Paid Preparer Use Only	Print/Type preparer's name	Preparer's Signature	Date	Check if self-employed <input type="checkbox"/>	PTIN P00156481
	GREGORY BUSCH				
	Firm's name ▶ THE BUSCH FIRM				Firm's EIN ▶ 33-0221239
	Firm's address ▶ 2532 DUPONT DRIVE IRVINE, CA 92612				Phone no (949) 474-7368

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

List and describe the kind(s) of property sold (e g , real estate, (a) 2-story brick warehouse, or common stock, 200 shs MLC Co)	(b) How acquired P—Purchase D—Donation	(c) Date acquired (mo , day, yr)	(d) Date sold (mo , day, yr)
ENERGY TRANSFER PARTNERS, LP - FROM SCH K-1	P		
PLAINS ALL AMERICAN PIPELINE, LP - FROM SCH K-1	P		
FRONTIER MID CAP GROWTH FUND LP - FROM SCH K-1	P		
23 8 SHS - ADIENT PLC	P	2016-10-28	2016-12-20
200 SHS - ADT CORPORATION	P	2013-07-08	2016-04-15
4 SHS - ADVANSIX INC	P	2013-02-14	2016-12-20
100 SHS - AMC NETWORKS INC	P	2013-02-14	2016-11-21
400 SHS - CABLEVISION SYSTEMS CORP	P	2013-02-14	2016-05-03
200 SHS - COTY INC	P	2013-07-08	2016-03-09
60 SHS - HERTZ GLOBAL HOLDINGS INC	P	2015-06-09	2016-11-11

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)
2,120			2,120
584			584
50,263			50,263
1,300		1,109	191
8,342		7,981	361
85		37	48
5,271		5,972	-701
13,574		6,038	7,536
5,466		3,371	2,095
1,674		4,812	-3,138

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

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(I) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
			2,120
			584
			50,263
			191
			361
			48
			-701
			7,536
			2,095
			-3,138

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

List and describe the kind(s) of property sold (e g , real estate, (a) 2-story brick warehouse, or common stock, 200 shs MLC Co)	(b) How acquired P—Purchase D—Donation	(c) Date acquired (mo , day, yr)	(d) Date sold (mo , day, yr)
600 SHS - INTERNAP CORP	P	2013-02-14	2016-11-29
200 SHS - JOHNSON CONTROLS INC	P	2013-02-15	2016-04-01
0 75 SHS - JOHNSON CONTROLS INC	P	2013-02-15	2016-09-06
0 954 SHS - LIBERTY GLOBAL PLC	P	2013-02-14	2016-07-01
0 50 SHS - LIBERTY MEDIA CORP	P	2013-02-15	2016-04-18
0 75 SHS - LIBERTY MEDIA CORP	P	2013-02-15	2016-04-18
150 SHS - MSG NETWORK INC	P	2013-02-15	2016-03-09
100 SHS - PEPSICO INC	P	2013-02-15	2016-11-14
100 SHS - PNC FINANCIAL SERVICES	P	2013-02-14	2016-02-19
500 SHS - REALD INC	P	2013-02-14	2016-02-19

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)
669		4,855	-4,186
7,760		6,418	1,342
36		25	11
30		31	-1
8		10	-2
14		13	1
2,700		2,174	526
10,134		7,335	2,799
8,263		6,402	1,861
5,304		5,738	-434

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	
			-4,186
			1,342
			11
			-1
			-2
			1
			526
			2,799
			1,861
			-434

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

List and describe the kind(s) of property sold (e g , real estate, (a) 2-story brick warehouse, or common stock, 200 shs MLC Co)	(b) How acquired P—Purchase D—Donation	(c) Date acquired (mo , day, yr)	(d) Date sold (mo , day, yr)
200 SHS - TWENTY-FIRST CENTURY FOX	P	2013-02-14	2016-01-11
150 SHS - UNILEVER PLC	P	2013-02-15	2016-11-11
0 45 SHS -WASTE CONNECTIONS INC	P	2013-02-15	2016-06-01
200 SHS - WEATHERFORD INTL	P	2013-02-15	2016-04-11
34 954 SHS - LIBERTY GLOBAL PLC	P	2013-02-14	2016-12-20
0 50 SHS - LIBERTY MEDIA CORP	P	2013-02-15	2016-04-18
300 SHS - ALLERGAN PLC	P	2015-08-14	2016-08-10
50 SHS - ALPHABET INC	P	2016-06-15	2016-08-10
135 SHS - AMERICAN EXPRESS CO	P	2015-09-24	2016-01-06
400 SHS - APPLE INC	P	2015-08-26	2016-08-10

