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: STANLEY SMITH HORTICULTURAL TRUST

A Employer identification number: 94-6209165

Number and street (or P O box number if mail is not delivered to street address): 770 TAMALPAIS DRIVE — Room/suite: 309

B Telephone number: (415) 332-0166

City or town, state or province, country, and ZIP or foreign postal code: CORTE MADERA, CA 94925

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)* ▶$ 15,268,764.

J Accounting method: ☐ Cash [X] 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).)

	Line	(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	3,106.	3,106.		STATEMENT 1
	4 Dividends and interest from securities	378,946.	378,946.		STATEMENT 2
	5a Gross rents				
	b Net rental income or (loss)				
	6a Net gain or (loss) from sale of assets not on line 10	-47,425.			
	b Gross sales price for all assets on line 6a 7,245,055.				
	7 Capital gain net income (from Part IV, line 2)		0.		
	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	70,321.	1,985.		STATEMENT 3
	12 **Total** Add lines 1 through 11	404,948.	384,037.		
Operating and Administrative Expenses	13 Compensation of officers, directors, trustees, etc	20,000.	10,000.		10,000.
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits				
	16a Legal fees				
	b Accounting fees STMT 4	25,395.	6,349.		18,746.
	c Other professional fees STMT 5	188,390.	98,060.		82,650.
	17 Interest				
	18 Taxes STMT 6	2,700.	4.		0.
	19 Depreciation and depletion				
	20 Occupancy				
	21 Travel, conferences, and meetings	5,977.	2,289.		3,688.
	22 Printing and publications	109.	0.		109.
	23 Other expenses STMT 7	2,348.	466.		1,882.
	24 **Total operating and administrative expenses.** Add lines 13 through 23	244,919.	117,168.		117,075.
	25 Contributions, gifts, grants paid	693,100.			693,100.
	26 **Total expenses and disbursements.** Add lines 24 and 25	938,019.	117,168.		810,175.
	27 Subtract line 26 from line 12:				
	a Excess of revenue over expenses and disbursements	-533,071.			
	b **Net investment income** (if negative, enter -0-)		266,869.		
	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	529,506.	819,283.	819,283.
	3	Accounts receivable ▶ 32,712.			
		Less: allowance for doubtful accounts ▶	21,360.	32,712.	32,712.
	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	16,746.	30,200.	30,200.
	10a	Investments - U.S. and state government obligations			
	b	Investments - corporate stock STMT 8	14,229,434.	11,151,301.	11,151,301.
	c	Investments - corporate bonds STMT 9	1,207,983.	2,991,998.	2,991,998.
	11	Investments - land, buildings, and equipment basis ▶			
		Less accumulated depreciation ▶			
	12	Investments - mortgage loans			
	13	Investments - other STMT 10	151,408.	243,270.	243,270.
	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)	16,156,437.	15,268,764.	15,268,764.
Liabilities	17	Accounts payable and accrued expenses			
	18	Grants payable			
	19	Deferred revenue			
	20	Loans from officers, directors, trustees, and other disqualified persons			
	21	Mortgages and other notes payable			
	22	Other liabilities (describe ▶ STATEMENT 11)	29,109.	36,250.	
	23	**Total liabilities** (add lines 17 through 22)	29,109.	36,250.	
Net Assets or Fund Balances		**Foundations that follow SFAS 117, check here** ▶ ☐ **and complete lines 24 through 26 and lines 30 and 31.**			
	24	Unrestricted			
	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	6,736,860.	7,079,574.	
	28	Paid-in or capital surplus, or land, bldg., and equipment fund	0.	0.	
	29	Retained earnings, accumulated income, endowment, or other funds	9,390,468.	8,152,940.	
	30	**Total net assets or fund balances**	16,127,328.	15,232,514.	
	31	**Total liabilities and net assets/fund balances**	16,156,437.	15,268,764.	

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	16,127,328.
2	Enter amount from Part I, line 27a	2	-533,071.
3	Other increases not included in line 2 (itemize) ▶	3	0.
4	Add lines 1, 2, and 3	4	15,594,257.
5	Decreases not included in line 2 (itemize) ▶ UNREALIZED LOSSES	5	361,743.
6	Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	15,232,514.

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	RBC			
b	RBC - CAPITAL GAIN DIVIDENDS	P		
c	K-1 BLACKSTONE GROUP LP	P		
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	7,237,616.		7,292,480.	-54,864.
b	3,062.			3,062.
c	4,377.			4,377.
d				
e				

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				-54,864.
b				3,062.
c				4,377.
d				
e				

2 Capital gain net income or (net capital loss) { If gain, also enter in Part I, line 7 / If (loss), enter -0- in Part I, line 7 } 2 -47,425.

