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Form **990-PF**

Department of the Treasury
Internal Revenue Service

Return of Private Foundation

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

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

OMB No 1545-0052

2017

Open to Public Inspection

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

Name of foundation
ELEANOR LLOYD DEES FOUNDATION

A Employer identification number
95-4192075

Number and street (or P O box number if mail is not delivered to street address) Room/suite
2049 CENTURY PARK EAST NO 200

B Telephone number (see instructions)
(310) 785-6145

City or town, state or province, country, and ZIP or foreign postal code
LOS ANGELES, CA 90067

C If exemption application is pending, check here ▶ ☐

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

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

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

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

I Fair market value of all assets at end of year *(from Part II, col (c), line 16)*▶$ 3,238,687

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

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

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

			(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
Revenue	1	Contributions, gifts, grants, etc , received (attach schedule)				
	2	Check ▶ ☑ if the foundation is **not** required to attach Sch B				
	3	Interest on savings and temporary cash investments	7,829	7,829		
	4	Dividends and interest from securities	67,758	67,758		
	5a	Gross rents				
	b	Net rental income or (loss)				
	6a	Net gain or (loss) from sale of assets not on line 10	142,729			
	b	Gross sales price for all assets on line 6a 523,003				
	7	Capital gain net income (from Part IV, line 2)		142,729		
	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)	121	121		
	12	**Total.** Add lines 1 through 11	218,437	218,437		
Operating and Administrative Expenses	13	Compensation of officers, directors, trustees, etc	0	0		0
	14	Other employee salaries and wages				
	15	Pension plans, employee benefits				
	16a	Legal fees (attach schedule)				
	b	Accounting fees (attach schedule)	11,395	7,407		3,989
	c	Other professional fees (attach schedule)	29,428	29,428		0
	17	Interest				
	18	Taxes (attach schedule) (see instructions)	5,144	1,408		130
	19	Depreciation (attach schedule) and depletion				
	20	Occupancy				
	21	Travel, conferences, and meetings				
	22	Printing and publications				
	23	Other expenses (attach schedule)				
	24	**Total operating and administrative expenses.** Add lines 13 through 23	45,967	38,243		4,119
	25	Contributions, gifts, grants paid	138,500			138,500
	26	**Total expenses and disbursements.** Add lines 24 and 25	184,467	38,243		142,619
	27	Subtract line 26 from line 12				
	a	**Excess of revenue over expenses and disbursements**	33,970			
	b	**Net investment income** (if negative, enter -0-)		180,194		
	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 (a) Book Value	End of year (b) Book Value	(c) Fair Market Value
Assets	1	Cash—non-interest-bearing			
	2	Savings and temporary cash investments	167,852	217,772	217,772
	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	6,395	2,788	2,788
	10a	Investments—U S and state government obligations (attach schedule)			
	b	Investments—corporate stock (attach schedule)	1,860,749	1,851,404	2,776,110
	c	Investments—corporate bonds (attach schedule)	75,005	75,005	75,673
	11	Investments—land, buildings, and equipment basis ▶			
		Less accumulated depreciation (attach schedule) ▶			
	12	Investments—mortgage loans			
	13	Investments—other (attach schedule)	188,347	185,349	166,344
	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)	2,298,348	2,332,318	3,238,687
Liabilities	17	Accounts payable and accrued expenses			
	18	Grants payable			
	19	Deferred revenue			
	20	Loans from officers, directors, trustees, and other disqualified persons			
	21	Mortgages and other notes payable (attach schedule)			
	22	Other liabilities (describe ▶)			
	23	**Total liabilities**(add lines 17 through 22)	0	0	
Net Assets or Fund Balances		**Foundations that follow SFAS 117, check here ▶ ☐ and complete lines 24 through 26 and lines 30 and 31.**			
	24	Unrestricted			
	25	Temporarily restricted			
	26	Permanently restricted			
		Foundations that do not follow SFAS 117, check here ▶ ☑ and complete lines 27 through 31.			
	27	Capital stock, trust principal, or current funds	0	0	
	28	Paid-in or capital surplus, or land, bldg , and equipment fund	1,546,902	1,546,902	
	29	Retained earnings, accumulated income, endowment, or other funds	751,446	785,416	
	30	**Total net assets or fund balances** (see instructions)	2,298,348	2,332,318	
	31	**Total liabilities and net assets/fund balances** (see instructions)	2,298,348	2,332,318	

Part III **Analysis of Changes in Net Assets or Fund Balances**

1	Total net assets or fund balances at beginning of year—Part II, column (a), line 30 (must agree with end-of-year figure reported on prior year's return)	1	2,298,348
2	Enter amount from Part I, line 27a	2	33,970
3	Other increases not included in line 2 (itemize) ▶	3	0
4	Add lines 1, 2, and 3	4	2,332,318
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	2,332,318

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)
1 a	US TRUST			
b	CAPITAL GAINS DIVIDENDS	P		
c				
d				
e				

	(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
a	502,661		380,274	122,387
b	20,342			20,342
c				
d				
e				

	Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			
	(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	(l) Gains (Col (h) gain minus col (k), but not less than -0-) **or** Losses (from col (h))
a				122,387
b				20,342
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	142,729
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 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	146,639	2,882,646	0 050870
2015	145,692	3,020,567	0 048233
2014	160,031	3,117,726	0 051329
2013	129,038	3,018,299	0 042752
2012	135,578	2,870,497	0 047232

2 Total of line 1, column (d)	2	0 240416
3 Average distribution ratio for the 5-year base period—divide the total on line 2 by 5, or by the number of years the foundation has been in existence if less than 5 years	3	0 048083
4 Enter the net value of noncharitable-use assets for 2017 from Part X, line 5	4	3,081,527
5 Multiply line 4 by line 3	5	148,169
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	1,802
7 Add lines 5 and 6	7	149,971
8 Enter qualifying distributions from Part XII, line 4 , ...	8	142,619

If line 8 is equal to or greater than line 7, check the box in Part VI, line 1b, and complete that part using a 1% tax rate See the Part VI instructions

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

1a	Exempt operating foundations described in section 4940(d)(2), check here ▶ ☐ and enter "N/A" on line 1 Date of ruling or determination letter ________ **(attach copy of letter if necessary–see instructions)**				
b	Domestic foundations that meet the section 4940(e) requirements in Part V, check here ▶ ☐ and enter 1% of Part I, line 27b			1	3,604
c	All other domestic foundations enter 2% of line 27b Exempt foreign organizations enter 4% of Part I, line 12, col (b)				
2	Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)			2	0
3	Add lines 1 and 2.			3	3,604
4	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)			4	0
5	**Tax based on investment income.** Subtract line 4 from line 3 If zero or less, enter -0-			5	3,604
6	Credits/Payments				
a	2017 estimated tax payments and 2016 overpayment credited to 2017	6a	6,395		
b	Exempt foreign organizations—tax withheld at source	6b			
c	Tax paid with application for extension of time to file (Form 8868)	6c			
d	Backup withholding erroneously withheld	6d	0		
7	Total credits and payments Add lines 6a through 6d.			7	6,395
8	Enter any **penalty** for underpayment of estimated tax Check here ☐ if Form 2220 is attached			8	0
9	**Tax due.** If the total of lines 5 and 8 is more than line 7, enter **amount owed** ▶			9	
10	**Overpayment.** If line 7 is more than the total of lines 5 and 8, enter the **amount overpaid** ▶			10	2,791
11	Enter the amount of line 10 to be **Credited to 2018 estimated tax** ▶ 2,791 **Refunded** ▶			11	0

Part VII-A Statements Regarding Activities

			Yes	No
1a	During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?	1a		No
b	Did it spend more than $100 during the year (either directly or indirectly) for political purposes (see Instructions for definition)? *If the answer is "Yes" to **1a** or **1b**, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities*	1b		No
c	Did the foundation file **Form 1120-POL** for this year?	1c		No
d	Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year **(1)** On the foundation ▶ $ 0 **(2)** On foundation managers ▶ $ 0			
e	Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers ▶ $ 0			
2	Has the foundation engaged in any activities that have not previously been reported to the IRS? *If "Yes," attach a detailed description of the activities*	2		No
3	Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? *If "Yes," attach a conformed copy of the changes*	3		No
4a	Did the foundation have unrelated business gross income of $1,000 or more during the year?	4a		No
b	If "Yes," has it filed a tax return on **Form 990-T** for this year?	4b		
5	Was there a liquidation, termination, dissolution, or substantial contraction during the year? *If "Yes," attach the statement required by General Instruction T*	5		No
6	Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	6	Yes	
7	Did the foundation have at least $5,000 in assets at any time during the year? *If "Yes," complete Part II, col (c), and Part XV*	7	Yes	
8a	Enter the states to which the foundation reports or with which it is registered (see instructions) ▶CA			
b	If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by General Instruction G? *If "No," attach explanation*	8b	Yes	
9	Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2017 or the taxable year beginning in 2017 (see instructions for Part XIV)? *If "Yes," complete Part XIV*	9		No
10	Did any persons become substantial contributors during the tax year? *If "Yes," attach a schedule listing their names and addresses*	10		No

Part VII-A Statements Regarding Activities (continued)

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

Website address ▶N/A

14 The books are in care of ▶CHERYL A STEWART Telephone no ▶(310) 785-6145

Located at ▶2049 CENTURY PARK EAST SUITE 200 LOS ANGELES CA ZIP+4 ▶90067

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

			Yes	No
16	At any time during calendar year 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?	16		No
	See instructions for exceptions and filing requirements for FinCEN Form 114, Report of Foreign Bank and Financial Accounts (FBAR) If "Yes", enter the name of the foreign country ▶			

