

EXTENDED TO NOVEMBER 15, 2019
Return of Private Foundation

Form 990-PF

Department of the Treasury
Internal Revenue Service

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

, and ending

Name of foundation: **L. & G. THOMAS FAMILY FOUNDATION**

Number and street (or P O box number if mail is not delivered to street address): **232 WEST STAFFORD ROAD**

Room/suite: _____

City or town, state or province, country, and ZIP or foreign postal code: **THOUSAND OAKS, CA 91361**

G Check all that apply: Initial return Initial return of a former public charity
 Final return Amended return
 Address change Name change

H Check type of organization: Section 501(c)(3) exempt private foundation
 Section 4947(a)(1) nonexempt charitable trust Other taxable private foundation **04**

I Fair market value of all assets at end of year (from Part II, col. (c), line 16): **\$ 892,478.** (Part I, column (d) must be on cash basis.)

J Accounting method: Cash Accrual
 Other (specify) _____

A Employer identification number: **95-4663947**

B Telephone number: **818-360-8300**

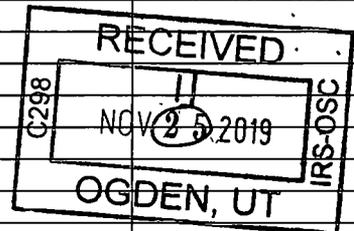
C If exemption application is pending, check here **6**

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

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))		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
1	Contributions, gifts, grants, etc., received			N/A	
2	Check <input checked="" type="checkbox"/> if the foundation is not required to attach Sch B				
3	Interest on savings and temporary cash investments				
4	Dividends and interest from securities	15,417.	15,417.		STATEMENT 1
5a	Gross rents				
b	Net rental income or (loss)				
6a	Net gain or (loss) from sale of assets not on line 10	79,074.			
b	Gross sales price for all assets on line 8a 149,195.				
7	Capital gain net income (from Part IV, line 2)		79,074.		
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)				
11	Other income				
12	Total. Add lines 1 through 11	94,491.	94,491.		
13	Compensation of officers, directors, trustees, etc	0.	0.		0.
14	Other employee salaries and wages				
15	Pension plans, employee benefits				
16a	Legal fees				
b	Accounting fees STMT 2	1,990.	1,990.		0.
c	Other professional fees STMT 3	5,449.	5,449.		0.
17	Interest				
18	Taxes STMT 4	2,181.	121.		0.
19	Depreciation and depletion				
20	Occupancy				
21	Travel, conferences, and meetings				
22	Printing and publications				
23	Other expenses				
24	Total operating and administrative expenses Add lines 13 through 23	9,620.	7,560.		0.
25	Contributions, gifts, grants paid	75,008.			75,008.
26	Total expenses and disbursements Add lines 24 and 25	84,628.	7,560.		75,008.
27	Subtract line 26 from line 12:				
a	Excess of revenue over expenses and disbursements	9,863.			
b	Net investment income (if negative, enter -0-)		86,931.		
c	Adjusted net income (if negative, enter -0-)			N/A	



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Part II Balance Sheets		Attached schedules and amounts in the description column should be for end-of-year amounts only		
		Beginning of year (a) Book Value	End of year (b) Book Value (c) Fair Market Value	
Assets	1 Cash - non-interest-bearing			
	2 Savings and temporary cash investments	50,781.	26,561.	26,561.
	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			
	7 Other notes and loans receivable ▶			
	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			
	b Investments - corporate stock			
	c Investments - corporate bonds			
	11 Investments - land, buildings, and equipment basis ▶			
Less: accumulated depreciation ▶				
12 Investments - mortgage loans				
13 Investments - other	STMT 5	419,621.	446,004.	858,217.
14 Land, buildings, and equipment: basis ▶				
Less: accumulated depreciation ▶				
15 Other assets (describe ▶ OTHER ASSETS)		0.	7,700.	7,700.
16 Total assets (to be completed by all filers - see the instructions Also, see page 1, item I)		470,402.	480,265.	892,478.
Liabilities	17 Accounts payable and accrued expenses			
	18 Grants payable			
	19 Deferred revenue			
	20 Loans from officers, directors, trustees, and other disqualified persons			
	21 Mortgages and other notes payable			
	22 Other liabilities (describe ▶)			
23 Total liabilities (add lines 17 through 22)		0.	0.	
Net Assets or Fund Balances	Foundations that follow SFAS 117, check here <input type="checkbox"/> 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 <input checked="" type="checkbox"/> and complete lines 27 through 31			
	27 Capital stock, trust principal, or current funds	1,013,166.	1,013,166.	
	28 Paid-in or capital surplus, or land, bldg., and equipment fund	0.	0.	
	29 Retained earnings, accumulated income, endowment, or other funds	<542,764.>	<532,901.>	
	30 Total net assets or fund balances	470,402.	480,265.	
31 Total liabilities and net assets/fund balances	470,402.	480,265.		

