

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 12-01-2017, and ending 11-30-2018

Name of foundation THE GRACE HELEN SPEARMAN FOUNDATION		A Employer identification number 76-0721677
Number and street (or P O box number if mail is not delivered to street address) 4283 ARCADIA STREET	Room/suite	B Telephone number (see instructions) (818) 970-0286
City or town, state or province, country, and ZIP or foreign postal code PALM SPRINGS, CA 922620534		C If exemption application is pending, check here <input type="checkbox"/>
G Check all that apply: <input type="checkbox"/> Initial return <input type="checkbox"/> Initial return of a former public charity <input type="checkbox"/> Final return <input type="checkbox"/> Amended return <input type="checkbox"/> Address change <input type="checkbox"/> Name change		D 1. Foreign organizations, check here <input type="checkbox"/> 2. Foreign organizations meeting the 85% test, check here and attach computation <input type="checkbox"/>
H Check type of organization: <input checked="" type="checkbox"/> Section 501(c)(3) exempt private foundation <input type="checkbox"/> Section 4947(a)(1) nonexempt charitable trust <input type="checkbox"/> Other taxable private foundation		E If private foundation status was terminated under section 507(b)(1)(A), check here <input type="checkbox"/>
I Fair market value of all assets at end of year (from Part II, col (c), line 16) ▶ \$ 19,010,644	J Accounting method: <input checked="" type="checkbox"/> Cash <input type="checkbox"/> Accrual <input type="checkbox"/> 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 <input type="checkbox"/>

Part I Analysis of Revenue and Expenses <i>(The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see instructions))</i>		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
Revenue	1 Contributions, gifts, grants, etc., received (attach schedule)				
	2 Check <input checked="" type="checkbox"/> if the foundation is not required to attach Sch B				
	3 Interest on savings and temporary cash investments	55	55		
	4 Dividends and interest from securities	324,766	324,766		
	5a Gross rents	206,859	206,859		
	b Net rental income or (loss)	96,505			
	6a Net gain or (loss) from sale of assets not on line 10	797,464			
	b Gross sales price for all assets on line 6a	10,344,047			
	7 Capital gain net income (from Part IV, line 2)		797,464		
	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)	2,141	2,141			
12 Total. Add lines 1 through 11	1,331,285	1,331,285			
Operating and Administrative Expenses	13 Compensation of officers, directors, trustees, etc	169,532	84,766		84,766
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits	528	264		264
	16a Legal fees (attach schedule)				
	b Accounting fees (attach schedule)	13,500	6,750		6,750
	c Other professional fees (attach schedule)	9,560	0		9,560
	17 Interest				
	18 Taxes (attach schedule) (see instructions)	61,873	37,325		5,424
	19 Depreciation (attach schedule) and depletion	34,127	34,127		
	20 Occupancy				
	21 Travel, conferences, and meetings				
	22 Printing and publications				
	23 Other expenses (attach schedule)	212,250	186,133		1,937
	24 Total operating and administrative expenses. Add lines 13 through 23	501,370	349,365		108,701
	25 Contributions, gifts, grants paid	786,600			786,600
26 Total expenses and disbursements. Add lines 24 and 25	1,287,970	349,365		895,301	
27 Subtract line 26 from line 12					
a Excess of revenue over expenses and disbursements	43,315				
b Net investment income (if negative, enter -0-)		981,920			
c Adjusted net income (if negative, enter -0-)					

Part II Balance Sheets Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions)		Beginning of year	End of year	
		(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1 Cash—non-interest-bearing	454,129	116,125	116,125
	2 Savings and temporary cash investments		207,835	207,835
	3 Accounts receivable ▶ _____ Less allowance for doubtful accounts ▶ _____			
	4 Pledges receivable ▶ _____ Less allowance for doubtful accounts ▶ _____			
	5 Grants receivable			
	6 Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see instructions)			
	7 Other notes and loans receivable (attach schedule) ▶ _____ Less allowance for doubtful accounts ▶ _____			
	8 Inventories for sale or use			
	9 Prepaid expenses and deferred charges			
	10a Investments—U S and state government obligations (attach schedule)			
	b Investments—corporate stock (attach schedule)	9,830,353	10,807,229	11,592,381
	c Investments—corporate bonds (attach schedule)	3,037,749	2,076,364	2,001,980
	11 Investments—land, buildings, and equipment basis ▶ _____ 1,800,000 Less accumulated depreciation (attach schedule) ▶ _____ 287,726	1,545,001	1,512,274	4,610,000
	12 Investments—mortgage loans			
	13 Investments—other (attach schedule)	338,479	531,694	482,323
	14 Land, buildings, and equipment basis ▶ _____ 1,400 Less accumulated depreciation (attach schedule) ▶ _____ 1,400			
15 Other assets (describe ▶ _____)				
16 Total assets (to be completed by all filers—see the instructions Also, see page 1, item I)	15,205,711	15,251,521	19,010,644	
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 ▶ _____)	18,839	21,334	
	23 Total liabilities (add lines 17 through 22)	18,839	21,334	
Net Assets or Fund Balances	Foundations that follow SFAS 117, check here <input checked="" type="checkbox"/> and complete lines 24 through 26 and lines 30 and 31.			
	24 Unrestricted	15,186,872	15,230,187	
	25 Temporarily restricted			
	26 Permanently restricted			
	Foundations that do not follow SFAS 117, check here <input type="checkbox"/> 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)	15,186,872	15,230,187		
31 Total liabilities and net assets/fund balances (see instructions) .	15,205,711	15,251,521		

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	15,186,872
2 Enter amount from Part I, line 27a	2	43,315
3 Other increases not included in line 2 (itemize) ▶ _____	3	0
4 Add lines 1, 2, and 3	4	15,230,187
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	15,230,187

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 CAPITAL TRANSACTIONS - U S TRUST ACCT #2872042	P		2018-11-30
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 10,310,087		9,546,583	763,504
b 33,960			33,960
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			763,504
b			33,960
c			
d			
e			

2 Capital gain net income or (net capital loss)	2	797,464
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?
If "Yes," the foundation does not qualify under section 4940(e) Do not complete this part Yes No

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	870,911	18,027,963	0.048309
2015	812,960	17,343,117	0.046875
2014	747,185	18,047,558	0.041401
2013	619,933	15,426,629	0.040186
2012	737,036	14,526,848	0.050736

