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Form 990-PF

Return of Private Foundation

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

Do not enter social security numbers on this form as it may be made public.

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

OMB No 1545-0052

2018

Open to Public Inspection

For calendar year 2018, or tax year beginning 01-01-2018, and ending 12-31-2018

Name of foundation
THE SHEKELS CHARITABLE FOUNDATION

A Employer identification number
46-1614102

Number and street (or P O box number if mail is not delivered to street address)
888 S FIGUEROA STREET

Room/suite

B Telephone number (see instructions)
(213) 228-8121

City or town, state or province, country, and ZIP or foreign postal code
LOS ANGELES, CA 90017

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

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

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

H Check type of organization

Section 501(c)(3) exempt private foundation

Section 4947(a)(1) nonexempt charitable trust

Other taxable private foundation

I Fair market value of all assets at end of year (from Part II, col (c), line 16) \$ 25,786,546

J Accounting method

Cash

Accrual

Other (specify)

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

Part I

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

(a)

Revenue and expenses per books

(b)

Net investment income

(c)

Adjusted net income

(d)

Disbursements for charitable purposes (cash basis only)

Revenue

1

Contributions, gifts, grants, etc , received (attach schedule)

3,478,593

2

Check if the foundation is not required to attach Sch B

3

Interest on savings and temporary cash investments

4,004

4,004

4,004

4

Dividends and interest from securities

484,709

484,709

484,709

5a

Gross rents

b

Net rental income or (loss)

6a

Net gain or (loss) from sale of assets not on line 10

1,745,053

b

Gross sales price for all assets on line 6a

7,961,422

7

Capital gain net income (from Part IV, line 2)

1,745,053

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)

-5,194,099

36,106

36,106

12

Total. Add lines 1 through 11

518,260

2,269,872

524,819

Operating and Administrative Expenses

13

Compensation of officers, directors, trustees, etc

14

Other employee salaries and wages

15

Pension plans, employee benefits

16a

Legal fees (attach schedule)

b

Accounting fees (attach schedule)

53,170

53,170

c

Other professional fees (attach schedule)

870

17

Interest

13,259

13,259

18

Taxes (attach schedule) (see instructions)

9,644

19

Depreciation (attach schedule) and depletion

20

Occupancy

21

Travel, conferences, and meetings

22

Printing and publications

23

Other expenses (attach schedule)

234,365

234,328

24

Total operating and administrative expenses. Add lines 13 through 23

311,308

300,757

0

25

Contributions, gifts, grants paid

1,172,329

1,172,329

26

Total expenses and disbursements. Add lines 24 and 25

1,483,637

300,757

1,172,329

27

Subtract line 26 from line 12

a

Excess of revenue over expenses and disbursements

-965,377

b

Net investment income (if negative, enter -0-)

1,969,115

c

Adjusted net income (if negative, enter -0-)

524,819

For Paperwork Reduction Act Notice, see instructions.

Cat No 11289X

Form 990-PF (2018)

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					
	2	Savings and temporary cash investments	2,156,286	2,010,244	2,010,244		
	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)	193,986	202,208	202,208		
	b	Investments—corporate stock (attach schedule)	12,427,233	10,948,913	10,948,913		
	c	Investments—corporate bonds (attach schedule)	862,979	964,378	964,378		
	11	Investments—land, buildings, and equipment basis ▶ _____ Less accumulated depreciation (attach schedule) ▶ _____					
	12	Investments—mortgage loans					
	13	Investments—other (attach schedule)	10,805,564	11,614,601	11,614,601		
	14	Land, buildings, and equipment basis ▶ _____ Less accumulated depreciation (attach schedule) ▶ _____					
15	Other assets (describe ▶ _____)	13,829	46,202	46,202			
16	Total assets (to be completed by all filers—see the instructions Also, see page 1, item I)	26,459,877	25,786,546	25,786,546			
Liabilities	17	Accounts payable and accrued expenses		4,050			
	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 ▶ _____)	382,263	670,259			
	23	Total liabilities (add lines 17 through 22)	382,263	674,309			
Net Assets or Fund Balances	Foundations that follow SFAS 117, check here ▶ ☐ and complete lines 24 through 26 and lines 30 and 31.						
	24	Unrestricted					
	25	Temporarily restricted					
	26	Permanently restricted					
	Foundations that do not follow SFAS 117, check here ▶ ☒ and complete lines 27 through 31.						
	27	Capital stock, trust principal, or current funds					
	28	Paid-in or capital surplus, or land, bldg , and equipment fund					
29	Retained earnings, accumulated income, endowment, or other funds	26,077,614	25,112,237				
30	Total net assets or fund balances (see instructions)	26,077,614	25,112,237				
31	Total liabilities and net assets/fund balances (see instructions) .	26,459,877	25,786,546				