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	470,402.
2 Enter amount from Part I, line 27a	2	9,863.
3 Other increases not included in line 2 (itemize) ▶	3	0.
4 Add lines 1, 2, and 3	4	480,265.
5 Decreases not included in line 2 (itemize) ▶	5	0.
6 Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	480,265.

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.)
1a SEE STATEMENT A	P	VARIOUS	10/05/18
b SEE STATEMENT A	P	VARIOUS	12/30/18
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 147,653.		68,614.	79,039.
b 1,542.		1,507.	35.
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))
(j) FMV as of 12/31/69	(k) Adjusted basis as of 12/31/69	(l) Excess of col. (i) over col. (j), if any	
a			79,039.
b			35.
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	79,074.
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). If (loss), enter -0- in Part I, line 8		3	N/A

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	41,248.	879,757.	.046886
2016	31,650.	794,103.	.039856
2015	61,094.	812,735.	.075171
2014	10,215.	774,984.	.013181
2013	14,254.	664,470.	.021452

2 Total of line 1, column (d)	2	.196546
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	.039309
4 Enter the net value of noncharitable-use assets for 2018 from Part X, line 5	4	1,002,106.
5 Multiply line 4 by line 3	5	39,392.
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	869.
7 Add lines 5 and 6	7	40,261.
8 Enter qualifying distributions from Part XII, line 4	8	75,008.

If line 8 is equal to or greater than line 7, check the box in Part VI, line 1b, and complete that part using a 1% tax rate. See the Part VI instructions.

Part VI Excise Tax Based on Investment Income (Section 4940(a), 4940(b), 4940(e), or 4948 - see instructions)

1a	Exempt operating foundations described in section 4940(d)(2), check here <input type="checkbox"/> and enter "N/A" on line 1. Date of ruling or determination letter: _____ (attach copy of letter if necessary-see instructions)		
b	Domestic foundations that meet the section 4940(e) requirements in Part V, check here <input checked="" type="checkbox"/> and enter 1% of Part I, line 27b	1	869.
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	869.
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	869.
6	Credits/Payments.		
a	2018 estimated tax payments and 2017 overpayment credited to 2018	6a	1,623.
b	Exempt foreign organizations - tax withheld at source	6b	0.
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	1,623.
8	Enter any penalty for underpayment of estimated tax. Check here <input type="checkbox"/> if Form 2220 is attached	8	0.
9	Tax due If the total of lines 5 and 8 is more than line 7, enter amount owed	9	
10	Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10	754.
11	Enter the amount of line 10 to be: Credited to 2019 estimated tax <input type="checkbox"/> Refunded <input checked="" type="checkbox"/>	11	0.

Part VII-A Statements Regarding Activities

	Yes	No
1a		X
1b		X
1c		X
2		X
3		X
4a		X
4b		
5		X
6	X	
7	X	
8a		
8b	X	
9		X
10		X

N/A

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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. 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. 13 Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address N/A. 14 The books are in care of LARRY E. THOMAS Telephone no. (818) 360-8300 Located at 232 WEST STAFFORD ROAD, THOUSAND OAKS, CA ZIP+4 91361. 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 N/A. 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? 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): (1) Engage in the sale or exchange, or leasing of property with a disqualified person? (2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? (3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? (4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? (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)? (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.) 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 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? 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? 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.) c If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here. 3a Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? 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.) 4a Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes? 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?

