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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
WARREN & KATHARINE SCHLINGER FOUNDATION

A Employer identification number
95-4494669

Number and street (or P O box number if mail is not delivered to street address) Room/suite
65 ENTERPRISE NO 333

B Telephone number (see instructions)
(714) 693-0413

City or town, state or province, country, and ZIP or foreign postal code
ALISO VIEJO, CA 92656

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)*▶$ 70,913,160

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)	1,476,132			
	2	Check ▶ ☐ if the foundation is **not** required to attach Sch B				
	3	Interest on savings and temporary cash investments	2,710	2,710		
	4	Dividends and interest from securities	1,899,530	1,899,530		
	5a	Gross rents				
	b	Net rental income or (loss)				
	6a	Net gain or (loss) from sale of assets not on line 10	3,102,359			
	b	Gross sales price for all assets on line 6a 20,383,386				
	7	Capital gain net income (from Part IV, line 2)		3,102,359		
	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)	393	393	0	
	12	**Total.** Add lines 1 through 11	6,481,124	5,004,992	0	
Operating and Administrative Expenses	13	Compensation of officers, directors, trustees, etc	0	0	0	0
	14	Other employee salaries and wages				
	15	Pension plans, employee benefits				
	16a	Legal fees (attach schedule)	5,578	0	0	5,578
	b	Accounting fees (attach schedule)	30,785	0	0	30,785
	c	Other professional fees (attach schedule)	155,145	155,145	0	0
	17	Interest				
	18	Taxes (attach schedule) (see instructions)	56,464	8,036	0	48,428
	19	Depreciation (attach schedule) and depletion				
	20	Occupancy				
	21	Travel, conferences, and meetings				
	22	Printing and publications				
	23	Other expenses (attach schedule)	2,467	0	0	2,467
	24	**Total operating and administrative expenses.** Add lines 13 through 23	250,439	163,181	0	87,258
	25	Contributions, gifts, grants paid	3,900,000			3,900,000
	26	**Total expenses and disbursements.** Add lines 24 and 25	4,150,439	163,181	0	3,987,258
	27	Subtract line 26 from line 12				
	a	**Excess of revenue over expenses and disbursements**	2,330,685			
	b	**Net investment income** (if negative, enter -0-)		4,841,811		
	c	**Adjusted net income**(if negative, enter -0-)			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	70,043	36,551	36,551
	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	51,268	2,850	2,850
	10a	Investments—U S and state government obligations (attach schedule)			
	b	Investments—corporate stock (attach schedule)	17,114,869	18,108,886	63,572,799
	c	Investments—corporate bonds (attach schedule)	5,788,886	7,208,546	7,300,960
	11	Investments—land, buildings, and equipment basis ▶ ______ Less accumulated depreciation (attach schedule) ▶ ______			
	12	Investments—mortgage loans			
	13	Investments—other (attach schedule)			
	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)	23,025,066	25,356,833	70,913,160
Liabilities	17	Accounts payable and accrued expenses	1,930		
	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)	1,930	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	23,023,136	25,356,833	
	25	Temporarily restricted			
	26	Permanently restricted			
		Foundations that do not follow SFAS 117, check here ▶ ☐ and complete lines 27 through 31.			
	27	Capital stock, trust principal, or current funds			
	28	Paid-in or capital surplus, or land, bldg , and equipment fund			
	29	Retained earnings, accumulated income, endowment, or other funds			
	30	**Total net assets or fund balances** (see instructions)	23,023,136	25,356,833	
	31	**Total liabilities and net assets/fund balances** (see instructions)	23,025,066	25,356,833	

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	23,023,136
2	Enter amount from Part I, line 27a	2	2,330,685
3	Other increases not included in line 2 (itemize) ▶ ______	3	3,012
4	Add lines 1, 2, and 3	4	25,356,833
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	25,356,833

Part IV **Capital Gains and Losses for Tax on Investment Income**

	(a) List and describe the kind(s) of property sold (e g , real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co)	(b) How acquired P—Purchase D—Donation	(c) Date acquired (mo , day, yr)	(d) Date sold (mo , day, yr)
1a	See Additional Data Table			
b				
c				
d				
e				

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

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

2	Capital gain net income or (net capital loss) { If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7 }	2	3,102,359
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	94,706

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	3,894,027	63,054,169	0 061757
2015	3,371,185	63,315,034	0 053245
2014	3,569,583	67,293,926	0 053045
2013	3,335,259	56,460,556	0 059072
2012	2,688,920	51,310,608	0 052405

