EXTENDED TO NOVEMBER 15, 2017

Form **990-PF** Department of the Treasury Internal Revenue Service

Return of Private Foundation

or Section 4947(a)(1) Trust Treated as Private Foundation

▶ Do not enter social security numbers on this form as it may be made public.

▶ Information about Form 990-PF and its separate instructions is at www.irs.gov/form990pf.

OMB No 1545-0052

2016

Open to Public Inspection

For calendar year 2016 or tax year beginning , and ending

Name of foundation: FOHS FOUNDATION

A Employer identification number: 74-6003165

Number and street (or P O box number if mail is not delivered to street address): P.O. BOX 1001 | Room/suite:

B Telephone number: 541-440-1587

City or town, state or province, country, and ZIP or foreign postal code: ROSEBURG, OR 97470

C If exemption application is pending, check here ▶ [ ]

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

D 1. Foreign organizations, check here ▶ [ ]

2 Foreign organizations meeting the 85% test, check here and attach computation ▶ [ ]

H Check type of organization: [X] Section 501(c)(3) exempt private foundation [ ] Section 4947(a)(1) nonexempt charitable trust [ ] Other taxable private foundation

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

I Fair market value of all assets at end of year (from Part II, col. (c), line 16) ▶$ 18015042.

J Accounting method: [X] Cash [ ] Accrual [ ] Other (specify) (Part I, column (d) must be on cash basis.)

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

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

		(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			N/A	
	2 Check ▶ [X] if the foundation is not required to attach Sch B				
	3 Interest on savings and temporary cash investments	9.	9.		STATEMENT 1
	4 Dividends and interest from securities	99422.	99081.		STATEMENT 2
	5a Gross rents				
	b Net rental income or (loss)				
	6a Net gain or (loss) from sale of assets not on line 10	882255.			
	b Gross sales price for all assets on line 6a 3159960.				
	7 Capital gain net income (from Part IV, line 2)		882255.		
	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)				
	11 Other income	-136539.	-129769.		STATEMENT 3
	12 **Total.** Add lines 1 through 11	845147.	851576.		
Operating and Administrative Expenses	13 Compensation of officers, directors, trustees, etc	96797.	19360.		77437.
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits				
	16a Legal fees STMT 4	1026.	1026.		0.
	b Accounting fees STMT 5	10950.	10950.		0.
	c Other professional fees STMT 6	100087.	84996.		15091.
	17 Interest	4977.	4977.		0.
	18 Taxes STMT 7	44545.	4253.		0.
	19 Depreciation and depletion	1734.	1307.		
	20 Occupancy				
	21 Travel, conferences, and meetings	45316.	0.		43826.
	22 Printing and publications				
	23 Other expenses STMT 8	119296.	116516.		2780.
	24 **Total operating and administrative expenses.** Add lines 13 through 23	424728.	243385.		139134.
	25 Contributions, gifts, grants paid	793750.			793750.
	26 **Total expenses and disbursements.** Add lines 24 and 25	1218478.	243385.		932884.
	27 Subtract line 26 from line 12:				
	a Excess of revenue over expenses and disbursements	-373331.			
	b **Net investment income** (if negative, enter -0-)		608191.		
	c **Adjusted net income** (if negative, enter -0-)			N/A	

