

Form 990-PF

Department of the Treasury
Internal Revenue Service

Return of Private Foundation

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

Do not enter social security numbers on this form as it may be made public.
Go to www.irs.gov/Form990PF for instructions and the latest information.

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OMB No 1545-0052

2018

Open to Public Inspection

For calendar year 2018 or tax year beginning OCT 3, 2018

, and ending JUN 30, 2019

Name of foundation

BRIAN AND SHEILA JELLISON FAMILY
FOUNDATION

A Employer identification number

83-2115946

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

25 W. 43RD ST.

Room/suite

320

B Telephone number

212-730-5444

City or town, state or province, country, and ZIP or foreign postal code

NEW YORK, NY 10036

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

I Fair market value of all assets at end of year

(from Part II, col. (c), line 16)

\$ 58,520,950.

J Accounting method:

☐

Cash

☒

Accrual

☐

Other (specify)

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

C If exemption application is pending, check here

☐

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

50,000,000.

N/A

2 Check ☐ if the foundation is not required to attach Sch B3 Interest on savings and temporary
cash investments

27.

27.

STATEMENT 1

4 Dividends and interest from securities

380,210.

380,210.

STATEMENT 2

5a Gross rents

b Net rental income or (loss)

6a Net gain or (loss) from sale of assets not on line 10

-56,982.

b Gross sales price for all
assets on line 6a 23,650,569.

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

0.

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

50,323,255.

380,237.

13 Compensation of officers, directors, trustees, etc

0.

0.

0.

14 Other employee salaries and wages

15 Pension plans, employee benefits

16a Legal fees STMT 3

18,099.

9,050.

4,560.

b Accounting fees

STMT 4

16,200.

8,100.

2,100.

c Other professional fees

STMT 5

18,032.

18,032.

0.

17 Interest

18 Taxes

STMT 6

11,722.

2,722.

0.

19 Depreciation and depletion

20 Occupancy

21 Travel, conferences, and meetings

22 Printing and publications

23 Other expenses

STMT 7

7,111.

412.

6,699.

24 Total operating and administrative
expenses. Add lines 13 through 23

71,164.

38,316.

13,359.

25 Contributions, gifts, grants paid

0.

0.

26 Total expenses and disbursements

Add lines 24 and 25

71,164.

38,316.

13,359.

27 Subtract line 26 from line 12:

a Excess of revenue over expenses and disbursements

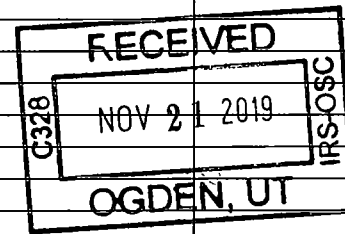
50,252,091.

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

341,921.

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	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			282,254.	282,254.
	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			6,185.	6,185.
	10a	Investments - U.S. and state government obligations STMT 8	0.	1,353,732.	1,353,732.	
	b	Investments - corporate stock STMT 9	0.	44,611,043.	44,611,043.	
	c	Investments - corporate bonds STMT 10	0.	760,679.	760,679.	
	11	Investments - land, buildings, and equipment basis ▶				
	Less: accumulated depreciation ▶					
12	Investments - mortgage loans					
13	Investments - other STMT 11	0.	11,491,669.	11,491,669.		
14	Land, buildings, and equipment: basis ▶					
	Less: accumulated depreciation ▶					
15	Other assets (describe ▶ INTEREST RECEIVABLE)	0.	15,388.	15,388.		
16	Total assets (to be completed by all filers - see the instructions. Also, see page 1, item I)	0.	58,520,950.	58,520,950.		
Liabilities	17	Accounts payable and accrued expenses				
	18	Grants payable				
	19	Deferred revenue				
	20	Loans from officers, directors, trustees, and other disqualified persons		8,980.		
	21	Mortgages and other notes payable				
	22	Other liabilities (describe ▶ ACCRUED EXPENSES)	0.	12,000.		
23	Total liabilities (add lines 17 through 22)	0.	20,980.			
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	0.	0.		
	28	Paid-in or capital surplus, or land, bldg., and equipment fund	0.	0.		
	29	Retained earnings, accumulated income, endowment, or other funds	0.	58,499,970.		
30	Total net assets or fund balances	0.	58,499,970.			
31	Total liabilities and net assets/fund balances	0.	58,520,950.			

