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Form **990-PF**

Department of the Treasury
Internal Revenue Service

Return of Private Foundation

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

▶ **Do not enter social security numbers on this form as it may be made public.**
▶ **Information about Form 990-PF and its instructions is at *www.irs.gov/form990pf*.**

OMB No 1545-0052

2016

Open to Public Inspection

For calendar year 2016, or tax year beginning 07-01-2016 , and ending 06-30-2017

Name of foundation
Cushman Foundation

A Employer identification number
33-0643458

Number and street (or P O box number if mail is not delivered to street address)
10620 Treena Street

Room/suite

B Telephone number (see instructions)
(858) 549-2874

City or town, state or province, country, and ZIP or foreign postal code
San Diego, CA 92131

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 ☑ 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)* ▶$ 28,261,786

J Accounting method ☑ Cash ☐ Accrual ☐ Other (specify) _____
(Part I, column (d) must be on cash basis)

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

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

			(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
Revenue	1	Contributions, gifts, grants, etc , received (attach schedule)	3,013,520			
	2	Check ▶ ☐ if the foundation is **not** required to attach Sch B				
	3	Interest on savings and temporary cash investments	588	588		
	4	Dividends and interest from securities	568,378	568,378		
	5a	Gross rents				
	b	Net rental income or (loss) _____				
	6a	Net gain or (loss) from sale of assets not on line 10	548,059			
	b	Gross sales price for all assets on line 6a 4,286,928				
	7	Capital gain net income (from Part IV, line 2)		548,059		
	8	Net short-term capital gain			293,053	
	9	Income modifications				
	10a	Gross sales less returns and allowances				
	b	Less Cost of goods sold				
	c	Gross profit or (loss) (attach schedule)				
	11	Other income (attach schedule)				
	12	**Total.** Add lines 1 through 11	4,130,545	1,117,025	293,053	
Operating and Administrative Expenses	13	Compensation of officers, directors, trustees, etc				
	14	Other employee salaries and wages	16,777			16,777
	15	Pension plans, employee benefits				
	16a	Legal fees (attach schedule)				
	b	Accounting fees (attach schedule)	6,015			6,010
	c	Other professional fees (attach schedule)	160,434	157,509		2,925
	17	Interest				
	18	Taxes (attach schedule) (see instructions)	-2,303			1,570
	19	Depreciation (attach schedule) and depletion				
	20	Occupancy				
	21	Travel, conferences, and meetings	79			79
	22	Printing and publications				
	23	Other expenses (attach schedule)	1,649			1,649
	24	**Total operating and administrative expenses.** Add lines 13 through 23	182,651	157,509		29,010
	25	Contributions, gifts, grants paid	1,040,663			1,040,663
	26	**Total expenses and disbursements.** Add lines 24 and 25	1,223,314	157,509		1,069,673
	27	Subtract line 26 from line 12				
	a	**Excess of revenue over expenses and disbursements**	2,907,231			
	b	**Net investment income** (if negative, enter -0-)		959,516		
	c	**Adjusted net income**(if negative, enter -0-)			293,053	

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

		Beginning of year (a) Book Value	End of year (b) Book Value	End of year (c) Fair Market Value
Assets	1 Cash—non-interest-bearing			
	2 Savings and temporary cash investments	873,769	21,649	21,649
	3 Accounts receivable ▶			
	Less allowance for doubtful accounts ▶	110		
	4 Pledges receivable ▶			
	Less allowance for doubtful accounts ▶			
	5 Grants receivable			
	6 Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see instructions)			
	7 Other notes and loans receivable (attach schedule) ▶			
	Less allowance for doubtful accounts ▶			
	8 Inventories for sale or use			
	9 Prepaid expenses and deferred charges			
	10a Investments—U S and state government obligations (attach schedule)			
	b Investments—corporate stock (attach schedule)	17,050,445	21,852,264	28,240,137
	c Investments—corporate bonds (attach schedule)			
	11 Investments—land, buildings, and equipment basis ▶			
	Less accumulated depreciation (attach schedule) ▶			
	12 Investments—mortgage loans			
	13 Investments—other (attach schedule)	854,643		
	14 Land, buildings, and equipment basis ▶			
	Less accumulated depreciation (attach schedule) ▶			
	15 Other assets (describe ▶)	187,715		
	16 **Total assets** (to be completed by all filers—see the instructions Also, see page 1, item I)	18,966,682	21,873,913	28,261,786
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 (attach schedule)			
	22 Other liabilities (describe ▶)			
	23 **Total liabilities**(add lines 17 through 22)		0	
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	18,966,682	21,873,913	
	28 Paid-in or capital surplus, or land, bldg , and equipment fund			
	29 Retained earnings, accumulated income, endowment, or other funds			
	30 **Total net assets or fund balances** (see instructions)	18,966,682	21,873,913	
	31 **Total liabilities and net assets/fund balances** (see instructions)	18,966,682	21,873,913	

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	18,966,682
2	Enter amount from Part I, line 27a	2	2,907,231
3	Other increases not included in line 2 (itemize) ▶	3	
4	Add lines 1, 2, and 3	4	21,873,913
5	Decreases not included in line 2 (itemize) ▶	5	
6	Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30	6	21,873,913

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 Additional Data Table			
b				
c				
d				
e				

	(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
a	See Additional Data Table			
b				
c				
d				
e				

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

2	Capital gain net income or (net capital loss) { If gain, also enter in Part I, line 7 / If (loss), enter -0- in Part I, line 7 }	2	548,059
3	Net short-term capital gain or (loss) as defined in sections 1222(5) and (6) If gain, also enter in Part I, line 8, column (c) (see instructions) If (loss), enter -0- in Part I, line 8	3	293,053

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

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

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

Was the foundation liable for the section 4942 tax on the distributable amount of any year in the base period? ☐ Yes ☑ No
If "Yes," the foundation does not qualify under section 4940(e) Do not complete this part

1 Enter the appropriate amount in each column for each year, see instructions before making any entries

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col (b) divided by col (c))
2015	1,022,782	21,492,547	0 04759
2014	423,889	21,289,835	0 01991
2013	450,400	10,315,991	0 04366
2012	395,119	8,820,638	0 04480
2011	385,194	8,093,703	0 04759