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 Organizations relying on a current notice regarding disaster assistance, check here	N/A <input type="checkbox"/>	5b		
c If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant? 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?	N/A	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(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.

(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
LAWRENCE THOMAS 232 WEST STAFFORD ROAD THOUSAND OAKS, CA 91361	PRESIDENT 0.00	0.	0.	0.
GINA THOMAS 232 WEST STAFFORD ROAD THOUSAND OAKS, CA 91361	SECRETARY 0.00	0.	0.	0.

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

(a) Name and address of each person paid more than \$50,000	(b) Type of service	(c) Compensation
NONE		

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

Part IX-A Summary of Direct Charitable Activities

List the foundation's four largest direct charitable activities during the tax year. Include relevant statistical information such as the number of organizations and other beneficiaries served, conferences convened, research papers produced, etc	Expenses
1 N/A	
2	
3	
4	

Part IX-B Summary of Program-Related Investments

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	
3 All other program-related investments. See instructions.	

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	958,320.
b	Average of monthly cash balances	1b	51,347.
c	Fair market value of all other assets	1c	7,700.
d	Total (add lines 1a, b, and c)	1d	1,017,367.
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	1,017,367.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	15,261.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	1,002,106.
6	Minimum investment return. Enter 5% of line 5	6	50,105.

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	50,105.
2a	Tax on investment income for 2018 from Part VI, line 5	2a	869.
b	Income tax for 2018. (This does not include the tax from Part VI.)	2b	
c	Add lines 2a and 2b	2c	869.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	49,236.
4	Recoveries of amounts treated as qualifying distributions	4	0.
5	Add lines 3 and 4	5	49,236.
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	49,236.

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	75,008.
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	75,008.
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	5	869.
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	74,139.

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				49,236.
2 Undistributed income, if any, as of the end of 2018				
a Enter amount for 2017 only			38,900.	
b Total for prior years:		0.		
3 Excess distributions carryover, if any, to 2018:				
a From 2013				
b From 2014				
c From 2015				
d From 2016				
e From 2017				
f Total of lines 3a through e	0.			
4 Qualifying distributions for 2018 from Part XII, line 4: ▶ \$ 75,008.				
a Applied to 2017, but not more than line 2a			38,900.	
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				36,108.
e Remaining amount distributed out of corpus	0.			
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	0.			
b Prior years' undistributed income. Subtract line 4b from line 2b		0.		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed		0.		
d Subtract line 6c from line 6b. Taxable amount - see instructions		0.		
e Undistributed income for 2017. Subtract line 4a from line 2a. Taxable amount - see instr.			0.	
f Undistributed income for 2018. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2019				13,128.
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	0.			
9 Excess distributions carryover to 2019 Subtract lines 7 and 8 from line 6a	0.			
10 Analysis of line 9.				
a Excess from 2014				
b Excess from 2015				
c Excess from 2016				
d Excess from 2017				
e Excess from 2018				

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)

	Tax year				(e) Total
	(a) 2018	(b) 2017	(c) 2016	(d) 2015	
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					
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.					
3 Subtract line 2d from line 2c					
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).)

SEE STATEMENT 6

- 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.

- 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 Paid during the year				
ALZHEIMER'S ASSOCIATION 225 N. MICHIGAN AVE., FL. 17 CHICAGO, IL 60601		OTHER PUBLIC CHARITY	MEDICAL	500.
DISABLED AMERICAN VETERANS HALL 3725 ALEXANDRIA PIKE COLD SPRING, KY 41076		OTHER PUBLIC CHARITY	COMMUNITY SUPPORT	100.
FEEDING AMERICA 35 EAST WACKER DRIVE, SUITE 2000 CHICAGO, IL 60601		OTHER PUBLIC CHARITY	HUMANITARIAN AID	1,000.
INTERNATIONAL MEDICAL CORPS 12400 WILSHIRE BLVD #1500 LOS ANAGELES, CA 90025		OTHER PUBLIC CHARITY	MEDICAL	5,500.
JONI AND FRIENDS 30009 LADYFACE CT AGOURA HILLS, CA 91301		OTHER PUBLIC CHARITY	HUMANITARIAN AID	5,000.
Total	SEE CONTINUATION SHEET(S)			75,008.
b Approved for future payment				
NONE				
Total				0.