2 Total of line 1, column (d)	2	0.227507
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	0.045501
4 Enter the net value of noncharitable-use assets for 2017 from Part X, line 5	4	19,447,282
5 Multiply line 4 by line 3	5	884,871
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	9,819
7 Add lines 5 and 6	7	894,690
8 Enter qualifying distributions from Part XII, line 4	8	895,301

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 <input type="checkbox"/> and enter "N/A" on line 1 Date of ruling or determination letter _____ (attach copy of letter if necessary—see instructions)		
b	Domestic foundations that meet the section 4940(e) requirements in Part V, check here <input checked="" type="checkbox"/> and enter 1% of Part I, line 27b	1	9,819
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	9,819
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	9,819
6	Credits/Payments		
a	2017 estimated tax payments and 2016 overpayment credited to 2017	6a	12,000
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	12,000
8	Enter any penalty for underpayment of estimated tax Check here <input type="checkbox"/> 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	2,181
11	Enter the amount of line 10 to be Credited to 2018 estimated tax ▶ 2,181 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)? <i>If the answer is "Yes" to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities</i>	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? <i>If "Yes," attach a detailed description of the activities</i>	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? <i>If "Yes," attach a conformed copy of the changes</i>	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? <i>If "Yes," attach the statement required by General Instruction T</i>	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? <i>If "Yes," complete Part II, col (c), and Part XV</i>	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? <i>If "No," attach explanation</i> .	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)? <i>If "Yes," complete Part XIV</i>	9	No
10 Did any persons become substantial contributors during the tax year? <i>If "Yes," attach a schedule listing their names and addresses</i>	10	No

Part VII-A Statements Regarding Activities (continued)

Table with 3 columns: Question, Yes, No. Rows 11-14 regarding controlled entities, distribution to donor advised funds, public inspection requirements, and books in care of Steven Tobin.

Located at 4283 Arcada St Palm Springs CA ZIP+4 922620534

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.

Table with 3 columns: Question, Yes, No. Row 16 regarding interest in or authority over a bank, securities, or other financial account in a 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.

Main table with 3 columns: Question, Yes, No. Rows 1a-4b regarding Form 4720 exceptions and requirements for 2017.

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))?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No	
	(2) Influence the outcome of any specific public election (see section 4955), or to carry on, directly or indirectly, any voter registration drive?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No	
	(3) Provide a grant to an individual for travel, study, or other similar purposes?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No	
	(4) Provide a grant to an organization other than a charitable, etc., organization described in section 4945(d)(4)(A)? (see instructions).	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No	
	(5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No	
b	If any answer is "Yes" to 5a(1)–(5), did any of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance (see instructions)? Organizations relying on a current notice regarding disaster assistance check here. ▶			5b
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? <i>If "Yes," attach the statement required by Regulations section 53.4945–5(d)</i>	<input type="checkbox"/> Yes	<input type="checkbox"/> No	
6a	Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No	
b	Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract? <i>If "Yes" to 6b, file Form 8870</i>			6b
				No
7a	At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No	
b	If yes, did the foundation receive any proceeds or have any net income attributable to the transaction?			7b

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

Part VIII

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

(a) Name and address	Title, and average hours per week (b) devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
STEVEN TOBIN 4283 ARCADIA ST PALM SPRINGS, CA 922620534	PRESIDENT & DIRECTOR 40 00	165,532	528	0
DIRK ETCHISON 6755 TYRONE AVENUE VAN NUYS, CA 91405	DIRECTOR 2 00	2,000	0	0
KEN RANDMAN 5254 EDGEWARE DRIVE CALABASAS, CA 91301	DIRECTOR 2 00	2,000	0	0
ALMA BANUELOS 723 W ROSES ROAD SAN GABRIEL, CA 91775	DIRECTOR & SECRETARY 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	Title, and average hours per week (b) 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	14,754,270
b	Average of monthly cash balances.	1b	379,163
c	Fair market value of all other assets (see instructions).	1c	4,610,000
d	Total (add lines 1a, b, and c).	1d	19,743,433
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	19,743,433
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions).	4	296,511
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4.	5	19,447,282
6	Minimum investment return. Enter 5% of line 5.	6	972,364

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	972,364
2a	Tax on investment income for 2017 from Part VI, line 5.	2a	9,819
b	Income tax for 2017 (This does not include the tax from Part VI).	2b	
c	Add lines 2a and 2b.	2c	9,819
3	Distributable amount before adjustments. Subtract line 2c from line 1.	3	962,545
4	Recoveries of amounts treated as qualifying distributions.	4	0
5	Add lines 3 and 4.	5	962,545
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	962,545

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	895,301
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	895,301
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	9,819
6	Adjusted qualifying distributions. Subtract line 5 from line 4.	6	885,482

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				962,545
2 Undistributed income, if any, as of the end of 2017				
a Enter amount for 2016 only.			780,423	
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 ▶ \$ <u>895,301</u>				
a Applied to 2016, but not more than line 2a			780,423	
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.				114,878
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				847,667
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)

2a Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed

	Tax year	Prior 3 years			(e) Total
	(a) 2017	(b) 2016	(c) 2015	(d) 2014	
b 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 <i>Paid during the year</i> See Additional Data Table				
Total ▶ 3a				786,600
b <i>Approved for future payment</i>				
Total ▶ 3b				0

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

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
ABC RECOVERY CENTER 44-359 PALM ST INDIO, CA 92201	N/A	PUBLIC CHARITY	TO PROMOTE WELLNESS OF ADDICTS IN ALL STAGES OF RECOVERY	5,000
ACADEMY OF MUSIC FOR THE BLIND 911 NORUMBEGA DRIVE MONROVIA, CA 91016	N/A	PUBLIC CHARITY	TO FUND SCHOLARSHIPS TO BLIND STUDENTS	3,000
ACT FOR MULTIPLE SCLEROSIS 73710 FRED WARING DR PALM DESERT, CA 92260	N/A	PUBLIC CHARITY	TO HELP RESIDENTS WITH MULTIPLE SCLEROSIS ENJOY AN IMPROVED QUALITY OF LIFE	3,000
Total 3a				786,600

