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| Part II Balance Sheets | | Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions) | | | Beginning of year | End of year | |
|-----------------------------|--|---|----------------|-----------------------|-------------------|-------------|--|
| | | (a) Book Value | (b) Book Value | (c) Fair Market Value | | | |
| Assets | 1 | Cash—non-interest-bearing | | | | | |
| | 2 | Savings and temporary cash investments | 850,904 | 930,913 | 930,913 | | |
| | 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) | | | | | |
| | 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) | 5,148,128 | 5,053,170 | 5,053,170 | | |
| | 14 | Land, buildings, and equipment basis ▶ _____ 3,000 Less accumulated depreciation (attach schedule) ▶ _____ | 3,000 | 3,000 | 3,000 | | |
| 15 | Other assets (describe ▶ _____) | | | | | | |
| 16 | Total assets (to be completed by all filers—see the instructions Also, see page 1, item I) | 6,002,032 | 5,987,083 | 5,987,083 | | | |
| Liabilities | 17 | Accounts payable and accrued expenses | | | | | |
| | 18 | Grants payable | 10,000 | 47,500 | | | |
| | 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) | 10,000 | 47,500 | | | |
| Net Assets or Fund Balances | Foundations that follow SFAS 117, check here <input checked="" type="checkbox"/> and complete lines 24 through 26 and lines 30 and 31. | | | | | | |
| | 24 | Unrestricted | 5,992,032 | 5,939,583 | | | |
| | 25 | Temporarily restricted | | | | | |
| | 26 | Permanently restricted | | | | | |
| | Foundations that do not follow SFAS 117, check here <input type="checkbox"/> and complete lines 27 through 31. | | | | | | |
| | 27 | Capital stock, trust principal, or current funds | | | | | |
| | 28 | Paid-in or capital surplus, or land, bldg , and equipment fund | | | | | |
| | 29 | Retained earnings, accumulated income, endowment, or other funds | | | | | |
| | 30 | Total net assets or fund balances (see instructions) | 5,992,032 | 5,939,583 | | | |
| 31 | Total liabilities and net assets/fund balances (see instructions) . | 6,002,032 | 5,987,083 | | | | |

Part III Analysis of Changes in Net Assets or Fund Balances

| | | | |
|---|--|---|-----------|
| 1 | Total net assets or fund balances at beginning of year—Part II, column (a), line 30 (must agree with end-of-year figure reported on prior year's return) | 1 | 5,992,032 |
| 2 | Enter amount from Part I, line 27a | 2 | -327,711 |
| 3 | Other increases not included in line 2 (itemize) ▶ _____ | 3 | 275,262 |
| 4 | Add lines 1, 2, and 3 | 4 | 5,939,583 |
| 5 | Decreases not included in line 2 (itemize) ▶ _____ | 5 | |
| 6 | Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30 . | 6 | 5,939,583 |

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) |
|---|---|--|--------------------------------------|
| 1 a Sales of Publicly Traded Securities | P | 2000-01-01 | 2016-12-31 |
| 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 912,187 | | 1,029,599 | -117,412 |
| 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 | | | -117,412 |
| b | | | |
| c | | | |
| d | | | |
| e | | | |

| | | |
|---|----------|----------|
| 2 Capital gain net income or (net capital loss) <div style="float: right; font-size: small;"> { If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7 </div> | 2 | -117,412 |
| 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 | 329,506 | 6,323,346 | 0 05211 |
| 2014 | 334,634 | 6,597,497 | 0 05072 |
| 2013 | 394,936 | 6,346,226 | 0 06223 |
| 2012 | 285,507 | 5,996,326 | 0 04761 |
| 2011 | 327,815 | 6,097,948 | 0 05376 |
| 2 Total of line 1, column (d) | | | 0 266434 |
| 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 | | | 0 053287 |
| 4 Enter the net value of noncharitable-use assets for 2016 from Part X, line 5 | | | 5,807,995 |
| 5 Multiply line 4 by line 3 | | | 309,491 |
| 6 Enter 1% of net investment income (1% of Part I, line 27b) | | | 1,363 |
| 7 Add lines 5 and 6 | | | 310,854 |
| 8 Enter qualifying distributions from Part XII, line 4 | | | 308,021 |

