

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	530,463	189,844	189,344
	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)	2,158,053 	2,022,108	2,022,108
	b Investments—corporate stock (attach schedule)	5,232,363 	4,335,210	4,335,210
	c Investments—corporate bonds (attach schedule)	1,398,842 	1,373,845	1,373,845
	11 Investments—land, buildings, and equipment basis ▶ _____ Less accumulated depreciation (attach schedule) ▶ _____			
	12 Investments—mortgage loans			
	13 Investments—other (attach schedule)	1,256,220 	1,365,048	1,365,048
	14 Land, buildings, and equipment basis ▶ _____ Less accumulated depreciation (attach schedule) ▶ _____			
15 Other assets (describe ▶ _____)				
16 Total assets (to be completed by all filers—see the instructions Also, see page 1, item I)	10,575,941	9,286,055	9,285,555	
Liabilities	17 Accounts payable and accrued expenses			
	18 Grants payable			
	19 Deferred revenue			
	20 Loans from officers, directors, trustees, and other disqualified persons			
	21 Mortgages and other notes payable (attach schedule)			
	22 Other liabilities (describe ▶ _____)			
	23 Total liabilities (add lines 17 through 22)		0	
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	10,575,941	9,286,055	
	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)	10,575,941	9,286,055	
31 Total liabilities and net assets/fund balances (see instructions) .	10,575,941	9,286,055		

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	10,575,941
2 Enter amount from Part I, line 27a	2	-161
3 Other increases not included in line 2 (itemize) ▶ _____ 	3	91,487
4 Add lines 1, 2, and 3	4	10,667,267
5 Decreases not included in line 2 (itemize) ▶ _____ 	5	1,381,212
6 Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30 .	6	9,286,055

Part IV Capital Gains and Losses for Tax on Investment Income

(a) List and describe the kind(s) of property sold (e g , real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co)		(b) How acquired P—Purchase D—Donation	(c) Date acquired (mo , day, yr)	(d) Date sold (mo , day, yr)
1a See Additional Data Table				
b				
c				
d				
e				

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
a See Additional Data Table			
b			
c			
d			
e			

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
a See Additional Data Table			
b			
c			
d			
e			

2 Capital gain net income or (net capital loss)	<div> <div>If gain, also enter in Part I, line 7</div> <div>If (loss), enter -0- in Part I, line 7</div> </div>	2	387,091
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	52,132

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	473,998	9,893,092	0 04791
2016	493,970	9,832,510	0 05024
2015	466,792	10,056,518	0 04642
2014	450,026	10,019,305	0 04492
2013	456,111	9,293,938	0 04908
2 Total of line 1, column (d)			2 0 238559
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 047712
4 Enter the net value of noncharitable-use assets for 2018 from Part X, line 5			4 10,294,802
5 Multiply line 4 by line 3			5 491,186
6 Enter 1% of net investment income (1% of Part I, line 27b)			6 5,060
7 Add lines 5 and 6			7 496,246
8 Enter qualifying distributions from Part XII, line 4			8 466,532

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	10,121
c	All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, col (b)		
2	Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)	2	
3	Add lines 1 and 2.	3	10,121
4	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)	4	
5	Tax based on investment income. Subtract line 4 from line 3. If zero or less, enter -0-	5	10,121
6	Credits/Payments		
a	2018 estimated tax payments and 2017 overpayment credited to 2018	6a	21,300
b	Exempt foreign organizations—tax withheld at source	6b	
c	Tax paid with application for extension of time to file (Form 8868)	6c	
d	Backup withholding erroneously withheld	6d	
7	Total credits and payments. Add lines 6a through 6d.	7	21,300
8	Enter any penalty for underpayment of estimated tax. Check here ☐ if Form 2220 is attached	8	
9	Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed ▶	9	
10	Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid . . . ▶	10	11,179
11	Enter the amount of line 10 to be Credited to 2019 estimated tax ▶ 11,179 Refunded ▶	11	

Part VII-A Statements Regarding Activities

	Yes	No
1a During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?	1a	No
b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes? (see Instructions for definition). 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	1b	No
c Did the foundation file Form 1120-POL for this year?	1c	No
d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year (1) On the foundation ▶ \$ _____ (2) On foundation managers ▶ \$ _____		
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers ▶ \$ _____		
2 Has the foundation engaged in any activities that have not previously been reported to the IRS? If "Yes," attach a detailed description of the activities	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? If "Yes," attach a conformed copy of the changes	3	No
4a Did the foundation have unrelated business gross income of \$1,000 or more during the year?	4a	No
b If "Yes," has it filed a tax return on Form 990-T for this year?	4b	No
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? If "Yes," attach the statement required by General Instruction T	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? If "Yes," complete Part II, col (c), and Part XV	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? If "No," attach explanation .	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. If "Yes," complete Part XIV	9	No
10 Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses	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 ▶ AVERY & GREIG LLP Telephone no ▶ (310) 829-7654			

