

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.
Go to www.irs.gov/Form990PF for instructions and the latest information.

For calendar year 2017 or tax year beginning , 2017, and ending , 20

Name of foundation
STRAUSS FOUNDATION T/D

Number and street (or P O box number if mail is not delivered to street address) Room/suite
6325 S RAINBOW BLVD STE 300

City or town, state or province, country, and ZIP or foreign postal code
LAS VEGAS, NV 89118

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

H Check type of organization: ☒ Section 501(c)(3) exempt private foundation **04**
☐ Section 4947(a)(1) nonexempt charitable trust ☐ Other taxable private foundation

I Fair market value of all assets at end of year (from Part II, col (c), line 16) ▶ \$ **39,820,073.**

J Accounting method: ☒ Cash ☐ Accrual
☐ Other (specify) _____

(Part I, column (d) must be on cash basis)

A Employer identification number
23-6219939

B Telephone number (see instructions)
800-352-3705

C If exemption application is pending, check here ☐

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

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

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

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)
1	Contributions, gifts, grants, etc., received (attach schedule)				
2	Check <input checked="" type="checkbox"/> if the foundation is not required to attach Sch. B.				
3	Interest on savings and temporary cash investments		577.		STMT 1
4	Dividends and interest from securities	856,812.	844,705.		STMT 2
5a	Gross rents				
b	Net rental income or (loss)				
6a	Net gain or (loss) from sale of assets not on line 10	1,160,821.			
b	Gross sales price for all assets on line 6a	5,215,717.			
7	Capital gain net income (from Part IV, line 2)		1,160,821.		
8	Net short-term capital gain				
9	Income modifications				
10a	Gross sales less returns and allowances				
b	Less Cost of goods sold				
c	Gross profit or (loss) (attach schedule)				
11	Other income (attach schedule)	12,000.			STMT 6
12	Total. Add lines 1 through 11	2,030,210.	2,006,103.		
13	Compensation of officers, directors, trustees, etc.	232,858.	151,489.		81,370.
14	Other employee salaries and wages		NONE	NONE	
15	Pension plans, employee benefits		NONE	NONE	
16a	Legal fees (attach schedule)	30,000.	NONE	NONE	30,000.
b	Accounting fees (attach schedule)	1,000.	NONE	NONE	1,000.
c	Other professional fees (attach schedule)				
17	Interest				
18	Taxes (attach schedule) (see instructions)	27,849.	17,159.		
19	Depreciation (attach schedule) and depletion				
20	Occupancy				
21	Travel, conferences, and meetings		NONE	NONE	
22	Printing and publications		NONE	NONE	
23	Other expenses (attach schedule)				
24	Total operating and administrative expenses. Add lines 13 through 23.	291,707.	168,648.	NONE	112,370.
25	Contributions, gifts, grants paid	1,813,695.			1,813,695.
26	Total expenses and disbursements. Add lines 24 and 25.	2,105,402.	168,648.	NONE	1,926,065.
27	Subtract line 26 from line 12				
a	Excess of revenue over expenses and disbursements	-75,192.			
b	Net investment income (if negative, enter -0-)		1,837,455.		
c	Adjusted net income (if negative, enter -0-)				

ENVELOPE
POSTMARK DATE
MAY 08 2018

03
04

Revenue
Operating and Administrative Expenses
SCANNED JUL 12 2018

RECEIVED
MAY 16 2018
CODEN, UT

2949114603518 8

929 11/6/19

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	(c) Fair Market Value	
Assets	1	Cash - non-interest-bearing	3,544.	6,666.	6,666.
	2	Savings and temporary cash investments	993,209.	1,844,148.	1,844,148.
	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 ▶	NONE		
	8	Inventories for sale or use			
	9	Prepaid expenses and deferred charges			
	10a	Investments - U.S. and state government obligations (attach schedule)	2,999,130.	3,226,534.	3,190,470.
	b	Investments - corporate stock (attach schedule)	18,758,883.	17,935,317.	27,224,742.
	c	Investments - corporate bonds (attach schedule)	7,290,765.	7,007,461.	6,994,049.
	Liabilities	11	Investments - land, buildings, and equipment basis		
		Less: accumulated depreciation (attach schedule) ▶			
12		Investments - mortgage loans			
13		Investments - other (attach schedule)	617,001.	568,595.	559,998.
14		Land, buildings, and equipment basis			
		Less: accumulated depreciation (attach schedule) ▶			
15		Other assets (describe ▶)			
16		Total assets (to be completed by all filers - see the instructions. Also, see page 1, item I)	30,662,532.	30,588,721.	39,820,073.
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)		NONE		
Net Assets or Fund Balances	Foundations that follow SFAS 117, check here <input type="checkbox"/> and complete lines 24 through 26, and lines 30 and 31				
	24	Unrestricted			
	25	Temporarily restricted			
	26	Permanently restricted			
	Foundations that do not follow SFAS 117, check here ▶ <input checked="" type="checkbox"/> and complete lines 27 through 31.				
	27	Capital stock, trust principal, or current funds	30,662,532.	30,588,721.	
	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)	30,662,532.	30,588,721.	
	31	Total liabilities and net assets/fund balances (see instructions)	30,662,532.	30,588,721.	

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	30,662,532.
2	Enter amount from Part I, line 27a	2	-75,192.
3	Other increases not included in line 2 (itemize) ▶ SEE STATEMENT 17	3	60,382.
4	Add lines 1, 2, and 3	4	30,647,722.
5	Decreases not included in line 2 (itemize) ▶ SEE STATEMENT 18	5	59,001.
6	Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	30,588,721.