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

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
5,175		5,131	44
6,012		5,970	42
32		19	13
1,457		2,602	-1,145
760		1,073	-313
9		8	1
75,962		92,162	-16,200
39,278		35,970	3,308
8,800		9,999	-1,199
43,180		43,000	180

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

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(I) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
(i) F M V as of 12/31/69	Adjusted basis (j) as of 12/31/69	Excess of col (i) (k) over col (j), if any	
			44
			42
			13
			-1,145
			-313
			1
			-16,200
			3,308
			-1,199
			180

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

List and describe the kind(s) of property sold (e g , real estate, (a) 2-story brick warehouse, or common stock, 200 shs MLC Co)	(b) How acquired P—Purchase D—Donation	(c) Date acquired (mo , day, yr)	(d) Date sold (mo , day, yr)
200 SHS - APPLE INC	P	2016-01-27	2016-08-10
175 SHS - BERKSHIRE HATHAWAY	P	2015-11-17	2016-05-23
200 SHS - BERKSHIRE HATHAWAY	P	2015-11-17	2016-07-20
100 SHS - BLACKROCK INC	P	2016-01-06	2016-01-19
3,668 977 SHS - CAMBIAR INTL EQUITY	P	2015-12-10	2016-05-03
630 SHS - COMCAST CORP	P	2016-01-21	2016-04-19
230 SHS - COSTCO WHOLESALE CORP	P	2016-01-21	2016-06-29
1,000 SHS - DELTA AIR LINES	P	2016-03-28	2016-04-18
300 SHS - FACEBOOK INC	P	2016-04-19	2016-07-20
500 SHS - FIRST TRUST NORTH AMERICAN	P	2015-05-11	2016-01-21

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)
21,590		19,024	2,566
24,745		23,297	1,448
29,170		26,626	2,544
29,589		33,007	-3,418
88,055		90,000	-1,945
39,420		34,441	4,979
35,971		34,710	1,261
46,444		48,325	-1,881
36,559		33,079	3,480
9,161		13,575	-4,414

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	
			2,566
			1,448
			2,544
			-3,418
			-1,945
			4,979
			1,261
			-1,881
			3,480
			-4,414

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

List and describe the kind(s) of property sold (e g , real estate, (a) 2-story brick warehouse, or common stock, 200 shs MLC Co)	(b) How acquired P—Purchase D—Donation	(c) Date acquired (mo , day, yr)	(d) Date sold (mo , day, yr)
1,000 SHS - FIRST TRUST NORTH AMERICAN	P	2015-12-03	2016-01-21
2,000 SHS - FIRST TRUST NORTH AMERICAN	P	2016-06-22	2016-08-10
1,000 SHS - FRANKLIN RESOURCES INC	P	2016-06-29	2016-07-12
2,500 SHS - FT-OREFERRED SECUR & INC	P	2015-08-25	2016-01-21
6,000 SHS - FT-OREFERRED SECUR & INC	P	2016-01-13	2016-01-21
2,500 SHS - FT-OREFERRED SECUR & INC	P	2016-08-02	2016-08-10
1,305 909 SHS - HENDERSON EUROPENA FOCUS I	P	2016-01-27	2016-06-24
2,522 068 SHS - MATTHEWS ASIA DIVIDEND INV	P	2016-05-03	2016-06-14
3,177 742 SHS - MATTHEWS ASIA DIVIDEND INV	P	2016-05-03	2016-08-10
120 SHS - MCKESSON CORP	P	2015-08-27	2016-01-13

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)
18,322		20,573	-2,251
49,579		48,080	1,499
34,706		32,128	2,578
46,340		47,269	-929
111,216		113,752	-2,536
49,130		48,825	305
39,517		40,000	-483
40,000		39,823	177
53,354		50,177	3,177
19,516		23,743	-4,227

