

Return of Private Foundation

2016

Department of the Treasury
Internal Revenue Service

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.

Open to Public Inspection

For calendar year 2016 or tax year beginning **MAR 1, 2016**, and ending **FEB 28, 2017**

Name of foundation
**HENRY PETERSON FOUNDATION
C/O ROBERT J HUGHES**

Number and street (or P O box number if mail is not delivered to street address)
MARKS PANETH LLP 685 THIRD AVE

City or town, state or province, country, and ZIP or foreign postal code
NEW YORK, NY 10017

A Employer identification number
13-6161002

B Telephone number
212-503-8942

C If exemption application is pending, check here

D 1. Foreign organizations, check here
2. Foreign organizations meeting the 85% test, check here and attach computation

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

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

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

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

I Fair market value of all assets at end of year (from Part II, col (c), line 16)
\$ **2,191,592.**

J Accounting method: Cash Accrual
 Other (specify) _____

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	10,728.		N/A	
	2 Check <input type="checkbox"/> if the foundation is not required to attach Sch B				
	3 Interest on savings and temporary cash investments				
	4 Dividends and interest from securities	38,967.	38,967.		STATEMENT 1
	5a Gross rents				
	b Net rental income or (loss)				
	6a Net gain or (loss) from sale of assets not on line 10	62,224.			
	b Gross sales price for all assets on line 6a	544,332.			
	7 Capital gain net income (from Part IV, line 2)		62,224.		
	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					
12 Total. Add lines 1 through 11	111,919.	101,191.			
Operating and Administrative Expenses	13 Compensation of officers, directors, trustees, etc.	74,167.	37,083.		37,084.
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits				
	16a Legal fees	1,221.	610.		611.
	b Accounting fees	10,728.	5,364.		5,364.
	c Other professional fees	19,090.	19,090.		0.
	17 Interest				
	18 Taxes	5,605.	3,630.		1,975.
	19 Depreciation and depletion				
	20 Occupancy				
21 Travel, conferences, and meetings					
22 Printing and publications					
23 Other expenses	9,368.	4,611.		4,757.	
24 Total operating and administrative expenses. Add lines 13 through 23	120,179.	70,388.		49,791.	
25 Contributions, gifts, grants paid	174,950.			174,950.	
26 Total expenses and disbursements. Add lines 24 and 25	295,129.	70,388.		224,741.	
27 Subtract line 26 from line 12:					
a Excess of revenue over expenses and disbursements	<183,210.>				
b Net investment income (if negative, enter -0-)		30,803.			
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		367,630.	314,115.	314,115.
	3	Accounts receivable ▶ <u>20,000.</u>				
		Less: allowance for doubtful accounts ▶		20,000.	20,000.	20,000.
	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 <u>STMT 7</u>		1,813,807.	1,676,835.	1,857,477.
	c	Investments - corporate bonds				
	11	Investments - land, buildings, and equipment basis ▶				
	Less accumulated depreciation ▶					
12	Investments - mortgage loans					
13	Investments - other					
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)		2,201,437.	2,010,950.	2,191,592.	
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 ▶)		7,244.	0.	
23	Total liabilities (add lines 17 through 22)		7,244.	0.		
Net Assets or Fund Balances	Foundations that follow SFAS 117, check here <input type="checkbox"/> and complete lines 24 through 26 and lines 30 and 31.					
	24	Unrestricted				
	25	Temporarily restricted				
	26	Permanently restricted				
	Foundations that do not follow SFAS 117, check here <input checked="" type="checkbox"/> and complete lines 27 through 31.					
	27	Capital stock, trust principal, or current funds		2,550.	2,550.	
	28	Paid-in or capital surplus, or land, bldg, and equipment fund		0.	0.	
	29	Retained earnings, accumulated income, endowment, or other funds		2,191,643.	2,008,400.	
30	Total net assets or fund balances		2,194,193.	2,010,950.		
31	Total liabilities and net assets/fund balances		2,201,437.	2,010,950.		