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	843,344.	16,827,095.	.050118
2014	807,991.	17,610,308.	.045882
2013	708,503.	16,069,102.	.044091
2012	786,961.	15,083,100.	.052175
2011	782,958.	15,856,230.	.049379

2	Total of line 1, column (d)	2	.241645
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	.048329
4	Enter the net value of noncharitable-use assets for 2016 from Part X, line 5	4	15,093,726.
5	Multiply line 4 by line 3	5	729,465.
6	Enter 1% of net investment income (1% of Part I, line 27b)	6	2,669.
7	Add lines 5 and 6	7	732,134.
8	Enter qualifying distributions from Part XII, line 4	8	810,175.

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

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

1a Exempt operating foundations described in section 4940(d)(2), check here ▶ ☐ and enter "N/A" on line 1. Date of ruling or determination letter: ______ (attach copy of letter if necessary-see instructions)			
b Domestic foundations that meet the section 4940(e) requirements in Part V, check here ▶ ☒ and enter 1% of Part I, line 27b		1	2,669.
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	2,669.
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	2,669.
6 Credits/Payments:			
a 2016 estimated tax payments and 2015 overpayment credited to 2016	6a 32,785.		
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	32,785.
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	30,116.
11 Enter the amount of line 10 to be: **Credited to 2017 estimated tax** ▶ 30,116. **Refunded** ▶		11	0.

Part VII-A Statements Regarding Activities

		Yes	No
1a During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?	1a		X
b Did it spend more than $100 during the year (either directly or indirectly) for political purposes (see instructions for the definition)? *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.*	1b		X
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) ▶ CA			
b If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by *General Instruction G? 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 ▶ WWW.ADMINITRUSTLLC.COM

14 The books are in care of ▶ RUTH COLLINS Telephone no. ▶ 415 332-0166

Located at ▶ 770 TAMALPAIS DRIVE SUITE 309, CORTE MADERA, CA ZIP+4 ▶ 94925

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)?	1b		X
	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)? **5b** Yes: X

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? SEE STATEMENT 12 ☒ Yes ☐ No

If "Yes," attach the statement required by Regulations section 53.4945-5(d).

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

b Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract? **6b** No: 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
J.R. GIBBS 770 TAMALPAIS DRIVE SUITE 309 CORTE MADERA, CA 94925	TRUSTEE 1.00	5,000.	0.	0.
RUTH M. COLLINS 770 TAMALPAIS DRIVE SUITE 309 CORTE MADERA, CA 94925	TRUSTEE 1.00	5,000.	0.	0.
BRUCE J. RAABE 770 TAMALPAIS DRIVE SUITE 309 CORTE MADERA, CA 94925	TRUSTEE 1.00	5,000.	0.	0.
THOMAS F. DANIEL 770 TAMALPAIS DRIVE SUITE 309 CORTE MADERA, CA 94925	TRUSTEE 1.00	5,000.	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
RELEVANT WEALTH ADVISORS - 2 BELVEDERE PLACE, SUITE 350, MILL VALLEY, CA 94941	INVESTMENT MANAGER	92,060.
THOMAS F. DANIEL - CA ACADEMY OF SCIENCES,55 MUSIC CONCOURSE DR, SF, CA 94118	CONSULTANT	56,650.

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	14,758,672.
b	Average of monthly cash balances		1b	564,908.
c	Fair market value of all other assets		1c	
d	**Total** (add lines 1a, b, and c)		1d	15,323,580.
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	15,323,580.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)		4	229,854.
5	**Net value of noncharitable-use assets**. Subtract line 4 from line 3. Enter here and on Part V, line 4		5	15,093,726.
6	**Minimum investment return**. Enter 5% of line 5		6	754,686.

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	754,686.
2a	Tax on investment income for 2016 from Part VI, line 5	2a 2,669.		
b	Income tax for 2016. (This does not include the tax from Part VI.)	2b 25.		
c	Add lines 2a and 2b		2c	2,694.
3	Distributable amount before adjustments. Subtract line 2c from line 1		3	751,992.
4	Recoveries of amounts treated as qualifying distributions		4	0.
5	Add lines 3 and 4		5	751,992.
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	751,992.

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	810,175.
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	810,175.
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	2,669.
6	**Adjusted qualifying distributions** Subtract line 5 from line 4	6	807,506.

