














For calendar year 2017, or tax year beginning 01-01-2017, and ending 12-31-2017

Name of foundation THE FLETCHER JONES FOUNDATION		A Employer identification number 23-7030155	
Number and street (or P O box number if mail is not delivered to street address) 117 E COLORADO BOULEVARD NO 600		Room/suite	
City or town, state or province, country, and ZIP or foreign postal code PASADENA, CA 91105		B Telephone number (see instructions) (626) 535-9506	
G Check all that apply <div><input type="checkbox"/> Initial return</div> <div><input type="checkbox"/> Initial return of a former public charity</div> <div><input type="checkbox"/> Final return</div> <div><input type="checkbox"/> Amended return</div> <div><input type="checkbox"/> Address change</div> <div><input type="checkbox"/> Name change</div>		D 1. Foreign organizations, check here 2 Foreign organizations meeting the 85% test, check here and attach computation	
H Check type of organization <input checked="" type="checkbox"/> Section 501(c)(3) exempt private foundation <input type="checkbox"/> Section 4947(a)(1) nonexempt charitable trust <input type="checkbox"/> 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) \$ 152,520,947		F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here	
J Accounting method <input type="checkbox"/> Cash <input checked="" type="checkbox"/> Accrual <input type="checkbox"/> Other (specify) (Part I, column (d) must be on cash basis )			

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 <input checked="" type="checkbox"/> if the foundation is <b>not</b> required to attach Sch B				
	3 Interest on savings and temporary cash investments	191,451	191,451		
	4 Dividends and interest from securities	773,843	773,843		
	5a Gross rents				
	b Net rental income or (loss)				
	6a Net gain or (loss) from sale of assets not on line 10	4,252,865			
	b Gross sales price for all assets on line 6a	5,444,788			
	7 Capital gain net income (from Part IV, line 2)		5,956,480		
	8 Net short-term capital gain				
	9 Income modifications				
	10a Gross sales less returns and allowances				
Operating and Administrative Expenses	b Less Cost of goods sold				
	c Gross profit or (loss) (attach schedule)				
	11 Other income (attach schedule)	107,933	1,694,471		
	12 Total. Add lines 1 through 11	5,326,092	8,616,245		
	13 Compensation of officers, directors, trustees, etc	394,789	53,639		341,150
	14 Other employee salaries and wages	28,288	2,829		25,459
	15 Pension plans, employee benefits	23,553	2,355		21,198
	16a Legal fees (attach schedule)	52,267	20,907		20,907
	b Accounting fees (attach schedule)	64,230	38,538		12,846
	c Other professional fees (attach schedule)	1,637,890	1,817,937		0
	17 Interest				
	18 Taxes (attach schedule) (see instructions)	377,715	19,048		0
	19 Depreciation (attach schedule) and depletion	492	0		
	20 Occupancy	43,774	13,132		21,887
	21 Travel, conferences, and meetings	3,745	1,873		1,124
	22 Printing and publications	54	0		54
	23 Other expenses (attach schedule)	94,218	18,711		68,236
	24 Total operating and administrative expenses. Add lines 13 through 23	2,721,015	1,988,969		512,861
	25 Contributions, gifts, grants paid	7,569,802			7,569,802
	26 Total expenses and disbursements. Add lines 24 and 25	10,290,817	1,988,969		8,082,663
	27 Subtract line 26 from line 12				
	a Excess of revenue over expenses and disbursements	-4,964,725			
	b Net investment income (if negative, enter -0-)		6,627,276		
	c Adjusted net income (if negative, enter -0-)				

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 . . . . .	959,693	481,430	481,430
	2 Savings and temporary cash investments . . . . .	1,409,160	1,109,745	1,109,745
	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 . . . . .			
	10a Investments—U S and state government obligations (attach schedule)	8,083,651 	8,178,083	8,178,083
	b Investments—corporate stock (attach schedule) . . . . .	12,294,181 	14,108,739	14,108,739
	c Investments—corporate bonds (attach schedule) . . . . .	10,758,461 	9,856,166	9,856,166
	11 Investments—land, buildings, and equipment basis ▶ _____ Less accumulated depreciation (attach schedule) ▶ _____			
	12 Investments—mortgage loans . . . . .			
	13 Investments—other (attach schedule) . . . . .	105,384,088 	117,785,800	117,785,800
	14 Land, buildings, and equipment basis ▶ _____ 34,478 Less accumulated depreciation (attach schedule) ▶ 33,494	1,476 	984	984
15 Other assets (describe ▶ _____)	 295,744 	 1,000,000 	 1,000,000	
16 <b>Total assets</b> (to be completed by all filers—see the instructions Also, see page 1, item I)	139,186,454	152,520,947	152,520,947	
Liabilities	17 Accounts payable and accrued expenses . . . . .	133,578	79,612	
	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 ▶ _____)	 564,739 	794,000	
	23 <b>Total liabilities</b> (add lines 17 through 22) . . . . .	698,317	873,612	
Net Assets or Fund Balances	<b>Foundations that follow SFAS 117, check here ▶ <input checked="" type="checkbox"/></b> <b>and complete lines 24 through 26 and lines 30 and 31.</b>			
	24 Unrestricted . . . . .	138,488,137	151,647,335	
	25 Temporarily restricted . . . . .			
	26 Permanently restricted . . . . .			
	<b>Foundations that do not follow SFAS 117, check here ▶ <input type="checkbox"/></b> <b>and complete lines 27 through 31.</b>			
	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 <b>Total net assets or fund balances</b> (see instructions) . . . . .	138,488,137	151,647,335	
31 <b>Total liabilities and net assets/fund balances</b> (see instructions) .	139,186,454	152,520,947		

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	138,488,137
2 Enter amount from Part I, line 27a . . . . .	2	-4,964,725
3 Other increases not included in line 2 (itemize) ▶ _____ 	3	18,123,923
4 Add lines 1, 2, and 3 . . . . .	4	151,647,335
5 Decreases not included in line 2 (itemize) ▶ _____	5	0
6 Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30 .	6	151,647,335

**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 )
<b>1a</b> See Additional Data Table			
<b>b</b>			
<b>c</b>			
<b>d</b>			
<b>e</b>			

(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)
<b>a</b> See Additional Data Table			
<b>b</b>			
<b>c</b>			
<b>d</b>			
<b>e</b>			

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	
<b>a</b> See Additional Data Table			
<b>b</b>			
<b>c</b>			
<b>d</b>			
<b>e</b>			

<b>2</b> Capital gain net income or (net capital loss) <span style="float: right;">{ If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7 }</span>	<b>2</b>	5,956,480
<b>3</b> 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 <span style="float: right;">{ }</span>	<b>3</b>	

**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))
2016	5,705,724	133,747,882	0 042660
2015	6,732,861	136,635,543	0 049276
2014	7,241,165	142,251,407	0 050904
2013	7,215,676	144,058,388	0 050089
2012	6,875,285	134,386,660	0 051160
<b>2</b> Total of line 1, column (d)			<b>2</b> 0 244089
<b>3</b> 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			<b>3</b> 0 048818
<b>4</b> Enter the net value of noncharitable-use assets for 2017 from Part X, line 5			<b>4</b> 149,242,146
<b>5</b> Multiply line 4 by line 3			<b>5</b> 7,285,703
<b>6</b> Enter 1% of net investment income (1% of Part I, line 27b)			<b>6</b> 66,273
<b>7</b> Add lines 5 and 6			<b>7</b> 7,351,976
<b>8</b> Enter qualifying distributions from Part XII, line 4			<b>8</b> 8,082,663

