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Form **990-PF**Department of the Treasury
Internal Revenue Service**Return of Private Foundation**
or Section 4947(a)(1) Trust Treated as Private Foundation

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OMB No 1545-0052

2016

Open to Public Inspection

For calendar year 2016 or tax year beginning

, and ending

Name of foundation SAXER FAMILY FOUNDATION			A Employer identification number 47-2294729	
Number and street (or P O box number if mail is not delivered to street address) P O BOX 1501, NJ2-130-03-31		Room/suite	B Telephone number (see instructions) 609-274-6834	
City or town, state or province, country, and ZIP or foreign postal code PENNINGTON NJ 08534-1501				
Foreign country name		Foreign province/state/country	Foreign postal code	
G Check all that apply ☐ Initial return ☐ Final return ☐ Address change		☐ Initial return of a former public charity ☐ Amended return ☐ Name change		
H Check type of organization ☒ Section 501(c)(3) exempt private foundation ☐ Section 4947(a)(1) nonexempt charitable trust ☐ Other taxable private foundation		C If exemption application is pending, check here ☐ D 1 Foreign organizations, check here ☐ 2. Foreign organizations meeting the 85% test, check here and attach computation ☐ E If private foundation status was terminated under section 507(b)(1)(A), check here ☐ F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here ☐		
I Fair market value of all assets at end of year (from Part II, col (c), line 16) \$ 2,196,369		J Accounting method ☒ Cash ☐ Accrual ☐ Other (specify) _____ (Part I, column (d) must be on cash basis)		

Part I Analysis of Revenue and Expenses (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see instructions))		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
Revenue	1 Contributions, gifts, grants, etc., received (attach schedule)				
	2 Check ☒ if the foundation is not required to attach Sch. B				
	3 Interest on savings and temporary cash investments				
	4 Dividends and interest from securities	45,520	45,364		
	5a Gross rents				
	b Net rental income or (loss)				
	6a Net gain or (loss) from sale of assets not on line 10	20,290			
	b Gross sales price for all assets on line 6a 634,307				
	7 Capital gain net income (from Part IV, line 2)		20,290		
	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	65,810	65,654	0		
Operating and Administrative Expenses	13 Compensation of officers, directors, trustees, etc.				
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits				
	16a Legal fees (attach schedule)				
	b Accounting fees (attach schedule)				
	c Other professional fees (attach schedule)	57,561	34,536		23,025
	17 Interest				
	18 Taxes (attach schedule) (see instructions)	20,517	441		
	19 Depreciation (attach schedule) and depletion				
	20 Occupancy				
	21 Travel, conferences, and meetings				
	22 Printing and publications				
	23 Other expenses (attach schedule)	14	4		10
	24 Total operating and administrative expenses. Add lines 13 through 23	78,092	34,981	0	23,035
	25 Contributions, gifts, grants paid	100,000			100,000
26 Total expenses and disbursements. Add lines 24 and 25	178,092	34,981	0	123,035	
27 Subtract line 26 from line 12					
a Excess of revenue over expenses and disbursements	-112,282				
b Net investment income (if negative, enter -0-)		30,673			
c Adjusted net income (if negative, enter -0-)			0		

For Paperwork Reduction Act Notice, see instructions.

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Form **990-PF** (2016)

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Form 990-PF (2016) SAXER FAMILY FOUNDATION

47-2294729

Page 2

Part II Balance Sheets		Beginning of year (a) Book Value	End of year	
			(b) Book Value	(c) Fair Market Value
Assets	1 Cash—non-interest-bearing	240	364	364
	2 Savings and temporary cash investments	83,921	81,033	81,033
	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)	1,952,244	1,865,150	2,114,972
	c Investments—corporate bonds (attach schedule)			
	11 Investments—land, buildings, and equipment basis ▶			
Liabilities	Less accumulated depreciation (attach schedule) ▶			
	12 Investments—mortgage loans			
	13 Investments—other (attach schedule)			
	14 Land, buildings, and equipment basis ▶			
	Less accumulated depreciation (attach schedule) ▶			
	15 Other assets (describe ▶)			
	16 Total assets (to be completed by all filers—see the instructions Also, see page 1, item I)	2,036,405	1,946,547	2,196,369
	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 ▶ ☐			
	24 Unrestricted			
	25 Temporarily restricted			
	26 Permanently restricted			
	Foundations that do not follow SFAS 117, check here ▶ ☒			
	27 Capital stock, trust principal, or current funds	2,036,405	1,946,547	
	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)	2,036,405	1,946,547	
	31 Total liabilities and net assets/fund balances (see instructions)	2,036,405	1,946,547	

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	2,036,405
2 Enter amount from Part I, line 27a	2	-112,282
3 Other increases not included in line 2 (itemize) ▶ See Attached Statement	3	22,553
4 Add lines 1, 2, and 3	4	1,946,676
5 Decreases not included in line 2 (itemize) ▶ COST BASIS ADJUSTMENT	5	129
6 Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30	6	1,946,547

Form 990-PF (2016)

Form 990-PF (2016)

SAXER FAMILY FOUNDATION

47-2294729

Page 3

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 Attached Statement			
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			
b			
c			
d			
e			

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69

(i) FMV as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	(l) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col. (h))
a			
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	20,290
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6) If gain, also enter in Part I, line 8, column (c) (see instructions) If (loss), enter -0- in Part I, line 8 }	3	0

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

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

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

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

☐ Yes ☒ No

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

(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	109,771	2,144,315	0.051192
2014	0	2,037,527	0.000000
2013			0.000000
2012			0.000000
2011			0.000000

2 Total of line 1, column (d)	2	0.051192
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	0.025596
4 Enter the net value of noncharitable-use assets for 2016 from Part X, line 5	4	2,079,414
5 Multiply line 4 by line 3	5	53,225
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	307
7 Add lines 5 and 6	7	53,532
8 Enter qualifying distributions from Part XII, line 4 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	8	123,035

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		307
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		307
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		307
6	Credits/Payments			
a	2016 estimated tax payments and 2015 overpayment credited to 2016	6a	4,015	
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		4,015
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		0
10	Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10		3,708
11	Enter the amount of line 10 to be Credited to 2017 estimated tax Refunded	11		3,708

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?		X
b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see Instructions for the 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>		X
c Did the foundation file Form 1120-POL for this year?		X
d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year: (1) On the foundation \$ (2) On foundation managers \$		
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers \$		
2 Has the foundation engaged in any activities that have not previously been reported to the IRS? <i>If "Yes," attach a detailed description of the activities</i>		X
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>		X
4a Did the foundation have unrelated business gross income of \$1,000 or more during the year?		X
b If "Yes," has it filed a tax return on Form 990-T for this year?	N/A	
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>		X
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?	X	
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>	X	
8a Enter the states to which the foundation reports or with which it is registered (see instructions) CA		
b If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by <i>General Instruction G</i> ? <i>If "No," attach explanation</i>	X	
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>		X
10 Did any persons become substantial contributors during the tax year? <i>If "Yes," attach a schedule listing their names and addresses</i>		X