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

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(I) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
			-2,251
			1,499
			2,578
			-929
			-2,536
			305
			-483
			177
			3,177
			-4,227

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

List and describe the kind(s) of property sold (e g , real estate, (a) 2-story brick warehouse, or common stock, 200 shs MLC Co)	(b) How acquired P—Purchase D—Donation	(c) Date acquired (mo , day, yr)	(d) Date sold (mo , day, yr)
100 SHS - MCKESSON CORP	P	2015-09-17	2016-01-13
1,500 SHS - MEDIFAST INC	P	2016-01-19	2016-03-28
500 SHS - NATIONAL OILWELL VARCO INC	P	2016-06-29	2016-07-12
2,000 SHS - O'SHARES FTSE US QUALITY	P	2016-06-28	2016-08-10
5,617 978 SHS - PIMCO HIGH YIELD	P	2015-10-26	2016-01-06
60,790 274 SHS - PIMCO LOW DURATION	P	2016-08-25	2016-10-19
1,000 SHS - QUALCOMM INC	P	2016-07-12	2016-07-26
2,500 SHS - SPDR S&P DIVIDEND	P	2016-01-21	2016-08-10
550 SHS - SPDR S&P MIDCAP 400 ETF	P	2015-12-10	2016-02-09
1,000 SHS - TAIWAN SEMICONDUCTOR MFG CO	P	2016-01-06	2016-01-19

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)
16,264		20,304	-4,040
43,443		43,131	312
16,865		16,429	436
55,919		53,484	2,435
46,348		50,000	-3,652
601,824		600,000	1,824
61,141		54,445	6,696
214,452		204,282	10,170
129,486		136,321	-6,835
21,312		21,437	-125

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	
			-4,040
			312
			436
			2,435
			-3,652
			1,824
			6,696
			10,170
			-6,835
			-125

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

List and describe the kind(s) of property sold (e g , real estate, (a) 2-story brick warehouse, or common stock, 200 shs MLC Co)	(b) How acquired P—Purchase D—Donation	(c) Date acquired (mo , day, yr)	(d) Date sold (mo , day, yr)
100 SHS - VISA INC	P	2016-01-21	2016-04-19
380 SHS - VISA INC	P	2016-01-21	2016-08-10
120 SHS - VISA INC	P	2016-01-26	2016-08-10
500 SHS - WELLS FARGO & CO	P	2015-10-13	2016-01-26
500 SHS - WELLS FARGO & CO	P	2016-04-19	2016-06-22
500 SHS - WELLS FARGO & CO	P	2016-05-23	2016-06-22
2,700 SHS - APPLE INC	P	2011-04-27	2016-03-29
1,500 SHS - CENTURYLINK INC	P	2011-04-28	2016-07-28
2,500 SHS - CENTURYLINK INC	P	2011-08-02	2016-07-28
2,000 SHS - CENTURYLINK INC	P	2011-08-25	2016-07-28

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)
8,104		7,222	882
30,331		27,442	2,889
9,578		8,619	959
24,141		26,060	-1,919
23,736		24,833	-1,097
23,736		24,268	-532
286,067		134,294	151,773
46,020		60,448	-14,428
76,701		93,071	-16,370
61,361		69,178	-7,817

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

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(I) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
			882
			2,889
			959
			-1,919
			-1,097
			-532
			151,773
			-14,428
			-16,370
			-7,817

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

List and describe the kind(s) of property sold (e g , real estate, (a) 2-story brick warehouse, or common stock, 200 shs MLC Co)	(b) How acquired P—Purchase D—Donation	(c) Date acquired (mo , day, yr)	(d) Date sold (mo , day, yr)
1,000 SHS - IMAX CORP	P	2011-07-26	2016-07-28
4,000 SHS - NUANCE COMMUNICATIONS INC	P	2012-02-02	2016-03-29
2,000 SHS - NUANCE COMMUNICATIONS INC	P	2012-04-02	2016-03-29
2,500 SHS - QUALCOMM INC	P	2013-01-10	2016-07-28
7,000 SHS - ROYAL BANK SCOTLAND	P	2012-05-11	2016-09-23
2,000 SHS - SEADRILL LTD	P	2011-04-27	2016-07-28
2,727 SHS - VODAFONE GROUP	P	2012-04-02	2016-07-28
273 SHS - VODAFONE GROUP	P	2014-03-07	2016-07-28
1 SHS - CLIFFS NATURAL RESOURCES	P	2013-12-30	2016-02-01
4,525 SHS - CLIFFS NATURAL RESOURCES	P	2013-12-30	2016-07-28