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)**

<b>1a</b>	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>b</b>	Domestic foundations that meet the section 4940(e) requirements in Part V, check here <input checked="" type="checkbox"/> and enter 1% of Part I, line 27b . . . . .	<b>1</b>	66,273
<b>c</b>	All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, col (b)		
<b>2</b>	Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)	<b>2</b>	0
<b>3</b>	Add lines 1 and 2. . . . .	<b>3</b>	66,273
<b>4</b>	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)	<b>4</b>	0
<b>5</b>	<b>Tax based on investment income.</b> Subtract line 4 from line 3. If zero or less, enter -0- . . . . .	<b>5</b>	66,273
<b>6</b>	Credits/Payments		
<b>a</b>	2017 estimated tax payments and 2016 overpayment credited to 2017	<b>6a</b>	105,076
<b>b</b>	Exempt foreign organizations—tax withheld at source . . . . .	<b>6b</b>	
<b>c</b>	Tax paid with application for extension of time to file (Form 8868) . . . . .	<b>6c</b>	
<b>d</b>	Backup withholding erroneously withheld . . . . .	<b>6d</b>	0
<b>7</b>	Total credits and payments. Add lines 6a through 6d. . . . .	<b>7</b>	105,076
<b>8</b>	Enter any <b>penalty</b> for underpayment of estimated tax. Check here <input type="checkbox"/> if Form 2220 is attached	<b>8</b>	0
<b>9</b>	<b>Tax due.</b> If the total of lines 5 and 8 is more than line 7, enter <b>amount owed</b> . . . . .	<b>9</b>	
<b>10</b>	<b>Overpayment.</b> If line 7 is more than the total of lines 5 and 8, enter the <b>amount overpaid</b> . . . . .	<b>10</b>	38,803
<b>11</b>	Enter the amount of line 10 to be <b>Credited to 2018 estimated tax</b> <input type="checkbox"/> 38,803 <b>Refunded</b> <input type="checkbox"/>	<b>11</b>	0

**Part VII-A Statements Regarding Activities**

	Yes	No
<b>1a</b> 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? . . . . .	<b>1a</b>	No
<b>b</b> Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see Instructions for definition)? . . . . . <i>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</i>	<b>1b</b>	No
<b>c</b> Did the foundation file <b>Form 1120-POL</b> for this year? . . . . .	<b>1c</b>	No
<b>d</b> Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year (1) On the foundation <input type="checkbox"/> \$ 0 (2) On foundation managers <input type="checkbox"/> \$ 0		
<b>e</b> Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers <input type="checkbox"/> \$ 0		
<b>2</b> Has the foundation engaged in any activities that have not previously been reported to the IRS? . . . . . <i>If "Yes," attach a detailed description of the activities</i>	<b>2</b>	No
<b>3</b> 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? <i>If "Yes," attach a conformed copy of the changes</i> . . . . .	<b>3</b>	No
<b>4a</b> Did the foundation have unrelated business gross income of \$1,000 or more during the year? . . . . .	<b>4a</b>	Yes
<b>b</b> If "Yes," has it filed a tax return on <b>Form 990-T</b> for this year? . . . . .	<b>4b</b>	Yes
<b>5</b> Was there a liquidation, termination, dissolution, or substantial contraction during the year? . . . . . <i>If "Yes," attach the statement required by General Instruction T</i>	<b>5</b>	No
<b>6</b> 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? . . . . .	<b>6</b>	Yes
<b>7</b> Did the foundation have at least \$5,000 in assets at any time during the year? <i>If "Yes," complete Part II, col (c), and Part XV</i> . . . . .	<b>7</b>	Yes
<b>8a</b> Enter the states to which the foundation reports or with which it is registered (see instructions) <input type="checkbox"/> CA		
<b>b</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? <i>If "No," attach explanation</i> .	<b>8b</b>	Yes
<b>9</b> 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 taxable year beginning in 2017 (see instructions for Part XIV)? <i>If "Yes," complete Part XIV</i> . . . . .	<b>9</b>	No
<b>10</b> Did any persons become substantial contributors during the tax year? <i>If "Yes," attach a schedule listing their names and addresses</i> . . . . .	<b>10</b>	No

**Part VII-A Statements Regarding Activities** (continued)

<b>11</b>	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). . . . .	<b>11</b>		<b>No</b>
<b>12</b>	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) . . . . .	<b>12</b>		<b>No</b>
<b>13</b>	Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address ► WWW.FLETCHERJONESFDN.ORG	<b>13</b>	<b>Yes</b>	
<b>14</b>	The books are in care of ► MARY J SPELLMAN Telephone no ► (626) 535-9506			

Located at ► 117 E COLORADO BOULEVARD SUITE 600 PASADENA CA ZIP+4 ► 91105

<b>15</b>	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of <b>Form 1041</b> —Check here . . . . .	<input type="checkbox"/>		
	and enter the amount of tax-exempt interest received or accrued during the year . . . . .	15		
<b>16</b>	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?	<b>16</b>	<b>Yes</b>	<b>No</b>
	See instructions for exceptions and filing requirements for FinCEN Form 114, Report of Foreign Bank and Financial Accounts (FBAR). If "Yes," enter the name of the foreign country ►			

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

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

<b>1a</b>	During the year did the foundation (either directly or indirectly)		<b>Yes</b>	<b>No</b>
	(1) Engage in the sale or exchange, or leasing of property with a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No			
	(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No			
	(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No			
	(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? <input checked="" type="checkbox"/> Yes <input type="checkbox"/> No			
	(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No			
	(6) Agree to pay money or property to a government official? (Exception. Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days). <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No			
<b>b</b>	If any answer is "Yes" to 1a(1)–(6), did <b>any</b> 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)? . . . . .	<b>1b</b>		<b>No</b>
	Organizations relying on a current notice regarding disaster assistance check here. . . . .			
<b>c</b>	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? . . . . .	<b>1c</b>		<b>No</b>
<b>2</b>	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))			
<b>a</b>	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 ► 20____, 20____, 20____, 20____			
<b>b</b>	Are there any years listed in 2a for which the foundation is <b>not</b> 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 <b>all</b> years listed, answer "No" and attach statement—see instructions) . . . . .	<b>2b</b>		
<b>c</b>	If the provisions of section 4942(a)(2) are being applied to <b>any</b> of the years listed in 2a, list the years here ► 20____, 20____, 20____, 20____			
<b>3a</b>	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>b</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). . . . .	<b>3b</b>		
<b>4a</b>	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	<b>4a</b>		<b>No</b>
<b>b</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?	<b>4b</b>		<b>No</b>

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

<b>5a</b>	During the year did the foundation pay or incur any amount to			
	<b>(1)</b> Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
	<b>(2)</b> 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		
	<b>(3)</b> Provide a grant to an individual for travel, study, or other similar purposes?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
	<b>(4)</b> 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		
	<b>(5)</b> 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>b</b>	If any answer is "Yes" to 5a(1)–(5), did <b>any</b> 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)?	<b>5b</b>		
	Organizations relying on a current notice regarding disaster assistance check here.	<input type="checkbox"/>		
<b>c</b>	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		
	<i>If "Yes," attach the statement required by Regulations section 53.4945–5(d)</i>			
<b>6a</b>	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>6b</b>	<b>No</b>
<b>b</b>	Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
	<i>If "Yes" to 6b, file Form 8870</i>			
<b>7a</b>	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>7b</b>	
<b>b</b>	If yes, did the foundation receive any proceeds or have any net income attributable to the transaction?			