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 type="checkbox"/> and enter 1% of Part I, line 27b | 1 | 2,727 |
| c | All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, col (b) | | |
| 2 | Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-) | 2 | |
| 3 | Add lines 1 and 2. | 3 | 2,727 |
| 4 | Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-) | 4 | |
| 5 | Tax based on investment income. Subtract line 4 from line 3. If zero or less, enter -0- | 5 | 2,727 |
| 6 | Credits/Payments | | |
| a | 2016 estimated tax payments and 2015 overpayment credited to 2016 | 6a | 3,200 |
| 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 | 3,200 |
| 8 | Enter any penalty for underpayment of estimated tax. Check here <input checked="" 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 | 473 |
| 11 | Enter the amount of line 10 to be Credited to 2017 estimated tax ▶ 473 Refunded ▶ | 11 | |

Part VII-A Statements Regarding Activities

| | Yes | No |
|--|-----------|-----|
| 1a During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign? | 1a | No |
| b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see Instructions for definition)? <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 ▶ \$ _____ (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> | 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 | No |
| 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) ▶ OR _____ | | |
| 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 <u>www.leightmanmaxeyfoundation.org</u> | 13 | Yes | |
| 14 | The books are in care of <u>Dee Ann Harris</u> Telephone no <u>(541) 734-9322</u> | | | |

Located at PO Box 907 Medford OR ZIP+4 97501

| | | | | |
|-----------|--|-----------|------------|-----------|
| 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 <u>15</u> | | | |
| 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 <u>▶</u> | 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 checked="" type="checkbox"/> Yes <input type="checkbox"/> No | | | |
| (4) | Pay compensation to, or pay or reimburse the expenses of, a disqualified person? <input checked="" type="checkbox"/> Yes <input 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 | | No |
| 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 <u>▶ 20____, 20____, 20____, 20____</u> | | | |
| 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 | | No |
| c | If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here <u>▶ 20____, 20____, 20____, 20____</u> | | | |
| 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 | | No |
| 4a | Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes? | 4a | | No |
| b | Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2016? | 4b | | No |

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

| | | | | |
|---|---|-----------|--|-----------|
| 5a During the year did the foundation pay or incur any amount to | | | | |
| (1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))? | <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 | 5b | | 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) | | | | |
| 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 | 6b | | No |
| If "Yes" to 6b, file Form 8870 | | | | |
| 7a At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction? | <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 | | No |

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

| 1 List all officers, directors, trustees, foundation managers and their compensation (see instructions). | | | | |
|---|---|---|---|---------------------------------------|
| (a) Name and address | Title, and average hours per week (b) devoted to position | (c) Compensation (If not paid, enter -0-) | (d) Contributions to employee benefit plans and deferred compensation | (e) Expense account, other allowances |
| Dee Ann Harris  PO Box 907 Medford, OR 97501 | Trustee 40 00 | 91,000 | 20,528 | |
| 2 Compensation of five highest-paid employees (other than those included on line 1—see instructions). If none, enter "NONE." | | | | |
| (a) Name and address of each employee paid more than \$50,000 | Title, and average hours per week (b) devoted to position | (c) Compensation | (d) Contributions to employee benefit plans and deferred compensation | (e) Expense account, other allowances |
| NONE | | | | |
| | | | | |
| | | | | |
| | | | | |
| | | | | |
| | | | | |
| | | | | |
| | | | | |
| Total number of other employees paid over \$50,000. | | | | |

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

| 3 Five highest-paid independent contractors for professional services (see instructions). If none, enter "NONE". | | |
|---|---------------------|------------------|
| (a) Name and address of each person paid more than \$50,000 | (b) Type of service | (c) Compensation |
| Blue Rock Financial Services | Investment Mgmt | 58,904 |
| 16 North Riverside Suite 202 Medford, OR 97501 | | |
| | | |
| | | |
| | | |
| | | |
| | | |
| | | |
| | | |
| Total number of others receiving over \$50,000 for professional services. ▶ | | |

Part IX-A Summary of Direct Charitable Activities

| List the foundation's four largest direct charitable activities during the tax year. Include relevant statistical information such as the number of organizations and other beneficiaries served, conferences convened, research papers produced, etc. | | Expenses |
|--|--|----------|
| 1 | | |
| | | |
| | | |
| 2 | | |
| | | |
| | | |
| 3 | | |
| | | |
| | | |
| 4 | | |
| | | |
| | | |