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Part IV Capital Gains and Losses for Tax on Investment Income

(a) List and describe the kind(s) of property sold (for example, 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)
1 a PUBLICLY TRADED SECURITIES					
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 5,215,717.		4,054,896.	1,160,821.		
b					
c					
d					
e					
Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(i) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))		
(i) FMV as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any			
a			1,160,821.		
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	1,160,821.	
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		

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 doesn't qualify under section 4940(e). Do not complete this part.

(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))
2016	1,923,143.	35,665,427.	0.053922
2015	2,164,774.	37,676,324.	0.057457
2014	2,277,293.	39,734,391.	0.057313
2013	2,131,501.	37,830,892.	0.056343
2012	1,879,824.	37,001,310.	0.050804
2 Total of line 1, column (d)			2 0.275839
3 Average distribution ratio for the 5-year base period - divide the total on line 2 by 5 0, or by the number of years the foundation has been in existence if less than 5 years			3 0.055168
4 Enter the net value of noncharitable-use assets for 2017 from Part X, line 5			4 37,845,223.
5 Multiply line 4 by line 3.			5 2,087,845.
6 Enter 1% of net investment income (1% of Part I, line 27b).			6 18,375.
7 Add lines 5 and 6.			7 2,106,220.
8 Enter qualifying distributions from Part XII, line 4 If line 8 is equal to or greater than line 7, check the box in Part VI, line 1b, and complete that part using a 1% tax rate. See the Part VI instructions			8 1,926,065.

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

1a	Exempt operating foundations described in section 4940(d)(2), check here <input type="checkbox"/> and enter "N/A" on line 1 Date of ruling or determination letter _____ (attach copy of letter if necessary - see instructions)		
b	Domestic foundations that meet the section 4940(e) requirements in Part V, check here <input type="checkbox"/> and enter 1% of Part I, line 27b	1	36,749.
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	NONE
3	Add lines 1 and 2	3	36,749.
4	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only, others, enter -0-)	4	NONE
5	Tax based on investment income. Subtract line 4 from line 3. If zero or less, enter -0-	5	36,749.
6	Credits/Payments		
a	2017 estimated tax payments and 2016 overpayment credited to 2017	6a	10,508.
b	Exempt foreign organizations - tax withheld at source	6b	NONE
c	Tax paid with application for extension of time to file (Form 8868)	6c	NONE
d	Backup withholding erroneously withheld	6d	
7	Total credits and payments. Add lines 6a through 6d	7	10,508.
8	Enter any penalty for underpayment of estimated tax. Check here <input checked="" type="checkbox"/> if Form 2220 is attached	8	
9	Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed	9	26,241.
10	Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10	
11	Enter the amount of line 10 to be Credited to 2018 estimated tax <input type="checkbox"/> NONE <input type="checkbox"/> Refunded <input type="checkbox"/> PA <input type="checkbox"/>	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?		X
b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes? See the instructions for the definition If the answer is "Yes" to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities		X
c Did the foundation file Form 1120-POL for this year?		X
d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year (1) On the foundation <input type="checkbox"/> \$ _____ (2) On foundation managers <input type="checkbox"/> \$ _____		
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers. <input type="checkbox"/> \$ _____		
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.		X
3 Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? If "Yes," attach a conformed copy of the changes		X
4a Did the foundation have unrelated business gross income of \$1,000 or more during the year?		X
b If "Yes," has it filed a tax return on Form 990-T for this year?		
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? If "Yes," attach the statement required by <i>General Instruction T</i>		X
6 Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	X	
7 Did the foundation have at least \$5,000 in assets at any time during the year? If "Yes," complete Part II, col (c), and Part XV	X	
8a Enter the states to which the foundation reports or with which it is registered. See instructions <input type="checkbox"/> PA		
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 <i>General Instruction G</i> ? If "No," attach explanation	X	
9 Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2017 or the tax year beginning in 2017? See the instructions for Part XIV. If "Yes," complete Part XIV		X
10 Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses		X

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Part VII-A Statements Regarding Activities (continued)

	Yes	No
11 At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule See instructions		X
12 Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement See instructions		X
13 Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address <u>N/A</u>	X	
14 The books are in care of <u>SEE STATEMENT 19</u> Telephone no <u></u> Located at <u></u> ZIP+4 <u></u>		
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 2017, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country? See the instructions for exceptions and filing requirements for FinCEN Form 114 If "Yes," enter the name of the foreign country <u></u>		X

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

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

	Yes	No
1a During the year, did the foundation (either directly or indirectly)		
(1) Engage in the sale or exchange, or leasing of property with a disqualified person?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person?	<input checked="" type="checkbox"/> Yes	<input type="checkbox"/> No
(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person?	<input checked="" type="checkbox"/> Yes	<input type="checkbox"/> No
(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
(6) Agree to pay money or property to a government official? (Exception. Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days)	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
b If any answer is "Yes" to 1a(1)-(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance? See instructions		X
Organizations relying on a current notice regarding disaster assistance, check here <u></u>		
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 2017?		X
2 Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5))		
a At the end of tax year 2017, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2017?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
If "Yes," list the years <u></u>		
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)		X
c If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here <u></u>		
3a Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
b If "Yes," did it have excess business holdings in 2017 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 2017)		
4a Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?		X
b Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2017?		X

