

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	1,794,901	5,357,119	5,357,119
	2 Savings and temporary cash investments	2,224	77,233	77,233
	3 Accounts receivable ▶ _____ Less allowance for doubtful accounts ▶ _____			
	4 Pledges receivable ▶ _____ Less allowance for doubtful accounts ▶ _____			
	5 Grants receivable			
	6 Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see instructions)			
	7 Other notes and loans receivable (attach schedule) ▶ _____ Less allowance for doubtful accounts ▶ _____			
	8 Inventories for sale or use			
	9 Prepaid expenses and deferred charges			
	10a Investments—U S and state government obligations (attach schedule)			
	b Investments—corporate stock (attach schedule)	8,056,700	4,077,629	4,077,629
	c Investments—corporate bonds (attach schedule)	1,037,152	1,477,749	1,477,749
	11 Investments—land, buildings, and equipment basis ▶ _____ Less accumulated depreciation (attach schedule) ▶ _____			
	12 Investments—mortgage loans			
	13 Investments—other (attach schedule)	10,736,363	9,561,590	9,561,590
	14 Land, buildings, and equipment basis ▶ _____ Less accumulated depreciation (attach schedule) ▶ _____			
15 Other assets (describe ▶ _____)	367,216	277,214	277,214	
16 Total assets (to be completed by all filers—see the instructions Also, see page 1, item I)	21,994,556	20,828,534	20,828,534	
Liabilities	17 Accounts payable and accrued expenses			
	18 Grants payable	3,293,732	2,283,099	
	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 ▶ _____)	140,661	88,792	
	23 Total liabilities (add lines 17 through 22)	3,434,393	2,371,891	
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	18,560,163	18,456,643	
	25 Temporarily restricted			
	26 Permanently restricted			
	Foundations that do not follow SFAS 117, check here ☐ and complete lines 27 through 31.			
	27 Capital stock, trust principal, or current funds			
	28 Paid-in or capital surplus, or land, bldg, and equipment fund			
	29 Retained earnings, accumulated income, endowment, or other funds			
	30 Total net assets or fund balances (see instructions)	18,560,163	18,456,643	
31 Total liabilities and net assets/fund balances (see instructions) .	21,994,556	20,828,534		

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	18,560,163
2 Enter amount from Part I, line 27a	2	2,009,128
3 Other increases not included in line 2 (itemize) ▶ _____	3	51,869
4 Add lines 1, 2, and 3	4	20,621,160
5 Decreases not included in line 2 (itemize) ▶ _____	5	2,164,517
6 Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30 .	6	18,456,643

Part IV Capital Gains and Losses for Tax on Investment Income

(a) List and describe the kind(s) of property sold (e g , real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co)	(b) How acquired P—Purchase D—Donation	(c) Date acquired (mo , day, yr)	(d) Date sold (mo , day, yr)
1 a CASH LIEU KAYNE ANDERSON MIDSTREAM ENERGY FD INC	P		
b 4,477 SH GLACIER WATER TRUST CLD PFD CUM 9 0625%	P		
c 106,300 SH FRESH PET COM	D		
d LIMITED PARTNERSHIPS K-1 PASSTHROUGH	P		
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 14		7	7
b 111,925		107,448	4,477
c 3,107,855		280,005	2,827,850
d		220,532	-220,532
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			7
b			4,477
c			2,827,850
d			-220,532
e			

2 Capital gain net income or (net capital loss)	2	2,611,802
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6) If gain, also enter in Part I, line 8, column (c) (see instructions) If (loss), enter -0- in Part I, line 8	3	

Part V Qualification Under Section 4940(e) for Reduced Tax on Net Investment Income

(For optional use by domestic private foundations subject to the section 4940(a) tax on net investment income)

If section 4940(d)(2) applies, leave this part blank

Was the foundation liable for the section 4942 tax on the distributable amount of any year in the base period?