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 26,077,614
2	Enter amount from Part I, line 27a	2 -965,377
3	Other increases not included in line 2 (itemize) ▶ _____	3
4	Add lines 1, 2, and 3	4 25,112,237
5	Decreases not included in line 2 (itemize) ▶ _____	5
6	Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30 .	6 25,112,237

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	1,745,053
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	-132,277

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))
2017	450,400	21,002,604	0 02145
2016	2,756,116	18,753,349	0 14697
2015	583,303	19,003,738	0 03069
2014	255,916	16,985,570	0 01507
2013	14,309	1,582,330	0 00904

2 Total of line 1, column (d)	2	0 223216
3 Average distribution ratio for the 5-year base period—divide the total on line 2 by 5 0, or by the number of years the foundation has been in existence if less than 5 years	3	0 044643
4 Enter the net value of noncharitable-use assets for 2018 from Part X, line 5	4	24,679,370
5 Multiply line 4 by line 3	5	1,101,761
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	19,691
7 Add lines 5 and 6	7	1,121,452
8 Enter qualifying distributions from Part XII, line 4	8	1,172,329

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	19,691
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	
3	Add lines 1 and 2.	3	19,691
4	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)	4	
5	Tax based on investment income. Subtract line 4 from line 3. If zero or less, enter -0-	5	19,691
6	Credits/Payments		
a	2018 estimated tax payments and 2017 overpayment credited to 2018	6a	48,713
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	
7	Total credits and payments. Add lines 6a through 6d.	7	48,713
8	Enter any penalty for underpayment of estimated tax. Check here ☒ if Form 2220 is attached	8	
9	Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed	9	
10	Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10	29,022
11	Enter the amount of line 10 to be Credited to 2019 estimated tax 29,022 Refunded	11	

Part VII-A Statements Regarding Activities

	Yes	No
1a During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?	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 \$ _____ (2) On foundation managers \$ _____		
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers \$ _____		
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	No
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	Yes
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 2018 or the taxable year beginning in 2018? See the 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	Yes

Part VII-A Statements Regarding Activities (continued)

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? Website address ▶ <u>N/A</u>	13	Yes	
14	The books are in care of ▶ <u>ALLEN E SHAY</u> Telephone no ▶ <u>(213) 228-8121</u>			

Located at ▶ 888 S FIGUEROA STREET 2150 LOS ANGELES CA ZIP+4 ▶ 90017

15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 —check here ▶ ☐			
	and enter the amount of tax-exempt interest received or accrued during the year ▶ 15			
16	At any time during calendar year 2018, 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	Yes	No
	See the instructions for exceptions and filing requirements for FinCEN Form 114. 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.

1a	During the year did the foundation (either directly or indirectly)		Yes	No
	(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		No
	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 2018?	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 2018, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2018? ☐ 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		No
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 2018 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 2018).	3b		No
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 2018?	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		Yes	No
(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	No
	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? If "Yes," attach the statement required by Regulations section 53.4945–5(d)	☐ Yes ☒ No		
6a	Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract?	☐ Yes ☒ No	6b	No
b	Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract? 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	7b	No
b	If yes, did the foundation receive any proceeds or have any net income attributable to the transaction?			
8	Is the foundation subject to the section 4960 tax on payment(s) of more than \$1,000,000 in remuneration or excess parachute payment during the year?	☐ Yes ☒ No		

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
ALLEN E SHAY 888 S FIGUEROA STREET 2150 LOS ANGELES, CA 90017	Trustee 2 00	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.				

Part VIII Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors *(continued)*

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. ►		

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 ►	

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	24,024,671
b	Average of monthly cash balances.	1b	1,030,527
c	Fair market value of all other assets (see instructions).	1c	0
d	Total (add lines 1a, b, and c).	1d	25,055,198
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	
3	Subtract line 2 from line 1d.	3	25,055,198
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions).	4	375,828
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4.	5	24,679,370
6	Minimum investment return. Enter 5% of line 5.	6	1,233,969

Part XI Distributable Amount (see instructions) (Section 4942(j)(3) and (j)(5) private operating foundations and certain foreign organizations check here ☐ and do not complete this part.)