2	**Total** of line 1, column (d)	2	0 203545
3	Average distribution ratio for the 5-year base period—divide the total on line 2 by 5, or by the number of years the foundation has been in existence if less than 5 years	3	0 040709
4	Enter the net value of noncharitable-use assets for 2016 from Part X, line 5	4	25,519,744
5	Multiply line 4 by line 3	5	1,038,883
6	Enter 1% of net investment income (1% of Part I, line 27b)	6	9,595
7	Add lines 5 and 6	7	1,048,478
8	Enter qualifying distributions from Part XII, line 4	8	1,069,673

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	9,595
c	All other domestic foundations enter 2% of line 27b Exempt foreign organizations enter 4% of Part I, line 12, col (b)		
2	Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)	2	
3	Add lines 1 and 2	3	9,595
4	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)	4	
5	**Tax based on investment income.** Subtract line 4 from line 3 If zero or less, enter -0-	5	9,595
6	Credits/Payments		
a	2016 estimated tax payments and 2015 overpayment credited to 2016 — 6a: 10,535		
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	10,535
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	940
11	Enter the amount of line 10 to be **Credited to 2017 estimated tax** ▶ 940 **Refunded** ▶	11	

Part VII-A **Statements Regarding Activities**

			Yes	No
1a	During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?	1a		No
b	Did it spend more than $100 during the year (either directly or indirectly) for political purposes (see Instructions for definition)?	1b		No
	*If the answer is "Yes" to **1a** or **1b**, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities*			
c	Did the foundation file **Form 1120-POL** for this year?	1c		No
d	Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year **(1)** On the foundation ▶ $ _____ **(2)** On foundation managers ▶ $ _____			
e	Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers ▶ $ _____			
2	Has the foundation engaged in any activities that have not previously been reported to the IRS? *If "Yes," attach a detailed description of the activities*	2		No
3	Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? *If "Yes," attach a conformed copy of the changes*	3		No
4a	Did the foundation have unrelated business gross income of $1,000 or more during the year?	4a		No
b	If "Yes," has it filed a tax return on **Form 990-T** for this year?	4b		No
5	Was there a liquidation, termination, dissolution, or substantial contraction during the year? *If "Yes," attach the statement required by General Instruction T*	5		No
6	Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	6	Yes	
7	Did the foundation have at least $5,000 in assets at any time during the year? *If "Yes," complete Part II, col (c), and Part XV*	7	Yes	
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	Yes	
9	Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2016 or the taxable year beginning in 2016 (see instructions for Part XIV)? *If "Yes," complete Part XIV*	9		No
10	Did any persons become substantial contributors during the tax year? *If "Yes," attach a schedule listing their names and addresses*	10		No

Part VII-A Statements Regarding Activities (continued)

11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions).	11		No
12	Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement (see instructions)	12	Yes	
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application?	13	Yes	

Website address ▶ www cushenterprises com

14 The books are in care of ▶ Debra Parrish Telephone no ▶ (619) 549-2874

Located at ▶ 10620 Treena Street Suite 110 San Diego CA ZIP+4 ▶ 92131

15 Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of **Form 1041** —Check here ▶ ☐ and enter the amount of tax-exempt interest received or accrued during the year ▶ 15

16	At any time during calendar year 2016, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country?	16		No

See instructions for exceptions and filing requirements for FinCEN Form 114, Report of Foreign Bank and Financial Accounts (FBAR) If "Yes", enter the name of the foreign country ▶

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

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

1a	During the year did the foundation (either directly or indirectly)			
	(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		No
	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		No
2	Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5))			
a	At the end of tax year 2016, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2016? ☐ Yes ☑ No			
	If "Yes," list the years ▶ 20____ , 20____ , 20____ , 20____			
b	Are there any years listed in 2a for which the foundation is **not** applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to **all** years listed, answer "No" and attach statement—see instructions)	2b		No
c	If the provisions of section 4942(a)(2) are being applied to **any** of the years listed in 2a, list the years here ▶ 20____ , 20____ , 20____ , 20____			
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? ☐ Yes ☑ No			
b	If "Yes," did it have excess business holdings in 2016 as a result of **(1)** any purchase by the foundation or disqualified persons after May 26, 1969, **(2)** the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest, or **(3)** the lapse of the 10-, 15-, or 20-year first phase holding period? *(Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2016).*	3b		No
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a		No
b	Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2016?	4b		No

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

5a	During the year did the foundation pay or incur any amount to				
	(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))?	☐ 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	No
	Organizations relying on a current notice regarding disaster assistance check here ▶	☐			
c	If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant?	☐ Yes	☑ No		
	If "Yes," attach the statement required by Regulations section 53 4945–5(d)				
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
	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?			7b	No

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

1 List all officers, directors, trustees, foundation managers and their compensation (see instructions).

(a) Name and address	Title, and average hours per week (b) devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	Expense account, (e) other allowances
Stephen P Cushman 10620 Treena St Ste 110 San Diego, CA 92131	Director 1 00	0		
Debra L Parrish 10620 Treena St Ste 110 San Diego, CA 92131	Secretary 2 00	0		
Lori A Moore 10620 Treena St Ste 110 San Diego, CA 92131	Vice President 2 00	0		
Marjorie L Cushman 10620 Treena St Ste 110 San Diego, CA 92131	President 1 00	0		

2 Compensation of five highest-paid employees (other than those included on line 1—see instructions). If none, enter "NONE."

