



2018

Open to Public Inspection

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.

Department of the Treasury Internal Revenue Service

For calendar year 2018 or tax year beginning 2018, and ending

THE MENTAL INSIGHT FOUNDATION 538 BROADWAY, SUITE A SONOMA, CA 95476

Employer identification number 94-3256579 Telephone number (707) 938-8248

G Check all that apply Initial return Final return Address change

H Check type of organization Section 501(c)(3) exempt private foundation

I Fair market value of all assets at end of year \$ 18,614,866 J Accounting method Cash

Part I Analysis of Revenue and Expenses table header with columns (a) Revenue and expenses per books, (b) Net investment income, (c) Adjusted net income, (d) Disbursements for charitable purposes

NOV 18 2019

ENVELOPE POSTMARK DATE

M/4

SCANNED DEC 19 2019

Main table with rows 1-27 detailing revenue and expenses. Includes handwritten notes like 'RECEIVED NOV 18 2019' and 'OGDEN, UT'.

922

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	718,742.	533,578.	533,578.
	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 sch)			
	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)	19,510,674.	16,670,998.	16,670,998.
	c Investments – corporate bonds (attach schedule)			
	11 Investments – land, buildings, and equipment basis			
Less accumulated depreciation (attach schedule)				
12 Investments – mortgage loans				
13 Investments – other (attach schedule)	2,169,757.	1,214,459.	1,214,459.	
14 Land, buildings, and equipment basis				
Less accumulated depreciation (attach schedule)				
15 Other assets (describe SEE STATEMENT 5)	169,263.	195,831.	195,831.	
16 Total assets (to be completed by all filers – see the instructions Also, see page 1, item I)	22,568,436.	18,614,866.	18,614,866.	
Liabilities	17 Accounts payable and accrued expenses	58,652.	58,652.	
	18 Grants payable			
	19 Deferred revenue			
	20 Loans from officers, directors, trustees, & other disqualified persons			
	21 Mortgages and other notes payable (attach schedule)			
	22 Other liabilities (describe SEE STATEMENT 6)	1,340,000.	1,240,000.	
	23 Total liabilities (add lines 17 through 22)	1,398,652.	1,298,652.	
Net Assets or Fund Balances	Foundations that follow SFAS 117, check here and complete lines 24 through 26, and lines 30 and 31. <input type="checkbox"/>			
	24 Unrestricted			
	25 Temporarily restricted			
	26 Permanently restricted			
	Foundations that do not follow SFAS 117, check here and complete lines 27 through 31. <input checked="" type="checkbox"/>			
	27 Capital stock, trust principal, or current funds	6,250,000.	6,250,000.	
	28 Paid-in or capital surplus, or land, bldg, and equipment fund			
	29 Retained earnings, accumulated income, endowment, or other funds	14,919,784.	11,066,214.	
30 Total net assets or fund balances (see instructions)	21,169,784.	17,316,214.		
31 Total liabilities and net assets/fund balances (see instructions)	22,568,436.	18,614,866.		

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	21,169,784.
2 Enter amount from Part I, line 27a	2	-139,027.
3 Other increases not included in line 2 (itemize)	3	
4 Add lines 1, 2, and 3	4	21,030,757.
5 Decreases not included in line 2 (itemize) SEE STATEMENT 7	5	3,714,543.
6 Total net assets or fund balances at end of year (line 4 minus line 5) – Part II, column (b), line 30	6	17,316,214.

Part IV Capital Gains and Losses for Tax on Investment Income

(a) List and describe the kind(s) of property sold (for example, 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 SEE STATEMENT 8				
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				
b				
c				
d				
e				
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) FMV as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any		
a				
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	1,259,338.	
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	-10,230.	

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 doesn't qualify under section 4940(e) Do not complete this part

1 Enter the appropriate amount in each column for each year, see the 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	3,430,768.	23,181,182.	0.147998
2016	3,254,108.	24,225,709.	0.134325
2015	2,531,404.	25,635,337.	0.098747
2014	2,589,572.	25,385,514.	0.102010
2013	1,818,413.	17,839,858.	0.101930
2 Total of line 1, column (d)			2 0.585010
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 0.117002
4 Enter the net value of noncharitable-use assets for 2018 from Part X, line 5			4 21,572,670.
5 Multiply line 4 by line 3			5 2,524,046.
6 Enter 1% of net investment income (1% of Part I, line 27b)			6 14,092.
7 Add lines 5 and 6			7 2,538,138.
8 Enter qualifying distributions from Part XII, line 4			8 1,533,358.