Form 990-PF (2016)

SAXER FAMILY FOUNDATION

47-2294729

Page 5

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	Yes	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		X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address ▶ N/A	13	X	
14	The books are in care of ▶ UST-MLT, A DIVISION OF BANK OF AMERICA, N. Telephone no ▶ 609-274-6834 Located at ▶ 1300 MERRILL LYNCH DRIVE PENNINGTON NJ ZIP+4 ▶ 08534-1501			
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041—Check here and enter the amount of tax-exempt interest received or accrued during the year ▶ 15			
16	At any time during calendar year 2016, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country? See the instructions for exceptions and filing requirements for FinCEN Form 114. If "Yes," enter the name of the foreign country ▶	16	Yes	No
				X

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

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

1a	During the year did the foundation (either directly or indirectly)		Yes	No
(1)	Engage in the sale or exchange, or leasing of property with a disqualified person? ☐ Yes ☒ No			
(2)	Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? ☐ Yes ☒ No			
(3)	Furnish goods, services, or facilities to (or accept them from) a disqualified person? ☐ Yes ☒ No			
(4)	Pay compensation to, or pay or reimburse the expenses of, a disqualified person? ☐ Yes ☒ No			
(5)	Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)? ☐ Yes ☒ No			
(6)	Agree to pay money or property to a government official? (Exception. Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days) ☐ Yes ☒ No			
b	If any answer is "Yes" to 1a(1)–(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see instructions)? Organizations relying on a current notice regarding disaster assistance check here ▶ ☐	1b	N/A	
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		X
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	N/A	
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	N/A	
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a		X
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		X

Form 990-PF (2016)

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

- 5a** During the year did the foundation pay or incur any amount to
- (1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))? ☐ Yes ☒ No
- (2) Influence the outcome of any specific public election (see section 4955), or to carry on, directly or indirectly, any voter registration drive? ☐ Yes ☒ No
- (3) Provide a grant to an individual for travel, study, or other similar purposes? ☐ Yes ☒ No
- (4) Provide a grant to an organization other than a charitable, etc., organization described in section 4945(d)(4)(A)? (see instructions) ☐ Yes ☒ No
- (5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals? ☐ Yes ☒ No
- b** If any answer is "Yes" to 5a(1)–(5), did any of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance (see instructions)? ☐ Yes ☒ No
- Organizations relying on a current notice regarding disaster assistance check here ☐
- c** If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant? ☐ Yes ☐ No
- If "Yes," attach the statement required by Regulations section 53.4945–5(d) N/A
- 6a** Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract? ☐ Yes ☒ No
- b** Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract? ☐ Yes ☒ No
- If "Yes" to 6b, file Form 8870
- 7a** At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction? ☐ Yes ☒ No
- b** If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction? ☐ Yes ☒ No

5b	N/A	
6b		X
7b	N/A	

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	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
MICHELLE K SAXER 1444 LACHMAN LANE PACIFIC PALISADES, CA 902	PRESIDENT 00	0		
FRED E SAXER 1444 LACHMAN LANE PACIFIC PALISADES, CA 902	TREASURER 00	0		
MARGOT SAXER 1444 LACHMAN LANE PACIFIC PALISADES, CA 902	SECRETARY 00	0		
CHRISTOPHER SAXER 1444 LACHMAN LANE PACIFIC PALISADES, CA 902	VICE PRESIDENT 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	(b) Title, and average hours per week 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

0

Form 990-PF (2016)

SAXER FAMILY FOUNDATION

47-2294729

Page 7

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 NONE	
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 NONE	
2	
All other program-related investments See instructions	
3 NONE	
Total. Add lines 1 through 3	0

Form 990-PF (2016)

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	2,040,823
b	Average of monthly cash balances	1b	70,257
c	Fair market value of all other assets (see instructions)	1c	
d	Total (add lines 1a, b, and c)	1d	2,111,080
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	1e	
2	Acquisition indebtedness applicable to line 1 assets	2	
3	Subtract line 2 from line 1d	3	2,111,080
4	Cash deemed held for charitable activities. Enter 1½ % of line 3 (for greater amount, see instructions)	4	31,666
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	2,079,414
6	Minimum investment return. Enter 5% of line 5	6	103,971

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	103,971
2a	Tax on investment income for 2016 from Part VI, line 5	2a	307
b	Income tax for 2016 (This does not include the tax from Part VI.)	2b	
c	Add lines 2a and 2b	2c	307
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	103,664
4	Recoveries of amounts treated as qualifying distributions	4	
5	Add lines 3 and 4	5	103,664
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	103,664

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	123,035
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	123,035
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	307
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	122,728

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.

Form 990-PF (2016)

SAXER FAMILY FOUNDATION

47-2294729

Page 9

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				103,664
2 Undistributed income, if any, as of the end of 2016:				
a Enter amount for 2015 only			0	
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	31,886			
f Total of lines 3a through e	31,886			
4 Qualifying distributions for 2016 from Part XII, line 4 ▶ \$ 123,035				
a Applied to 2015, but not more than line 2a				
b Applied to undistributed income of prior years (Election required—see instructions)				
c Treated as distributions out of corpus (Election required—see instructions)				
d Applied to 2016 distributable amount				103,664
e Remaining amount distributed out of corpus	19,371			
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	51,257			
b Prior years' undistributed income Subtract line 4b from line 2b		0		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed				
d Subtract line 6c from line 6b Taxable amount—see instructions				
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				0
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (Election may be required—see instructions)				
8 Excess distributions carryover from 2011 not applied on line 5 or line 7 (see instructions)				
9 Excess distributions carryover to 2017. Subtract lines 7 and 8 from line 6a	51,257			
10 Analysis of line 9:				
a Excess from 2012				
b Excess from 2013				
c Excess from 2014				
d Excess from 2015	31,886			
e Excess from 2016	19,371			

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 <i>Paid during the year</i> See Attached Statement				
Total				3a 100,000
b <i>Approved for future payment</i> NONE				
Total				3b 0

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

- | | | |
|---|--|----|
| 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 |
| | (2) Other assets | 1a |
| b | Other transactions | |
| | (1) Sales of assets to a noncharitable exempt organization | 1b |
| | (2) Purchases of assets from a noncharitable exempt organization | 1b |
| | (3) Rental of facilities, equipment, or other assets | 1b |
| | (4) Reimbursement arrangements | 1b |
| | (5) Loans or loan guarantees | 1b |
| | (6) Performance of services or membership or fundraising solicitations | 1b |
| c | Sharing of facilities, equipment, mailing lists, other assets, or paid employees | |
| 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. | 1 |

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

[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.