☐

Yes

☒

No

If "Yes," the foundation does not qualify under section 4940(e) Do not complete this part

1 Enter the appropriate amount in each column for each year, see instructions before making any entries

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col (b) divided by col (c))
2017	1,539,346	21,847,179	0 070460
2016	1,776,670	24,296,017	0 073126
2015	2,036,520	36,782,637	0 055366
2014	2,405,550	46,731,729	0 051476
2013	2,757,481	44,140,181	0 062471

2 Total of line 1, column (d)	2	0 312899
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 062580
4 Enter the net value of noncharitable-use assets for 2018 from Part X, line 5	4	22,129,417
5 Multiply line 4 by line 3	5	1,384,859
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	32,474
7 Add lines 5 and 6	7	1,417,333
8 Enter qualifying distributions from Part XII, line 4	8	1,639,417

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	32,474
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	32,474
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	32,474
6	Credits/Payments		
a	2018 estimated tax payments and 2017 overpayment credited to 2018	6a	77,258
b	Exempt foreign organizations—tax withheld at source	6b	
c	Tax paid with application for extension of time to file (Form 8868)	6c	0
d	Backup withholding erroneously withheld	6d	0
7	Total credits and payments. Add lines 6a through 6d.	7	77,258
8	Enter any penalty for underpayment of estimated tax. Check here ☐ if Form 2220 is attached	8	147
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	44,637
11	Enter the amount of line 10 to be Credited to 2019 estimated tax ☐ 44,637 Refunded ☐	11	0

Part VII-A Statements Regarding Activities

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	Yes	No
b	Did it spend more than \$100 during the year (either directly or indirectly) for political purposes? (see Instructions for definition). <i>If the answer is "Yes" to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities</i>	1b		No
c	Did the foundation file Form 1120-POL for this year?	1c		No
d	Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year (1) On the foundation ☐ \$ 0 (2) On foundation managers ☐ \$ 0			
e	Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers ☐ \$ 0			
2	Has the foundation engaged in any activities that have not previously been reported to the IRS? <i>If "Yes," attach a detailed description of the activities</i>	2		No
3	Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? <i>If "Yes," attach a conformed copy of the changes</i>	3		No
4a	Did the foundation have unrelated business gross income of \$1,000 or more during the year?	4a		No
b	If "Yes," has it filed a tax return on Form 990-T for this year?	4b		
5	Was there a liquidation, termination, dissolution, or substantial contraction during the year? <i>If "Yes," attach the statement required by General Instruction T</i>	5		No
6	Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	6	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		No

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 ▶ N/A	13	Yes	
14	The books are in care of ▶ MARK MORSKI Telephone no ▶ (310) 282-7913			

Located at **▶** 1800 AVENUE OF THE STARS 3RD FL LOS ANGELES CA ZIP+4 **▶** 900674205

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	Yes	
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		
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		
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)

		Yes	No
5a	During the year did the foundation pay or incur any amount to		
(1)	Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))?	☐ Yes ☒ No	
(2)	Influence the outcome of any specific public election (see section 4955), or to carry on, directly or indirectly, any voter registration drive?	☐ Yes ☒ No	
(3)	Provide a grant to an individual for travel, study, or other similar purposes?	☐ Yes ☒ No	
(4)	Provide a grant to an organization other than a charitable, etc., organization described in section 4945(d)(4)(A)? See instructions.	☐ Yes ☒ No	
(5)	Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals?	☐ Yes ☒ No	
b	If any answer is "Yes" to 5a(1)–(5), did any of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance? See instructions.		5b
	Organizations relying on a current notice regarding disaster assistance check here.	☐	
c	If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant? 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	
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 No
7a	At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction?	☐ Yes ☒ No	
b	If yes, did the foundation receive any proceeds or have any net income attributable to the transaction?		7b
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
See Additional Data Table				
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
JMC PHILANTHROPIC ADVISORS 2444 WILSHIRE BLVD SUITE 622 LOS ANGELES, CA 90403	CONSULTING	221,000
WILLIAM EB SIART 266 TOYOPA DRIVE PACIFIC PALISADES, CA 90272		
SARAH ALI CONSULTING 13045 PACIFIC PROMENADE 302 PLAYA VISTA, CA 90094	CONSULTING	143,930

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

Part IX-A Summary of Direct Charitable Activities

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

	Expenses
1	
2	
3	
4	

Part IX-B Summary of Program-Related Investments (see instructions)

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2	Amount
1	
2	
All other program-related investments. See instructions.	
3	

Total. Add lines 1 through 3. **0**

Part X Minimum Investment Return (All domestic foundations must complete this part. Foreign foundations, see instructions.)