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				751,992.
2 Undistributed income, if any, as of the end of 2016				
a Enter amount for 2015 only			808,963.	
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: ▶ $ 810,175.				
a Applied to 2015, but not more than line 2a			808,963.	
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				1,212.
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				750,780.
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:

SEE STATEMENT 13

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

c Any submission deadlines:

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

Part XV Supplementary Information (continued)

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

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a *Paid during the year*				
SEE ATTACHED LISTING, CA 94925	N/A	PC	GENERAL	693,100.
Total			▶ 3a	693,100.
b *Approved for future payment*				
NONE				
Total			▶ 3b	0.

Form **990-PF** (2016)

623611 11-23-16

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	3,106.	
4 Dividends and interest from securities			14	378,946.	
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			18	68,988.	
8 Gain or (loss) from sales of assets other than inventory			18	-47,425.	
9 Net income or (loss) from special events					
10 Gross profit or (loss) from sales of inventory					
11 Other revenue:					
a BLACKSTONE GROUP LP	900000	1,333.			
b					
c					
d					
e					
12 Subtotal. Add columns (b), (d), and (e)		1,333.		403,615.	0.

13 Total. Add line 12, columns (b), (d), and (e) 13 404,948.

(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).

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

			Yes	No
1	Did the organization directly or indirectly engage in any of the following with any other organization described in section 501(c) of the Code (other than section 501(c)(3) organizations) or in section 527, relating to political organizations?			
a	Transfers from the reporting foundation to a noncharitable exempt organization of:			
	(1) Cash	1a(1)		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

Ruth M Collins | 9/15/17 | TRUSTEE

Signature of officer or trustee | Date | Title

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

Paid Preparer Use Only

Print/Type preparer's name	Preparer's signature	Date	Check ☐ if self-employed	PTIN
DAVID C CUNEO		AUG 30 2017		P00394891
Firm's name ▶ CALEGARI & MORRIS, ACCOUNTANTS			Firm's EIN ▶ 94-2186350	
Firm's address ▶ 123 MISSION STREET, 18TH FL SAN FRANCISCO, CA 94105			Phone no. (415) 981-8766	

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
MONEY MARKET AND CHECKING ACCOUNTS	3,106.	3,106.	
TOTAL TO PART I, LINE 3	3,106.	3,106.	

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
K-1 BLACKSTONE GROUP LP - DIVIDENDS	2,928.	0.	2,928.	2,928.	
K-1 BLACKSTONE GROUP LP - INTEREST	646.	0.	646.	646.	
RBC - DIVIDENDS	375,372.	0.	375,372.	375,372.	
TO PART I, LINE 4	378,946.	0.	378,946.	378,946.	

FORM 990-PF OTHER INCOME STATEMENT 3

DESCRIPTION	(A) REVENUE PER BOOKS	(B) NET INVEST-MENT INCOME	(C) ADJUSTED NET INCOME
BLACKSTONE GROUP LP	1,985.	1,985.	
RBC - SALE OF OPTIONS	67,003.	0.	
BLACKSTONE GROUP LP	1,333.	0.	
TOTAL TO FORM 990-PF, PART I, LINE 11	70,321.	1,985.	

FORM 990-PF — ACCOUNTING FEES — STATEMENT 4

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
CALEGARI & MORRIS	6,395.	1,599.		4,496.
BURR PILGER MAYER	19,000.	4,750.		14,250.
TO FORM 990-PF, PG 1, LN 16B	25,395.	6,349.		18,746.

FORM 990-PF — OTHER PROFESSIONAL FEES — STATEMENT 5

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
T F DANIEL	56,650.	0.		56,650.
ADMINITRUST LLC	39,680.	6,000.		26,000.
RELEVANT WEALTH ADVISORS	92,060.	92,060.		0.
TO FORM 990-PF, PG 1, LN 16C	188,390.	98,060.		82,650.

FORM 990-PF — TAXES — STATEMENT 6

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
FEDERAL EXCISE TAX	2,669.	0.		0.
OTHER TAXES	31.	4.		0.
TO FORM 990-PF, PG 1, LN 18	2,700.	4.		0.

FORM 990-PF OTHER EXPENSES STATEMENT 7

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
CA FRANCHISE TAX BOARD FILING FEE	160.	0.		160.
POSTAGE AND DELIVERY	13.	0.		13.
BANK CHARGES	252.	43.		209.
GENERAL EXPENSE	1,503.	3.		1,500.
INVESTMENT EXPENSE	420.	420.		0.
TO FORM 990-PF, PG 1, LN 23	2,348.	466.		1,882.