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)
32,063		25,188	6,875
72,719		116,080	-43,361
36,360		53,136	-16,776
156,339		161,422	-5,083
175,000		140,822	34,178
6,066		71,460	-65,394
83,991		141,777	-57,786
8,408		10,857	-2,449
2		25	-23
36,701		114,430	-77,729

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

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(I) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
			6,875
			-43,361
			-16,776
			-5,083
			34,178
			-65,394
			-57,786
			-2,449
			-23
			-77,729

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

List and describe the kind(s) of property sold (e g , real estate, (a) 2-story brick warehouse, or common stock, 200 shs MLC Co)	(b) How acquired P—Purchase D—Donation	(c) Date acquired (mo , day, yr)	(d) Date sold (mo , day, yr)
5,000 SHS - CVR REFINING LP	P	2013-02-05	2016-07-08
10,000 SHS - GLAXOSMITHKLINE	D	1973-04-16	2016-03-29
5,000 SHS - GLAXOSMITHKLINE	D	1973-04-16	2016-04-07
962 SHS - INTL BUSINESS MACHINES	D	1993-11-03	2016-04-07
1,038 SHS - INTL BUSINESS MACHINES	D	1994-01-25	2016-04-07
0 796 SHS - ROYAL DUTCH SHELL	P	2010-06-25	2016-12-16
500 SHS - SEADRILL LTD	P	2010-07-07	2016-07-28
PIMCO BRAVO FUND II SPECIAL ONSHORE FEEDER (TE), LP - FROM K-1	P		
PIMCO BRAVO FUND II OFFSHORE FEEDER AIV I, LP - FROM K-1	P		
YORK CREDIT OPPORTUNITIES UNIT TRUST - FROM PFIC	P		

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)
34,349		103,913	-69,564
395,695		2,100	393,595
207,571		1,050	206,521
142,760		10,718	132,042
154,039		14,610	139,429
113		41	72
1,517		10,100	-8,583
1			1
18,075			18,075
1,510			1,510

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	Adjusted basis (j) as of 12/31/69	Excess of col (i) (k) over col (j), if any	
			-69,564
			393,595
			206,521
			132,042
			139,429
			72
			-8,583
			1
			18,075
			1,510

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

List and describe the kind(s) of property sold (e g , real estate, (a) 2-story brick warehouse, or common stock, 200 shs MLC Co)	(b) How acquired P—Purchase D—Donation	(c) Date acquired (mo , day, yr)	(d) Date sold (mo , day, yr)
GSO PRIVATE INVESTORS OFFSHORE II, LP - FROM PFIC	P		
CAPITAL GAINS DIVIDENDS	P		

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)
997			997
39,184			39,184

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	
			997
			39,184

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

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
AMERICAN ENTERPRISE INSTITUTE FOR PUBLIC POLICY RESEARCH 1150 SEVENTEENTH STREET NW WASHINGTON, DC 20036	NONE	PUBLIC CHARITY	GENERAL USE	10,000
AMERICAN RED CROSS 2025 E STREET NW WASHINGTON, DC 20006	NONE	PUBLIC CHARITY	GENERAL USE	5,000
BIG BROTHERS BIG SISTERS OF ORANGE COUNTY 14131 YORBA ST STE 200 TUSTIN, CA 92780	NONE	PUBLIC CHARITY	GENERAL USE	10,000
BLIND CHILDREN'S LEARNING CENTER 18542-B VANDERCLIP AVENUE SANTA ANA, CA 92705	NONE	PUBLIC CHARITY	GENERAL USE	5,000
BRIGHAM & WOMEN'S HOSPITAL 75 FRANCIS STREET BOSTON, MA 02115	NONE	PUBLIC CHARITY	GENERAL USE	10,000
Total ► 3a				630,000