(a) Name and address of each employee paid more than $50,000	Title, and average hours per week (b) devoted to position	(c) Compensation	(d) Contributions to employee benefit plans and deferred compensation	Expense account, (e) other allowances
NONE				

Total number of other employees paid over $50,000 ▶

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

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

(a) Name and address of each person paid more than $50,000	(b) Type of service	(c) Compensation
John Gailey Wells Fargo Advisors 4365 Executive Drive Suite 1800 San Diego, CA 92121	Asset Advisor Fee	157,509
Total number of others receiving over $50,000 for professional services. ▶		

Part IX-A **Summary of Direct Charitable Activities**

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

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

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

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

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc , purposes		
a	Average monthly fair market value of securities	1a	24,852,593
b	Average of monthly cash balances	1b	1,055,777
c	Fair market value of all other assets (see instructions)	1c	0
d	**Total** (add lines 1a, b, and c)	1d	25,908,370
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation) — 1e: 0		
2	Acquisition indebtedness applicable to line 1 assets	2	
3	Subtract line 2 from line 1d	3	25,908,370
4	Cash deemed held for charitable activities Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	388,626
5	**Net value of noncharitable-use assets.** Subtract line 4 from line 3 Enter here and on Part V, line 4	5	25,519,744
6	**Minimum investment return.** Enter 5% of line 5	6	1,275,987

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	1,275,987
2a	Tax on investment income for 2016 from Part VI, line 5	2a	9,595		
b	Income tax for 2016 (This does not include the tax from Part VI)	2b			
c	Add lines 2a and 2b			2c	9,595
3	Distributable amount before adjustments Subtract line 2c from line 1			3	1,266,392
4	Recoveries of amounts treated as qualifying distributions			4	
5	Add lines 3 and 4			5	1,266,392
6	Deduction from distributable amount (see instructions)			6	
7	**Distributable amount** as adjusted Subtract line 6 from line 5 Enter here and on Part XIII, line 1			7	1,266,392

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	1,069,673
b	Program-related investments—total from Part IX-B	1b	
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc , purposes	2	
3	Amounts set aside for specific charitable projects that satisfy the		
a	Suitability test (prior IRS approval required)	3a	
b	Cash distribution test (attach the required schedule)	3b	
4	**Qualifying distributions.** Add lines 1a through 3b Enter here and on Part V, line 8, and Part XIII, line 4	4	1,069,673
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income Enter 1% of Part I, line 27b (see instructions)	5	9,595
6	**Adjusted qualifying distributions.** Subtract line 5 from line 4	6	1,060,078

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				1,266,392
2 Undistributed income, if any, as of the end of 2016				
a Enter amount for 2015 only.			1,038,282	
b Total for prior years 20___, 20___, 20___				
3 Excess distributions carryover, if any, to 2016				
a From 2011.				
b From 2012.				
c From 2013.				
d From 2014.				
e From 2015.				
f Total of lines 3a through e.				
4 Qualifying distributions for 2016 from Part XII, line 4 ▶ $ 1,069,673				
a Applied to 2015, but not more than line 2a			1,038,282	
b Applied to undistributed income of prior years (Election required—see instructions).				
c Treated as distributions out of corpus (Election required—see instructions).	0			
d Applied to 2016 distributable amount.				31,391
e Remaining amount distributed out of corpus				
5 Excess distributions carryover applied to 2016				
(If an amount appears in column (d), the same amount must be shown in column (a))				
6 Enter the net total of each column as indicated below:				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5				
b Prior years' undistributed income Subtract line 4b from line 2b				
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed.				
d Subtract line 6c from line 6b Taxable amount —see instructions				
e Undistributed income for 2015 Subtract line 4a from line 2a Taxable amount—see instructions				
f Undistributed income for 2016 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2017				1,235,001
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (Election may be required - see instructions)				
8 Excess distributions carryover from 2011 not applied on line 5 or line 7 (see instructions) . . .				
9 Excess distributions carryover to 2017. Subtract lines 7 and 8 from line 6a				
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)

1a If the foundation has received a ruling or determination letter that it is a private operating foundation, and the ruling is effective for 2016, enter the date of the ruling. . . . . ▶

b Check box to indicate whether the organization is a private operating foundation described in section ☐ 4942(j)(3) or ☐ 4942(j)(5)

	Tax year	Prior 3 years			(e) Total
	(a) 2016	(b) 2015	(c) 2014	(d) 2013	
2a 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 organization had $5,000 or more in assets at any time during the year—see instructions.)

1 Information Regarding Foundation Managers:

a List any managers of the foundation who have contributed more than 2% of the total contributions received by the foundation before the close of any tax year (but only if they have contributed more than $5,000) (See section 507(d)(2))

Stephen P Cushman

b List any managers of the foundation who own 10% or more of the stock of a corporation (or an equally large portion of the ownership of a partnership or other entity) of which the foundation has a 10% or greater interest

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

Check here ▶ ☐ 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

Debra L Parrish CFO
10620 Treena Street Suite 110
San Diego, CA 92131
(858) 549-2874
Dparrish@cushnet net

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

See Application required of all applicants as available on the entity's website, www cushenterprises com at the link to the Cush Family Foundation (aka Cushman Foundation)

c Any submission deadlines

None

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

See "Eligibility" and Guidelines" as published on the entity's web site, www cushenterprises com at the link to The Cush Family Foundation (aka Cushman Foundation)

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 schedule attached Various Various, CA 92131	none	501c3	General/unrestricted	1,040,663
Total . . . . . ▶ **3a**				1,040,663
b *Approved for future payment*				
Total . . . . . ▶ **3b**				

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated	Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income (See instructions)
	(a) Business code	(b) Amount	(c) Exclusion code	(d) Amount	
1 Program service revenue					
a					
b					
c					
d					
e					
f					
g Fees and contracts from government agencies					
2 Membership dues and assessments. . . .					
3 Interest on savings and temporary cash investments					588
4 Dividends and interest from securities. . . .					568,378
5 Net rental income or (loss) from real estate					
a Debt-financed property.					
b Not debt-financed property.					
6 Net rental income or (loss) from personal property					
7 Other investment income.					
8 Gain or (loss) from sales of assets other than inventory					548,059
9 Net income or (loss) from special events					
10 Gross profit or (loss) from sales of inventory					
11 Other revenue a					
b					
c					
d					
e					
12 Subtotal Add columns (b), (d), and (e). .					1,117,025
13 **Total.** Add line 12, columns (b), (d), and (e).				13	1,117,025

(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) (See instructions)

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

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

2a Is the foundation directly or indirectly affiliated with, or related to, one or more tax-exempt organizations described in section 501(c) of the Code (other than section 501(c)(3)) or in section 527? ☐ Yes ☑ No

b If "Yes," complete the following schedule

(a) Name of organization	**(b)** Type of organization	**(c)** Description of relationship