FORM 990-PF CORPORATE STOCK STATEMENT 8

DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
CORPORATE STOCK	11,151,301.	11,151,301.
TOTAL TO FORM 990-PF, PART II, LINE 10B	11,151,301.	11,151,301.

FORM 990-PF CORPORATE BONDS STATEMENT 9

DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
CORPORATE BONDS	2,991,998.	2,991,998.
TOTAL TO FORM 990-PF, PART II, LINE 10C	2,991,998.	2,991,998.

FORM 990-PF OTHER INVESTMENTS STATEMENT 10

DESCRIPTION	VALUATION METHOD	BOOK VALUE	FAIR MARKET VALUE
THE BLACKSTONE GROUP LP	COST	243,270.	243,270.
TOTAL TO FORM 990-PF, PART II, LINE 13		243,270.	243,270.

FORM 990-PF — OTHER LIABILITIES — STATEMENT 11

DESCRIPTION	BOY AMOUNT	EOY AMOUNT
PROFESSIONAL FEES PAYABLE	29,109.	36,250.
TOTAL TO FORM 990-PF, PART II, LINE 22	29,109.	36,250.

FORM 990-PF EXPENDITURE RESPONSIBILITY STATEMENT STATEMENT 12
PART VII-B, LINE 5C

GRANTEE'S NAME

MONTGOMERY BOTANICAL CENTER INC

GRANTEE'S ADDRESS

11901 OLD CUTLER ROAD
MIAMI, FL 33156

GRANT AMOUNT	DATE OF GRANT	AMOUNT EXPENDED
16,000.	12/17/15	16,000.

PURPOSE OF GRANT

NURSERY UPGRADES INCLUDING THE PURCHASE OF BENCHES, SHADE CLOTH, AND REVERSE OSMOSIS WATER TANKS TO IMPROVE PLANT HEALTH.
ON 7/20/2016 THE FOUNDATION RECEIVED THE ANNUAL ER REPORT AND FINAL REPORT.

TO THE KNOWLEDGE OF THE FOUNDATION, AND BASED ON THE INFORMATION FURNISHED BY THE GRANTEE, NO PART HAS BEEN USED FOR OTHER THAN ITS INTENDED PURPOSE.

DATES OF REPORTS BY GRANTEE

7/20/2016

ANY DIVERSION BY GRANTEE

NONE

RESULTS OF VERIFICATION

THE FOUNDATION REVIEWED THE GRANT REPORT OF 7/20/2016 BUT DID NOT UNDERTAKE ANY VERIFICATION OF THE GRANTEE'S REPORT AS THERE HAS NOT BEEN ANY REASON TO DOUBT ITS ACCURACY OR RELIABILITY (REG. 53.4945-5(C)).

GRANTEE'S NAME

MONTGOMERY BOTANICAL CENTER INC

GRANTEE'S ADDRESS

11901 OLD CUTLER ROAD
MIAMI, FL 33156

GRANT AMOUNT	DATE OF GRANT	AMOUNT EXPENDED
19,975.	12/06/16	0.

PURPOSE OF GRANT

IRRIGATION IMPROVEMENTS
NO REPORT WAS DUE OR RECEIVED THIS YEAR. THE FIRST REPORT WILL BE DUE IN 2017 AND WILL BE INCLUDED IN NEXT YEAR'S RETURN.
TO THE KNOWLEDGE OF THE FOUNDATION, AND BASED ON THE INFORMATION FURNISHED BY THE GRANTEE, NO PART HAS BEEN USED FOR OTHER THAN ITS INTENDED PURPOSE.

DATES OF REPORTS BY GRANTEE

NO REPORT WAS DUE OR RECEIVED THIS YEAR.

ANY DIVERSION BY GRANTEE

NONE

GRANTEE'S NAME

PAUL J. CIENER BOTANICAL GARDEN

GRANTEE'S ADDRESS

215 SOUTH MAIN STREET
KERNERSVILLE, NC 27284

GRANT AMOUNT	DATE OF GRANT	AMOUNT EXPENDED
10,000.	12/12/16	0.

PURPOSE OF GRANT

THE WOODLAND EXPANSION PROJECT.
NO REPORT WAS DUE OR RECEIVED THIS YEAR. THE FIRST REPORT WILL BE DUE IN 2017 AND WILL BE INCLUDED IN NEXT YEAR'S RETURN.
TO THE KNOWLEDGE OF THE FOUNDATION, AND BASED ON THE INFORMATION FURNISHED BY THE GRANTEE, NO PART HAS BEEN USED FOR OTHER THAN ITS INTENDED PURPOSE.