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	0.
2	Enter amount from Part I, line 27a	2	50,252,091.
3	Other increases not included in line 2 (itemize) ▶ UNREALIZED GAIN	3	8,247,879.
4	Add lines 1, 2, and 3	4	58,499,970.
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	58,499,970.

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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 MARKETABLE SECURITY SALES	P		
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 23,650,569.		23,707,551.	-56,982.
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) FMV as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	
a			-56,982.
b			
c			
d			
e			

2 Capital gain net income or (net capital loss)	{ If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7 }	2	-56,982.
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.)

N/A

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			
2016			
2015			
2014			
2013			

2 Total of line 1, column (d)	2
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
4 Enter the net value of noncharitable-use assets for 2018 from Part X, line 5	4
5 Multiply line 4 by line 3	5
6 Enter 1% of net investment income (1% of Part I, line 27b)	6
7 Add lines 5 and 6	7
8 Enter qualifying distributions from Part XII, line 4	8

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.

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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 type="checkbox"/> and enter 1% of Part I, line 27b		1	6,838.
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	6,838.
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	6,838.
6 Credits/Payments:			
a 2018 estimated tax payments and 2017 overpayment credited to 2018		6a	9,000.
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	9,000.
8 Enter any penalty for underpayment of estimated tax. Check here <input checked="" type="checkbox"/> if Form 2220 is attached		8	10.
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	2,152.
11 Enter the amount of line 10 to be: Credited to 2019 estimated tax 2,152. Refunded 0.		11	0.

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?		X
1b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes? See the instructions for the definition. If the answer is "Yes" to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities.		X
1c Did the foundation file Form 1120-POL for this year?		X
d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year: (1) On the foundation. \$ 0. (2) On foundation managers. \$ 0.		
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers. \$ 0.		
2 Has the foundation engaged in any activities that have not previously been reported to the IRS? If "Yes," attach a detailed description of the activities.		X
3 Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? If "Yes," attach a conformed copy of the changes		X
4a Did the foundation have unrelated business gross income of \$1,000 or more during the year?		X
b If "Yes," has it filed a tax return on Form 990-T for this year?		
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? If "Yes," attach the statement required by General Instruction T		X
6 Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either: • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	X	
7 Did the foundation have at least \$5,000 in assets at any time during the year? If "Yes," complete Part II, col. (c), and Part XV	X	
8a Enter the states to which the foundation reports or with which it is registered. See instructions. FL		
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	X	
9 Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2018 or the tax year beginning in 2018? See the instructions for Part XIV. If "Yes," complete Part XIV		X
10 Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses STMT 12	X	

N/A

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Part VII-A Statements Regarding Activities (continued)

	Yes	No
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		X
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		X
13 Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address ► N/A	X	
14 The books are in care of ► WILLIAM M. MONAHAN Telephone no. ► 201-661-6600 Located at ► 48 S. FRANKLIN TPKE SUITE 300, RAMSEY, NJ ZIP+4 ► 07446		
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 ►		X

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

	Yes	No
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?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person?	<input checked="" type="checkbox"/> Yes <input type="checkbox"/> No	
(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> 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)?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> 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.)	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> 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 ► <input type="checkbox"/>	1b	X
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	X
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 ► , , ,	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> 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.)	N/A	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. ► , , ,		
3a Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> 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.)	N/A	3b
4a Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?		X
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	X

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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	
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	
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.	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
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	
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
SHEILA JELLISON	PRESIDENT			
% CORRADO CPA, LLP, 25 W 43RD ST #320 NEW YORK, NY 10036	1.00	0.	0.	0.
CHRISTINA MUCHA	VICE PRESIDENT			
% CORRADO CPA, LLP, 25 W 43RD ST #320 NEW YORK, NY 10036	1.00	0.	0.	0.
MICHELLE JELLISON	VICE PRESIDENT			
% CORRADO CPA, LLP, 25 W 43RD ST #320 NEW YORK, NY 10036	1.00	0.	0.	0.
HILARY SIMONDS	SECRETARY			
% CORRADO CPA, LLP, 25 W 43RD ST #320 NEW YORK, NY 10036	1.00	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		
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	38,755,036.
b	Average of monthly cash balances	1b	84,600.
c	Fair market value of all other assets	1c	
d	Total (add lines 1a, b, and c)	1d	38,839,636.
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	38,839,636.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	582,595.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	38,257,041.
6	Minimum investment return. Enter 5% of line 5 ADJUSTED FOR SHORT TAX PERIOD	6	1,420,216.