Sign Here

Under penalties of perjury, I declare that I have examined this return, including accompanying schedules and statements, and to the best of my knowledge and belief, it is true, correct, and complete Declaration of preparer (other than taxpayer) is based on all information of which preparer has any knowledge

******	2017-10-03	******
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
Brent R Heramb				P00098332
Firm's name ▶ BRENT R HERAMB A PROFESSIONAL CORPORATION				Firm's EIN ▶
Firm's address ▶ 6645 Norman Ln SAN DIEGO, CA 921203948				Phone no (619) 261-5969

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns a - d

List and describe the kind(s) of property sold (e g , real estate, **(a)** 2-story brick warehouse, or common stock, 200 shs MLC Co)	**(b)** How acquired P—Purchase D—Donation	**(c)** Date acquired (mo , day, yr)	**(d)** Date sold (mo , day, yr)
1,500 units Cedar Fair LP (NB #3939)	P	2013-07-12	2016-08-10
500 units Nustar Energy LP (NB #3939)	P	2016-02-25	2016-08-10
1,000 shs Oneok, Inc (NB #3939)	P	2015-11-25	2016-08-17
1,500 shs Spectra Energy Corp (NB #3939)	P	2013-07-11	2016-09-09
1,500 units Energy Transfer Partners LP (NB #3939)	P	2013-07-24	2016-10-27
4,800 units Energy Transfer Equity LP (NB #3939)	P	2013-07-11	2016-12-20
1,100 units Suburban Propane Partners LP (NB #3939)	P	2013-07-11	2016-11-23
1,100 units Antero Midstream Partners LP (NB #3939)	P	2016-05-12	2016-12-01
2,400 units Enterprise Products PPTNS LP (NB #3939)	P	2013-07-12	2016-12-05
900 units Nextera Energy Partners LP (NB #3939)	P	2016-02-25	2016-12-05

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns e - h

(e) Gross sales price	Depreciation allowed **(f)** (or allowable)	Cost or other basis **(g)** plus expense of sale	Gain or (loss) **(h)** (e) plus (f) minus (g)
90,358		63,332	27,026
23,701		16,469	7,232
47,705		25,836	21,869
64,413		52,617	11,796
53,349		88,171	-34,822
86,125		76,759	9,366
33,383		53,335	-19,952
31,490		26,562	4,928
61,180		75,113	-13,933
23,017		22,939	78

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns i - l

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			Gains (Col (h) gain minus col (k), but not less than -0-) **or** **(l)** Losses (from col (h))
(i) F M V as of 12/31/69	Adjusted basis **(j)** as of 12/31/69	Excess of col (i) **(k)** over col (j), if any	
			27,026
			7,232
			21,869
			11,796
			-34,822
			9,366
			-19,952
			4,928
			-13,933
			78

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns a - d

List and describe the kind(s) of property sold (e g , real estate, **(a)** 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)
200 units Teekay LNG Partners LP (NB #3939)	P	2015-12-15	2016-12-07
1,500 units Alliance Holdings GP LP (NB #3939)	P	2013-07-12	2016-12-19
4,500 units Blueknight Energy Partners LP (NB #3939)	P	2013-07-25	2016-12-20
800 units Nustar GP Holdings LLC (NB #3939)	P	2013-07-16	2016-12-21
500 units EQT Midstream Partners LP (NB #3939)	P	2016-01-04	2016-12-28
1,800 units Western Gas Equity Ptrs LP (NB #3939)	P	2016-01-04	2016-12-22
1,000 units Oneok, Inc (NB #3939)	P	2013-07-11	2016-08-17
1,000 units Teekay LNG Partners LP (NB #3939)	P	2013-07-31	2016-12-07
- PTP basis adjustments (NB #3939)	P	2016-02-25	2016-11-14
16 shs Advansix, Inc (WF #7343)	P	2016-02-22	2016-10-11

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns e - h

(e) Gross sales price	Depreciation allowed **(f)** (or allowable)	Cost or other basis **(g)** plus expense of sale	Gain or (loss) **(h)** (e) plus (f) minus (g)
3,162		3,711	-549
42,692		77,359	-34,667
30,785		37,703	-6,918
22,095		21,551	544
37,170		36,540	630
79,792		58,640	21,152
47,705		37,604	10,101
15,810		38,920	-23,110
105,212		604	104,608
249		231	18

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns i - l

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			Gains (Col (h) gain minus col (k), but not less than -0-) **or** **(l)** Losses (from col (h))
(i) F M V as of 12/31/69	Adjusted basis **(j)** as of 12/31/69	Excess of col (i) **(k)** over col (j), if any	
			-549
			-34,667
			-6,918
			544
			630
			21,152
			10,101
			-23,110
			104,608
			18

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns a - d

List and describe the kind(s) of property sold (e g , real estate, **(a)** 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)
15,000 shs Sanofi ADR (WF #7343)	P	2016-06-21	2016-11-29
1,000 units Cedar Fair LP (WF #7343)	P	2016-02-16	2016-09-29
132 shs Advansix, Inc (WF #7343)	P	2011-09-27	2016-10-11
2,400 shs Chevron Corp (WF #4343)	P	2013-06-07	2016-11-29
2,350 shs Qualcomm, Inc (WF #7343)	P	2011-12-01	2016-10-31
2,300 shs Versum Materials, Inc (WF #7343)	P	2012-07-26	2016-10-11
104 shs Advansix, Inc (WF #7343)	P	2010-01-21	2016-10-11
10,900 units Cedar Fair LP (WF #7343)	P	2013-06-27	2016-09-29
2,450 shs Exxon Mobil Corp (WF #7343)	P	2001-10-12	2016-11-29
- PTP basis adjustments (WF #7343)	P	2016-01-01	2016-12-31

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns e - h

(e) Gross sales price	Depreciation allowed **(f)** (or allowable)	Cost or other basis **(g)** plus expense of sale	Gain or (loss) **(h)** (e) plus (f) minus (g)
606,285		607,330	-1,045
57,656		52,408	5,248
2,057		1,195	862
262,073		286,230	-24,157
162,354		143,930	18,424
53,019		35,229	17,790
1,621		538	1,083
627,013		478,730	148,283
158,974		93,881	65,093
107,563			107,563