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

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
ADVOT PROJECT 1033 S STANLEY AVE LOS ANGELES, CA 90019	N/A	PUBLIC CHARITY	TO EMPOWER YOUTH FROM DISADVANTAGED BACKGROUNDS	5,000
AHEAD WITH HORSES 10157 JOHANNA AVENUE SHADOW HILLS, CA 91040	N/A	PUBLIC CHARITY	TO PROVIDE INNOVATIVE THERAPY FOR CHILDREN WITH SEVERE DISABILITIES	2,500
AIDS ASSISTANCE PROGRAM 1276 NORTH PALM CANYON DRIVE PALM SPRINGS, CA 92262	N/A	PUBLIC CHARITY	TO IMPROVE THE QUALITY OF LIVES OF THOSE INFECTED WITH HIV/AIDS	30,000
Total ▶ 3a				786,600


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

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
AMERICAN RED CROSS 39665 ENTREPRENEUR LANE PALM DESERT, CA 92211	N/A	PUBLIC CHARITY	TO PROVIDE CARE FOR DEPRIVED COMMUNITY MEMBERS	2,500
ANGELES CHORALE 20929 VENTURA BLVD WOODLAND HILLS, CA 91364	N/A	PUBLIC CHARITY	TO SUPPORT THE ANGELES CHORAL	5,000
ANIMAL SAMARITANS 72120 PET LAND PLACE THOUSAND PALMS, CA 92278	N/A	PUBLIC CHARITY	TO SUPPORT SHELTER FOR DOGS & CATS AND FUND SPAY AND NEUTER SERVICES	2,500
Total ▶ 3a				786,600

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

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
ARMED SERVICES YMCA OF THE USA P O BOX 6002 TWENTYNINE PALMS, CA 92278	N/A	PUBLIC CHARITY	TO ENHANCE THE LIVES OF MILITARY MEMBERS AND THEIR FAMILIES	5,000
ASSISTANCE LEAGUE OF P O BOX 3056 RANCH MIRAGE RANCH MIRAGE, CA 92270	N/A	PUBLIC CHARITY	TO IMPROVE THE LIVES OF CHILDREN, FAMILIES AND SENIORS IN THE COACHELLA VALLEY	2,500
BACK ON MY FEET811 W7TH STREET LOS ANGELES, CA 90017	N/A	PUBLIC CHARITY	TO HELP HOMELESS PEOPLE GAIN INDEPENDENCE	2,500
Total ▶ 3a				786,600

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

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
BOB HOPE USO210 N EL CLELO PALM SPRINGS, CA 92262	N/A	PUBLIC CHARITY	TO SUPPORT SERVICES TO MEMBERS OF THE ARMED FORCES	9,700
CALIFORNIA DESERT CHORALE P O BOX 2716 PALM DESERT, CA 92261	N/A	PUBLIC CHARITY	TO SUPPORT MUSIC EDUCATION	3,500
CALIFORNIA HOSPITAL MEDICAL 1401 S GRAND AVENUE LOS ANGELES, CA 90015	N/A	PUBLIC CHARITY	TO ENHANCE HEALTH CARE SERVICES IN LA AND NEARBY COMMUNITIES	6,000
Total 				786,600
3a				

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

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
CALIFORNIA STATE UNIVERSITY 1000 EAST VICTORIA CARSON, CA 90747	N/A	PUBLIC CHARITY	TO SUPPORT COLLEGE EDUCATION	3,500
CANCER PARTNERS 73555 ALESSANDRO DRIVE PALM DESERT, CA 92260	N/A	PUBLIC CHARITY	TO OFFER EMOTIONAL AND SOCIAL SUPPORT FOR COMMUNITY MEMBERS IMPACTED BY CANCER	15,000
CANTWELL SACRED HEART 329 NORTH GARFIELD AVE MONTEBELLO, CA 90640	N/A	PUBLIC CHARITY	TO SUPPORT HIGH SCHOOL EDUCATION	2,500
Total ▶ 3a				786,600

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

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
CASA OF SAN MATEO COUNTY 330 TWIN DOLPHIN DRIVE 139 REDWOOD CITY, CA 94055	N/A	PUBLIC CHARITY	TO HELP AND PROTECT NEGLECTED AND ABUSED CHILDREN	3,000
COURT APPOINTED SPECIAL 330 TWIN DOLPHIN DRIVE 139 REDWOOD CITY, CA 94055	N/A	PUBLIC CHARITY	TO PROMOTE COURT-APPOINTED ADVOCATES FOR ABUSED OR NEGLECTED CHILDREN	3,500
CATHEDRAL CENTER 37171 W BUDDY ROGERS AVE CATHEDRAL CITY, CA 92234	N/A	PUBLIC CHARITY	TO IMPROVE THE QUALITY OF LIFE FOR SENIORS	15,000
Total ▶ 3a				786,600

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

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
CATHOLIC ASSOCIATION OF LATINO LEADERS 3424 WILSHIRE BLVD LOS ANGELES, CA 90010	N/A	PUBLIC CHARITY	TO SUPPORT LATINO COMMUNITIES	3,000
CHARLES STEWART HOWARD PLAYHOUSE 7445 MCLENNAN AVE LAKE BALBOA, CA 91406	N/A	PUBLIC CHARITY	TO SUPPORT THE ARTS	5,000
CHILDREN'S BUREAU OF SOUTHERN CALIFORNIA 1910 MAGNOLIA AVENUE LOS ANGELES, CA 90007	N/A	PUBLIC CHARITY	TO PREVENT CHILD ABUSE	5,000
Total ▶ 3a				786,600

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

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
CHILDREN'S INSTITUTE INC 2121 W TEMPLE STREET LOS ANGELES, CA 90026	N/A	PUBLIC CHARITY	TO ASSIST CHILDREN IN POOR COMMUNITIES	5,000
CLAREMONT MUSEUM OF ART P O BOX 1136 CLAREMONT, CA 91711	N/A	PUBLIC CHARITY	TO SUPPORT THE MUSEUM	3,000
COACHELLA VALLEY REPERTORY 69930 HIGHWAY 111 RANCHO MIRAGE, CA 92270	N/A	PUBLIC CHARITY	TO SUPPORT THEATER AND MUSIC IN COACHELLA VALLEY	7,500
Total 3a				786,600


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

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
COVE COMMUNITIES SENIOR ASSOCIATION 73750 CATALINA WAY PALM DESERT, CA 92260	N/A	PUBLIC CHARITY	TO PROVIDE HEALTH, RECREATIONAL, AND SOCIAL PROGRAMS FOR SENIORS	10,000
DESERT AIDS PROJECT 1695 N SUNRISE WAY PALM SPRINGS, CA 92262	N/A	PUBLIC CHARITY	TO ENSURE PEOPLE LIVING WITH HIV AND AIDS LEAD HEALTHY AND HAPPY LIVES	45,000
DESERT MUSIC ACADEMY 1350 E CAMINO AMAPOLA PALM SPRINGS, CA 92264	N/A	PUBLIC CHARITY	TO PROVIDE MUSIC EDUCATION TO DISABLED STUDENTS	5,000
Total ▶ 3a				786,600