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

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

				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?	☐ Yes ☑ No			
	(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person?.	☐ Yes ☑ No			
	(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person?	☐ Yes ☑ No			
	(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person?	☐ Yes ☑ No			
	(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)?.	☐ Yes ☑ No			
	(6) Agree to pay money or property to a government official? (**Exception.** Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days).	☐ Yes ☑ No			
b	If any answer is "Yes" to 1a(1)–(6), did **any** of the acts fail to qualify under the exceptions described in Regulations section 53 4941(d)-3 or in a current notice regarding disaster assistance (see instructions)?		1b		
	Organizations relying on a current notice regarding disaster assistance check here. ▶	☐			
c	Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2017?.		1c		No
2	Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5))				
a	At the end of tax year 2017, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2017?.	☐ Yes ☑ No			
	If "Yes," list the years ▶ 20____ , 20____ , 20____ , 20____				
b	Are there any years listed in 2a for which the foundation is **not** applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to **all** years listed, answer "No" and attach statement—see instructions) .		2b		
c	If the provisions of section 4942(a)(2) are being applied to **any** of the years listed in 2a, list the years here ▶ 20____ , 20____ , 20____ , 20____				
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year?.	☐ Yes ☑ No			
b	If "Yes," did it have excess business holdings in 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).*		3b		
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?		4a		No
b	Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2017?		4b		No

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

5a	During the year did the foundation pay or incur any amount to				
	(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))?	☐ Yes ☑ No			
	(2) Influence the outcome of any specific public election (see section 4955), or to carry on, directly or indirectly, any voter registration drive?	☐ Yes ☑ No			
	(3) Provide a grant to an individual for travel, study, or other similar purposes?	☐ Yes ☑ No			
	(4) Provide a grant to an organization other than a charitable, etc , organization described in section 4945(d)(4)(A)? (see instructions)	☐ Yes ☑ No			
	(5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals?	☐ Yes ☑ No			
b	If any answer is "Yes" to 5a(1)–(5), did **any** of the transactions fail to qualify under the exceptions described in Regulations section 53 4945 or in a current notice regarding disaster assistance (see instructions)?		**5b**		
	Organizations relying on a current notice regarding disaster assistance check here ▶ ☐				
c	If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant?	☐ Yes ☐ No			
	If "Yes," attach the statement required by Regulations section 53 4945–5(d)				
6a	Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract?	☐ Yes ☑ No			
b	Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract?		**6b**		No
	If "Yes" to 6b, file Form 8870				
7a	At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction?	☐ Yes ☑ No			
b	If yes, did the foundation receive any proceeds or have any net income attributable to the transaction?		**7b**		

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
ALEXANDRA T DEES 2049 CENTURY PARK EAST - STE 200 LOS ANGELES, CA 90067	PRESIDENT 1 00	0	0	0
C ABIGAIL DEES 2049 CENTURY PARK EAST - STE 200 LOS ANGELES, CA 90067	SECRETARY 1 00	0	0	0

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

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

Total number of other employees paid over $50,000. . . . . ▶ 0

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
NONE		

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

Part IX-A Summary of Direct Charitable Activities

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

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	2,828,716
b	Average of monthly cash balances.	1b	299,738
c	Fair market value of all other assets (see instructions).	1c	0
d	**Total** (add lines 1a, b, and c).	1d	3,128,454
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation). — 1e: 0		
2	Acquisition indebtedness applicable to line 1 assets.	2	0
3	Subtract line 2 from line 1d.	3	3,128,454
4	Cash deemed held for charitable activities Enter 1 1/2% of line 3 (for greater amount, see instructions).	4	46,927
5	**Net value of noncharitable-use assets.** Subtract line 4 from line 3 Enter here and on Part V, line 4	5	3,081,527
6	**Minimum investment return.** Enter 5% of line 5.	6	154,076

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	154,076
2a	Tax on investment income for 2017 from Part VI, line 5. — 2a: 3,604		
b	Income tax for 2017 (This does not include the tax from Part VI). — 2b:		
c	Add lines 2a and 2b.	2c	3,604
3	Distributable amount before adjustments Subtract line 2c from line 1.	3	150,472
4	Recoveries of amounts treated as qualifying distributions.	4	0
5	Add lines 3 and 4.	5	150,472
6	Deduction from distributable amount (see instructions).	6	0
7	**Distributable amount** as adjusted Subtract line 6 from line 5 Enter here and on Part XIII, line 1.	7	150,472

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	142,619
b	Program-related investments—total from Part IX-B.	1b	0
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc , purposes.	2	
3	Amounts set aside for specific charitable projects that satisfy the		
a	Suitability test (prior IRS approval required).	3a	
b	Cash distribution test (attach the required schedule).	3b	
4	**Qualifying distributions.** Add lines 1a through 3b Enter here and on Part V, line 8, and Part XIII, line 4	4	142,619
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	0
6	**Adjusted qualifying distributions.** Subtract line 5 from line 4.	6	142,619