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns i - l

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			Gains (Col (h) gain minus col (k), but not less than -0-) **or** **(l)** Losses (from col (h))
(i) F M V as of 12/31/69	Adjusted basis **(j)** as of 12/31/69	Excess of col (i) **(k)** over col (j), if any	
			-1,045
			5,248
			862
			-24,157
			18,424
			17,790
			1,083
			148,283
			65,093
			107,563

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns a - d

List and describe the kind(s) of property sold (e g , real estate, **(a)** 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)
3,500 shs Bristol Myers Squibb Co (WF #7343)	P	2017-01-24	2017-03-22
9,800 shs Bristol Myers Squibb Co (WF #7343)	P	2014-08-21	2017-03-22
4,527 shs Qualcomm, Inc (WF #7343)	P	2013-01-02	2017-06-29
830 shs SPDR S&P 500 Trust (WF #7343)	D	2011-10-27	2017-06-29
704 shs SPDR DJ Indl (WF #7343)	D	2012-04-12	2017-06-29

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns e - h

(e) Gross sales price	Depreciation allowed **(f)** (or allowable)	Cost or other basis **(g)** plus expense of sale	Gain or (loss) **(h)** (e) plus (f) minus (g)
196,885		175,564	21,321
551,529		426,306	125,223
249,863		316,178	-66,315
200,684		167,050	33,634
149,959		140,304	9,655

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns i - l

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			Gains (Col (h) gain minus col (k), but not less than -0-) **or** **(l)** Losses (from col (h))
(i) F M V as of 12/31/69	Adjusted basis **(j)** as of 12/31/69	Excess of col (i) **(k)** over col (j), if any	
			21,321
			125,223
			-66,315
			33,634
			9,655

TY 2016 Accounting Fees Schedule

Name: Cushman Foundation
EIN: 33-0643458
Software ID: 16000303
Software Version: 2016v3.0

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
Accounting and audit fees	6,015	0	0	6,010

TY 2016 Contractor Compensation Explanation

Name: Cushman Foundation
EIN: 33-0643458
Software ID: 16000303
Software Version: 2016v3.0

Contractor	Explanation
John Gailey Wells Fargo Advisors	Advisor on Foundation's investment portfolio.

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TY 2016 Investments Corporate Stock Schedule

Name: Cushman Foundation
EIN: 33-0643458
Software ID: 16000303
Software Version: 2016v3.0

Name of Stock	End of Year Book Value	End of Year Fair Market Value
Exxon Mobil Corp. 7000(7850) shs	558,102	565,110
Sempra Energy 6100(6100) shs	407,818	687,775
General Electric Co 22600(22600)shs	551,403	610,426
Honeywell Intl, Inc 6800(6300) shs	423,858	906,372
Northrop Grumman Corp 3400(3400)shs	197,890	872,814
Qualcomm Inc 13423(13300) shs	741,045	741,218
Apple, Inc 7650(7650) shs	741,695	1,101,753
AT&T 17600(17600) shs	577,971	664,048
Costco Whsl Corp 5150(4650) shs	610,531	823,640
Air Products & Chemicals 4600(4600) shs	375,361	658,076
Bristol Myers Squibb 9800(11000) shs		
Fedex Corporation 3500(3000) shs	546,260	760,655
SPDR Dow Jones Indl ET Avg ET 16296(9600	2,929,949	3,474,959
SDPR S&P 500 Trust ET SPY 14870(10200)	2,866,288	3,595,566
Powershares QQQ TR ET Ser 1 7500(7500)	724,497	1,032,300
Oneok Inc 0(2000) shs		
Spectra Energy Corp 0(1500) shs		
Chevron Corp 5000(6900) shs	491,798	521,650
Home Depot Inc 6000(5250) shs	563,057	920,400
Lockheed Martin Corp 3000(3000) shs	419,919	832,830
Merck & Co NEW 12400(12400) shs	667,157	794,716
iShares Core S&P Midcap ETF 4775(4775)	678,769	830,611
ishares Nasdaq Biotechnology 2550(2550)	712,534	790,704
Orbital ATK, Inc 8600(8100) shs	574,019	845,896
BAE Systems Place 13000(10000) shs	373,193	436,020
Johnson & Johnson 6200(5200) shs	620,686	820,198
Sanofi ADR 1(4000) shs		
Visa, Inc. Class A 8500(8500) shs	621,293	797,130
Colgate-Palmolive Co. 9000(9000) shs	572,424	667,170
Anheuser Busch Inbev SA/NV 4000(0) shs	431,309	441,440

Name of Stock	End of Year Book Value	End of Year Fair Market Value
iShares Russel 2000 Value 4700(0) shs	553,897	558,689
iShares Regional Banks 11000(0) shs	506,458	501,050
PPG Industries Inc 6750(0) shs	629,966	742,230
Proctor & Gamble Co 6500(0) shs	542,320	566,475
Raytheon Company 4200(0) shs	640,797	678,216

TY 2016 Other Expenses Schedule

Name: Cushman Foundation
EIN: 33-0643458
Software ID: 16000303
Software Version: 2016v3.0

Other Expenses Schedule

Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
Drug testing - employment	55			55
Office expense	830			830
Payroll processing fees	263			263
Worker's comp insuaranace	501			501

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TY 2016 Other Professional Fees Schedule

Name: Cushman Foundation
EIN: 33-0643458
Software ID: 16000303
Software Version: 2016v3.0

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
Advisor fees	157,509	157,509	0	0
Consultant fees	2,925	0	0	2,925

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TY 2016 Taxes Schedule

Name: Cushman Foundation
EIN: 33-0643458
Software ID: 16000303
Software Version: 2016v3.0

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
CA Atty General Registry of Charit Trust	150			
CA Form 199 (2015)	10			
Foreign w/h'g	2,417			
IRS (2016 tax)	7,000			
IRS refund (2015 tax)	13,540			
Payroll taxes	1,570			1,570
SOS filing fee	20			
Tax software filing fee	70			

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Schedule B (Form 990, 990-EZ, or 990-PF)
Department of the Treasury
Internal Revenue Service

Schedule of Contributors

▶ Attach to Form 990, 990-EZ, or 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
Cushman Foundation

