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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 10-01-2016 , and ending 09-30-2017

Name of foundation
McBETH FOUNDATION

A Employer identification number
33-0399736

Number and street (or P O box number if mail is not delivered to street address) 23101 LAKE CENTER DR | Room/suite

B Telephone number (see instructions)
(949) 951-8088

City or town, state or province, country, and ZIP or foreign postal code
LAKE FOREST, CA 92630

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)*▶$ 31,401,875

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)				
	2	Check ▶ ☑ if the foundation is **not** required to attach Sch B				
	3	Interest on savings and temporary cash investments	85,163	85,163	85,163	
	4	Dividends and interest from securities	553,301	553,301	553,301	
	5a	Gross rents				
	b	Net rental income or (loss)				
	6a	Net gain or (loss) from sale of assets not on line 10	508,386			
	b	Gross sales price for all assets on line 6a 7,956,864				
	7	Capital gain net income (from Part IV, line 2)		508,386		
	8	Net short-term capital gain			20,716	
	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)	-159,850	-159,850		
	12	**Total.** Add lines 1 through 11	987,000	987,000	659,180	
Operating and Administrative Expenses	13	Compensation of officers, directors, trustees, etc	200,000	70,000		130,000
	14	Other employee salaries and wages				
	15	Pension plans, employee benefits				
	16a	Legal fees (attach schedule)				
	b	Accounting fees (attach schedule)	1,800			1,800
	c	Other professional fees (attach schedule)	280,913	260,913		20,000
	17	Interest	38	38		
	18	Taxes (attach schedule) (see instructions)	6,314	6,314		
	19	Depreciation (attach schedule) and depletion				
	20	Occupancy				
	21	Travel, conferences, and meetings	2,519			2,519
	22	Printing and publications				
	23	Other expenses (attach schedule)	17,571	17,471		100
	24	**Total operating and administrative expenses.** Add lines 13 through 23	509,155	354,736		154,419
	25	Contributions, gifts, grants paid	1,490,000			1,490,000
	26	**Total expenses and disbursements.** Add lines 24 and 25	1,999,155	354,736		1,644,419
	27	Subtract line 26 from line 12				
	a	**Excess of revenue over expenses and disbursements**	-1,012,155			
	b	**Net investment income** (if negative, enter -0-)		632,264		
	c	**Adjusted net income**(if negative, enter -0-)			659,180	

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

			Beginning of year	End of year	
			(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1	Cash—non-interest-bearing			
	2	Savings and temporary cash investments	120,001	48,850	48,850
	3	Accounts receivable ▶ ______ Less allowance for doubtful accounts ▶ ______			
	4	Pledges receivable ▶ ______ Less allowance for doubtful accounts ▶ ______			
	5	Grants receivable			
	6	Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see instructions)			
	7	Other notes and loans receivable (attach schedule) ▶ ______ Less allowance for doubtful accounts ▶ ______			
	8	Inventories for sale or use			
	9	Prepaid expenses and deferred charges	10,359	18,979	18,979
	10a	Investments—U S and state government obligations (attach schedule)			
	b	Investments—corporate stock (attach schedule)	19,075,398	18,185,835	28,591,820
	c	Investments—corporate bonds (attach schedule)	1,282,984	1,282,984	1,311,032
	11	Investments—land, buildings, and equipment basis ▶ ______ Less accumulated depreciation (attach schedule) ▶ ______			
	12	Investments—mortgage loans			
	13	Investments—other (attach schedule)	1,603,810	1,543,748	1,431,194
	14	Land, buildings, and equipment basis ▶ ______ Less accumulated depreciation (attach schedule) ▶ ______			
	15	Other assets (describe ▶ ______)		1	
	16	**Total assets** (to be completed by all filers—see the instructions Also, see page 1, item I)	22,092,552	21,080,397	31,401,875
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	22,092,552	21,080,397	
	25	Temporarily restricted			
	26	Permanently restricted			
		Foundations that do not follow SFAS 117, check here ▶ ☐ and complete lines 27 through 31.			
	27	Capital stock, trust principal, or current funds			
	28	Paid-in or capital surplus, or land, bldg , and equipment fund			
	29	Retained earnings, accumulated income, endowment, or other funds			
	30	**Total net assets or fund balances** (see instructions)	22,092,552	21,080,397	
	31	**Total liabilities and net assets/fund balances** (see instructions)	22,092,552	21,080,397	