Part III Analysis of Changes in Net Assets or Fund Balances

1	Total net assets or fund balances at beginning of year - Part II, column (a), line 30 (must agree with end-of-year figure reported on prior year's return)	1	2,194,193.
2	Enter amount from Part I, line 27a	2	<183,210.>
3	Other increases not included in line 2 (itemize) ▶	3	0.
4	Add lines 1, 2, and 3	4	2,010,983.
5	Decreases not included in line 2 (itemize) ▶ PRIOR PERIOD ADJUSTMENT	5	33.
6	Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	2,010,950.

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Part IV Capital Gains and Losses for Tax on Investment Income

(a) List and describe the kind(s) of property sold (e.g., real estate, 2-story brick warehouse; or common stock, 200 shs. MLC Co.)	(b) How acquired P - Purchase D - Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
1a SEE ATTACHED STATEMENT D-1	P		
b SEE ATTACHED STATEMENT D-1	P		
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 113,404.		114,091.	<687.>
b 430,928.		368,017.	62,911.
c			
d			
e			

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col. (h))
(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	
a			<687.>
b			62,911.
c			
d			
e			

2 Capital gain net income or (net capital loss)	{ If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7	2	62,224.
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	104,689.	2,274,928.	.046019
2014			
2013			
2012			
2011			

2 Total of line 1, column (d)	2	.046019
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	.046019
4 Enter the net value of noncharitable-use assets for 2016 from Part X, line 5	4	2,181,912.
5 Multiply line 4 by line 3	5	100,409.
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	308.
7 Add lines 5 and 6	7	100,717.
8 Enter qualifying distributions from Part XII, line 4 If line 8 is equal to or greater than line 7, check the box in Part VI, line 1b, and complete that part using a 1% tax rate. See the Part VI instructions.	8	224,741.

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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 <input type="checkbox"/> and enter "N/A" on line 1. Date of ruling or determination letter: _____ (attach copy of letter if necessary-see instructions)		
b	Domestic foundations that meet the section 4940(e) requirements in Part V, check here <input checked="" type="checkbox"/> and enter 1% of Part I, line 27b	1	308.
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	308.
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	308.
6	Credits/Payments:		
6a	2016 estimated tax payments and 2015 overpayment credited to 2016	6a	5,726.
6b	Exempt foreign organizations - tax withheld at source	6b	
6c	Tax paid with application for extension of time to file (Form 8868)	6c	
6d	Backup withholding erroneously withheld	6d	
7	Total credits and payments. Add lines 6a through 6d	7	5,726.
8	Enter any penalty for underpayment of estimated tax. Check here <input type="checkbox"/> if Form 2220 is attached	8	
9	Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed	9	
10	Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10	5,418.
11	Enter the amount of line 10 to be: Credited to 2017 estimated tax <input checked="" type="checkbox"/> 5,418. Refunded <input checked="" type="checkbox"/> 0.	11	0.

Part VII-A Statements Regarding Activities

	Yes	No
1a		X
1b		X
1c		X
2		X
3		X
4a		X
4b		
5		X
6	X	
7	X	
8a		
8b	X	
9		X
10		X

8a Enter the states to which the foundation reports or with which it is registered (see instructions) CA

N/A

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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)		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)		X
13 Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address ▶ N/A	X	
14 The books are in care of ▶ MILTON WARSHAW Telephone no. ▶ 917-509-1235 Located at ▶ C/O MARKS PANETH 685 THIRD AVE, NEW YORK, NY ZIP+4 ▶ 10017		
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		
16 At any time during calendar year 2016, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country? See the instructions for exceptions and filing requirements for FinCEN Form 114. If "Yes," enter the name of the foreign country ▶		X

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

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

	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? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No (2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No (3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No (4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? <input checked="" type="checkbox"/> Yes <input type="checkbox"/> No (5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No (6) Agree to pay money or property to a government official? (Exception. Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days.) <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
b If any answer is "Yes" to 1a(1)-(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see instructions)? Organizations relying on a current notice regarding disaster assistance check here ▶	1b	X
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? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> 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 c If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here. ▶	2b	
3a Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No b If "Yes," did it have excess business holdings in 2016 as a result of (1) any purchase by the foundation or disqualified persons after May 26, 1969; (2) the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest; or (3) the lapse of the 10-, 15-, or 20-year first phase holding period? (Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2016) 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

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

5a During the year did the foundation pay or incur any amount to:

(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))? Yes No

(2) Influence the outcome of any specific public election (see section 4955); or to carry on, directly or indirectly, any voter registration drive? Yes No

(3) Provide a grant to an individual for travel, study, or other similar purposes? Yes No

(4) Provide a grant to an organization other than a charitable, etc., organization described in section 4945(d)(4)(A)? (see instructions) Yes No

(5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals? Yes No

b If any answer is "Yes" to 5a(1)-(5), did any of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance (see instructions)? Yes No
 Organizations relying on a current notice regarding disaster assistance check here N/A

c If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant? Yes No
 If "Yes," attach the statement required by Regulations section 53.4945-5(d) N/A

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

b Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract? Yes No
 If "Yes" to 6b, file Form 8870

7a At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction? Yes No

b If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction? Yes No

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
MILTON WARSHAW 59 SEAVIEW DRIVE MONTECITO, CA 93108	PRESIDENT/TREASURER 10.00	37,083.	0.	0.
MAXINE PRISYON 59 SEAVIEW DRIVE MONTECITO, CA 93108	VICE PRESIDENT/SECRETARY 10.00	37,084.	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
NONE		

Total number of others receiving over \$50,000 for professional services ▶ 0

Part IX-A Summary of Direct Charitable Activities

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

	Expenses
1 N/A	

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	
3 All other program-related investments. See instructions.	

Total. Add lines 1 through 3 ▶ 0.

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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	1,813,001.
b	Average of monthly cash balances	1b	402,138.
c	Fair market value of all other assets	1c	
d	Total (add lines 1a, b, and c)	1d	2,215,139.
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	2,215,139.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	33,227.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	2,181,912.
6	Minimum investment return. Enter 5% of line 5	6	109,096.

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	109,096.
2a	Tax on investment income for 2016 from Part VI, line 5	2a	308.
b	Income tax for 2016. (This does not include the tax from Part VI.)	2b	
c	Add lines 2a and 2b	2c	308.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	108,788.
4	Recoveries of amounts treated as qualifying distributions	4	0.
5	Add lines 3 and 4	5	108,788.
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	108,788.

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	224,741.
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	224,741.
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	308.
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	224,433.

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.

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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				108,788.
2 Undistributed income, if any, as of the end of 2016				
a Enter amount for 2015 only			60,574.	
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: ▶ \$ 224,741.				
a Applied to 2015, but not more than line 2a			60,574.	
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				108,788.
e Remaining amount distributed out of corpus	55,379.			
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	55,379.			
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				0.
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (Election may be required - see instructions)	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	55,379.			
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	55,379.			

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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		(e) Total
	(a) 2016	(b) 2015	(c) 2014	
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:

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:

HENRY PETERSON FOUNDATION

C/O ROBERT J HUGHES

Form 990-PF (2016)

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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				
ALVIN AILEY DANCE FOUNDATION 405 W 55TH ST. NEW YORK, NY 10019	NONE	PC	CHARITABLE	10,000.
AMERICANS FOR PEACE NOW 1101 14TH STREET NW, 6TH FL WASHINGTON, DC 20005	NONE	PC	CHARITABLE	5,000.
MUSEUM OF NATURAL HISTORY CENTRAL PARK WEST 79TH ST. NEW YORK, NY 10024	NONE	PC	CHARITABLE	50,000.
WHITNEY MUSEUM 99 GANSEVOORT ST. NEW YORK, NY 10014	NONE	PC	CHARITABLE	25,000.
MOXI THE WOLF MUSEUM OF EXPLORATION 125 STATE ST. SANTA BARBARA, CA 93101	NONE	PC	CHARITABLE	50,000.
Total SEE CONTINUATION SHEET(S) ▶ 3a				174,950.
b Approved for future payment				
NONE				
Total ▶ 3b				0.

Form 990-PF (2016)

Schedule B
(Form 990, 990-EZ,
or 990-PF)

Department of the Treasury
Internal Revenue Service

Schedule of Contributors

▶ Attach to Form 990, Form 990-EZ, or Form 990-PF.
▶ Information about Schedule B (Form 990, 990-EZ, or 990-PF) and
its instructions is at www.irs.gov/form990.

OMB No 1545-0047

2016

Name of the organization

HENRY PETERSON FOUNDATION
C/O ROBERT J HUGHES

Employer identification number

13-6161002

Organization type (check one).