1	Minimum investment return from Part X, line 6.	1	1,233,969
2a	Tax on investment income for 2018 from Part VI, line 5.	2a	19,691
b	Income tax for 2018 (This does not include the tax from Part VI).	2b	
c	Add lines 2a and 2b.	2c	19,691
3	Distributable amount before adjustments. Subtract line 2c from line 1.	3	1,214,278
4	Recoveries of amounts treated as qualifying distributions.	4	
5	Add lines 3 and 4.	5	1,214,278
6	Deduction from distributable amount (see instructions).	6	
7	Distributable amount as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1.	7	1,214,278

Part XII Qualifying Distributions (see instructions)

1	Amounts paid (including administrative expenses) to accomplish charitable, etc., purposes		
a	Expenses, contributions, gifts, etc.—total from Part I, column (d), line 26.	1a	1,172,329
b	Program-related investments—total from Part IX-B.	1b	
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes.	2	
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	1,172,329
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	19,691
6	Adjusted qualifying distributions. Subtract line 5 from line 4.	6	1,152,638

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 2017	(c) 2017	(d) 2018
1 Distributable amount for 2018 from Part XI, line 7				1,214,278
2 Undistributed income, if any, as of the end of 2018				
a Enter amount for 2017 only.				
b Total for prior years 20____, 20____, 20____				
3 Excess distributions carryover, if any, to 2018				
a From 2013.				
b From 2014.				
c From 2015.				
d From 2016.				361,340
e From 2017.				
f Total of lines 3a through e.	361,340			
4 Qualifying distributions for 2018 from Part XII, line 4 ▶ \$ <u>1,172,329</u>				
a Applied to 2017, but not more than line 2a				
b Applied to undistributed income of prior years (Election required—see instructions).				
c Treated as distributions out of corpus (Election required—see instructions).	0			
d Applied to 2018 distributable amount.				1,172,329
e Remaining amount distributed out of corpus				
5 Excess distributions carryover applied to 2018 (If an amount appears in column (d), the same amount must be shown in column (a))	41,949			41,949
6 Enter the net total of each column as indicated below:				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5	319,391			
b Prior years' undistributed income Subtract line 4b from line 2b				
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.				
d Subtract line 6c from line 6b Taxable amount—see instructions				
e Undistributed income for 2017 Subtract line 4a from line 2a Taxable amount—see instructions				
f Undistributed income for 2018 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2019				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).				
8 Excess distributions carryover from 2013 not applied on line 5 or line 7 (see instructions).				
9 Excess distributions carryover to 2019. Subtract lines 7 and 8 from line 6a	319,391			
10 Analysis of line 9				
a Excess from 2014.				
b Excess from 2015.				
c Excess from 2016.				319,391
d Excess from 2017.				
e Excess from 2018.				

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 2018, 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) 2018	(b) 2017	(c) 2016	(d) 2015	
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 foundation 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)) ALLEN E SHAY	
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. to individuals or organizations under other conditions, complete items 2a, b, c, and d. See instructions.	
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	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> See Additional Data Table				
Total			▶ 3a	
b <i>Approved for future payment</i>				
Total			▶ 3b	

Enter gross amounts unless otherwise indicated

Part XVI-B Relationship of Activities to the Acco

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)
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[illegible]

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

1 Did the organization directly or indirectly engage in any of the following with any other organization described in section 501(c) (other than section 501(c)(3) organizations) or in section 527, relating to political organizations?		Yes	No
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) (other than section 501(c)(3)) or in section 527? ☐ Yes ☒ No

b If "Yes," complete the following schedule

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

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

Sign Here	Signature of officer or trustee	Date	Title
		2019-11-07	

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

Paid Preparer Use Only	Print/Type preparer's name	Preparer's Signature	Date	Check if self-employed ☐	PTIN
	JAMES P FASTOVSKY				P01294371
	Firm's name ▶ FRIEDMAN MINSK COLE & FASTOVSKY				Firm's EIN ▶ 83-3213985
Firm's address ▶ 1875 CENTURY PARK EAST STE 700 LOS ANGELES, CA 90067					Phone no (310) 553-2606