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

5a	During the year, did the foundation pay or incur any amount to		Yes	No
(1)	Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))?	<input type="checkbox"/>	Yes	<input checked="" type="checkbox"/> No
(2)	Influence the outcome of any specific public election (see section 4955), or to carry on, directly or indirectly, any voter registration drive?	<input type="checkbox"/>	Yes	<input checked="" type="checkbox"/> No
(3)	Provide a grant to an individual for travel, study, or other similar purposes?	<input type="checkbox"/>	Yes	<input checked="" type="checkbox"/> No
(4)	Provide a grant to an organization other than a charitable, etc., organization described in section 4945(d)(4)(A)? See instructions	<input type="checkbox"/>	Yes	<input checked="" type="checkbox"/> 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?	<input type="checkbox"/>	Yes	<input checked="" type="checkbox"/> 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	
	Organizations relying on a current notice regarding disaster assistance, check here	<input type="checkbox"/>		
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?	<input type="checkbox"/>	Yes	<input type="checkbox"/> 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?	<input type="checkbox"/>	Yes	<input checked="" type="checkbox"/> No
b	Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract?		6b	X
	If "Yes" to 6b, file Form 8870			
7a	At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction?	<input type="checkbox"/>	Yes	<input checked="" type="checkbox"/> No
b	If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction?		7b	

Part VIII Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors**1 List all officers, directors, trustees, foundation managers and their compensation. 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 STATEMENT 20		232,858.		

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		NONE	NONE	NONE

Total number of other employees paid over \$50,000 **NONE**

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

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes:		
a	Average monthly fair market value of securities	1a	37,655,347.
b	Average of monthly cash balances	1b	766,199.
c	Fair market value of all other assets (see instructions).	1c	NONE
d	Total (add lines 1a, b, and c)	1d	38,421,546.
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	1e	
2	Acquisition indebtedness applicable to line 1 assets	2	NONE
3	Subtract line 2 from line 1d	3	38,421,546.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions).	4	576,323.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	37,845,223.
6	Minimum investment return. Enter 5% of line 5	6	1,892,261.

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	1,892,261.
2a	Tax on investment income for 2017 from Part VI, line 5	2a	36,749.
b	Income tax for 2017. (This does not include the tax from Part VI.)	2b	
c	Add lines 2a and 2b	2c	36,749.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	1,855,512.
4	Recoveries of amounts treated as qualifying distributions	4	NONE
5	Add lines 3 and 4	5	1,855,512.
6	Deduction from distributable amount (see instructions).	6	NONE
7	Distributable amount as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1.	7	1,855,512.

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	1,926,065.
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	NONE
3	Amounts set aside for specific charitable projects that satisfy the:		
a	Suitability test (prior IRS approval required)	3a	NONE
b	Cash distribution test (attach the required schedule)	3b	NONE
4	Qualifying distributions. Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	4	1,926,065.
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	N/A
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	1,926,065.

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 2016	(c) 2016	(d) 2017
1 Distributable amount for 2017 from Part XI, line 7				1,855,512.
2 Undistributed income, if any, as of the end of 2017				
a Enter amount for 2016 only.			246,896.	
b Total for prior years 20____, 20____, 20____		NONE		
3 Excess distributions carryover, if any, to 2017				
a From 2012	NONE			
b From 2013	NONE			
c From 2014	NONE			
d From 2015	NONE			
e From 2016	NONE			
f Total of lines 3a through e	NONE			
4 Qualifying distributions for 2017 from Part XII, line 4 ▶ \$ 1,926,065.				
a Applied to 2016, but not more than line 2a . . .			246,896.	
b Applied to undistributed income of prior years (Election required - see instructions)		NONE		
c Treated as distributions out of corpus (Election required - see instructions)	NONE			
d Applied to 2017 distributable amount				1,679,169.
e Remaining amount distributed out of corpus. . .	NONE			
5 Excess distributions carryover applied to 2017 (If an amount appears in column (d), the same amount must be shown in column (a))	NONE			NONE
6 Enter the net total of each column as indicated below:				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5	NONE			
b Prior years' undistributed income Subtract line 4b from line 2b.		NONE		
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		NONE		
d Subtract line 6c from line 6b Taxable amount - see instructions		NONE		
e Undistributed income for 2016 Subtract line 4a from line 2a Taxable amount - see instructions				
f Undistributed income for 2017. Subtract lines 4d and 5 from line 1 This amount must be distributed in 2018.				176,343.
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)	NONE			
8 Excess distributions carryover from 2012 not applied on line 5 or line 7 (see instructions) . . .	NONE			
9 Excess distributions carryover to 2018. Subtract lines 7 and 8 from line 6a	NONE			
10 Analysis of line 9				
a Excess from 2013 . . .	NONE			
b Excess from 2014 . . .	NONE			
c Excess from 2015 . . .	NONE			
d Excess from 2016 . . .	NONE			
e Excess from 2017 . . .	NONE			

NOT APPLICABLE

b Check box to indicate whether the foundation is a private operating foundation described in section

4942(i)(5)

[illegible]

(4) Gross investment income .

N/A

N/A

Part XV Supplementary Information *(continued)***3 Grants and Contributions Paid During the Year or Approved for Future Payment**

Recipient	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
Name and address (home or business)				
a Paid during the year				
See Attached Disbursement Statement 1525W WT HARRIS BLVD Charlotte NC 28288-1114	NONE	PC	CONTRIBUTIONS	1,813,695.
Total			▶ 3a	1,813,695.
b Approved for future payment				
Total			▶ 3b	

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	
		14	577.	
		14	856,812.	
		18	1,160,821.	
		1	12,000.	
			2,030,210.	

