

Form 990-PF

Return of Private Foundation

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

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

1906

2018

Open to Public Inspection

For calendar year 2018 or tax year beginning JUL 1, 2018, and ending JUN 30, 2019

Name of foundation: EDGERTON FOUNDATION
Employer identification number: 91-2160742
Telephone number: 310-288-4252
City or town, state or province, country, and ZIP or foreign postal code: LOS ANGELES, CA 90067
G Check all that apply: Initial return, Final return, Address change, etc.
H Check type of organization: Section 501(c)(3) exempt private foundation
J Accounting method: Cash
Fair market value of all assets at end of year: \$ 121,780,884

Table with 5 columns: (a) Revenue and expenses per books, (b) Net investment income, (c) Adjusted net income, (d) Disbursements for charitable purposes. Rows include Contributions, Interest on savings, Dividends, Gross rents, Net gain or loss from sale of assets, Net short-term capital gain, Income modifications, Other income, Compensation of officers, Legal fees, Accounting fees, Other professional fees, Interest, Taxes, Depreciation and depletion, Occupancy, Travel, conferences, and meetings, Printing and publications, Other expenses, Total operating and administrative expenses, Contributions, gifts, grants paid, Total expenses and disbursements, Subtract line 26 from line 12, Excess of revenue over expenses and disbursements, Net investment income, Adjusted net income.

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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
<b>Assets</b>				
1 Cash - non-interest-bearing	457,829.	239,456.	239,456.	
2 Savings and temporary cash investments	5,551,904.	3,490,854.	3,490,854.	
3 Accounts receivable				
Less: allowance for doubtful accounts				
4 Pledges receivable				
Less: allowance for doubtful accounts				
5 Grants receivable				
6 Receivables due from officers, directors, trustees, and other disqualified persons				
7 Other notes and loans receivable				
Less: allowance for doubtful accounts				
8 Inventories for sale or use				
9 Prepaid expenses and deferred charges				
10a Investments - U.S. and state government obligations				
b Investments - corporate stock <b>STMT 9</b>	37,688,017.	33,282,274.	37,409,536.	
c Investments - corporate bonds				
11 Investments - land, buildings, and equipment basis				
Less accumulated depreciation				
12 Investments - mortgage loans				
13 Investments - other <b>STMT 10</b>	55,220,288.	66,794,206.	80,639,188.	
14 Land, buildings, and equipment: basis <b>15,403.</b>				
Less accumulated depreciation <b>STMT 11</b> <b>15,403.</b>				
15 Other assets (describe <b>SECURITY DEPOSITS</b> )	80.	1,850.	1,850.	
16 <b>Total assets</b> (to be completed by all filers - see the instructions. Also, see page 1, item I)	98,918,118.	103,808,640.	121,780,884.	
<b>Liabilities</b>				
17 Accounts payable and accrued expenses				
18 Grants payable				
19 Deferred revenue				
20 Loans from officers, directors, trustees, and other disqualified persons				
21 Mortgages and other notes payable				
22 Other liabilities (describe <b>CREDIT CARDS PAYAB</b> )	-11,391.	50,635.		
23 <b>Total liabilities</b> (add lines 17 through 22)	-11,391.	50,635.		
<b>Net Assets or Fund Balances</b>				
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	70,990,812.	70,990,812.		
28 Paid-in or capital surplus, or land, bldg., and equipment fund	0.	0.		
29 Retained earnings, accumulated income, endowment, or other funds	27,938,697.	32,767,193.		
30 <b>Total net assets or fund balances</b>	98,929,509.	103,758,005.		
31 <b>Total liabilities and net assets/fund balances</b>	98,918,118.	103,808,640.		

**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	98,929,509.
2 Enter amount from Part I, line 27a	2	4,828,496.
3 Other increases not included in line 2 (itemize)	3	0.
4 Add lines 1, 2, and 3	4	103,758,005.
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	103,758,005.

**Part IV Capital Gains and Losses for Tax on Investment Income** SEE ATTACHED STATEMENTS

(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			
b			
c			
d			
e			

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) ((e) plus (f) minus (g))
a			
b			
c			
d			
e	18,708,044.	7,979,335.	10,728,709.

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			
b			
c			
d			
e			10,728,709.

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	10,728,709.
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6): If gain, also enter in Part I, line 8, column (c). If (loss), enter -0- in Part I, line 8		3	N/A

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

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

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

Was the foundation liable for the section 4942 tax on the distributable amount of any year in the base period?  Yes  No

If "Yes," the foundation doesn't qualify under section 4940(e). Do not complete this part.

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

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col. (b) divided by col. (c))
2017	4,980,219.	110,928,458.	.044896
2016	6,099,179.	106,911,649.	.057049
2015	5,315,972.	110,179,606.	.048248
2014	5,291,433.	110,424,927.	.047919
2013	4,780,583.	107,064,006.	.044652

2 Total of line 1, column (d)	2	.242764
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	.048553
4 Enter the net value of noncharitable-use assets for 2018 from Part X, line 5	4	116,417,325.
5 Multiply line 4 by line 3	5	5,652,410.
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	114,645.
7 Add lines 5 and 6	7	5,767,055.
8 Enter qualifying distributions from Part XII, line 4 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.	8	6,592,114.