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

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

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

| | | | |
|----------|--|-----------|-----------|
| 1 | Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes | | |
| a | Average monthly fair market value of securities. | 1a | 5,418,237 |
| b | Average of monthly cash balances. | 1b | 478,205 |
| c | Fair market value of all other assets (see instructions). | 1c | 0 |
| d | Total (add lines 1a, b, and c). | 1d | 5,896,442 |
| e | Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation). | 1e | 0 |
| 2 | Acquisition indebtedness applicable to line 1 assets. | 2 | |
| 3 | Subtract line 2 from line 1d. | 3 | 5,896,442 |
| 4 | Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions). | 4 | 88,447 |
| 5 | Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4. | 5 | 5,807,995 |
| 6 | Minimum investment return. Enter 5% of line 5. | 6 | 290,400 |

Part XI Distributable Amount (see instructions) (Section 4942(j)(3) and (j)(5) private operating foundations and certain foreign organizations check here ☐ and do not complete this part.)

| | | | |
|-----------|--|-----------|---------|
| 1 | Minimum investment return from Part X, line 6. | 1 | 290,400 |
| 2a | Tax on investment income for 2016 from Part VI, line 5. | 2a | 2,727 |
| b | Income tax for 2016 (This does not include the tax from Part VI). | 2b | |
| c | Add lines 2a and 2b. | 2c | 2,727 |
| 3 | Distributable amount before adjustments. Subtract line 2c from line 1. | 3 | 287,673 |
| 4 | Recoveries of amounts treated as qualifying distributions. | 4 | 3,000 |
| 5 | Add lines 3 and 4. | 5 | 290,673 |
| 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 | 290,673 |

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 | 308,021 |
| 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 | 308,021 |
| 5 | Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income. Enter 1% of Part I, line 27b (see instructions). | 5 | |
| 6 | Adjusted qualifying distributions. Subtract line 5 from line 4. | 6 | 308,021 |

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 | | | | 290,673 |
| 2 Undistributed income, if any, as of the end of 2016 | | | | |
| a Enter amount for 2015 only. | | | | |
| b Total for prior years 20____, 20____, 20____ | | | | |
| 3 Excess distributions carryover, if any, to 2016 | | | | |
| a From 2011. | | | | |
| b From 2012. | | | | |
| c From 2013. | | | | |
| d From 2014. | | | | |
| e From 2015. | | | | 6,083 |
| f Total of lines 3a through e. | 6,083 | | | |
| 4 Qualifying distributions for 2016 from Part XII, line 4 ▶ \$ <u>308,021</u> | | | | |
| 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). | 0 | | | |
| d Applied to 2016 distributable amount. | | | | 290,673 |
| e Remaining amount distributed out of corpus | 17,348 | | | |
| 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 | 23,431 | | | |
| b Prior years' undistributed income Subtract line 4b from line 2b | | | | |
| c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed. | | | | |
| d Subtract line 6c from line 6b Taxable amount—see instructions | | | | |
| e Undistributed income for 2015 Subtract line 4a from line 2a Taxable amount—see instructions | | | | |
| f Undistributed income for 2016 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2017 | | | | 0 |
| 7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (Election may be required - see instructions). | | | | |
| 8 Excess distributions carryover from 2011 not applied on line 5 or line 7 (see instructions). | | | | |
| 9 Excess distributions carryover to 2017. Subtract lines 7 and 8 from line 6a | 23,431 | | | |
| 10 Analysis of line 9 | | | | |
| a Excess from 2012. | | | | |
| b Excess from 2013. | | | | |
| c Excess from 2014. | | | | |
| d Excess from 2015. | | | | 6,083 |
| e Excess from 2016. | | | | 17,348 |

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)) | |
| 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 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 e-mail address of the person to whom applications should be addressed Dee Ann Harris PO Box 907 Medford, OR 97501 (541) 734-9322 | |
| b The form in which applications should be submitted and information and materials they should include See Statement 13 | |
| c Any submission deadlines See Statement 13 | |
| d Any restrictions or limitations on awards, such as by geographical areas, charitable fields, kinds of institutions, or other factors See Statement 13 | |

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 | | | | 167,755 |
| b <i>Approved for future payment</i> See Additional Data Table | | | | |
| Total ▶ 3b | | | | 37,500 |