13 Total. Add line 12, columns (b), (d), and (e) **13** 2,030,210.
(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)
--------------	--

NOT APPLICABLE

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) (other than section 501(c)(3) organizations) or in section 527, relating to political organizations? | | |
| a | Transfers from the reporting foundation to a noncharitable exempt organization of: | | |
| | (1) Cash | 1a(1) | X |
| | (2) Other assets | 1a(2) | X |
| b | Other transactions: | | |
| | (1) Sales of assets to a noncharitable exempt organization | 1b(1) | X |
| | (2) Purchases of assets from a noncharitable exempt organization | 1b(2) | X |
| | (3) Rental of facilities, equipment, or other assets | 1b(3) | X |
| | (4) Reimbursement arrangements | 1b(4) | X |
| | (5) Loans or loan guarantees | 1b(5) | X |
| | (6) Performance of services or membership or fundraising solicitations | 1b(6) | X |
| c | Sharing of facilities, equipment, mailing lists, other assets, or paid employees | 1c | X |
| d | If the answer to any of the above is "Yes," complete the following schedule. Column (b) should always show the fair market value of the goods, other assets, or services given by the reporting foundation. If the foundation received less than fair market value in any transaction or sharing arrangement, show in column (d) the value of the goods, other assets, or services received. | | |

[illegible]

- 2a** Is the foundation directly or indirectly affiliated with, or related to, one or more tax-exempt organizations described in section 501(c) (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

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.

**Sign
Here**

Wells Fargo Bank, N.A.

| 05/02/2018

► Trustee

Signature of officer or trustee

Date _____

Title

May the IRS discuss this return with the preparer shown below?
See instructions ☐ Yes ☐ No

**Paid
Preparer
Use Only**

Print/Type preparer's name

Preparer's signature

Date	
------	--

Check <input type="checkbox"/> if self-employed	PTIN
---	------

Firm's name

Firm's EIN ▶

Firm's address ►

Phone no

FORM 990PF, PART I - INTEREST ON TEMPORARY CASH INVESTMENTS
=====

DESCRIPTION -----	REVENUE AND EXPENSES PER BOOKS -----	NET INVESTMENT INCOME -----
SECURED MARKET DEPOSIT ACCOUNT	577.	577.
	-----	-----
TOTAL	577.	577.
	=====	=====

FORM 990PF, PART I - DIVIDENDS AND INTEREST FROM SECURITIES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
-----	-----	-----
AFLAC INC	3.625%	3,081.
ABERDEEN EMERG MARKETS-INST #5840	11/15/24	23,690.
ADOBE SYSTEMS INC	3.250%	2,275.
INVESCO INTL GROWTH-Y #8516	2/01/25	24,787.
INV BALANCE RISK COMM STR-Y #8611		55.
AMERICAN EXPRESS CRE	2.250%	1,688.
AMGEN INC	2.125%	1,594.
ANHEUSER-BUSCH INBEV	1.375%	1,375.
ANHEUSER-BUSCH INBEV	3.650%	84.
APPLE INC	2.400%	1,800.
BHP BILLITON FIN USA	1.625%	528.
BP CAPITAL MARKETS	1.375%	1,375.
BANK OF AMERICA CORP	4.000%	3,400.
BANK OF NOVA SCOTIA	2.050%	1,538.
BRANCH BANKING & TRU	2.300%	2,300.
BERKSHIRE HATHAWAY	3.000%	1,050.
BLACK HILLS CORP	4.250%	4,250.
BOEING CO	0.950%	713.
CME GROUP INC	3.000%	1,650.
CVS CAREMARK CORP	2.750%	1,381.
CITIBANK CREDIT CARD	1.920%	109.
DIAGEO CAPITAL PLC	1.125%	844.
WALT DISNEY COMPANY/	1.100%	825.
DOW CHEMICAL CO/THE	4.250%	3,188.
DRIEHAUS ACTIVE INCOME FUND		7,399.
ENERGY TRANSFER PART	4.650%	267.
ENTERPRISE PRODUCTS	3.350%	3,350.
AMERICAN EUROPACIFIC GRTH CL F2 #616	3/15/23	19,133.
EXPRESS SCRIPTS HOLD	4.500%	3,375.
FHLMC POOL #G14447	3.000%	825.
FHLMC POOL #J26469	3.500%	2,885.
FED FARM CR BK	4.875%	4,388.
FJZ542 5892 05/02/2018	11/17/17	
	11:41:04	

FORM 990PF, PART I - DIVIDENDS AND INTEREST FROM SECURITIES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
FED NATL MTG ASSN	1.500%	11/30/20
FED NATL MTG ASSN	1.750%	6/20/19
FED HOME LN MTG CORP	2.500%	4/15/38
FED HOME LN MTG CORP	3.000%	8/15/44
FED HOME LN MTG CORP	2.375%	1/13/22
FED HOME LN MTG CORP	0.875%	3/07/18
FID ADV EMER MKTS INC- CL I #607		
FISERV INC	3.500%	10/01/22
FORD CREDIT FLOORPLA	1.490%	9/15/17
GE CAPITAL CREDIT CA	2.220%	1/18/22
VR GS MORTGAGE SECUR	3.871%	7/10/46
GENERAL ELEC CAP COR	3.100%	1/09/23
GOLDMAN SACHS GROUP	5.250%	7/27/21
GOVT NATL MTG ASSN	3.000%	7/20/40
HCP INC	4.200%	3/01/24
HARBOR INTERNATIONAL FD INST #2011		
HARBOR CAPITAL APRCTION-INST #2012		
INTEL CORP	1.350%	12/15/17
ISHARES CORE S & P 500 ETF		
ISHARES RUSSELL MID-CAP GROWTH		
ISHARES RUSSELL MID-CAP ETF		
JPMORGAN CHASE & CO	3.200%	1/25/23
JACKSON TN ENERGY AU	2.350%	4/01/20
JOHNSON & JOHNSON	2.050%	3/01/23
JPMORGAN HIGH YIELD-I #3580		
KEYCORP	2.900%	9/15/20
KRAFT FOODS GROUP IN	2.250%	6/05/17
LAZARD EMERGING MKTS PTFI #638		
LINCOLN NATIONAL COR	3.350%	3/09/25
LOCKHEED MARTIN CORP	3.550%	1/15/26
MARSH & MCLENNAN COS	2.750%	1/30/22
MAXIM INTEGRATED PRO	3.375%	3/15/23
MERGER FUND-INST #301		
FJZ542 5892 05/02/2018		11:41:04