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns a - d			
List and describe the kind(s) of property sold (e g , real estate, (a) 2-story brick warehouse, or common stock, 200 shs MLC Co)	(b) How acquired P—Purchase D—Donation	(c) Date acquired (mo , day, yr)	(d) Date sold (mo , day, yr)
1 UBS Y610895 - CAPITAL GAIN DISTRIBUTIONS	P	2000-01-01	2018-12-31
1 UBS Y610895 - AVAILABLE UPON REQUEST	P	2018-01-01	2018-12-31
UBS Y610895 - AVAILABLE UPON REQUEST	P	2017-01-01	2018-12-31
UBS Y610895 - AVAILABLE UPON REQUEST	P	2000-01-01	2018-12-31
UBS Y612490 - CAPITAL GAIN DISTRIBUTIONS	P	2000-01-01	2018-12-31
ALPHAKEYS EUROPEAN REAL ESTATE	P	2018-01-01	2018-12-31
AVENUE EUROPE CAPITAL SOLUTIONS	P	2018-01-01	2018-12-31
LOCUST WOOD CAPITAL LP	P	2018-01-01	2018-12-31
AG ENERGY CREDIT OPPORTUNITIES	P	2017-01-01	2018-12-31
ALPHAKEYS EUROPEAN REAL ESTATE	P	2017-01-01	2018-12-31

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)
45,826			45,826
1,675,075		1,802,061	-126,986
4,701,318		3,928,594	772,724
1,487,910		450,733	1,037,177
1,182			1,182
721			721
137			137
		6,149	-6,149
2,885			2,885
6,955			6,955

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

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(I) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
			45,826
			-126,986
			772,724
			1,037,177
			1,182
			721
			137
			-6,149
			2,885
			6,955

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)
AVENUE EUROPE CAPITAL SOLUTIONS	P	2017-01-01	2018-12-31
1 LOCUST WOOD CAPITAL LP	P	2017-01-01	2018-12-31
TRUMBULL PROPERTY GROWTH & INCOME FUND	P	2017-01-01	2018-12-31

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)
		28,832	-28,832
23,514			23,514
15,899			15,899

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	
			-28,832
			23,514
			15,899

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 Paid during the year				
CANCER SUPPORT COMMUNITY 1051 LAS TABLAS ROAD TEMPLETON, CA 93465	N/A	N/A	CHARITABLE PURPOSE OF THE ORGANIZATION	7,500
CHILDRENS HOSPITAL OF LOS ANGELES 4650 SUNSET BOULEVARD 29 LOS ANGELES, CA 90027	N/A	N/A	CHARITABLE PURPOSE OF THE ORGANIZATION	10,000
GENOCIDE WATCH INC 3351 N FAIRFAX DR ARLINGTON, VA 22201	N/A	N/A	CHARITABLE PURPOSE OF THE ORGANIZATION	2,500
Total ▶ 3a				1,172,329

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>				
HARVARD WESTLAKE SCHOOL 700 N FARING ROAD LOS ANGELES, CA 90077	N/A	N/A	CHARITABLE PURPOSE OF THE ORGANIZATION	25,000
USC SHOAH FNDTN INST FOR VISUAL HISTORY 1150 SOUTH OLIVE STREET T2400 LOS ANGELES, CA 90015	N/A	N/A	CHARITABLE PURPOSE OF THE ORGANIZATION	25,000
RAPE TREATMENT CENTER 1250 SIXTEENTH STREET SANTA MONICA, CA 90404	N/A	N/A	CHARITABLE PURPOSE OF THE ORGANIZATION	2,500
Total ▶ 3a				1,172,329

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 Paid during the year				
PLANNED PARENTHOOD LOS ANGELES 400 WEST 30TH STREET LOS ANGELES, CA 90007	N/A	N/A	CHARITABLE PURPOSE OF THE ORGANIZATION	10,000
PASADENA SYMPHONY AND POPS 2 NORTH LAKE AVENUE SUITE 1080 PASADENA, CA 91101	N/A	N/A	CHARITABLE PURPOSE OF THE ORGANIZATION	2,500
HUMAN RIGHTS WATCH 11500 W OLYMPIC BLVD SUITE 540 LOS ANGELES, CA 90064	N/A	N/A	CHARITABLE PURPOSE OF THE ORGANIZATION	2,500
Total ▶ 3a				1,172,329