Part VIII

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

1

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

(a) Name and address	Title, and average hours per week (b) devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	Expense account, (e) other allowances
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	Title, and average hours per week (b) devoted to position	(c) Compensation	Contributions to employee benefit plans and deferred compensation (d)	Expense account, (e) other allowances
NONE				

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

0

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
CAMBRIDGE ADVISORS 100 SUMMER STREET BOSTON, MA 02205	INVESTMENT MGMT	442,915
DAVIDSON KEMPNER INSTITUTIONAL PARTNERS LP 520 MADISON AVENUE 30TH FLOOR NEW YORK, NY 10022	INVESTMENT MGMT	114,273
EMR CAPITAL RESOURCES FUND II 190 ELGIN AVENUE GEORGE TOWN, GRAND CAYMAN KY 1-9007 CJ	INVESTMENT MGMT	103,328
LONE CASCADE LP (LONE PINE CAPITAL) 2 GREENWICH PLAZA SECOND FLOOR GREENWICH, CT 06830	INVESTMENT MGMT	91,437
RENAISSANCE INST EQUITITES FD LLC 800 THIRD AVENUE NEW YORK, NY 10022	INVESTMENT MGMT	88,229
Total number of others receiving over \$50,000 for professional services. . . . . ▶		6

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 . . . . . ▶

0

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

<b>1</b>	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes		
<b>a</b>	Average monthly fair market value of securities.	<b>1a</b>	146,800,026
<b>b</b>	Average of monthly cash balances.	<b>1b</b>	3,714,843
<b>c</b>	Fair market value of all other assets (see instructions).	<b>1c</b>	1,000,000
<b>d</b>	<b>Total</b> (add lines 1a, b, and c).	<b>1d</b>	151,514,869
<b>e</b>	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation).	<b>1e</b>	0
<b>2</b>	Acquisition indebtedness applicable to line 1 assets.	<b>2</b>	0
<b>3</b>	Subtract line 2 from line 1d.	<b>3</b>	151,514,869
<b>4</b>	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions).	<b>4</b>	2,272,723
<b>5</b>	<b>Net value of noncharitable-use assets.</b> Subtract line 4 from line 3. Enter here and on Part V, line 4.	<b>5</b>	149,242,146
<b>6</b>	<b>Minimum investment return.</b> Enter 5% of line 5.	<b>6</b>	7,462,107

**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.)

<b>1</b>	Minimum investment return from Part X, line 6.	<b>1</b>	7,462,107
<b>2a</b>	Tax on investment income for 2017 from Part VI, line 5.	<b>2a</b>	66,273
<b>b</b>	Income tax for 2017 (This does not include the tax from Part VI).	<b>2b</b>	
<b>c</b>	Add lines 2a and 2b.	<b>2c</b>	66,273
<b>3</b>	Distributable amount before adjustments. Subtract line 2c from line 1.	<b>3</b>	7,395,834
<b>4</b>	Recoveries of amounts treated as qualifying distributions.	<b>4</b>	0
<b>5</b>	Add lines 3 and 4.	<b>5</b>	7,395,834
<b>6</b>	Deduction from distributable amount (see instructions).	<b>6</b>	0
<b>7</b>	<b>Distributable amount</b> as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1.	<b>7</b>	7,395,834

**Part XII Qualifying Distributions** (see instructions)

<b>1</b>	Amounts paid (including administrative expenses) to accomplish charitable, etc., purposes		
<b>a</b>	Expenses, contributions, gifts, etc.—total from Part I, column (d), line 26.	<b>1a</b>	8,082,663
<b>b</b>	Program-related investments—total from Part IX-B.	<b>1b</b>	0
<b>2</b>	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes.	<b>2</b>	
<b>3</b>	Amounts set aside for specific charitable projects that satisfy the		
<b>a</b>	Suitability test (prior IRS approval required).	<b>3a</b>	
<b>b</b>	Cash distribution test (attach the required schedule).	<b>3b</b>	
<b>4</b>	<b>Qualifying distributions.</b> Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4.	<b>4</b>	8,082,663
<b>5</b>	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).	<b>5</b>	66,273
<b>6</b>	<b>Adjusted qualifying distributions.</b> Subtract line 5 from line 4.	<b>6</b>	8,016,390

**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
<b>1</b> Distributable amount for 2017 from Part XI, line 7				7,395,834
<b>2</b> Undistributed income, if any, as of the end of 2017				
<b>a</b> Enter amount for 2016 only. . . . .			0	
<b>b</b> Total for prior years 20____, 20____, 20____		0		
<b>3</b> Excess distributions carryover, if any, to 2017				
<b>a</b> From 2012. . . . .				
<b>b</b> From 2013. . . . .				
<b>c</b> From 2014. . . . .				50,076
<b>d</b> From 2015. . . . .				34,586
<b>e</b> From 2016. . . . .				
<b>f</b> <b>Total</b> of lines 3a through e. . . . .	84,662			
<b>4</b> Qualifying distributions for 2017 from Part XII, line 4 ▶ \$ <u>8,082,663</u>				
<b>a</b> Applied to 2016, but not more than line 2a			0	
<b>b</b> Applied to undistributed income of prior years (Election required—see instructions). . . . .		0		
<b>c</b> Treated as distributions out of corpus (Election required—see instructions). . . . .	0			
<b>d</b> Applied to 2017 distributable amount. . . . .				7,395,834
<b>e</b> Remaining amount distributed out of corpus	686,829			
<b>5</b> Excess distributions carryover applied to 2017 (If an amount appears in column (d), the same amount must be shown in column (a) )	0			0
<b>6</b> <b>Enter the net total of each column as indicated below:</b>				
<b>a</b> Corpus Add lines 3f, 4c, and 4e Subtract line 5	771,491			
<b>b</b> Prior years' undistributed income Subtract line 4b from line 2b . . . . .		0		
<b>c</b> Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed. . . . .		0		
<b>d</b> Subtract line 6c from line 6b Taxable amount—see instructions . . . . .		0		
<b>e</b> Undistributed income for 2016 Subtract line 4a from line 2a Taxable amount—see instructions . . . . .			0	
<b>f</b> Undistributed income for 2017 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2018 . . . . .				0
<b>7</b> Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (Election may be required - see instructions). . . . .	0			
<b>8</b> Excess distributions carryover from 2012 not applied on line 5 or line 7 (see instructions). . . . .	0			
<b>9</b> <b>Excess distributions carryover to 2018.</b> Subtract lines 7 and 8 from line 6a . . . . .	771,491			
<b>10</b> Analysis of line 9				
<b>a</b> Excess from 2013. . . . .				
<b>b</b> Excess from 2014. . . . .				50,076
<b>c</b> Excess from 2015. . . . .				34,586
<b>d</b> Excess from 2016. . . . .				
<b>e</b> Excess from 2017. . . . .				686,829

**Part XIV Private Operating Foundations** (see instructions and Part VII-A, question 9)

<b>1a</b> If the foundation has received a ruling or determination letter that it is a private operating foundation, and the ruling is effective for 2017, enter the date of the ruling. . . . . ▶					
<b>b</b> Check box to indicate whether the organization is a private operating foundation described in section <input type="checkbox"/> 4942(j)(3) or <input type="checkbox"/> 4942(j)(5)					
<b>2a</b> Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed . . . . .	Tax year	Prior 3 years			(e) Total
	(a) 2017	(b) 2016	(c) 2015	(d) 2014	
<b>b</b> 85% of line 2a . . . . .					
<b>c</b> Qualifying distributions from Part XII, line 4 for each year listed . . . . .					
<b>d</b> Amounts included in line 2c not used directly for active conduct of exempt activities . . . . .					
<b>e</b> Qualifying distributions made directly for active conduct of exempt activities. Subtract line 2d from line 2c. . . . .					
<b>3</b> Complete 3a, b, or c for the alternative test relied upon					
<b>a</b> "Assets" alternative test—enter					
<b>(1)</b> Value of all assets . . . . .					
<b>(2)</b> Value of assets qualifying under section 4942(j)(3)(B)(i)					
<b>b</b> "Endowment" alternative test— enter 2/3 of minimum investment return shown in Part X, line 6 for each year listed. . .					
<b>c</b> "Support" alternative test—enter					
<b>(1)</b> Total support other than gross investment income (interest, dividends, rents, payments on securities loans (section 512(a)(5)), or royalties) . . . .					
<b>(2)</b> Support from general public and 5 or more exempt organizations as provided in section 4942(j)(3)(B)(iii). . . .					
<b>(3)</b> Largest amount of support from an exempt organization					
<b>(4)</b> Gross investment income					

**Supplementary Information (Complete this part only if the organization had \$5,000 or more in assets at any time during the year—see instructions.)**