DATES OF REPORTS BY GRANTEE

NO REPORT WAS DUE OR RECEIVED THIS YEAR.

ANY DIVERSION BY GRANTEE

NONE

GRANTEE'S NAME

SOUTHERN HIGHLANDS RESERVE

GRANTEE'S ADDRESS

558 SUMMIT RIDGE ROAD
LAKE TOXAWAY, NC 28747

GRANT AMOUNT	DATE OF GRANT	AMOUNT EXPENDED
20,000.	12/12/16	0.

PURPOSE OF GRANT

THE ORNAMENTAL COLLECTION AND PHENOLOGY DATABASE PROJECT.
NO REPORT WAS DUE OR RECEIVED THIS YEAR. THE FIRST REPORT WILL BE DUE IN 2017 AND WILL BE INCLUDED IN NEXT YEAR'S RETURN.
TO THE KNOWLEDGE OF THE FOUNDATION, AND BASED ON THE INFORMATION FURNISHED BY THE GRANTEE, NO PART HAS BEEN USED FOR OTHER THAN ITS INTENDED PURPOSE.

DATES OF REPORTS BY GRANTEE

NO REPORT WAS DUE OR RECEIVED THIS YEAR.

ANY DIVERSION BY GRANTEE

NONE

GENERAL EXPLANATION STATEMENT 14

FORM/LINE IDENTIFIER AND DESCRIPTION/RETURN REFERENCE

PART VII-B - RELATED PARTY

EXPLANATION:

A TRUSTEE OWNS A COMPANY THAT PROVIDES INVESTMENT MANAGEMENT SERVICES TO THE TRUST. THE INVESTMENT MANAGEMENT COMPANY WAS NOT PAID ANY COMMISSIONS (WHICH ARE INCLUDED IN THE PURCHASE AND SALES PRICE OF THE SECURITIES) IN 2016. THE COMPANY RECEIVED $92,060 IN FEES.

A TRUSTEE OWNS THE COMPANY THAT PROVIDES ADMINISTRATIVE SERVICES TO THE TRUST. THE COMPANY WAS PAID $39,680 IN 2016.

A TRUSTEE SERVES AS THE GRANTS DIRECTOR FOR THE TRUST, RECEIVING $56,650 IN 2016.

THE PAYMENT OF COMPENSATION TO THESE DIQUALIFIED PERSONS FOR PERSONAL SERVICES IS REASONABLE AND NECESSARY IN CARRYING OUT THE EXEMPT PURPOSE OF THE PRIVATE FOUNDATION AND IS NOT CONSIDERED AN ACT OF SELF DEALING.

RELEVANT
WEALTH ADVISORS

STANLEY SMITH HORTICULTURAL TRUST
As of 12/31/2016

	Units	Cost Basis	Ending Value
STANLEY SMITH HORTICULTURAL TRUST			
US Equities			
ABBVIE INC COM	4,000 00	230,741 40	250,480 00
ACTIVISION BLIZZARD INC COM	5,000 00	202,083.00	180,550.00
ADOBE SYS INC COM	2,300 00	234,113.79	236,785 00
ALLERGAN PLC SHS	675.00	97,206.75	141,756.75
ALPHABET INC CAP STK CL A	425 00	343,727.28	336,791.25
AMAZON COM INC COM	400.00	229,834.24	299,948.00
APPLE INC COM	2,250 00	261,382 35	260,595 00
BECTON DICKINSON & CO COM	1,200 00	173,030.40	198,660.00
BOEING COMPANY	1,700.00	252,243.22	264,656.00
CBRE GROUP INC CL A	6,200 00	205,505.72	195,238 00
CELGENE CORP COM	2,100.00	154,610 13	243,075 00
CHEVRON CORP NEW COM	2,500 00	258,839 25	294,250.00
CIGNA CORPORATION COM	1,800.00	239,966.58	240,102.00
DOW CHEM CO COM	3,900.00	205,797 03	223,158 00
ELECTRONIC ARTS INC COM	2,800 00	175,307.19	220,528.00