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes		
a	Average monthly fair market value of securities.	1a	18,752,220
b	Average of monthly cash balances.	1b	3,714,193
c	Fair market value of all other assets (see instructions).	1c	0
d	Total (add lines 1a, b, and c).	1d	22,466,413
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation).	1e	0
2	Acquisition indebtedness applicable to line 1 assets.	2	0
3	Subtract line 2 from line 1d.	3	22,466,413
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions).	4	336,996
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4.	5	22,129,417
6	Minimum investment return. Enter 5% of line 5.	6	1,106,471

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	1,106,471
2a	Tax on investment income for 2018 from Part VI, line 5.	2a	32,474
b	Income tax for 2018 (This does not include the tax from Part VI).	2b	
c	Add lines 2a and 2b.	2c	32,474
3	Distributable amount before adjustments. Subtract line 2c from line 1.	3	1,073,997
4	Recoveries of amounts treated as qualifying distributions.	4	0
5	Add lines 3 and 4.	5	1,073,997
6	Deduction from distributable amount (see instructions).	6	0
7	Distributable amount as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1.	7	1,073,997

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	1,639,417
b	Program-related investments—total from Part IX-B.	1b	0
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes.	2	
3	Amounts set aside for specific charitable projects that satisfy the		
a	Suitability test (prior IRS approval required).	3a	
b	Cash distribution test (attach the required schedule).	3b	
4	Qualifying distributions. Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4.	4	1,639,417
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	32,474
6	Adjusted qualifying distributions. Subtract line 5 from line 4.	6	1,606,943

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				1,073,997
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. 8,354,550				
b From 2014. 442,238				
c From 2015. 474,106				
d From 2016. 589,083				
e From 2017. 458,577				
f Total of lines 3a through e.	10,318,554			
4 Qualifying distributions for 2018 from Part XII, line 4 ▶ \$ <u>1,639,417</u>				
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.				1,073,997
e Remaining amount distributed out of corpus	565,420			
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	10,883,974			
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).	8,354,550			
9 Excess distributions carryover to 2019. Subtract lines 7 and 8 from line 6a	2,529,424			
10 Analysis of line 9				
a Excess from 2014. 442,238				
b Excess from 2015. 474,106				
c Excess from 2016. 589,083				
d Excess from 2017. 458,577				
e Excess from 2018. 565,420				

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)) RICHARD A KAYNE	
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

Enter gross amounts unless otherwise indicated	Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income (See instructions)
	(a) Business code	(b) Amount	(c) Exclusion code	(d) Amount	
1 Program service revenue					
a _____					
b _____					
c _____					
d _____					
e _____					
f _____					
g Fees and contracts from government agencies					
2 Membership dues and assessments.					
3 Interest on savings and temporary cash investments			14	53,150	
4 Dividends and interest from securities.			14	644,632	
5 Net rental income or (loss) from real estate					
a Debt-financed property.					
b Not debt-financed property.					
6 Net rental income or (loss) from personal property					
7 Other investment income.	525990	135,355			
8 Gain or (loss) from sales of assets other than inventory			18	2,611,802	
9 Net income or (loss) from special events					
10 Gross profit or (loss) from sales of inventory					
11 Other revenue					
a <u>INTEREST FROM TAX REFUND</u>			01	1,993	
b _____					
c _____					
d _____					
e _____					
12 Subtotal Add columns (b), (d), and (e).		135,355		3,311,577	0
13 Total. Add line 12, columns (b), (d), and (e). (See worksheet in line 13 instructions to verify calculations)			13		3,446,932

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

[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	*****	2019-11-15	*****	May the IRS discuss this return with the preparer shown below? (see instr)? ☐ Yes ☐ No
	Signature of officer or trustee	Date	Title	

Paid Preparer Use Only	Print/Type preparer's name	Preparer's Signature	Date	Check if self-employed ☐	PTIN
	JOHN BOVARD MIRON				P01358141
	Firm's name ▶ QUIGLEY & MIRON	Firm's EIN ▶ 95-4656881			
Firm's address ▶ 3550 WILSHIRE BLVD 1660 LOS ANGELES, CA 90010					Phone no (213) 639-3550

Form 990PF Part VIII Line 1 - List all officers, directors, trustees, foundation managers and their compensation

(a) Name and address	Title, and average hours per week (b) devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	Expense account, (e) other allowances
SUZANNE L KAYNE	PRESIDENT 1 00	0	0	0
1800 AVENUE OF THE STARS 3RD FL LOS ANGELES, CA 90067				
RICHARD A KAYNE	DIRECTOR 1 00	0	0	0
1800 AVENUE OF THE STARS 3RD FL LOS ANGELES, CA 90067				
HOWARD ZELIKOW	TREASURER 1 00	0	0	0
1800 AVENUE OF THE STARS 3RD FL LOS ANGELES, CA 90067				
JANIS MINTON	SECRETARY 1 00	0	0	0
1800 AVENUE OF THE STARS 3RD FL LOS ANGELES, CA 90067				
MAGGIE KAYNE	DIRECTOR 1 00	0	0	0
1800 AVENUE OF THE STARS 3RD FL LOS ANGELES, CA 90067				