Located at **▶** 2811 WILSHIRE BLVD 700 SANTA MONICA CA ZIP+4 **▶** 90403

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? See the instructions for exceptions and filing requirements for FinCEN Form 114. If "Yes", enter the name of the foreign country ▶	16	Yes	No

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. Organizations relying on a current notice regarding disaster assistance check here. ▶ ☐	1b		No
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? If "Yes," list the years ▶ 20____, 20____, 20____, 20____ ☐ Yes ☒ No			
b	Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement—see instructions).	2b		No
c	If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here ▶ 20____, 20____, 20____, 20____			
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? ☐ Yes ☒ No			
b	If "Yes," did it have excess business holdings in 2018 as a result of (1) any purchase by the foundation or disqualified persons after May 26, 1969, (2) the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest, or (3) the lapse of the 10-, 15-, or 20-year first phase holding period? (Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2018).	3b		No
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a		No
b	Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2018?	4b		No

Part VII-B Statements Regarding Activities for Which Form 4720 May Be Required (continued)

		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 No
	Organizations relying on a current notice regarding disaster assistance check here. 	☐	
c	If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant? If "Yes," attach the statement required by Regulations section 53.4945–5(d)	☐ Yes ☒ No	
6a	Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract?	☐ Yes ☒ No	
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 No
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. 				

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

3 Five highest-paid independent contractors for professional services (see instructions). If none, enter "NONE".

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

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

Part IX-A Summary of Direct Charitable Activities

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

1	Expenses

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	
All other program-related investments. See instructions.	
3	

Total. Add lines 1 through 3 ►

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

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes		
a	Average monthly fair market value of securities.	1a	10,171,397
b	Average of monthly cash balances.	1b	280,179
c	Fair market value of all other assets (see instructions).	1c	0
d	Total (add lines 1a, b, and c).	1d	10,451,576
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation).	1e	0
2	Acquisition indebtedness applicable to line 1 assets.	2	
3	Subtract line 2 from line 1d.	3	10,451,576
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions).	4	156,774
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4.	5	10,294,802
6	Minimum investment return. Enter 5% of line 5.	6	514,740

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	514,740
2a	Tax on investment income for 2018 from Part VI, line 5.	2a	10,121
b	Income tax for 2018 (This does not include the tax from Part VI).	2b	
c	Add lines 2a and 2b.	2c	10,121
3	Distributable amount before adjustments. Subtract line 2c from line 1.	3	504,619
4	Recoveries of amounts treated as qualifying distributions.	4	
5	Add lines 3 and 4.	5	504,619
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	504,619

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	466,532
b	Program-related investments—total from Part IX-B.	1b	
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes.	2	
3	Amounts set aside for specific charitable projects that satisfy the		
a	Suitability test (prior IRS approval required).	3a	
b	Cash distribution test (attach the required schedule).	3b	
4	Qualifying distributions. Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4.	4	466,532
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	466,532

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				504,619
2 Undistributed income, if any, as of the end of 2018				
a Enter amount for 2017 only.				
b Total for prior years 20____, 20____, 20____				
3 Excess distributions carryover, if any, to 2018				
a From 2013.				
b From 2014.				
c From 2015.				
d From 2016.				31,804
e From 2017.				37,649
f Total of lines 3a through e.	69,453			
4 Qualifying distributions for 2018 from Part XII, line 4 ▶ \$ 466,532				
a Applied to 2017, but not more than line 2a				
b Applied to undistributed income of prior years (Election required—see instructions).				
c Treated as distributions out of corpus (Election required—see instructions).	0			
d Applied to 2018 distributable amount.				466,532
e Remaining amount distributed out of corpus				
5 Excess distributions carryover applied to 2018 (If an amount appears in column (d), the same amount must be shown in column (a))	38,087			38,087
6 Enter the net total of each column as indicated below:				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5	31,366			
b Prior years' undistributed income Subtract line 4b from line 2b				
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed.				
d Subtract line 6c from line 6b Taxable amount—see instructions				
e Undistributed income for 2017 Subtract line 4a from line 2a Taxable amount—see instructions				
f Undistributed income for 2018 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2019				0
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (Election may be required - see instructions).				
8 Excess distributions carryover from 2013 not applied on line 5 or line 7 (see instructions).				
9 Excess distributions carryover to 2019. Subtract lines 7 and 8 from line 6a	31,366			
10 Analysis of line 9				
a Excess from 2014.				
b Excess from 2015.				
c Excess from 2016.				
d Excess from 2017.				31,366
e Excess from 2018.				