Employer identification number
33-0643458

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 other 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 Do not 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 is not covered by the General Rule and/or the Special Rules does not 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 990PF, Part I, line 2, to certify that it does not meet the filing requirements of Schedule B (Form 990, 990-EZ, or 990-PF)

Name of organization	Employer identification number
Cushman Foundation	33-0643458

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	Stephen P Cushman 10620 Treena St Ste 110 San Diego, CA92131	$ 2,017,045	Person ☑ Payroll ☐ Noncash ☑ (Complete Part II for noncash contributions)
2	Stephen P Cushman 10620 Treena St Ste 110 San Diego, CA92131	$ 996,475	Person ☐ Payroll ☐ Noncash ☑ (Complete Part II for noncash contributions)
-		$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II for noncash contributions)
-		$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II for noncash contributions)
-		$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II for noncash contributions)
-		$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II for noncash contributions)

Name of organization	Employer identification number
Cushman Foundation	33-0643458

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
1	4,500 shares SPDR S&P 500	$ 1,017 045	2016-12-21
2	5,000 shares SPDR Dow Jones Ind'l	$ 996 475	2016-12-21
		$	
		$	
		$	
		$	

Name of organization	Employer identification number
Cushman Foundation	33-0643458

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 information once. See instructions.) ▶ $** _____

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	

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Date	Name Address	SSN/Tax ID	Paid Amount
A Step Beyond			
06/22/2017	340 North Escondido Boulevard Escondido, CA 92025	46-2857532	1,500 00
Total A Step Beyond			1,500 00
Access Youth Academy			
07/14/2016	9370 Waples Street, Suite 101 San Diego, CA 92121	20-5119659	2,500 00
Total Access Youth Academy			2,500 00
Adopt a Family Foundation			
06/22/2017	PO Box 7278 Rancho Santa Fe, CA 92067	46-1125409	250 00
Total Adopt a Family Foundation			250 00
American Heart Association			
05/11/2017	9404 Genesee Ave (Suite 240) La Jolla, CA 92037	13-5613797	2,500 00
Total American Heart Association			2,500 00
Angel Flights West, Inc.			
08/01/2016	3161 Donald Douglas Loop South Santa Monica, CA 90405	95-3956297	3,000 00
Total Angel Flights West, Inc			3,000 00
Angels Foster Family Agency			
06/22/2017	9295 Farnham Street, Suite 200 San Diego, CA 92123	33-0825875	2,500 00
Total Angels Foster Family Agency			2,500 00
ArtReach			
08/23/2016	2210 Columbia Street San Diego, CA 92101	39-2067596	120 00
Total ArtReach			120 00
Autism Society of America-San Diego			
06/22/2017	4699 Murphy Canyon Road San Diego, CA 92123	93-1132987	8,000 00
Total Autism Society of America-San Diego			8,000 00
Autism Tree Project Inc.			
06/22/2017	2845 Nimitz Boulevard, Suite C San Diego, CA 92106	71-0942573	5,000 00
Total Autism Tree Project Inc			5,000 00
Boys & Girls Club of North County			
03/23/2017	445 East Ivy Street Fallbrook, CA 92028	95-2241614	5,000 00
Total Boys & Girls Club of North County			5,000 00
Braille Institute of America, Inc.			
09/28/2016	4555 Executive Drive San Diego, CA 92121	95-1641426	5,000 00
Total Braille Institute of America, Inc			5,000 00

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Date	Name Address	SSN/Tax ID	Paid Amount
Burn Institute			
05/11/2017	8825 Aero Drive (Suite 200) San Diego, CA 92123	23-7260718	2,500 00
Total Burn Institute			2,500 00
California Scottish Rite Foundation			
01/23/2017	1895 Camino del Rio South San Diego, CA 92108	94-6078728	1,000 00
Total California Scottish Rite Foundation			1,000 00
Camp Oliver Inc.			
01/23/2017	P O Box 206 Descanso, CA 91916	33-0478116	3,000 00
Total Camp Oliver Inc			3,000 00
Casa de Amistad, Centro de Ensenanza			
04/13/2017	120 Stevens Avenue Solana Beach, CA 92075	26-0016331	1,000 00
Total Casa de Amistad, Centro de Ensenanza			1,000 00
Classics 4 Kids			
02/14/2017	3740 Fourth Avenue San Diego, CA 92103	33-0706949	3,000 00
Total Classics 4 Kids			3,000 00
Community Campership Council, Inc.			
09/28/2016	7510 Clairemont Mesa Boulevard, Suite 208 San Diego, CA 92111	51-0172663	3,000 00
Total Community Campership Council, Inc			3,000 00
Community Resource Center			
03/23/2017	650 Second Street Encinitas, CA 92024	95-3497926	5,000 00
Total Community Resource Center			5,000 00
Coronado Hospital Foundation			
03/06/2017	250 Prospect Pl Coronado, CA 92118	95-3273985	386 00
Total Coronado Hospital Foundation			386 00
Crohn's & Colitis Foundation of America			
08/22/2016	9404 Genesee Avenue, Suite 135 La Jolla, CA 92037	13-6193105	7,500 00
Total Crohn's & Colitis Foundation of America			7,500 00
Cygnet Theatre Company			
01/23/2017	2410 Congress Street San Diego, CA 92110	57-1146474	3,500 00
02/13/2017	2410 Congress Street San Diego, CA 92110	57-1146474	0 00
02/13/2017	2410 Congress Street San Diego, CA 92110	57-1146474	150 00
Total Cygnet Theatre Company			3,650 00
Downtown San Diego Partnership			
03/23/2017	401 B Street, Suite 100 San Diego, CA 92101	33-0961464	5,000 00