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				150,472
2 Undistributed income, if any, as of the end of 2017				
a Enter amount for 2016 only.			138,556	
b Total for prior years 20___ , 20___ , 20___		0		
3 Excess distributions carryover, if any, to 2017				
a From 2012.				
b From 2013.				
c From 2014.				
d From 2015.				
e From 2016.				
f **Total** of lines 3a through e.	0			
4 Qualifying distributions for 2017 from Part XII, line 4 ▶ $ 142,619				
a Applied to 2016, but not more than line 2a			138,556	
b Applied to undistributed income of prior years (Election required—see instructions).		0		
c Treated as distributions out of corpus (Election required—see instructions).	0			
d Applied to 2017 distributable amount.				4,063
e Remaining amount distributed out of corpus	0			
5 Excess distributions carryover applied to 2017 *(If an amount appears in column (d), the same amount must be shown in column (a))*	0			0
6 **Enter the net total of each column as indicated below:**				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5	0			
b Prior years' undistributed income Subtract line 4b from line 2b		0		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed.		0		
d Subtract line 6c from line 6b Taxable amount —see instructions		0		
e Undistributed income for 2016 Subtract line 4a from line 2a Taxable amount—see instructions			0	
f Undistributed income for 2017 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2018				146,409
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (Election may be required - see instructions)	0			
8 Excess distributions carryover from 2012 not applied on line 5 or line 7 (see instructions) . . .	0			
9 **Excess distributions carryover to 2018.** Subtract lines 7 and 8 from line 6a	0			
10 Analysis of line 9				
a Excess from 2013. . . .				
b Excess from 2014. . . .				
c Excess from 2015. . . .				
d Excess from 2016. . . .				
e Excess from 2017. . . .				

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

1a If the foundation has received a ruling or determination letter that it is a private operating foundation, and the ruling is effective for 2017, enter the date of the ruling. . . . . . . ▶

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

	Tax year	Prior 3 years			**(e) Total**
	(a) 2017	**(b)** 2016	**(c)** 2015	**(d)** 2014	
2a Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed					
b 85% of line 2a					
c Qualifying distributions from Part XII, line 4 for each year listed					
d Amounts included in line 2c not used directly for active conduct of exempt activities					
e Qualifying distributions made directly for active conduct of exempt activities Subtract line 2d from line 2c					
3 Complete 3a, b, or c for the alternative test relied upon					
a "Assets" alternative test—enter **(1)** Value of all assets					
(2) Value of assets qualifying under section 4942(j)(3)(B)(i)					
b "Endowment" alternative test— enter 2/3 of minimum investment return shown in Part X, line 6 for each year listed					
c "Support" alternative test—enter **(1)** Total support other than gross investment income (interest, dividends, rents, payments on securities loans (section 512(a)(5)), or royalties)					
(2) Support from general public and 5 or more exempt organizations as provided in section 4942(j)(3)(B)(iii)					
(3) Largest amount of support from an exempt organization					
(4) Gross investment income					

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

1 Information Regarding Foundation Managers:

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

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

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

Check here ▶ ☑ if the foundation only makes contributions to preselected charitable organizations and does not accept unsolicited requests for funds If the foundation makes gifts, grants, etc (see instructions) to individuals or organizations under other conditions, complete items 2a, b, c, and d

a The name, address, and telephone number or email address of the person to whom applications should be addressed

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

c Any submission deadlines

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

Part XV Supplementary Information (continued)

3 Grants and Contributions Paid During the Year or Approved for Future Payment

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a *Paid during the year* See Additional Data Table				
Total . . . . ▶ **3a**				138,500
b *Approved for future payment*				
Total . . . . ▶ **3b**				0

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated	Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income (See instructions)
	(a) Business code	(b) Amount	(c) Exclusion code	(d) Amount	
1 Program service revenue					
a					
b					
c					
d					
e					
f					
g Fees and contracts from government agencies					
2 Membership dues and assessments. . . .					
3 Interest on savings and temporary cash investments			14	7,829	
4 Dividends and interest from securities. . . .			14	67,758	
5 Net rental income or (loss) from real estate					
a Debt-financed property.					
b Not debt-financed property.					
6 Net rental income or (loss) from personal property					
7 Other investment income.	900099	121			
8 Gain or (loss) from sales of assets other than inventory			18	142,729	
9 Net income or (loss) from special events					
10 Gross profit or (loss) from sales of inventory					
11 Other revenue a					
b					
c					
d					
e					
12 Subtotal Add columns (b), (d), and (e). .		121		218,316	0

13 **Total.** Add line 12, columns (b), (d), and (e). 13 218,437

(See worksheet in line 13 instructions to verify calculations)

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

Line No. ▼	Explain below how each activity for which income is reported in column (e) of Part XVI-A contributed importantly to the accomplishment of the foundation's exempt purposes (other than by providing funds for such purposes) (See instructions)