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	1,420,216.
2a	Tax on investment income for 2018 from Part VI, line 5	2a	6,838.
b	Income tax for 2018. (This does not include the tax from Part VI.)	2b	
c	Add lines 2a and 2b	2c	6,838.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	1,413,378.
4	Recoveries of amounts treated as qualifying distributions	4	0.
5	Add lines 3 and 4	5	1,413,378.
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	1,413,378.

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	13,359.
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	13,359.
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	0.
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	13,359.

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.

**BRIAN AND SHEILA JELLISON FAMILY
FOUNDATION**

Form 990-PF (2018)

83-2115946 Page **9**

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				1,413,378.
2 Undistributed income, if any, as of the end of 2018				
a Enter amount for 2017 only			0.	
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: ► \$ 13,359.				
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				13,359.
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				1,400,019.
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				

**BRIAN AND SHEILA JELLISON FAMILY
FOUNDATION**

Form 990-PF (2018)

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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				
	(a) 2018	(b) 2017	(c) 2016	(d) 2015	(e) Total
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. 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).)

SHEILA JELLISON

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:

**BRIAN AND SHEILA JELLISON FAMILY
FOUNDATION**

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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>					
NONE					
Total				▶ 3a	0.
b <i>Approved for future payment</i>					
NONE					
Total				▶ 3b	0.

Form **990-PF** (2018)

Part XVI-A Analysis of Income-Producing Activities

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
	(a) Business code	(b) Amount	(c) Exclu- sion 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	27.		
4 Dividends and interest from securities			14	380,210.		
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	-56,982.		
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)		0.		323,255.		0.
13 Total. Add line 12, columns (b), (d), and (e)					13	323,255.

(See worksheet in line 13 instructions to verify calculations.)

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

[illegible]

Schedule B(Form 990, 990-EZ,
or 990-PF)Department of the Treasury
Internal Revenue Service**Schedule of Contributors**

- ▶ Attach to Form 990, Form 990-EZ, or Form 990-PF.
▶ Go to www.irs.gov/Form990 for the latest information.

OMB No 1545-0047

2018

Name of the organization

**BRIAN AND SHEILA JELLISON FAMILY
FOUNDATION**

Employer identification number

83-2115946

Organization type (check one)

Filers of:

Section:

Form 990 or 990-EZ

☐ 501(c)() (enter number) organization☐ 4947(a)(1) nonexempt charitable trust **not** treated as a private foundation☐ 527 political organization

Form 990-PF

☒ 501(c)(3) exempt private foundation☐ 4947(a)(1) nonexempt charitable trust treated as a private foundation☐ 501(c)(3) taxable private foundationCheck if your organization is covered by the **General Rule** or a **Special Rule**.**Note:** Only a section 501(c)(7), (8), or (10) organization can check boxes for both the General Rule and a Special Rule. See instructions.**General Rule**

- ☒ For an organization filing Form 990, 990-EZ, or 990-PF that received, during the year, contributions totaling \$5,000 or more (in money or property) from any one contributor. Complete Parts I and II. See instructions for determining a contributor's total contributions.

Special Rules

- ☐ For an organization described in section 501(c)(3) filing Form 990 or 990-EZ that met the 33 1/3% support test of the regulations under sections 509(a)(1) and 170(b)(1)(A)(vi), that checked Schedule A (Form 990 or 990-EZ), Part II, line 13, 16a, or 16b, and that received from any one contributor, during the year, total contributions of the greater of (1) \$5,000, or (2) 2% of the amount on (i) Form 990, Part VIII, line 1h, or (ii) Form 990-EZ, line 1. Complete Parts I and II.
- ☐ For an organization described in section 501(c)(7), (8), or (10) filing Form 990 or 990-EZ that received from any one contributor, during the year, total contributions of more than \$1,000 *exclusively* for religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals. Complete Parts I (entering "N/A" in column (b) instead of the contributor name and address), II, and III.
- ☐ For an organization described in section 501(c)(7), (8), or (10) filing Form 990 or 990-EZ that received from any one contributor, during the year, contributions *exclusively* for religious, charitable, etc., purposes, but no such contributions totaled more than \$1,000. If this box is checked, enter here the total contributions that were received during the year for an *exclusively* religious, charitable, etc., purpose. Don't complete any of the parts unless the **General Rule** applies to this organization because it received *nonexclusively* religious, charitable, etc., contributions totaling \$5,000 or more during the year. ▶ \$ _____

Caution: An organization that isn't covered by the General Rule and/or the Special Rules doesn't file Schedule B (Form 990, 990-EZ, or 990-PF), but it **must** answer "No" on Part IV, line 2, of its Form 990, or check the box on line H of its Form 990-EZ or on its Form 990-PF, Part I, line 2, to certify that it doesn't meet the filing requirements of Schedule B (Form 990, 990-EZ, or 990-PF).