	Units	Cost Basis	Ending Value
EXPEDIA INC DEL COM NEW	1,800.00	203,131 02	203,904 00
FACEBOOK INC CL A	2,600.00	247,026.14	299,130.00
FIRST REP BK SAN FRANCISCO CAL COM	2,800 00	205,498 08	257,992 00
GILEAD SCIENCES INC COM	2,100 00	165,058.43	150,381.00
GOPRO INC CL A	4,400 00	203,415 44	38,324.00
HCA HOLDINGS INC COM	3,300.00	238,726.32	244,266.00
HONEYWELL INTERNATIONAL INC.	2,600 00	304,187.40	301,210.00
INTEL CORP COM	6,700.00	247,156 62	243,009.00
INTERCONTINENTAL EXCHANGE INC COM	4,750 00	204,189.54	267,995.00
INVESCO LTD SHS	6,000.00	206,156.40	182,040.00
LABORATORY CORP AMER HLDGS COM NEW	1,600.00	190,468 48	205,408.00
MYLAN N V EUR	5,300.00	337,997.25	202,195.00
PAYPAL HLDGS INC COM	5,500 00	211,190 35	217,085 00
PIONEER NAT RES CO COM	1,200.00	226,027.20	216,084.00
PULTE GROUP INC COM	9,500 00	204,717.55	174,610.00
QUALCOMM INC COM	3,300.00	205,615.11	215,160.00
STARBUCKS CORP COM	4,100 00	218,125.87	227,632.00
VISA INC COM CL A	2,900.00	226,750.81	226,258.00

	Units	Cost Basis	Ending Value
WALT DISNEY COMPANY	2,100 00	213,090 00	218,862.00
		7,522,916 34	7,678,118 00
International Equities			
ISHARES CHINA LARGE-CAP ETF	21,300.00	987,971.08	739,323.00
ISHARES MSCI INDIA INDEX FUND	19,800 00	603,664 88	530,838.00
SPDR EURO STOXX 50 ETF	18,600.00	697,992.75	622,356.00
WISDOMTREE EUROPE HEDGED EQUITY FUND	11,100.00	688,627.09	637,140.00
		2,978,255.80	2,529,657.00

	Units	Cost Basis	Ending Value
Alternative Assets			
BLACKSTONE MTG TR INC COM CL A	16,500.00	479,387.40	496,155 00
JPMORGAN ALERIAN MLP INDEX ETN	6,750 00	278,201 93	213,367 50
MAINGATE MLP FD CL I	22,641.51	275,037 72	237,056 59
SFF REALTY FUND III LP	9,226 03	-4,952.97	0 00
		1,027,674 08	946,579 09
Options			
CALL (BA) BOEING COMPANY 01/20/2017 @ $165	-17 00	-1,346 42	-612.00
CALL (BX) BLACKSTONE GROUP L P 01/20/2017 @ $31	-90.00	-1,300.10	-540 00
CALL (CBG) CBRE GROUP INC 01/20/2017 @ $35	-62.00	-1,482.44	-930.00
CALL (EA) ELECTRONIC ARTS INC 01/20/2017 @ $85	-28 00	-1,500.26	-672.00
CALL (IVZ) INVESCO PLC 01/20/2017 @ $35	-60.00	-1,582 12	-300.00
		-7,211.34	-3,054.00
		11,521,635	11,151,301

	Units	Cost Basis	Ending Value
US Fixed Income			
DOUBLELINE CORE FIXED INCM FD CL I	37,174.85	404,834 11	401,116.62
DOUBLELINE FDS TR TTL RTN BD I	72,018 56	802,633.60	764,837.05
ISHARES U.S PREFERRED STOCK ETF	13,400.00	536,573 52	498,614.00
PIMCO INCOME FUND INSTITUTIONAL FUND	59,005.58	714,547 13	711,607.27
POWERSHARES SENIOR LOAN PORTFOLIO	13,400.00	329,769 32	313,024.00
VANGUARD HI YIELD CORPORATE ADMIRAL	51,938 15	290,853.66	302,799 43
		3,079,211 34	2,991,998.37

Stanley Smith Horticultural Trust
94-6209165
Form 990-PF - Part XV Line 3 Grants and Contributions Paid During the Year and Approved for Future Payment
For Year Ended December 31, 2016