Margot Saxe
Signature of officer or trustee

7/26/17 Secretary

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

**Paid
Preparer
Use Only**

Pnnt/Type preparer's name

LAWRENCE F MCGUIRE

Preparer's signature

2

Date	
------	--

7/20/2017

Check ☒ if self-employed

PTIN

P01233953

Firm's name ► PRICEWATERHOUSECOOPERS, LLP

Firm's EIN ▶ 13-4008324

Firm's address ► 600 GRANT STREET, PITTSBURGH PA, 15219

Phone no	412-355-6000
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SAXER FAMILY FOUNDATION

47-2294729 Page 1 of 2

Continuation of Part XV, Line 3a (990-PF) - Grants and Contributions Paid During the Year

Recipient(s) paid during the year

Name

Global Fund for Women Inc

Street

800 Market St, 7th Floor

City

San Francisco

State

CA

Zip Code

94102-3034

Foreign Country**Relationship**

NONE

Foundation Status

PC

Purpose of grant/contribution

GENERAL OPERATING

Amount

10,000

Name

Hope Harbor Home, Inc

Street

PO Box 230

City

Supply

State

NC

Zip Code

28462

Foreign Country**Relationship**

NONE

Foundation Status

PC

Purpose of grant/contribution

GENERAL OPERATING

Amount

10,000

Name

Union Rescue Mission

Street

545 South San Pedro Street

City

Los Angeles

State

CA

Zip Code

90013

Foreign Country**Relationship**

NONE

Foundation Status

PC

Purpose of grant/contribution

GENERAL OPERATING

Amount

10,000

Name

Spikenard Farm Inc

Street

445 Floyd Hwy N

City

Floyd

State

VA

Zip Code

24091-2632

Foreign Country**Relationship**

NONE

Foundation Status

PC

Purpose of grant/contribution

GENERAL OPERATING

Amount

10,000

Name

Ocean Park Community Center

Street

1453 16 th St

City

Santa Monica

State

CA

Zip Code

90404-2715

Foreign Country**Relationship**

NONE

Foundation Status

PC

Purpose of grant/contribution

GENERAL OPERATING

Amount

10,000

Name

The Growhaus

Street

4751 York St

City

Denver

State

CO

Zip Code

80216-2234

Foreign Country**Relationship**

NONE

Foundation Status

PC

Purpose of grant/contribution

GENERAL OPERATING

Amount

10,000

SAXER FAMILY FOUNDATION

47-2294729 Page 2 of 2

Continuation of Part XV, Line 3a (990-PF) - Grants and Contributions Paid During the Year

Recipient(s) paid during the year

Name

North Carolina Coastal Federation Inc

Street

3609 Highway 24

City

Newport

State

NC

Zip Code

28570-5509

Foreign Country**Relationship**

NONE

Foundation Status

PC

Purpose of grant/contribution

GENERAL OPERATING

Amount

10,000

Name

Atlantic University

Street

215 67th St

City

Virginia Beach

State

VA

Zip Code

23451-2061

Foreign Country**Relationship**

NONE

Foundation Status

PC

Purpose of grant/contribution

GENERAL OPERATING

Amount

10,000

Name

Friends of Public Radio Inc

Street

254 N Front St, Ste 300

City

Wilmington

State

NC

Zip Code

28401-8600

Foreign Country**Relationship**

NONE

Foundation Status

PC

Purpose of grant/contribution

GENERAL OPERATING

Amount

10,000

Name

Womens Bean Project

Street

3201 Curtis St

City

Denver

State

CO

Zip Code

80205-2754

Foreign Country**Relationship**

NONE

Foundation Status

PC

Purpose of grant/contribution

GENERAL OPERATING

Amount

10,000

Name**Street****City****State****Zip Code****Foreign Country****Relationship****Foundation Status****Purpose of grant/contribution****Amount****Name****Street****City****State****Zip Code****Foreign Country****Relationship****Foundation Status****Purpose of grant/contribution****Amount**

7/20/2017 11 53 43 AM - XXXX4500 - RXH - LA - SAXER FAMILY FOUNDATION

Part I, Line 6 (990-PF) - Gain/Loss from Sale of Assets Other Than Inventory

Long Term CG Distributions		Amount	Totals										Gross Sales	Cost or Other Basis Expenses	Net Gain or Loss
Short Term CG Distributions		283	Capital Gains/Losses										634,307	814,017	20,290
		0	Other sales										0	0	0
Description	CUSIP #	Check "X" to include in Part IV	Purchaser	Check "X" if Business	Acquisition Method	Date Acquired	Date Sold	Gross Sales Price	Cost or Other Basis	Valuation Method	Expense of Sale and Cost of Improvements	Depreciation	Adjustments	Net Gain or Loss	
289 RAYTHEON CO DELAWARE	755111507					1/29/2015	12/8/2016	9,334	6,539					2,795	
290 REYNOLDS AMERICAN INC	761713106	X				9/4/2015	5/10/2016	405	334					71	
291 REYNOLDS AMERICAN INC	761713106	X				9/4/2015	9/23/2016	1,599	1,378					221	
292 REYNOLDS AMERICAN INC	761713106	X				9/4/2015	9/23/2016	1,247	1,089					158	
293 REYNOLDS AMERICAN INC	761713106	X				9/4/2015	9/23/2016	279	279					0	
294 ROCKWELL COLLINS INC	774341101	X				1/29/2015	6/10/2016	5,038	4,885					153	
295 ROCKWELL COLLINS INC	774341101	X				1/29/2015	6/13/2016	5,599	5,580					19	
296 ROSS STORES INC COM	778296103	X				1/29/2015	1/28/2016	4,089	3,561					528	
297 ROSS STORES INC COM	778296103	X				1/29/2015	1/29/2016	3,162	2,718					444	
298 ROSS STORES INC COM	778296103	X				1/29/2015	1/11/2016	1,055	797					258	
299 SCHLUMBERGER LTD	805657108	X				1/29/2015	5/10/2016	222	245				24	0	
300 SCHLUMBERGER LTD	805657108	X				1/29/2015	1/11/2016	1,178	1,231					53	
301 SOUTHWEST AIRLINS CO	844741108	X				7/9/2015	2/25/2016	803	621					182	
302 SOUTHWEST AIRLINS CO	844741108	X				7/9/2015	1/11/2016	712	588					124	
303 SOUTHWEST AIRLINS CO	844741108	X				7/9/2015	1/29/2016	5,615	3,693					1,923	
304 SUNCOR ENERGY INC NEW	887224107	X				1/29/2015	1/11/2016	1,408	1,380					28	
305 SUNTRUST BKS INC COM	867914103	X				1/29/2015	2/25/2016	268	312					43	
306 WELLS FARGO & CO NEW DE	949746101	X				1/29/2015	5/10/2016	640	686				46	0	
307 WELLS FARGO & CO NEW DE	949746101	X				1/29/2015	5/10/2016	245	264					19	
308 WELLS FARGO & CO NEW DE	949746101	X				1/29/2015	1/11/2016	2,181	2,486					-305	
309 WELLS FARGO & CO NEW DE	949746101	X				1/29/2015	1/29/2016	5,910	5,501					408	
310 WSTN DIGITAL CORP DEL	956102105	X				1/29/2015	6/10/2016	9,838	21,191					-11,353	
311 WYERHAEUSER CO	952166104	X				1/29/2015	5/10/2016	277	320					-43	
312 WYERHAEUSER CO	952166104	X				1/29/2015	1/11/2016	206	248					-42	
313 ALLERGAN PLC	951172108	X				10/18/2016	1/11/2016	628	685				56	0	
314 INVESCO LTD	949181108	X				5/20/2016	1/11/2016	392	412					-20	
315 TYCO INTL PLC SHS	G91442106	X				1/29/2015	2/16/2016	2,045	2,510					-4	