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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, 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 CHURCHILL MIDDLE MARKET SENIOR LOAN FUND, LP	P		
b FIDELITY BERNZOTT #0632	P		
c FIDELITY MAIN #0624	P		
d K-1 - CAPITAL DYNAMICS CHAMPION VENTURES IV, LP	P		
e K-1 - CAPITAL DYNAMICS CHAMPION VENTURES V, LP (D	P		
f K-1 - CAPITAL DYNAMICS CHAMPION VENTURES V, LP (F	P		
g K-1 - HIMALAYA CAPITAL INVESTORS, LP	P		
h K-1 - OAKTREE MIDDLE-MARKET DIRECT LENDING FUND,	P		
i K-1 - OCEAN AVENUE FUND III, LP	P		
j K-1 - PARK STREET CAPITAL FUND VI, LP	P		
k K-1 - PARK STREET CAPITAL FUND VII, LP	P		
l K-1 - PARK STREET CAPITAL FUND VIII, LP	P		
m K-1 - PARK STREET CAPITAL FUND X, LP	P		
n K-1 - PARK STREET CAPITAL FUND XI, LP	P		
o K-1 - PARK STREET CAPITAL NRF III AIV, LP	P		

(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 1,508.			1,508.
b 1,573,032.		776,330.	796,702.
c 7,324,104.		7,203,005.	121,099.
d 224,090.			224,090.
e 358,260.			358,260.
f 87,428.			87,428.
g -29,240.			-29,240.
h 294.			294.
i 371,693.			371,693.
j 256,259.			256,259.
k 534,459.			534,459.
l 673,427.			673,427.
m 767,098.			767,098.
n 270,317.			270,317.
o 31.			31.

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Losses (from col (h)) Gains (excess of col (h) gain over col. (k), but not less than "-0-")
(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			1,508.
b			796,702.
c			121,099.
d			224,090.
e			358,260.
f			87,428.
g			-29,240.
h			294.
i			371,693.
j			256,259.
k			534,459.
l			673,427.
m			767,098.
n			270,317.
o			31.

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	
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	

EDGERTON FOUNDATION

**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 K-1 - PARK STREET CAPITAL NRF III, LP	P		
b K-1 - PARK STREET CAPITAL NRF V, LP	P		
c K-1 - PARK STREET CAPITAL NRF VI, LP	P		
d K-1 - POMONA CAPITAL VIII, LP	P		
e K-1 - PRIVATE EQUITY INVESTMENT FUND IV, LP	P		
f K-1 - RCP FUND IV, LP	P		
g K-1 - RCP FUND V, LP	P		
h K-1 - RCP FUND VII, LP	P		
i K-1 - RCP FUND VIII, LP	P		
j K-1 - RCP MULTI-FUND FEEDER IX/DII, LP	P		
k K-1 - RCP SBIC OPPORTUNITY FUND, LP	P		
l K-1 - RCP SECONDARY OPPORTUNITY FUND II, LP	P		
m POMONA CAPITAL IX, LP	P		
n K-1 - OAKTREE REAL ESTATE DEBT FUND II, LP	P		
o CAPITAL GAINS DIVIDENDS			

(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 11,665.			11,665.
b 51,604.			51,604.
c 39,270.			39,270.
d 83,112.			83,112.
e 2,127,068.			2,127,068.
f 440,151.			440,151.
g 408,838.			408,838.
h 580,223.			580,223.
i 565,801.			565,801.
j 429,810.			429,810.
k 918.			918.
l 259,447.			259,447.
m 172,379.			172,379.
n 181.			181.
o 1,124,817.			1,124,817.

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Losses (from col. (h)) Gains (excess of col. (h) gain over col. (k), but not less than "-0-")
(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			11,665.
b			51,604.
c			39,270.
d			83,112.
e			2,127,068.
f			440,151.
g			408,838.
h			580,223.
i			565,801.
j			429,810.
k			918.
l			259,447.
m			172,379.
n			181.
o			1,124,817.

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	10,728,709.
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 VI Excise Tax Based on Investment Income (Section 4940(a), 4940(b), 4940(e), or 4948 - see instructions)

Table with 11 rows for excise tax calculation. Includes sub-tables for credits (6a-6d) and a final total of 162,138.00.

Part VII-A Statements Regarding Activities

Table with 10 rows for activity statements. Includes 'Yes/No' columns and a large handwritten '2' in the right margin.

Part VII-A Statements Regarding Activities (continued)

11 At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule. See instructions. 12 Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement. See instructions. 13 Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address N/A. 14 The books are in care of BRADFORD W. EDGERTON, M.D. Telephone no. 310-288-4252 Located at 1925 CENTURY PARK EAST, 16TH FL, LOS ANGELES, CA ZIP+4 90067. 15 Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 - check here and enter the amount of tax-exempt interest received or accrued during the year 15 N/A. 16 At any time during calendar year 2018, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country? See the instructions for exceptions and filing requirements for FinCEN Form 114. If "Yes," enter the name of the foreign country.

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

File Form 4720 if any item is checked in the "Yes" column, unless an exception applies.