3a. Paid during the year

Recipient Name and Address	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 Paid in 2016
Adkins Arboretum Ltd Ridgely, MD	N/A	PC	Native Plant Propagation Initiative	$10,000
Berkshire Garden Center Inc. Stockbridge, MA	N/A	PC	Center House Entry Garden	$20,000
Brookgreen Gardens Pawleys Island, SC	N/A	PC	Plant Records Management, Phase 3	$18,000
Chicago Horticultural Society Glencoe, IL	N/A	PC	Horticulture Internships for Undergraduates	$16,800
City of Kennesaw, Georgia Kennesaw, GA	N/A	GOV	Renovation of Rock Garden	$10,000
Council on Foundations, Inc Arlington, VA	N/A	PC	2016 Membership Dues	$3,100
Denver Botanic Garden Inc Denver, CO	N/A	PC	Historic Iris Collection	$19,800
Descanso Gardens Guild Inc La Cañada Flintridge, CA	N/A	PC	California Natives Garden Renovation	$18,000
Flora of North America Association Point Arena, CA	N/A	PC	Illustrating FNA Plants of Horticultural Value	$17,000
Friends of Boone County Arboretum Inc. Union, KY	N/A	PC	Plant Identification Labels	$9,000
Friends of Leu Gardens Inc Orlando, FL	N/A	PC	Mobile Watering Unit	$12,260
Friends of Mount Auburn Cemetery Cambridge, MA	N/A	PC	Development of BG-Base to ESRI GIS Software	$32,500
Friends of Vallarta Botanical Gardens, A C. Davis, CA	N/A	PC	Cactus and Succulent Display	$15,000
Greater Des Moines Botanical Garden Des Moines, IA	N/A	PC	Design Study for Future Gardens	$25,000
Heritage Plantation of Sandwich, Inc Sandwich, MA	N/A	PC	Expansion of North American Hydrangea Test Garden	$8,245
Hesston College Hesston, KS	N/A	PC	Path Improvement	$18,000
Huntsville Madison County Botanical Garden Society Inc. Huntsville, AL	N/A	PC	Accession Data Collection & Documentation	$18,000
Indianapolis Museum of Art Inc Indianapolis, IN	N/A	PC	2017 Horticulture Symposium	$8,600
Key West Botanical Garden Society Inc. Key West, FL	N/A	PC	Nursery Enhancement	$10,000
Leach Botanical Garden Portland, OR	N/A	PC	Planting Enhancement of Existing Garden Beds	$8,500
Lockerly Arboretum Foundation Milledgeville, GA	N/A	EOF	Rhododendron and Azalea Collection Enhancement	$5,920

* denotes expenditure responsibility grant

Stanley Smith Horticultural Trust
94-6209165
Form 990-PF - Part XV Line 3 Grants and Contributions Paid During the Year and Approved for Future Payment
For Year Ended December 31, 2016

Recipient Name and Address	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 Paid in 2016
London Town Foundation, Inc Edgewater, MD	N/A	PC	Gardens Restoration	$12,000
Mendocino Coast Botanical Gardens Corporation Fort Bragg, CA	N/A	PC	Kubota RTV-X1100C Utility Vehicle	$14,500
Montgomery Botanical Center Inc Coral Gables, FL	N/A	POF (Expenditure Responsibility Grant)*	Irrigation Improvements	$19,975
Oklahoma Centennial Botanical Garden Inc Tulsa, OK	N/A	PC	Plant Recorder Position and Embosser	$20,000
Old Westbury Gardens, Inc. Old Westbury, NY	N/A	PC	Horticultural Intern Program	$14,000
Paul J Ciener Gardens Foundation Kernersville, NC	N/A	PF (Expenditure Responsibility Grant)*	Woodland Expansion	$10,000
Rancho Santa Ana Botanic Garden Trustees Claremont, CA	N/A	PC	Sustainable Water Features for Dry Climates Exhibit	$25,000
Regents of the University of Michigan Ann Arbor, MI	N/A	PC	Expansion of Bonsai Garden & Studio	$18,500
Rochester Civic Garden Center Rochester, NY	N/A	PC	Booster Water Pump	$6,250
Royal Botanical Gardens Burlington, ON Canada	N/A	NC (Foreign Public Charity Equivalent)	Laser Plant Labeler	$20,000
Ruth Bancroft Garden, Inc Walnut Creek, CA	N/A	PC	Well Pump Installation	$25,000
Santa Barbara Botanic Garden Inc Santa Barbara, CA	N/A	PC	Promoting California Natives in Ornamental Horticulture	$15,000
Southern Highlands Reserve Lake Toxaway, NC	N/A	POF (Expenditure Responsibility Grant)*	Ornamental Collection and Phenology Database	$20,000
The CSU Chico Research Foundation Chico, CA	N/A	SO I	Cultivating Place: Phase 2	$10,000
The University of Tennessee Foundation, Inc. Knoxville, TN	N/A	PC	Initial Salary for Asst UT Garden Educator	$20,000
Tucson Botanical Gardens Tucson, AZ	N/A	PC	Welcome Garden Redesign--Plants & Pollinators	$10,000
Tulsa Garden Center Inc Tulsa, OK	N/A	PC	Teaching Garden: Salary and A/V Equipment	$9,000