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

		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	371708.	117755.	117755.
	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			
	7 Other notes and loans receivable ▶			
	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			
	b Investments - corporate stock STMT 11	3964105.	3546621.	4025229.
	c Investments - corporate bonds STMT 12	6342.	6342.	2280.
	11 Investments - land, buildings, and equipment basis ▶			
	Less accumulated depreciation ▶			
	12 Investments - mortgage loans			
	13 Investments - other STMT 13	11111979.	12398500.	13869778.
	14 Land, buildings, and equipment: basis ▶			
	Less accumulated depreciation ▶			
	15 Other assets (describe ▶)			
	16 Total assets (to be completed by all filers - see the instructions. Also, see page 1, item I)	15454134.	16069218.	18015042.
Liabilities	17 Accounts payable and accrued expenses			
	18 Grants payable		65000.	
	19 Deferred revenue			
	20 Loans from officers, directors, trustees, and other disqualified persons			
	21 Mortgages and other notes payable			
	22 Other liabilities (describe ▶ MARGIN BALANCE)	0.	241076.	
	23 **Total liabilities** (add lines 17 through 22)	0.	306076.	
Net Assets or Fund Balances	**Foundations that follow SFAS 117, check here ▶ [X] and complete lines 24 through 26 and lines 30 and 31.**			
	24 Unrestricted	15454134.	15763142.	
	25 Temporarily restricted			
	26 Permanently restricted			
	Foundations that do not follow SFAS 117, check here ▶ [ ] and complete lines 27 through 31.			
	27 Capital stock, trust principal, or current funds			
	28 Paid-in or capital surplus, or land, bldg., and equipment fund			
	29 Retained earnings, accumulated income, endowment, or other funds			
	30 **Total net assets or fund balances**	15454134.	15763142.	
	31 **Total liabilities and net assets/fund balances**	15454134.	16069218.	

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	15454134.
2	Enter amount from Part I, line 27a	2	-373331.
3	Other increases not included in line 2 (itemize) ▶ SEE STATEMENT 9	3	788911.
4	Add lines 1, 2, and 3	4	15869714.
5	Decreases not included in line 2 (itemize) ▶ SEE STATEMENT 10	5	106572.
6	Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	15763142.

Part IV Capital Gains and Losses for Tax on Investment Income SEE ATTACHED STATEMENT

	(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				
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	3159960.		2280430.	882255.

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

	(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	(l) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col. (h))
a				
b				
c				
d				
e				882255.

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 882255.

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).
If (loss), enter -0- in Part I, line 8 } 3 N/A

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 the 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	867168.	18058366.	.048020
2014	912172.	17494016.	.052142
2013	754138.	17173169.	.043914
2012	845891.	15985054.	.052918
2011	876909.	16072956.	.054558

2 **Total** of line 1, column (d)	2	.251552
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	.050310
4 Enter the net value of noncharitable-use assets for 2016 from Part X, line 5	4	17071549.
5 Multiply line 4 by line 3	5	858870.
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	6082.
7 Add lines 5 and 6	7	864952.
8 Enter qualifying distributions from Part XII, line 4	8	932884.

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 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	PASSTHROUGH FROM K-1S	P	VARIOUS	VARIOUS
b	PUBLICLY TRADED SECURITIES	P	VARIOUS	VARIOUS
c	PUBLICLY TRADED SECURITIES	P	VARIOUS	VARIOUS
d	PASSTHROUGH FROM K-1S	P	VARIOUS	VARIOUS
e	CUBE GLOBAL MULTI STRATEGY FUND	P	03/26/14	11/21/16
f	IDEV INVESTORS LLC	P	10/13/10	01/01/16
g	.847543% MORRISON STREET FUND III LP	P	03/31/08	12/31/16
h	3929.757 DIALECTIC LTD	P	08/01/03	12/31/16
i	CLASS ACTION PROCEEDS	P	VARIOUS	11/10/16
j	CAPITAL GAINS DIVIDENDS			
k				
l				
m				
n				
o				

	(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	24332.			24332.
b	585299.		568592.	16707.
c	1854235.		1405550.	451410.
d	11255.			11255.
e			639.	-639.
f			3724.	-3724.
g	3182.		1925.	1257.
h	601736.		300000.	301736.
i	55.			55.
j	79866.			79866.
k				
l				
m				
n				
o				

	Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Losses (from col. (h)) Gains (excess of col. (h) gain over col. (k), but not less than "-0-")
	(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				24332.
b				16707.
c				451410.
d				11255.
e				-639.
f				-3724.
g				1257.
h				301736.
i				55.
j				79866.
k				
l				
m				
n				
o				

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	882255.
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). If (loss), enter "-0-" in Part I, line 8	3	N/A

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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 ▶ [X] and enter 1% of Part I, line 27b		1	6082.
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	6082.
4	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)		4	0.
5	**Tax based on investment income.** Subtract line 4 from line 3. If zero or less, enter -0-		5	6082.
6	Credits/Payments:			
a	2016 estimated tax payments and 2015 overpayment credited to 2016	6a 36366.		
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	36366.
8	Enter any **penalty** for underpayment of estimated tax. Check here [ ] if Form 2220 is attached		8	
9	**Tax due.** If the total of lines 5 and 8 is more than line 7, enter **amount owed** ▶		9	
10	**Overpayment.** If line 7 is more than the total of lines 5 and 8, enter the **amount overpaid** ▶		10	30284.
11	Enter the amount of line 10 to be: **Credited to 2017 estimated tax** ▶ 10000. **Refunded** ▶		11	20284.