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Date	Name Address	SSN/Tax ID	Paid Amount
Total Downtown San Diego Partnership			5,000 00
Elder Help of San Diego			
09/28/2016	3860 Calle Fortunada #101 San Diego, CA 92123	95-2880426	5,000 00
Total Elder Help of San Diego			5,000 00
Francis Parker School			
10/05/2016	6501 Linda Vista Road San Diego, CA 92111	95-1696720	0 00
10/14/2016	6501 Linda Vista Road San Diego, CA 92111	95-1696720	1,912 00
Total Francis Parker School			1,912 00
Fresh Start Surgical Gifts			
01/23/2017	2011 Palomar Airport Rd , Ste 206 Carlsbad, CA 92011	33-0460177	5,000 00
Total Fresh Start Surgical Gifts			5,000 00
Friends of Rollo			
06/22/2017	2580 Ingraham Street San Diego, CA 92109	45-5624805	3,500 00
Total Friends of Rollo			3,500 00
GHS Educational Foundation			
02/24/2017	1100 Murray Drive El Cajon, CA 92020	33-0721310	150 00
Total GHS Educational Foundation			150 00
Girls on the Run San Diego			
08/22/2016	P O Box 230544 Encinitas, CA 92023	20-3588183	5,000 00
Total Girls on the Run San Diego			5,000.00
Griffin& Wong Institute for Education& Tr			
02/14/2017	9455 Farnham St, Suite 100 San Diego, CA 92123	33-0591445	2,500 00
Total Griffin& Wong Institute for Education& Tr			2,500 00
Grossmont Hospital Foundation			
07/28/2016	P O Box 158 La Mesa, CA 91944	33-0124488	530 00
09/01/2016	P O Box 158 La Mesa, CA 91944	33-0124488	0 00
09/07/2016	P O Box 158 La Mesa, CA 91944	33-0124488	5,000 00
10/20/2016	P O Box 158 La Mesa, CA 91944	33-0124488	2,500 00
06/07/2017	P O Box 158 La Mesa, CA 91944	33-0124488	1,060 00
Total Grossmont Hospital Foundation			9,090 00
Home of Guiding Hands			
09/29/2016	1825 Gillespie Way #200 El Cajon, CA 92020	95-6058273	0 00
09/29/2016	1825 Gillespie Way #200 El Cajon, CA 92020	95-6058273	5,000 00
Total Home of Guiding Hands			5,000 00

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Date	Name Address	SSN/Tax ID	Paid Amount
Honoring Our Troops			
02/24/2017	932 C Street, Suite G San Diego, CA 92101	90-0394562	2,500 00
Total Honoring Our Troops			2,500 00
Interfaith Shelter Network of San Diego			
04/13/2017	3530 Camino del Rio North, Suite 301 San Diego, CA 92108	95-2630300	5,000 00
Total Interfaith Shelter Network of San Diego			5,000 00
Jacobs Cushman San Diego Food Bank			
09/28/2016	9850 Distribution Avenue San Diego, CA 92121	20-4374795	2,500 00
02/22/2017	9850 Distribution Avenue San Diego, CA 92121	20-4374795	2,500 00
Total Jacobs Cushman San Diego Food Bank			5,000 00
Jewish Community Foundation			
03/23/2017	4950 Murphy Canyon Road San Diego, CA 92123	95-2504044	1,800 00
06/27/2017	4950 Murphy Canyon Road San Diego, CA 92123	95-2504044	665,000 00
Total Jewish Community Foundation			666,800 00
Just In Time For Foster Youth			
03/23/2017	PO Box 812392 San Diego, CA 92138	20-5448416	5,000 00
Total Just In Time For Foster Youth			5,000 00
Juvenile Diabetes Research Foundation			
07/14/2016	5665 Oberlin Drive, Suite 106 San Diego, CA 92121	23-1907729	2,500 00
06/22/2017	5665 Oberlin Drive, Suite 106 San Diego, CA 92121	23-1907729	3,000 00
Total Juvenile Diabetes Research Foundation			5,500.00
La Mesa Park & Recreation Foundation			
05/12/2017	4975 Memorial Drive La Mesa, CA 91942	33-0856480	1,000 00
05/12/2017	4975 Memorial Drive La Mesa, CA 91942	33-0856480	360 00
Total La Mesa Park & Recreation Foundation			1,360 00
Mama's Kitchen, Inc.			
08/22/2016	3960 Home Avenue San Diego, CA 92105	33-0434246	5,000 00
Total Mama's Kitchen, Inc			5,000 00
Meals-On-Wheels Greater San Diego, Inc.			
07/14/2016	2254 San Diego Avenue, Suite 200 San Diego, CA 92110	95-2660509	5,000 00
Total Meals-On-Wheels Greater San Diego, Inc			5,000 00
National Multiple Sclerosis Society			
03/23/2017	Pacific South Coast Chapter 12121 Scripps Summit Drive, Suite 190 San Diego, CA 92131	95-2633200	3,500 00
Total National Multiple Sclerosis Society			3,500 00

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Date	Name Address	SSN/Tax ID	Paid Amount
National University			
03/13/2017	11355 North Torrey Pines Road La Jolla, CA 92017	23-7172306	30,000 00
Total National University			30,000 00
Noah Homes Inc.			
01/23/2017	12526 Campo Rd Spring Valley, CA 91978	95-3821566	5,000 00
Total Noah Homes Inc			5,000 00
North County Lifeline, Inc			
05/11/2017	3142 Vista Way (Suite 400) Oceanside, CA 92056	95-2794253	5,000 00
Total North County Lifeline, Inc			5,000 00
Outdoor Outreach			
05/11/2017	5275 Market Street (Suite 21) San Diego, CA 92114	33-0860449	5,000 00
Total Outdoor Outreach			5,000 00
RCHA - Poway			
04/05/2017	13425 Cricket Hill Poway, CA 92064	33-0170626	0 00
04/10/2017	13425 Cricket Hill Poway, CA 92064	33-0170626	1,350 00
Total RCHA - Poway			1,350 00
Ronald McDonald House Charities			
09/28/2016	2929 Children's Way San Diego, CA 92123	95-3251490	2,500 00
Total Ronald McDonald House Charities			2,500 00
Rotary Club San Diego Foundation Inc			
05/11/2017	2247 San Diego Avenue (Suite 233) San Diego, CA 92110	47-1766606	5,000 00
Total Rotary Club San Diego Foundation Inc			5,000 00
San Diego Blood Bank			
08/22/2016	3636 Gateway Center Avenue, Suite 100 San Diego, CA 92102	95-1696732	10,000 00
Total San Diego Blood Bank			10,000 00
San Diego Bowl Game Association			
07/14/2016	9449 Friars Road, Suite L55 San Diego, CA 92108	95-3198732	1,000 00
Total San Diego Bowl Game Association			1,000 00
San Diego Children's Choir			
04/13/2017	123 Camino de la Reina Suite 202 South San Diego, CA 92108	33-0488298	1,000 00
Total San Diego Children's Choir			1,000.00
San Diego County Crime Stoppers, Inc.			
05/11/2017	1260 Morena Blvd (Suite 200) San Diego, CA 92110	33-0072115	5,000 00