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

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
DIGICOM LEARNING 1775 E PAM CANYON DRIVE PALM SPRINGS, CA 92262	N/A	PUBLIC CHARITY	TO EMPOWER STUDENTS THROUGH INNOVATIVE LEARNING METHODS	12,500
DOLORES MISSION ELEMENTARY 170 SOUTH GLASS STREET LOS ANGELES, CA 90033	N/A	PUBLIC CHARITY	TO SUPPORT EDUCATION OF CHILDREN FROM LOW-INCOME FAMILIES	5,000
DON'T BE A CHUMP 340 W GLENEAGLES DRIVE PHOENIX, AZ 85023	N/A	PUBLIC CHARITY	TO SUPPORT THE FIGHT AGAINST BREAST CANCER AND PROVIDE ASSISTANCE TO PATIENTS	7,500
Total ▶ 3a				786,600

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

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
EISENHOWER MEDICAL CANTER 39000 BOB HOPE DRIVE RANCHO MIRAGE, CA 92270	N/A	PUBLIC CHARITY	TO SUPPORT HEALTHCARE	13,000
ENCORE THEATER GROUP 3555 LOMOITA BLVD TORRANCE, CA 90505	N/A	PUBLIC CHARITY	TO SUPPORT MUSICAL ART AND EDUCATION	2,500
EQUALITY CALIFORNIA INSTITUTE 202 W 1ST STREET LOS ANGELES, CA 90012	N/A	PUBLIC CHARITY	TO PROMOTE EQUALITY FOR THE LGBTQ COMMUNITY MEMBERS	10,000
Total 				786,600
3a				


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

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
FIVE HEARTS HEALING ARTS 1750 E ARENAS RD PALM SPRINGS, CA 92262	N/A	PUBLIC CHARITY	TO PROMOTE SPIRITUAL & ALTERNATIVE THERAPY	3,000
FRIENDS OF PALM SPRINGS 4575 E MESQUITE AVENUE PALM SPRINGS, CA 92264	N/A	PUBLIC CHARITY	TO PROMOTE HUMANE TREATMENT OF ANIMALS	5,000
FVO SOLUTIONS 789 N FAIR OAKS AVENUE PASADENA, CA 91103	N/A	PUBLIC CHARITY	TO HELP ACHIEVE A PATH OUT OF POVERTY FOR INDIGENT COMMUNITY MEMBERS	5,000
Total ▶ 3a				786,600

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Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
GILDAS CLUB OF THE DESERT 73555 ALESSANDRO DRIVE PALM DESERT, CA 92260	N/A	PUBLIC CHARITY	TO PROVIDE SUPPORT TO THOSE LIVING WITH CANCER	15,000
GOOD SAMARITAN HOSPITAL 1225 WILSHIRE BLVD LOS ANGELES, CA 90017	N/A	PUBLIC CHARITY	TO SUPPORT HIGH QUALITY HEALTH-CARE SERVICES	10,000
GREATER PALM SPRINGS PRIDE INC 777 NORTH PALM CANYON DRIVE PALM SPRINGS, CA 62262	N/A	PUBLIC CHARITY	TO SUPPORT THE LGBTQ COMMUNITY	4,000
Total ▶ 3a				786,600


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Name and address (home or business)				
a <i>Paid during the year</i>				
HARBOR INTERFAITH SERVICES 670 W 9TH STREET SAN PEDRO, CA 90731	N/A	PUBLIC CHARITY	TO EMPOWER THE HOMELESS & WORKING POOR COMMUNITY MEMBERS	2,500
IMPACT ONE BREAST CANCER 2473 S HIGLEY ROAD GILBERT, AZ 85295	N/A	PUBLIC CHARITY	TO PROVIDE SUPPORT TO THOSE IMPACTED BY BREAST CANCER	7,500
INLAND EMPRIE RESCUE MISSION ONE HOPE DRIVE TUSTIN, CA 92782	N/A	PUBLIC CHARITY	TO SUPPORT COMMUNITY SERVICES IN THE INLAND EMPIRE	2,500
Total 				786,600
3a				

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Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
INTERNATIONAL GUILDING EYES INC 13445 GLENOAKS BLVD SYLMAR, CA 91342	N/A	PUBLIC CHARITY	TO HELP THE VISUALLY IMPAIRED TO INCREASE THEIR INDEPENDENCE	4,000
JEWISH BIG BROTHERS AND SISTERS 6505 WILSHIRE BLVD LOS ANGELES, CA 90048	N/A	PUBLIC CHARITY	TO ASSIST YOUTH IN ACHIEVING THEIR FULL POTENTIAL THROUGH INNOVATIVE PROGRAMS	5,000
JEWISH FAMILY SERVICES 490 S FARRELL DRIVE PALM SPRINGS, CA 92262	N/A	PUBLIC CHARITY	TO HELP THE COMMUNITY	7,500
Total ▶ 3a				786,600

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Name and address (home or business)				
a <i>Paid during the year</i>				
JOSLYN SENIOR CENTER 73750 CATALINA WAY PALM DESERT, CA 92260	N/A	PUBLIC CHARITY	TO IMPROVE THE WELL-BEING OF ADULTS 50+	25,000
LAMBDA LEGAL DEFENSE 4221 WILSHIRE BLVD LOS ANGELES, CA 90010	N/A	PUBLIC CHARITY	TO SUPPORT THE CIVIL RIGHTS OF LESBIANS, GAY MEN, BISEXUALS AND TRANSGENDERS	5,000
LGBT COMMUNITY CENTER OF THE DESERT 611 SOUTH PALM CANYON DRIVE PALM SPRINGS, CA 92264	N/A	PUBLIC CHARITY	TO SUPPORT THE LGBTQ COMMUNITY	15,000
Total 				786,600
3a				