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)

1 a	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 type="checkbox"/> and enter 1% of Part I, line 27b	1	28,183.
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	28,183.
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	28,183.
6	Credits/Payments		
a	2018 estimated tax pmts and 2017 overpayment credited to 2018	6 a	59,637.
b	Exempt foreign organizations – tax withheld at source	6 b	
c	Tax paid with application for extension of time to file (Form 8868)	6 c	
d	Backup withholding erroneously withheld	6 d	
7	Total credits and payments. Add lines 6a through 6d	7	59,637.
8	Enter any penalty for underpayment of estimated tax Check here <input checked="" type="checkbox"/> 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	0.
10	Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10	31,454.
11	Enter the amount of line 10 to be Credited to 2019 estimated tax <input type="checkbox"/> 31,454. Refunded <input type="checkbox"/>	11	0.

Part VII-A Statements Regarding Activities

	Yes	No
1 a 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?		X
b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes? See the instructions for the definition If the answer is 'Yes' to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities		X
c Did the foundation file Form 1120-POL for this year?		X
d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year: (1) On the foundation ▶ \$ 0. (2) On foundation managers ▶ \$ 0.		
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers ▶ \$ 0.		
2 Has the foundation engaged in any activities that have not previously been reported to the IRS? If 'Yes,' attach a detailed description of the activities		X
3 Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? If 'Yes,' attach a conformed copy of the changes		X
4 a Did the foundation have unrelated business gross income of \$1,000 or more during the year?	X	
b If 'Yes,' has it filed a tax return on Form 990-T for this year?	X	
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? If 'Yes,' attach the statement required by General Instruction T		X
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?	X	
7 Did the foundation have at least \$5,000 in assets at any time during the year? If 'Yes,' complete Part II, col (c), and Part XV	X	
8 a 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 <i>General Instruction G</i> ? If 'No,' attach explanation	X	
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 tax year beginning in 2018? See the instructions for Part XIV If 'Yes,' complete Part XIV		X
10 Did any persons become substantial contributors during the tax year? If 'Yes,' attach a schedule listing their names and addresses		X

BAA

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))?	<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		5b	N/A
Organizations relying on a current notice regarding disaster assistance, check here	<input type="checkbox"/>		
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)	N/A	<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? If 'Yes' to 6b, file Form 8870.		6b	X
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	N/A
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(s) during the year?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No	

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

1 List all officers, directors, trustees, and 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
SEE STATEMENT 9		58,732.	0.	0.

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

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

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

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
VIRGINIA HUBBELL ASSOCIATES 538 BROADWAY, SUITE A SONOMA, CA 95476	FOUNDATION MGMT.	386,040.

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 NONE	

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 N/A	

2	

All other program-related investments See instructions	
3	

Total. Add lines 1 through 3	0.

BAA

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	1 a	19,686,378.
b	Average of monthly cash balances	1 b	626,160.
c	Fair market value of all other assets (see instructions)	1 c	1,588,650.
d	Total (add lines 1a, b, and c)	1 d	21,901,188.
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	1 e	0.
2	Acquisition indebtedness applicable to line 1 assets	2	0.
3	Subtract line 2 from line 1d	3	21,901,188.
4	Cash deemed held for charitable activities Enter 1-1/2% of line 3 (for greater amount, see instructions)	4	328,518.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3 Enter here and on Part V, line 4	5	21,572,670.
6	Minimum investment return. Enter 5% of line 5	6	1,078,634.

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	1,078,634.
2a	Tax on investment income for 2018 from Part VI, line 5	2 a	28,183.
b	Income tax for 2018 (This does not include the tax from Part VI)	2 b	.
c	Add lines 2a and 2b	2 c	28,183.
3	Distributable amount before adjustments Subtract line 2c from line 1	3	1,050,451.
4	Recoveries of amounts treated as qualifying distributions	4	
5	Add lines 3 and 4	5	1,050,451.
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	1,050,451.