1a During the year, did the foundation (either directly or indirectly): (1) Engage in the sale or exchange, or leasing of property with a disqualified person? (2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? (3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? (4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? (5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)? (6) Agree to pay money or property to a government official? (Exception. Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days.) b If any answer is "Yes" to 1a(1)-(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance? See instructions Organizations relying on a current notice regarding disaster assistance, check here c Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2018? 2 Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5)): a At the end of tax year 2018, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2018? b Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement - see instructions.) c If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here. 3a Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? b If "Yes," did it have excess business holdings in 2018 as a result of (1) any purchase by the foundation or disqualified persons after May 26, 1969, (2) the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest; or (3) the lapse of the 10-, 15-, or 20-year first phase holding period? (Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2018.) 4a Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes? b Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2018?

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

		Yes	No
<b>5a</b> 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))?	<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>b</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	<b>5b</b>	
<b>c</b> 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		
<b>6a</b> 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>b</b> Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract? If "Yes" to 6b, file Form 8870.		<b>6b</b>	X
<b>7a</b> 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>b</b> If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction?	N/A	<b>7b</b>	
<b>8</b> 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
BRADFORD W. EDGERTON, M.D. 1925 CENTURY PARK EAST, 16TH FL LOS ANGELES, CA 90067	PRESIDENT, DIRECTOR 20.00	0.	0.	0.
LOUISE D. EDGERTON 1925 CENTURY PARK EAST, 16TH FL LOS ANGELES, CA 90067	SECRETARY/TREASURER, DIRECTOR 20.00	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
GIBSON CAPITAL, LLC - 6600 BROOKTREE COURT, #2200, WEXFORD, PA 15090	INVESTMENT ADVISORY	158,085.
CLIFTONLARSONALLEN LLP 220 S 6TH ST, STE 300, MINNEAPOLIS, MN 55402	TAX & ACCOUNTING SERVICES	85,127.
GET ORGANIZED INC P.O. BOX 27217, ANAHEIM, CA 92809	CONSULTING & BOOKKEEPING SERVICES	58,315.
<b>Total number of others receiving over \$50,000 for professional services</b>		<b>0</b>

**Part IX-A Summary of Direct Charitable Activities**

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

**Part IX-B Summary of Program-Related Investments**

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

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

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

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes:		
a	Average monthly fair market value of securities	1a	113,857,457.
b	Average of monthly cash balances	1b	4,330,871.
c	Fair market value of all other assets	1c	1,850.
d	<b>Total</b> (add lines 1a, b, and c)	1d	118,190,178.
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	118,190,178.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	1,772,853.
5	<b>Net value of noncharitable-use assets.</b> Subtract line 4 from line 3. Enter here and on Part V, line 4	5	116,417,325.
6	<b>Minimum investment return.</b> Enter 5% of line 5	6	5,820,866.

**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	5,820,866.
2a	Tax on investment income for 2018 from Part VI, line 5	2a	114,645.
b	Income tax for 2018. (This does not include the tax from Part VI.)	2b	
c	Add lines 2a and 2b	2c	114,645.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	5,706,221.
4	Recoveries of amounts treated as qualifying distributions	4	0.
5	Add lines 3 and 4	5	5,706,221.
6	Deduction from distributable amount (see instructions)	6	0.
7	<b>Distributable amount as adjusted.</b> Subtract line 6 from line 5. Enter here and on Part XIII, line 1	7	5,706,221.

**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	6,592,114.
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	<b>Qualifying distributions.</b> Add lines 1a through 3b. Enter here and on Part V, line 8; and Part XIII, line 4	4	6,592,114.
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	114,645.
6	<b>Adjusted qualifying distributions.</b> Subtract line 5 from line 4	6	6,477,469.

**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				5,706,221.
2 Undistributed income, if any, as of the end of 2018				
a Enter amount for 2017 only			3,956,530.	
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: ▶ \$ 6,592,114.				
a Applied to 2017, but not more than line 2a			3,956,530.	
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				2,635,584.
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				3,070,637.
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (Election may be required - see instructions)	0.			
8 Excess distributions carryover from 2013 not applied on line 5 or line 7	0.			
9 Excess distributions carryover to 2019 Subtract lines 7 and 8 from line 6a	0.			
10 Analysis of line 9:				
a Excess from 2014				
b Excess from 2015				
c Excess from 2016				
d Excess from 2017				
e Excess from 2018				



**Part XV** Supplementary Information *(continued)*

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

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
<b>a Paid during the year</b>				
ACTORS THEATRE OF LOUISVILLE 316 W MAIN ST LOUISVILLE, KY 40202	NONE	PUBLIC CHARITY	PUBLIC SUPPORT OF ORGANIZATION MISSION	36,000.
ALASKA CONSERVATION FOUNDATION 911 WEST EIGHTH AVE ANCHORAGE, AK 99501	NONE	PUBLIC CHARITY	PUBLIC SUPPORT OF ORGANIZATION MISSION	30,675.
ALASKA MARINE CONSERVATION COUNCIL P.O. BOX 101145 ANCHORAGE, AK 99510	NONE	PUBLIC CHARITY	PUBLIC SUPPORT OF ORGANIZATION MISSION	69,530.
ALASKA SUSTAINABLE FISHERS TRUST INC PO BOX 2106 SITKA, AK 99835	NONE	PUBLIC CHARITY	PUBLIC SUPPORT OF ORGANIZATION MISSION	61,350.
ALLIANCE THEATRE 1280 PEACHTREE ST NE ATLANTA, GA 30309	NONE	PUBLIC CHARITY	PUBLIC SUPPORT OF ORGANIZATION MISSION	92,000.
<b>Total</b> SEE CONTINUATION SHEET(S) ▶				<b>3a</b> 6,225,977.
<b>b Approved for future payment</b>				
<b>NONE</b>				
<b>Total</b> ▶				<b>3b</b> 0.