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Name and address (home or business)				
a <i>Paid during the year</i>				
LITTLE SISTERS OF THE POOR 2100 S WESTERN AVE SAN PEDRO, CA 90732	N/A	PUBLIC CHARITY	TO OFFER SERVICES TO THE NEEDIEST ELDERLY OF EVERY RACE AND RELIGION	8,000
LOS ANGELES GAY & LESBIAN CENTER 1625 SCHRADER BLVD LOS ANGELES, CA 90028	N/A	PUBLIC CHARITY	TO SUPPORT THE RIGHTS OF MEMBERS OF THE LGBT COMMUNITY	2,000
MAKE A WISH FOUNDATION OF 1650 SPRUCE RIVERSIDE, CA 92507	N/A	PUBLIC CHARITY	TO PROVIDE QUALITY HEALTH CARE TO CHILDREN WITH LIFE-THREATENING MEDICAL CONDITIONS	5,000
Total ▶ 3a				786,600

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

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Name and address (home or business)				
a <i>Paid during the year</i>				
MAKE GOOD INC41 MADISON AVE MANHATTAN, NY 10010	N/A	PUBLIC CHARITY	TO SUPPORT ASSISTANCE PROGRAMS TO UNDERSERVED YOUTH	2,500
MENTAL HEALTH AMERICAN 200 PINE AVENUE LONG BEACH, CA 90802	N/A	PUBLIC CHARITY	TO ADDRESS THE NEEDS OF THOSE LIVING WITH MENTAL ILLNESSES	2,500
MICKEY BARRETO MISSIONS 110 W 40TH PLACE LOS ANGELES, CA 90037	N/A	PUBLIC CHARITY	TO PROVIDE HOUSING AND SHELTER TO THOSE IN NEED	15,000
Total ▶ 3a				786,600

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Name and address (home or business)				
a <i>Paid during the year</i>				
MIZELL SENIOR CENTER 480 SOUTH SUNRISE WAY PALM SPRING, CA 92262	N/A	PUBLIC CHARITY	TO ENHANCE THE LIVES AND WELFARE OF ADULTS	40,000
MY FRIENDS PLACE P O BOX 3837 HOLLYWOOD, CA 90078	N/A	PUBLIC CHARITY	TO ASSIST AND INSPIRE HOMELESS YOUTH TO BUILD SELF-SUFFICIENT LIVES	5,000
NEURO VITALITY CENTER 2800 E ALEJO ROAD PALM SPRINGS, CA 92262	N/A	PUBLIC CHARITY	TO PROVIDE SERVICES TO THOSE SUFFERING NEUROLOGICAL DISORDERS	5,000
Total ▶ 3a				786,600

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

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Name and address (home or business)				
a <i>Paid during the year</i>				
ONEFUTURE COACHELLA VALLEY 41550 ECLECTRIC STREET PALM DESERTS, CA 92260	N/A	PUBLIC CHARITY	TO SUPPORT HIGH SCHOOL EDUCATION	5,000
OPERA GUILD OF THE DESERT 2150 W TAHQUITZ CANYON WAY PALM SPRINGS, CA 90062	N/A	PUBLIC CHARITY	TO PROMOTE THE OPERA	7,500
ORANGE COUNTY CHILD ABUSE 2390 E ORANGEWOOD AVE ANAHEIM, CA 92806	N/A	PUBLIC CHARITY	TO PREVENT CHILD ABUSE	3,500
Total ▶ 3a				786,600

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Name and address (home or business)				
a <i>Paid during the year</i>				
THE OTHER SIDE OF THE HILL 5108 LANKERSHIM BLVD NORTH HOLLYWOOD, CA 91601	N/A	PUBLIC CHARITY	TO SUPPORT SENIOR ARTISTS	5,000
PF BRESEE FOUNDATION 184 S BIMINI PLACE LOS ANGELES, CA 90004	N/A	PUBLIC CHARITY	TO BATTLE POVERTY BY EMPOWERING YOUTH AND FAMILIES	2,500
PABLOVE FOUNDATION 6607 SUNSET BLVD LOS ANGELES, CA 90028	N/A	PUBLIC CHARITY	TO INVEST IN UNDERFUNDED PEDIATRIC CANCER RESEARCH	2,500
Total ▶ 3a				786,600

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Name and address (home or business)				
a <i>Paid during the year</i>				
PALM SPRINGS GAY MENS CHORUS PO BOX 4802 PALM SPRINGS, CA 92263	N/A	PUBLIC CHARITY	TO PROMOTE MUSICAL EXCELLENCE	5,000
PALM SPRINGS HIGH SCHOOL 2401 EAST BARISTO RD PALM SPRINGS, CA 92262	N/A	PUBLIC CHARITY	TO SUPPORT HIGH SCHOOL EDUCATION	3,500
PALM SPRINGS WOMENS JAZZ & 611 S PALM CANYON DRIVE PALM SPRINGS, CA 92264	N/A	PUBLIC CHARITY	TO SUPPORT AND FOSTER JAZZ AND BLUES MUSIC	5,000
Total ▶ 3a				786,600

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Name and address (home or business)				
a <i>Paid during the year</i>				
PARKINSONS'S FOUNDATION 200 SE 1ST STREET MIAMI, FL 33131	N/A	PUBLIC CHARITY	TO SUPPORT PARKINSON'S RESEARCH	15,000
PEGASUS THERAPEUTIC RIDING P O BOX 13508 PALM DESERT, CA 92255	N/A	PUBLIC CHARITY	TO ENHANCE THE LIVES OF INDIVIDUALS WITH DISABILITIES	2,500
PROGRAM FOR TORTURE VICTIMS 3655 S GRAND AVE LOS ANGELES, CA 90007	N/A	PUBLIC CHARITY	TO RESTORE HEALTH AND HUMAN DIGNITY TO REFUGEES	3,500
Total ▶ 3a				786,600

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Name and address (home or business)				
a <i>Paid during the year</i>				
PROYECTO PASTORAL 135 NO MISSION RD LOS ANGELES, CA 90033	N/A	PUBLIC CHARITY	TO SUPPORT THE COMMUNITY OF BOYLE HEIGHTS	5,000
RANCH RECOVERY CENTER 7885 ANNANDALE AVENUE DESERT HOT SPRINGS, CA 92240	N/A	PUBLIC CHARITY	TO SUPPORT RECOVERY FROM ALCOHOLISM AND DRUG DEPENDENCY	5,000
RANCHO MIRAGE PUBLIC LIBRARY 71100 HIGHWAY 111 RANCHO MIRAGE, CA 92270	N/A	PUBLIC CHARITY	TO SUPPORT COMMUNITY SERVICES AND EDUCATION	3,500
Total ▶				786,600
3a				