Name of organization

**BRIAN AND SHEILA JELLISON FAMILY
FOUNDATION**

Employer identification number

83-2115946**Part I Contributors** (see instructions) Use duplicate copies of Part I if additional space is needed

(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
<u>1</u>	<u>SHEILA JELLISON</u> <u>% CORRADO CPA, LLP, 25 W 43RD ST #320</u> <u>NEW YORK, NY 10036</u>	\$ <u>21,346,000.</u>	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions)
<u>2</u>	<u>SHEILA JELLISON</u> <u>% CORRADO CPA, LLP, 25 W 43RD ST #320</u> <u>NEW YORK, NY 10036</u>	\$ <u>28,654,000.</u>	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input checked="" type="checkbox"/> (Complete Part II for noncash contributions)
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions)
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions)
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions)
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions)
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions)
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions)

Employer identification number

83-2115946

[illegible]

Name of organization

Employer identification number

**BRIAN AND SHEILA JELLISON FAMILY
FOUNDATION****83-2115946**

Part III Exclusively religious, charitable, etc., contributions to organizations described in section 501(c)(7), (8), or (10) that total more than \$1,000 for the year from any one contributor. Complete columns (a) through (e) and the following line entry. For organizations completing Part III, enter the total of exclusively religious, charitable, etc., contributions of \$1,000 or less for the year (Enter this info once) ► \$ _____

Use duplicate copies of Part III if additional space is needed

(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held
	(e) Transfer of gift		
	Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee
	(e) Transfer of gift		
	Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee
	(e) Transfer of gift		
	Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee
	(e) Transfer of gift		
	Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee
	(e) Transfer of gift		
	Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee

FORM 990-PF INTEREST ON SAVINGS AND TEMPORARY CASH INVESTMENTS STATEMENT 1

SOURCE	(A) REVENUE PER BOOKS	(B) NET INVESTMENT INCOME	(C) ADJUSTED NET INCOME
MERRILL LYNCH	27.	27.	
TOTAL TO PART I, LINE 3	27.	27.	

FORM 990-PF DIVIDENDS AND INTEREST FROM SECURITIES STATEMENT 2

SOURCE	GROSS AMOUNT	CAPITAL GAINS DIVIDENDS	(A) REVENUE PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME
MERRILL LYNCH 02617	275,874.	0.	275,874.	275,874.	
MERRILL LYNCH 74209	23,693.	0.	23,693.	23,693.	
MERRILL LYNCH 74210	205.	0.	205.	205.	
MERRILL LYNCH 74211	6,599.	0.	6,599.	6,599.	
MERRILL LYNCH 74212	17,332.	0.	17,332.	17,332.	
MERRILL LYNCH 74213	43,016.	0.	43,016.	43,016.	
MERRILL LYNCH 74214	4,529.	0.	4,529.	4,529.	
MERRILL LYNCH 74215	8,962.	0.	8,962.	8,962.	
TO PART I, LINE 4	380,210.	0.	380,210.	380,210.	

FORM 990-PF LEGAL FEES STATEMENT 3

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
LEGAL FEES	18,099.	9,050.		4,560.
TO FM 990-PF, PG 1, LN 16A	18,099.	9,050.		4,560.

FORM 990-PF	ACCOUNTING FEES			STATEMENT	4
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES	
ACCOUNTING FEES	16,200.	8,100.		2,100.	
TO FORM 990-PF, PG 1, LN 16B	16,200.	8,100.		2,100.	

FORM 990-PF	OTHER PROFESSIONAL FEES			STATEMENT	5
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES	
INVESTMENT MANAGEMENT FEES	18,032.	18,032.		0.	
TO FORM 990-PF, PG 1, LN 16C	18,032.	18,032.		0.	