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	1 a	1,533,358.
b	Program-related investments — total from Part IX-B	1 b	
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)	3 a	
b	Cash distribution test (attach the required schedule)	3 b	
4	Qualifying distributions. Add lines 1a through 3b Enter here and on Part V, line 8, and Part XIII, line 4	4	1,533,358.
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	
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	1,533,358.

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				1,050,451.
2 Undistributed income, if any, as of the end of 2018				
a Enter amount for 2017 only			0.	
b Total for prior years 20 __, 20 __, 20 __		0.		
3 Excess distributions carryover, if any, to 2018				
a From 2013	938,016.			
b From 2014	1,339,552.			
c From 2015	1,609,918.			
d From 2016	2,045,833.			
e From 2017	2,308,975.			
f Total of lines 3a through e	8,242,294.			
4 Qualifying distributions for 2018 from Part XII, line 4 ▶ \$ 1,533,358.				
a Applied to 2017, but not more than line 2a			0.	
b Applied to undistributed income of prior years (Election required – see instructions)		0.		
c Treated as distributions out of corpus (Election required – see instructions)	0.			
d Applied to 2018 distributable amount				1,050,451.
e Remaining amount distributed out of corpus	482,907.			
5 Excess distributions carryover applied to 2018 (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	8,725,201.			
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 2017 Subtract line 4a from line 2a Taxable amount – see instructions.			0.	
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)	0.			
8 Excess distributions carryover from 2013 not applied on line 5 or line 7 (see instructions)	938,016.			
9 Excess distributions carryover to 2019. Subtract lines 7 and 8 from line 6a	7,787,185.			
10 Analysis of line 9				
a Excess from 2014	1,339,552.			
b Excess from 2015	1,609,918.			
c Excess from 2016	2,045,833.			
d Excess from 2017	2,308,975.			
e Excess from 2018	482,907.			

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

1 a 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 foundation is a private operating foundation described in section 4942(j)(3) or 4942(j)(5)

2 a 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				(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))

NONE

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.

NONE

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

SEE STATEMENT 10

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

SEE STATEMENT FOR LINE 2A

c Any submission deadlines

SEE STATEMENT FOR LINE 2A

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

SEE STATEMENT FOR LINE 2A

Part XV Supplementary Information (continued)

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

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a Paid during the year SEE STATEMENT 11				
Total				▶ 3 a 1,031,235.
b Approved for future payment				
Total				▶ 3 b

THE MENTAL INSIGHT FOUNDATION

94-3256579

STATEMENT 1
FORM 990-PF, PART I, LINE 11
OTHER INCOME

	(A) REVENUE PER BOOKS	(B) NET INVESTMENT INCOME	(C) ADJUSTED NET INCOME
FEDERAL TAX REFUND	\$ 195,831.		
STATE TAX REFUND	27,811.		
KIMPTON GROUP HOLDINGS	19,816.	\$ -66,760.	
PRIVATE EQUITY CORE FD. 3	7,399.	3,088.	
PRIVATE EQUITY CORE FD. 5	6,488.	3,108.	
WASH SALES	2,838.	2,838.	
TOTAL	<u>\$ 260,183.</u>	<u>\$ -57,726.</u>	<u>\$ 0.</u>

STATEMENT 2
FORM 990-PF, PART I, LINE 16B
ACCOUNTING FEES

	(A) EXPENSES PER BOOKS	(B) NET INVESTMENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
ACCOUNTING	\$ 43,312.	\$ 13,569.		\$ 29,743.
TOTAL	<u>\$ 43,312.</u>	<u>\$ 13,569.</u>		<u>\$ 29,743.</u>

STATEMENT 3
FORM 990-PF, PART I, LINE 18
TAXES

	(A) EXPENSES PER BOOKS	(B) NET INVESTMENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
FEDERAL TAX	\$ 280,831.			
STATE TAX	51,848.			
FOREIGN TAXES	22,767.	\$ 22,767.		
KGH COMPOSITE TAX	50.			
TOTAL	<u>\$ 355,496.</u>	<u>\$ 22,767.</u>		<u>\$ 0.</u>