* denotes expenditure responsibility grant

Stanley Smith Horticultural Trust
94-6209165
Form 990-PF - Part XV Line 3 Grants and Contributions Paid During the Year and Approved for Future Payment
For Year Ended December 31, 2016

Recipient Name and Address	**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 Paid in 2016**
Turtle Bay Exploration Park Redding, CA	N/A	PC	Expanding Access. Light the Night	$20,000
Universidad Nacional Autónoma de México Cd. Universitaria, Deleg Coyoacán, Mexico	N/A	NC (Foreign Public Charity Equivalent)	Jardin Botanico del I B /Endemic Ornamentals	$15,000
University of Utah Salt Lake City, UT	N/A	PC	Water Conservation Garden Interpretive Signage	$19,950
West Virginia Botanic Garden Inc Morgantown, WV	N/A	PC	Leading the Garden Forward	$20,000
Westchester Community College Foundation Inc Valhalla, NY	N/A	PC	New American Cottage Garden	$20,200
Woodlands Garden of Decatur Decatur, GA	N/A	PC	Accessible Pathways	$25,000

Total . . . . ► *3a* ***$693,100.0010 0***

3b. Approved during the year for future payment

No grants that were approved in 2016 have future payments

* denotes expenditure responsibility grant

Stanley Smith Horticultural Trust
94-6209165
Form 990-PF
For Year Ended December 31, 2016

INFORMATION WITH RESPECT TO EXPENDITURE RESPONSIBILITY GRANTS

Grantee:

Montgomery Botanical Center Inc
11901 Old Cutler Road
Miami, FL 33156

Payments:

$16,000 paid on 12/17/2015

$16,000 Total

Purpose:

Nursery upgrades including the purchase of benches, shade cloth, and reverse osmosis water tanks to improve plant health

Amount of Grant Spent by Grantee:

$16,000

Date of Report(s) Received from Grantee:

7/20/2016 Annual ER Report and Final Report

Diversion:

To the knowledge of the foundation, and based on the information furnished by the grantee, no part has been used for other than its intended purpose.

Verification:

The foundation reviewed the Grant Report of 7/20/2016 but did not undertake any verification of the grantee's report as there has not been any reason to doubt its accuracy or reliability (Reg. 53.4945-5(c)).

Stanley Smith Horticultural Trust
94-6209165
Form 990-PF
For Year Ended December 31, 2016

Grantee:

Montgomery Botanical Center Inc
11901 Old Cutler Road
Miami, FL 33156

Payments:

$19,975 paid on 12/6/2016

$19,975 Total

Purpose:

Irrigation Improvements

Amount of Grant Spent by Grantee:

$0

Date of Report(s) Received from Grantee:

No report was due or received this year. The first report will be due in 2017 and will be included in next year's return.

Diversion:

To the knowledge of the foundation, and based on the information furnished by the grantee, no part has been used for other than its intended purpose.

Stanley Smith Horticultural Trust
94-6209165
Form 990-PF
For Year Ended December 31, 2016

Grantee:

Paul J. Ciener Botanical Garden
215 South Main St.
Kernersville, NC 27284

Payments:

$10,000 paid on 12/12/2016

$10,000 Total

Purpose:

The Woodland Expansion project

Amount of Grant Spent by Grantee:

$0

Date of Report(s) Received from Grantee:

No report was due or received this year. The first report will be due in 2017 and will be included in next year's return.

Diversion:

To the knowledge of the foundation, and based on the information furnished by the grantee, no part has been used for other than its intended purpose.

Stanley Smith Horticultural Trust
94-6209165
Form 990-PF
For Year Ended December 31, 2016

Grantee:

Southern Highlands Reserve
558 Summit Ridge Road
Lake Toxaway, NC 28747

Payments:

$20,000 paid on 12/12/2016

$20,000 Total

Purpose:

The Ornamental Collection and Phenology Database project

Amount of Grant Spent by Grantee:

$0

Date of Report(s) Received from Grantee:

No report was due or received this year. The first report will be due in 2017 and will be included in next year's return.

Diversion:

To the knowledge of the foundation, and based on the information furnished by the grantee, no part has been used for other than its intended purpose.