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

1a If the foundation has received a ruling or determination letter that it is a private operating foundation, and the ruling is effective for 2018, enter the date of the ruling. ▶

b Check box to indicate whether the organization is a private operating foundation described in section ☐ 4942(j)(3) or ☐ 4942(j)(5)

	Tax year	Prior 3 years			(e) Total
	(a) 2018	(b) 2017	(c) 2016	(d) 2015	
2a 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. 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))

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**

<div>Recipient</div> <div>Name and address (home or business)</div>	<div>If recipient is an individual, show any relationship to any foundation manager or substantial contributor</div>	<div>Foundation status of recipient</div>	<div>Purpose of grant or contribution</div>	<div>Amount</div>
a <i>Paid during the year</i> SEE ATTACHED STATEMENT SEE ATTACHED STATEMENT SEE ATTACHED STMT, CA 90403	NONE		CHARITABLE	438,000
Total			<div>▶ 3a</div>	
b <i>Approved for future payment</i>				
Total			<div>▶ 3b</div>	

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	
Enter gross amounts unless otherwise indicated				
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	90,485	
4 Dividends and interest from securities. . . .		14	117,068	
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.				
8 Gain or (loss) from sales of assets other than inventory		18	387,091	
9 Net income or (loss) from special events				
10 Gross profit or (loss) from sales of inventory				
11 Other revenue a _____				
b _____				
c _____				
d _____				
e _____				
12 Subtotal Add columns (b), (d), and (e). .			594,644	
13 Total. Add line 12, columns (b), (d), and (e).				594,644

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	*****	2019-11-14	*****	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
	HOWARD H AVERY				P01050345
	Firm's name ▶ Avery & Greig LLP	Firm's EIN ▶ 95-3214902			
Firm's address ▶ 2811 Wilshire Blvd 700 Santa Monica, CA 90403					Phone no (310) 829-7654

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

List and describe the kind(s) of property sold (e g , real estate, (a) 2-story brick warehouse, or common stock, 200 shs MLC Co)		(b) How acquired P—Purchase D—Donation	(c) Date acquired (mo , day, yr)	(d) Date sold (mo , day, yr)
1	430 AKAMAI TECH	P	2000-06-15	2018-06-15
1	150 ALPHABET INC	P	2017-11-10	2018-04-11
	100000 ANHEUSER BUSCH 7 750%	P	2017-09-19	2018-03-19
	143000 CR BARD INC 1 375%	P	2017-03-27	2018-01-15
	1240 THE GAP INC	P	2018-01-15	2018-01-24
	13410 GNMA GTD REMIC	P	2018-01-15	2018-06-15
	535 HEWLETT PACKARD CO	P	2017-08-23	2018-05-17
	73 MICRO FOCUS INTERNATIONAL PLC	P	2017-08-23	2018-03-19
	6305 NORDSTROM INC	P	2017-06-15	2018-06-15
	1090 TARGET CORP	P	2018-06-15	2018-06-15

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

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
32,306		21,965	10,341
153,472		154,204	-732
103,936		107,745	-3,809
143,000		143,420	-420
43,076		28,471	14,605
13,410		13,173	237
9,419		7,357	2,062
1,005		2,085	-1,080
381,610		282,602	99,008
81,235		61,097	20,138

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

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(I) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
			10,341
			-732
			-3,809
			-420
			14,605
			237
			2,062
			-1,080
			99,008
			20,138