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Name and address (home or business)				
a <i>Paid during the year</i>				
REGINAL ACCESS PROJECT 41550 ELECTRIC ST PALM DESERT, CA 92260	N/A	PUBLIC CHARITY	TO ENHANCE THE QUALITY OF LIVES FOR RESIDENTS OF EASTERN RIVERSIDE COUNTY	2,400
RONALD MCDONALD HOUSE CHARITIES OF SO CA 4560 FOUNTAIN AVENUE LOS ANGELES, CA 90029	N/A	PUBLIC CHARITY	TO PROVIDE COMFORT, CARE AND SUPPORT TO INDIGENT CHILDREN AND FAMILIES	5,000
SAN GABRIEL VALLEY HABITAT 400 S IRWINDALE AVE AZUSA, CA 91702	N/A	PUBLIC CHARITY	TO SUPPORT AFFORDABLE HOUSING	5,000
Total ▶ 3a				786,600

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Name and address (home or business)				
a <i>Paid during the year</i>				
SEINWAY SOCIETY OF RIVERSIDE 39315 GLENEAGLES CIRCLE PALM DESERT, CA 92211	N/A	PUBLIC CHARITY	TO PROVIDE MUSIC EDUCATION	3,000
SENIOR ADVOCATE OF THE DESERT P O BOX 2827 CATHERDRAL CITY, CA 92235	N/A	PUBLIC CHARITY	TO HELP LOW-INCOME SENIORS OBTAIN GOVERNMENT BENEFITS	13,500
SOBER IN THE SUNPO BOX 4584 PALM SPRINGS, CA 92263	N/A	PUBLIC CHARITY	TO PROVIDE ENRICHMENT TO COMMUNITY MEMBERS THROUGH SPECIAL EVENTS	10,000
Total ▶ 3a				786,600

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Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
SOCIETY FOR DISABILITIES 1129 8TH STREET MODESTO, CA 95364	N/A	PUBLIC CHARITY	TO IMPROVE THE QUALITY OF LIFE AND SELF-SUFFICIENCY FOR CHILDREN AND ADULTS IN STANISLAUS COUNTY	2,500
SOROPTIMIST HOUSE OF HOPE P O BOX 1055 DESERT HOT SPRINGS, CA 92240	N/A	PUBLIC CHARITY	TO PROVIDE RECOVERY PROGRAMS FOR WOMEN WITH SUBSTANCE ABUSE DISORDERS	5,000
SOUTHERN PASADENA SAN MARINO YMCA 1605 GARFIELD AVE SOUTH PASADENA, CA 91030	N/A	PUBLIC CHARITY	TO SUPPORT COMMUNITY SERVICES	15,000
Total 3a				786,600

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Name and address (home or business)				
a <i>Paid during the year</i>				
SPECIAL OLYMPIC SOUTHERN 1600 FORBES WAY LONG BEACH, CA 90810	N/A	PUBLIC CHARITY	TO PROVIDE ATHLETIC VENUES FOR CHILDREN & ADULTS WITH INTELLECTUAL DISABILITIES	20,000
SPRING FORWARD FOR AUTISM INC 7955 S HIGHWAY A1A MELBORNE BEACH, FL 32951	N/A	PUBLIC CHARITY	TO PROVIDE EMOTIONAL AND FINANCIAL SUPPORT TO THOSE AFFECTED BY AUTISM	3,000
ST ANNE MATERNITY HOME 155 N OCCIDENTAL BLVD LOS ANGELES, CA 90026	N/A	PUBLIC CHARITY	TO SUPPORT FAMILIES THE COMMUNITY	5,000
Total ▶ 3a				786,600

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

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
ST MICHAEL SPECIAL SCHOOL 1522 CHIPPEWA STREET NEW ORLEANS, LA 70130	N/A	PUBLIC CHARITY	TO SUPPORT EDUCATION FOR STUDENTS WITH SPECIAL NEEDS	15,000
TALLER SAN JOSE HOPE BUILDERS 801 N BROADWAY SANTA ANA, CA 92701	N/A	PUBLIC CHARITY	TO EMPOWER AND HELP HIGH RISK YOUTH	2,500
TEAM JOSEPH3050 UNION LAKE ROAD COMMERCE TOWNSHIP, MI 48382	N/A	PUBLIC CHARITY	TO FUND RESEARCH FOR TREATMENT AND CURE FOR DUCHENNE MUSCULAR DYSTROPHY	10,000
Total ► 3a				786,600

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

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
TEMPLE BETH ISRAEL 5711 MONTE VISTA STREET LOS ANGELES, CA 90042	N/A	PUBLIC CHARITY	TO SUPPORT THE COMMUNITY	5,000
THE L FUNDP O BOX 2561 PALM SPRINGS, CA 92263	N/A	PUBLIC CHARITY	TO PROVIDE SUPPORT TO THE LESBIAN COMMUNITY	5,500
THE LGBT COMMUNITY CENTER 1301 N PALM CANYON DR PALM SPRINGS, CA 92262	N/A	PUBLIC CHARITY	TO ENHANCE AND SUSTAIN THE HEALTH OF THE LESBIAN, GAY, BISEXUAL AND TRANSGENDERS	5,000
Total ▶ 3a				786,600

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

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
THE LGBT SANCTUARY PALM SPRINGS 2232 N PALERMO DRIVE PALM SPRINGS, CA 92262	N/A	PUBLIC CHARITY	TO PROVIDE SUPPORT FOR LGBT TEENS	10,000
THE LIVING DESERT 47900 PORTOIA AVENUE PALM SPRINGS, CA 92260	N/A	PUBLIC CHARITY	TO SUPPORT STUDENT PROGRAMS FOR CHILDREN, YOUTH AND ADULTS	5,000
THE NATIONAL MS SOCIETY 1209 MANHATTAN AVE MANHATTAN BEACH, CA 90266	N/A	PUBLIC CHARITY	TO HELP FIGHT MS AND HELP PATIENTS	5,000
Total ▶ 3a				786,600

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

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
THE PGK PROJECT 4704 A STREET SAN DIEGO, CA 92102	N/A	PUBLIC CHARITY	TO SUPPORT ARTISTRY & DIVERSE DANCE STYLES	7,500
TIPI LOSCHI FOUNDATION 1855 NOBLE DRIVE GOLDEN VALLY, MN 55422	N/A	PUBLIC CHARITY	TO SUPPORT THE COMMUNITY	5,000
TRANSGENDER COMMUNITY COALITION P O BOX 580132 N PALM SPRINGS, CA 92258	N/A	PUBLIC CHARITY	TO HELP THOSE WHO ARE ON THE TRANSGENDER DIVERSE SPECTRUM	3,000
Total ▶ 3a				786,600