FORM 990PF, PART I - DIVIDENDS AND INTEREST FROM SECURITIES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
MOSAIC CO	3,188.	3,188.
ASG MANAGED FUTURES STRAT-Y #2608	118.	118.
NORTH CAROLINA ST ES 3.808% 7/01/23	4,570.	4,570.
NORTHEAST UTILITIES 1.450% 5/01/18	725.	725.
ORACLE CORP 1.200% 10/15/17	2,600.	2,600.
PIMCO HIGH YIELD FD-INST #108	34,561.	34,561.
PIMCO FOREIGN BD FD USD H-INST #103	7,620.	7,620.
PIMCO EMERG MKTS BD-INST #137	53,817.	41,710.
PNC BANK NA 2.150% 4/29/21	2,150.	2,150.
PUB SVC ELEC & GAS 2.375% 5/15/23	1,425.	1,425.
T ROWE PRICE EQUITY INCOME #71	679.	679.
T ROWE PRICE EQUITY INC-I #426	4,198.	4,198.
SPDR DOW JONES REIT ETF	58,130.	58,130.
SANTANDER HOLDINGS 3.450% 8/27/18	1,533.	1,533.
STATOIL ASA 1.150% 5/15/18	805.	805.
TEVA PHARMA FIN IV 2.250% 3/18/20	1,355.	1,355.
THOMSON REUTERS CORP 3.950% 9/30/21	2,963.	2,963.
TORONTO-DOMINION BAN 2.500% 12/14/20	1,875.	1,875.
TOUCHSTONE SMALLCAP FUND INSTITUTIO	25,813.	25,813.
E-TRACS ALERIAN MLP INFRASTRUCTURE	26,372.	26,372.
UNDER ARMOUR INC 3.250% 6/15/26	520.	520.
UNITED PARCEL SERVIC 2.350% 5/16/22	522.	522.
US BANCORP 2.375% 7/22/26	1,900.	1,900.
US TREASURY NOTE 1.250% 11/30/18	2,189.	2,189.
US TREASURY NOTE 2.000% 2/28/21	5,000.	5,000.
US TREASURY NOTE 1.625% 12/31/19	2,803.	2,803.
US TREASURY NOTE 1.375% 3/31/20	5,500.	5,500.
US TREASURY NOTE 2.000% 8/15/25	3,576.	3,576.
US TREASURY NOTE 2.250% 11/15/25	3,713.	3,713.
US TREASURY NOTE 1.625% 2/15/26	2,956.	2,956.
US TREASURY NOTE 3.625% 2/15/21	3,988.	3,988.
US TREASURY NOTE 0.625% 5/31/17	94.	94.
US TREASURY NOTE 1.000% 9/30/19	1,260.	1,260.

FORM 990PF, PART I - DIVIDENDS AND INTEREST FROM SECURITIES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
-----	-----	-----
US TREASURY NOTE 1.375% 1/31/20	2,608.	2,608.
US TREASURY NOTE 2.250% 2/15/27	1,751.	1,751.
US TREASURY NOTE 1.875% 2/28/22	656.	656.
US TREASURY NOTE 2.500% 5/15/24	1,750.	1,750.
US TREASURY INFLATION INDEX NOTE	1,880.	1,880.
US TREASURY NOTE 2.375% 5/15/27	1,518.	1,518.
UNITED TECHNOLOGIES 1.800% 6/01/17	675.	675.
UNITEDHEALTH GROUP 1.625% 3/15/19	1,056.	1,056.
VERIZON COMMUNICATIO 5.150% 9/15/23	2,575.	2,575.
VIRTUS CEREDEX M/C VAL EQ-I #5412	85,123.	85,123.
VOYA INTL RL EST FD CL-I #2664	39,806.	39,806.
WF LARGE CAP GROWTH-I #4137	462.	462.
WESTPAC BANKING CORP 2.850% 5/13/26	2,138.	2,138.
BLACKROCK INSTL FUNDS T-FUND #60	5,011.	5,011.
	-----	-----
TOTAL	856,812.	844,705.
	=====	=====

FORM 990PF, PART I - OTHER INCOME
=====

DESCRIPTION -----	REVENUE AND EXPENSES PER BOOKS -----
RETURNED GRANT	12,000.
TOTALS	----- 12,000. =====

FORM 990PF, PART I - LEGAL FEES
=====

DESCRIPTION -----	REVENUE AND EXPENSES PER BOOKS -----	NET INVESTMENT INCOME -----	ADJUSTED NET INCOME -----	CHARITABLE PURPOSES -----
NON-ALLOCABLE LEGAL FEES	30,000.			30,000.
TOTALS	30,000.	NONE	NONE	30,000.
	=====	=====	=====	=====

FORM 990PF, PART I - ACCOUNTING FEES
=====

DESCRIPTION -----	REVENUE AND EXPENSES PER BOOKS -----	NET INVESTMENT INCOME -----	ADJUSTED NET INCOME -----	CHARITABLE PURPOSES -----
TAX PREPARATION FEE (NON-ALLOC	1,000.			1,000.
TOTALS	1,000.	NONE	NONE	1,000.
	=====	=====	=====	=====