<b>Part XV</b>	
<b>1 Information Regarding Foundation Managers:</b>	
<b>a</b> 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>b</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	
<b>2 Information Regarding Contribution, Grant, Gift, Loan, Scholarship, etc., Programs:</b>	
Check here <input type="checkbox"/> 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.	
<b>a</b> The name, address, and telephone number or e-mail address of the person to whom applications should be addressed MARY J SPELLMAN 117 E COLORADO BLVD STE 600 PASADENA, CA 91105 (626) 535-9506	
<b>b</b> The form in which applications should be submitted and information and materials they should include POTENTIAL GRANTEEES SHOULD CONTACT THE EXECUTIVE DIRECTOR FOR PRELIMINARY REVIEW OF THE PROPOSED APPLICATION. ACCESS TO THE ONLINE GRANT APPLICATION VIA A LINK MAY BE PROVIDED BY THE EXECUTIVE DIRECTOR, DEPENDING ON THE SUITABILITY OF THE ORGANIZATION AND THE PROPOSED PROJECT FOR CONSIDERATION BY THE BOARD OF TRUSTEES	
<b>c</b> Any submission deadlines THERE ARE NO DEADLINES FOR GRANT APPLICATIONS AS PROPOSALS ARE ACCEPTED THROUGHOUT THE YEAR	
<b>d</b> Any restrictions or limitations on awards, such as by geographical areas, charitable fields, kinds of institutions, or other factors NONE	

**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)				
<b>a</b> <i>Paid during the year</i> See Additional Data Table				
<b>Total</b> . . . . .			<b>3a</b>	7,569,802
<b>b</b> <i>Approved for future payment</i>				
<b>Total</b> . . . . .			<b>3b</b>	0

Enter gross amounts unless otherwise indicated

## Part XVI-B Relationship of Activities to the Accomplishment of Exempt Purposes

Form **990-PF** (2017)

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

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

**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

<b>Sign Here</b>	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.	2018-10-14	*****
	Signature of officer or trustee	Date	Title

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

<b>Paid Preparer Use Only</b>	Print/Type preparer's name	Preparer's Signature	Date	Check if self-employed <input type="checkbox"/>	PTIN  P01399868
	Firm's name ► GREEN HASSON & JANKS LLP				
	Firm's address ► 10990 WILSHIRE BLVD 16TH FLOOR LOS ANGELES, CA 900243929				
					Firm's EIN ► 95-1777440
					Phone no (310) 873-1600

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

List and describe the kind(s) of property sold (e g , real estate, (a) 2-story brick warehouse, or common stock, 200 shs MLC Co )	(b) How acquired P—Purchase D—Donation	(c) Date acquired (mo , day, yr )	(d) Date sold (mo , day, yr )
ADAGE CAPITAL PARTNERS, LP	P		
ALCION REAL ESTATE PARTNERS FUND III-A, LP	P		
COMMONFUND CAPITAL VENTURE PARTNERS X, LP	P		
COMMONFUND CAPITAL VENTURE PARTNERS XI, LP	P		
CITY OF LONDON EMERGING MARKETS FUND	P		
DAVIDSON KEMPNER INSTITUTIONAL PARTNERS, L P	P		
DENHAM COMMODITY PARTNERS FUND	P		
DFA EMERGING MARKETS VALUE PORTFOLIO	P		
DOVER STREET IX CAYMAN FUND	P		
DOVER STREET VIII CAYMAN FUND	P		

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)
1,663,887			1,663,887
53,292			53,292
67,553		37,269	30,284
8,584			8,584
124,397			124,397
149,838			149,838
114,719		80,161	34,558
161,800			161,800
34,738		34,738	0
265,416		265,416	0

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			(I) 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	
			1,663,887
			53,292
			30,284
			8,584
			124,397
			149,838
			34,558
			161,800
			0
			0

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns a - d			
List and describe the kind(s) of property sold (e g , real estate, (a) 2-story brick warehouse, or common stock, 200 shs MLC Co )	(b) How acquired P—Purchase D—Donation	(c) Date acquired (mo , day, yr )	(d) Date sold (mo , day, yr )
ENCAP ENERGY CAPITAL FUND IX LP	P		
ENCAP ENERGY CAPITAL FUND X LP	P		
FORTRESS CREDIT OPPORTUNITIES FUND III LP	P		
FORTRESS CREDIT OPPORTUNITIES FUND IV (B), LP	P		
HARVEST MLP INCOME FUND, LLC	P		
INCOME ACCOUNT (VANGUARD)	P		
LEGACY VENTURE VIII, LLC	P		
LL CAPITAL PARTNERS I LP	P		
LONE CASCADE, L P	P		
LONE STAR REAL ESTATE FUND II (US), LP	P		

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)
190,139		78,767	111,372
177,989		138,325	39,664
93,681			93,681
14,932			14,932
		56,348	-56,348
60			60
		512	-512
19,671			19,671
1,182,180			1,182,180
74,573		84,740	-10,167

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	
			111,372
			39,664
			93,681
			14,932
			-56,348
			60
			-512
			19,671
			1,182,180
			-10,167

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns a - d			
List and describe the kind(s) of property sold (e g , real estate, (a) 2-story brick warehouse, or common stock, 200 shs MLC Co )	(b) How acquired P—Purchase D—Donation	(c) Date acquired (mo , day, yr )	(d) Date sold (mo , day, yr )
LONE STAR REAL ESTATE FUND III (US), LP	P		
LONE STAR REAL ESTATE FUND V (US), LP	P		
MERCATO INTERNATIONAL LTD	P		
MARLIN HERITAGE L P	P		
MARLIN HERITAGE AIV, LP	P		
MARLIN HERITAGE CAYMAN AIV, L P	P		
MFS INTERNATIONAL MANAGEMENT	P		
NORTHGATE VENTURE GROWTH II, LP	P		
PERMIT CAPITAL MORTGAGE SERIES H FUND, LP	P		
PIMCO TOTAL RETURN INST (INTERMEDIATE TERM BOND)	P		

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)
257,521		135,359	122,162
29,446			29,446
119,140			119,140
382,290		321,004	61,286
		11,004	-11,004
379,755			379,755
352,964			352,964
		74,608	-74,608
873,307		271,033	602,274
		103,485	-103,485

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			(I) 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	
			122,162
			29,446
			119,140
			61,286
			-11,004
			379,755
			352,964
			-74,608
			602,274
			-103,485



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

List and describe the kind(s) of property sold (e g , real estate, (a) 2-story brick warehouse, or common stock, 200 shs MLC Co )	(b) How acquired P—Purchase D—Donation	(c) Date acquired (mo , day, yr )	(d) Date sold (mo , day, yr )
TACONIC OPPORTUNITY OFFSHORE FUND LTD	P		
WELLINGTON CTF DIVERSIFIED INFLATION HEDGE PORTFOLIO	P		
WELLS FARGO CLOSED END INTERNATIONAL EQUITY FUND	P		
RESOURCE CAPITAL FUND V, LP	P		
RESOURCE CAPITAL FUND VI, LP	P		
RENAISSANCE INSTITUTIONAL EQUITIES FUND, LLC	P		

**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)
372,729			372,729
168,691			168,691
113,980			113,980
		153,874	-153,874
33,100			33,100
322,751			322,751


**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	
			372,729
			168,691
			113,980
			-153,874
			33,100
			322,751