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns a - d			
List and describe the kind(s) of property sold (e g , real estate, (a) 2-story brick warehouse, or common stock, 200 shs MLC Co)	(b) How acquired P—Purchase D—Donation	(c) Date acquired (mo , day, yr)	(d) Date sold (mo , day, yr)
300000 US TREASURY NTS	P	2017-12-28	2018-11-28
1 100000 VALERO ENERGY CORP 9 375	P	2018-05-07	2018-06-18
698 WALGREENS BOOTS ALLIANCE	P	2018-06-15	2018-09-15
535 SEATTLE SPINCO	P	2017-08-23	2018-01-01
100 APPLE, INC	P	2018-05-01	2011-07-15
3295 BED BATH & BEYOND INC	P	2018-06-15	2018-09-27
350 BRISTOL MEYERS SQUIBB CO	P	2016-11-14	2018-03-09
400 CHEVRON CORP	P	1993-09-15	2018-11-08
525 CONOCOPHILLIPS	P	1996-11-14	2018-06-15
500 COSTCO COMPANIES	P	1996-11-15	2018-04-11

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

(e) Gross sales price	Depreciation allowed (f) (or allowable)	Cost or other basis (g) plus expense of sale	Gain or (loss) (h) (e) plus (f) minus (g)
299,730		299,227	503
104,930		105,513	-583
55,517		48,106	7,411
2,167		2,085	82
16,782		5,152	11,630
47,720		144,640	-96,920
23,747		19,753	3,994
47,712		16,049	31,663
37,082		23,081	14,001
92,729		17,321	75,408

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

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(I) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
(i) F M V as of 12/31/69	Adjusted basis (j) as of 12/31/69	Excess of col (i) (k) over col (j), if any	
			503
			-583
			7,411
			82
			11,630
			-96,920
			3,994
			31,663
			14,001
			75,408

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns a - d			
List and describe the kind(s) of property sold (e g , real estate, (a) 2-story brick warehouse, or common stock, 200 shs MLC Co)	(b) How acquired P—Purchase D—Donation	(c) Date acquired (mo , day, yr)	(d) Date sold (mo , day, yr)
3695 DISCOVERY COMMUNICATIONS CO	P	2016-11-14	2018-06-15
1 2000 EXXON MOBIL CORP	P	1990-01-01	2018-11-08
250000 FHLMCMTN 5 000%	P	2009-09-15	2018-12-14
100000 JP MORGAN CHASE	P	2016-08-12	2018-01-25
165000 KERN COUNTY CA PENSION OBLIG	P	2012-07-17	2018-08-15
95 MCKESSON CORPORATION	P	2016-12-27	2018-03-20
430 NETAPP, INC	P	2016-11-14	2018-03-29
2000 NOVO NORDISK AS ADR	P	2013-09-23	2018-01-09
235 PFIZER, INC	P	2016-11-14	2018-08-10
200000 SOUTHERN CA PUBLIC PWR 4 938%	P	2014-06-18	2018-07-01

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

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
106,994		89,897	17,097
163,213		72,550	90,663
250,000		253,735	-3,735
100,000		100,700	-700
165,000		127,628	37,372
13,403		13,467	-64
26,367		14,986	11,381
109,641		68,441	41,200
9,584		7,562	2,022
200,000		216,299	-16,299

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

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
			17,097
			90,663
			-3,735
			-700
			37,372
			-64
			11,381
			41,200
			2,022
			-16,299

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

List and describe the kind(s) of property sold (e.g., real estate, (a) 2-story brick warehouse, or common stock, 200 shs MLC Co.)	(b) How acquired P—Purchase D—Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
200000 STANLEY BLACK 2 451%	P	2017-04-27	2018-11-17
1 20000 UNIV ENTERPRISES CA 5 250%	P	2013-11-18	2018-10-01
303 TAPESTRY, INC	P	2016-11-14	2018-08-15
2350 SPDR GOLD TRUST	P	2000-01-15	2018-01-15
Capital Gain Dividends			

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

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
200,000		202,278	-2,278
20,000		19,600	400
15,854		11,583	4,271
1,140		1,044	96
			18,126

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

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col. (h))
(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	
			-2,278
			400
			4,271
			96

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
DONALD SIMON 9954 SUNSET BOULEVARD BEVERLY HILLS, CA 90210	Chairman 1 00	0		
PAMELA SIMON JENSEN PO BOX 165 SANTA MONICA, CA 90406				
ERIC SIMON PO BOX 112 SAN GREGORIO, CA 94074	President 1 00	0		
DOUGLAS SIMON PO BOX 1911 BEVERLY HILLS, CA 902131911				
WILLIAM E GREANEY 26015 CHARING CROSS ROAD VALENCIA, CA 913552029	Treasurer 0 10	0		

TY 2018 Accounting Fees Schedule**Name:** LUCILLE ELLIS SIMON FOUNDATION**EIN:** 95-6035906**Software ID:** 18007218**Software Version:** 2018v3.1