2	**Total** of line 1, column (d)	2	0 279524
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 055905
4	Enter the net value of noncharitable-use assets for 2017 from Part X, line 5	4	68,475,510
5	Multiply line 4 by line 3	5	3,828,123
6	Enter 1% of net investment income (1% of Part I, line 27b)	6	48,418
7	Add lines 5 and 6	7	3,876,541
8	Enter qualifying distributions from Part XII, line 4	8	3,987,258

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	48,418
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	48,418
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	48,418
6	Credits/Payments				
a	2017 estimated tax payments and 2016 overpayment credited to 2017	6a	51,268		
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	51,268
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	2,850
11	Enter the amount of line 10 to be **Credited to 2018 estimated tax** ▶ 2,850	**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)?	1b		No
	*If the answer is "Yes" to **1a** or **1b**, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities*			
c	Did the foundation file **Form 1120-POL** for this year?	1c		No
d	Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year **(1)** On the foundation ▶ $ 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		No
7	Did the foundation have at least $5,000 in assets at any time during the year? *If "Yes," complete Part II, col (c), and Part XV*	7	Yes	
8a	Enter the states to which the foundation reports or with which it is registered (see instructions) ▶ CA			
b	If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by General Instruction G? *If "No," attach explanation*	8b	Yes	
9	Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 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	Yes	

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 ▶STACY S SCHLINGER Telephone no ▶(714) 693-0413

Located at ▶75 ENTERPRISE STE M ALISO VIEJO CA ZIP+4 ▶92656

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
SARAH L CHRISMAN 65 ENTERPRISE STE 333 ALISO VIEJO, CA 92656	CFO AND SECRETARY 0 00	0	0	0
NORMAN W SCHLINGER 65 ENTERPRISE STE 333 ALISO VIEJO, CA 92656	VICE PRESIDENT 0 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	69,464,987
b	Average of monthly cash balances.		1b	53,297
c	Fair market value of all other assets (see instructions).		1c	0
d	**Total** (add lines 1a, b, and c).		1d	69,518,284
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	69,518,284
4	Cash deemed held for charitable activities Enter 1 1/2% of line 3 (for greater amount, see instructions).		4	1,042,774
5	**Net value of noncharitable-use assets.** Subtract line 4 from line 3 Enter here and on Part V, line 4		5	68,475,510
6	**Minimum investment return.** Enter 5% of line 5.		6	3,423,776

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	3,423,776
2a	Tax on investment income for 2017 from Part VI, line 5.	2a 48,418		
b	Income tax for 2017 (This does not include the tax from Part VI).	2b		
c	Add lines 2a and 2b.		2c	48,418
3	Distributable amount before adjustments Subtract line 2c from line 1.		3	3,375,358
4	Recoveries of amounts treated as qualifying distributions.		4	0
5	Add lines 3 and 4.		5	3,375,358
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	3,375,358

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	3,987,258
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	3,987,258
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	48,418
6	**Adjusted qualifying distributions.** Subtract line 5 from line 4.	6	3,938,840

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				3,375,358
2 Undistributed income, if any, as of the end of 2017				
a Enter amount for 2016 only.			0	
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. 59,659				
f **Total** of lines 3a through e.	59,659			
4 Qualifying distributions for 2017 from Part XII, line 4 ▶ $ 3,987,258				
a Applied to 2016, but not more than line 2a			0	
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.				3,375,358
e Remaining amount distributed out of corpus	611,900			
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	671,559			
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				0
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (Election may be required - see instructions)	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	671,559			
10 Analysis of line 9				
a Excess from 2013.				
b Excess from 2014.				
c Excess from 2015.				
d Excess from 2016. 59,659				
e Excess from 2017. 611,900				

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**				3,900,000
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 (a) Business code	(b) Amount	Excluded by section 512, 513, or 514 (c) Exclusion code	(d) Amount	(e) Related or exempt function income (See instructions)
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	2,710	
4 Dividends and interest from securities. . . .			14	1,899,530	
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.			14	393	
8 Gain or (loss) from sales of assets other than inventory			18	3,102,359	
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). .		0		5,004,992	0

13 Total. Add line 12, columns (b), (d), and (e). 13 5,004,992

(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

******	2018-11-13	******	May the IRS discuss this return with the preparer shown below (see instr)? ☑ **Yes** ☐ **No**
Signature of officer or trustee	Date	Title	