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		X
b	Did it spend more than $100 during the year (either directly or indirectly) for political purposes (see instructions for the definition)?	1b		X
	If the answer is "Yes" to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities			
c	Did the foundation file **Form 1120-POL** for this year?	1c		X
d	Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year: **(1)** On the foundation. ▶ $ 0. **(2)** On foundation managers. ▶ $ 0.			
e	Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers. ▶ $ 0.			
2	Has the foundation engaged in any activities that have not previously been reported to the IRS? *If "Yes," attach a detailed description of the activities*	2		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? *If "Yes," attach a conformed copy of the changes*	3		X
4a	Did the foundation have unrelated business gross income of $1,000 or more during the year?	4a	X	
b	If "Yes," has it filed a tax return on **Form 990-T** for this year?	4b	X	
5	Was there a liquidation, termination, dissolution, or substantial contraction during the year? *If "Yes," attach the statement required by General Instruction T.*	5		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?	6	X	
7	Did the foundation have at least $5,000 in assets at any time during the year? *If "Yes," complete Part II, col (c), and Part XV*	7	X	
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? If "No," attach explanation*	8b	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)? *If "Yes," complete Part XIV*	9		X
10	Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses	10		X

Part VII-A Statements Regarding Activities *(continued)*

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

Website address ▶ FOHSFOUNDATION.COM

14 The books are in care of ▶ STEFANI FAUNCE Telephone no. ▶ 541-440-1587

Located at ▶ PO BOX 1001, ROSEBURG, OR ZIP+4 ▶ 97470

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 N/A

			Yes	No
16	At any time during calendar year 2016, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country?	16		X
	See the instructions for exceptions and filing requirements for FinCEN Form 114. If "Yes," enter the name of the foreign country ▶			

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.

			Yes	No
1a	During the year did the foundation (either directly or indirectly):			
	(1) Engage in the sale or exchange, or leasing of property with a disqualified person? ☐ **Yes** ☒ **No**			
	(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? ☐ **Yes** ☒ **No**			
	(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? ☐ **Yes** ☒ **No**			
	(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? ☐ **Yes** ☒ **No**			
	(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)? ☐ **Yes** ☒ **No**			
	(6) Agree to pay money or property to a government official? (**Exception.** Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days.) ☐ **Yes** ☒ **No**			
b	If any answer is "Yes" to 1a(1)-(6), did **any** of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see instructions)? N/A	1b		
	Organizations relying on a current notice regarding disaster assistance check here ▶ ☐			
c	Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2016?	1c		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 ▶ ____, ____, ____, ____			
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.) N/A	2b		
c	If the provisions of section 4942(a)(2) are being applied to **any** of the years listed in 2a, list the years here. ▶ ____, ____, ____, ____			
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.)* N/A	3b		
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

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)? N/A | 5b |

Organizations relying on a current notice regarding disaster assistance check here ▶ ☐

c If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant? N/A ☐ Yes ☐ No

If "Yes," attach the statement required by Regulations section 53 4945-5(d)

6a Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract? ☐ Yes ☒ No

b Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract? | 6b | | X |

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? N/A | 7b |

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

1 List all officers, directors, trustees, foundation managers and their compensation.

(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
HOWARD F. SOHN PO BOX 1001 ROSEBURG, OR 97470	CHAIRMAN 24.00	0.	0.	0.
RUTH SOHN 1238 S GENESEE AVE LOS ANGELES, CA 90019	TRUSTEE 0.00	0.	0.	0.
BARBARA TINT PO BOX 751 PORTLAND, OR 97207	TRUSTEE 0.00	0.	0.	0.