Part I, Line 16c (990-PF) - Other Professional Fees

		57,561	34,536	0	23,025
Description		Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes (Cash Basis Only)
1	UST-MLT FEES AS AGENT	57,561	34,536		23,025

Part I, Line 18 (990-PF) - Taxes

		20,517	441	0	0
Description		Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
1	FOREIGN TAX WITHHELD	441	441		
2	PY EXCISE TAX DUE	16,061			
3	ESTIMATED EXCISE PAYMENTS	4,015			

Part I, Line 23 (990-PF) - Other Expenses

		14	4	0	10
Description		Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
1	INVESTMENT FEES	4	4		
2	STATE AG FEES	10	0		10

7/20/2017 11:53 43 AM - XXXX4500 - RXH - LA - SAXER FAMILY FOUNDATION

Part II, Line 10b (990-PF) - Investments - Corporate Stock

		1,952,244	1,865,150	0	2,114,972	
	Description	Num Shares/ Face Value	Book Value Beg of Year	Book Value End of Year	FMV Beg of Year	FMV End of Year
1						
2	ALLERGAN PLC	0		15,610		14,281
3	INVESCO LTD	0		7,745		7,706
4	ACTIVISION BLIZZARD INC	0		18,928		19,283
5	AETNA INC	0		30,846		33,979
6	ALPHABET INC SHS CL C	0		19,614		29,329
7	ALPHABET INC SHS CL A	0		28,108		40,415
8	ALTRIA GROUP INC	0		25,006		32,322
9	AMAZON COM INC	0		11,654		11,248
10	AMERICAN INTERNATIONAL	0		15,553		17,960
11	AMGEN INC	0		9,827		9,211
12	ANTHEM INC	0		16,197		16,965
13	APPLE COMPUTER INC COM	0		82,879		82,580
14	APPLIED MATERIALS INC	0		6,187		6,196
15	ASTRAZENECA PLC SPONS ADR	0		17,537		16,337
16	AVERY DENNISON CORP	0		5,063		4,845
17	BECTON DICKINSON AND COMPANY	0		7,932		7,450
18	BIAGEN IDEC INC	0		23,780		22,686
19	CDW CORP	0		9,400		11,877
20	CME GROUP INC	0		5,519		7,382
21	CMS ENERGY CORP	0		7,615		8,990
22	CENTENE CORP DEL	0		10,362		7,629
23	CHEVRONTXACO CORP	0		14,574		18,832
24	CISCO SYS INC	0		19,432		21,607
25	CITIGROUP INC COM NEW	0		41,726		50,040
26	COCA-COLA CO USD	0		12,462		12,355
27	COGNIZANT TECHNOLOGY SOLUTIONS	0		21,295		19,779
28	COMCAST CORP NEW CL A	0		40,519		51,028
29	CONOCOPHILLIPS	0		7,615		6,067
30	D R HORTON INC	0		9,568		8,609
31	DELL TECHNOLOGIES INC	0		10,940		11,159
32	DELTA AIR LINES INC	0		12,356		13,429
33	DIAGEO PLC SPON ADR NEW	0		9,960		8,627
34	DOLLAR GENERAL CORP	0		18,004		17,925
35	DOMINION RES INC VA NEW	0		16,165		15,624
36	DOW CHEMICAL COMPANY COMMON	0		27,314		32,787
37	DR PEPPER SNAPPLE GROUP	0		9,782		11,152
38	E I DU PONT DE NEMOURS & CO COMM	0		12,276		12,992
39	EXELON CORP	0		7,266		8,340
40	EXXON MOBIL CORP	0		22,083		23,558
41	FACEBOOK INC	0		16,515		24,160
42	GAP INC	0		8,751		6,463
43	GENERAL ELECTRIC CO	0		25,143		32,738
44	GILEAD SCIENCES INC	0		31,227		24,491
45	GOLDMAN SACHS GROUP INC	0		19,463		26,818
46	GOODYEAR TIRE & RUBBER COMPANY C	0		10,030		11,360