Paid Preparer Use Only

Print/Type preparer's name	Preparer's Signature	Date	Check if self-employed ▶ ☐	PTIN
MARK C TACKMANN CPA MBA				P00207473
Firm's name ▶ GELMAN LLP				Firm's EIN ▶47-2310177
Firm's address ▶ 1940 E 17TH STREET SANTA ANA, CA 927058606				Phone no (714) 667-2600

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

(a) List and describe the kind(s) of property sold (e g , real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co)	(b) How acquired P—Purchase D—Donation	(c) Date acquired (mo , day, yr)	(d) Date sold (mo , day, yr)
7,950 SHS UNITED PARCEL SVC CL B	P	1994-09-01	2017-12-13
1,000 SHS ISHARES NASDAQ BIOTECH	P	2017-06-28	2017-08-21
31 SHS ISHARES CORE S&P 500	P	2017-08-21	2017-10-17
4,074 58 SHS JANUS HENDERSON FLEXIBLE BOND FUND	P		2017-08-21
4,894 49 SHS AMG YACKTMAN FUND CLASS I	P	2016-12-28	2017-08-21
32,254 19 SHS MFS VALUE FD CL I	P	2017-06-28	2017-08-21
5,563 18 SHS MFS GROWTH FUND CL I	P	2017-08-21	2017-10-17
1,486 11 SHS MFS MASSACHUSETTS INVESTORS TRUST	P	2017-06-30	2017-08-21
1,725 14 SHS MFS RESEARCH FD CL I	P	2016-12-20	2017-08-21
7,976 91 SHS JP MORGAN VALUE ADVANTAGE FD	P	2017-04-25	2017-10-17

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)
947,772		51,834	895,938
303,589		317,180	-13,591
7,964		7,571	393
45,314		45,242	72
113,993		105,525	8,468
1,256,623		1,230,010	26,613
521,493		495,290	26,203
44,895		41,693	3,202
73,784		66,451	7,333
278,235		267,067	11,168

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	
			895,938
			-13,591
			393
			72
			8,468
			26,613
			26,203
			3,202
			7,333
			11,168

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

(a) List and describe the kind(s) of property sold (e g , real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co)	(b) How acquired P—Purchase D—Donation	(c) Date acquired (mo , day, yr)	(d) Date sold (mo , day, yr)
980 88 SHS WILLIAM BLAIR INTL EQUITY	P	2016-12-16	2017-08-21
519 82 SHS OPPENHEIMER INTERNATL GROWTH	P	2016-10-24	2017-10-17
14,187 87 SHS JP MORGAN GROWTH ADVANTAGE FD	P	2017-08-21	2017-10-17
5,476 69 SHS LORD ABBETT FLOATING RATE FUND	P		2017-08-21
261 99 SHS DEUTSCHE GLOBAL INFRASTRUCTURE FUND CL	P	2017-06-26	2017-06-28
354 21 SHS FRANKLIN RISING DIVIDENDS FD	P	2017-08-21	2017-10-17
2,238 88 SHS JANUS HENDERSON GLOBAL	P		2017-08-21
3,078 95 SHS BLACKROCK BASIC VALUE FUND	P	2016-12-07	2017-04-21
5,000 SHS AMERICAN INTERNATIONAL GROUP	P		2017-08-21
10,000 SHS AT&T INC	P	2014-03-13	2017-08-21

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)
15,645		13,379	2,266
22,290		18,642	3,648
284,183		265,455	18,728
50,066		50,334	-268
3,877		3,719	158
21,214		19,929	1,285
21,605		21,592	13
76,758		77,743	-985
305,103		170,835	134,268
375,491		324,500	50,991

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	
			2,266
			3,648
			18,728
			-268
			158
			1,285
			13
			-985
			134,268
			50,991

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

(a) List and describe the kind(s) of property sold (e g , real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co)	(b) How acquired P—Purchase D—Donation	(c) Date acquired (mo , day, yr)	(d) Date sold (mo , day, yr)
2,795 SHS AMGEN INC COM	P		2017-08-21
10,195 SHS CISCO SYSTEMS, INC	P		2017-08-21
5,000 SHS EXXON MOBIL CORP	P		2017-08-21
4,905 SHS EXPRESS SCRIPTS HLDG CO	P	2014-01-10	2017-06-28
20,000 SHS FORD MOTOR CO	P		2017-05-24
4,000 SHS FIRST REP BK SAN FRNCISC CALIF	P		2017-08-21
27,245 SHS GENERAL ELECTRIC	P		2017-08-21
4,000 SHS INTL BUSINESS MACHINES CORP	P		2017-07-26
200 SHS PNC FINCL SERVICES GROUP	P	2014-01-09	2017-08-21
3,000 SHS US BANCORP	P	2013-05-14	2017-08-21