FORM 990PF, PART I - TAXES
=====

DESCRIPTION -----	REVENUE AND EXPENSES PER BOOKS -----	NET INVESTMENT INCOME -----
FEDERAL TAX PAYMENT - PRIOR YE	182.	
FEDERAL ESTIMATES - PRINCIPAL	10,508.	
FOREIGN TAXES ON QUALIFIED FOR	15,729.	15,729.
FOREIGN TAXES ON NONQUALIFIED	1,430.	1,430.
	-----	-----
TOTALS	27,849.	17,159.
	=====	=====

FORM 990PF, PART I - OTHER EXPENSES
=====

DESCRIPTION

FEES

REVENUE
AND
EXPENSES
PER BOOKS

TOTALS

STRAUSS FOUNDATION T/D

23-6219939

FORM 990PF, PART II - U.S. AND STATE OBLIGATIONS
 =====

DESCRIPTION -----	BEGINNING BOOK VALUE -----	ENDING BOOK VALUE -----	ENDING FMV ---
3128MDEU3 FHLMC POOL #G14447	34,920.	23,037.	22,260.
31307FFJ5 FHLMC POOL #J26469	89,638.	82,069.	81,286.
31331XLG5 FED FARM CR BK	206,868.		
3137EADB2 FED HOME LN MTG CORP	105,289.	105,289.	100,899.
3137EADP1 FED HOME LN MTG CORP	125,315.		
46873TAL7 JACKSON TN ENERGY AU	70,000.	70,000.	69,985.
912828A34 US TREASURY NOTE	148,307.	39,548.	39,805.
912828PX2 US TREASURY NOTE	128,558.	128,558.	115,354.
912828TR1 US TREASURY NOTE	142,076.	142,076.	142,864.
912828UL2 US TREASURY NOTE	224,313.	224,313.	222,617.
3135G0ZE6 FED NATL MTG ASSN	69,610.		
912828B90 US TREASURY NOTE	255,699.	255,699.	249,853.
912828WJ5 US TREASURY NOTE	69,841.	69,841.	70,790.
912828WU0 US TREASURY INFLATIO	82,604.	84,376.	87,264.
3135G0F73 FED NATL MTG ASSN	39,944.	39,944.	39,412.
65819WAH6 NORTH CAROLINA ST ES	120,000.	120,000.	124,764.
912828G95 US TREASURY NOTE	152,244.	202,539.	198,954.
912828J84 US TREASURY NOTE	400,915.	400,915.	395,312.
912828K74 US TREASURY NOTE	147,574.	196,430.	194,976.
912828M56 US TREASURY NOTE	164,961.	164,961.	163,550.
912828SY7 US TREASURY NOTE	29,981.		
912828P46 US TREASURY NOTE	190,473.	237,639.	236,095.
9128282K5 US TREASURY NOTE		220,095.	218,341.
912828V98 US TREASURY NOTE		207,140.	207,245.
912828W55 US TREASURY NOTE		70,129.	69,243.
912828X88 US TREASURY NOTE		141,936.	139,601.
TOTALS	2,999,130.	3,226,534.	3,190,470.

STRAUSS FOUNDATION T/D

23-6219939

FORM 990PF, PART II - CORPORATE STOCK
=====

DESCRIPTION -----	BEGINNING BOOK VALUE -----	ENDING BOOK VALUE -----	ENDING FMV -----
003021714 ABERDEEN EMERG MARKE	1,034,000.	1,094,000.	1,503,872.
00882532 INVESCO INTL GROWTH-	855,000.	855,000.	1,192,733.
411511306 HARBOR INTERNATIONAL F	1,741,317.	1,288,107.	1,587,968.
411511504 HARBOR CAPITAL APRCT	1,414,473.	1,768,744.	3,458,510.
464287481 ISHARES RUSSELL MID-	738,759.	738,759.	1,609,700.
464287499 ISHARES RUSSELL MID-	253,146.	453,306.	763,213.
52106N889 LAZARD EMERGING MKTS	713,343.	713,343.	1,338,438.
76628R615 RIDGEWORTH CEREDX M/	547,169.		
779547108 T ROWE PRICE EQUITY	156,875.		
78464A607 SPDR DOW JONES REIT	764,326.	764,326.	1,904,905.
94975P512 WF LARGE CAP GROWTH-	450,042.	450,042.	899,853.
902641646 E-TRACS ALERIAN MLP	782,394.		
464287200 ISHARES CORE S & P 5	4,828,527.	4,275,069.	5,694,781.
589509207 MERGER FUND-INST #30	762,000.	514,807.	516,735.
92914A810 VOYA INTL RL EST FD	369,832.	369,832.	537,980.
04314H758 ARTISAN SMALL CAP FU	489,680.	489,680.	1,092,268.
00888Y508 INV BALANCE RISK COM	332,000.	332,000.	387,615.
29875E100 AMERICAN EUROPACIFIC	1,520,000.	1,229,620.	1,467,375.
63872T729 ASG MANAGED FUTURES	180,000.	180,000.	179,316.
89155H256 TOUCHSTONE SMALLCAP	826,000.	826,000.	850,825.
47803M168 JOHN HANCOCK II-ABSL	300,000.	300,000.	298,166.
74925K581 BOSTON P LNG/SHRT RE	573,082.	573,082.	596,346.
779547405 T ROWE PRICE EQUITY	172,431.	172,431.	221,427.
92837F458 VIRTUS CEREDX M/C V	547,169.	547,169.	1,122,716.
TOTALS	18,758,883.	17,935,317.	27,224,742.