Part XV Supplementary Information**3 Grants and Contributions Paid During the Year (Continuation)**

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
LEUKEMIA & LYMPHOMA SOCIETY 3 INTERNATIONAL DRIVE, SUITE 200 RYE BROOK, NY 10573		OTHER PUBLIC CHARITY	MEDICAL	500.
MEMORIAL SLOAN KETTERING CANCER CENTER 1275 YORK AVENUE NEW YORK, NY 10065		OTHER PUBLIC CHARITY	MEDICAL	25.
THE UNITED NATION'S CHILDREN'S FUND 10351 CALIFORNIA STATE ROUTE 2 #402 LOS ANAGELES, CA 90025		OTHER PUBLIC CHARITY	HUMANITARIAN AID	1,100.
UNITED NATIONS HIGH COMMISSIONER FOR REFUGEES CH-1211 GENEVE 2 DEPOT GENEVA, SWITZERLAND		OTHER PUBLIC CHARITY	HUMANITARIAN AID	100.
CONEJO CHURCH 480 W GAINSBOROUGH RD THOUSAND OAKS, CA 91360		OTHER PUBLIC CHARITY	RELIGIOUS	10,000.
KIDS AND FAMILIES TOGETHER 864 E SANTA CLARA ST VENTURA, CA 93001		OTHER PUBLIC CHARITY	HUMANITARIAN AID	1,000.
L.A. REGIONAL FOOD BANK 1734 E 41ST ST LOS ANGELES, CA 90058		OTHER PUBLIC CHARITY	HUMANITARIAN AID	10,000.
LIVINGSTON MEMORIAL VISITING NURSE ASSOCIATION 325 E HILLCREST DR # 120 THOUSAND OAKS, CA 91360		OTHER PUBLIC CHARITY	HEALTH CARE SERVICE TO COMMUNITY	250.
ST. JUDE CHILDREN'S RESEARCH HOSPITAL 12365 LEWIS ST GARDEN GROV, CA 92840		OTHER PUBLIC CHARITY	MEDICAL	11,000.
THE STATE UNIVERSITY OF NEW YORK AT POTSDAM 44 PIERREPONT AVE POTSDAM, NY 13676		OTHER PUBLIC CHARITY	EDUCATION	20,000.
Total from continuation sheets				62,908.

Part XV Supplementary Information

3 Grants and Contributions Paid During the Year (Continuation)

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
SHERWOOD CARES 320 W STAFFORD RD WESTLAKE VILLAGE, CA 91361		OTHER PUBLIC CHARITY	HUMANITARIAN AID	500.
TROUT UNLIMITED 1777 N. KENT STREET, SUITE 100 ARLINGTON, VA 22209		OTHER PUBLIC CHARITY	PROTECT AND RESTORE NORTH AMERICA'S COLDWATER FISHERIES AND THEIR WATERSHEDS	5,000.
CANCER RECOVERY FOUNDATION 6380 FLANK DR HARRISBURG, PA 17112		OTHER PUBLIC CHARITY	MEDICAL	50.
MOVIENDO VIDAS (MOVIDA) PO BOX 472 ALLIANCE, NE 69301		OTHER PUBLIC CHARITY	RELIGIOUS	3,383.
Total from continuation sheets				

Windward Capital Management Co.
REALIZED GAINS AND LOSSES
L & G Thomas Family Foundation
SLB-001089-1
From 01-01-18 Through 12-31-18