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)
468,832		230,649	238,183
312,874		161,346	151,528
380,624		453,476	-72,852
319,833		353,440	-33,607
219,214		335,296	-116,082
382,094		218,774	163,320
667,912		599,968	67,944
581,387		655,301	-73,914
253,129		158,254	94,875
154,777		101,083	53,694

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	
			238,183
			151,528
			-72,852
			-33,607
			-116,082
			163,320
			67,944
			-73,914
			94,875
			53,694

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

(a) List and describe the kind(s) of property sold (e g , real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co)	(b) How acquired P—Purchase D—Donation	(c) Date acquired (mo , day, yr)	(d) Date sold (mo , day, yr)
3,000 SHS WELLS FARGO & CO	P	2014-10-24	2017-08-21
148,670 SHS JANUS HENDERSON FLEXIBLE BOND FUND	P		2017-08-21
12,387 SHS AMG YACKTMAN FUND CLASS I	P		2017-08-21
21,144 SHS MFS MASSACHUSETTS INVESTORS TRUST	P		2017-08-21
30,336 SHS MFS RESEARCH FD CL I	P		2017-08-21
5,025 SHS WILLIAM BLAIR INTL EQUITY CL I	P		2017-08-21
51,874 SHS LORD ABBETT FLOATING RATE FUND	P		2017-08-21
17,577 SHS DEUTSCHE GLOBAL INFRASTRUCTURE FUND	P		2017-06-28
52,184 SHS JANUS HENDERSON GLOBAL UNCONSTRAINED BOND	P		2017-08-21
94,676 SHS BLACKROCK BASIC VALUE FUND INC	P	2015-12-14	2017-04-21

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)
154,569		153,027	1,542
1,549,582		1,569,173	-19,591
288,470		271,877	16,593
638,760		575,534	63,226
1,297,471		1,134,022	163,449
80,149		65,691	14,458
474,138		487,165	-13,027
259,992		267,748	-7,756
503,577		505,445	-1,868
2,360,273		2,421,098	-60,825

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	
			1,542
			-19,591
			16,593
			63,226
			163,449
			14,458
			-13,027
			-7,756
			-1,868
			-60,825

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

(a) List and describe the kind(s) of property sold (e g , real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co)	(b) How acquired P—Purchase D—Donation	(c) Date acquired (mo , day, yr)	(d) Date sold (mo , day, yr)
10,430 SHS ISHARES RUSSELL 1000	P	2010-12-22	2017-10-17
45,203 SHS AMG YACKTMAN FUND CLASS I	P		2017-08-21
76,051 SHS WILLIAM BLAIR INTL EQUITY	P	2010-12-06	2017-08-21
65,741 SHS LORD ABBETT FLOATING RATE FUND	P		2017-08-21
0 547 SHS AMG YACKTMAN FUND CLASS	P	2014-02-10	2017-08-21
0 057 SHS WILLIAM BLAIR INTL EQUITY	P	2014-02-10	2017-08-21
0 353 SHS LORD ABBETT FLOATING RATE FUND	P	2014-02-10	2017-08-21
CAPITAL GAINS DIVIDENDS	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)
1,203,061		674,609	528,452
1,052,778		754,408	298,370
1,213,013		926,854	286,159
600,873		612,798	-11,925
13			13
1			1
3			3
196,093			196,093

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	
			528,452
			298,370
			286,159
			-11,925
			13
			1
			3
			196,093

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*				
FIVE ACRES - THE BOYS AND GIRLS AID SOCIETY OF LA COUNTY 760 MOUNTAIN VIEW STREET ALTADENA, CA 91001	NONE	EXEMPT	GENERAL SUPPORT	2,000
AMERICAN RED CROSS 430 MADELINE DRIVE PASADENA, CA 91105	NONE	EXEMPT	GENERAL SUPPORT	5,000
BEAR LEAGUEPO BOX 393 HOMEWOOD, CA 96141	NONE	EXEMPT	GENERAL SUPPORT	75,000
Total . . . . ▶ **3a**				3,900,000