Form 990PF Part VIII Line 1 - List all officers, directors, trustees, foundation managers and their compensation				
(a) Name and address	Title, and average hours per week (b) devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	Expense account, (e) other allowances
PETER K BARKER	PRESIDENT 3 00	4,800	0	0
117 E COLORADO BLVD STE 600 PASADENA, CA 91105				
JOHN D PETTKER	VP/TRUSTEE/SECRETARY 3 00	3,000	0	0
117 E COLORADO BLVD STE 600 PASADENA, CA 91105				
SAMUEL P BELL	VP/TRUSTEE 2 00	2,400	0	0
117 E COLORADO BLVD STE 600 PASADENA, CA 91105				
PATRICK C HADEN	VP/TRUSTEE 2 00	3,000	0	0
117 E COLORADO BLVD STE 600 PASADENA, CA 91105				
PARKER S KENNEDY	VP/TRUSTEE 2 00	4,800	0	0
117 E COLORADO BLVD STE 600 PASADENA, CA 91105				
DANIEL E LUNGREN	VP/TRUSTEE 2 00	3,000	0	0
117 E COLORADO BLVD STE 600 PASADENA, CA 91105				
DONALD NICKELSON	VP/TRUSTEE 3 00	4,800	0	0
117 E COLORADO BLVD STE 600 PASADENA, CA 91105				
ROCKWELL SCHNABEL	VP/TRUSTEE 2 00	4,800	0	0
117 E COLORADO BLVD STE 600 PASADENA, CA 91105				
STEWART R SMITH	VP/TRUSTEE 2 00	4,800	0	0
117 E COLORADO BLVD STE 600 PASADENA, CA 91105				
CHRISTINE SISLEY	EXECUTIVE DIRECTOR/TREASURER 35 00	182,000	27,130	0
117 E COLORADO BLVD STE 600 PASADENA, CA 91105				
MARY J SPELLMAN	EXECUTIVE DIRECTOR/TREASURER 35 00	132,750	17,509	0
117 E COLORADO BLVD STE 600 PASADENA, CA 91105				

Form 990PF Part XV Line 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)				
<b>a</b> Paid during the year				
UNIVERSITY OF SAN DIEGO 5998 ALCALA PARK SAN DIEGO, CA 92110		PC	RE-IMAGINING MATHEMATICS AT USD	1,000,000
POMONA COLLEGE550 N COLLEGE AVE CLAREMONT, CA 91711		PC	THE POMONA COLLEGE MUSEUM OF ART	800,000
UNIVERSITY OF REDLANDS 1200 E COLTON AVE PO BOX 3080 REDLANDS, CA 92373		PC	THE FLETCHER JONES FOUNDATION ENDOWED SCHOLARSHIP FUND	800,000
<b>Total . . . . . ▶</b> <b>3a</b>				7,569,802

Form 990PF Part XV Line 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)				
<b>a</b> <i>Paid during the year</i>				
PEPPERDINE UNIVERSITY 24255 PACIFIC COAST HIGHWAY MALIBU, CA 90263		PC	NATURAL SCIENCE DIVISION EQUIPMENT REPLACEMENT	778,000
WESTMONT COLLEGE955 LA PAZ ROAD SANTA BARBARA, CA 93108		PC	PHASE 2 RENOVATION OF THE BIOLOGY AND CHEMISTRY LABORATORIES AND CLASSROOMS IN WHITTIER HALL	750,000
HENRY E HUNTINGTON LIBRARY AND ART GALLERY 1151 OXFORD ROAD SAN MARINO, CA 91108		PC	THE HUNTINGTON-UC PROGRAM FOR THE ADVANCEMENT OF THE HUMANITIES	715,356
<b>Total . . . . . ▶</b> <b>3a</b>				7,569,802

Form 990PF Part XV Line 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)				
<b>a</b> <i>Paid during the year</i>				
HOLY NAMES UNIVERSITY 3500 MOUNTAIN BLVD OAKLAND, CA 94619		PC	THE DIGITAL LEARNING INITIATIVE	603,250
DOMINICAN UNIVERSITY OF CALIFORNIA 50 ACACIA AVE SAN RAFAEL, CA 94901		PC	CENTER FOR THE DOMINICAN EXPERIENCE DIGITAL LEARNING LAB	600,000
BOY SCOUTS OF AMERICA - ST LOUIS AREA COUNCIL 4568 W PINE BLVD ST LOUIS, MO 63108		PC	LEARNING FOR LIFE	504,000
<b>Total . . . . .</b> 				7,569,802
<b>3a</b>				

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
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Name and address (home or business)				
<b>a</b> <i>Paid during the year</i>				
VANGUARD UNIVERSITY OF SOUTHERN CALIFORNIA 55 FAIR DR COSTA MESA, CA 92626		PC	ESTABLISHMENT OF THE OUTDOOR LEARNING LABORATORY TO SUPPORT ENVIRONMENTAL SCIENCES	299,996
PACIFIC OAKS EDUCATION CORPORATION 55 EUREKA STREET PASADENA, CA 91103		PC	EDUCATION STUDENT STIPEND PROGRAM	103,200
MARTIN LUTHER KING JR COMMUNITY HEALTH FOUNDATION (MLK COMMUNITY HEALTH FOU 1680 E 120TH ST LOS ANGELES, CA 90059		PC	MARTIN LUTHER KING, JR COMMUNITY HOSPITALS TRANSITIONS TO PRACTICE	100,000
<b>Total . . . . . ▶</b> <b>3a</b>				7,569,802


Form 990PF Part XV Line 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)				
<b>a</b> <i>Paid during the year</i>				
DUKE UNIVERSITY 324 BLACKWELL STREET SUITE 920 DURHAM, NC 27701		PC	PERKINS LIBRARY PROJECT	50,000
SANTA BARBARA COTTAGE HOSPITAL FOUNDATION PO BOX 689 SANTA BARBARA, CA 93102		PC	GENERAL OPERATING SUPPORT	50,000
ST ANTHONY HIGH SCHOOL FOUNDATION 620 OLIVE AVENUE LONG BEACH, CA 90802		PC	GYMNASIUM REPAIR PROJECT	50,000
<b>Total . . . . .</b> ▶ <b>3a</b>				7,569,802

Form 990PF Part XV Line 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)				
<b>a</b> <i>Paid during the year</i>				
CHILDREN'S HOSPITAL OF LOS ANGELES 4650 SUNSET BLVD LOS ANGELES, CA 90027		PC	GENERAL OPERATING SUPPORT	40,000
NAVY SEAL FOUNDATION INC1619 D ST VIRGINIA BEACH, VA 23455		PC	GENERAL OPERATING SUPPORT	35,000
TEXAS BIOMEDICAL RESEARCH INSTITUTE PO BOX 760549 SAN ANTONIO, TX 78245		PC	GENERAL OPERATING SUPPORT OR ENDOWMENT	35,000
<b>Total . . . . .</b> ► <b>3a</b>				7,569,802



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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)				
<b>a</b> <i>Paid during the year</i>				
SUN VALLEY SUMMER SYMPHONY PO BOX 1914 SUN VALLEY, ID 83353		PC	GENERAL OPERATING SUPPORT	30,000
CRIMINAL JUSTICE LEGAL FOUNDATION 2131 L STREET SACRAMENTO, CA 95816		PC	GENERAL OPERATING SUPPORT	25,000
LIBRARY FOUNDATION OF LA 630 WEST FIFTH STREET LOS ANGELES, CA 90071		PC	GENERAL OPERATING SUPPORT	25,000
<b>Total . . . . . ▶</b> <b>3a</b>				7,569,802

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Name and address (home or business)				
<b>a</b> <i>Paid during the year</i>				
SANTA ANA COLLEGE FOUNDATION 1501 W 17TH STREET SANTA ANA, CA 92706		PC	GENERAL OPERATING SUPPORT	20,000
CULVER EDUCATIONAL FOUNDATION 1300 ACADEMY ROAD 148 CULVER, IN 46511		PC	GENERAL OPERATING SUPPORT	17,000
PACIFIC COUNCIL ON INTERNATIONAL POLICY 725 S FIGUEROA ST STE 450 LOS ANGELES, CA 90017		PC	GENERAL OPERATING SUPPORT	15,000
<b>Total . . . . . ▶</b> <b>3a</b>				7,569,802