2 Compensation of five highest-paid employees (other than those included on line 1). 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

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

3 Five highest-paid independent contractors for professional services. If none, enter "NONE."

(a) Name and address of each person paid more than $50,000	(b) Type of service	(c) Compensation
ARNERICH MASSENA INC - 2045 NE MARTIN LUTHER KING JR BLVD, PORTLAND, OR 97212	INVESTMENT MANAGEMENT	77745.
Total number of others receiving over $50,000 for professional services ▶		0

Part IX-A Summary of Direct Charitable Activities

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

Part IX-B Summary of Program-Related Investments

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

Form **990-PF** (2016)

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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	17262569.
b	Average of monthly cash balances		1b	68953.
c	Fair market value of all other assets		1c	
d	**Total** (add lines 1a, b, and c)		1d	17331522.
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	1e 0.		
2	Acquisition indebtedness applicable to line 1 assets		2	0.
3	Subtract line 2 from line 1d		3	17331522.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)		4	259973.
5	**Net value of noncharitable-use assets**. Subtract line 4 from line 3. Enter here and on Part V, line 4		5	17071549.
6	**Minimum investment return**. Enter 5% of line 5		6	853577.

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	853577.
2a	Tax on investment income for 2016 from Part VI, line 5	2a 6082.		
b	Income tax for 2016. (This does not include the tax from Part VI.)	2b 667.		
c	Add lines 2a and 2b		2c	6749.
3	Distributable amount before adjustments. Subtract line 2c from line 1		3	846828.
4	Recoveries of amounts treated as qualifying distributions		4	0.
5	Add lines 3 and 4		5	846828.
6	Deduction from distributable amount (see instructions)		6	0.
7	**Distributable amount** as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1		7	846828.

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	932884.
b	Program-related investments - total from Part IX-B	1b	0.
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	2	
3	Amounts set aside for specific charitable projects that satisfy the:		
a	Suitability test (prior IRS approval required)	3a	
b	Cash distribution test (attach the required schedule)	3b	
4	**Qualifying distributions** Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	4	932884.
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	5	6082.
6	**Adjusted qualifying distributions**. Subtract line 5 from line 4	6	926802.

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				846828.
2 Undistributed income, if any, as of the end of 2016				
a Enter amount for 2015 only			644782.	
b Total for prior years: ____, ____, ____		0.		
3 Excess distributions carryover, if any, to 2016:				
a From 2011				
b From 2012				
c From 2013				
d From 2014				
e From 2015				
f Total of lines 3a through e	0.			
4 Qualifying distributions for 2016 from Part XII, line 4: ▶ $ 932884.				
a Applied to 2015, but not more than line 2a			644782.	
b Applied to undistributed income of prior years (Election required - see instructions)		0.		
c Treated as distributions out of corpus (Election required - see instructions)	0.			
d Applied to 2016 distributable amount				288102.
e Remaining amount distributed out of corpus	0.			
5 Excess distributions carryover applied to 2016 (If an amount appears in column (d), the same amount must be shown in column (a).)	0.			0.
6 **Enter the net total of each column as indicated below:**				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5	0.			
b Prior years' undistributed income. Subtract line 4b from line 2b		0.		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed		0.		
d Subtract line 6c from line 6b. Taxable amount - see instructions		0.		
e Undistributed income for 2015. Subtract line 4a from line 2a. Taxable amount - see instr.			0.	
f Undistributed income for 2016. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2017				558726.
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (Election may be required - see instructions)	0.			
8 Excess distributions carryover from 2011 not applied on line 5 or line 7	0.			
9 **Excess distributions carryover to 2017.** Subtract lines 7 and 8 from line 6a	0.			
10 Analysis of line 9:				
a Excess from 2012				
b Excess from 2013				
c Excess from 2014				
d Excess from 2015				
e Excess from 2016				

Part XIV Private Operating Foundations (see instructions and Part VII-A, question 9) N/A

1 a 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 foundation is a private operating foundation described in section ☐ 4942(j)(3) or ☐ 4942(j)(5)

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

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

NONE

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.