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	22,092,552
2	Enter amount from Part I, line 27a	2	-1,012,155
3	Other increases not included in line 2 (itemize) ▶ ______	3	
4	Add lines 1, 2, and 3	4	21,080,397
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	21,080,397

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

	(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	(l) Gains (Col (h) gain minus col (k), but not less than -0-) **or** Losses (from col (h))
a	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	508,386
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	20,716

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	1,528,067	27,644,120	0 05528
2014	1,609,484	30,118,533	0 05344
2013	1,551,444	30,034,044	0 05166
2012	1,445,295	27,974,067	0 05167
2011	1,411,433	26,977,176	0 05232

2 Total of line 1, column (d)	2	0 264356
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 052871
4 Enter the net value of noncharitable-use assets for 2016 from Part X, line 5	4	29,826,552
5 Multiply line 4 by line 3	5	1,576,960
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	6,323
7 Add lines 5 and 6	7	1,583,283
8 Enter qualifying distributions from Part XII, line 4	8	1,644,419

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	6,323
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	6,323
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	6,323
6	Credits/Payments		
a	2016 estimated tax payments and 2015 overpayment credited to 2016 — 6a — 25,358		
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	25,358
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	19,035
11	Enter the amount of line 10 to be **Credited to 2017 estimated tax** ▶ 19,035 **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)? *If the answer is "Yes" to **1a** or **1b**, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities*	1b		No
c	Did the foundation file **Form 1120-POL** for this year?	1c		No
d	Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year **(1)** On the foundation ▶ $ ________ **(2)** On foundation managers ▶ $ ________			
e	Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers ▶ $ ________			
2	Has the foundation engaged in any activities that have not previously been reported to the IRS? *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		No
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)

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

Website address ▶MCBETHFOUNDATION COM

14 The books are in care of ▶Martin L DeKarver Telephone no ▶(949) 551-3172

Located at ▶23101 Lake Center Dr 170 Lake Forest CA ZIP+4 ▶92630

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

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

			Yes	No
	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	(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
See Additional Data Table				

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	(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 ▶

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
Stifel 520 Newport Center Dr Ste 1500 Newport Beach, CA 92660	FINANCIAL	280,913

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	30,101,966
b	Average of monthly cash balances.	1b	178,797
c	Fair market value of all other assets (see instructions).	1c	0
d	**Total** (add lines 1a, b, and c).	1d	30,280,763
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	30,280,763
4	Cash deemed held for charitable activities Enter 1 1/2% of line 3 (for greater amount, see instructions).	4	454,211
5	**Net value of noncharitable-use assets.** Subtract line 4 from line 3 Enter here and on Part V, line 4	5	29,826,552
6	**Minimum investment return.** Enter 5% of line 5.	6	1,491,328

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	1,491,328
2a	Tax on investment income for 2016 from Part VI, line 5.	2a	6,323		
b	Income tax for 2016 (This does not include the tax from Part VI).	2b			
c	Add lines 2a and 2b.			2c	6,323
3	Distributable amount before adjustments Subtract line 2c from line 1.			3	1,485,005
4	Recoveries of amounts treated as qualifying distributions.			4	
5	Add lines 3 and 4.			5	1,485,005
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	1,485,005

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	1,644,419
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	1,644,419
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income Enter 1% of Part I, line 27b (see instructions).	5	6,323
6	**Adjusted qualifying distributions.** Subtract line 5 from line 4.	6	1,638,096