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 | 9 | | |
| 4 Dividends and interest from securities. . . . | | | 14 | 195,397 | | |
| 5 Net rental income or (loss) from real estate | | | | | | |
| a Debt-financed property. | | | | | | |
| b Not debt-financed property. | | | | | | |
| 6 Net rental income or (loss) from personal property | | | | | | |
| 7 Other investment income. | | | | | | |
| 8 Gain or (loss) from sales of assets other than inventory | | | 18 | -117,412 | | |
| 9 Net income or (loss) from special events | | | | | | |
| 10 Gross profit or (loss) from sales of inventory | | | | | | |
| 11 Other revenue | | | | | | |
| a <u>Other Investment Income</u> | | | 18 | 24 | | |
| b <u>Returned Grant</u> | | | | | | 3,000 |
| c _____ | | | | | | |
| d _____ | | | | | | |
| e _____ | | | | | | |
| 12 Subtotal Add columns (b), (d), and (e). . | | | | 78,018 | | 3,000 |
| 13 Total. Add line 12, columns (b), (d), and (e). (See worksheet in line 13 instructions to verify calculations) | | | 13 | | | 81,018 |

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 |
|--------------------------|--------------------------|---------------------------------|
| | | |
| | | |
| | | |
| | | |

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

| | | | | |
|---|----------------------|------|---|-------------------------|
| Print/Type preparer's name Michael Fontanello | Preparer's Signature | Date | Check if self-employed <input type="checkbox"/> | PTIN P01471027 |
| Firm's name ► Fontanello Duffield & Otake LLP | | | | Firm's EIN ► |
| Firm's address ► 44 Montgomery Street Suite 1305 San Francisco, CA 94104 | | | | Phone no (415) 983-0200 |

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 | | | | |
| Kids Unlimited of Oregon 821 N Riverside Medford, OR 97501 | N/A | PC | Nutrition Education for Under-served Children | 15,000 |
| Consumer Credit Counseling Svc of S 820 Crater Lake Avenue 202 Medford, OR 97504 | N/A | PC | General Operating Support | 10,000 |
| Sisiyou Community Health Center 1701 NW Hawthorne Ave Suite 201 Grants Pass, OR 97526 | N/A | PC | Nutrition Education | 15,000 |
| United Way of Jackson County 1457 East McAndrews Road Medford, OR 97504 | N/A | PC | Hope Chest | 2,000 |
| Boys and Girls Club of Rogue Valley 203 SE 9th Street Grants Pass, OR 97526 | N/A | PC | T3 Training Teens for Tomorrow | 10,000 |
| Klamath Community College Foundatio 7390 S 6th Street Klamath Falls, OR 97603 | N/A | PC | Scholarship Fund | 10,000 |
| Rogue Valley Family YMCA 522 West 6th Street Medford, OR 97501 | N/A | PC | Rogue Valley Family YMCA Nutrition Education Programs | 7,500 |
| Rogue Farm Corps PO Box 533 Ashland, OR 97520 | N/A | PC | The Next Generation of Rogue Valley Farmers | 5,000 |
| United Way of Jackson County 1457 East McAndrews Road Medford, OR 97504 | N/A | PC | Oregon Nonprofit Leaders Conference | 1,000 |
| Exponent Philanthropy 1720 N Street NW Washington, DC 20036 | N/A | PC | General Operating | 750 |
| Family Nurturing Center 212 N Oakdale Ave Medford, OR 97501 | N/A | PC | Family Nurturing Center Farm and Food Program | 10,000 |
| Jackson County School District 6 300 Ash Street Central Poing, OR 97502 | N/A | PC | Planning for the Future | 11,755 |
| Klamath Lake Community Action Servi 2300 Clairmont Drive Klamath Falls, OR 97601 | N/A | PC | Smart \$tart Project | 15,000 |
| College Dreams Inc 2158 NE Industry Drive Grants Pass, OR 97528 | N/A | PC | Career Build Work Experience Program Expansion | 12,000 |
| First Congregational United Church 717 Siskiyou Blvd Ashland, OR 97502 | N/A | PC | Laundry Love | 1,000 |
| Total ► 3a | | | | 167,755 |

| 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> | | | | |
| Options for Homeless Residents - As PO Box 133 Ashland, OR 97520 | N/A | PC | Ashland Job Match | 12,000 |
| Oregon Coast Community Action 1855 Thomas Ave Coos Bay, OR 97420 | N/A | PC | Curry County SERV Specialist | 15,000 |
| Rogue Retreat 1014 West 8th Street Medford, OR 97501 | N/A | PC | A Place to Call Home - Heather's Haven and Starting Strong Women's Housing Program | 5,000 |
| Southern Oregon University 1250 Siskiyou Blvd Ashland, OR 97520 | N/A | PC | Sustainability Field School Outdoor Kitchen | 9,750 |
| Total  | | | | 167,755 |
| 3a | | | | |