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
ACCOUNTING	34,427	10,345	0	24,082

TY 2018 General Explanation Attachment**Name:** LUCILLE ELLIS SIMON FOUNDATION**EIN:** 95-6035906**Software ID:** 18007218**Software Version:** 2018v3.1**General Explanation Attachment**

Identifier	Return Reference	Explanation	
1		General Explanation Supplemental Information for Form 990-PF	The taxpayer hereby elects under IRC Section 171(c)(2) and Treasury Regulation 1.171-4 to amortize bond premium on all taxable bonds

TY 2018 Investments Corporate Bonds Schedule**Name:** LUCILLE ELLIS SIMON FOUNDATION**EIN:** 95-6035906**Software ID:** 18007218**Software Version:** 2018v3.1**Investments Corporate Bonds Schedule**

Name of Bond	End of Year Book Value	End of Year Fair Market Value
SEE ATTACHED SCHEDULE	1,373,845	1,373,845

TY 2018 Investments Corporate Stock Schedule**Name:** LUCILLE ELLIS SIMON FOUNDATION**EIN:** 95-6035906**Software ID:** 18007218**Software Version:** 2018v3.1**Investments Corporation Stock Schedule**

Name of Stock	End of Year Book Value	End of Year Fair Market Value
SEE ATTACHED SCHEDULE	4,335,210	4,335,210

TY 2018 Investments Government Obligations Schedule**Name:** LUCILLE ELLIS SIMON FOUNDATION**EIN:** 95-6035906**Software ID:** 18007218**Software Version:** 2018v3.1**US Government Securities - End
of Year Book Value:**

1,616,489

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

1,616,489

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

405,619

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

405,619

TY 2018 Investments - Other Schedule**Name:** LUCILLE ELLIS SIMON FOUNDATION**EIN:** 95-6035906**Software ID:** 18007218**Software Version:** 2018v3.1**Investments Other Schedule 2**

Category/ Item	Listed at Cost or FMV	Book Value	End of Year Fair Market Value
SEE ATTACHED SCHEDULE	FMV	1,365,048	1,365,048

TY 2018 Legal Fees Schedule**Name:** LUCILLE ELLIS SIMON FOUNDATION**EIN:** 95-6035906**Software ID:** 18007218**Software Version:** 2018v3.1

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
LEGAL FEES	2,610	0	0	2,610

TY 2018 Other Decreases Schedule**Name:** LUCILLE ELLIS SIMON FOUNDATION**EIN:** 95-6035906**Software ID:** 18007218**Software Version:** 2018v3.1

Description	Amount
TAX BASIS REALIZED GAIN ON SALES OF SECURITIES	368,965

TY 2018 Other Expenses Schedule**Name:** LUCILLE ELLIS SIMON FOUNDATION**EIN:** 95-6035906**Software ID:** 18007218**Software Version:** 2018v3.1**Other Expenses Schedule**

Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
INSURANCE	1,644			1,644
LICENSES & PERMITS	150			150
MISCELLANEOUS	36			36

TY 2018 Other Increases Schedule**Name:** LUCILLE ELLIS SIMON FOUNDATION**EIN:** 95-6035906**Software ID:** 18007218**Software Version:** 2018v3.1**Description****Amount**

BOOK BASIS REALIZED GAIN ON SALES OF SECURITIES

91,487

TY 2018 Other Professional Fees Schedule**Name:** LUCILLE ELLIS SIMON FOUNDATION**EIN:** 95-6035906**Software ID:** 18007218**Software Version:** 2018v3.1

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
INVESTMENT MGMT FEE	76,504	76,504	0	0

TY 2018 Taxes Schedule**Name:** LUCILLE ELLIS SIMON FOUNDATION**EIN:** 95-6035906**Software ID:** 18007218**Software Version:** 2018v3.1

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
FEDERAL TAXES	39,662			
OTHER TAXES	1,772	1,762		10

LUCILLE ELLIS SIMON FOUNDATION
SCHEDULE OF CHARITABLE CONTRIBUTIONS
For the Year Ended December 31, 2018