STRAUSS FOUNDATION T/D

23-6219939

FORM 990PF, PART II - CORPORATE BONDS
=====

DESCRIPTION -----	BEGINNING BOOK VALUE -----	ENDING BOOK VALUE -----	ENDING FMV ---
315920702 FID ADV EMER MKTS IN	500,000.	500,000.	524,738.
693390841 PIMCO HIGH YIELD FD-	714,874.	705,072.	676,207.
693390882 PIMCO FOREIGN BD FD	572,512.	384,774.	405,052.
693391559 PIMCO EMERG MKTS BD-	1,126,000.	1,126,000.	1,054,301.
03523TEN7 ANHEUSER-BUSCH INBEV	101,061.		
055451AP3 BHP BILLITON FIN USA	66,635.		
05565QCE6 BP CAPITAL MARKETS	99,045.	99,045.	99,847.
07330NAD7 BRANCH BANKING & TRU	101,018.	101,018.	100,185.
084664BT7 BERKSHIRE HATHAWAY	33,844.	33,844.	35,807.
092113AH2 BLACK HILLS CORP	99,600.	99,600.	104,659.
097023BE4 BOEING CO	74,174.	74,174.	74,795.
126650BZ2 CVS CAREMARK CORP	46,306.	46,312.	49,254.
25243YAT6 DIAGEO CAPITAL PLC	74,817.	74,817.	74,828.
25468PCV6 WALT DISNEY COMPANY/	75,586.		
337738AM0 FISERV INC	55,893.	55,893.	56,609.
36962G6S8 GENERAL ELEC CAP COR	104,541.	104,541.	111,724.
38141GGQ1 GOLDMAN SACHS GROUP	113,149.	113,149.	108,379.
458140AL4 INTEL CORP	100,541.		
46625HJH4 JPMORGAN CHASE & CO	48,994.	48,994.	51,000.
50076QAY2 KRAFT FOODS GROUP IN	57,215.		
61945CAC7 MOSAIC CO	74,435.	74,435.	77,664.
664397AJ5 NORTHEAST UTILITIES	49,967.	49,967.	49,921.
68389XAN5 ORACLE CORP	98,600.		
74456QBC9 PUB SVC ELEC & GAS	59,809.	59,809.	58,982.
85771PAJ1 STATOIL ASA	69,866.	69,866.	69,831.
88166HAD9 TEVA PHARMA FIN IV	55,547.	25,249.	24,176.
913017BU2 UNITED TECHNOLOGIES	77,345.		
91324PCB6 UNITEDHEALTH GROUP	65,068.	65,068.	64,648.
92343VBR4 VERIZON COMMUNICATIO	51,989.	51,989.	55,632.

STRAUSS FOUNDATION T/D

23-6219939

FORM 990PF, PART II - CORPORATE BONDS
=====

DESCRIPTION -----	BEGINNING BOOK VALUE -----	ENDING BOOK VALUE -----	ENDING FMV ---
001055AM4 AFLAC INC	84,914.	84,914.	88,910.
29273RAN9 ENERGY TRANSFER PART	31,853.		
29379VAZ6 ENTERPRISE PRODUCTS	98,561.	98,561.	101,971.
40414LAK5 HCP INC	34,971.	34,971.	36,617.
57772KAB7 MAXIM INTEGRATED PRO	77,296.	77,296.	80,746.
00724FAC5 ADOBE SYSTEMS INC	71,167.	71,167.	71,889.
031162BW9 AMGEN INC	73,466.	73,466.	74,601.
037833AK6 APPLE INC	73,292.	73,292.	74,228.
06051GFF1 BANK OF AMERICA CORP	90,979.	90,979.	89,856.
064159CU8 BANK OF NOVA SCOTIA	75,776.	75,776.	75,075.
12572QAG0 CME GROUP INC	56,225.	56,225.	55,626.
260543CC5 DOW CHEMICAL CO/THE	80,038.	80,038.	78,328.
534187BE8 LINCOLN NATIONAL COR	59,904.	59,904.	60,525.
80282KAC0 SANTANDER HOLDINGS	52,229.		
0258M0EB1 AMERICAN EXPRESS CRE	76,060.	76,060.	74,408.
26202855 DRIEHAUS ACTIVE INCO	180,000.	280,000.	278,498.
30219GAM0 EXPRESS SCRIPTS HOLD	78,353.	78,353.	79,591.
478160BT0 JOHNSON & JOHNSON	29,920.	29,920.	29,428.
4812C0803 JPMORGAN HIGH YIELD-	643,000.	643,000.	671,075.
49326EEF6 KEYCORP	72,269.	72,269.	70,655.
69353REW4 PNC BANK NA	101,789.	101,789.	99,111.
884903BK0 THOMSON REUTERS CORP	79,319.	79,319.	77,631.
89114QBC1 TORONTO-DOMINION BAN	76,524.	76,524.	75,240.
904311AA5 UNDER ARMOUR INC	70,041.		
91159HHN3 US BANCORP	79,414.	79,414.	75,322.
961214CX9 WESTPAC BANKING CORP	74,974.	74,974.	73,198.
035242AP1 ANHEUSER-BUSCH INBEV	77,450.	77,450.	77,399.
06406RAA5 BANK OF NY MELLON CO	50,150.	50,150.	50,115.
25468PCW4 WALT DISNEY COMPANY/	69,446.	69,446.	69,534.