FORM 990-PF	TAXES			STATEMENT	6
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES	
EXCISE TAXES	9,000.	0.		0.	
FOREIGN TAXES	2,722.	2,722.		0.	
TO FORM 990-PF, PG 1, LN 18	11,722.	2,722.		0.	

FORM 990-PF	OTHER EXPENSES			STATEMENT	7
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES	
NCFP	5,085.	0.		5,085.	
ADR FEES	412.	412.		0.	
REGISTERED AGENT FEES	114.	0.		114.	
MEMBERSHIP FEES & DUES	1,500.	0.		1,500.	
TO FORM 990-PF, PG 1, LN 23	7,111.	412.		6,699.	

FORM 990-PF	U.S. AND STATE/CITY GOVERNMENT OBLIGATIONS	STATEMENT	8
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DESCRIPTION	U.S. GOV'T	OTHER GOV'T	BOOK VALUE	FAIR MARKET VALUE
FEDERAL NATL MTG ASSOC	X		41,460.	41,460.
FHLMC G0 8635 03%2045	X		112,565.	112,565.
FHLMC G0 8759 04 50%2047	X		158,336.	158,336.
FHLMC G0 8879 05%2049	X		5,189.	5,189.
FNMA PMA3443 04%2048	X		240,743.	240,743.
FNMA PMA3615 04%2049	X		8,987.	8,987.
FNMA PMA3630 05%2049	X		101,952.	101,952.
FNMA PMA3637 03 50%2049	X		185,670.	185,670.
U.S. TREASURY BOND CUSIP 912810RQ3	X		87,540.	87,540.
U.S. TREASURY BOND CUSIP 912810RM2	X		130,134.	130,134.
U.S. TREASURY BOND CUSIP 912810SF6	X		219,656.	219,656.
U.S. TREASURY NOTE	X		61,500.	61,500.
TOTAL U.S. GOVERNMENT OBLIGATIONS			1,353,732.	1,353,732.
TOTAL STATE AND MUNICIPAL GOVERNMENT OBLIGATIONS				
TOTAL TO FORM 990-PF, PART II, LINE 10A			1,353,732.	1,353,732.

FORM 990-PF	CORPORATE STOCK	STATEMENT	9
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DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
3I GROUP PLC SHS	34,255.	34,255.
ABBOTT LABS	73,924.	73,924.
ADIDAS AG SPONSORED ADR	35,006.	35,006.
ADVANCE AUTO PARTS INC	24,046.	24,046.
ALLIANZ SE SPD ADR	32,484.	32,484.
ALLSTATE CORP DEL COM	66,505.	66,505.
ALNYLAM PHARMACEUTICALS	2,177.	2,177.
ALPHABET INC SHS CL A	23,822.	23,822.
ALPHABET INC SHS CL C	10,809.	10,809.
AMAZON COM INC COM	35,979.	35,979.
AMERICAN INTERNATIONAL	74,645.	74,645.
ANHUI CONCH CEMENT-H-UNS	14,536.	14,536.
APPLIED MATERIAL INC	182,380.	182,380.
ARCHER DANIELS MIDLD	61,486.	61,486.
ASTELLAS PHARMA INC SHS	12,684.	12,684.
AT&T INC	96,274.	96,274.
ATLISSIAN CORP PLC	7,981.	7,981.
ATMOS ENERGY CORP COM	26,179.	26,179.
ATOS ORIGN SA UNSP ADR	19,901.	19,901.
AUTOHOME INC SHS	8,048.	8,048.