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					1,485,005
2 Undistributed income, if any, as of the end of 2016					
a Enter amount for 2015 only.					
b Total for prior years 20___ , 20___ , 20___					
3 Excess distributions carryover, if any, to 2016					
a From 2011.	75,762				
b From 2012.	58,414				
c From 2013.	79,568				
d From 2014.	130,965				
e From 2015.	162,285				
f **Total** of lines 3a through e.		506,994			
4 Qualifying distributions for 2016 from Part XII, line 4 ▶ $ 1,644,419					
a Applied to 2015, but not more than line 2a					
b Applied to undistributed income of prior years (Election required—see instructions).					
c Treated as distributions out of corpus (Election required—see instructions).		0			
d Applied to 2016 distributable amount.					1,485,005
e Remaining amount distributed out of corpus		159,414			
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		666,408			
b Prior years' undistributed income Subtract line 4b from line 2b					
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed.					
d Subtract line 6c from line 6b Taxable amount —see instructions					
e Undistributed income for 2015 Subtract line 4a from line 2a Taxable amount—see instructions					
f Undistributed income for 2016 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2017					0
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (Election may be required - see instructions)					
8 Excess distributions carryover from 2011 not applied on line 5 or line 7 (see instructions) . . .		75,762			
9 **Excess distributions carryover to 2017.** Subtract lines 7 and 8 from line 6a		590,646			
10 Analysis of line 9					
a Excess from 2012. . . .	58,414				
b Excess from 2013. . . .	79,568				
c Excess from 2014. . . .	130,965				
d Excess from 2015. . . .	162,285				
e Excess from 2016. . . .	159,414				

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))

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

Amy Holmes
520 Newport Center Drive 1500
Newport Beach, CA 92660
(949) 252-5661

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

Applications should be submitted in the format shown on the Foundation's website and should include a description of the entity including it's history and it's charitable purpose, the purpose for the request, relationship of the request to the entity's total budget, affiliated entities, contact information, copy of IRS ruling letter

c Any submission deadlines

May 31st

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

Awards are generally restricted to the purposes defined on the Foundation's website and to geographical areas where the Foundation has a presence - primarily Southern California

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 Additional Data Table				
Total . . . . ▶ **3a**				1,490,000
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			14	85,163	
4 Dividends and interest from securities. . . .			14	553,301	
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					508,386
9 Net income or (loss) from special events					
10 Gross profit or (loss) from sales of inventory					
11 Other revenue **a** See Additional Data Table					
b					
c					
d					
e					
12 Subtotal Add columns (b), (d), and (e). .				478,614	508,386

13 Total. Add line 12, columns (b), (d), and (e). **13** 987,000

(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)
8	Income provided from investments and the gains from the sale of investments is used for the purpose of making grants to qualified charitable organizations The funds received from the sale of the investments was used to provide the grants shown on this return or to reinvest in other similar investments

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

******	2018-08-10	******	May the IRS discuss this return with the preparer shown below (see instr)? ☑ **Yes** ☐ **No**
Signature of officer or trustee	Date	Title	

Paid Preparer Use Only

Print/Type preparer's name	Preparer's Signature	Date	Check if self-employed ▶ ☐	PTIN
Travis L Agle				P01298524
Firm's name ▶ DeKarver & Agle				Firm's EIN ▶
Firm's address ▶ 23101 Lake Center Dr Ste 170 Lake Forest, CA 92630				Phone no (949) 951-8088

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

(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)
2000 GILEAD SCIENCES	P	2016-11-13	2017-02-07
180 VOYA REAL ESTATE	P	2016-04-04	2017-02-07
1000 CVS HEALTH	P	2016-11-15	2017-05-18
2000 DANAHER CORP	P	2017-02-07	2017-05-18
19127 HARTFORD SM CAP	P	2017-02-07	2017-05-18
10302 HARTFORD SCHRODERS SM CAP	P	2017-02-07	2017-05-18
1000 COSTCO	P	2016-08-23	2017-08-01
2000 DOW CHEMICAL	P	2017-02-07	2017-08-01
2000 ELI LILLY	P	2016-08-23	2017-08-01
2000 MOLSON COORS	P	2016-11-15	2017-08-01

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

(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)
145,897		152,760	-6,863
3,490		3,797	-307
76,668		74,879	1,789
164,352		165,640	-1,288
248,078		250,947	-2,869
274,652		270,943	3,709
159,376		167,760	-8,384
129,257		119,640	9,617
165,089		159,639	5,450
178,456		197,807	-19,351

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			(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	
			-6,863
			-307
			1,789
			-1,288
			-2,869
			3,709
			-8,384
			9,617
			5,450
			-19,351