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

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a *Paid during the year*				
BOYS AND GIRLS CLUB OF NORTH TAHOE PO BOX 1617 KINGS BEACH, CA 96143	NONE	EXEMPT	GENERAL SUPPORT	150,000
CALIFORNIA INSTITUTE OF TECHNOLOGY 1200 E CALIFORNIA BLVD MC5-32 PASADENA, CA 91125	NONE	EXEMPT	GENERAL SUPPORT AND SCHOLARSHIP PROGRAM	500,000
CARMEL BACH FESTIVALPO BOX 575 CARMEL, CA 93921	NONE	EXEMPT	GENERAL SUPPORT	15,000
Total . . . . ▶ 3a				3,900,000

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

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a *Paid during the year*				
CHILDREN GIVING GIFTS 2322 N BATAVIA STREET SUITE 108 ORANGE, CA 92865	NONE	EXEMPT	GENERAL SUPPORT	55,000
CLAREMONT INSTITUTE 1317 W FOOTHILL BLVD 120 UPLAND, CA 91786	NONE	EXEMPT	GENERAL SUPPORT	5,000
COLEMAN CHAMBER MUSIC ASSOCIATION 225 SOUTH LAKE AVE SUITE 300 PASADENA, CA 91101	NONE	EXEMPT	GENERAL SUPPORT	25,000
Total . . . . ▶ **3a**				3,900,000

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

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a *Paid during the year*				
COMMUNITY CONCERN FOR CATS PO BOX 3795 WALNUT CREEK, CA 94598	NONE	EXEMPT	GENERAL SUPPORT	100,000
CONTRA COSTA INTERFAITH HOUSING 399 TAYLOR BLVD 115 PLEASANT HILL, CA 94523	NONE	EXEMPT	GENERAL SUPPORT	10,000
HOUSE EAR INSTITUTE 2100 W THIRD STREET LOS ANGELES, CA 90057	NONE	EXEMPT	GENERAL SUPPORT	30,000
Total . . . . ▶ **3a**				3,900,000

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

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a *Paid during the year*				
HUMAN OUTREACH PROJECT 7938 S 3500 EAST SUITE B-100 SALT LAKE CITY, UT 84121	NONE	EXEMPT	GENERAL SUPPORT	150,000
HUNTINGTON MEDICAL RESEARCH INSTITUTES 99 N EL MOLINO AVE PASADENA, CA 91101	NONE	EXEMPT	GENERAL SUPPORT	3,000
HUNTINGTON MEMORIAL HOSPITAL 100 W CALIFORNIA BLVD PASADENA, CA 91105	NONE	EXEMPT	GENERAL SUPPORT	10,000
Total . . . . ▶ **3a**				3,900,000

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

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a *Paid during the year*				
LOS ANGELES OPERA 135 N GRAND AVENUE LOS ANGELES, CA 90012	NONE	EXEMPT	GENERAL SUPPORT	10,000
LOS ANGELES PHILHARMONIC ASSOCIATION 151 S GRAND AVENUE LOS ANGELES, CA 90012	NONE	EXEMPT	GENERAL SUPPORT	10,000
MAMMOTH LAKES FOUNDATION PO BOX 1815 MAMMOTH LAKES, CA 93546	NONE	EXEMPT	GENERAL SUPPORT	25,000
Total . . . . ▶ **3a**				3,900,000

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

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a *Paid during the year*				
METHODIST HOSPITAL FOUNDATION 300 W HUNTINGTON DRIVE ARCADIA, CA 91007	NONE	EXEMPT	GENERAL SUPPORT	3,000
NATIONAL RIGHT TO WORK FOUNDATION 8001 BRADDOCK ROAD SUITE 600 SPRINGFIELD, VA 22151	NONE	EXEMPT	GENERAL SUPPORT	10,000
NORTHERN LIGHT SCHOOL 3710 DORISA AVENUE OAKLAND, CA 94605	NONE	EXEMPT	GENERAL SUPPORT	10,000
Total . . . . ▶ **3a**				3,900,000