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

		Yes	No
1 Did the organization directly or indirectly engage in any of the following with any other organization described in section 501 (c) of the Code (other than section 501(c)(3) organizations) or in section 527, relating to political organizations?			
a Transfers from the reporting foundation to a noncharitable exempt organization of			
(1) Cash.	**1a(1)**		No
(2) Other assets.	**1a(2)**		No
b Other transactions			
(1) Sales of assets to a noncharitable exempt organization.	**1b(1)**		No
(2) Purchases of assets from a noncharitable exempt organization.	**1b(2)**		No
(3) Rental of facilities, equipment, or other assets.	**1b(3)**		No
(4) Reimbursement arrangements.	**1b(4)**		No
(5) Loans or loan guarantees.	**1b(5)**		No
(6) Performance of services or membership or fundraising solicitations.	**1b(6)**		No
c Sharing of facilities, equipment, mailing lists, other assets, or paid employees.	**1c**		No

d If the answer to any of the above is "Yes," complete the following schedule Column **(b)** should always show the fair market value of the goods, other assets, or services given by the reporting foundation If the foundation received less than fair market value in any transaction or sharing arrangement, show in column **(d)** the value of the goods, other assets, or services received

(a) Line No	**(b)** Amount involved	**(c)** Name of noncharitable exempt organization	**(d)** Description of transfers, transactions, and sharing arrangements

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

b If "Yes," complete the following schedule

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

Sign Here

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

******	2018-11-07	******
Signature of officer or trustee	Date	Title

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

Paid Preparer Use Only

Print/Type preparer's name	Preparer's Signature	Date	Check if self-employed ▶ ☐	PTIN
NAZ AFSHAR				P00441843
Firm's name ▶ GURSEY SCHNEIDER LLP				Firm's EIN ▶95-3309779
Firm's address ▶ 1888 CENTURY PARK EAST SUITE 900 LOS ANGELES, CA 900671735				Phone no (310) 552-0960

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a *Paid during the year*				
AMERICAN CIVIL LIBERTIES UNION 125 BROAD STREET 18TH FLOOR NEW YORK, NY 10004	NONE	PUBLIC CHARITY	SOCIAL - GENERAL OPERATING SUPPORT	2,500
ANIMALS ASIA FOUNDATION 300 BROADWAY STE 32 SAN FRANCISCO, CA 94133	NONE	PUBLIC CHARITY	ANIMAL WELFARE - GENERAL OPERATING SUPPORT	1,000
BLUE MOUNTAIN WILDLIFE 71046 APPALOOSA LANE PENDLETON, OR 97801	NONE	PUBLIC CHARITY	ANIMAL WELFARE - GENERAL OPERATING SUPPORT	2,500
Total . . . . ▶ **3a**				138,500

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a *Paid during the year*				
BOYS AND GIRLS CLUB OF WESTERN TREASURE VALLEY PO BOX 876 ONTARIO, OR 97914	NONE	PUBLIC CHARITY	EDUCATIONAL - GENERAL OPERATING SUPPORT	5,000
CALIFORNIA WILDLIFE CENTER PO BOX 2022 MALIBU, CA 90265	NONE	PUBLIC CHARITY	ANIMAL WELFARE - GENERAL OPERATING SUPPORT	5,000
COMMITTEE TO PROTECT JOURNALISTS 330 SEVENTH AVE 11TH FL NEW YORK, NY 10001	NONE	PUBLIC CHARITY	SOCIAL - GENERAL OPERATING SUPPORT	1,000
Total . . . . ▶ **3a**				138,500

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a *Paid during the year*				
COMMUNITY IN ACTION 915 SW 3RD AVE ONTARIO, OR 97914	NONE	PUBLIC CHARITY	SOCIAL - GENERAL OPERATING SUPPORT	5,000
CROSSROADS CAMPUS 707 MONROE STREET NASHVILLE, TN 37208	NONE	PUBLIC CHARITY	SOCIAL - GENERAL OPERATING SUPPORT	3,000
DOWNTOWN DOG RESCUE 10941 GARFIELD PLACE SOUTH GATE, CA 90280	NONE	PUBLIC CHARITY	ANIMAL WELFARE - GENERAL OPERATING SUPPORT	1,500
Total . . . . ▶ **3a**				138,500

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a *Paid during the year*				
EQUAL JUSTICE INITIATIVE 122 COMMERCE STREET MONTGOMERY, AL 36104	NONE	PUBLIC CHARITY	SOCIAL - GENERAL OPERATING SUPPORT	2,500
FOUR PAWS INTERNATIONAL 6 BEACON STREET STE 1110 BOSTON, MA 02108	NONE	PUBLIC CHARITY	ANIMAL WELFARE - GENERAL OPERATING SUPPORT	1,500
FRIENDS OF HANNAH RESCUE 123 BIG STATION CAMP BLVD GALLATIN, TN 37066	NONE	PUBLIC CHARITY	EDUCATIONAL - GENERAL OPERATING SUPPORT	4,000
Total . . . . ▶ **3a**				138,500

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a *Paid during the year*				
FRIENDS OF THE CORNELL LAB OF ORNITHOLOGY C/O P H BARTELS 289 GREENWICH AVE GREENWICH, CT 06830	NONE	PUBLIC CHARITY	ENVIRONMENTAL - GENERAL OPERATING SUPPORT	2,500
LIBRARIES OF EASTERN OREGON PO BOX 11 MORO, OR 97039	NONE	PUBLIC CHARITY	EDUCATIONAL - GENERAL OPERATING SUPPORT	5,000
NATIONAL CENTER FOR LESBIAN RIGHTS 870 MARKET STREET 370 SAN FRANCISCO, CA 94102	NONE	PUBLIC CHARITY	SOCIAL - GENERAL OPERATING SUPPORT	25,000
Total . . . . ▶ **3a**				138,500