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

(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)
5000 STARBUCKS	P	2016-08-23	2017-08-01
2000 TARGET	P	2016-08-23	2017-08-01
4350 VANGUARD ST ETF	P	2016-08-24	2017-08-01
APPLE CALL	P	2016-04-13	2016-10-11
2000 KRAFT HEINZ	P	2015-08-11	2016-11-15
2000 TOYOTA	P	2015-08-11	2016-11-15
12500 VANGUARD ST ETF	P	2015-05-13	2016-11-15
5000 APPLE	P	2010-02-08	2017-02-07
17118 HARTFORD INT'L CAP	P	2015-12-30	2017-02-07
24857 HARTFORD LT/ST	P	2015-12-14	2017-02-07

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

(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)
272,271		280,900	-8,629
113,291		142,560	-29,269
349,274		352,171	-2,897
90,298		10,290	80,008
162,581		157,300	5,281
224,848		257,987	-33,139
995,486		1,000,609	-5,123
659,422		141,023	518,399
250,947		256,610	-5,663
270,943		253,651	17,292

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			(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	
			-8,629
			-29,269
			-2,897
			80,008
			5,281
			-33,139
			-5,123
			518,399
			-5,663
			17,292

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

(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)
1000 MONSANTO	P	2015-02-03	2017-02-07
9000 VANGUARD ST ETF	P	2015-05-12	2017-02-07
14542 VOYA REAL ESTATE	P	2014-10-02	2017-02-07
1500 CVS HEALTH	P	2014-02-11	2017-05-18
2000 UNION PACIFIC	P	2015-05-12	2017-05-18
3024 EXXON MOBIL	P	2015-03-10	2017-08-01
1508 MOLSON COORS	P	2015-03-16	2017-08-01
6035 SCHLUMBERGER	P	2010-01-01	2017-08-01
2000 STIFEL	P	2015-02-03	2017-08-01
8642 VANGUARD ST ETF	P	2016-03-21	2017-08-01

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

(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)
107,988		119,950	-11,962
717,108		719,961	-2,853
282,549		290,436	-7,887
115,003		103,014	11,989
214,576		212,080	2,496
242,966		195,629	47,337
134,571		116,820	17,751
413,381		488,207	-74,826
101,433		97,940	3,493
692,613		687,528	5,085

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			(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	
			-11,962
			-2,853
			-7,887
			11,989
			2,496
			47,337
			17,751
			-74,826
			3,493
			5,085

Form 990PF Part VIII Line 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
Martin L DeKarver 23101 Lake Center Dr 170 Lake Forest, CA 92630	Trustee 5 00	80,000		
Norm Timmons 3017 Rockdale Lane San Diego, CA 91977	Board Member 2 00	40,000		
Skye Woods P O Box 1161 Cedar Glen, CA 92321	Board Member 2 00	40,000		
Tim Metcalf 520 Newport Center Dr Ste 150 Newport Beach, CA 92660	Board Member 4 00	0		
Amy Holmes 520 Newport Center Dr Ste 150 Newport Beach, CA 92660	Board Member 3 00	40,000		

Form 990PF Part XV Line 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*				
UNIVERSITY OF CAL - DAVIS ONE SHIELDS AVE DAVIS, CA 95616	NONE	PUBLIC	RESEARCH EQUINE HEALTH	86,500
ZOOLOLOGICAL SOCIETY SD P O BOX 120551 SAN DIEGO, CA 92112	NONE	PUBLIC	ANIMAL CARE AND CONSERVATION	65,000
SOUTH COAST SYMPHONY 13642 WINTHROPE STREET SANTA ANA, CA 92705	NONE	PUBLIC	FAMILY CONCERT PLAN, MARKETING, YOUNG STARS CONCERT	60,000
LAGUNA ART MUSEUM 307 CLIFF DRIVE LAGUNA BEACH, CA 92651	NONE	PUBLIC	ART EDUCATION & PROGRAMS	50,000
LAGUNA COLLEGE OF ART 2222 LAGUNA CANYON RD LAGUNA BEACH, CA 92651	NONE	PUBLIC	VISUAL COMMUNICATIONS STUDIOS	50,000
Total . . . . ▶ **3a**				1,490,000