Open Date	Close Date	Quantity	Security	Cost Basis	Proceeds	Gain Or Loss	
						Short Term	Long Term
02-02-2009	01-02-2018	15	AMAZON.COM INC	914.93	17,790.56		16,875.63
11-09-2016	01-30-2018	150	METLIFE INC COM	6,962.50	7,420.53		458.03
02-13-2013	06-15-2018	89	TIME WARNER INC COM USD	346.67	4,783.75		4,437.08
05-06-2014	06-15-2018	100	TIME WARNER INC COM USD	1,873.29	5,375.00		3,501.71
02-13-2013	06-18-2018	1	AT&T INC COM USD	19.30	19.06		-0.24
11-11-2014	08-21-2018	65	GILEAD SCIENCES INC	7,053.60	4,736.80		-2,316.80
03-19-2009	08-21-2018	26	SPDR GOLD TRUST SHARE	2,465.86	2,922.91		457.05
05-27-2009	08-21-2018	45	SPDR GOLD TRUST SHARE	4,241.30	5,058.88		817.58
03-06-2013	09-14-2018	131	AMERICAN INTL GROUP INC	5,081.36	6,969.07		1,887.71
11-09-2016	09-14-2018	108	AMERICAN INTL GROUP INC	6,616.81	5,745.49		-871.32
05-15-2007	10-03-2018	20	APPLE INC	313.99	4,633.73		4,319.74
01-16-2007	10-03-2018	10	ACCENTURE PLC CLS A	374.19	1,723.89		1,349.70
02-02-2009	10-03-2018	2	AMAZON.COM INC	121.99	3,906.00		3,784.01
09-15-2017	10-03-2018	3	BOEING CO	747.91	1,159.06		411.15
02-25-2013	10-03-2018	3	BLACKROCK INC	726.21	1,412.68		686.47
03-06-2013	10-03-2018	11	CONTINENTAL RESOURCES INC	486.64	766.45		279.81
02-13-2013	10-03-2018	29	COMCAST CORP CL A	593.26	1,006.44		413.18
11-09-2016	10-03-2018	6	CME GROUP INC COM CL A	675.07	1,032.99		357.92
10-21-2010	10-03-2018	6	CUMMINS INC	564.27	890.28		326.01
12-22-2009	10-03-2018	15	CANADIAN NATL RY CO COM	407.06	1,323.35		916.29

Windward Capital Management Co.
REALIZED GAINS AND LOSSES
L & G Thomas Family Foundation
SLB-001089-1
From 01-01-18 Through 12-31-18

Open Date	Close Date	Quantity	Security	Cost Basis	Proceeds	Gain Or Loss	
						Short Term	Long Term
01-16-2007	10-03-2018	6	COSTCO WHOLESALE CORP-NEW	337.89	1,387.74		1,049.85
06-03-2010	10-03-2018	17	SALESFORCE COM INC	403.07	2,691.66		2,288.59
01-16-2007	10-03-2018	26	CVS HEALTH CORPORATION	827.58	2,061.10		1,233.52
01-07-2016	10-03-2018	13	WALT DISNEY CO	1,323.39	1,505.21		181.82
04-28-2009	10-03-2018	24	DOWDUPONT INC COM	317.17	1,542.94		1,225.77
05-06-2014	10-03-2018	19	FISERV INC	585.27	1,540.21		954.94
12-22-2009	10-03-2018	1	ALPHABET INC CAP STK CLC	299.37	1,179.87		880.50
12-22-2009	10-03-2018	1	ALPHABET INC CAP STK CLA	301.16	1,186.73		885.57
11-06-2014	10-03-2018	4	ILLUMINA INC COM	761.19	1,423.21		662.02
11-09-2016	10-03-2018	4	LOCKHEED MARTIN CORP	1,023.02	1,378.93		355.91
05-01-2014	10-03-2018	11	MARRIOTT INTERNATIONAL CLASS A	643.23	1,365.76		722.53
07-19-2018	10-03-2018	5	NEXTERA ENERGY INC COM	856.42	818.24	-38.18	
10-21-2010	10-03-2018	26	NIKE INC CLASS B	537.50	2,131.86		1,594.36
01-16-2007	10-03-2018	8	PEPSICO INC	519.64	843.05		323.41
01-16-2007	10-03-2018	11	PROCTER & GAMBLE CO	716.71	898.85		182.14
05-22-2007	10-03-2018	8	PHILIP MORRIS INTL INC COM	401.07	645.59		244.52
02-05-2007	10-03-2018	5	PRAXAIR INC	317.81	819.66		501.85
02-13-2013	10-03-2018	12	PAYPAL HLDGS INC COM	402.84	1,029.56		626.72
02-13-2013	10-03-2018	16	AT&T INC COM USD	520.64	524.05		3.41
11-11-2014	10-03-2018	10	TJX COS INC NEW COM	635.37	1,088.23		452.86

Windward Capital Management Co.