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

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
AMAZON AID FOUNDATION 3024 MECHUM CHARLOTTESVILL, VA 22901	NONE	PUBLIC CHARITY	PUBLIC SUPPORT OF ORGANIZATION MISSION	10,000.
ATLANTIC THEATER COMPANY 76 NINTH AVE, #537 NEW YORK, NY 10011	NONE	PUBLIC CHARITY	PUBLIC SUPPORT OF ORGANIZATION MISSION	31,000.
BERKELEY REPERTORY THEATRE 2025 ADDISON STREET BERKELEY, CA 94704	NONE	PUBLIC CHARITY	PUBLIC SUPPORT OF ORGANIZATION MISSION	78,000.
BIODIVERSITY FUNDERS GROUP PO BOX 29361 SAN FRANCISCO, CA 94129	NONE	PUBLIC CHARITY	PUBLIC SUPPORT OF ORGANIZATION MISSION	2,150.
BLUEENERGY 1595 WALNUT STREET EUGENE, OR 97403	NONE	PUBLIC CHARITY	PUBLIC SUPPORT OF ORGANIZATION MISSION	51,500.
BRIGHT PROSPECT 1460 EAST HOLT AVENUE SUITE 74 POMONA, CA 91767	NONE	PUBLIC CHARITY	PUBLIC SUPPORT OF ORGANIZATION MISSION	10,000.
CALIFORNIA ART CLUB 75 S GRAND AVE PASADENA, CA 91105	NONE	PUBLIC CHARITY	PUBLIC SUPPORT OF ORGANIZATION MISSION	1,000.
CALIFORNIA COMMUNITY FOUNDATION 445 S FIGUEROA ST, SUITE 3400 LOS ANGELES, CA 90071	NONE	PUBLIC CHARITY	PUBLIC SUPPORT OF ORGANIZATION MISSION	1,538,000.
CARNEGIE ENDOWMENT 1779 MASSACHUSETTS AVE NW WASHINGTON, DC 20036	NONE	PUBLIC CHARITY	PUBLIC SUPPORT OF ORGANIZATION MISSION	207,000.
CENTER FOR SCIENCE IN PUBLIC PARTIC 224 N CHURCH AVE BOZEMAN, MT 59715	NONE	PUBLIC CHARITY	PUBLIC SUPPORT OF ORGANIZATION MISSION	20,450.
<b>Total from continuation sheets</b>				<b>5,936,422.</b>

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

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
CENTER THEATRE GROUP 601 W TEMPLE ST LOS ANGELES, CA 90012	NONE	PUBLIC CHARITY	PUBLIC SUPPORT OF ORGANIZATION MISSION	103,000.
CENTRAL REFORM CONGREGATION 5020 WATERMAN BLVD SAINT LOUIS, MO 63108	NONE	PUBLIC CHARITY	PUBLIC SUPPORT OF ORGANIZATION MISSION	1,000.
CITY THEATRE CO 1300 BINGHAM ST PITTSBURGH, PA 15203	NONE	PUBLIC CHARITY	PUBLIC SUPPORT OF ORGANIZATION MISSION	15,000.
DENVER CENTER FOR THE PERFORMING ARTS 1101 13TH ST DENVER, CO 80204	NONE	PUBLIC CHARITY	PUBLIC SUPPORT OF ORGANIZATION MISSION	16,000.
ECOTRUST 721 NW 9TH AVE PORTLAND, OR 97209	NONE	PUBLIC CHARITY	PUBLIC SUPPORT OF ORGANIZATION MISSION	26,585.
FOXCROFT SCHOOL P.O. BOX 5555 MIDDLEBURG, VA 20118	NONE	PUBLIC CHARITY	PUBLIC SUPPORT OF ORGANIZATION MISSION	50,000.
GEFFEN PLAYHOUSE 10886 LE CONTE AVE LOS ANGELES, CA 90024	NONE	PUBLIC CHARITY	PUBLIC SUPPORT OF ORGANIZATION MISSION	529,000.
GENERATE HOPE 4025 CAMINO DEL RIO SOUTH, STE 300 SAN DIEGO, CA 92108	NONE	PUBLIC CHARITY	PUBLIC SUPPORT OF ORGANIZATION MISSION	500.
GUTHRIE THEATER 818 SOUTH 2N STREET MINNEAPOLIS, MN 55415	NONE	PUBLIC CHARITY	PUBLIC SUPPORT OF ORGANIZATION MISSION	16,000.
HARTFORD STAGE COMPANY INC 50 CHURCH STREET HARTFORD, CT 06103	NONE	PUBLIC CHARITY	PUBLIC SUPPORT OF ORGANIZATION MISSION	19,000.
<b>Total from continuation sheets</b>				