AVIVA PLC SHS	8,512.	8,512.
BAE SYS PLC SPN ADR	24,920.	24,920.
BANCO BILBAO VIZCAYA	17,781.	17,781.
BANK NEW YORK MELLON	59,205.	59,205.
BB&T CORPORATION	92,905.	92,905.
BHP GROUP LTD	16,445.	16,445.
BNP PARIBAS SPONSORD ADR	8,383.	8,383.
BOC HONG KONG HLDGS ADR	14,896.	14,896.
BROADCOM LTD	58,148.	58,148.
C.H. ROBINSON WORLDWIDE,	167,688.	167,688.
CANADIAN IMPERIAL BANK	19,483.	19,483.
CARDINAL HEALTH INC OHIO	66,882.	66,882.
CARNIVAL PLC ADR	22,590.	22,590.
CENTRAL JAPAN RAILWAY AD	39,301.	39,301.
CGI INC	29,096.	29,096.
CHECK POINT SOFTWRE TECH	10,867.	10,867.
CHEVRON CORP	25,261.	25,261.
CHEWY INC SH CL A	3,710.	3,710.
CHINA SHENHUA ENERGY ADR	14,310.	14,310.
CHINA UNICOM HONG KONG	10,824.	10,824.
CHUBB LTD	20,179.	20,179.
CIGNA CORP REG SHS	69,322.	69,322.
CIMAREX ENERGY CO	22,605.	22,605.
CISCO SYSTEMS INC COM	62,775.	62,775.
CK HUTCHISON HOLDINGS	7,755.	7,755.
CLP HOLDINGS LTD SP ADR	19,607.	19,607.
COMPUTERSHARE LTD SP ADR	10,393.	10,393.
CONCHO RESOURCES INC	24,247.	24,247.
CONOCOPHILLIPS	59,719.	59,719.
COUPA SOFTWARE INC	13,421.	13,421.
COVESTRO AG-	20,877.	20,877.
COVETRUS INC REG SHS	3,473.	3,473.
CSL LTD SHS ADR	26,447.	26,447.
CVS HEALTH CORP	66,750.	66,750.
D R HORTON INC	19,150.	19,150.
DAIWA HOUSE IND LTD ADR	25,524.	25,524.
DARDEN RESTAURANTS INC	169,083.	169,083.
DBS GROUP HLDGS SPN ADR	17,508.	17,508.
DEUTSCHE TELE AG SPN ADR	22,507.	22,507.
DEXCOM INC	8,541.	8,541.
DIAGEO PLC SPSD ADR NEW	18,955.	18,955.
DIAMONDBACK ENERGY INC	24,736.	24,736.
DISNEY (WALT) CO COM STK	37,144.	37,144.
DOLLAR TREE INC	63,682.	63,682.
DUPONT DE NEMOURS INC	64,785.	64,785.
EDENRED SA-UNSP	25,420.	25,420.
EDISON INTL CALIF	91,273.	91,273.
ELASTIC N V	6,197.	6,197.
EMERSON ELEC CO	180,144.	180,144.
EOG RESOURCES INC	25,340.	25,340.
EQUINOR ASA	14,934.	14,934.
EQUITY RESIDENTIAL	65,519.	65,519.
EXELON CORPORATION	18,169.	18,169.
EXXON MOBIL CORP COM	25,211.	25,211.

FACEBOOK INC CLASS A	31,459.	31,459.
FARFETCH LTD	6,885.	6,885.
FIAT CHRYSLER AUTO	27,502.	27,502.
FUJI ELEC HOLDINGS CO	21,201.	21,201.
FUJIFILM HLDGS CORP ADR	16,849.	16,849.
GENUINE PARTS CO	26,931.	26,931.
GLAXOSMITHKLINE PLC ADR	15,728.	15,728.
GUARDANT HEALTH INC	8,633.	8,633.
HALLIBURTON COMPANY	67,447.	67,447.
HANG SENG BK LTD SPN ADR	25,802.	25,802.
HANNOVER RUECKVERS ADR	41,948.	41,948.
HARTFORD FINL SVCS GROUP	17,998.	17,998.
HELMERICH PAYNE INC	23,184.	23,184.
HONDA MOTOR ADR NEW	9,302.	9,302.
HOYA CORP ADR	54,769.	54,769.
ICON PLC	36,491.	36,491.
ILLUMINA INC COM	26,507.	26,507.
INTEL CORP	76,975.	76,975.
INTUIT INC COM	20,384.	20,384.
INTUITIVE SURGICAL INC	23,080.	23,080.
ITOCHU CORP ADR	17,044.	17,044.
JBS SA SHS	19,048.	19,048.
JOHNSON AND JOHNSON COM	249,590.	249,590.
KAJIMA CORP ADR	16,274.	16,274.
KAO CORP SHS ADR	17,680.	17,680.
KDDI CORP SHS	25,916.	25,916.
KERING S A	25,256.	25,256.
KONINKLIJKE AHOLD	45,347.	45,347.
KROGER CO	20,277.	20,277.
L BRANDS INC	26,700.	26,700.
LEGAL&GEN GP SPSD ADR	10,062.	10,062.
LENNAR CORP CL A	25,005.	25,005.
LLOYDS BANKING GROUP PLC	31,774.	31,774.
LOWE'S COMPANIES INC	82,141.	82,141.
LVMH MOET HENNESSY ADR	25,193.	25,193.
MACQUARIE GROUP LTD SHS	20,152.	20,152.
MANULIFE FINANCIAL CORP	11,817.	11,817.
MARATHON OIL CORP	52,165.	52,165.
MARSH & MCLENNAN COS INC	89,775.	89,775.
MARUBENI CORP ADR	15,221.	15,221.
MERCADOLIBRE INC	12,847.	12,847.
MERCK AND CO INC SHS	74,375.	74,375.
METHANEX CORP COM	12,592.	12,592.
MITSUBISHI CHEMICAL	14,332.	14,332.
MITSUBISHI CP SPNSRD ADR	31,648.	31,648.
MODERNA INC	1,244.	1,244.
MONDELEZ INTERNATIONAL	69,315.	69,315.
MONGODB INC CL A	17,186.	17,186.
MORGAN STANLEY	25,936.	25,936.
NESTE OYJ	24,021.	24,021.
NESTLE S A REP RG SH ADR	48,391.	48,391.
NETFLIX COM INC	38,569.	38,569.
NEXTERA ENERGY INC SHS	28,476.	28,476.
NIPPON TELG&TEL SPDN ADR	11,810.	11,810.