STATEMENT 4
FORM 990-PF, PART I, LINE 23
OTHER EXPENSES

	(A) EXPENSES PER BOOKS	(B) NET INVESTMENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
NT PRIVATE EQUITY FUND III DEDUCTIONS	\$ 10,816.	\$ 10,816.		
MAVERON EQUITY PARTNER DEDUCTIONS	91.	91.		
KGH LLC, DEDUCTIONS	85.	85.		
NT PRIVATE EQUITY FUND V DEDUCTIONS	21,282.	21,282.		

THE MENTAL INSIGHT FOUNDATION

94-3256579

STATEMENT 4 (CONTINUED)
FORM 990-PF, PART I, LINE 23
OTHER EXPENSES

	(A) EXPENSES PER BOOKS	(B) NET INVESTMENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
UBS MANAGEMENT FEES	\$ 198,276.	\$ 198,276.		
FOUNDATION ADMINISTRATION	386,040.			\$ 386,040.
ADMINISTRATIVE	333.			333.
INSURANCE	4,016.			4,016.
BANK CHARGES	145.	145.		
TOTAL	<u>\$ 621,084.</u>	<u>\$ 230,695.</u>		<u>\$ 390,389.</u>

STATEMENT 5
FORM 990-PF, PART II, LINE 15
OTHER ASSETS

	BOOK VALUE	FAIR MARKET VALUE
PREPAID INCOME TAX	\$ 195,831.	\$ 195,831.
TOTAL	<u>\$ 195,831.</u>	<u>\$ 195,831.</u>

STATEMENT 6
FORM 990-PF, PART II, LINE 22
OTHER LIABILITIES

DONATION PAYABLE	\$ 1,240,000.
TOTAL	<u>\$ 1,240,000.</u>

STATEMENT 7
FORM 990-PF, PART III, LINE 5
OTHER DECREASES

NET UNREALIZED GAINS OR LOSSES ON INVESTMENTS	\$ 3,714,543.
TOTAL	<u>\$ 3,714,543.</u>

STATEMENT 8
FORM 990-PF, PART IV, LINE 1
CAPITAL GAINS AND LOSSES FOR TAX ON INVESTMENT INCOME

ITEM	(A) DESCRIPTION	(B) HOW ACQUIRED	(C) DATE ACQUIRED	(D) DATE SOLD
1	MAVERON EQUITY PARTNERS 2000 PER K-1	PURCHASED	VARIOUS	VARIOUS
2	PRIVATE EQUITY CORE FUND V, LP PER K-1	PURCHASED	VARIOUS	VARIOUS
3	PRIVATE EQUITY CORE FUND V, LP PER K-1	PURCHASED	VARIOUS	VARIOUS
4	PRIVATE EQUITY CORE FUND III, LP PER K-1	PURCHASED	VARIOUS	VARIOUS
5	PRIVATE EQUITY CORE FUND III, LP PER K-1	PURCHASED	VARIOUS	VARIOUS