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Date	Name Address	SSN/Tax ID	Paid Amount
Total San Diego County Crime Stoppers, Inc			5,000 00
San Diego Family Care			
09/28/2016	6973 Linda Vista Road San Diego, CA 92111	95-2700856	10,000 00
01/23/2017	6973 Linda Vista Road San Diego, CA 92111	95-2700856	9,124 00
Total San Diego Family Care			19,124 00
San Diego History Center			
08/01/2016	1649 El Prado, Suite #3 San Diego, CA 92101	95-1728991	1,500 00
09/28/2016	1649 El Prado, Suite #3 San Diego, CA 92101	95-1728991	20,000 00
04/13/2017	1649 El Prado, Suite #3 San Diego, CA 92101	95-1728991	2,000 00
06/10/2017	1649 El Prado, Suite #3 San Diego, CA 92101	95-1728991	1,250 00
Total San Diego History Center			24,750 00
San Diego Hunger Coalition			
08/23/2016	4305 University Avenue, Suite 545 San Diego, CA 92105	30-0507718	5,000 00
Total San Diego Hunger Coalition			5,000 00
San Diego Oasis			
05/11/2017	5500 Grossmont Center Drive (#269) San Diego, CA 91915	30-0403895	0 00
06/07/2017	5500 Grossmont Center Drive (#269) San Diego, CA 91915	30-0403895	2,500 00
Total San Diego Oasis			2,500 00
San Diego Police Foundation			
09/28/2016	100 Park Blvd San Diego, CA 92101	33-0785173	1,000 00
Total San Diego Police Foundation			1,000.00
San Diego Police Officers Association			
08/04/2016	8388 Vickers Street San Diego, CA 92111	33-0127369	1,000 00
Total San Diego Police Officers Association			1,000 00
San Diego Regional Economic Development			
06/22/2017	530 B Street, Suite 700 San Diego, CA 92101	33-0992658	2,000 00
Total San Diego Regional Economic Development			2,000 00
Seacrest Foundation			
09/29/2016	211 Saxony Road Encinitas, CA 92024	30-0119295	2,200 00
03/23/2017	211 Saxony Road Encinitas, CA 92024	30-0119295	25,000 00
Total Seacrest Foundation			27,200 00
Seany Foundation			
01/23/2017	3530 Camino del Rio N Ste 101 San Diego, CA 92108	20-5970939	2,500 00
Total Seany Foundation			2,500 00

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Date	Name Address	SSN/Tax ID	Paid Amount
Sharp Healthcare Foundation			
08/04/2016	8695 Spectrum Center Blvd San Diego, CA 92123	95-3492461	1,830 00
03/28/2017	8695 Spectrum Center Blvd San Diego, CA 92123	95-3492461	1,830 00
03/28/2017	8695 Spectrum Center Blvd San Diego, CA 92123	95-3492461	780 00
Total Sharp Healthcare Foundation			4,440 00
Special Delivery San Diego			
08/22/2016	4021 Goldfinch Street San Diego, CA 92103	33-0475238	7,500 00
06/22/2017	4021 Goldfinch Street San Diego, CA 92103	33-0475238	7,500 00
Total Special Delivery San Diego			15,000 00
Special Olympics Southern California			
02/24/2017	10977 San Diego Mission Road San Diego, CA 92108	95-4538450	2,500 00
Total Special Olympics Southern California			2,500 00
Support the Enlisted Project, Inc.			
09/28/2016	9951 Businesspark Avenue, Suite A San Diego, CA 92131	20-3051279	10,000 00
Total Support the Enlisted Project, Inc			10,000 00
Tennis Lovers for Charity			
02/14/2017	c/o San Diego District Tennis Assocation 2221 Morley Field Dr San Diego, CA 92104	26-1917088	5,000 00
Total Tennis Lovers for Charity			5,000 00
The New Children's Museum			
03/23/2017	200 West Island Avenue San Diego, CA 92101-6850	95-3619583	4,000 00
Total The New Children's Museum			4,000.00
Therapy Center, Inc.			
02/24/2017	5540 Lake Park Way La Mesa, CA 91942	33-0248878	5,000 00
Total Therapy Center, Inc			5,000 00
Truman Center for National Policy			
05/11/2017	1250 I St , NW (Suite 500) Washington, DC 2005	52-1080919	1,000 00
Total Truman Center for National Policy			1,000 00
United Way			
11/21/2016	4699 Murphy Canyon Road San Diego, CA 92123	95-2213995	250 00
Total United Way			250 00
VIP NeuroRehabilitation Center			
08/01/2016	7340 Trade Street, Suite F San Diego, CA 92121	45-3623205	0 00
08/04/2016	7340 Trade Street, Suite F San Diego, CA 92121	45-3623205	1,830 60
01/23/2017	7340 Trade Street, Suite F San Diego, CA 92121	45-3623205	10,000 00

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Date	Name Address	SSN/Tax ID	Paid Amount
Total VIP NeuroRehabilitation Center			11,830 60
Vista Hill Foundation			
02/24/2017	8910 Clairemont Mesa Blvd San Diego, CA 92123	95-1944230	5,000 00
Total Vista Hill Foundation			5,000 00
Voice of San Diego			
09/29/2016	110 West A St Suite 650 San Diego, CA 92101	20-1585919	1,000 00
Total Voice of San Diego			1,000 00
Words Alive			
05/11/2017	5111 Santa Fe Street (Suite 219) San Diego, CA 92109	33-0857381	2,500 00
Total Words Alive			2,500 00
Wounded Warrior Homes Inc.			
07/14/2016	1145 Linda Vista Drive, #104 San Marcos, CA 92078	27-1537405	5,000 00
Total Wounded Warrior Homes Inc			5,000 00
TOTAL			**1,040,662.60**