REALIZED GAINS AND LOSSES

*L & G Thomas Family Foundation**SLB-001089-1**From 01-01-18 Through 12-31-18*

Open Date	Close Date	Quantity	Security	Cost Basis	Proceeds	Gain Or Loss	
						Short Term	Long Term
02-05-2007	10-03-2018	12	UNITED TECHNOLOGIES CORPCOM	819.45	1,675.90		856.45
02-01-2013	10-03-2018	10	ZOETIS INC CL A	308.71	916.32		607.61
02-05-2007	10-31-2018	38	PRAXAIR INC	2,415.35	6,211.10		3,795.75
03-13-2007	10-31-2018	35	PRAXAIR INC	2,159.15	5,720.75		3,561.60
12-10-2008	10-31-2018	40	PRAXAIR INC	2,370.68	6,538.00		4,167.32
09-26-2012	10-31-2018	5	PRAXAIR INC	542.55	817.25		274.70
05-15-2007	11-29-2018	11	APPLE INC	172.70	1,961.05		1,788.35
01-16-2007	11-29-2018	5	ACCENTURE PLC CLS A	187.10	789.89		602.79
11-10-2014	11-29-2018	3	AMGEN INC	489.34	590.34		101.00
02-02-2009	11-29-2018	1	AMAZON COM INC	61.00	1,668.80		1,607.80
02-25-2013	11-29-2018	2	BLACKROCK INC	484.14	830.86		346.72
11-09-2016	11-29-2018	4	CME GROUP INC COM CL A	450.05	735.96		285.91
12-22-2009	11-29-2018	10	CANADIAN NATL RY CO COM	271.37	836.60		565.23
01-16-2007	11-29-2018	3	COSTCO WHOLESALE CORP-NEW	168.95	673.98		505.03
06-03-2010	11-29-2018	9	SALESFORCE COM INC	213.39	1,250.17		1,036.78
01-16-2007	11-29-2018	14	CVS HEALTH CORPORATION	445.62	1,102.02		656.40
01-07-2016	11-29-2018	8	WALT DISNEY CO	814.39	912.50		98.11
04-28-2009	11-29-2018	11	DOWDUPONT INC COM	145.37	613.85		468.48
02-13-2013	11-29-2018	21	EBAY INC	497.68	602.89		105.21
05-06-2014	11-29-2018	10	FISERV INC	308.04	766.98		458.94
12-22-2009	11-29-2018	1	ALPHABET INC CAP STK CLC	299.37	1,072.16		772.79
12-22-2009	11-29-2018	1	ALPHABET INC CAP STK CLA	301.16	1,078.87		777.71
11-09-2016	11-29-2018	6	JPMORGAN CHASE & CO	445.99	642.59		196.60

Windward Capital Management Co.
REALIZED GAINS AND LOSSES
L & G Thomas Family Foundation
SLB-001089-1
From 01-01-18 Through 12-31-18

Open Date	Close Date	Quantity	Security	Cost Basis	Proceeds	Gain Or Loss		
						Short Term	Long Term	
11-09-2016	11-29-2018	2	LOCKHEED MARTIN CORP	511.51	587.78		76.27	
05-01-2014	11-29-2018	5	MARRIOTT INTERNATIONAL CLASS A	292.38	593.43		301.05	
07-19-2018	11-29-2018	4	NEXTERA ENERGY INC COM	685.13	689.19	4.06		
10-21-2010	11-29-2018	15	NIKE INC CLASS B	310.09	1,103.15		793.06	
12-22-2009	11-29-2018	29	PFIZER INC	541.02	1,303.98		762.96	
05-01-2014	11-29-2018	14	STARBUCKS CORP COM USD0 001	498.45	920.00		421.55	
02-05-2007	11-29-2018	6	UNITED TECHNOLOGIES CORP COM	409.73	709.91		300.19	
02-01-2013	11-29-2018	6	ZOETIS INC CL A	185.23	539.31		354.08	
TOTAL GAINS							4.06	82,295.79
TOTAL LOSSES							-38.18	-3,188.36
TOTAL REALIZED GAIN/LOSS						79,073.31	-34.12	79,107.43