THE MENTAL INSIGHT FOUNDATION

94-3256579

STATEMENT 8 (CONTINUED)
 FORM 990-PF, PART IV, LINE 1
 CAPITAL GAINS AND LOSSES FOR TAX ON INVESTMENT INCOME

ITEM	(A) DESCRIPTION	(B) HOW ACQUIRED	(C) DATE ACQUIRED	(D) DATE SOLD
6	KIMPTON GROUP HOLDING, LLC PER K-1	PURCHASED	VARIOUS	VARIOUS
7	UBS 10236	PURCHASED	VARIOUS	VARIOUS
8	UBS 10236	PURCHASED	VARIOUS	VARIOUS
9	UBS 01171	PURCHASED	VARIOUS	VARIOUS
10	UBS 01171	PURCHASED	VARIOUS	VARIOUS
11	UBS 10234	PURCHASED	VARIOUS	VARIOUS
12	UBS 10234	PURCHASED	VARIOUS	VARIOUS
13	UBS 10127	PURCHASED	VARIOUS	VARIOUS
14	UBS 10127	PURCHASED	VARIOUS	VARIOUS
15	UBS 10235	PURCHASED	VARIOUS	VARIOUS
16	UBS 10235	PURCHASED	VARIOUS	VARIOUS
17	UBS 10128	PURCHASED	VARIOUS	VARIOUS
18	UBS 10128	PURCHASED	VARIOUS	VARIOUS
19	UBS 12511	PURCHASED	VARIOUS	VARIOUS
20	UBS 12511	PURCHASED	VARIOUS	VARIOUS
21	UBS 12511	PURCHASED	VARIOUS	VARIOUS
22	UBS 14446	PURCHASED	VARIOUS	VARIOUS
23	UBS 14446	PURCHASED	VARIOUS	VARIOUS
24	KIMPTON GROUP HOLDING, LLC SEC. 731 GAIN	PURCHASED	VARIOUS	12/31/2018
25	CAPITAL GAIN DIVIDENDS			

ITEM	(E) GROSS SALES	(F) DEPREC. ALLOWED	(G) COST BASIS	(H) GAIN (LOSS)	(I) FMV 12/31/69	(J) ADJ. BAS. 12/31/69	(K) EXCESS (I) - (J)	(L) GAIN (LOSS)
1	0.		117.	-117.				\$ -117.
2	0.		1,680.	-1,680.				-1,680.
3	46,377.		0.	46,377.				46,377.
4	848.		0.	848.				848.
5	96,512.		0.	96,512.				96,512.
6	0.		210,516.	-210,516.				-210,516.
7	129,465.		122,294.	7,171.				7,171.
8	725,938.		545,453.	180,485.				180,485.
9	82,053.		99,646.	-17,593.				-17,593.
10	1308578.		888,567.	420,011.				420,011.
11	397,379.		419,174.	-21,795.				-21,795.
12	1312315.		1358966.	-46,651.				-46,651.
13	620,685.		618,682.	2,003.				2,003.
14	629,396.		471,706.	157,690.				157,690.
15	712,132.		724,057.	-11,925.				-11,925.
16	938,513.		946,397.	-7,884.				-7,884.
17	1082698.		1085813.	-3,115.				-3,115.
18	209,302.		209,693.	-391.				-391.
19	85,471.		92,248.	-6,777.				-6,777.
20	207,948.		202,124.	5,824.				5,824.
21	551.		0.	551.				551.
22	388,856.		346,223.	42,633.				42,633.
23	13,178.		10,634.	2,544.				2,544.
24	772,755.		209,079.	563,676.				563,676.
25								61,457.
								TOTAL \$ 1259338.

THE MENTAL INSIGHT FOUNDATION

94-3256579

STATEMENT 9
FORM 990-PF, PART VIII, LINE 1
LIST OF OFFICERS, DIRECTORS, TRUSTEES, AND KEY EMPLOYEES

<u>NAME AND ADDRESS</u>	<u>TITLE AND AVERAGE HOURS PER WEEK DEVOTED</u>	<u>COMPEN- SATION</u>	<u>CONTRI- BUTION TO EBP & DC</u>	<u>EXPENSE ACCOUNT/ OTHER</u>
DAVID HERSKOVITS 43 S. PORTLAND AVE BROOKLYN, NY 11217	PRESIDENT 1.00	\$ 0.	\$ 0.	\$ 0.
ROBERT P. BUNJE 349 SAILFISH ISLE FOSTER CITY, CA 94404	TREASURER 8.00	29,366.	0.	0.
ISABELLE KIMPTON 101 CEDAR DRIVE #24 INCLINE VILLAGE, NV 89451	SECRETARY 1.00	0.	0.	0.
BARRY BUNSHOFT 1 MARKET ST., 20TH FLOOR SAN FRANCISCO, CA 94105	DIRECTOR 8.00	29,366.	0.	0.
JENNIFER CATHERINE EGAN 43 SOUTH PORTLAND AVE. BROOKLYN, NY 11217	DIRECTOR 1.00	0.	0.	0.
LAURA KIMPTON 218 LINNIE CANAL VENICE, CA 90291	DIRECTOR 1.00	0.	0.	0.
KAY KIMPTON WALKER 2620 JACKSON SAN FRANCISCO, CA 94115	CHAIR-AUDIT COM 1.00	0.	0.	0.
TOTAL		<u>\$ 58,732.</u>	<u>\$ 0.</u>	<u>\$ 0.</u>