Filers of:

Section:

Form 990 or 990-EZ

501(c)() (enter number) organization

4947(a)(1) nonexempt charitable trust **not** treated as a private foundation

527 political organization

Form 990-PF

501(c)(3) exempt private foundation

4947(a)(1) nonexempt charitable trust treated as a private foundation

501(c)(3) taxable private foundation

Check if your organization is covered by the **General Rule** or a **Special Rule**.

Note: Only a section 501(c)(7), (8), or (10) organization can check boxes for both the General Rule and a Special Rule. See instructions.

General Rule

For an organization filing Form 990, 990-EZ, or 990-PF that received, during the year, contributions totaling \$5,000 or more (in money or property) from any one contributor. Complete Parts I and II. See instructions for determining a contributor's total contributions.

Special Rules

For an organization described in section 501(c)(3) filing Form 990 or 990-EZ that met the 33 1/3% support test of the regulations under sections 509(a)(1) and 170(b)(1)(A)(vi), that checked Schedule A (Form 990 or 990-EZ), Part II, line 13, 16a, or 16b, and that received from any one contributor, during the year, total contributions of the greater of (1) \$5,000 or (2) 2% of the amount on (i) Form 990, Part VIII, line 1h, or (ii) Form 990-EZ, line 1. Complete Parts I and II.

For an organization described in section 501(c)(7), (8), or (10) filing Form 990 or 990-EZ that received from any one contributor, during the year, total contributions of more than \$1,000 *exclusively* for religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals. Complete Parts I, II, and III.

For an organization described in section 501(c)(7), (8), or (10) filing Form 990 or 990-EZ that received from any one contributor, during the year, contributions *exclusively* for religious, charitable, etc., purposes, but no such contributions totaled more than \$1,000. If this box is checked, enter here the total contributions that were received during the year for an *exclusively* religious, charitable, etc., purpose. Don't complete any of the parts unless the **General Rule** applies to this organization because it received *nonexclusively* religious, charitable, etc., contributions totaling \$5,000 or more during the year. ▶ \$ _____

Caution: An organization that isn't covered by the General Rule and/or the Special Rules doesn't file Schedule B (Form 990, 990-EZ, or 990-PF), but it **must** answer "No" on Part IV, line 2, of its Form 990, or check the box on line H of its Form 990-EZ or on its Form 990-PF, Part I, line 2, to certify that it doesn't meet the filing requirements of Schedule B (Form 990, 990-EZ, or 990-PF).

LHA For Paperwork Reduction Act Notice, see the Instructions for Form 990, 990-EZ, or 990-PF. Schedule B (Form 990, 990-EZ, or 990-PF) (2016)

Name of organization HENRY PETERSON FOUNDATION C/O ROBERT J HUGHES	Employer identification number 13-6161002
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Part I Contributors (See instructions) Use duplicate copies of Part I if additional space is needed

(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
1	MILTON WARSHAW 59 SEAVIEW DRIVE MONTECITO, CA 93108	\$ 10,728.	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions)
		\$ _____	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions)
		\$ _____	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions)
		\$ _____	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions)
		\$ _____	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions)
		\$ _____	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions)
		\$ _____	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions)

Name of organization HENRY PETERSON FOUNDATION C/O ROBERT J HUGHES	Employer identification number 13-6161002
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Part II Noncash Property (See instructions) Use duplicate copies of Part II if additional space is needed

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (See instructions)	(d) Date received
		\$ _____	_____
		\$ _____	_____
		\$ _____	_____
		\$ _____	_____
		\$ _____	_____
		\$ _____	_____
		\$ _____	_____

Name of organization HENRY PETERSON FOUNDATION C/O ROBERT J HUGHES	Employer identification number 13-6161002
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Part III Exclusively religious, charitable, etc., contributions to organizations described in section 501(c)(7), (8), or (10) that total more than \$1,000 for the year from any one contributor. Complete columns (a) through (e) and the following line entry. For organizations completing Part III, enter the total of exclusively religious, charitable, etc., contributions of \$1,000 or less for the year (Enter this info once) ▶ \$ _____