NONE

2 **Information Regarding Contribution, Grant, Gift, Loan, Scholarship, etc., Programs:**

Check here ▶ ☐ if the foundation only makes contributions to preselected charitable organizations and does not accept unsolicited requests for funds. If the foundation makes gifts, grants, etc. (see instructions) to individuals or organizations under other conditions, complete items 2a, b, c, and d.

a The name, address, and telephone number or e-mail address of the person to whom applications should be addressed:

STEFANI FAUNCE, 541-440-1587
PO BOX 1001, ROSEBURG, OR 97470

b The form in which applications should be submitted and information and materials they should include:

WRITTEN REQUEST

c Any submission deadlines:

MARCH 31

d Any restrictions or limitations on awards, such as by geographical areas, charitable fields, kinds of institutions, or other factors:

NONE

Part XV Supplementary Information

3 Grants and Contributions Paid During the Year (Continuation)

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
JEWISH FUNDERS NETWORK 150 W 30TH STREET, SUITE 900 NEW YORK, NY 10001		PC	SOCIAL VENTURE FUND FOR JEWISH-ARAB EQUALTIY FOR SHARED SOCIETY	25000.
MIDDLE EAST PEACE DIALOGUE NETWORK PO BOX 943 ATCO, NJ 08004		PC	BLUE WHITE FUTURE	5000.
NEW ISRAEL FUND 703 MARKET STREET, SUITE 1503 SAN FRANCISCO, CA 94103		PC	NEW INITIATIVES FOR DEMOCRACY	10000.
NEW ISRAEL FUND 703 MARKET STREET, SUITE 1503 SAN FRANCISCO, CA 94103		PC	TSOFEN ENHANCE EMPLOYMENT OF ISRAELI ARABS IN THE HIGH TECH SECTOR	15000.
NEW ISRAEL FUND 703 MARKET STREET, SUITE 1503 SAN FRANCISCO, CA 94103		PC	KAV MASHVE EMPLOYMENT OPPORTUNITY; PALESTINIAN ISRAELI COLLEGE GRADUATES	15000.
NEW ISRAEL FUND 703 MARKET STREET, SUITE 1503 SAN FRANCISCO, CA 94103		PC	SHATIL WORK TOWARD A SHARED SOCIETY IN ISRAEL	40000.
NEW ISRAEL FUND 703 MARKET STREET, SUITE 1503 SAN FRANCISCO, CA 94103		PC	ANU ONLINE DATABASE OF ARAB EXPERTS AS A RESOURCE TO MEDIA PROFESSIONALS	15000.
NEW ISRAEL FUND 703 MARKET STREET, SUITE 1503 SAN FRANCISCO, CA 94103		PC	INJAZ WORK WITH ARAB MUNICIPALITIES WITHIN ISRAEL	45000.
NEW ISRAEL FUND 703 MARKET STREET, SUITE 1503 SAN FRANCISCO, CA 94103		PC	ARAB CENTER FOR ALTERNATIVE PLANNING; RESOLUTION 922 ECONOMIC DEVELOPMENT PLAN FOR THE ARAB	25000.
NEW ISRAEL FUND 703 MARKET STREET, SUITE 1503 SAN FRANCISCO, CA 94103		PC	GENERAL SUPPORT	2500.
Total from continuation sheets				459500.