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a *Paid during the year*				
OASIS SANCTUARYPO BOX 2166 SCOTTSDALE, AZ 85252	NONE	PUBLIC CHARITY	ENVIRONMENTAL - GENERAL OPERATING SUPPORT	5,000
OVERNIGHT PRODUCTIONS PO BOX 1065 LOS ANGELES, CA 90080	NONE	PUBLIC CHARITY	RADIO & TELEVISION BROADCASTING - GENERAL OPERATING SUPPORT	1,000
RAINFOREST TRUST7078 AIRLIE ROAD WARRENTON, VA 20187	NONE	PUBLIC CHARITY	ENVIRONMENTAL - GENERAL OPERATING SUPPORT	2,500
Total . . . . ▶ 3a				138,500

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a *Paid during the year*				
ROCKY MOUNTAIN ELK FOUNDATION 5705 GRANT CREEK MISSOULA, MT 59808	NONE	PUBLIC CHARITY	ENVIRONMENTAL - GENERAL OPERATING SUPPORT	2,500
SANILAC COUNTY COMMUNITY FOUNDATION PO BOX 307 SANDUSKY, MI 48471	NONE	PUBLIC CHARITY	SOCIAL - GENERAL OPERATING SUPPORT	15,000
SOI DOG FOUNDATION USA 3426 SW ARNOLD STREET PORTLAND, OR 97219	NONE	PUBLIC CHARITY	ANIMAL WELFARE - GENERAL OPERATING SUPPORT	2,000
Total . . . . ▶ 3a				138,500

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a *Paid during the year*				
SOUTHERN POVERTY LAW CENTER 400 WASHINGTON AVE MONTGOMERY, AL 36104	NONE	PUBLIC CHARITY	SOCIAL - GENERAL OPERATING SUPPORT	1,000
THE ANIPLANT PROJECTPO BOX 256792 CHICAGO, IL 60625	NONE	PUBLIC CHARITY	ENVIRONMENTAL - GENERAL OPERATING SUPPORT	2,500
THE ELEPHANT SANCTUARYPO BOX 393 HOHENWALD, TN 38462	NONE	PUBLIC CHARITY	ENVIRONMENTAL - GENERAL OPERATING SUPPORT	2,000
Total . . . . ▶ **3a**				138,500

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a *Paid during the year*				
THE NATURE CONSERVANCY 4245 N FAIRFAX DRIVE STE 100 ARLINGTON, VA 22203	NONE	PUBLIC CHARITY	ENVIRONMENTAL - GENERAL OPERATING SUPPORT	25,000
WALDEN'S PUDDLEPO BOX 641 JOELTON, TN 37080	NONE	PUBLIC CHARITY	ANIMAL WELFARE - GENERAL OPERATING SUPPORT	3,000
WORLD PARROT TRUSTPO BOX 935 LAKE ALFRED, FL 33850	NONE	PUBLIC CHARITY	ANIMAL WELFARE - GENERAL OPERATING SUPPORT	10,000
Total . . . . ▶ **3a**				138,500

TY 2017 Accounting Fees Schedule

Name: ELEANOR LLOYD DEES FOUNDATION

EIN: 95-4192075

Accounting Fees Schedule

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
ACCOUNTING	11,395	7,407		3,989

TY 2017 Investments Corporate Bonds Schedule

Name: ELEANOR LLOYD DEES FOUNDATION

EIN: 95-4192075

Investments Corporate Bonds Schedule

Name of Bond	End of Year Book Value	End of Year Fair Market Value
75000 GENERAL ELEC CAP CORP	75,005	75,673

TY 2017 Investments Corporate Stock Schedule

Name: ELEANOR LLOYD DEES FOUNDATION
EIN: 95-4192075

Name of Stock	End of Year Book Value	End of Year Fair Market Value
62 KBC GROUP	2,553	2,647
34 HOYA CORP	1,798	1,699
66 TOWER SEMICONDUCTOR LTD	1,910	2,249
348 DEUTSCHE BOERSE	3,587	4,045
8 CORE LABORATORIES	819	876
106 GIVAUDAN	2,269	4,899
282 BRENNTAG AG	3,270	3,574
283 CISCO SYS INC	5,830	10,839
40 TOKYO ELECTRON LTD	1,582	1,811
26 DBS GROUP HLDGS LTD	1,919	1,934
400 KROGER CO	8,972	10,980
67 TAIWAN SEMICONDUCTOR MFG LTD	1,858	2,657
6.667 DELPHI TECHNOLOGIES PLC	0	350
20 APTIV PLC JERSEY	1,771	1,697
132 PAYPAL HOLDINGS INC	9,698	9,718
115 SCHLUMBERGER LTD CURACAO	7,145	7,750
29 TE CONNECTIVITY LTD	1,933	2,756
900 ISHRAES EDGE MSCI MIN VOL EMERGING MKTS ETF	49,486	54,684
148 LONDON STK EXCHANGE GROUP PLC	1,887	1,933
105 UNITED PARCEL SVC INC CL B	11,143	12,511
14889.196 METRO WEST T/R BD CL I	160,000	158,719
103 LOREAL CO	2,985	4,575
250 NATIONAL AUSTRALIA BK LTD	2,985	2,891
237 APPLIED MATLS INC	13,095	12,115
51 PIONEER NAT RES CO	9,206	8,815
256 CDK GLOBAL INC	1,095	18,248
77 KAO CORP	4,051	5,208
49 ENBRIDGE INC	1,944	1,916
27 OMRON CORP	1,178	1,611
30 TOYOTA MOTOR CORP	2,846	3,815