Use duplicate copies of Part III if additional space is needed

(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held
(e) Transfer of gift			
Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee	
(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held
(e) Transfer of gift			
Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee	
(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held
(e) Transfer of gift			
Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee	
(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held
(e) Transfer of gift			
Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee	

**HENRY PETERSON FOUNDATION
C/O ROBERT J HUGHES**

13-6161002

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
INTERNATIONAL CULTURE STUDIES ASSOCIATION 362 FAIRFIELD WAY STORRS, CT 06269	NONE	PC	CHARITABLE	2,500.
JEWISH GUILD FOR THE BLIND 15 W 65TH ST. NEW YORK, NY 10023	NONE	PC	CHARITABLE	15,000.
DAVEY'S VOICE PO BOX 50201 SANTA BARBARA, CA 93150	NONE	PC	CHARITABLE	3,500.
HUMANE SOCIETY INTERNATIONAL 1330 AVE OF THE AMERICAS NEW YORK, NY 10019	NONE	PC	CHARITABLE	2,500.
ELEVENTH HOUR RESCUE 861 RTE 10 E RANDOLPH, NJ 07869	NONE	PC	CHARITABLE	1,000.
ANTIOCH UNIVERSITY 400 CORPORATE POINTE CULVER CITY, CA 90230	NONE	PC	CHARITABLE	4,450.
ART FOR AMERICANS 1000 VERMONT AVENUE NW, 6TH FL WASHINGTON, DC 20005	NONE	PC	CHARITABLE	6,000.
Total from continuation sheets				34,950.

FORM 990-PF **DIVIDENDS AND INTEREST FROM SECURITIES** **STATEMENT** **1**

SOURCE	GROSS AMOUNT	CAPITAL GAINS DIVIDENDS	(A) REVENUE PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME
PERSHING - DIVIDENDS	36,614.	0.	36,614.	36,614.	
PERSHING - INTEREST	2,353.	0.	2,353.	2,353.	
TO PART I, LINE 4	38,967.	0.	38,967.	38,967.	

FORM 990-PF **LEGAL FEES** **STATEMENT** **2**

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
LEGAL FEES	1,221.	610.		611.
TO FM 990-PF, PG 1, LN 16A	1,221.	610.		611.

FORM 990-PF **ACCOUNTING FEES** **STATEMENT** **3**

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
ACCOUNTING FEES	10,728.	5,364.		5,364.
TO FORM 990-PF, PG 1, LN 16B	10,728.	5,364.		5,364.

FORM 990-PF	OTHER PROFESSIONAL FEES	STATEMENT	4
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DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
INVESTMENT ADVISORY FEES	19,090.	19,090.		0.
TO FORM 990-PF, PG 1, LN 16C	19,090.	19,090.		0.

FORM 990-PF	TAXES	STATEMENT	5
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DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
FOREIGN TAXES WITHHELD	1,655.	1,655.		0.
PAYROLL TAX	3,950.	1,975.		1,975.
TO FORM 990-PF, PG 1, LN 18	5,605.	3,630.		1,975.

FORM 990-PF	OTHER EXPENSES	STATEMENT	6
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DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
FILING FEE	10.	0.		10.
OFFICE EXPENSES	85.	0.		85.
PAYROLL EXPENSE	9,223.	4,611.		4,612.
COMPUTER EXPENSES	50.	0.		50.
TO FORM 990-PF, PG 1, LN 23	9,368.	4,611.		4,757.