7/20/2017 11:53 43 AM - XXXX4500 - RXH - LA - SAXER FAMILY FOUNDATION

Part II, Line 10b (990-PF) - Investments - Corporate Stock

		1,952,244	1,865,150	0	2,114,972
Description	Num Shares/ Face Value	Book Value Beg of Year	Book Value End of Year	FMV Beg of Year	FMV End of Year
47 HESS CORP	0		9,346		13,642
48 HOME DEPOT INC USD 0 05	0		39,836		49,207
49 HONEYWELL INTL INC	0		13,949		15,987
50 HUMANA INC COM	0		16,108		17,955
51 HUNTINGTON INGALLS INDS	0		5,443		5,526
52 INTEL CORPORATION	0		19,691		22,052
53 INTERNATIONAL PAPER COMPANY COMM	0		6,537		6,473
54 J P MORGAN CHASE & CO	0		34,588		52,378
55 JOHNSON & JOHNSON COM	0		9,815		11,060
56 KEYCORP NEW COM	0		7,504		11,382
57 KROGER COMPANY COMMON	0		17,359		17,462
58 LABORATORY CORP AMER HLDGS	0		9,765		10,784
59 LAM RESH CORP COM	0		14,906		19,243
60 LEAR CORP SHS	0		5,541		6,751
61 LENNAR CORP	0		10,281		9,101
62 LOCKHEED MARTIN CORP	0		10,346		13,247
63 LOWES COMPANIES INC COM	0		21,037		21,336
64 MARATHON OIL CORP	0		5,064		3,427
65 MARATHON PETROLEUM CORP	0		11,984		12,588
66 MARSH & MCLENNAN COS INC	0		7,938		7,976
67 MERCK AND CO INC SHS	0		32,717		31,024
68 METLIFE INC	0		10,481		12,017
69 MICROSOFT CORP COM	0		63,520		92,589
70 MONDELEZ INTERNATIONAL	0		5,873		7,226
71 MORGAN STANLEY DEAN WITTER & CO	0		21,326		28,561
72 MOTOROLA SOLUTIONS INC	0		6,706		8,703
73 NEXTERA ENERGY INC SHS	0		15,886		16,963
74 NORTHROP GRUMMAN CORP	0		11,340		16,513
75 NVIDIA CORP	0		7,076		19,427
76 OCCIDENTAL PETROLEUM CORPORATIO	0		24,611		23,221
77 OMNICOM GROUP INC COM	0		16,113		18,384
78 ORACLE CORPORATION	0		22,065		22,032
79 PFIZER INC COM	0		54,966		56,353
80 PHILIP MORRIS INTL INC	0		6,438		7,228
81 PRAXAIR INC	0		5,222		5,039
82 PRICELINE COM INC	0		16,245		23,457
83 PROCTER & GAMBLE CO COM	0		11,999		11,771
84 PRUDENTIAL FINL INC	0		12,895		17,482
85 PUBLIC SERVICE ENTERPRISE GROUP IN	0		6,857		7,460
86 QUALCOMM INC	0		15,297		14,996
87 QUEST DIAGNOSTICS INC	0		10,430		12,774
88 RAYTHEON CO	0		14,562		16,046
89 REYNOLDS AMERN INC	0		4,604		6,108
90 ROBERT HALF INTL INC	0		5,471		7,268
91 ROSS STORES INC	0		10,463		14,038
92 SCHLUMBERGER LIMITED COM	0		22,568		23,086

7/20/2017 11 53 43 AM - XXXX4500 - RXH - LA - SAXER FAMILY FOUNDATION

Part II, Line 10b (990-PF) - Investments - Corporate Stock

		1,952,244	1,865,150	0	2,114,972
Description	Num Shares/ Face Value	Book Value Beg of Year	Book Value End of Year	FMV Beg of Year	FMV End of Year
93 SOUTHWEST AIRLINES CO	0		10,759		14,852
94 SUNCOR ENERGY INC NEW	0		30,770		34,423
95 SUNTRUST BANKS INC	0		19,867		27,919
96 TEVA PHARMACEUTICAL INDS ADR	0		19,852		12,506
97 3M CO	0		20,266		21,786
98 TOTAL FINA ELF S A ADR	0		16,455		16,412
99 TRAVELERS COS INC	0		10,275		11,997
100 US BANCORP DEL	0		42,395		51,267
101 UNILEVER NV NY SHARE F NEW	0		10,604		9,649
102 UNION PACIFIC CORP	0		10,347		8,916
103 UNITED CONTL HLDGS INC	0		13,788		14,868
104 UNITED PARCEL SVC INC CL B	0		9,658		11,005
105 UNITED HEALTH GROUP INC	0		32,158		46,092
106 UNIVERSAL HEALTH SVCS INC CL B	0		8,219		8,298
107 URBAN OUTFITTERS INC	0		5,452		4,471
108 VERIZON COMMUNICATIONS INC	0		14,370		16,548
109 WAL MART STORES INC	0		10,979		10,852
110 WALGREENS BOOTS ALLIANCE	0		25,393		25,407
111 WELLS FARGO & CO NEW	0		33,172		35,160
112 WEYERHAEUSER CO COM	0		7,774		6,590