Part XV Supplementary Information

3 Grants and Contributions Paid During the Year (Continuation)

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
PEF - ISRAEL ENDOWMENT FUNDS 630 THIRD AVENUE, 15TH FLOOR NEW YORK, NY 10017		PC	MATAN - INVESTING IN THE COMMUNITY COLLECTIVE IMPACT INITIATIVE TO ENHANCE ARAB ISRAELI	20000.
PEF - ISRAEL ENDOWMENT FUNDS 630 THIRD AVENUE, 15TH FLOOR NEW YORK, NY 10017		PC	NEGEV INSTITUTE FOR STRATEGIES OF PEACE AND DEVELOPMENT EXPANSION OF VOLUNTEER PROGRAM TO PARTS OF	20000.
PEF - ISRAEL ENDOWMENT FUNDS 630 THIRD AVENUE, 15TH FLOOR NEW YORK, NY 10017		PC	SIKKUY - FOR CIVIC EQUALITY IN ISRAEL $25,000 - IMPLEMENTATION OF RESOLUTION 922 THROUGH	75000.
PEF - ISRAEL ENDOWMENT FUNDS 630 THIRD AVENUE, 15TH FLOOR NEW YORK, NY 10017		PC	MATACH CENTER FOR EDUCATIONAL TECHNOLOGY	65000.
AMERICAN JEWISH JOINT DISTRIBUTION COMMITTEE 711 THIRD AVENUE NEW YORK, NY 10017		PC	JDC INSTITUTE FOR LEADERSHIP & GOVERNANCE; INITIATIVE TO OPTIMIZE RESOLUTION 922 FOR ARAB	30000.
JEWISH FILM INSTITUTE 145 NINTH STREET, SUITE 200 SAN FRANCISCO, CA 94103		PC	GENERAL SUPPORT	5000.
JEWISH COMMUNITY FEDERATION OF SAN FRANCISCO 121 STEUART STREET SAN FRANCISCO, CA 94105		PC	$10,000 - ARAB-JEWISH RELATIONSHIP BUILDING UNDER THE ISRAEL SUBCOMMITTEE OF THE ISRAEL AND GLOBAL	12000.
PEF - ISRAEL ENDOWMENT FUNDS 630 THIRD AVENUE, 15TH FLOOR NEW YORK, NY 10017		PC	CENTER FOR ADVANCEMENT OF SHARED SOCIETY AT BEIT BURL COLLEGE	35000.
Total from continuation sheets				

Part XV Supplementary Information

3a Grants and Contributions Paid During the Year Continuation of Purpose of Grant or Contribution

NAME OF RECIPIENT - NEW ISRAEL FUND
ARAB CENTER FOR ALTERNATIVE PLANNING; RESOLUTION 922 ECONOMIC
DEVELOPMENT PLAN FOR THE ARAB SECTOR

NAME OF RECIPIENT - PEF - ISRAEL ENDOWMENT FUNDS
MATAN - INVESTING IN THE COMMUNITY
COLLECTIVE IMPACT INITIATIVE TO ENHANCE ARAB ISRAELI EMPLOYMENT

NAME OF RECIPIENT - PEF - ISRAEL ENDOWMENT FUNDS
NEGEV INSTITUTE FOR STRATEGIES OF PEACE AND DEVELOPMENT
EXPANSION OF VOLUNTEER PROGRAM TO PARTS OF ISRAEL BEYOND NEGEV

NAME OF RECIPIENT - PEF - ISRAEL ENDOWMENT FUNDS
SIKKUY - FOR CIVIC EQUALITY IN ISRAEL
$25,000 - IMPLEMENTATION OF RESOLUTION 922 THROUGH ASSISTANCE TO LOCAL
AUTHORITIES
$50,000 - GENERAL SUPPORT FOR RESEARCH, POLICY, MEDIA

NAME OF RECIPIENT - AMERICAN JEWISH JOINT DISTRIBUTION COMMITTEE
JDC INSTITUTE FOR LEADERSHIP & GOVERNANCE; INITIATIVE TO OPTIMIZE
RESOLUTION 922 FOR ARAB MUNICIPALITIES

NAME OF RECIPIENT - JEWISH COMMUNITY FEDERATION OF SAN FRANCISCO
$10,000 - ARAB-JEWISH RELATIONSHIP BUILDING UNDER THE ISRAEL
SUBCOMMITTEE OF THE ISRAEL AND GLOBAL NETWORK
$2,000 - GENERAL SUPPORT

Part XV Supplementary Information (continued)

3 Grants and Contributions Paid During the Year or Approved for Future Payment

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution **	Amount
a Paid during the year				
ABRAHAM FUND 9 EAST 45TH STREET NEW YORK, NY 10017		PC	GENERAL SUPPORT	215000.
AMERICAN JEWISH JOINT DISTRIBUTION COMMITTEE 711 THIRD AVENUE NEW YORK, NY 10017		PC	INTER AGENCY TASK FORCE JEWISH-ARAB RELATIONS, EDUCATION AND ADVOCACY	25000.
BEN-GURION UNIVERSITY 240 TAMAL VISTA BOULEVARD, SUITE 260 CORTE MADERA, CA 94925		PC	RESEARCH PROJECTS DR. SARAH ABU-KAF	34250.
GESHER FOUNDATION 332 BLEECKER STREET, SUITE 444 NEW YORK, NY 10014		PC	MULTICULTURAL FILM FUND	20000.
HAND IN HAND PO BOX 80102 PORTLAND, OR 97280		PC	INTERGRATED SCHOOLS FOR ISRAELI ARAB AND ISRAELI JEWISH CHILDREN	40000.
Total SEE CONTINUATION SHEET(S)			▶ 3a	793750.
b Approved for future payment				
NONE				
Total			▶ 3b	0.