Douglass Winthrop Advisors LLC
PORTFOLIO APPRAISAL
Henry Peterson Foundation

Quantity	Symbol	Security	Unit Cost	Total Cost	Price	Market Value	Pct. Assets	Cur. Yield
CORPORATE BONDS								
50,000	58013met7	MCDONALDS CORP MEDIUM TERM NTS FXD RT NT	101 18	50,592 00	100 27	50,133 00	2 6	2 2
50,000	94974bgr5	2 200% Due 05-26-20 WELLS FARGO & CO NEW MEDIUM TERM SR NTS FXD RT NT SER N	100 67	50,335 50	100 54	50,272 50	2 6	2 5
50,000	084670BR8	2 550% Due 12-07-20 BERKSHIRE HATHAWAY IN 2 75% 3/15/23 2 750% Due 03-15-23	100 53	50,265 00	100 41	50,203 00	2 6	2 7
				151,192 50		150,608 50	7 7	2 5
COMMON STOCK								
Energy								
1,000 00	xom	EXXON MOBIL CORP	89 56	89,559 21	81 32	81,320 00	4 2	3 7
				89,559 21		81,320 00	4 2	3 7
Materials								
250 00	ecl	ECOLAB INC	103 05	25,763 75	123 97	30,992 50	1 6	1 2
500 00	px	PRAXAIR INC	111 86	55,932 08	118 71	59,355 00	3 0	2 7
				81,695 83		90,347 50	4 6	2 2
Industrials								
500 00	ba	BOEING CO	145 14	72,571 18	180 23	90,115 00	4 6	3 2
1,000 00	cnr	CANADIAN NATIONAL RAILWAY CO	62 63	62,633 79	69 77	69,770 00	3 6	1 8
1,000 00	fast	FASTENAL CO	41 86	41,861 97	50 03	50,030 00	2 6	2 6
175 00	tdg	TRANSDIGM GROUP INC	183 12	32,046 06	254 20	44,485 00	2 3	0 0
				209,113 00		254,400 00	13 1	2 1
Consumer Discretionary								
20 00	pcfn	THE PRICELINE GROUP INC	1,611 92	32,238 37	1,724 13	34,482 60	1 8	0 0
350 00	tif	TIFFANY AND CO NEW	76 19	26,666 34	91 87	32,154 50	1 7	2 0
1,000 00	fox	TWENTY-FIRST CENTURY FOX - B	31 16	31,155 26	29 35	29,350 00	1 5	1 2
425 00	dis	WALT DISNEY CO/THE	97 41	41,397 26	110 09	46,788 25	2 4	1 4
				131,457 23		142,775 35	7 3	1 2

Douglass Winthrop Advisors LLC
PORTFOLIO APPRAISAL
Henry Peterson Foundation

Quantity	Symbol	Security	Unit Cost	Total Cost	Price	Market Value	Pct. Assets	Cur. Yield
Consumer Staples								
500 00	bud	ANHEUSER BUSCH INBEV SPN	110 70	55,349 62	109 49	54,745 00	2 8	2 7
1,000 00	cl	COLGATE-PALMOLIVE CO	64 89	64,886 36	72 98	72,980 00	3 7	2 2
150 00	cost	COSTCO WHSL CORP NEW	167 98	25,196 74	177 18	26,577 00	1 4	1 0
500 00	deo	DIAGEO PLC SPONSORED ADR NEW	112 93	56,462 71	114 31	57,155 00	2 9	2 6
1,250 00	henry	HEINEKEN N V SPONS ADR LEVEL 1 ISIN#US4230123014	39 57	49,468 01	41 31	51,637 50	2 7	1 4
1,500 00	nsrgy	NESTLE SA SPON ADR REPSTG REG	74 71	112,069 39	73 69	110,535 00	5 7	2 6
1,000 00	ul	UNILEVER PLC ADR	43 49	43,491 01	47 48	47,480 00	2 4	2 9
				406,923 84		421,109 50	21 6	2 4
Healthcare								
175 00	amgn	AMGEN INC	153 42	26,848 12	176 53	30,892 75	1 6	2 6
250 00	bdx	BECTON DICKINSON & CO	150 16	37,540 47	183 05	45,762 50	2 3	1 6
750 00	nvs	NOVARTIS AG SPONSORED ADR	93 94	70,454 82	78 17	58,627 50	3 0	2 9
				134,843 41		135,282 75	6 9	2 4
Financials								
750 00	axp	AMERICAN EXPRESS CO	83 09	62,316 12	80 06	60,045 00	3 1	1 6
900 00	brk b	BERKSHIRE HATHAWAY INC DEL CL B	135 84	122,252 15	171 42	154,278 00	7 9	0 0
100 00	mk1	MARKEL CORP	766 34	76,634 43	979 73	97,973 00	5 0	0 0
				261,202 70		312,296 00	16 0	0 3
Information Technology								
100 00	googl	ALPHABET INC/CA-CL A	545 57	54,557 18	844 93	84,493 00	4 3	0 0
250 00	aapl	APPLE INC	108 43	27,107 90	136 99	34,247 50	1 8	1 7
750 00	ma	MASTERCARD INCORPORATED	90 11	67,579 78	110 46	82,845 00	4 3	0 8
750 00	msft	MICROSOFT CORPORATION	59 97	44,977 34	63 98	47,985 00	2 5	2 4
				194,222 20		249,570 50	12 8	1 0
Telecommunications Services								
473 00	t	AT&T INC	35 15	16,625 00	41 79	19,766 67	1 0	4 7
				16,625 00		19,766 67	1 0	4 7
		COMMON STOCK Total		1,525,642 42		1,706,868 27	87 6	1 7