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Name and address (home or business)				
<b>a</b> <i>Paid during the year</i>				
MADISON RIVER FOUNDATION INC PO BOX 1527 ENNIS, MT 59729		PC	CONSERVATION	10,000
MOUNT ST MARY'S UNIVERSITY 12001 CHALON ROAD LOS ANGELES, CA 90049		PC	GENERAL OPERATING SUPPORT	10,000
SAINT MARYS HALL INC 9401 STARCREST DR SAN ANTONIO, TX 78217		PC	GENERAL OPERATING SUPPORT OR ENDOWMENT	10,000
<b>Total</b> . . . . . 				7,569,802
<b>3a</b>				

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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)				
<b>a</b> <i>Paid during the year</i>				
LIGHT OF THE HILLS LUTHERAN CHURCH 3100 RODEO RD CAMERON PARK, CA 95682		PC	GENERAL OPERATING SUPPORT	6,000
AMERICANS FOR OXFORD INC 500 FIFTH AVE 32ND FLOOR NEW YORK, NY 10110		PC	WORCESTER COLLEGE	5,000
INSTITUTE FOR EDUCATIONAL ADVANCEMENT 569 S MARENGO AVE PASADENA, CA 91101		PC	GENERAL OPERATING SUPPORT	5,000
<b>Total . . . . .</b> ▶ <b>3a</b>				7,569,802

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Name and address (home or business)				
<b>a</b> <i>Paid during the year</i>				
INSTITUTE FOR HUMANE STUDIES 3434 WASHINGTON BLVD MSC 1C5 ARLINGTON, VA 22201		PC	GENERAL OPERATING SUPPORT	5,000
NEW VILLAGE CHARTER SCHOOL INC 333 S GRAND AVE 47TH FLOOR LOS ANGELES, CA 90071		PC	GENERAL OPERATING SUPPORT	5,000
PACIFIC LEGAL FOUNDATION 930 G STREET SACRAMENTO, CA 95814		PC	GENERAL OPERATING SUPPORT	5,000
<b>Total . . . . . ▶</b> <b>3a</b>				7,569,802

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Name and address (home or business)				
<b>a</b> <i>Paid during the year</i>				
SAINT LOUIS SYMPHONY ORCHESTRA 718 N GRAND BLVD ST LOUIS, MO 63103		PC	COMMUNITY EDUCATION PROGRAMS	5,000
SEGERSTROM CENTER FOR THE ARTS 600 TOWN CENTER DRIVE COSTA MESA, CA 92626		PC	EDUCATION PROGRAM	5,000
SHELTER PROVIDERS OF ORANGE COUNTY INC 24 EXECUTIVE PARK STE 100 IRVINE, CA 92614		PC	GENERAL OPERATING SUPPORT	5,000
<b>Total . . . . . ▶</b> <b>3a</b>				7,569,802

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Name and address (home or business)				
<b>a</b> <i>Paid during the year</i>				
SOUTH COAST REPERTORY 655 TOWN CENTER DRIVE COSTA MESA, CA 92628		PC	THEATER FOR YOUNG AUDIENCES	5,000
THE LELAND STANFORD JUNIOR UNIVERSITY 450 SERRA MALL MAIN QUAD STANFORD, CA 94305		PC	LAW SCHOOL CLASS OF 1967 SCHOLARSHIP FUND	5,000
THE WOODEN FLOOR FOR YOUTH MOVEMENT DBA THE WOODEN FLOOR 1810 N MAIN ST SANTA ANA, CA 92706		PC	GENERAL OPERATING SUPPORT	5,000
<b>Total . . . . . ▶</b> <b>3a</b>				7,569,802

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Name and address (home or business)				
<b>a</b> <i>Paid during the year</i>				
VISITING NURSE ASSOCIATION & HOSPICE FOUNDATION INC 1110 35TH ST VERO BEACH, FL 32963		PC	HOSPICE HOUSE ENDOWMENT FUND	5,000
THE FUND FOR MUSIC 750 E GREEN ST STE 305 PASADENA, CA 91101		PC	GENERAL OPERATING SUPPORT	4,000
SKIRBALL CULTURAL CENTER 2701 N SEPULVEDA BLVD LOS ANGELES, CA 90049		PC	GENERAL OPERATING SUPPORT	2,500
<b>Total . . . . . ▶</b> <b>3a</b>				7,569,802



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Name and address (home or business)				
<b>a</b> <i>Paid during the year</i>				
EDCHOICE FORMERLY FRIEDMAN FOUNDATION FOR EDUCATIONAL CHOICE ONE AMERICAN SQUARE SUITE 2420 INDIANAPOLIS, IN 46282		PC	EDUCATIONAL CHOICE PROGRAMS	2,000
IDYLLWILD ARTS FOUNDATION PO BOX 38 52500 TEMECULA RD IDYLLWILD, CA 92549		PC	GENERAL OPERATING SUPPORT	1,750
PASADENA MUSEUM OF CALIFORNIA ART 495 E COLORADO BLVD PASADENA, CA 91101		PC	EDUCATION PROGRAM	1,500
<b>Total . . . . . ▶</b> <b>3a</b>				7,569,802

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Name and address (home or business)				
<b>a</b> <i>Paid during the year</i>				
GIVE2ASIA340 PINE ST STE 501 SAN FRANCISCO, CA 94104		PC	NORTH KOREA REFUGEE AID	1,250
A NOISE WITHIN3352 E FOOTHILL BLVD PASADENA, CA 91107		PC	GENERAL OPERATING SUPPORT	1,000
AMERICAN COUNCIL OF TRUSTEES AND ALUMNI 1726 M STREET NW SUITE 802 WASHINGTON, DC 20036		PC	GENERAL OPERATING SUPPORT	1,000
<b>Total . . . . . ▶</b> <b>3a</b>				7,569,802

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Name and address (home or business)				
<b>a</b> <i>Paid during the year</i>				
ASSOCIATION OF CATHOLIC STUDENT COUNCILS 6550 WAVERLY RD MARTINEZ, CA 94553		PC	GENERAL OPERATING SUPPORT	1,000
CANCER SUPPORT COMMUNITY PASADENA 200 E DEL MAR BLVD STE 118 PASADENA, CA 91105		PC	GENERAL OPERATING SUPPORT	1,000
LEE PESKY LEARNING CENTER 345 BOBWHITE COURT BOISE, ID 83706		PC	GENERAL OPERATING SUPPORT	1,000
<b>Total . . . . .</b> ▶ <b>3a</b>				7,569,802

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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)				
<b>a</b> <i>Paid during the year</i>				
OPERATION PROGRESS STUDENT ASSISTANCE FOUNDATION CAL 10221 COMPTON AVENUE LOS ANGELES, CA 90002		PC	GENERAL OPERATING SUPPORT	1,000
THE FUND FOR AMERICAN STUDIES INSTITUTE 1706 NEW HAMPSHIRE AVE NW WASHINGTON, DC 20009		PC	JOURNALISM AND EDUCATIONAL PROGRAMS	1,000
URBAN COMPASS 11100 SOUTH CENTRAL AVE LOS ANGELES, CA 90059		PC	GENERAL OPERATING SUPPORT	1,000
<b>Total . . . . . ▶</b> <b>3a</b>				7,569,802

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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)				
<b>a</b> <i>Paid during the year</i>				
VERBUM DEI HIGH SCHOOL 11100 S CENTRAL AVE LOS ANGELES, CA 90059		PC	GENERAL OPERATING SUPPORT	1,000
WORD OF HONOR FUNDPO BOX 777 BELLEVUE, ID 83313		PC	TO HELP SURVIVING FAMILY MEMBERS OF SEALS	1,000
PASADENA CONSERVATORY OF MUSIC 100 NORTH HILL PASADENA, CA 91106		PC	GENERAL OPERATING SUPPORT	750
<b>Total . . . . . ▶</b> <b>3a</b>				7,569,802