Part III (990-PF) - Changes in Net Assets or Fund Balances

Line 3 - Other increases not included in Part III, Line 2

1	GAIN ON PY SALES SETTLED IN CY	1	242
2	FEDERAL EXCISE TAX REFUND	2	22,311
3	Total	3	22,553

Line 5 - Decreases not included in Part III, Line 2

1	COST BASIS ADJUSTMENT	1	129
2	Total	2	129

7/20/2017 11 53.43 AM - XXXX4500 - RXH - LA - SAXER FAMILY FOUNDATION

Part IV (990-PF) - Capital Gains and Losses for Tax on Investment Income

Long Term CG Distributions		Short Term CG Distributions		Amount		283		0		634,024		0		1,002		615,019		20,007		0		0		20,007	
Description of Property Sold		CUSIP #	Acquisition Method	Date Acquired	Date Sold	Gross Sales Price	Depreciation Allowed	Adjustments	Cost or Other Basis Plus	Gain or Loss	F M V as of 12/31/69	Adjusted Basis as of 12/31/69	Excess of FMV Over Adjusted Basis	Gain Minus Excess FMV Over Adj. Basis or Losses											
1	AMGEN INC COM PV \$0.0001	031162100		1/29/2015	8/23/2016	6,263		0	5,640	623	0	0	0	623											
2	AMGEN INC COM PV \$0.0001	031162100		1/29/2015	8/30/2016	5,460		0	5,014	446	0	0	0	446											
3	AMGEN INC COM PV \$0.0001	031162100		1/29/2015	10/18/2016	9,784		0	9,401	383	0	0	0	383											
4	AMGEN INC COM PV \$0.0001	031162100		1/29/2015	11/1/2016	422		0	420	-48	0	0	0	-48											
5	ANTHEM INC	036752103		1/29/2015	2/25/2016	521		0	549	-22	0	0	0	-22											
6	ANTHEM INC	036752103		1/29/2015	5/10/2016	278		0	274	4	0	0	0	4											
7	ANTHEM INC	036752103		1/29/2015	11/1/2016	353		0	412	-59	0	0	0	-59											
8	APPLE INC	037833100		1/29/2015	11/1/2016	3,896		0	4,168	-272	0	0	0	-272											
9	ASTRAZENECA PLC SPND AD	046353108		4/6/2016	11/1/2016	616		37	653	0	0	0	0	0											
10	AVERY DENNISON CORP	053611109		4/21/2016	11/1/2016	277		0	294	17	0	0	0	17											
11	BECTON DICKINSON CO	075887109		8/25/2016	11/1/2016	333		0	350	-17	0	0	0	-17											
12	BHP BILLITON LTD ADR	088606108		1/29/2015	3/24/2016	2,757		0	4,979	-2,222	0	0	0	-2,222											
13	BHP BILLITON LTD ADR	088606108		1/29/2015	3/28/2016	720		0	1,279	-559	0	0	0	-559											
14	CITIGROUP INC COM NEW	172967424		1/29/2015	5/10/2016	2,943		0	907	-64	0	0	0	-64											
15	CITIGROUP INC COM NEW	172967424		1/29/2015	11/1/2016	1,564		0	1,528	-36	0	0	0	-36											
16	COCA COLA COM	191216100		1/29/2015	5/10/2016	594		0	548	46	0	0	0	46											
17	COCA COLA COM	191216100		1/29/2015	11/1/2016	757		0	759	-2	0	0	0	-2											
18	COGNIZANT TECH SOLUTNS	192446102		2/11/2015	11/1/2016	1,235		0	1,410	-175	0	0	0	-175											
19	COMCAST CORP NEW CL A	20030N101		1/29/2015	5/10/2016	682		0	595	87	0	0	0	87											
20	COMCAST CORP NEW CL A	20030N101		1/29/2015	7/13/2016	4,151		0	3,353	798	0	0	0	798											
21	COMCAST CORP NEW CL A	20030N101		1/29/2015	11/1/2016	2,948		0	2,596	352	0	0	0	352											
22	CONOCOPHILLIPS	20825C104		1/29/2015	11/1/2016	391		0	566	-175	0	0	0	-175											
23	D R HORTON INC	23331A109		9/9/2015	11/1/2016	430		0	467	-37	0	0	0	-37											
24	DELTA AIR LINES INC	247361702		8/5/2015	2/25/2016	491		0	463	28	0	0	0	28											
25	DELTA AIR LINES INC	247361702		8/5/2015	11/1/2016	839		0	926	-87	0	0	0	-87											
26	DIAGEO PLC SPSD ADR NEW	25243Q205		1/29/2015	5/10/2016	219		0	244	-25	0	0	0	-25											
27	DIAGEO PLC SPSD ADR NEW	25243Q205		1/29/2015	11/1/2016	425		0	489	-63	0	0	0	-63											
28	DOLLAR GENERAL CORP	256677105		4/17/2015	2/25/2016	301		0	299	2	0	0	0	2											
29	DOLLAR GENERAL CORP	256677105		4/17/2015	5/10/2016	508		0	449	59	0														

7/20/2017 11 53 43 AM - XXXX4500 - RXH - LA - SAXER FAMILY FOUNDATION

Part IV (990-PF) - Capital Gains and Losses for Tax on Investment Income

Long Term CG Distributions		Short Term CG Distributions		Amount		283		0		634,024		0		1,002		615,019		20,007		0		0		0		20,007	
Description of Property Sold		CUSIP #	Acquisition Method	Date Acquired	Date Sold	Gross Sales Price	Depreciation Allowed	Adjustments	Cost or Other Basis Plus Expense of Sale	Gain or Loss	F M V as of 12/31/89	Adjusted Basis as of 12/31/89	Excess of FMV Over Adjusted Basis	Gain or Loss	Excess FMV Over Adj. Basis or Loss												
70	CME GROUP INC	12572Q105		1/29/2015	11/17/2016	693		0	517	176	0	0	0	176													
71	CME GROUP INC	12572Q105		1/29/2015	11/16/2016	2,180		0	1,638	542	0	0	0	542													
72	CMS ENERGY CORP	125896100		3/18/2015	2/25/2016	365		0	312	53	0	0	0	53													
73	CMS ENERGY CORP	125896100		3/18/2015	5/10/2016	208		0	173	35	0	0	0	35													
74	CMS ENERGY CORP	125896100		3/18/2015	11/1/2016	333		0	277	56	0	0	0	56													
75	CVS HEALTH CORP	126650100		1/29/2015	2/25/2016	782		0	801	-19	0	0	0	-19													
76	CVS HEALTH CORP	126650100		1/29/2015	10/28/2016	7,075		0	8,510	-1,435	0	0	0	-1,435													
77	CVS HEALTH CORP	126650100		1/29/2015	11/1/2016	584		0	701	-117	0	0	0	-117													
78	GOODYEAR TIRE RUBBER	382550101		5/19/2016	11/1/2016	419		0	406	13	0	0	0	13													
79	HALLIBURTON COMPANY	406216101		1/29/2015	5/19/2016	9,393		0	9,406	13	0	0	0	13													
80	HESS CORP	42809H107		2/12/2016	5/10/2016	282		0	198	84	0	0	0	84													
81	HESS CORP	42809H107		2/12/2016	11/1/2016	430		0	357	73	0	0	0	73													
82	HOME DEPOT INC	437076102		1/29/2015	2/25/2016	1,003		0	862	141	0	0	0	141													
83	HOME DEPOT INC	437076102		1/29/2015	3/2/2016	2,624		0	2,624	0	0	0	0	0													
84	HOME DEPOT INC	437076102		1/29/2015	3/1/2016	2,689		0	2,262	427	0	0	0	427													
85	HOME DEPOT INC	437076102		1/29/2015	5/10/2016	548		0	431	118	0	0	0	118													
86	HOME DEPOT INC	437076102		1/29/2015	6/29/2016	5,596		0	4,740	856	0	0	0	856													
87	HOME DEPOT INC	437076102		1/29/2015	8/8/2016	2,861		0	2,282	599	0	0	0	599													
88	INTEL CORP	458140100		1/29/2015	8/8/2016	664		0	651	13	0	0	0	13													
89	INTEL CORP	458140100		1/29/2015	8/9/2016	2,831		0	2,776	55	0	0	0	55													
90	INTEL CORP	458140100		1/29/2015	8/10/2016	6,543		0	6,477	66	0	0	0	66													
91	INTEL CORP	458140100		1/29/2015	8/11/2016	6,572		0	6,511	61	0	0	0	61													
92	INTEL CORP	458140100		1/29/2015	8/12/2016	2,354		0	2,330	24	0	0	0	24													
93	INTEL CORP	458140100		1/29/2015	11/1/2016	1,035		0	1,028	7	0	0	0	7													
94	INTL BUSINESS MACHINES	459205101		1/29/2015	12/2/2016	1,634		0	5,127	1,093	0	0	0	1,093													
95	INTL PAPER CO	460146103		1/29/2015	4/5/2016	1,117		0	1,500	-383	0	0	0	-383													
96	INTL PAPER CO	460146103		1/29/2015	4/6/2016	2,390		0	3,215	-825	0	0	0	-825													
97	INTL PAPER CO	460146103		1/29/2015	11/1/2016	265		0	322	-57	0	0	0	-57													
98	JPMORGAN CHASE & CO	46625H100		1/29/2015	2/25/2016	451		0	447	4	0	0	0														