Douglass Winthrop Advisors LLC
REALIZED GAINS AND LOSSES
Henry Peterson Foundation

Open Date	Close Date	Quantity	Symbol	Security	Cost Basis	Proceeds	Gain or Loss	
							Short Term	Long Term
11-25-2014	04-21-2016	125 00	sjm	SMUCKER J M CO NEW	12,729 85	15,557 81		2,827 96
11-21-2014	04-28-2016	50 00	googl	ALPHABET INC/CA-CL A	27,336 75	36,259 97		8,923 22
11-25-2014	04-28-2016	150 00	bdx	BECTON DICKINSON & CO	20,133 85	24,147 90		4,014 05
05-01-2015	04-28-2016	100 00	bdx	BECTON DICKINSON & CO	14,169 34	16,098 60	1,929 26	
12-08-2014	04-28-2016	200 00	brk b	BERKSHIRE HATHAWAY INC DEL CL B	30,533 80	29,357 75		-1,176 05
05-01-2015	04-28-2016	200 00	brk b	BERKSHIRE HATHAWAY INC DEL CL B	28,454 56	29,357 76	903 20	
11-07-2014	04-28-2016	500 00	cl	COLGATE-PALMOLIVE CO	34,057 95	34,961 23		903 28
11-07-2014	04-28-2016	250 00	deo	DIAGEO PLC SPONSORED ADR NEW	28,973 08	27,221 26		-1,751 82
05-01-2015	04-28-2016	250 00	deo	DIAGEO PLC SPONSORED ADR NEW	27,569 24	27,221 26	-347 98	
11-07-2014	04-28-2016	25 00	mkl	MARKEL CORP	17,526 70	22,348 84		4,822 14
11-21-2014	04-28-2016	250 00	nvs	NOVARTIS AG SPONSORED ADR	23,736 49	19,202 58		-4,533 91
11-07-2014	04-28-2016	200 00	px	PRAXAIR INC	25,356 98	23,629 08		-1,727 90
05-01-2015	04-28-2016	100 00	px	PRAXAIR INC	12,289 63	11,814 54	-475 09	
11-25-2014	07-12-2016	125 00	sjm	SMUCKER J M CO NEW	12,729 85	19,046 50		6,316 65
04-23-2015	07-12-2016	250 00	sjm	SMUCKER J M CO NEW	29,365 75	38,093 00		8,727 25
12-08-2014	08-11-2016	100 00	bf b	BROWN FORMAN CORP CL B	9,122 70	9,802 67		679 97
05-01-2015	08-11-2016	300 00	bf b	BROWN FORMAN CORP CL B	27,237 07	29,408 02		2,170 95
08-19-2016	09-29-2016	650 00	wfc	WELLS FARGO AND CO NEW	31,608 08	28,911 87	-2,696 21	
01-22-2016	01-26-2017	200 00	mlm	MARTIN MARIETTA MATERIALS INC	24,952 82	48,169 09		23,216 27
11-07-2014	02-23-2017	250 00	de	DEERE & CO	22,146 53	26,861 27		4,714 74
04-24-2015	02-23-2017	250 00	de	DEERE & CO	22,076 90	26,861 27		4,784 37
TOTAL GAINS							2,832 46	72,100 85
TOTAL LOSSES							-3,519 28	-9,189 68
TOTAL REALIZED GAIN/LOSS							-686.82	62,911.17

62,224 35

	COST	PROCEEDS
TOTAL SHORT TERM	114,090 85	113,404 03
TOTAL LONG TERM	368,017 07	430,928 24