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Name and address (home or business)				
<b>a</b> <i>Paid during the year</i>				
ARMORY CENTER FOR THE ARTS 145 N RAYMOND AVENUE PASADENA, CA 91103		PC	GENERAL OPERATING SUPPORT	500
GRIZZLY DISCOVERY CENTER A NOT-FOR-PROFIT CORPORATION PO BOX 996 WEST YELLOWSTONE, MT 59758		PC	GENERAL OPERATING SUPPORT	500
HIS HELPING HANDS RESCUE 226 S HIGH ST GALENA, IL 61036		PC	GENERAL OPERATING SUPPORT	500
<b>Total . . . . . ▶</b> <b>3a</b>				7,569,802

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Name and address (home or business)				
<b>a</b> <i>Paid during the year</i>				
PASADENA CHILD DEVELOPMENT ASSOCIATES INC 620 N LAKE AVE PASADENA, CA 91101		PC	GENERAL OPERATING SUPPORT	500
PEACEFUL ANIMAL ADOPTION SHELTER INC PO BOX 485 VINITA, OK 74301		PC	GENERAL OPERATING SUPPORT	500
ST MONICA ACADEMY INC 2361 DEL MAR ROAD PASADENA, CA 91107		PC	GENERAL OPERATING SUPPORT	500
<b>Total . . . . . ▶</b> <b>3a</b>				7,569,802

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Name and address (home or business)				
<b>a</b> <i>Paid during the year</i>				
WILDLIFE LEARNING FOUNDATION 15981 YARNELL ST SYLMAR, CA 91342		PC	GENERAL OPERATING SUPPORT	500
HUMANE SOCIETY OF TAOS INC PO BOX 622 TAOS, NM 87571		PC	GENERAL OPERATING SUPPORT	250
PASADENA PRO MUSICA 301 N ORANGE GROVE BLVD PASADENA, CA 91103		PC	GENERAL OPERATING SUPPORT	250
<b>Total . . . . . ▶</b> <b>3a</b>				7,569,802



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Name and address (home or business)				
<b>a</b> Paid during the year				
SOUTH PASADENA TOURNAMENT OF ROSES ASSOCIATION 625 FAIR OAKS AVE SOUTH PASADENA, CA 91030		PC	GENERAL SUPPORT	250
<b>Total . . . . . ▶</b> <b>3a</b>				7,569,802

**TY 2017 Accounting Fees Schedule****Name:** THE FLETCHER JONES FOUNDATION**EIN:** 23-7030155**Accounting Fees Schedule**

<b>Category</b>	<b>Amount</b>	<b>Net Investment Income</b>	<b>Adjusted Net Income</b>	<b>Disbursements for Charitable Purposes</b>
ACCOUNTING FEES	64,230	38,538		12,846

**TY 2017 Investments Corporate Bonds Schedule****Name:** THE FLETCHER JONES FOUNDATION**EIN:** 23-7030155**Investments Corporate Bonds Schedule**

<b>Name of Bond</b>	<b>End of Year Book Value</b>	<b>End of Year Fair Market Value</b>
PIMCO TOTAL RETURN INST	7,255,900	7,255,900
LEGG MASON BRANDYWINE ABSOLUTE RETURN OPPORTUNITIES BOND FUND	2,600,266	2,600,266

**TY 2017 Investments Corporate Stock Schedule****Name:** THE FLETCHER JONES FOUNDATION**EIN:** 23-7030155

<b>Name of Stock</b>	<b>End of Year Book Value</b>	<b>End of Year Fair Market Value</b>
VANGUARD 500 INDEX FUND	100,547	100,547
MFS INTERNATIONAL EQUITY	7,402,233	7,402,233
IVA INTERNATIONAL FUND CLASS I	6,605,959	6,605,959

**TY 2017 Investments Government Obligations Schedule****Name:** THE FLETCHER JONES FOUNDATION**EIN:** 23-7030155**US Government Securities - End  
of Year Book Value:**

8,178,083

**US Government Securities - End  
of Year Fair Market Value:**

8,178,083

**State & Local Government  
Securities - End of Year Book  
Value:**

0

**State & Local Government  
Securities - End of Year Fair  
Market Value:**

0

**TY 2017 Investments - Other Schedule****Name:** THE FLETCHER JONES FOUNDATION**EIN:** 23-7030155**Investments Other Schedule 2**

<b>Category/ Item</b>	<b>Listed at Cost or FMV</b>	<b>Book Value</b>	<b>End of Year Fair Market Value</b>
DFA EMERGING MARKETS VALUE PORTFOLIO	FMV	4,136,195	4,136,195
MORGAN STANLEY GLOBAL REAL ESTATE PORTFOLIO CLASS I	FMV	1,916,570	1,916,570
ABDIEL QUALIFIED OFFSHORE PTRS	FMV	3,436,070	3,436,070
ADAGE CAPITAL PARTNERS, LP	FMV	17,983,479	17,983,479
BAY RESOURCE PTRS OFFSHORE FUND (GMT)	FMV	2,056,592	2,056,592
CITY OF LONDON INVESTMENT GROUP, P.L.C.	FMV	7,807,386	7,807,386
DAVIDSON KEMPNER INSTITUTIONAL PARTNERS LP	FMV	3,840,100	3,840,100
GRUSS GLOBAL INVESTORS	FMV	1,992,797	1,992,797
HARVEST MLP INCOME FUND, LLC	FMV	3,196,078	3,196,078
INDUS OMNI FUND, LTD	FMV	2,914,164	2,914,164
ISAM SYSTEMATIC TREND SPV LTD	FMV	1,314,809	1,314,809
LONE CASCADE LP	FMV	8,156,370	8,156,370
RENAISSANCE INSTITUTIONAL EQUITIES FUND, LLC	FMV	3,876,192	3,876,192
SCOPIA PX INT'L LTD.	FMV	1,246,791	1,246,791
TACONIC OPP OFFSHORE	FMV	1,547,365	1,547,365
TWO SIGMA ACTIVE EXTENSION US ALL CAP EQUITY CAYMAN FUND, LTD	FMV	7,259,778	7,259,778
WELLINGTON MANAGEMENT COMPANY LLP	FMV	1,975,588	1,975,588
WELLS FARGO CLOSED END INTERNATIONAL EQUITY FUND	FMV	9,594,141	9,594,141
AQR STYLE PREMIA OFFSHORE FUND	FMV	1,700,133	1,700,133
ALCION REAL ESTATE PARTNERS FUND III-A, LP	FMV	1,134,743	1,134,743
COMMONFUND CAPITAL VENTURE X	FMV	2,420,027	2,420,027
COMMONFUND CAPITAL VENTURE PARTNERS XI, LP	FMV	1,036,064	1,036,064
DENHAM COMMODITY PARTNERS FUND	FMV	1,409,272	1,409,272
DOVER STREET VIII LP	FMV	1,202,681	1,202,681
DOVER STREET IX CAYMAN FUND	FMV	453,677	453,677
EMR CAPITAL RESOURCES FUND II	FMV	721,961	721,961
ENCAP ENERGY CAPITAL FUND IX LP	FMV	1,174,073	1,174,073
ENCAP ENERGY CAPITAL FUND X LP	FMV	1,275,175	1,275,175
ENCAP ENERGY CAPITAL FUND XI LP	FMV	45,494	45,494
ENERVEST ENERGY INSTITUTIONAL FUND XII, LTD	FMV	40,058	40,058