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>				
AEGIS AMERICA INC 20 GREENWAY PLAZA SUITE 450 HOUSTON, TX 77046	N/A	N/A	CHARITABLE PURPOSE OF THE ORGANIZATION	20,000
MUSEUM OF TOLERANCE 1399 SOUTH ROXBURY DRIVE LOS ANGELES, CA 90035	N/A	N/A	CHARITABLE PURPOSE OF THE ORGANIZATION	10,000
ACADEMY FOR JUDAIC CHRISTIAN AND ISLAMIC 580 HILGARD AVENUE LOS ANGELES, CA 90024	N/A	N/A	CHARITABLE PURPOSE OF THE ORGANIZATION	2,500
Total ► 3a				1,172,329

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 11355 OHIO AVENUE LOS ANGELES, CA 90025	N/A	N/A	CHARITABLE PURPOSE OF THE ORGANIZATION	10,000
CATCH FUNDPO BOX 14 CRESTON, CA 93432	N/A	N/A	CHARITABLE PURPOSE OF THE ORGANIZATION	2,500
CEDARS-SINAI 8700 BEVERLY BOULEVARD SUITE 2416 LOS ANGELES, CA 90048	N/A	N/A	CHARITABLE PURPOSE OF THE ORGANIZATION	15,000
Total ▶ 3a				1,172,329

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 COLBURN SCHOOL DEVELOPMENT DEPT 200 SOUTH GRAND AVENUE LOS ANGELES, CA 90012	N/A	N/A	CHARITABLE PURPOSE OF THE ORGANIZATION	5,000
THE GEFFEN PLAYHOUSE 10886 LE CONTE AVENUE LOS ANGELES, CA 90024	N/A	N/A	CHARITABLE PURPOSE OF THE ORGANIZATION	20,000
HUNTINGTON LIBRARY AND BOTANICAL GARDENS 1151 OXFORD ROAD SAN MARINO, CA 91108	N/A	N/A	CHARITABLE PURPOSE OF THE ORGANIZATION	129,500
Total ▶ 3a				1,172,329

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 LOS ANGELES COUNTY MUSEUM OF ART 5905 WILSHIRE BOULEVARD LOS ANGELES, CA 90036	N/A	N/A	CHARITABLE PURPOSE OF THE ORGANIZATION	10,000
THE MUSIC CENTER 135 N GRAND AVENUE LOS ANGELES, CA 90012	N/A	N/A	CHARITABLE PURPOSE OF THE ORGANIZATION	10,000
PASADENA COMMUNITY GARDENS CONSERVANCY 301 EAST COLORADO BLVD STE 810 PASADENA, CA 91101	N/A	N/A	CHARITABLE PURPOSE OF THE ORGANIZATION	5,000
Total ▶ 3a				1,172,329

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>				
PASADENA PLAYHOUSE 600 PLAYHOUSE ALLEY SUITE 300 PASADENA, CA 91101	N/A	N/A	CHARITABLE PURPOSE OF THE ORGANIZATION	5,000
SANTA CECILIA ORCHESTRA 2759 WEST BROADWAY LOS ANGELES, CA 90041	N/A	N/A	CHARITABLE PURPOSE OF THE ORGANIZATION	10,000
ST VINCENT MEALS ON WHEELS 2303 MIRAMAR STREET LOS ANGELES, CA 90057	N/A	N/A	CHARITABLE PURPOSE OF THE ORGANIZATION	12,500
Total ▶ 3a				1,172,329

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 Paid during the year				
UNION RESCUE MISSION 545 SOUTH SAN PEDRO STREET LOS ANGELES, CA 90013	N/A	N/A	CHARITABLE PURPOSE OF THE ORGANIZATION	5,000
THE FUND FOR SARAH LAWRENCE 1 MEAD WAY BRONXVILLE, NY 10708	N/A	N/A	CHARITABLE PURPOSE OF THE ORGANIZATION	20,000
THE LIVESTOCK CONSERVANCY PO BOX 477 PITTSBORO, NC 27312	N/A	N/A	CHARITABLE PURPOSE OF THE ORGANIZATION	15,000
Total ▶ 3a				1,172,329

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>				
AMER FRIENDS OF ISRAELI NAVY SEALS PO BOX 20080 NEW YORK, NY 10001	N/A	N/A	CHARITABLE PURPOSE OF THE ORGANIZATION	5,000
FIVE ACRES 760 WEST MOUNTAIN VIEW STREET ALTADENA, CA 91001	N/A	N/A	CHARITABLE PURPOSE OF THE ORGANIZATION	100,960
THE GREATEST GENERATION FOUNDATION 501 S CHERRY STREET 11TH FLOOR DENVER, CO 80246	N/A	N/A	CHARITABLE PURPOSE OF THE ORGANIZATION	5,000
Total ▶ 3a				1,172,329