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

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a *Paid during the year*				
OMEGA BOYS CLUB 1060 TENNESSEE ST RM 4 SAN FRANCISCO, CA 94107	NONE	EXEMPT	GENERAL SUPPORT	10,000
ONEONTA CONGREGATIONAL CHURCH 1515 GARFIELD AVENUE SOUTH PASADENA, CA 91030	NONE	EXEMPT	GENERAL SUPPORT	10,000
PASADENA CONSERVATORY OF MUSIC 100 N HILL AVE STE 105 PASADENA, CA 91106	NONE	EXEMPT	GENERAL SUPPORT	2,000
Total . . . . ▶ **3a**				3,900,000

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

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a *Paid during the year*				
PASADENA SYMPHONY 2 NORTH LAKE AVE STE 1080 PASADENA, CA 91101	NONE	EXEMPT	GENERAL SUPPORT	10,000
PILGRIM PLACE625 MAYFLOWER RD CLAREMONT, CA 91711	NONE	EXEMPT	GENERAL SUPPORT	5,000
SCHLINGER CHRISMAN FOUNDATION 426 ENNISBROOK DRIVE SANTA BARBARA, CA 93108	FNDTN OF PRESIDENTS CHILD	EXEMPT	GENERAL SUPPORT	1,050,000
Total . . . . ▶ **3a**				3,900,000

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

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a *Paid during the year*				
SCRIPPS COLLEGE101 S MILLS AVE CLAREMONT, CA 91711	NONE	EXEMPT	SCHOLARSHIP FUND	5,000
THE LEADERSHIP INSTITUTE 1101 N HIGHLAND STREET ARLINGTON, VA 22201	NONE	EXEMPT	GENERAL SUPPORT	5,000
UC BERKELEY CHEMISTRY AND CHEMICAL ENGINEER 2080 ADDISON ST 4200 BERKELEY, CA 94720	NONE	EXEMPT	GENERAL SUPPORT	30,000
Total . . . . ▶ **3a**				3,900,000

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

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a *Paid during the year*				
UC SANTA BARBARA CHEMICAL ENGINEERING 4219 CHEADLE HALL 4TH FL SANTA BARBARA, CA 93106	NONE	EXEMPT	GENERAL SUPPORT	35,000
VILLA EXPERANZA SERVICES 2060 EAST VILLA STREET PASADENA, CA 91107	NONE	EXEMPT	GENERAL SUPPORT	5,000
YOUNG AMERICAS FOUNDATION 11480 COMMERCE PARK DR STE 600 RESTON, VA 20191	NONE	EXEMPT	GENERAL SUPPORT	10,000
Total . . . . ▶ 3a				3,900,000

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

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a *Paid during the year*				
THE SCHLINGER FAMILY FOUNDATION 65 ENTERPRISE STE 333 ALISO VIEJO, CA 92656	FNDTN OF PRESIDENTS CHILD	EXEMPT	GENERAL SUPPORT	1,050,000
TONY LARUSSAS ANIMAL RESCUE FOUNDATION 2890 MITCHELL DRIVE WALNUT CREEK, CA 94598	NONE	EXEMPT	GENERAL SUPPORT	150,000
UC REGENTS-YOUNG ENTREPRENEUR S450 STUDENT SERVICE BUILDING BERKELEY, CA 94720	NONE	EXEMPT	GENERAL SUPPORT	100,000
Total . . . . ▶ **3a**				3,900,000

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

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a *Paid during the year*				
UC REGENTS-UC BERKELEY HAAS SCHOOL S450 STUDENT SERVICE BUILDING BERKELEY, CA 94720	NONE	EXEMPT	GENERAL SUPPORT	100,000
UNIV OF CA AT SAN FRANCISCO PO BOX 0812 SAN FRANCISCO, CA 94143	NONE	EXEMPT	GENERAL SUPPORT	25,000
LA VERNESAN DIMAS MEALS ON WHEELS PO BOX 7821 LA VERNE, CA 91750	NONE	EXEMPT	GENERAL SUPPORT	20,000
Total . . . 3a ▶				3,900,000

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

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a *Paid during the year*				
UCSF FOUNDATION 220 MONTGOMERY ST SAN FRANCISCO, CA 94104	NONE	EXEMPT	GENERAL SUPPORT	25,000
VITAS COMMUNITY CONNECTION 255 E FIFTH ST SUITE 1200 CINCINATTI, OH 45202	NONE	EXEMPT	GENERAL SUPPORT	50,000
Total . . . . ▶ 3a				3,900,000

TY 2017 Accounting Fees Schedule

Name: WARREN & KATHARINE SCHLINGER FOUNDATION

EIN: 95-4494669

Accounting Fees Schedule

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
ACCOUNTING	30,785	0	0	30,785