**Investments Other Schedule 2**

<b>Category/ Item</b>	<b>Listed at Cost or FMV</b>	<b>Book Value</b>	<b>End of Year Fair Market Value</b>
FORTRESS CREDIT OPPORTUNITIES FUND III B LP	FMV	982,833	982,833
FORTRESS CREDIT OPPORTUNITIES FUND IV (B), LP	FMV	1,008,310	1,008,310
HBK OFFSHORE FUND II LP	FMV	1,635,170	1,635,170
LEGACY VENTURE VIII, LLC	FMV	334,469	334,469
LL CAPITAL PARTNERS I, LP	FMV	1,812,209	1,812,209
LONE STAR REAL ESTATE FUND, LP	FMV	1,137,844	1,137,844
MARBLE ARCH OFFSHORE PARTNERS, LTD	FMV	1,971,544	1,971,544
MARCATO INTERNATIONAL, LTD.	FMV	694,231	694,231
MARLIN EQUITY IV, LP	FMV	720,174	720,174
MARLIN HERITAGE, LP	FMV	842,139	842,139
MARLIN HERITAGE II, LP	FMV	90,198	90,198
MASON CAPITAL, LTD	FMV	11,187	11,187
NORTHGATE VENTURE GROWTH II, LP	FMV	276,958	276,958
OWL CREEK OVERSEAS FUND LTD. CLASS A	FMV	2,093,626	2,093,626
PERMIT CAPITAL MORTGAGE FUND, LP SERIES G	FMV	1,398	1,398
RESOURCE CAPITAL FUND V, LP	FMV	1,002,378	1,002,378
RESOURCE CAPITAL FUND VI, LP	FMV	1,655,234	1,655,234
SENATOR GLOBAL OPPORTUNITY OFFSHORE FUND	FMV	2,080,008	2,080,008
WHALE ROCK FLAGSHIP FUND, LTD.	FMV	2,572,067	2,572,067

**TY 2017 Land, Etc.  
Schedule****Name:** THE FLETCHER JONES FOUNDATION**EIN:** 23-7030155

Category / Item	Cost / Other Basis	Accumulated Depreciation	Book Value	End of Year Fair Market Value
FURNITURE AND EQUIPMENT	31,723	30,739	984	984
LEASEHOLD IMPROVEMENTS	2,755	2,755	0	



**TY 2017 Legal Fees Schedule****Name:** THE FLETCHER JONES FOUNDATION**EIN:** 23-7030155

<b>Category</b>	<b>Amount</b>	<b>Net Investment Income</b>	<b>Adjusted Net Income</b>	<b>Disbursements for Charitable Purposes</b>
LEGAL FEES	52,267	20,907		20,907

## TY 2017 Other Assets Schedule

**Name:** THE FLETCHER JONES FOUNDATION

**EIN:** 23-7030155

### Other Assets Schedule

Description	Beginning of Year - Book Value	End of Year - Book Value	End of Year - Fair Market Value
SECURITIES RECEIVABLE	295,744	1,000,000	1,000,000

**TY 2017 Other Expenses Schedule****Name:** THE FLETCHER JONES FOUNDATION**EIN:** 23-7030155**Other Expenses Schedule**

Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
INSURANCE	30,123	0		30,123
COMPUTER SERVICES AND SUPPLIES	15,893	4,768		7,947
OTHER TRUSTEE EXPENSES	14,521	7,261		7,261
MISCELLANEOUS EXPENSES	9,728	0		9,728
TELEPHONE	7,016	2,105		3,508
OFFICE SUPPLIES	4,042	1,213		2,021
PARKING	3,470	0		3,470
POSTAGE AND MESSENGERS	3,046	914		1,523
REPAIRS AND MAINTENANCE	2,145	644		1,073
DUES & SUBSCRIPTIONS	1,863	932		559

## Other Expenses Schedule

Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
RENT, EQUIPMENT	1,370	411		685
INTEREST	811	406		243
STAFF REIMBURSEMENT	190	57		95

## TY 2017 Other Income Schedule

**Name:** THE FLETCHER JONES FOUNDATION

**EIN:** 23-7030155

### Other Income Schedule

Description	Revenue And Expenses Per Books	Net Investment Income	Adjusted Net Income
ADAGE CAPITAL PARTNERS, LP	486	143,478	486
ALCION REAL ESTATE PARTNERS FUND III-A, LP	0	-48,067	0
COMMON FUND CAPITAL VENTURE PARTNERS X, LP	0	-52,100	0
COMMON FUND CAPITAL VENTURE PARTNERS XI, LP	0	-31,647	0
CITY OF LONDON EMERGING MARKETS FUND	0	12,253	0
DAVIDSON KEMPNER INSTITUTIONAL PARTNERS, L P	0	-14,265	0
DENHAM COMMODITY PARTNERS FUND	0	80,286	0
EMR CAPITAL RESOURCES FUND II LP	0	-21,874	0
EMR CAPITAL RF GOLDEN GROVE LP	0	-73	0
DOVER STREET VIII CAYMAN FUND, LP	690	690	690
DOVER STREET IX CAYMAN FUND	9	9	9
ENCAP ENERGY CAPITAL FUND IX LP	0	24,508	0
ENCAP ENERGY CAPITAL FUND X LP	0	177,581	0
ENCAP ENERGY CAPITAL FUND XI LP	0	261	0
BEP LEGACY CO , (F K A ENERVEST ENERGY XII-C FUND, LP)	0	-889,974	0
ENERVEST ENERGY XIII-C FUND, LP	0	-401,355	0
FORTRESS CREDIT OPPORTUNITIES FUND III LP	0	44,346	0
FORTRESS CREDIT OPPORTUNITIES FUND IV, LP	0	44,125	0
HARVEST MLP INCOME FUND, LLC	0	10,530	0
LEGACY VENTURE VIII, LLC	0	-26,535	0

**Other Income Schedule**

Description	Revenue And Expenses Per Books	Net Investment Income	Adjusted Net Income
LL CAPITAL PARTNERS I LP	0	9,161	0
LLCP I FIG TREE AIV, LP	0	47,718	0
LONE CASCADE, L P	0	-25,277	0
LONE STAR REAL ESTATE FUND II (US), LP	0	59,979	0
LONE STAR REAL ESTATE FUND III (US), LP	0	-114,428	0
LONE STAR REAL ESTATE FUND V (US), LP	0	-73,485	0
MARLIN EQUITY IV, LP	0	-9,680	0
MARLIN EQUITY IV AIV, L P	0	-205	0
MARLIN HERITAGE AIV, LP	0	-98	0
MARLIN IV CAYMAN AIV L P	0	-36	0
MARLIN HERITAGE L P	0	4,372	0
MARLIN HERITAGE CAYMAN AIV, L P	0	6,836	0
MARLIN HERITAGE II, L P	0	-8,438	0
NORTHGATE VENTURE GROWTH II, LP	0	-1,336	0
PERMIT CAPITAL MORTGAGE FUND LP	0	9,864	0
RENAISSANCE INSTITUTIONAL EQUITIES FUND, LLC	0	37,695	0
RESOURCE CAPITAL FUND V, LP	0	-11,342	0
RESOURCE CAPITAL FUND VI, LP	0	9,927	0
WELLINGTON CTF DIVERSIFIED INFLATION HEDGE PORTFOLIO	28,617	-1,077	28,617
WELLS CAPITAL MANAGEMENT, INC (FINAL)	0	2,624,013	0

# Other Income Schedule

Description	Revenue And Expenses Per Books	Net Investment Income	Adjusted Net Income
OTHER INVESTMENT REVENUE	78,131	78,131	78,131

**TY 2017 Other Increases Schedule**

**Name:** THE FLETCHER JONES FOUNDATION  
**EIN:** 23-7030155

Description	Amount
NET UNREALIZED GAIN ON INVESTMENTS	18,123,923



**TY 2017 Other Liabilities Schedule****Name:** THE FLETCHER JONES FOUNDATION**EIN:** 23-7030155

Description	Beginning of Year - Book Value	End of Year - Book Value
SECURITIES PURCHASED PAYABLE	111,739	0
DEFERRED TAX	453,000	794,000

**TY 2017 Other Professional Fees Schedule****Name:** THE FLETCHER JONES FOUNDATION**EIN:** 23-7030155

<b>Category</b>	<b>Amount</b>	<b>Net Investment Income</b>	<b>Adjusted Net Income</b>	<b>Disbursements for Charitable Purposes</b>
INVESTMENT MANAGEMENT FEES	1,637,890	1,817,937		0

**TY 2017 Taxes Schedule****Name:** THE FLETCHER JONES FOUNDATION**EIN:** 23-7030155

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
FOREIGN TAXES	1,715	19,048		0
EXCISE TAXES	376,000	0		0