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


Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
TRIUMPH FOUNDATION 17186 HICKORY RIDGE COURT CANYON COUNTRY, CA 91387	N/A	PUBLIC CHARITY	TO HELP THOSE WITH SPINAL CORD INJURY/DISORDER	3,000
UCLA FOUNDATION 760 WESTWOOD PLAZA LOS ANGELES, CA 90024	N/A	PUBLIC CHARITY	TO PROMOTE COLLEGE EDUCATION	12,000
UNITED WAY OF THE DESERT 73710 FRED WARING DR PALM DESERT, CA 92260	N/A	PUBLIC CHARITY	TO HELP INDIGENT MEMBERS OF THE COMMUNITY	10,000
Total ▶ 3a				786,600

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

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
VARIETY - THE CHILDREN'S CHARITY 2140 WALNUT LAKE ROAD WEST BLOOMFIELD, MI 48323	N/A	PUBLIC CHARITY	TO SUPPORT COMMUNITY SERVICES FOR CHILDREN	10,000
VILLAGE FAMILY SERVICES 6737 LAUREL CANYON BLVD NORH HOLLYWOOD, CA 91606	N/A	PUBLIC CHARITY	TO IMPROVE COMMUNITY SERVICES	3,500
WARING INTERNATIONAL PIANO 73710 FRED WARING DR PALM DESERT, CA 92260	N/A	PUBLIC CHARITY	TO PROMOTE CLASSICAL MUSIC	2,500
Total ▶ 3a				786,600

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

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
WAYFINDER FAMILY SERVICES 5300 ANGELES VISTA BLVD LOS ANGELES, CA 90043	N/A	PUBLIC CHARITY	TO SUPPORT EXPERT, INDIVIDUALIZED COMMUNITY SERVICES	3,500
WE SPARK13522 VENTURA BLVD SHERMAN OAKS, CA 91423	N/A	PUBLIC CHARITY	TO ENHANCE THE QUALITY OF LIFE FOR CANCER PATIENTS AND THEIR FAMILIES	7,500
YFC GRIEVING TEENSP O BOX 14370 PALM DESERT, CA 92255	N/A	PUBLIC CHARITY	TO SUPPORT SMALL BUSINESSES	2,500
Total ▶ 3a				786,600

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
YMCA METRO LA1605 GARFIELD AVE SOUTH PASADENA, CA 91030	N/A	PUBLIC CHARITY	TO SUPPORT COMMUNITY SERVICES	20,000
Total 				786,600
3a				

TY 2017 Accounting Fees Schedule**Name:** THE GRACE HELEN SPEARMAN FOUNDATION**EIN:** 76-0721677**Accounting Fees Schedule**

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
SCHWARTZ, KALES ACCOUNTANCY CORP	13,500	6,750		6,750

Note: To capture the full content of this document, please select landscape mode (11" x 8.5") when printing.

TY 2017 Depreciation Schedule

Name: THE GRACE HELEN SPEARMAN FOUNDATION

EIN: 76-0721677

Description of Property	Date Acquired	Cost or Other Basis	Prior Years' Depreciation	Computation Method	Rate / Life (# of years)	Current Year's Depreciation Expense	Net Investment Income	Adjusted Net Income	Cost of Goods Sold Not Included
BUILDING - 248 S REEVES BEVERLY HILLS, CA 90212	2010-03-27	900,000	254,999	SL	27 5000000000000	32,727	32,727		
LAND - 248 S REEVES BEVERLY HILLS, CA 90212	2010-03-27	900,000		L		0	0		
COMPUTER	2017-12-16	1,400		VAR	0 %	0	0		

TY 2017 Investments Corporate Bonds Schedule**Name:** THE GRACE HELEN SPEARMAN FOUNDATION**EIN:** 76-0721677**Investments Corporate Bonds Schedule**

Name of Bond	End of Year Book Value	End of Year Fair Market Value
DOUBLELINE TOTAL RETURN BD FUND	1,343,362	1,278,460
TEMPLETON GLOBAL BD FUND	363,863	352,929
PIMCO INCOME FUND	369,139	370,591

TY 2017 Investments Corporate Stock Schedule**Name:** THE GRACE HELEN SPEARMAN FOUNDATION**EIN:** 76-0721677

Name of Stock	End of Year Book Value	End of Year Fair Market Value
ABBOTT LABS	4,477	8,146
ACTIVISION BLIZZARD INC	8,739	7,382
AGILENT TECHNOLOGIES INC	4,350	4,992
ALEXION PHARMACEUTICALS INC	10,277	9,113
ALPHABET INC CL C	13,252	27,361
ALPHABET INC CL A	8,188	16,645
AMAZON COM INC	28,466	37,184
AMERICAN ELEC PWR INC	8,455	9,566
AMERICAN INTL GROUP INC	15,255	12,802
AMERICAN TOWER CORP	14,070	20,397
ANTHEM INC	13,402	20,885
APPLE INC	27,507	46,252
AT & T INC	21,001	18,869
BANK NEW YORK MELLON CORP	3,685	4,926
BERKSHIRE HATHAWAY INC	22,022	33,391
BIOGEN IDEC INC	19,152	22,359
BLACKROCK INC	10,446	11,556
BROADCOM INC	12,584	18,755
CATERPILLAR INC	16,824	16,145
CHEVRON CORP	23,611	26,173
CIGNA CORP	5,426	8,488
CISCO SYS INC	9,536	14,122
CITIGROUP INC	20,293	24,231
COMCAST CORP	16,188	23,523
CONAGRA FOODS INC	9,744	8,570
CONSTELLATION BRANDS INC	8,716	8,026
CVS HEALTH CORP	13,456	13,955
DOLLAR GEN CORP	5,163	6,437
DOWDUPONT INC	16,332	14,325
EBAY INC	10,813	10,179