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

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
HARVARD-WESTLAKE SCHOOL 3700 COLDWATER CANYON STUDIO CITY, CA 91604	NONE	PUBLIC CHARITY	PUBLIC SUPPORT OF ORGANIZATION MISSION	51,500.
INTERNATIONAL MEDICAL CORPS 12400 WILSHIRE BLVD, STE 1500 LOS ANGELES, CA 90025	NONE	PUBLIC CHARITY	PUBLIC SUPPORT OF ORGANIZATION MISSION	258,000.
LA JOLLA PLAYHOUSE P.O. BOX 12039 LA JOLLA, CA 92039	NONE	PUBLIC CHARITY	PUBLIC SUPPORT OF ORGANIZATION MISSION	78,000.
LES AMIES 10880 WILSHIRE BLVD, STE 800 LOS ANGELES, CA 90024	NONE	PUBLIC CHARITY	PUBLIC SUPPORT OF ORGANIZATION MISSION	2,000.
LOS ANGELES CHAMBER ORCHESTRA 350 S FIGUEROA ST, STE 183 LOS ANGELES, CA 90071	NONE	PUBLIC CHARITY	PUBLIC SUPPORT OF ORGANIZATION MISSION	1,000.
LOS ANGELES PHILHARMONIC ASSOCIATION 151 S GRAND AVE LOS ANGELES, CA 90012	NONE	PUBLIC CHARITY	PUBLIC SUPPORT OF ORGANIZATION MISSION	216,000.
MAGIC THEATRE FORT MASON CENTER BLDG D SAN FRANCISCO, CA 94123	NONE	PUBLIC CHARITY	PUBLIC SUPPORT OF ORGANIZATION MISSION	17,000.
MANHATTAN THEATRE CLUB INC 311 WEST 43RD STREET NEW YORK, NY 10036	NONE	PUBLIC CHARITY	PUBLIC SUPPORT OF ORGANIZATION MISSION	19,000.
MARIN THEATER 397 MILLER AVENUE MILL VALLEY, CA 94941	NONE	PUBLIC CHARITY	PUBLIC SUPPORT OF ORGANIZATION MISSION	48,000.
MOUNT SAINT MARY COLLEGE 330 POWELL AVE NEWBURGH, NY 12550	NONE	PUBLIC CHARITY	PUBLIC SUPPORT OF ORGANIZATION MISSION	3,000.
<b>Total from continuation sheets</b>				

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

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
MUSEUM ASSOCIATES (LACMA) 5905 WILSHIRE BLVD. LOS ANGELES, CA 90036	NONE	PUBLIC CHARITY	PUBLIC SUPPORT OF ORGANIZATION MISSION	80,000.
MUSIC CENTER FOUNDATION 135 N GRAND AVE LOS ANGELES, CA 90012	NONE	PUBLIC CHARITY	PUBLIC SUPPORT OF ORGANIZATION MISSION	100,000.
NATIONAL AUDUBON SOCIETY 431 WEST SEVENTH AVE, SUITE #101 ANCHORAGE, AK 99501	NONE	PUBLIC CHARITY	PUBLIC SUPPORT OF ORGANIZATION MISSION	61,350.
NATIONAL FOREST FOUNDATION BLDG #27 STE 3 FORT MISSOULA RD MISSOULA, MT 59804	NONE	PUBLIC CHARITY	PUBLIC SUPPORT OF ORGANIZATION MISSION	30,675.
NATIONAL THEATER 441 LEXINGTON AVE, 16TH FL NEW YORK, NY 10017	NONE	PUBLIC CHARITY	PUBLIC SUPPORT OF ORGANIZATION MISSION	78,000.
NATIVE AMERICAN RIGHTS FUND 1506 BROADWAY BOULDER, CO 80302	NONE	PUBLIC CHARITY	PUBLIC SUPPORT OF ORGANIZATION MISSION	61,350.
NATURE CONSERVANCY 4245 FAIRFAX DRIVE ARLINGTON, VA 22203	NONE	PUBLIC CHARITY	PUBLIC SUPPORT OF ORGANIZATION MISSION	76,688.
NEW JERSEY REPERTORY COMPANY 179 BROADWAY LONG BRANCH, NJ 07740	NONE	PUBLIC CHARITY	PUBLIC SUPPORT OF ORGANIZATION MISSION	9,000.
NEW VENTURE FUND - ALASKA ENGAGEMENT 1201 CONNECTICUT AVE NW #300 WASHINGTON, DC 20036	NONE	PUBLIC CHARITY	PUBLIC SUPPORT OF ORGANIZATION MISSION	76,688.
NEW VENTURE FUND - SALMON STATE 1201 CONNECTICUT AVE NW #300 WASHINGTON, DC 20036	NONE	PUBLIC CHARITY	PUBLIC SUPPORT OF ORGANIZATION MISSION	146,688.
<b>Total from continuation sheets</b>				