Form 990PF Part XV Line 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*				
PACIFIC MARINE MAMMAL CENTER 20612 LAGUNA CANYON ROAD LAGUNA BEACH, CA 92651	NONE	PUBLIC	FOOD, MEDICATION, EMERGENCY CARE	80,000
BLIND CHILDRENS LEARNING CTR 18542-B VANDERLIP AVE SANTA ANA, CA 92705	NONE	PUBLIC	EARLY INTERVENTION PROGRAM	55,000
SANTA ANA ZOO 1801 E CHESTNUT AVE SANTA ANA, CA 92701	NONE	PUBLIC	REMOVE AND REPLACE WATER FEATURE	70,000
UNITED CEREBRAL PALSY OF SAN DIEGO 8525 GIBBS DR 100 SAN DIEGO, CA 92123	NONE	PUBLIC	MOBIL TOY AND SOFTWARE LIBRARY, PROJECT COLLEGE	100,000
NEW VISTA SCHOOL 23092 MILL CREEK RD LAGUNA HILLS, CA 92630	NONE	PUBLIC	COMPUTER TRAINING FOR AUTISTIC STUDENTS	70,000
Total . . . . ▶ **3a**				1,490,000

Form 990PF Part XV Line 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*				
GOLDEN WEST COLLEGE FOUNDATION 15744 GOLDEN WEST STREET HUNTINGTON BEACH, CA 92647	NONE	PUBLIC	NURSING EDUCATION EQUIPMENT	50,000
PROJECT AWARE 30151 TOMAS STREET RCHO STA MARGARITA, CA 92688	NONE	PUBLIC	DIVE AGAINST DEBRIS PROGRAM & TRAINING	35,000
SPIRIT LEAGUE 39198 AVENIDA LA CRESTA MURRIETA, CA 92562	NONE	PUBLIC	SPORTS FOR LEARNING IMPAIRED	50,000
CASA TERESA P O BOX 429 ORANGE, CA 92856	NONE	PUBLIC	EMERGENCY MATERNITY SHELTER AND RESOURCE CENTER	50,000
GROSSMONT HOSPITAL FOUNDATION P O BOX 158 LA MESA, CA 91944	NONE	PUBLIC	EQUIPMENT FOR CLINICAL LAB	60,000
Total . . . . ▶ **3a**				1,490,000

Form 990PF Part XV Line 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*				
GUIDE DOGS OF THE DESERT P O BOX 1692 PALM SPRINGS, CA 92263	NONE	PUBLIC	DOG TRAINING FOR BLIND & DISABLED AND DOG FOOD	55,000
HELPING HAND WORLDWIDE 31121 HOLLY DRIVE LAGUNA BEACH, CA 92651	NONE	PUBLIC	FOOD FOR NEEDY, SALARIES AND TRUCK MAINTENANCE & INSURANCE	60,000
ORANGE COUNTY SCHOOL OF THE ARTS 1010 N MAIN STREET SANTA ANA, CA 92701	NONE	PUBLIC	PERFORMING ARTS SCHOOL	30,000
LAGUNA BEACH SENIOR CENTER 380 THIRD STREET LAGUNA BEACH, CA 92651	NONE	PUBLIC	SENIOR PROGRAMS AND CARE	50,000
ICEC 16269 LAGUNA CANYON RD IRVINE, CA 92618	NONE	PUBLIC	EARLY CHILDHOOD DISABILITY INTERVENTION	25,000
Total . . . . ▶ **3a**				1,490,000

Form 990PF Part XV Line 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*				
FAMILY ASSISTANCE MINISTRIES 1030 CALLE NEGOCIA SAN CLEMENTE, CA 92673	NONE	PUBLIC	HOMELESS PREVENTION	50,000
BOYS GIRLS CLUB 250 N GOLDEN CIRCLE 104 SANTA ANA, CA 92705	NONE	PUBLIC	UNDERPRIVILEDGED YOUTH PROGRAMS	50,000
CTR FOR AUTISM NEURODEVELOPMENTAL D 2500 RED HILL AVE 100 SANTA ANA, CA 92705	PUBLIC	PUBLIC	CARE & EDUC FOR AUTISM	35,000
GOLD COUNTRY DOG PARK ASSN 18031 PENN VALLEY DR PENN VALLEY, CA 95946	NONE	PUBLIC	DOG PARK IMPROVEMENTS	1,000
DISCOVERY CUBE 2500 MAIN STREET SANTA ANA, CA 92705	NONE	PUBLIC	EDUCATIONAL OUTREACH PROGRAM	50,000
Total . . . . ▶ **3a**				1,490,000