STRAUSS FOUNDATION T/D

23-6219939

FORM 990PF, PART II - CORPORATE BONDS
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DESCRIPTION -----	BEGINNING BOOK VALUE -----	ENDING BOOK VALUE -----	ENDING FMV ---
458140AM2 INTEL CORP		50,475.	50,556.
539830BH1 LOCKHEED MARTIN CORP		73,047.	72,687.
571748BB7 MARSH & MCLENNAN COS		55,805.	55,111.
58013MEY6 MCDONALD'S CORP		78,908.	78,179.
844741BD9 SOUTHWEST AIRLINES		69,919.	69,924.
911312BC9 UNITED PARCEL SERVIC		50,434.	49,776.
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TOTALS	7,290,765.	7,007,461.	6,994,049.
	=====	=====	=====

STRAUSS FOUNDATION T/D

23-6219939

FORM 990PF, PART II - OTHER INVESTMENTS
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DESCRIPTION	COST/ FMV C OR F	BEGINNING BOOK VALUE	ENDING BOOK VALUE	ENDING FMV
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3137A0UL7 FED HOME LN MTG CORP	C	67,362.	47,113.	46,609.
34528QBY9 FORD CREDIT FLOORPLA	C	121,411.		
36159JCV1 GE CAPITAL CREDIT CA	C	124,523.	124,523.	120,155.
36198EAD7 VR GS MORTGAGE SECUR	C	153,219.	153,219.	152,366.
38378CFN2 GOVT NATL MTG ASSN	C	76,627.	58,594.	58,811.
3137BHNM5 FED HOME LN MTG CORP	C	73,859.	64,846.	62,806.
17305EGB5 CITIBANK CREDIT CARD	C		120,300.	119,251.
		-----	-----	-----
TOTALS		617,001.	568,595.	559,998.
		=====	=====	=====

FORM 990PF, PART III - OTHER INCREASES IN NET WORTH OR FUND BALANCES

DESCRIPTION

AMOUNT

MUTUAL FUND TAX EFFECTIVE DATE BEFORE TYE
ACCD INTEREST POSTED PRIOR YR EFF CURR YR
ROUNDING

58,684.
1,696.
2.

TOTAL

60,382.

FORM 990PF, PART III - OTHER DECREASES IN NET WORTH OR FUND BALANCES

DESCRIPTION	AMOUNT
-----	-----
MUTUAL FUND POSTING DATE AFTER TYE	45,920.
ACCD INTEREST POSTED CURR YR EFF NEXT YR	1,356.
ROC ADJUSTMENT	11,725.

TOTAL	59,001.
	=====

FORM 990PF, PART VII-A, LINE 14 - BOOKS ARE IN THE CARE OF
=====

NAME: WELLS FARGO BANK NA

ADDRESS: 100 N MAIN ST FL6 D4001-065
WINSTON SALEM, NC 27101-4047

TELEPHONE NUMBER: (800)352-3705

FORM 990PF, PART VIII - LIST OF OFFICERS, DIRECTORS, AND TRUSTEES

OFFICER NAME:

WELLS FARGO BANK NA

ADDRESS:

1525 WEST WT HARRIS BLVD
CHARLOTTE, NC 28288

TITLE:

Co-Trustee

COMPENSATION 232,858.

COMPENSATION EXPLANATION:

See Attached Footnotes

OFFICER NAME:

Sandra Krause

ADDRESS:

10520 Wilshire Blvd PH2
Los Angeles, CA 90024

TITLE:

Co-Trustee

AVERAGE HOURS PER WEEK DEVOTED TO POSITION: 4

OFFICER NAME:

Scott Isdaner

ADDRESS:

1063 Hillsboro Mile
Hillsboro Beach, FL 33062

TITLE:

CoTrustee

AVERAGE HOURS PER WEEK DEVOTED TO POSITION: 4

OFFICER NAME:

Victoria S Kennedy

ADDRESS:

14203 W Sunset Blvd
Pacific Palisades, CA 90272

TITLE:

Co-Trustee

AVERAGE HOURS PER WEEK DEVOTED TO POSITION: 4

FORM 990PF, PART VIII - LIST OF OFFICERS, DIRECTORS, AND TRUSTEES

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OFFICER NAME:

Henry A Gladstone

ADDRESS:

One Liberty Place, 1650 MKT ST

Philadelphia, PA 19103

TITLE:

Co-Trustee

AVERAGE HOURS PER WEEK DEVOTED TO POSITION: 4

OFFICER NAME:

Kimberly Strauss

ADDRESS:

525 Park Ave

New York, NY 10065

TITLE:

Co-Trustee

AVERAGE HOURS PER WEEK DEVOTED TO POSITION: 4

TOTAL COMPENSATION:

232,858.

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FEDERAL FOOTNOTES

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THE COMPENSATION REPORTED IN COLUMN (C) IS CALCULATED BASED ON PERIODIC MARKET VALUES AND/OR THE APPLICABLE FEE AGREEMENT. IT IS NOT DETERMINED SOLELY ON AN HOURLY BASIS. CORPORATE TRUSTEE SERVICES INCLUDE, BUT ARE NOT LIMITED TO, ADMINISTRATIVE SERVICES SUCH AS FIDUCIARY ACCOUNTING, CUSTODY OF ASSETS, COMPLYING WITH TAX FILING REQUIREMENTS, COMPLYING WITH DISTRIBUTION PROVISIONS, AND COMPLYING WITH FEDERAL AND STATE LAWS APPLICABLE TO PRIVATE FOUNDATIONS, PLUS ASSET MANAGEMENT SERVICES SUCH AS CREATING ASSET ALLOCATION STRATEGIES, INVESTMENT REPORTING AND REALLOCATING AND REBALANCING OF PORTFOLIOS AS NECESSARY.