STATEMENT 10
FORM 990-PF, PART XV, LINE 2A-D
APPLICATION SUBMISSION INFORMATION

NAME OF GRANT PROGRAM:	
NAME:	BOARD OF DIRECTORS
CARE OF:	MENTAL INSIGHT FOUNDATION
STREET ADDRESS:	538 BROADWAY, SUITE A
CITY, STATE, ZIP CODE:	SONOMA, CA 95476
TELEPHONE:	707-938-8248
E-MAIL ADDRESS:	
FORM AND CONTENT:	WRITTEN APPLICATION
SUBMISSION DEADLINES:	NONE
RESTRICTIONS ON AWARDS:	SEE STATEMENT

THE MENTAL INSIGHT FOUNDATION

94-3256579

STATEMENT 11
 FORM 990-PF, PART XV, LINE 3A
 RECIPIENT PAID DURING THE YEAR

NAME AND ADDRESS	DONEE RELATIONSHIP	FOUND- ATION STATUS	PURPOSE OF GRANT	AMOUNT
CENTER FOR MIND BODY MEDICINE 5225 CONNECTICUT AVE NW #414 WASHINGTON DC 20015	NONE	PC	CHARITABLE	\$ 30,000.
THEATER ET AL INC 5-39 49TH AVE LONG ISLAND NY 11101	NONE	PC	CHARITABLE	30,000.
EARTH ISLAND INSTITUTE 300 BROADWAY, SUITE 28 SAN FRANCISCO CA 94133	NONE	PC	CHARITABLE	100,000.
FARM SANCTUARY INC. P.O. BOX 150 WATKINS GLEN NY 14891	NONE	PC	CHARITABLE	15,000.
FOREVER FREE HORSE RESCUE 78450 AVENUE 41 BERMUDA DUNES CA 92203	NONE	PC	CHARITABLE	20,000.
SKY'S THE LIMIT FUND 510A VALLEY WAY MILPITAS CA 95035	NONE	PC	CHARITABLE	30,000.
BUSHWICK STARR, INC. 207 STARR STREET BROOKLYN NY 11237	NONE	PC	CHARITABLE	15,000.
OCEAN FOUNDATION 1320 19TH ST, NW 5TH FLOOR WASHINGTON DC 20036	NONE	PC	CHARITABLE	40,000.
RIVERKEEPER 20 SECOR ROAD OSSINING NY 10562	NONE	PC	CHARITABLE	50,000.
FARMER-VETERAN COALITION 508 2ND ST. #206 DAVIS CA 95616	NONE	PC	CHARITABLE	50,000.
ANIMAL RESCUE CORPS 1380 MONROE ST. NW #326 WASHINGTON DC 20010	NONE	PC	CHARITABLE	30,000.
GIVE BACK YOGA FOUNDATION 900 BASELINE ROAD 13B BOULDER CO 80302	NONE	PC	CHARITABLE	30,000.