Form 990PF Part XV Line 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*				
SAN CLEMENTE VILLAGE PO BOX 5761 SAN CLEMENTE, CA 92674	NONE	PUBLIC	FOOD, SHELTER FOR NEEDY	50,000
HARVEST PACK PO BOX 17315 MINNEAPOLIS, MN 55417	NONE	PUBLIC	FOOD FOR THE NEEDY	3,000
SOUTH COUNTY CROSS CULTURAL CENTER PO BOX 520 LAGUNA BEACH, CA 92652	NONE	PUBLIC	SUPPORT FOR ESL STUDENTS	10,000
SIGMA CHI KAPPA IOTA 48 N COLLEGE WAY CEDAR CITY, UT 84721		PC	CANCER CENTER SUPPORT	2,000
DUST DEVIL RANCH SANCTUARY FOR HORS 3305 S 6500 W CEDAR CITY, UT 84720		PC	HORSE RESCUE	10,000
Total . . . . ▶ **3a**				1,490,000

Form 990PF Part XV Line 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*				
THE PORTABLE PLAYHOUSE 425 MAIN ST FOREST CITY, PA 18421		PC	WOMEN'S RETREAT	2,500
UNIVERSITY OF CAL - DAVIS ONE SHIELDS AVE DAVIS, CA 95616		PC	ANIMAL WELFARE TRAINING	35,000
FILIPINO ADVOCATES FOR JUSTICE 310 8TH ST 309 OAKLAND, CA 94607		PC	YOUTH MENTORING	15,000
CAL STATE FULLERTON PHILANTHROPIC F 2660 E NUTWOOD AVE 850 FULLERTON, CA 92831		PC	STUDENT CONFERENCE	25,000
Total . . . . ▶ **3a**				1,490,000

Form 990PF Part XVI-A Line 11 - Other revenue:

Enter gross amounts unless otherwise indicated	Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income (See the instructions)
11 Other revenue	**(a)** Business code	**(b)** Amount	**(c)** Exclusion code	**(d)** Amount	
a AG EDWARDS PRIVATE EQTY			14		
b CAMPELL STRATEGIC ALLOC			14	-182,698	
c GLOBAL MACRO TRUST - K-1			14	22,848	
d KKR & CO LP K-1			14		
e OTHER TRUST INCOME			14		
f VANGUARD			14		

TY 2016 Accounting Fees Schedule

Name: McBETH FOUNDATION

EIN: 33-0399736

Software ID: 16000303

Software Version: 2016v3.0

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
	1,800	0	0	1,800

TY 2016 Contractor Compensation Explanation

Name: McBETH FOUNDATION

EIN: 33-0399736

Software ID: 16000303

Software Version: 2016v3.0

Contractor	Explanation
	Audit of financial statements
Stifel	Portfolio Management

TY 2016 Other Expenses Schedule

Name: McBETH FOUNDATION

EIN: 33-0399736

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
ADR Fees	2,087	2,087		
Bank Charges	100			100
Foreign tax withholding	15,384	15,384		

TY 2016 Other Income Schedule

Name: McBETH FOUNDATION

EIN: 33-0399736

Software ID: 16000303

Software Version: 2016v3.0

Other Income Schedule

Description	Revenue And Expenses Per Books	Net Investment Income	Adjusted Net Income
CAMPELL STRATEGIC ALLOC	-182,698	-182,698	
GLOBAL MACRO TRUST - K-1	22,848	22,848	

TY 2016 Other Professional Fees Schedule

Name: McBETH FOUNDATION

EIN: 33-0399736

Software ID: 16000303

Software Version: 2016v3.0

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
Advisory Fees	280,913	260,913	0	20,000

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TY 2016 Taxes Schedule

Name: McBETH FOUNDATION

EIN: 33-0399736

Software ID: 16000303

Software Version: 2016v3.0

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
Excise Taxes	6,314	6,314		