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

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
CALIFORNIA RETINA RESEARCH FOUNDATION 515 E MICHELTORENA STEET STE G SANTA BARBARA, CA 93103	NONE	PUBLIC CHARITY	GENERAL USE	10,000
CITY OF HOPE 1500 EAST DUARTE ROAD DUARTE, CA 910103000	NONE	PUBLIC CHARITY	GENERAL USE	25,000
DIRECT RELIEF INTERNATIONAL 27 S LA PATERA LANE SANTA BARBARA, CA 93117	NONE	PUBLIC CHARITY	GENERAL USE	20,000
DOHENY EYE INSTITUTE 1450 SAN PABLO ST DEI-3050 LOS ANGELES, CA 90033	NONE	PUBLIC CHARITY	GENERAL USE	5,000
FOUNDATION FIGHTING BLINDNESS 11435 CRONHILL DRIVE OWINGS MILL, MD 211172220	NONE	PUBLIC CHARITY	GENERAL USE	5,000
Total ▶ 3a				630,000


Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
HOAG HOSPITAL FOUNDATION - LAURI HERBERT DIABETES PROGRAM 500 SUPERIOR AVE STE 350 NEWPORT BEACH, CA 92663	NONE	PUBLIC CHARITY	GENERAL USE	25,000
HOAG HOSPITAL FOUNDATION - MARILYN HAUSMAN ADVANCED TECHNOLOGY PAVILION 500 SUPERIOR AVE STE 350 NEWPORT BEACH, CA 92663	NONE	PUBLIC CHARITY	GENERAL USE	10,000
HOAG HOSPITAL FOUNDATION - MARILYN HAUSMAN CANCER RESEARCH & DEVELOPMENT 500 SUPERIOR AVE STE 350 NEWPORT BEACH, CA 92663	NONE	PUBLIC CHARITY	GENERAL USE	150,000
MARINE CORPS SCHOLARSHIP FOUNDATION 909 N WASHINGTON ST STE 400 ALEXANDRIA, VA 22314	NONE	PUBLIC CHARITY	GENERAL USE	10,000
MARYVALE - LOS ANGELES ORPHANAGE GUILD 7600 EAST GRAVE AVENUE ROSEMEAD, CA 91770	NONE	PUBLIC CHARITY	GENERAL USE	5,000
Total ▶ 3a				630,000

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

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
MORTGAGE MIRACLES FOR KIDS INC 3002 DOW AVENUE STE 502 TUSTIN, CA 92780	NONE	PUBLIC CHARITY	GENERAL USE	15,000
ORANGE COUNTY BRAILLE INSTITUTE 741 N VERMONT AVENUE LOS ANGELES, CA 90029	NONE	PUBLIC CHARITY	GENERAL USE	5,000
ORANGE COUNTY CHILD ABUSE PREVENTION 500 S MAIN ST STE 1100 ORANGE, CA 92868	NONE	PUBLIC CHARITY	GENERAL USE	10,000
OUR LADY QUEEN OF ANGELS 2046 MAR VISTA DRIVE NEWPORT BEACH, CA 92660	NONE	PUBLIC CHARITY	GENERAL USE	5,000
PBS SOCAL PO BOX 25113 SANTA ANA, CA 92799	NONE	PUBLIC CHARITY	GENERAL USE	5,000
Total ► 3a				630,000

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
RESEARCH TO PREVENT BLINDNESS 645 MADISON AVE FLOOR 21 NEW YORK, NY 100221010	NONE	PUBLIC CHARITY	GENERAL USE	5,000
SEGERSTROM CENTER FOR THE ARTS 600 TOWN CENTER DRIVE COSTA MESA, CA 92626	NONE	PUBLIC CHARITY	GENERAL USE	5,000
SHARP HEALTHCARE FOUNDATION 8695 SPECTRUM CENTER BLVD SAN DIEGO, CA 92123	NONE	PUBLIC CHARITY	GENERAL USE	10,000
SHERMAN FOUNDATION CO SHERMAN LIBRARY & GARDENS 2647 E PACIFIC COAST HWY CORONA DEL MAR, CA 92625	NONE	PUBLIC CHARITY	GENERAL USE	10,000
ST FRANCIS EPISCOPAL CHURCH 16608 HIGHWAY 76 PAUMA VALLEY, CA 92061	NONE	PUBLIC CHARITY	GENERAL USE	5,000
Total ▶ 3a				630,000