THE MENTAL INSIGHT FOUNDATION

94-3256579

STATEMENT 11 (CONTINUED)
 FORM 990-PF, PART XV, LINE 3A
 RECIPIENT PAID DURING THE YEAR

NAME AND ADDRESS	DONEE RELATIONSHIP	FOUND- ATION STATUS	PURPOSE OF GRANT	AMOUNT
REDFORD CENTER P.O. BOX 29144 SAN FRANCISCO CA 94129	NONE	PC	CHARITABLE	\$ 30,000.
CARBON CYCLE INSTITUTE 245 KENTUCKY ST., STE. D PETALUMA CA 94952	NONE	PC	CHARITABLE	60,000.
CLEAN OCEAN ACTION, INC. 18 HARTSHORNE DR., SUITE 2 HIGHLANDS NJ 07732	NONE	PC	CHARITABLE	40,000.
CLUBBED THUMB, INC. 440 LAFAYETTE ST., 4TH FLOOR NEW YORK NY 10003	NONE	PC	CHARITABLE	30,000.
INSTITUTE OF NOETIC SCIENCES 101 SAN ANTONIO RD. PETALUMA CA 94952	NONE	PC	CHARITABLE	60,000.
JACK ARTS, INC. 248 W. 35TH ST. NEW YORK NY 10001	NONE	PC	CHARITABLE	15,000.
MCLEAN HOSPITAL CORPORATION 115 MILL ST. BELMONT MA 02478	NONE	PC	CHARITABLE	30,235.
MY STUFF BAGS FOUNDATION 5347 STERLING CENTER DR. WESTLAKE VILLAGE CA 91361	NONE	PC	CHARITABLE	15,000.
REGENERATION PROJECT 369 PINE ST. #700 SAN FRANCISCO CA 94104	NONE	PC	CHARITABLE	50,000.
SIGNAL-RETURN, INC. 1345 DIVISION ST. #102 DETROIT MI 48207	NONE	PC	CHARITABLE	15,000.
STAND 1410 DANZIG PLAZA CONCORD CA 94520	NONE	PC	CHARITABLE	7,000.
BREATHE NETWORK P.O. BOX 86691 PORTLAND OR 97286	NONE	PC	CHARITABLE	10,000.

THE MENTAL INSIGHT FOUNDATION

94-3256579

STATEMENT 11 (CONTINUED)
 FORM 990-PF, PART XV, LINE 3A
 RECIPIENT PAID DURING THE YEAR

NAME AND ADDRESS	DONEE RELATIONSHIP	FOUND- ATION STATUS	PURPOSE OF GRANT	AMOUNT
EXHALE TO INHALE, INC. 1732 1ST AVE. #21133 NEW YORK NY 10128	NONE	PC	CHARITABLE	\$ 15,000.
FRIENDS OF THE CHILDREN, INC. 245 RUSSELL ST. STE. 22 HADLEY MA 01035	NONE	PC	CHARITABLE	15,000.
KETAMINE RESEARCH FOUNDATION 6 CREST ROAD SAN ANSELMO CA 94960	NONE	PC	CHARITABLE	40,000.
MULTIDISCIPLINARY ASSOCIATION 1215 MISSION STREET SANTA CRUZ CA 95060	NONE	PC	CHARITABLE	100,000.
FRACTURED ATLAS - BUILT FOR COLLAPSE 248 WEST 35TH STREET, 10TH FLOOR NEW YORK NY 10001	NONE	PC	CHARITABLE	1,000.
COLLEGESPRING, INC. 1333 BROADWAY #250 OAKLAND CA 94612	NONE	PC	CHARITABLE	6,500.
FEAST, INC. PO BOX 2154 PALM HARBOR FL 34682	NONE	PC	CHARITABLE	30,000.
LET'S GET READY, INC. 50 BROADWAY, 25TH FLOOR NEW YORK NY 10004	NONE	PC	CHARITABLE	6,500.
PIONEER WORKS ART FOUNDATION 159 PIONEER STREET BROOKLYN NY 11231	NONE	PC	CHARITABLE	15,000.

TOTAL \$ 1,031,235.

THE MENTAL INSIGHT FOUNDATION

94-3256579

STATEMENT 12
 FORM 990-PF, PART XVI-A, LINE 11
 OTHER REVENUE

OTHER REVENUE	(A) BUSI- NESS CODE	(B) UNRELATED BUSINESS AMOUNT	(C) EXCLU- SION CODE	(D) EXCLUDED AMOUNT	(E) RELATED OR EXEMPT FUNCTION
KIMPTON GROUP HOLDINGS	721110	\$ 86,579.	18	\$ -66,763.	
PRIVATE EQUITY CORE FD. 3	900099	4,311.	18	3,088.	
PRIVATE EQUITY CORE FD. 5	900099	3,380.	18	3,108.	
MAVERON EQUITY PTNRS.			18		
WASH SALES			18	2,838.	
FEDERAL TAX REFUND			18	195,831.	
STATE TAX REFUND	900099	27,811.	18		
TOTAL		<u>\$ 122,081.</u>		<u>\$ 138,102.</u>	<u>\$ 0.</u>