7/20/2017 11 53.43 AM - XXXX4500 - RXH - LA - SAXER FAMILY FOUNDATION

Part IV (990-PF) - Capital Gains and Losses for Tax on Investment Income

Amount													
Long Term CG Distributions													
Short Term CG Distributions													
0													
634,024													
0													
1,002													
615,019													
20,007													
0													
0													
20,007													
Description of Property Sold	CUSIP #	Acquisition Method	Date Acquired	Date Sold	Gross Sales Price	Depreciation Allowed	Adjustments	Cost or Other Basis Plus Expense of Sale	Gain or Loss	F M V as of 12/31/09	Adjusted Basis as of 12/31/09	Excess of FMV Over Adjusted Basis	Gains Minus Excess FMV Over Adj. Basis or Losses
277 QUALCOMM INC	747525103		1/29/2015	5/10/2016	462		0	578	116	0	0	0	-116
278 QUALCOMM INC	747525103		1/29/2015	11/1/2016	683		0	642	41	0	0	0	41
279 QUEST DIAGNOSTICS INC	74834L100		3/24/2015	5/10/2016	303		0	311	-8	0	0	0	-8
280 QUEST DIAGNOSTICS INC	74834L100		3/24/2015	11/1/2016	564		0	545	19	0	0	0	19
281 RAYTHEON CO DELAWARE N	755111507		1/29/2015	5/10/2016	786		0	613	173	0	0	0	173
282 RAYTHEON CO DELAWARE N	755111507		1/29/2015	5/19/2016	1,164		0	920	244	0	0	0	244
283 RAYTHEON CO DELAWARE N	755111507		1/29/2015	5/20/2016	1,553		0	1,226	327	0	0	0	327
284 RAYTHEON CO DELAWARE N	755111507		1/29/2015	7/13/2016	5,689		0	4,189	1,500	0	0	0	1,500
285 RAYTHEON CO DELAWARE N	755111507		1/29/2015	11/1/2016	1,487		0	1,124	363	0	0	0	363
286 RAYTHEON CO DELAWARE N	755111507		1/29/2015	11/17/2016	1,446		0	1,022	424	0	0	0	424
287 RAYTHEON CO DELAWARE N	755111507		1/29/2015	11/18/2016	1,452		0	1,022	430	0	0	0	430
288 RAYTHEON CO DELAWARE N	755111507		2/22/2016	12/8/2016	1,313		0	1,121	192	0	0	0	192
289 RAYTHEON CO DELAWARE N	755111507		1/29/2015	12/9/2016	9,334		0	6,539	2,795	0	0	0	2,795
290 REYNOLDS AMERICAN INC	761713106		9/4/2015	5/10/2016	405		0	334	71	0	0	0	71
291 REYNOLDS AMERICAN INC	761713106		9/4/2015	9/23/2016	1,599		0	1,378	221	0	0	0	221
292 REYNOLDS AMERICAN INC	761713106		9/4/2015	9/26/2016	1,247		0	1,086	161	0	0	0	161
293 REYNOLDS AMERICAN INC	761713106		9/4/2015	11/1/2016	273		0	209	64	0	0	0	64
294 ROCKWELL COLLINS INC	774341101		1/29/2015	6/10/2016	5,038		0	4,865	173	0	0	0	173
295 ROCKWELL COLLINS INC	774341101		1/29/2015	6/13/2016	5,599		0	5,560	39	0	0	0	39
296 ROSS STORES INC COM	778296103		1/29/2015	1/28/2016	4,089		0	3,561	528	0	0	0	528
297 ROSS STORES INC COM	778296103		1/29/2015	1/29/2016	3,162		0	2,718	444	0	0	0	444
298 ROSS STORES INC COM	778296103		1/29/2015	11/1/2016	1,055		0	797	258	0	0	0	258
299 SCHLUMBERGER LTD	806857108		1/29/2015	5/10/2016	222		24	246	0	0	0	0	0
300 SCHLUMBERGER LTD	806857108		1/29/2015	11/1/2016	1,176		0	1,231	-53	0	0	0	53
301 SOUTHWEST AIRLNS CO	844741108		7/8/2015	2/25/2016	803		0	621	182	0	0	0	182
302 SOUTHWEST AIRLNS CO	844741108		7/8/2015	11/1/2016	712		0	588	124	0	0	0	124
303 SOUTHWEST AIRLNS CO	844741108		7/8/2015	12/8/2016	5,616		0	3,693	1,923	0	0	0	1,923
304 SUNCOR ENERGY INC NEW	867224107		1/29/2015	11/1/2016	1,408		0	1,360	48	0	0	0	48
305 SUNTRUST BKS INC COM	867914103		1/29/2015	2/25/2016	269		0	312	-43	0	0	0	-43
306 WELLS FARGO & CO NEW DE	949746101		1/29/2015	5/10/2016	640		48	688	0	0	0	0	0
307 WELLS FARGO & CO NEW DE	949746101		1/29/2015	5/10/2016	246		0	264	-18	0	0	0	-18
308 WELLS FARGO & CO NEW DE	949746101		1/29/2015	11/1/2016	2,161		0	2,486	-325	0	0	0	-325
309 WELLS FARGO & CO NEW DE	949746101		1/29/2015	12/8/2016	5,910		0	5,501	409	0	0	0	409
310 WSTN DIGITAL CORP DEL	958102105		1/29/2015	6/10/2016	9,838		0	21,191	-11,353	0	0	0	11,353
311 WEYERHAEUSER CO	962166104		1/29/2015	5/10/2016	277		0	320	-43	0	0	0	-43
312 WEYERHAEUSER CO	962166104		1/29/2015	11/1/2016	206		0	248	-42	0	0	0	-42
313 ALLERGAN PLC	G0177J108		10/18/2016	11/1/2016	628		58	685	1	0	0	0	1
314 INVESCO LTD	G4918T108		5/20/2016	11/1/2016	392		0	412	-20	0	0	0	-20
315 TYCO INTL PLC SHS	G91442106		1/29/2015	2/16/2016	2,045		0	2,510	-465	0	0	0	-465
316 TYCO INTL PLC SHS	G91442106		1/29/2015	2/17/2016	2,079		0	2,510	-431	0	0	0	-431
317 TYCO INTL PLC SHS	G91442106		1/29/2015	2/18/2016	2,006		0	2,426	-420	0	0	0	-420
318 TYCO INTL PLC SHS	G91442106		1/29/2015	2/19/2016	268		0	335	-67	0	0	0	-67
319 HOME DEPOT INC	437076102		1/29/2015	9/23/2016	2,824		0	2,370	454	0	0	0	454
320 HOME DEPOT INC	437076102		1/29/2015	11/1/2016	2,153		0	1,939	214	0	0	0	214
321 HONEYWELL INTL INC DEL	438516106		1/29/2015	2/25/2016	206		0	201	5	0	0	0	5
322 HONEYWELL INTL INC DEL	438516106		1/29/2015	5/10/2016	570		0	501	69	0	0	0	69
323 HONEYWELL INTL INC DEL	438516106		1/29/2015	11/1/2016	764		0	698	66	0	0	0	66
324 HUMANA INC	444859102		8/5/2015	2/25/2016	347		0	371	-24	0	0	0	-24
325 HUMANA INC	444859102		8/6/2015	4/21/2016	1,733		0	1,859	-126	0	0	0	-126
326 HUMANA INC	444859102		8/5/2015	4/21/2016	1,906		0	2,040	-134	0	0	0	-134
327 HUMANA INC	444859102		8/6/2015	11/1/2016	507		0	558	-51	0	0	0	-51
328 MASTERCARD INC	57636Q104		1/29/2015	1/6/2016	2,977		0	6,992	-995	0	0	0	995
329 MASTERCARD INC	57636Q104		1/29/2015	1/7/2016	8,185		0	7,253	932	0	0	0	932
330 MASTERCARD INC	57636Q104		1/29/2015	1/20/2016	3,356		0	3,260	96	0	0	0	96
331 MASTERCARD INC	57636Q104		1/29/2015	1/21/2016	6,103		0	5,786	317	0	0	0	317
332 MCDONALDS CORP COM	580135101		1/29/2015	1/29/2016	2,483		0	1,868	615	0	0	0	615
333 MCDONALDS CORP COM	580135101		1/29/2015	2/25/2016	235		0	187	48	0	0	0	48
334 MCDONALDS CORP COM	580135101		1/29/2015	5/10/2016	264		0	187	77	0	0	0	77
335 MCDONALDS CORP COM	580135101		1/29/2015	8/8/2016	2,839		0	2,242	597	0	0	0	597
336 MCDONALDS CORP COM	580135101		1/29/2015	8/25/2016	2,191		0	1,775	416	0	0	0	416
337 MCDONALDS CORP COM	580135101		1/29/2015	8/26/2016	4,462		0	3,643	839	0	0	0	839
338 MCDONALDS CORP COM	580135101		5/17/2016	8/29/2016	230		0	256	-26	0	0	0	-26
339 MCDONALDS CORP COM	580135101		1/29/2015	8/29/2016	921		0	747	174	0	0	0	174
340 MCKESSON CORPORATION	58155Q103		1/29/2015	4/21/2016	12,108		0	14,912	-2,804	0	0	0	2,804
341 MERCK AND CO INC SHS	58933Y105		1/29/2015	5/10/2016	600		83	683	0	0	0	0	0
342 MERCK AND CO INC SHS	58933Y105		1/29/2015	5/19/2016	2,281		0	2,608	-327	0	0	0	-327
343 MERCK AND CO INC SHS	58933Y105		1/29/2015	5/18/2016	217		31	248	0	0	0	0	0
344 MERCK AND CO INC SHS	58933Y105		1/29/2015	10/18/2016	5,086		0	6,085	-1	0	0	0	1
345 MERCK AND CO INC SHS	58933Y105		1/28/2015	11/1/2016	1,896		0	1,897	-1	0	0	0	-1