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>				
UCLA FOUNDATION 10920 WILSHIRE BLVD LOS ANGELES, CA 90024		PC	ARTIST RESIDENCY PROGRAM	50,000
ART MUSEUM COUNCIL OF LACMA 5905 WILSHIRE BLVD LOS ANGELES, CA 90036		PC	GENERAL SUPPORT	201,320
HAMMER MUSEUM 10899 WILSHIRE BOULEVARD LOS ANGELES, CA 90024		PC	ARTIST RESIDENCY PROGRAM	50,000
Total ▶ 3a				1,315,487

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>				
JEWISH VOCATIONAL SERVICE 5905 WILSHIRE BLVD LOS ANGELES, CA 90036		PC	SCHOLARSHIP PROGRAM	5,000
FIRST BAPTIST CHURCH OF SAN LUIS OBISPO 2075 JOHNSON AVE SAN LUIS OBISPO, CA 93401		PC	FOR THE TROOPS PROGRAM	2,000
YEAR UP INC45 MILK STREET BOSTON, MA 02109		PC	GENERAL SUPPORT	200,000
Total ▶ 3a				1,315,487

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>				
NAT'L SOC OF DAUGHTERS OF AM REV 1776 D STREET NW WASHINGTON, DC 20006		PC	GENERAL SUPPORT	3,000
UCLA FOUNDATION 10920 WILSHIRE BLVD LOS ANGELES, CA 90024		PC	GENERAL SUPPORT	501,443
AMERICA NEEDS YOU 260 WEST 39TH STREET SUITE 701 NEW YORK, NY 10018		PC	GENERAL SUPPORT	100,000
Total ▶ 3a				1,315,487

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>				
SCHOLARMATCH849 VALENCIA STREET SAN FRANCISCO, CA 94110		PC	GENERAL SUPPORT	100,000
THE UCLA FOUNDATION 10920 WILSHIRE BLVD LOS ANGELES, CA 90024		PC	SEMEL INSTITUTE GRANT	99,724
LOS ANGELES PARKS FOUNDATION 2650 N COMMONWEALTH AVENUE LOS ANGELES, CA 90027		PC	GENERAL SUPPORT	3,000
Total  3a				1,315,487

TY 2018 Accounting Fees Schedule**Name:** RIC & SUZANNE KAYNE FOUNDATION**EIN:** 95-4124379

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
QUIGLEY & MIRON, CPAS	25,500	10,200		12,750
ACCOUNTING FEES PROVIDED BY KACALP	101,000	40,400		50,500

TY 2018 General Explanation Attachment**Name:** RIC & SUZANNE KAYNE FOUNDATION**EIN:** 95-4124379**General Explanation Attachment**

Identifier	Return Reference	Explanation	
1		FORM 990-PF, PART VII-B, QUESTION 1(A)(3)	FACILITIES, CERTAIN GOODS AND SERVICES ARE PROVIDED BY DISQUALIFIED PARTIES WITHOUT CHARGE.

General Explanation Attachment

Identifier	Return Reference	Explanation	
2		FORM 990-PF, PART VII-B, QUESTION 1A (4)	THE ORGANIZATION HAS INVESTED IN SEVERAL INVESTMENT FUNDSIN WHICH THE INVESTMENT MANAGER OF SUCH FUNDS AREDISQUALIFIED PARTIES THE INVESTMENT MANAGERS RECEIVE ANASSET BASED MANAGEMENT FEE AS WELL AS A PERFORMANCEALLOCATION FOR SOME OF THESE FUNDS THE ORGANIZATIONBELIEVES SUCH TRANSACTIONS ARE AN EXCEPTION TO AN ACT OFSELF-DEALING PURSUANT TO IRC 4941(D)(2)(E) AND REGULATION53 4941(D)(3)(C)

General Explanation Attachment

Identifier	Return Reference	Explanation	
3		FORM 990-PF, PART VII-B, QUESTION 1A(5) & PART VIII	DURING THE YEAR, THE ORGANIZATION UTILIZED THE SERVICES OF JANIS MINTON CONSULTING (THE "COMPANY") FOR GRANTMAKING SERVICES ONE OF THE OWNERS OF THE COMPANY IS AN OFFICER/DIRECTOR OF THE ORGANIZATION SEE PART VIII, ITEM 3 FOR MORE DETAILS