Name of Stock	End of Year Book Value	End of Year Fair Market Value
EMERSON ELEC CO	6,421	6,325
EOG RES INC	12,314	13,844
EQUINIX INC	7,096	6,589
EXPEDIA GROUP INC	4,186	4,844
FACEBOOK INC	22,083	28,122
FEDEX CORP	9,272	13,282
FIDELITY NTL INFORMATION SVCS	10,296	15,653
FIRST DATA CORP	5,561	6,354
GENERAL DYNAMICS CORP	9,703	8,135
HALLIBURTON CO	7,284	4,997
HONEYWELL INTL INC	13,337	22,307
ISHARES EDGE MSCI USA QUALITY	1,213,610	1,444,059
ISHARES NORTH AMERICAN TECH-SOFTWARE ETF	456,083	463,197
ISHARES RUSSELL 1000 GROWTH ETF	600,262	597,071
J P MORGAN CHASE & CO	17,721	32,912
JOHNSON & JOHNSON	26,299	35,324
LOCKHEED MARTIN CORP	15,612	14,526
LOWES COS INC	3,217	5,662
MASTERCARD INC	11,579	28,351
MCDONALDS CORP	12,565	15,743
MICROSOFT CORP	28,409	56,232
MONDELEZ INTL INC	19,807	20,781
MORGAN STANLEY	9,203	9,899
NVIDIA CORP	4,321	3,435
PALO ALTO NETWORKS INC	2,099	2,767
PFIZER INC	21,545	30,713
PHILIP MORRIS INTL INC	29,778	29,247
S & P GLOBAL INC	2,919	5,317
SHERWIN WILLIAMS CO	8,780	11,893
SOUTHWEST AIRLS CO	6,924	6,553

Name of Stock	End of Year Book Value	End of Year Fair Market Value
SPDR S&P 500 ETF TR	737,925	882,080
SYSCO CORP	7,441	8,762
T-MOBILE US INC	1,987	2,396
US BANCORP DEL	13,228	13,996
VERIZON COMMUNICATIONS INC	11,647	14,713
VERTEX PHARMACEUTICALS INC	1,018	2,350
WELLS FARGO & CO	26,664	26,808
CIMAREX ENERGY CO	3,980	3,525
FREEMONT-MCMORAN INC	2,316	2,161
ISHARES US AEROSPACE & DEFENSE INDEX ETF	138,984	278,415
ISHARES CORE S&P MID CAP ETF	318,980	327,694
MICROCHIP TECHNOLOGY INC	4,729	4,145
PRINCIPAL MIDCAP BLEND FUND	241,627	341,416
PVH CORP	5,550	7,075
TAPESTRY INC	5,965	7,397
TOTAL SYS SVCS INC	7,676	7,951
UNDISCOVERED MANAGERS FDS BEHAVIORAL VALUE FD	440,000	552,616
ALLERGAN PLC	19,321	14,473
AON PLC	12,659	15,851
CANADIAN NAT RES LTD	11,790	9,934
GLOBAL X FUNDS GLOBAL X ROBOTICS	184,086	157,483
ISHARES CORE MSCI EAFE ETF	746,043	705,696
ISHARES MSCI UNITED KINGDOM ETF NEW	557,924	503,823
ISHARES CORE MSCI EMERGING MKTS ETF	1,147,062	1,080,177
MEDTRONIC PLC	28,485	34,038
RESTAURANT BRANDS INTER INC	7,275	7,583
ISHARES MSCI ALL COUNTRY ASIA EX-JAPAN ETF	735,859	760,844
ISHARES MSCI INDIA ETF	194,741	189,928
SKYBRIDGE MULTI-ADVISOR HEDGE	340,911	328,179
BLACKROCK STRATEGIC INCOME OPPORTUNITIES PORTFOLIO INSTL CL	1,110,642	1,065,890

Name of Stock	End of Year Book Value	End of Year Fair Market Value
GOTHAM INDEX PLUS FUND INSTL CL	740,998	786,093

TY 2017 Investments - Land Schedule**Name:** THE GRACE HELEN SPEARMAN FOUNDATION**EIN:** 76-0721677

Category/ Item	Cost/Other Basis	Accumulated Depreciation	Book Value	End of Year Fair Market Value
BUILDING - 248 S. REEVES BEVERLY HILLS, CA 90212	900,000	287,726	612,274	1,480,000
LAND - 248 S. REEVES BEVERLY HILLS, CA 90212	900,000	0	900,000	3,130,000

TY 2017 Investments - Other Schedule**Name:** THE GRACE HELEN SPEARMAN FOUNDATION**EIN:** 76-0721677**Investments Other Schedule 2**

Category/ Item	Listed at Cost or FMV	Book Value	End of Year Fair Market Value
INVESCO DB COMMODITY INDEX	AT COST	531,694	482,323

TY 2017 Other Expenses Schedule**Name:** THE GRACE HELEN SPEARMAN FOUNDATION**EIN:** 76-0721677**Other Expenses Schedule**

Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
BANK MANAGEMENT FEES	138,222	137,222		1,000
APPRAISAL FEE	2,250	2,250		0
PAYROLL FEES	1,873	936		937
OFFICE	159	159		0
DISBURSEMENTS TO RESERVE ACCOUNT	24,180	0		0
PROPERTY MAINTENANCE AND MANAGEMENT	44,106	44,106		0
INSURANCE	1,460	1,460		0

TY 2017 Other Income Schedule**Name:** THE GRACE HELEN SPEARMAN FOUNDATION**EIN:** 76-0721677**Other Income Schedule**

Description	Revenue And Expenses Per Books	Net Investment Income	Adjusted Net Income
SALIX PHARMACEUTICALS LTD PROCEEDS FOR SECURITIES LITIGATION	109	109	109
PASS-THRU INCOME - POWERSHARES DB	2,032	2,032	2,032

TY 2017 Other Liabilities Schedule**Name:** THE GRACE HELEN SPEARMAN FOUNDATION**EIN:** 76-0721677

Description	Beginning of Year - Book Value	End of Year - Book Value
SECURITY DEPOSITS	18,839	21,334

TY 2017 Other Professional Fees Schedule**Name:** THE GRACE HELEN SPEARMAN FOUNDATION**EIN:** 76-0721677

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
CONSULTING - WEBSITE SERVICES	3,900	0		3,900
ADMINISTRATIVE SERVICES	5,660	0		5,660

TY 2017 Taxes Schedule**Name:** THE GRACE HELEN SPEARMAN FOUNDATION**EIN:** 76-0721677

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
FEDERAL TAX	19,124	0		0
PAYROLL TAXES	10,528	5,264		5,264
FTB ANNUAL TAX	10	0		10
ATTORNEY GENERAL FEES	150	0		150
PROPERTY TAX	29,659	29,659		0
BUSINESS TAX	2,402	2,402		0