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>				
US OLYMPIC AND PARALYMPIC FOUNDATIO 1 OLYMPIC PLAZA COLORADO SPRINGS, CO 80909	N/A	N/A	CHARITABLE PURPOSE OF THE ORGANIZATION	5,000
WESTRIDGE SCHOOL 324 MADELINE DRIVE PASADENA, CA 91105	N/A	N/A	CHARITABLE PURPOSE OF THE ORGANIZATION	10,000
THE JONATHAN ART FOUNDATION 545 SOUTH FIGUEROA STREET LOS ANGELES, CA 90071	N/A	N/A	CHARITABLE PURPOSE OF THE ORGANIZATION	1,500
Total ▶ 3a				1,172,329

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>				
LOS ANGELES MASTER CHORALE 135 NORTH GRAND AVENUE LOS ANGELES, CA 90012	N/A	N/A	CHARITABLE PURPOSE OF THE ORGANIZATION	5,000
AUBURN CORD DUESENBERG AUTOMOBILE M 1600 SOUTH WAYNE STREET AUBURN, IN 46706	N/A	N/A	CHARITABLE PURPOSE OF THE ORGANIZATION	1,000
MCPHERSON COLLEGE AUTOMOTIVE RESTOR 1600 EAST EUCLID MCPHERSON, KS 67460	N/A	N/A	CHARITABLE PURPOSE OF THE ORGANIZATION	10,000
Total ▶ 3a				1,172,329

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>				
SPECIAL OLYMPICS 1133 19TH STREET NW WASHINGTON, DC 20036	N/A	N/A	CHARITABLE PURPOSE OF THE ORGANIZATION	2,500
PLANNED PARENTHOOD OF SAN GABRIEL V 2333 LAKE AVENUE ALTADENA, CA 91001	N/A	N/A	CHARITABLE PURPOSE OF THE ORGANIZATION	2,500
PETERSEN AUTOMOTIVE MUSEUM 6060 WILSHIRE BLVD LOS ANGELES, CA 90036	N/A	N/A	CHARITABLE PURPOSE OF THE ORGANIZATION	45,520
Total ▶ 3a				1,172,329

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 Paid during the year				
FLIGHT OATH MUSEUM 6661 W IMPERIAL HWY LOS ANGELES, CA 90045	N/A	N/A	CHARITABLE PURPOSE OF THE ORGANIZATION	500
WIKIPEDIA FOUNDATION INC PO BOX 98204 WASHINGTON, DC 20090	N/A	N/A	CHARITABLE PURPOSE OF THE ORGANIZATION	1,000
RENEWABLES 100 POLICY INSTITUTEWILD 1507 7TH ST SANTA MONICA, CA 90401	N/A	N/A	CHARITABLE PURPOSE OF THE ORGANIZATION	2,500
Total ► 3a				1,172,329

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 Paid during the year				
A PLACE CALLED HOME 2830 SOUTH CENTRAL AVENUE LOS ANGELES, CA 90011	N/A	N/A	CHARITABLE PURPOSE OF THE ORGANIZATION	2,500
ATASCADERO HISTORICAL SOCIETY POST OFFICE BOX 1047 ATASCADERO, CA 93423	N/A	N/A	CHARITABLE PURPOSE OF THE ORGANIZATION	5,000
IMMACULATE HEART HIGH SCHOOL 5515 FRANKLIN AVE LOS ANGELES, CA 90028	N/A	N/A	CHARITABLE PURPOSE OF THE ORGANIZATION	250
Total ► 3a				1,172,329

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>				
GO CAMPAIGN 2461 SANTA MONICA BLVD 437 SANTA MONICA, CA 90404	N/A	N/A	CHARITABLE PURPOSE OF THE ORGANIZATION	5,000
CALIFORNIA JAZZ CONSERVATORY 2087 ADDISON STREET BERKELEY, CA 94704	N/A	N/A	CHARITABLE PURPOSE OF THE ORGANIZATION	2,500
CITY OF HOPE1500 E DUARTE ROAD DUARTE, CA 91010	N/A	N/A	CHARITABLE PURPOSE OF THE ORGANIZATION	3,500
Total ▶ 3a				1,172,329