Name of Stock	End of Year Book Value	End of Year Fair Market Value
140 BUNZL PLC	2,244	3,924
38 DOMINOS PIZZA INC	7,070	7,180
36 UNITEDHEALTH GROUP INC	6,053	7,937
132 BRAMBLES LTD	2,063	2,079
510 NESTLE	3,989	43,856
78 AERCAP HOLDINGS NV	3,178	4,104
21 WILLIS TOWERS	2,614	3,164
168 SGS	3,128	4,381
45 ULTA	11,180	10,065
210 BRIDGESTONE CORP	3,823	4,882
51 CHECK POINT SOFTWARE TECH LTD	2,651	5,285
147 VALEO	3,545	5,496
143 PERNOD RICARD	2,989	4,532
95 HEINEKEN	4,073	4,958
170 SAMSONITE INTL	2,668	3,904
32 ARKEMA	2,532	3,902
167 SODEXO	2,683	4,494
32 AON PLC	2,241	4,288
240 SCHNEIDER ELEC SE	3,129	4,084
240 SANTEN PHARMACEUTICAL CO LTD	2,871	3,773
107 TORCHMARK CORP	3,546	9,706
73 NVIDIA CORP	7,323	14,126
23201.059 DOUBLELINE TOTAL RETURN BD FUND CL I	255,000	246,627
23 DAIKIN INDS LTD	2,816	5,445
84 SONOVA HLDG	2,014	2,624
185 COMPASS GROUP PLC	3,175	4,004
79 NIELSEN HLDGS PLC	3,163	2,876
351 COMPAGNIE FINANCIERE RICHEMONT AG	3,185	3,180
97 SENSATA TECH HLDG	3,764	4,958
26 SILICON MOTION TECHNOLOGY CORP	1,278	1,377

Name of Stock	End of Year Book Value	End of Year Fair Market Value
72 TOTAL SA	3,299	3,980
16 BAIDU INC	2,669	3,747
72 CONTINENTAL AG	3,353	3,891
273 RELX PLC	2,972	6,470
261 SMC CORP	3,358	5,373
353 JULIUS BAER GROUP LTD	3,649	4,318
110 SUNCOR ENERGY INC NEW COM	3,792	4,039
255 TARGET CORP	15,033	16,639
277 NORDEA BK AB	2,782	3,359
50 ASML HOLDINGS NV	3,899	8,691
57 SAP SE	3,936	6,405
56 NOVARTIS	3,307	4,702
101 AIA GROUP LTD	2,727	3,445
281 BARCLAYS PLC	4,309	3,063
118 COGNEX CORP	5,085	7,217
100 NEW ORIENTAL ED & TECHNOLOGY GROUP INC	8,054	9,400
89 FIRST REP BK SAN FRANCISCO CA NEW COM	8,763	7,711
154 AIR LIQUIDE	3,009	3,885
25 MERCADOLIBRE INC	2,902	7,867
721 LLOYDS BANKING GROUP PLC	3,369	2,704
163 EXXON MOBIL CORP	13,774	13,633
224 CIELO	1,623	1,588
34 ACUITY BRANDS INC	6,997	5,984
103 PNC FINL SVCS GROUP INC	6,019	14,862
86 JOHNSON & JOHNSON	6,826	12,016
167 TAIWAN SEMICONDUCTOR MFG LTD	2,888	6,622
75 MCKESSON CORP	10,979	11,696
116 QUALCOMM INC	7,216	7,426
15 AMAZON COM INC	5,506	17,542
137 CVS HEALTH CORP	10,920	9,933