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

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
ST JOHN VIANNEY CATHOLIC CHURCH 314 MARINE AVENUE BALBOA ISLAND, CA 92262	NONE	PUBLIC CHARITY	GENERAL USE	5,000
ST MARK'S PRESBYTERIAN CHURCH 2200 SAN JOAQUIN HILLS ROAD NEWPORT BEACH, CA 92660	NONE	PUBLIC CHARITY	GENERAL USE	5,000
THE PHOENIX HOUSE 11600 ELDRIDGE AVENUE LAKE VIEW TERRACE, CA 91342	NONE	PUBLIC CHARITY	GENERAL USE	10,000
THE SALVATION ARMY - ORANGE COUNTY 10200 PIONEER ROAD TUSTIN, CA 927821410	NONE	PUBLIC CHARITY	GENERAL USE	5,000
UNIVERSITY OF CA IRVINE - DEPARTMENT OF OPHTHALMOLOGY - RESEARCH 100 THEORY STE 250 IRVINE, CA 92617	NONE	PUBLIC CHARITY	GENERAL USE	125,000
Total 				630,000
3a				

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

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a Paid during the year				
UNIVERSITY OF CA IRVINE - ENDOWMENT RESEARCH FUND 100 THEORY STE 250 IRVINE, CA 92617	NONE	PUBLIC CHARITY	GENERAL USE	10,000
UNIVERSITY OF CA IRVINE - MASCULAR DEGENERATION RESEARCH 100 THEORY STE 250 IRVINE, CA 92617	NONE	PUBLIC CHARITY	GENERAL USE	25,000
UNIVERSITY OF CA SAN DIEGO REGENTS - HUNTINGTON'S DISEASE RESEARCH 9500 GILMAN DRIVE LA JOLLA, CA 92093	NONE	PUBLIC CHARITY	GENERAL USE	10,000
UNIVERSITY OF CA SAN DIEGO REGENTS - PEDIATRIC DIABETES RESEARCH 9500 GILMAN DRIVE LA JOLLA, CA 92093	NONE	PUBLIC CHARITY	GENERAL USE	5,000
UNIVERSITY OF CA SAN DIEGO REGENTS - FRIENDS OF UCSD HEALTHCARE 9500 GILMAN DRIVE LA JOLLA, CA 92093	NONE	PUBLIC CHARITY	GENERAL USE	10,000
Total ► 3a				630,000

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a Paid during the year				
UNIVERSITY OF SO CAL - SCHOOL OF PHARMACY 1985 ZONAL AVENUE LOS ANGELES, CA 90089	NONE	PUBLIC CHARITY	GENERAL USE	25,000
STARS & STRIPES CHILDREN'S FOUNDATION PO BOX 7572 LAGUNA NIGUEL, CA 92607	NONE	PUBLIC CHARITY	GENERAL USE	5,000
BOY SCOUTS OF AMERICA - ORANGE COUNTY CHAPTER 1211 EAST DYER ROAD SANTA ANA, CA 92705	NONE	PUBLIC CHARITY	GENERAL USE	10,000
Total ▶ 3a				630,000

TY 2016 Accounting Fees Schedule**Name:** JOSEPHINE HERBERT GLEIS FOUNDATION**EIN:** 33-0876494

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
ACCOUNTING FEES	13,868	0		13,868

TY 2016 Investments Corporate Stock Schedule**Name:** JOSEPHINE HERBERT GLEIS FOUNDATION**EIN:** 33-0876494

Name of Stock	End of Year Book Value	End of Year Fair Market Value
GLAXOSMITHKLINE PLC	239,652	192,550
MORGAN STANLEY - #900470 - OTHER SECURITIES	5,570,538	6,401,516
MORGAN STANLEY - #012579 - SECURITIES	473,881	629,656
MORGAN STANLEY - #114984 - YORK CREDIT OPPORTUNITIES UNIT TRUST	770,110	801,355

TY 2016 Investments - Other Schedule**Name:** JOSEPHINE HERBERT GLEIS FOUNDATION**EIN:** 33-0876494