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

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
NORTHLIGHT THEATRE 9501 SKOKIE BLVD SKOKIE, IL 60077	NONE	PUBLIC CHARITY	PUBLIC SUPPORT OF ORGANIZATION MISSION	18,000.
OCCIDENTAL COLLEGE 1600 CAMPUS RD LOS ANGELES, CA 90041	NONE	PUBLIC CHARITY	PUBLIC SUPPORT OF ORGANIZATION MISSION	162,000.
OLD GLOBE THEATRE P.O. BOX 122171 SAN DIEGO, CA 92112	NONE	PUBLIC CHARITY	PUBLIC SUPPORT OF ORGANIZATION MISSION	78,000.
OREGON SHAKESPEARE FESTIVAL ASSOCIATION P.O. BOX 158 ASHLAND, OR 97520	NONE	PUBLIC CHARITY	PUBLIC SUPPORT OF ORGANIZATION MISSION	188,000.
ORLANDO SHAKESPEARE THEATER INC 812 E ROLLINS ST ORLANDO, FL 32803	NONE	PUBLIC CHARITY	PUBLIC SUPPORT OF ORGANIZATION MISSION	16,000.
PACIFIC COUNCIL ON INTERNATIONAL POLICY 725 S FIGUEROA ST, #450 LOS ANGELES, CA 90017	NONE	PUBLIC CHARITY	PUBLIC SUPPORT OF ORGANIZATION MISSION	130,200.
PEOPLES LIGHT THEATRE CO 39 CONESTOGA RD MALVERN, PA 19355	NONE	PUBLIC CHARITY	PUBLIC SUPPORT OF ORGANIZATION MISSION	25,000.
PUBLIC THEATER 425 LAFAYETTE ST NEW YORK, NY 10003	NONE	PUBLIC CHARITY	PUBLIC SUPPORT OF ORGANIZATION MISSION	234,000.
REPERTORY THEATRE OF ST LOUIS 130 EDGAR ROAD P.O. BOX 191730 ST. LOUIS, MO 63119	NONE	PUBLIC CHARITY	PUBLIC SUPPORT OF ORGANIZATION MISSION	34,000.
ROUNABOUT THEATRE COMPANY INC 231 WEST 39TH STREET NO 1200 NEW YORK, NY 10018	NONE	PUBLIC CHARITY	PUBLIC SUPPORT OF ORGANIZATION MISSION	54,000.
<b>Total from continuation sheets</b>				

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

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
ROYAL COURT THEATER 45 WATER STREET BROOKLYN, NY 11201	NONE	PUBLIC CHARITY	PUBLIC SUPPORT OF ORGANIZATION MISSION	24,000.
SECOND STAGE THEATRE 305 W 43RD ST NEW YORK, NY 10036	NONE	PUBLIC CHARITY	PUBLIC SUPPORT OF ORGANIZATION MISSION	12,000.
SIGNATURE THEATER 4200 CAMPBELL AVE ARLINGTON, VA 22206	NONE	PUBLIC CHARITY	PUBLIC SUPPORT OF ORGANIZATION MISSION	10,000.
SITKA CONSERVATION SOCIETY P.O. BOX 6533 SITKA, AK 99835	NONE	PUBLIC CHARITY	PUBLIC SUPPORT OF ORGANIZATION MISSION	61,350.
SOUTH COAST REPERTORY INC 655 TOWN CENTER DR COSTA MESA, CA 92626	NONE	PUBLIC CHARITY	PUBLIC SUPPORT OF ORGANIZATION MISSION	45,000.
SPENCE-CHAPIN 410 E 92ND ST NEW YORK, NY 10128	NONE	PUBLIC CHARITY	PUBLIC SUPPORT OF ORGANIZATION MISSION	25,000.
THE ALASKA CENTER EDUCATION FUND 921 WEST 6TH AVENUE, SUITE 200 ANCHORAGE, AK 99501	NONE	PUBLIC CHARITY	PUBLIC SUPPORT OF ORGANIZATION MISSION	76,688.
THE ARBORETUM 301 N BALDWIN AVE ARCADIA, CA 91007	NONE	PUBLIC CHARITY	PUBLIC SUPPORT OF ORGANIZATION MISSION	5,000.
THE BISHOPS SCHOOL 7607 LA JOLLA BLVD LA JOLLA, CA 92037	NONE	PUBLIC CHARITY	PUBLIC SUPPORT OF ORGANIZATION MISSION	20,000.
THE WORLD IS JUST A BOOK AWAY 2461 SANTA MONICA BLVD, #513 SANTA MONICA, CA 90404	NONE	PUBLIC CHARITY	PUBLIC SUPPORT OF ORGANIZATION MISSION	500.
<b>Total from continuation sheets</b>				