	Charity Status	Year Ended December 31, 2018
<u>JEWISH ORGANIZATIONS</u>		
American Jewish Committee	PC	\$ 25,000
Americans for Peace Now	PC	5,000
Anti-Defamation League	PC	3,500
Jewish Federation Council of Greater Los Angeles	PC	7,000
Leo Baeck Temple	PC	2,000
Seeds of Peace Inc.	PC	5,000
United States Holocaust Memorial Museum	EOF	2,500
Wilshire Boulevard Temple	PC	2,500
Total Jewish Organizations		<u>52,500</u>
<u>THE ARTS</u>		
Arttable Inc.	PC	2,000
A Window Between Worlds	PC	2,000
Create Now	PC	3,000
KCETLink	PC	8,000
Little People's Repertory Theater	PC	1,000
Museum Associates - LACMA, After School Program	PC	50,000
Music Center Foundation	PC	10,000
National Public Radio Inc.	PC	5,000
University of Southern California - KUSC	PC	2,500
Total Arts		<u>83,500</u>
<u>MEDICAL CAUSES</u>		
Amanecer Community Counseling Service	PC	8,000
Blind Children's Center	PC	1,000
Braille Institute of America	PC	15,000
Brazil Foundation - Institute for the Blind, Bahia	PC	35,000
Cedars-Sinai Medical Center	PC	2,500
Cedars-Sinai Medical Center - Women's Heart Cen	PC	20,000
Didi Hirsch Psychiatric Service	PC	7,500
Guide Dogs for the Blind Inc.	PC	1,000
Institute for Myeloma & Bone Cancer Research	PC	2,500
JDRF International	PC	1,500
Junior Blind of America	PC	5,000
National Alliance on Mental Illness	PC	3,000
United States Fund for UNICEF	PC	13,000
Venice Family Clinic	PC	5,000
Total Medical Causes		<u>120,000</u>

LUCILLE ELLIS SIMON FOUNDATION
SCHEDULE OF CHARITABLE CONTRIBUTIONS
For the Year Ended December 31, 2018

	Charity Status	Year Ended December 31, 2018
<u>COMMUNITY</u>		
Brazil Foundation - Sou Digna	PC	\$ 22,000
Total Community		<u>22,000</u>
<u>RESEARCH</u>		
Rand Corporation	PC	<u>20,000</u>
Total Research		<u>20,000</u>
<u>EMERGENCY</u>		
California Community Foundation	PC	<u>5,000</u>
Total Emergency		<u>5,000</u>
<u>EDUCATION</u>		
Brazil Foundation - Escola Pan Americana da Bahia	PC	8,000
Brown University	PC	5,000
California Council for Equality and Justice	PC	3,000
Carlthorp School	PC	5,000
Close Up Foundation	PC	3,000
Constitutional Rights Foundation	PC	2,000
Free Speech TV	PC	3,000
Harvard-Westlake School	PC	10,000
Institute for Research on Presidential Elections	PC	2,000
John Hopkins University	PC	1,500
Kenyon College	PC	6,000
Library Foundation of Los Angeles	PC	2,000
Planned Parenthood Los Angeles	PC	5,000
Santa Monica High School	PC	1,000
Southern Poverty Law Center Inc.	PC	5,000
Stanford University	PC	10,000
UCLA - Center for Jewish Studies	PC	5,000
Women Against Gun Violence	PC	<u>2,000</u>
Total Education		<u>78,500</u>
<u>THE NEEDY</u>		
Clare Foundation Inc.	PC	2,500
Downtown Women's Center	PC	5,000
Make A Wish America	PC	2,000
Para los Ninos	PC	5,000
Shelter Partnership Inc.	PC	10,000
Upward Bound House	PC	<u>2,000</u>
Total The Needy		<u>26,500</u>

LUCILLE ELLIS SIMON FOUNDATION
SCHEDULE OF CHARITABLE CONTRIBUTIONS
For the Year Ended December 31, 2018

	Charity Status	Year Ended December 31, 2018
<u>WILDLIFE & ENVIRONMENT</u>		
350.org	PC	\$ 3,000
Ahead with Horses Inc.	PC	1,500
Brazil Foundation - Instituto Luisa Mell	PC	2,000
Defenders of Wildlife	PC	5,000
Environmental Defense Fund	PC	3,500
Greater Los Angeles Zoo Association	PC	2,500
Lange Foundation	PC	2,500
Nature Conservancy of California	PC	3,000
United Animal Nations - RedRover	PC	1,500
Yellowstone Park Foundation	PC	3,000
Zoological Society of San Diego	PC	2,500
		<hr/>
Total Wildlife & Environment		30,000
		<hr/>
Total Cash Grants		\$ 438,000
		<hr/> <hr/>