TY 2016 Accounting Fees Schedule**Name:** The Leightman Maxey Foundation**EIN:** 47-6261291**Software ID:** 16000303**Software Version:** 2016v3.0

| Category | Amount | Net Investment Income | Adjusted Net Income | Disbursements for Charitable Purposes |
|-----------------|--------|--------------------------|------------------------|---|
| Accounting Fees | 2,760 | 0 | 0 | 2,760 |

TY 2016 Compensation Explanation**Name:** The Leightman Maxey Foundation**EIN:** 47-6261291**Software ID:** 16000303**Software Version:** 2016v3.0

| Person Name | Explanation |
|----------------|---|
| Dee Ann Harris | Compensation as a Key Employee, not as a Board Member |

TY 2016 General Explanation Attachment

Name: The Leightman Maxey Foundation

EIN: 47-6261291

Software ID: 16000303

Software Version: 2016v3.0

General Explanation Attachment

| Identifier | Return Reference | Explanation | |
|------------|------------------|--|--|
| 1 | | General Explanation Supplemental Information for Form 990-PF | <p>Statement 13Form 990-PF, Part XV, Line 2a-dApplication Submission InformationEligibility Considerations and RequirementsGrant requests are considered only from organizations that are established nonprofit, tax-exempt, charitable organizations and public entities. It is the applicant's responsibility to ensure that their organization is recognized by the IRS as a tax-exempt organization before submitting an application. The Foundation follow s these general practices. Grants are not made to or for any of the follow ing purposes: 1. Individuals2. Projects seeking to influence elections, political candidates or legislation. The Foundation limits it's funding to Southern Oregon, specifically Jackson, Josephine, Klamath and Curry counties. The Foundation makes grants up to \$15,000.00. Multiyear grants may be aw arded. They w ill be limited to tw o years w ith the second year of funding being contingent upon a satisfactory report being received from the grantee at the end of the first years funding period. The Foundation w ill consider only one grant request from the same organization in a tw elve month period, unless an additional request is invited by the Foundation. A Final Report for any previous funding must be received by the Foundation before another application from a previous grantee w ill be considered. Application Procedures and DeadlinesThe Foundation has an online application process. Proposals sent by mail or fax w ill not be accepted. Late applications w ill not be considered. There are tw o grant application deadlines a year: March 1 & September 1. Application Review. The Foundation w ill acknow ledge each application received. During the grant review period, the Foundation may request an interview w ith, or a site visit to, the applicant organization in order to gain more information about the organization and its proposal. Additional w ritten material may also be requested. Throughout this time, applicants are encouraged to notify the Foundation of any changes regarding the application, including pending and aw arded funds. Final grant decisions w ill be announced approximately 10-12 w eeks after each deadline. The Foundation cannot expedite a funding decision. Please do not contact the Foundation during the review period w ith questions regarding the status of your application. Not all applications move through the review process in the same manner or at the same rate. All applicants w ill be advised as to the outcome of their proposals. All decisions are final. The Leightman Maxey Foundation endeavors to serve people throughout Southern Oregon. Despite this commitment, the Foundation is unable to support every request received. Denial of a grant should not necessarily be considered a reflection on the quality of a project or the w orthiness of an organization. Payments and Reporting Grant aw ards are paid upon receipt of the signed grant agreement. Every organization receiving a grant from the Leightman Maxey Foundation has a responsibility to report on the use of the funds granted. The Foundation must receive this report before considering any further grant applications from the same organization. Reporting guidelines are provided w ith each of the Foundation's grant aw ards and can be found in detail on the Foundation's w ebsite. Unless otherw ise indicated at the time disbursement is made, reports are required annually until the entire grant has been expended. The Foundation values final reports. Failure to report as required by the Foundation could influence future grant decisions. The Leightman Maxey Foundation is continually evolving and refining its processes and priorities. Please visit the Foundation's w ebsite annually for new guidelines.</p> |