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

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
THEATRE COMMUNICATIONS GROUP INC 520 EIGHTH AVE, 24TH FL NEW YORK, NY 10018	NONE	PUBLIC CHARITY	PUBLIC SUPPORT OF ORGANIZATION MISSION	121,000.
TIDES FOUNDATION/TAG PO BOX 29907 BLD #1014 SAN FRANCISCO, CA 94129	NONE	PUBLIC CHARITY	PUBLIC SUPPORT OF ORGANIZATION MISSION	26,585.
TROUT UNLIMITED 3105 LAKESHORE DRIVE, STE 102B ANCHORAGE, AK 99517	NONE	PUBLIC CHARITY	PUBLIC SUPPORT OF ORGANIZATION MISSION	71,575.
UNITED TRIBES OF BRISTOL BAY P.O. BOX 1252 DILLINGHAM, AK 99576	NONE	PUBLIC CHARITY	PUBLIC SUPPORT OF ORGANIZATION MISSION	75,000.
US HOLOCAUST MEMORIAL 100 RAOUL WALLENBERG PLACE SW WASHINGTON, DC 20024	NONE	PUBLIC CHARITY	PUBLIC SUPPORT OF ORGANIZATION MISSION	2,500.
VICTORY GARDENS THEATER 2433 N LINCOLN AVE CHICAGO, IL 60614	NONE	PUBLIC CHARITY	PUBLIC SUPPORT OF ORGANIZATION MISSION	28,000.
WALLIS ANNENBERG CENTER FOR THE PERFORMING ARTS 9390 N SANTA MONICA BLVD BEVERLY HILLS, CA 90210	NONE	PUBLIC CHARITY	PUBLIC SUPPORT OF ORGANIZATION MISSION	10,000.
WASHINGTON DRAMA SOCIETY, INC (DBA ARENA STAGE) 1101 6TH STREET, S.W. WASHINGTON, DC 20024	NONE	PUBLIC CHARITY	PUBLIC SUPPORT OF ORGANIZATION MISSION	28,000.
WILD LANDSCAPE INC 2620 66 ST SW NAPLES, FL 34105	NONE	PUBLIC CHARITY	PUBLIC SUPPORT OF ORGANIZATION MISSION	75,000.
WILDLIFE CONSERVATION SOCIETY 2300 SOUTHERN BLVD BRONX, NY 10460	NONE	PUBLIC CHARITY	PUBLIC SUPPORT OF ORGANIZATION MISSION	40,900.
<b>Total from continuation sheets</b>				







## 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
FIRST REPUBLIC BANK MM #7013	1,870.	1,870.	
K-1 - CAPITAL DYNAMICS CHAMPION VENTURES IV, LP	2,229.	2,229.	
K-1 - CAPITAL DYNAMICS CHAMPION VENTURES V, LP (DOMESTIC)	1,907.	1,907.	
K-1 - CAPITAL DYNAMICS CHAMPION VENTURES V, LP (FOREIGN)	846.	846.	
K-1 - HIMALAYA CAPITAL INVESTORS, LP	83.	83.	
K-1 - OAKTREE MIDDLE-MARKET DIRECT LENDING FUND, LP	11,688.	11,688.	
K-1 - OAKTREE REAL ESTATE DEBT FUND II, LP	986.	986.	
K-1 - OCEAN AVENUE FUND III, LP	5,605.	5,605.	
K-1 - PARK STREET CAPITAL FUND VI, LP	2,450.	2,450.	
K-1 - PARK STREET CAPITAL FUND VII, LP	3,595.	3,595.	
K-1 - PARK STREET CAPITAL FUND VIII, LP	2,363.	2,363.	
K-1 - PARK STREET CAPITAL FUND X, LP	4,843.	4,843.	
K-1 - PARK STREET CAPITAL FUND XI, LP	3,870.	3,870.	
K-1 - PARK STREET CAPITAL NRF III AIV, LP	2.	2.	
K-1 - PARK STREET CAPITAL NRF III, LP	2,298.	2,298.	
K-1 - PARK STREET CAPITAL NRF V, LP	13,045.	13,045.	
K-1 - PARK STREET CAPITAL NRF VI, LP	4,056.	4,056.	
K-1 - POMONA CAPITAL VIII LP	5,064.	5,064.	
K-1 - PRIVATE EQUITY INV. FUND IV, LP	1,412.	1,412.	
K-1 - RCP FUND IV, LP	4,819.	4,819.	
K-1 - RCP FUND V, LP	13,907.	13,907.	
K-1 - RCP FUND VII, LP	6,439.	6,439.	
K-1 - RCP FUND VIII, LP	5,468.	5,468.	
K-1 - RCP MULTI-FUND FEEDER IX/DII, LP	13,840.	13,840.	
K-1 - RCP SBIC OPPORTUNITY FUND, LP	141,253.	141,253.	
K-1 - RCP SECONDARY OPPORTUNITY FUND II, LP	6,705.	6,705.	
POMONA CAPITAL IX, LP	440.	440.	

TOTAL TO PART I, LINE 3

261,083.

261,083.

## 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
FIDELITY BERNZOTT #0632	84,316.	0.	84,316.	84,316.	
FIDELITY MAIN #0624	2,088,807.	1,124,817.	963,990.	963,990.	
K-1 - CAPITAL DYNAMICS CHAMPION VENTURES IV, LP	1,151.	0.	1,151.	1,151.	
K-1 - CAPITAL DYNAMICS CHAMPION VENTURES V, LP (DOMESTIC)	11,800.	0.	11,800.	11,800.	
K-1 - CAPITAL DYNAMICS CHAMPION VENTURES V, LP (FOREIGN)	3,050.	0.	3,050.	3,050.	
K-1 - HIMALAYA CAPITAL INVESTORS, LP	231,913.	0.	231,913.	231,913.	
K-1 - OAKTREE REAL ESTATE DEBT FUND II, LP	17,705.	0.	17,705.	17,705.	
K-1 - OCEAN AVENUE FUND III, LP	6,818.	0.	6,818.	6,818.	
K-1 - PARK STREET CAPITAL FUND VI, LP	4,284.	0.	4,284.	4,284.	
K-1 - PARK STREET CAPITAL FUND VII, LP	6,169.	0.	6,169.	6,169.	
K-1 - PARK STREET CAPITAL FUND VIII, LP	11,767.	0.	11,767.	11,767.	
K-1 - PARK STREET CAPITAL FUND X, LP	40,635.	0.	40,635.	40,635.	
K-1 - PARK STREET CAPITAL FUND XI, LP	5,361.	0.	5,361.	5,361.	
K-1 - PARK STREET CAPITAL NRF III, LP	4,419.	0.	4,419.	4,419.	
K-1 - PARK STREET CAPITAL NRF V, LP	2,198.	0.	2,198.	2,198.	
K-1 - PARK STREET CAPITAL NRF VI, LP	-82.	0.	-82.	-82.	
K-1 - POMONA CAPITAL VIII, LP	9,607.	0.	9,607.	9,607.	