Form **990-PF** (2016)

623611 11-23-16 ** SEE PURPOSE OF GRANT CONTINUATIONS

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated.	Unrelated business income (a) Business code	(b) Amount	Excluded by section 512, 513, or 514 (c) Exclusion code	(d) Amount	(e) Related or exempt function income
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	99422.	
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			14	882255.	
9 Net income or (loss) from special events					
10 Gross profit or (loss) from sales of inventory					
11 Other revenue:					
a INCOME FROM PASSTHROUGHS	525990	-6770.	14	-129769.	
b					
c					
d					
e					
12 Subtotal. Add columns (b), (d), and (e)		-6770.		851917.	0.
13 **Total**. Add line 12, columns (b), (d), and (e)				13	845147.

(See worksheet in line 13 instructions to verify calculations.)

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

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

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?

			Yes	No
a	Transfers from the reporting foundation to a noncharitable exempt organization of:			
	(1) Cash	1a(1)		X
	(2) Other assets	1a(2)		X
b	Other transactions:			
	(1) Sales of assets to a noncharitable exempt organization	1b(1)		X
	(2) Purchases of assets from a noncharitable exempt organization	1b(2)		X
	(3) Rental of facilities, equipment, or other assets	1b(3)		X
	(4) Reimbursement arrangements	1b(4)		X
	(5) Loans or loan guarantees	1b(5)		X
	(6) Performance of services or membership or fundraising solicitations	1b(6)		X
c	Sharing of facilities, equipment, mailing lists, other assets, or paid employees	1c		X

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

(a) Line no	(b) Amount involved	(c) Name of noncharitable exempt organization	(d) Description of transfers, transactions, and sharing arrangements
		N/A	

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
N/A		

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

Signature of officer or trustee: [signature] Date: 11/13/17 Title: CHAIRMAN

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

Paid Preparer Use Only

Print/Type preparer's name	Preparer's signature	Date	Check ☐ if self- employed	PTIN
Stefani Faunce	Stefani Faunce	11.9.17		P01056131
Firm's name ▶ SFS ROSEBURG LLC			Firm's EIN ▶ 26-1373300	
Firm's address ▶ 2323 OLD HWY 99S ROSEBURG, OR 97471			Phone no. 541-440-1587	

FORM 990-PF INTEREST ON SAVINGS AND TEMPORARY CASH INVESTMENTS STATEMENT 1

SOURCE	(A) REVENUE PER BOOKS	(B) NET INVESTMENT INCOME	(C) ADJUSTED NET INCOME
UMPQUA BANK	9.	9.	
TOTAL TO PART I, LINE 3	9.	9.	

FORM 990-PF DIVIDENDS AND INTEREST FROM SECURITIES STATEMENT 2

SOURCE	GROSS AMOUNT	CAPITAL GAINS DIVIDENDS	(A) REVENUE PER BOOKS	(B) NET INVEST-MENT INCOME	(C) ADJUSTED NET INCOME
INVESTMENTS	179288.	79866.	99422.	99081.	
TO PART I, LINE 4	179288.	79866.	99422.	99081.	

FORM 990-PF OTHER INCOME STATEMENT 3

DESCRIPTION	(A) REVENUE PER BOOKS	(B) NET INVEST-MENT INCOME	(C) ADJUSTED NET INCOME
INCOME FROM PASSTHROUGHS	-136539.	-129769.	
TOTAL TO FORM 990-PF, PART I, LINE 11	-136539.	-129769.	

FORM 990-PF LEGAL FEES STATEMENT 4

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST-MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
ATTORNEY FEES	1026.	1026.		0.
TO FM 990-PF, PG 1, LN 16A	1026.	1026.		0.