TY 2017 General Explanation Attachment

Name: WARREN & KATHARINE SCHLINGER FOUNDATION

EIN: 95-4494669

General Explanation Attachment

Identifier	Return Reference	Explanation	
1		FORM 990-PF, PART XV, LINE 3A	IN ADDITION TO PUBLIC CHARITIES, THE FOUNDATION GRANTED MONEY TO TWO RELATED FOUNDATIONS TOTALING $2,100,000 IN 2017 A QUALIFYING DEDUCTION IS CLAIMED FOR THIS AMOUNT UNDER IRC SECTION 4942(G)(3)(A) BASED ON THE RECIPIENTS ORGANIZATIONS' DISTRIBUTION FROM CORPUS TO PUBLIC CHARITIES WITHIN THE PRESCRIBED TIME PERIOD

efile GRAPHIC print - DO NOT PROCESS	As Filed Data -	DLN: 93491319051418

TY 2017 Investments Corporate Bonds Schedule

Name: WARREN & KATHARINE SCHLINGER FOUNDATION

EIN: 95-4494669

Investments Corporate Bonds Schedule

Name of Bond	End of Year Book Value	End of Year Fair Market Value
MUTUAL FUNDS - FIXED INCOME	7,208,546	7,300,960

TY 2017 Investments Corporate Stock Schedule

Name: WARREN & KATHARINE SCHLINGER FOUNDATION

EIN: 95-4494669

Name of Stock	End of Year Book Value	End of Year Fair Market Value
UNITED PARCEL SERVICE-CLASS A	1,320,626	24,133,833
UNITED PARCEL SERVICE-CLASS B	1,196,094	21,858,067
MUTUAL FUNDS - EQUITIES	15,592,166	17,580,899

TY 2017 Legal Fees Schedule

Name: WARREN & KATHARINE SCHLINGER FOUNDATION

EIN: 95-4494669

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
LEGAL	5,578	0	0	5,578

TY 2017 Other Expenses Schedule

Name: WARREN & KATHARINE SCHLINGER FOUNDATION

EIN: 95-4494669

Other Expenses Schedule

Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
INSURANCE	2,200	0	0	2,200
EMA FEE	80	0	0	80
BANK CHARGES	37	0	0	37
ATTORNEY GENERAL FEE	150	0	0	150

TY 2017 Other Income Schedule

Name: WARREN & KATHARINE SCHLINGER FOUNDATION

EIN: 95-4494669

Other Income Schedule

Description	Revenue And Expenses Per Books	Net Investment Income	Adjusted Net Income
OTHER INCOME	393	393	0

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TY 2017 Other Increases Schedule

Name: WARREN & KATHARINE SCHLINGER FOUNDATION

EIN: 95-4494669

Description	Amount
OTHER	3,012

TY 2017 Other Professional Fees Schedule

Name: WARREN & KATHARINE SCHLINGER FOUNDATION

EIN: 95-4494669

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
ML MANAGEMENT FEES	155,145	155,145	0	0

TY 2017 Substantial Contributors Schedule

Name: WARREN & KATHARINE SCHLINGER FOUNDATION

EIN: 95-4494669

Name	Address
WARREN G SCHLINGER	65 ENTERPISE STE 333 ALISO VIEJO, CA 92656

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TY 2017 Taxes Schedule

Name: WARREN & KATHARINE SCHLINGER FOUNDATION

EIN: 95-4494669

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
FOREIGN TAXES PAID	8,036	8,036	0	0
TAXES PAID	48,428	0	0	48,428

efile GRAPHIC print - DO NOT PROCESS | As Filed Data - | DLN: 93491319051418

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

Schedule of Contributors

▶ Attach to Form 990, 990-EZ, or 990-PF
▶ Information about Schedule B (Form 990, 990-EZ, or 990-PF) and its instructions is at *www irs gov/form990*

OMB No 1545-0047

2017

Name of the organization	**Employer identification number**
WARREN & KATHARINE SCHLINGER FOUNDATION	95-4494669

Organization type (check one)

Filers of:	**Section:**
Form 990 or 990-EZ	☐ 501(c)( ) (enter number) organization
	☐ 4947(a)(1) nonexempt charitable trust **not** treated as a private foundation
	☐ 527 political organization
Form 990-PF	☑ 501(c)(3) exempt private foundation
	☐ 4947(a)(1) nonexempt charitable trust treated as a private foundation
	☐ 501(c)(3) taxable private foundation