Category/ Item	Listed at Cost or FMV	Book Value	End of Year Fair Market Value
FRONTIER MID CAP GROWTH FUND, L.P.	FMV	1,173,427	1,173,427
PLAINS ALL AMERICAN PIPELINE, L.P	AT COST	2,215	166,939
ENERGY TRANSFER PARTNERS, LP	AT COST	31,800	100,268
CVR REFINING, LP	AT COST	0	0
MORGAN STANLEY - #012420-PIMCO BRAVO FUND II ONSHORE & OFFSHORE FEEDER FUNDS	AT COST	464,395	475,587
MORGAN STANLEY - #012426-RIVERVIEW STRATEGIC OPPORTUNITIES FUND I (CAYMAN)LP	AT COST	287,751	383,855
MORGAN STANLEY - #083910 - HPC YORK TOTAL RETURN FUND	AT COST	300,000	265,921
FIDELITY INVTS - #449304 - STOCK FUNDS	AT COST	0	0
MORGAN STANLEY - #012800 - STOCK FUNDS	AT COST	600,000	601,842
CHARLES SCHWAB #6835 - STOCK FUNDS	AT COST	386,677	386,447
JP MORGAN - #W78761009 - GSO PRIVATE INVTRS OFFSHORE II LP	AT COST	133,270	139,590

TY 2016 Other Assets Schedule

Name: JOSEPHINE HERBERT GLEIS FOUNDATION

EIN: 33-0876494

Other Assets Schedule

Description	Beginning of Year - Book Value	End of Year - Book Value	End of Year - Fair Market Value
MARKET ADJUSTMENT - PASSTHROUGH ENTITIES	203,064	30,047	30,047

TY 2016 Other Expenses Schedule**Name:** JOSEPHINE HERBERT GLEIS FOUNDATION**EIN:** 33-0876494**Other Expenses Schedule**

Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
INVESTMENT FEES	66,239	66,239		0
PORTFOLIO DEDUCTIONS - FRONTIER MID CAP GROWTH FUND, L P	8,927	8,927		0
OTHER EXPENSES - PLAINS ALL AMERICAN	152	152		0
OTHER EXPENSES - ENERGY TRANSFER PARTNERS, LP	464	464		0
OTHER EXPENSES - CVR REFINING, LP	3	3		0
ORDINARY LOSS - ENERGY TRANSFER PARTNERS LP	4,934	4,934		0
ORDINARY LOSS - CVR REFINING LP	505	505		0
OFFICE SUPPLIES	3,877	3,877		0
PORTFOLIO DEDUCTIONS - PIMCO BRAVO FUND II SPECIAL ONSHORE FEEDER (TE), LP	959	954		0
PORTFOLIO DEDUCTIONS - PIMCO BRAVO FUND II OFFSHORE FEEDER AIV I, LP	819	818		0

TY 2016 Other Income Schedule**Name:** JOSEPHINE HERBERT GLEIS FOUNDATION**EIN:** 33-0876494**Other Income Schedule**

Description	Revenue And Expenses Per Books	Net Investment Income	Adjusted Net Income
ENERGY TRANSFER PARTNERS, LP - INVESTMENT INCOME	6	6	6
PLAINS ALL AMERICAN PIPELINE LP - ORDINARY INCOME	121	121	121
PIMCO BRAVO FUND II SPECIAL ONSHORE FEEDER (TE), LP - ORDINARY INCOME	43,122	43,122	43,122
YORK CREDIT OPPORTUNITIES UNIT TRUST - ORDINARY INCOME	18,600	18,600	18,600
GSO PRIVATE INVESTORS OFFSHORE II, LP - ORDINARY INCOME	11,644	11,644	11,644
RIVERVIEW STRATEGIC OPPORTUNITIES FUND I (CAYMAN) LP - ORDINARY INCOME	7,088	7,088	7,088

TY 2016 Taxes Schedule**Name:** JOSEPHINE HERBERT GLEIS FOUNDATION**EIN:** 33-0876494

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
FOREIGN TAXES WITHHELD	1,500	1,500		0
STATE TAXES	160	160		0
EXCISE TAXES	6,500	6,500		0