Name of Stock	End of Year Book Value	End of Year Fair Market Value
90 MICROSOFT CORP	2,960	7,699
302 UBS GROUP	5,505	5,554
94 PRUDENTIAL	4,193	4,773
88 TRAVELERS COS INC	5,982	11,936
214 ROCHE HLDG LTD	4,795	6,766
125 SALESFORCE COM INC	8,047	12,779
110 CELGENE CORP	6,947	11,480
515 ABBOT LABS	6,447	29,391
94 SERVICENOW INC	7,010	12,257
246 CONOCOPHILLIPS	10,812	13,503
94 EDWARDS LIFESCIENCES CORP	8,413	10,595
107 INTERCONTINENTAL EXCHANGE INC	5,348	7,550
584 DIAMOND OFFSHORE DRILLING INC	11,774	10,857
64 ADOBE SYS INC	5,158	11,215
734 VERIZON COMMUNICATIONS INC	11,330	11,803
44 SHIRE PLC	8,516	6,825
515 BECTON DICKINSON & CO	8,154	110,241
45 COSTCO WHSL CORP NEW	6,859	8,375
775 AUTOMATIC DATA PROCESSING INC	7,696	90,822
10 PRICELINE GROUP INC COM NEW	10,504	17,377
241 US BANCORP DEL	7,483	12,913
121 PEPSICO INC	7,736	14,510
242 WELLS FARGO & CO	7,602	14,682
198 FRANKLIN RES INC	9,381	8,579
340 ROYAL DUTCH SHELL PLC	7,962	22,681
150 SUNTRUST BKS INC	3,581	9,689
111 PPG INDS INC	10,230	12,967
127 LOWES COS INC	9,297	11,803
209 ACTIVISION BLIZZARD INC	8,187	13,234
105 VISA INC	4,129	11,972

Name of Stock	End of Year Book Value	End of Year Fair Market Value
236 SCHWAB CHARLES CORP NEW	6,956	12,123
160 MONSTER BEVERAGE CORP	7,230	10,126
145 SPLUNK INC	7,968	12,012
187 AMERICAN EXPRESS CO	11,854	18,571
212 STARBUCKS CORP	11,950	12,175
127 ALIBABA GROUP HLDG LTD	9,062	21,899
338 GLAXOSMITHKLINE PLC	14,294	11,989
453 EBAY INC	11,129	17,096
1500 MERRILL LYNCH CAP TR III GTD TR PFD SECS	37,505	40,755
86 VERTEX PHARMACEUTICALS INC	7,514	12,888
179 MEDTRONIC PLC	13,590	14,454
944 UNILEVER	13,624	53,166
413 EXELON CORP	13,817	16,276
100 ALEXION PHARMACEUTICALS INC	12,299	11,959
60 ILLUMINA INC	10,020	13,109
97 FACEBOOK INC	4,490	17,117
202 BRISTOL MYERS SQUIBB CO	11,129	12,379
4237.915 COLUMBIA EMERGING MARKETS FUND	43,855	59,119
525 CHEVRON CORP	14,177	65,725
119 WAL-MART STORES INC	7,789	11,751
98 PROCTER & GAMBLE CO	6,576	9,004
730 MCDONALDS CORP	16,373	125,648
4000 ABERDEEN ASIA-PACIFIC INCOME FUND	25,640	19,520
219 NIKE INC	11,203	13,698
356 HONDA	10,796	12,132
515 ABBVIE INC	13,943	49,806
128 TECHTRONIC INDS LTD	2,550	4,171
223 VANGUARD SMALL CAP GROWTH ETF	61,177	97,153
604 VANGUARD SMALL CAP VALUE ETF	61,260	97,461
5055.403 JOHN HANCOCK FDS III DISCIPLINED VALUE MID CAP FUND	75,000	117,841

Name of Stock	End of Year Book Value	End of Year Fair Market Value
2093.18 PRUDENTIAL JENNISON MID-CAP	75,000	80,567
7716.066 PIMCO HIGH YIELD FD INSTL CL	75,000	69,136
775 KELLOGG CO	25,926	52,685
5500 TEMPLETON GLOBAL INCOME FUND	52,820	35,530
40 HENKEL AG & CO	4,032	5,300

TY 2017 Investments - Other Schedule

Name: ELEANOR LLOYD DEES FOUNDATION

EIN: 95-4192075

Investments Other Schedule 2

Category/ Item	Listed at Cost or FMV	Book Value	End of Year Fair Market Value
2215.904 NUVEEN REAL ESTATE SECS FUND CL Y	AT COST	50,000	45,537
4000.203 PIMCO ALL ASSET FUND	AT COST	47,002	48,602
4296.063 BLACKSTONE ALTERNATIVE MULTI-STRATEGY FUND-ISTL	AT COST	43,347	46,097
4177.241 PIMCO COMMODITIESPLUS STRATEGY FUND INSTL CL	AT COST	45,000	26,108

TY 2017 Other Income Schedule

Name: ELEANOR LLOYD DEES FOUNDATION

EIN: 95-4192075

Other Income Schedule

Description	Revenue And Expenses Per Books	Net Investment Income	Adjusted Net Income
CLASS ACTION PROCEEDS FOR SECURITIES LETIGATION	121	121	121

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TY 2017 Other Professional Fees Schedule

Name: ELEANOR LLOYD DEES FOUNDATION

EIN: 95-4192075

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
INVESTMENT MANAGEMENT FEES	29,428	29,428		0

TY 2017 Taxes Schedule

Name: ELEANOR LLOYD DEES FOUNDATION

EIN: 95-4192075

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
FEDERAL EXCISE TAX	3,607	0		0
FRANCHISE TAX	10	0		10
FOREIGN TAX	1,407	1,408		0
TAXES & LICENSE	120	0		120