Check if your organization is covered by the **General Rule** or a **Special Rule.**
Note. Only a section 501(c)(7), (8), or (10) organization can check boxes for both the General Rule and a Special Rule See instructions

General Rule

☑ For an organization filing Form 990, 990-EZ, or 990-PF that received, during the year, contributions totaling $5,000 or more (in money or other property) from any one contributor Complete Parts I and II See instructions for determining a contributor's total contributions

Special Rules

☐ For an organization described in section 501(c)(3) filing Form 990 or 990-EZ that met the 33 1/3% support test of the regulations under sections 509(a)(1) and 170(b)(1)(A)(vi), that checked Schedule A (Form 990 or 990-EZ), Part II, line 13, 16a, or 16b, and that received from any one contributor, during the year, total contributions of the greater of **(1)** $5,000 or **(2)** 2% of the amount on (i) Form 990, Part VIII, line 1h, or (ii) Form 990-EZ, line 1 Complete Parts I and II

☐ For an organization described in section 501(c)(7), (8), or (10) filing Form 990 or 990-EZ that received from any one contributor, during the year, total contributions of more than $1,000 *exclusively* for religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals Complete Parts I, II, and III

☐ For an organization described in section 501(c)(7), (8), or (10) filing Form 990 or 990-EZ that received from any one contributor, during the year, contributions *exclusively* for religious, charitable, etc , purposes, but no such contributions totaled more than $1,000 If this box is checked, enter here the total contributions that were received during the year for an *exclusively* religious, charitable, etc , purpose Don't complete any of the parts unless the **General Rule** applies to this organization because it received *nonexclusively* religious, charitable, etc , contributions totaling $5,000 or more during the year . . . . ▶ $ ____________

Caution. An organization that isn't covered by the General Rule and/or the Special Rules doesn't file Schedule B (Form 990, 990-EZ, or 990-PF), but it **must** answer "No" on Part IV, line 2, of its Form 990, or check the box on line H of its Form 990-EZ or on its Form 990PF, Part I, line 2, to certify that it doesn't meet the filing requirements of Schedule B (Form 990, 990-EZ, or 990-PF)

Name of organization
WARREN & KATHARINE SCHLINGER FOUNDATION

Employer identification number
95-4494669

Part I **Contributors** (See instructions) Use duplicate copies of Part I if additional space is needed

(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
1	WARREN G SCHLINGER 65 ENTERPISE STE 333 ALISO VIEJO, CA92656	$ 1,476,132	Person ☑ Payroll ☐ Noncash ☐ (Complete Part II for noncash contributions)
-		$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II for noncash contributions)
-		$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II for noncash contributions)
-		$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II for noncash contributions)
-		$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II for noncash contributions)
-		$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II for noncash contributions)

Name of organization	**Employer identification number**
WARREN & KATHARINE SCHLINGER FOUNDATION	95-4494669

Part II **Noncash Property** (See instructions) Use duplicate copies of Part II if additional space is needed

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (See instructions)	(d) Date received
		$	

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (See instructions)	(d) Date received
		$	

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (See instructions)	(d) Date received
		$	

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (See instructions)	(d) Date received
		$	

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (See instructions)	(d) Date received
		$	

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (See instructions)	(d) Date received
		$	

Name of organization	Employer identification number
WARREN & KATHARINE SCHLINGER FOUNDATION	95-4494669

Part III *Exclusively* religious, charitable, etc., contributions to organizations described in section 501(c)(7), (8), or (10) that total more than $1,000 for the year from any one contributor. Complete columns **(a)** through **(e)** and the following line entry. For organizations completing Part III, enter the total of *exclusively* religious, charitable, etc., contributions of **$1,000 or less** for the year. (Enter this information once. See instructions.) ▶ $ ____________

Use duplicate copies of Part III if additional space is needed

(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held

(e) Transfer of gift

Transferee's name, address, and ZIP 4	Relationship of transferor to transferee

(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held

(e) Transfer of gift

Transferee's name, address, and ZIP 4	Relationship of transferor to transferee

(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held

(e) Transfer of gift

Transferee's name, address, and ZIP 4	Relationship of transferor to transferee

(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held

(e) Transfer of gift

Transferee's name, address, and ZIP 4	Relationship of transferor to transferee