NORTHN TRUST CORP	27,000.	27,000.
NORTHROP GRUMMAN CORP	73,992.	73,992.
NOVARTIS ADR	34,972.	34,972.
NRG ENERGY INC	23,425.	23,425.
NTT DOCOMO INC SPD ADR	16,245.	16,245.
NVIDIA	6,405.	6,405.
NXP SEMICONDUCTORS N.V.	42,168.	42,168.
OCCIDENTAL PETE CORP CAL	52,140.	52,140.
OKTA INC REG SHS CL A	10,622.	10,622.
ORACLE CORP \$0.01 DEL	67,680.	67,680.
O'REILLY AUTOMOTIVE INC	26,222.	26,222.
ORIX CORPORATION SP ADR	24,261.	24,261.
PACCAR INC	22,358.	22,358.
PARKER HANNIFIN CORP	19,551.	19,551.
PAYCHEX INC	129,689.	129,689.
PERSIMMON PLC-UNSPON	20,639.	20,639.
PEUGEOT SA-UNSP ADR	40,213.	40,213.
PFIZER INC	71,131.	71,131.
PINNACLE WEST CAP CORP	23,805.	23,805.
PIONEER NATURAL RES CO	24,464.	24,464.
PROCTER & GAMBLE CO	189,695.	189,695.
PUB SVC ENTERPRISE GRP	28,939.	28,939.
PUBLIC STORAGE \$0.10	22,388.	22,388.
PULTE GROUP	22,324.	22,324.
QORVO INC SHS	23,846.	23,846.
QUEST DIAGNOSTICS INC	102,523.	102,523.
RANDSTAD NV	14,096.	14,096.
RAYTHEON CO DELAWARE NEW	216,307.	216,307.
REALTY INCM CRP MD PV\$1.	20,415.	20,415.
RED ELECTRICA CORP UNSPN	22,453.	22,453.
RELX PLC	16,916.	16,916.
REPSOL YPF S A SPND ADR	24,492.	24,492.
REPUBLIC SERVICES INC	30,757.	30,757.
RESMED INC	29,653.	29,653.
RIO TINTO PLC SPNSRD ADR	23,253.	23,253.
ROCHE HLDG LTD SPN ADR	67,076.	67,076.
ROKU INC CL A	6,884.	6,884.
ROPER TECHNOLOGIES INC	36,626,000.	36,626,000.
ROYAL DUTCH SHELL PLC	32,145.	32,145.
SAFRAN SA-UNSPON ADR	34,073.	34,073.
SANDVIK AB ADR	42,281.	42,281.
SENSATA TECHNOLOGIES	12,005.	12,005.
SERVICENOW INC	16,474.	16,474.
SHIN-ETSU CHEM-UNSPON	11,371.	11,371.
SHIONOGI AND CO LTD SHS	34,780.	34,780.
SHOPIFY INC CL A	21,611.	21,611.
SLACK TECHNOLOGIES INC	15,750.	15,750.
SMITH-NPHW PLC SPADR NEW	25,471.	25,471.
SNAP ON INC COM	188,333.	188,333.
SONY CORP ADR NEW	47,308.	47,308.
SOUTHERN COMPANY	30,072.	30,072.
SPOTIFY TECH S.A. REG	22,518.	22,518.
SQUARE INC SHS CL A	7,108.	7,108.
STD BANK GROUP LTD SHS	24,899.	24,899.