FORM 990-PF ACCOUNTING FEES STATEMENT 5

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST-MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
ACCOUNTING FEES	10950.	10950.		0.
TO FORM 990-PF, PG 1, LN 16B	10950.	10950.		0.

FORM 990-PF OTHER PROFESSIONAL FEES STATEMENT 6

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST-MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
CONSULTANTS	15091.	0.		15091.
INVESTMENT COUNSEL	84996.	84996.		0.
TO FORM 990-PF, PG 1, LN 16C	100087.	84996.		15091.

FORM 990-PF TAXES STATEMENT 7

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST-MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
FOREIGN TAX	4253.	4253.		0.
OREGON STATE TAX	1200.	0.		0.
FEDERAL TAX	39092.	0.		0.
TO FORM 990-PF, PG 1, LN 18	44545.	4253.		0.

FORM 990-PF OTHER EXPENSES STATEMENT 8

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
3X5 RIVERVEST FUND II LP (K-1)	19374.	19374.		0.
3X5 SPECIAL OPPORTUNITY FUND LP (K-1)	14644.	14644.		0.
AETHER REAL ASSETS II LP (K-1)	20809.	20809.		0.
BERENS AFRICAN DEV. PARTNERS LP (K-1)	9497.	9497.		0.
FISH PEOPLE CREDIT FACILITY LLC (K-1)	2691.	2691.		0.
MISCELLANEOUS	149.	149.		0.
MORRISON STREET FUND III LP (K-1)	1160.	1160.		0.
OAK HILL CAPITAL PART. III (AIV I) LP (K-1)	970.	970.		0.
OAK HILL CAPITAL PARTNERS III LP (K-1)	6670.	6670.		0.
RUBICON GLOBAL INVESTORS LLC (K-1)	530.	530.		0.
SENTAKU INVESTORS LLC (K-1)	387.	387.		0.
SIGHTLINE HEALTHCARE OPP FUND II-B LP (K-1)	4828.	4828.		0.
SONEVEST-A LLC (K-1)	227.	227.		0.
SUBSCRIPTIONS & MEMBERSHIP	2780.	0.		2780.
US WATER AND LAND INVESTMENT, LP (K-1)	1199.	1199.		0.
VAPOTHERM INVESTORS LLC (K-1)	1475.	1475.		0.
VIA ENERGY FUND II LP (K-1)	13335.	13335.		0.
VIA ENERGY FUND LP (K-1)	5019.	5019.		0.
WAM-PAA LP (K-1)	1796.	1796.		0.
WATER PROPERTY INVESTOR LP (K-1)	11756.	11756.		0.
TO FORM 990-PF, PG 1, LN 23	119296.	116516.		2780.

FORM 990-PF	OTHER INCREASES IN NET ASSETS OR FUND BALANCES	STATEMENT 9

DESCRIPTION	AMOUNT
UNREALIZED GAINS	787987.
TAX EXEMPT INCOME	924.
TOTAL TO FORM 990-PF, PART III, LINE 3	788911.

FORM 990-PF	OTHER DECREASES IN NET ASSETS OR FUND BALANCES	STATEMENT 10

DESCRIPTION	AMOUNT
UNREALIZED LOSSES	104830.
NONDEDUCTIBLE EXPENSES	1742.
TOTAL TO FORM 990-PF, PART III, LINE 5	106572.

FORM 990-PF	CORPORATE STOCK	STATEMENT 11

DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
CORPORATE STOCK	3546621.	4025229.
TOTAL TO FORM 990-PF, PART II, LINE 10B	3546621.	4025229.

FORM 990-PF	CORPORATE BONDS	STATEMENT 12

DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
CORPORATE BONDS	6342.	2280.
TOTAL TO FORM 990-PF, PART II, LINE 10C	6342.	2280.

FORM 990-PF	OTHER INVESTMENTS		STATEMENT 13
DESCRIPTION	VALUATION METHOD	BOOK VALUE	FAIR MARKET VALUE
OTHER INVESTMENTS	COST	12398500.	13869778.
TOTAL TO FORM 990-PF, PART II, LINE 13		12398500.	13869778.