7/20/2017 11:53:43 AM - XXXX4500 - RXH - LA - SAXER FAMILY FOUNDATION

Part IV (990-PF) - Capital Gains and Losses for Tax on Investment Income

		Amount																					
Long Term CG Distributions		283																					
Short Term CG Distributions		0		634,024										0		1,002		615,019		20,007		0	
Description of Property Sold		CUSIP #	Acquisition Method	Date Acquired	Date Sold	Gross Sales Price	Depreciation Allowed	Adjustments	Cost or Other Basis Plus Expense of Sale	Gain or Loss	F M V as of 12/31/69	Adjusted Basis as of 12/31/69	Excess of FMV Over Adjusted Basis	Gain Minus Excess FMV Over Adj. Basis or Losses									
346	METLIFE INC COM	59156R108		1/29/2015	5/10/2016	392		0	423	31	0	0	0	-31									
347	METLIFE INC COM	59156R108		1/29/2015	11/1/2016	328		0	329	-1	0	0	0	-1									
348	MICROSOFT CORP	594918104		1/29/2015	2/25/2016	613		0	505	108	0	0	0	108									
349	MICROSOFT CORP	594918104		1/29/2015	5/10/2016	857		0	716	141	0	0	0	141									
350	MICROSOFT CORP	594918104		1/29/2015	11/1/2016	6,996		0	4,928	2,068	0	0	0	2,068									
351	MONDELEZ INTERNATIONAL	609207105		1/29/2015	2/25/2016	205		0	179	26	0	0	0	26									
352	MONDELEZ INTERNATIONAL	609207105		1/29/2015	5/10/2016	222		0	178	44	0	0	0	44									
353	MONDELEZ INTERNATIONAL	609207105		1/29/2015	11/1/2016	443		0	353	90	0	0	0	90									
354	MORGAN STANLEY	617446448		1/29/2015	5/10/2016	319		95	414	0	0	0	0	0									
355	MORGAN STANLEY	617446448		1/29/2015	5/10/2016	319		0	414	-95	0	0	0	-95									

7/20/2017 11:53 43 AM - XXXX4500 - RXH - LA - SAXER FAMILY FOUNDATION

Part VIII, Line 1 (990-PF) - Compensation of Officers, Directors, Trustees and Foundation Managers

0												0	0
	Name	Check "X" if Business	Street	City	State	Zip Code	Foreign Country	Title	Avg Hrs Per Week	Compensation	Benefits	Expense Account	
1	MICHELLE K SAXER		1444 LACHMAN LANE	PACIFIC PALISADES	CA	90272		PRESIDENT	0 00	0			
2	FREDE SAXER		1444 LACHMAN LANE	PACIFIC PALISADES	CA	90272		TREASURER	0 00	0			
3	MARGOT SAXER		1444 LACHMAN LANE	PACIFIC PALISADES	CA	90272		SECRETARY	0 00	0			
4	CHRISTOPHER SAXER		1444 LACHMAN LANE	PACIFIC PALISADES	CA	90272		VICE PRESIDENT	0 00	0			

Part VI, Line 6a (990-PF) - Estimated Tax Payments

	Date		Amount
1 Credit from prior year return		1	0
2 First quarter estimated tax payment	5/13/2016	2	4,015
3 Second quarter estimated tax payment		3	
4 Third quarter estimated tax payment		4	
5 Fourth quarter estimated tax payment		5	
6 Other payments		6	
7 Total		7	4,015