TAPESTRY INC	23,036.	23,036.
TELENET GROUP HLDG NV	17,419.	17,419.
TESCO PLC SPNRD ADR	16,697.	16,697.
TEXAS INSTRUMENTS	188,206.	188,206.
TIFFANY & CO NEW	167,709.	167,709.
TOKIO MARINE HOLDINGS	15,431.	15,431.
TRADE (THE) DESK INC SHS	7,745.	7,745.
TRAVELERS COS INC	23,176.	23,176.
TWILIO INC CL A	22,770.	22,770.
TWITTER INC	20,661.	20,661.
UBER TECHNOLOGIES INC	14,378.	14,378.
UNILEVER PLC NEW ADR	39,909.	39,909.
UNTD OVERSEAS BK SPN ADR	16,181.	16,181.
UPM KYMMENE OY SPSD ADR	17,891.	17,891.
V F CORPORATION	177,845.	177,845.
VEEVA SYS INC CL A	29,666.	29,666.
VENTAS INC	22,556.	22,556.
VERIZON COMMUNICATNS COM	63,186.	63,186.
VOLVO AB-A SHS-UNSPON	29,790.	29,790.
WASTE MANAGEMENT INC NEW	69,683.	69,683.
WAYFAIR INC	6,716.	6,716.
WEICHAI PWR CO LTD	12,912.	12,912.
WH GROUP LTD SHS ADR	12,883.	12,883.
WHEELOCK AND CO LTD ADR	13,669.	13,669.
WORKDAY INC CL A	16,241.	16,241.
WYNN MACAU LTD SHS	12,181.	12,181.
XCEL ENERGY INC	19,334.	19,334.
TOTAL TO FORM 990-PF, PART II, LINE 10B	44,611,043.	44,611,043.

FORM 990-PF	CORPORATE BONDS	STATEMENT 10
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DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
CITIGROUP INC	63,478.	63,478.
COMCAST CORP	63,925.	63,925.
ENTERPRISE PRODUCTS OPER	42,193.	42,193.
GENERAL ELEC CAP CORP	63,222.	63,222.
GOLDMAN SACHS GROUP INC	103,986.	103,986.
JPMORGAN CHASE & CO	84,743.	84,743.
MICROSOFT CORP	87,548.	87,548.
MORGAN STANLEY CUSIP 61744YAK4	42,691.	42,691.
SHELL INTERNATIONAL FIN	63,622.	63,622.
VERIZON COMMUNICATIONS	82,627.	82,627.
WELLS FARGO & COMPANY	62,644.	62,644.
TOTAL TO FORM 990-PF, PART II, LINE 10C	760,679.	760,679.

FORM 990-PF	OTHER INVESTMENTS	STATEMENT	11
DESCRIPTION	VALUATION METHOD	BOOK VALUE	FAIR MARKET VALUE
BLACKROCK LIQUIDITY	COST	527,259.	527,259.
ISHARES GOLD TR	COST	1,157,382.	1,157,382.
SPDR S&P 500 ETF TRUST	COST	21,389.	21,389.
VANGUARD FTSE ALL WORLD	COST	629,115.	629,115.
VANGUARD FTSE DEVELOPED	COST	632,365.	632,365.
VANGUARD FTSE EMERGING	COST	617,621.	617,621.
VANGUARD GROWTH ETF	COST	3,246,233.	3,246,233.
VANGUARD MALVERN FDS	COST	794,496.	794,496.
VANGUARD REAL ESTATE ETF	COST	765,100.	765,100.
VANGUARD SMALL CAP	COST	628,831.	628,831.
VANGUARD SMALL CAP VALUE	COST	430,913.	430,913.
WESTERN ASSET SMASH SERIES EC	COST	831,243.	831,243.
WESTERN ASSET SMASH SERIES C	COST	310,035.	310,035.
WESTERN ASSET SMASH SERIES M	COST	899,687.	899,687.
TOTAL TO FORM 990-PF, PART II, LINE 13		11,491,669.	11,491,669.

FORM 990-PF	LIST OF SUBSTANTIAL CONTRIBUTORS PART VII-A, LINE 10	STATEMENT 12
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NAME OF CONTRIBUTOR	ADDRESS
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