TY 2018 Investments Corporate Bonds Schedule**Name:** RIC & SUZANNE KAYNE FOUNDATION**EIN:** 95-4124379**Investments Corporate Bonds Schedule**

Name of Bond	End of Year Book Value	End of Year Fair Market Value
THE WALKING CO (BDOG) 8.375% CONV DUE 2019	1,477,749	1,477,749

TY 2018 Investments Corporate Stock Schedule**Name:** RIC & SUZANNE KAYNE FOUNDATION**EIN:** 95-4124379**Investments Corporation Stock Schedule**

Name of Stock	End of Year Book Value	End of Year Fair Market Value
PLAINS ALL AMERICAN PIPELINE, L.P. (PAA)	455,028	455,028
KA MDSTM ENERGY FD COM (KMF)	1,967,094	1,967,094
KA MLP INVT CO COM (KYN)	1,655,507	1,655,507

TY 2018 Investments - Other Schedule**Name:** RIC & SUZANNE KAYNE FOUNDATION**EIN:** 95-4124379**Investments Other Schedule 2**

Category/ Item	Listed at Cost or FMV	Book Value	End of Year Fair Market Value
PLAINS GP HOLDING, L.P. (PAGP)	FMV	7,268,462	7,268,462
KA ENERGY FUND IV (QP), L.P.	FMV	60,528	60,528
KA ENERGY FUND VII, L.P.	FMV	857,596	857,596
KANTI (QP), L.P.	FMV	573,301	573,301
KAYNE SOLUTIONS FUND, L.P.	FMV	801,703	801,703

TY 2018 Other Assets Schedule**Name:** RIC & SUZANNE KAYNE FOUNDATION**EIN:** 95-4124379**Other Assets Schedule**

Description	Beginning of Year - Book Value	End of Year - Book Value	End of Year - Fair Market Value
INTEREST RECEIVABLE	87,575	45,874	45,874
PREPAID TAXES	78,561	50,537	50,537
FEDERAL TAX REFUND DUE	201,080		
DISTRIBUTION RECEIVABLE		180,803	180,803

TY 2018 Other Decreases Schedule

Name: RIC & SUZANNE KAYNE FOUNDATION

EIN: 95-4124379

Description	Amount
NET UNREALIZED LOSS ON INVESTMENTS	2,164,517

TY 2018 Other Expenses Schedule**Name:** RIC & SUZANNE KAYNE FOUNDATION**EIN:** 95-4124379**Other Expenses Schedule**

Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
BANK CHARGES	200	0		0
MISCELLANEOUS	3,900	0		0
INVESTMENT EXPENSES LIMITED PARTNERSHIPS K-1 PASSTHROUGH	16,058	16,058		0
L P UNRELATED BUSINESS INVESTMENT EXPENSE REPORTED ON FORM 990-T	320,993	0		0

TY 2018 Other Income Schedule**Name:** RIC & SUZANNE KAYNE FOUNDATION**EIN:** 95-4124379**Other Income Schedule**

Description	Revenue And Expenses Per Books	Net Investment Income	Adjusted Net Income
LIMITED PARTNERSHIPS K-1 PASSTHROUGH	4,481	4,481	4,481
UNRELATED BUSINESS INCOME REPORTED ON FORM 990- T (LESS EXPENSE OF \$320,933)	130,874	0	130,874
INTEREST FROM TAX REFUND	1,993		1,993

TY 2018 Other Increases Schedule

Name: RIC & SUZANNE KAYNE FOUNDATION
EIN: 95-4124379

Description	Amount
DEFERRED FEDERAL EXCISE TAX	51,869

TY 2018 Other Liabilities Schedule**Name:** RIC & SUZANNE KAYNE FOUNDATION**EIN:** 95-4124379

Description	Beginning of Year - Book Value	End of Year - Book Value
DEFERRED TAX LIABILITY	140,661	88,792

TY 2018 Other Professional Fees Schedule**Name:** RIC & SUZANNE KAYNE FOUNDATION**EIN:** 95-4124379

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
JMC PHILANTHROPIC ADVISORS	221,000	0		106,080
SARAH ALI CONSULTING	143,930	0		68,200
WILLIAM E B SIART	180,000	0		86,400

TY 2018 Taxes Schedule**Name:** RIC & SUZANNE KAYNE FOUNDATION**EIN:** 95-4124379

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
EXCISE AND INCOME TAXES (CURRENT)	28,034	0		0
STATE TAXES	37	0		0
STATE FILING FEE	150	0		0