TY 2016 Investments - Other Schedule**Name:** The Leightman Maxey Foundation**EIN:** 47-6261291**Software ID:** 16000303**Software Version:** 2016v3.0

| Category/ Item | Listed at Cost or FMV | Book Value | End of Year Fair Market Value |
|---|------------------------------|-------------------|--------------------------------------|
| Oakmark Global Select, 18,025.601 Sh | FMV | 303,010 | 303,010 |
| Primecap Odyssey Aggr 12,977.674h | FMV | 434,363 | 434,363 |
| Doubleline Total Return, 45,244.312 Sh | FMV | 480,495 | 480,495 |
| Touchstone Sands Capital, 21,776.027 Sh | FMV | 278,951 | 278,951 |
| Glenmede Small Cap Eq, 9,117.248 Sh | FMV | 262,759 | 262,759 |
| Harbor Int'l Fund, 3,478.043 Sh | FMV | 203,152 | 203,152 |
| T Rowe Price Blue Chip, 2,490.657 Sh | FMV | 180,847 | 180,847 |
| Third Ave Real Estate Fd, 4,402.875 Sh | FMV | 131,514 | 131,514 |
| Osterweis Strategic Inc, 23,373.694 Sh | FMV | 262,019 | 262,019 |
| Matthews Pacific Tiger Fd, 6,072.095 Sh | FMV | 139,172 | 139,172 |
| Wasatch Intl Growth Fd, 7,250.114 Sh | FMV | 192,781 | 192,781 |
| Oakmark Select Fund, 14,832.388 Sh | FMV | 638,386 | 638,386 |
| Hennessy Japan Small Cap, 11,864.171 Sh | FMV | 128,845 | 128,845 |
| Select Sector SPDR TR, 5,000 Sh | FMV | 116,250 | 116,250 |
| Alps Funds, 17,245.127 Sh | FMV | 191,766 | 191,766 |
| Driehaus Fds Emrg Mkt, 8,456.374 Sh | FMV | 90,145 | 90,145 |
| Select Sector SPDR Real Est, 695 Sh | FMV | 21,371 | 21,371 |
| SPDR Gold TR, 1,000 Sh | FMV | 109,610 | 109,610 |
| Vanguard Sm Cap, 2,000 Sh | FMV | 257,920 | 257,920 |
| MGD Portfolio Ser Nuance, 44,541.305 Sh | FMV | 629,814 | 629,814 |

**TY 2016 Land, Etc.
Schedule****Name:** The Leightman Maxey Foundation**EIN:** 47-6261291**Software ID:** 16000303**Software Version:** 2016v3.0

| Category / Item | Cost / Other Basis | Accumulated Depreciation | Book Value | End of Year Fair Market Value |
|-----------------|--------------------|--------------------------|------------|-------------------------------|
| Land | 3,000 | | 3,000 | 3,000 |

TY 2016 Other Expenses Schedule

Name: The Leightman Maxey Foundation

EIN: 47-6261291

Software ID: 16000303

Software Version: 2016v3.0

Other Expenses Schedule

| Description | Revenue and Expenses per Books | Net Investment Income | Adjusted Net Income | Disbursements for Charitable Purposes |
|-------------------------|--------------------------------|-----------------------|---------------------|---------------------------------------|
| Bank Fees | 185 | 185 | | |
| Bookkeeping | 1,020 | | | 1,020 |
| Insurance | 1,175 | | | 1,175 |
| Membership Dues | 750 | | | 750 |
| Misc Operating Expenses | 324 | | | 324 |
| Payroll Service | 914 | | | 914 |
| Postage & Delivery | 343 | | | 343 |
| Supplies | 298 | | | 298 |
| Technology | 7,409 | | | 7,409 |
| Telephone | 646 | | | 646 |

TY 2016 Other Income Schedule**Name:** The Leightman Maxey Foundation**EIN:** 47-6261291**Software ID:** 16000303**Software Version:** 2016v3.0**Other Income Schedule**

| Description | Revenue And Expenses Per Books | Net Investment Income | Adjusted Net Income |
|-------------------------|-----------------------------------|--------------------------|---------------------|
| Other Investment Income | 24 | 24 | |
| Returned Grant | 3,000 | | |

TY 2016 Other Professional Fees Schedule**Name:** The Leightman Maxey Foundation**EIN:** 47-6261291**Software ID:** 16000303**Software Version:** 2016v3.0

| Category | Amount | Net Investment Income | Adjusted Net Income | Disbursements for Charitable Purposes |
|----------------------------|--------|--------------------------|------------------------|---|
| Investment Management Fees | 58,904 | 58,904 | 0 | 0 |
| Other Professional Fees | 1,400 | 0 | 0 | 1,400 |

TY 2016 Taxes Schedule**Name:** The Leightman Maxey Foundation**EIN:** 47-6261291**Software ID:** 16000303**Software Version:** 2016v3.0

| Category | Amount | Net Investment Income | Adjusted Net Income | Disbursements for Charitable Purposes |
|------------|--------|--------------------------|------------------------|---|
| Excise Tax | 3,444 | | | |
| Oregon Tax | 675 | | | |