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>				
SMILE TRAIN 633 THIRD AVE 9TH FLOOR NEW YORK, NY 10017	N/A	N/A	CHARITABLE PURPOSE OF THE ORGANIZATION	3,500
ST JUDE CHILDREN'S HOSPITAL 501 ST JUDE PLACE MEMPHIS, TN 38105	N/A	N/A	CHARITABLE PURPOSE OF THE ORGANIZATION	3,500
IMPACT ASSETS INC DAF 7315 WISCONSIN AVE 1000W BETHESDA, MD 20814	N/A	N/A	CHARITABLE PURPOSE OF THE ORGANIZATION	350,000
Total ▶ 3a				1,172,329

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>				
IMPACT ASSETS INC DAF 7315 WISCONSIN AVE 1000W BETHESDA, MD 20814	N/A	N/A	CHARITABLE PURPOSE OF THE ORGANIZATION	203,099
CRESTON CLASSIC RODEOPO BOX 121 CRESTON, CA 93432	N/A	N/A	CHARITABLE PURPOSE OF THE ORGANIZATION	1,000
Total ▶ 3a				1,172,329

TY 2018 Accounting Fees Schedule**Name:** THE SHEKELS CHARITABLE FOUNDATION**EIN:** 46-1614102**Software ID:** 18007218**Software Version:** 2018v3.1

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
ACCOUNTING FEES	53,170	53,170	0	0

TY 2018 Investments Corporate Bonds Schedule**Name:** THE SHEKELS CHARITABLE FOUNDATION**EIN:** 46-1614102**Software ID:** 18007218**Software Version:** 2018v3.1**Investments Corporate Bonds Schedule**

Name of Bond	End of Year Book Value	End of Year Fair Market Value
UBS A/C Y6 10895 - AVAIL. UPON REQUEST	964,378	964,378

TY 2018 Investments Corporate Stock Schedule**Name:** THE SHEKELS CHARITABLE FOUNDATION**EIN:** 46-1614102**Software ID:** 18007218**Software Version:** 2018v3.1**Investments Corporation Stock Schedule**

Name of Stock	End of Year Book Value	End of Year Fair Market Value
UBS A/C Y6 10895 - AVAIL. UPON REQUEST	7,772,814	7,772,814
UBS A/C Y6 12490 - AVAIL. UPON REQUEST	3,176,099	3,176,099

TY 2018 Investments Government Obligations Schedule**Name:** THE SHEKELS CHARITABLE FOUNDATION**EIN:** 46-1614102**Software ID:** 18007218**Software Version:** 2018v3.1**US Government Securities - End
of Year Book Value:**

202,208

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

202,208

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

TY 2018 Investments - Other Schedule**Name:** THE SHEKELS CHARITABLE FOUNDATION**EIN:** 46-1614102**Software ID:** 18007218**Software Version:** 2018v3.1**Investments Other Schedule 2**

Category/ Item	Listed at Cost or FMV	Book Value	End of Year Fair Market Value
UBS A/C Y6 12490 - AVAIL. UPON REQUEST	FMV	888,401	888,401
UBS A/C Y6 12490 - AVAIL. UPON REQUEST	FMV	1,490,630	1,490,630
UBS A/C Y6 10895 - AVAIL. UPON REQUEST	FMV	3,520,819	3,520,819
UBS A/C Y6 10895 - AVAIL. UPON REQUEST	FMV	3,757,169	3,757,169
UBS A/C Y6 10895 - AVAIL. UPON REQUEST	FMV	1,671,846	1,671,846
UBS A/C Y6 10895 - AVAIL. UPON REQUEST	FMV	285,736	285,736

TY 2018 Other Assets Schedule**Name:** THE SHEKELS CHARITABLE FOUNDATION**EIN:** 46-1614102**Software ID:** 18007218**Software Version:** 2018v3.1**Other Assets Schedule**

Description	Beginning of Year - Book Value	End of Year - Book Value	End of Year - Fair Market Value
ACCRUED INTEREST RECEIVABLE	13,829	17,148	17,148
PREPAID EXCISE TAX		29,054	29,054

TY 2018 Other Expenses Schedule**Name:** THE SHEKELS CHARITABLE FOUNDATION**EIN:** 46-1614102**Software ID:** 18007218**Software Version:** 2018v3.1**Other Expenses Schedule**

Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
INVESTMENT ADVISORY FEES	173,444	173,444		
OTHER DEDUCTIONS FROM PASSTROUGH	29,543	29,543		
OFFICE EXPENSE	64	64		
FOREIGN INCOME TAXES	23,747	23,747		
MEALS & ENTERTAINMENT	7,480	7,480		
BANK CHARGES	50	50		
NON-DEDUCTIBLE EXPENSES FROM PASSTROUGH	37			

TY 2018 Other Income Schedule**Name:** THE SHEKELS CHARITABLE FOUNDATION**EIN:** 46-1614102**Software ID:** 18007218**Software Version:** 2018v3.1**Other Income Schedule**

Description	Revenue And Expenses Per Books	Net Investment Income	Adjusted Net Income
PASSTROUGH INCOME/LOSS	33,399	33,399	33,399
NONDIVIDEND DISTRIBUTION	2,707	2,707	2,707
FAIR MRKT VALUE ADJ-SECUR	-5,230,205		

TY 2018 Other Liabilities Schedule**Name:** THE SHEKELS CHARITABLE FOUNDATION**EIN:** 46-1614102**Software ID:** 18007218**Software Version:** 2018v3.1

Description	Beginning of Year - Book Value	End of Year - Book Value
FEDERAL EXCISE TAXES - DEFERRED	47,093	36,919
FEDERAL EXCISE TAXES - CURRENT	31,303	633,340
UBS PREMIER CREDIT LINE - 5V I9373	303,867	

TY 2018 Other Professional Fees Schedule**Name:** THE SHEKELS CHARITABLE FOUNDATION**EIN:** 46-1614102**Software ID:** 18007218**Software Version:** 2018v3.1

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
OUTSIDE CONTRACT SERVICES	870	0	0	0

**TY 2018 Substantial Contributors
Schedule****Name:** THE SHEKELS CHARITABLE FOUNDATION**EIN:** 46-1614102**Software ID:** 18007218**Software Version:** 2018v3.1**Name****Address**

ALLEN E SHAY

888 S FIGUEROA ST 2150
LOS ANGELES, CA 90017

TY 2018 Taxes Schedule**Name:** THE SHEKELS CHARITABLE FOUNDATION**EIN:** 46-1614102**Software ID:** 18007218**Software Version:** 2018v3.1

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
ANNUAL REGISTRATION & FTB FEE	160			
CURRENT EXCISE TAX	19,659			
DEFERRED EXCISE TAX - ADJUSTMENT	10,175			

efile GRAPHIC print - DO NOT PROCESS		As Filed Data -		DLN: 93491311000019							
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 ▶ Go to www.irs.gov/Form990 for the latest information			OMB No 1545-0047 2018						
Name of the organization THE SHEKELS CHARITABLE FOUNDATION				Employer identification number 46-1614102							
Organization type (check one)											
Filers of: Form 990 or 990-EZ Form 990-PF						Section: ☐ 501(c)() (enter number) organization ☐ 4947(a)(1) nonexempt charitable trust not treated as a private foundation ☐ 527 political organization ☒ 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 33¹ 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 <i>exclusively</i> 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 <i>exclusively</i> 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 <i>exclusively</i> religious, charitable, etc , purpose Don't complete any of the parts unless the General Rule applies to this organization because it received <i>nonexclusively</i> 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)											
For Paperwork Reduction Act Notice, see the Instructions for Form 990, 990-EZ, or 990-PF		Cat No 30613X		Schedule B (Form 990, 990-EZ, or 990-PF) (2018)							

Name of organization THE SHEKELS CHARITABLE FOUNDATION	Employer identification number 46-1614102
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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	ALLEN E SHAY 888 S FIGUEROA STREET 2150 LOS ANGELES, CA 90017	 \$ 3,478,593	Person ☒ Payroll ☐ Noncash ☒ (Complete Part II for noncash contributions)
		\$	
			(Complete Part II for noncash contributions)
		\$	
			(Complete Part II for noncash contributions)
		\$	
			(Complete Part II for noncash contributions)
		\$	
			(Complete Part II for noncash contributions)
		\$	
			(Complete Part II for noncash contributions)
		\$	
			(Complete Part II for noncash contributions)

Name of organization THE SHEKELS CHARITABLE FOUNDATION	Employer identification number 46-1614102
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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
1	PUBLICLY TRADED STOCKS & SECURITIES	\$ 2,178,593	2018-12-13
(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 THE SHEKELS CHARITABLE FOUNDATION	Employer identification number 46-1614102
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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
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(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