K-1 - PRIVATE EQUITY INVESTMENT FUND IV, LP	4,844.	0.	4,844.	4,844.
K-1 - RCP FUND IV, LP	15,710.	0.	15,710.	15,710.
K-1 - RCP FUND V, LP	43,914.	0.	43,914.	43,914.
K-1 - RCP FUND VII, LP	31,964.	0.	31,964.	31,964.
K-1 - RCP FUND VIII, LP	36,104.	0.	36,104.	36,104.
K-1 - RCP MULTI-FUND FEEDER IX/DII, LP	8,692.	0.	8,692.	8,692.
K-1 - RCP SBIC OPPORTUNITY FUND, LP	443.	0.	443.	443.
K-1 - RCP SECONDARY OPPORTUNITY FUND II, LP	21,947.	0.	21,947.	21,947.
TO PART I, LINE 4	<u>2,693,536.</u>	<u>1,124,817.</u>	<u>1,568,719.</u>	<u>1,568,719.</u>

FORM 990-PF

OTHER INCOME

STATEMENT 3

DESCRIPTION	(A) REVENUE PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME
K-1 - CAPITAL DYNAMICS CHAMPION VENTURES IV, LP	4,744.	4,744.	
K-1 - CAPITAL DYNAMICS CHAMPION VENTURES V, LP (DOMESTIC)	16.	16.	
K-1 - CAPITAL DYNAMICS CHAMPION VENTURES V, LP (FOREIGN)	-1,246.	-1,246.	
K-1 - HIMALAYA CAPITAL INVESTORS, LP	-681.	-681.	
K-1 - OAKTREE MIDDLE-MARKET DIRECT LENDING FUND, LP	34.	34.	
K-1 - OAKTREE REAL ESTATE DEBT FUND II, LP	48,270.	48,270.	
K-1 - OAKTREE REAL ESTATE DEBT FUND II, LP	-2,454.	-2,454.	
K-1 - OCEAN AVENUE FUND III, LP	3,909.	3,909.	
K-1 - PARK STREET CAPITAL FUND VI, LP	10,484.	10,484.	
K-1 - PARK STREET CAPITAL FUND VI, LP	2,941.	2,941.	
K-1 - PARK STREET CAPITAL FUND VII, LP	26,283.	26,283.	
K-1 - PARK STREET CAPITAL FUND VIII, LP	2,346.	2,346.	
K-1 - PARK STREET CAPITAL FUND VIII, LP	100.	100.	

K-1 - PARK STREET CAPITAL FUND X, LP	-76.	-76.
K-1 - PARK STREET CAPITAL FUND X, LP	-1,670.	-1,670.
K-1 - PARK STREET CAPITAL FUND XI, LP	17.	17.
K-1 - PARK STREET CAPITAL FUND XI, LP	8,653.	8,653.
K-1 - PARK STREET CAPITAL NRF III AIV, LP	6.	6.
K-1 - PARK STREET CAPITAL NRF III, LP	33,086.	33,086.
K-1 - PARK STREET CAPITAL NRF III, LP	22,419.	22,419.
K-1 - PARK STREET CAPITAL NRF V, LP	-8,783.	-8,783.
K-1 - PARK STREET CAPITAL NRF V, LP	93,905.	93,905.
K-1 - PARK STREET CAPITAL NRF VI, LP	188,187.	188,187.
K-1 - PARK STREET CAPITAL NRF VI, LP	-45,991.	-45,991.
K-1 - POMONA CAPITAL VIII, LP	274.	274.
K-1 - POMONA CAPITAL VIII, LP	10,713.	10,713.
K-1 - PRIVATE EQUITY INVESTMENT FUND IV, LP	12,180.	12,180.
K-1 - RCP FUND IV, LP	9,524.	9,524.
K-1 - RCP FUND V, LP	694.	694.
K-1 - RCP FUND V, LP	7,197.	7,197.
K-1 - RCP FUND VII, LP	74.	74.
K-1 - RCP FUND VII, LP	13,082.	13,082.
K-1 - RCP FUND VII, LP	14.	0.
K-1 - RCP FUND VIII, LP	116.	116.
K-1 - RCP FUND VIII, LP	1,681.	1,681.
K-1 - RCP FUND VIII, LP	14,800.	0.
K-1 - RCP MULTI FUND FEEDER IX/DII, LP	2.	0.
K-1 - RCP MULTI FUND FEEDER IX/DII, LP	14,547.	14,547.
K-1 - RCP SBIC OPPORTUNITY FUND, LP	274.	0.
K-1 - RCP SBIC OPPORTUNITY FUND, LP	-49,047.	-49,047.
K-1 - RCP SECONDARY OPPORTUNITY FUND II, LP	165.	0.
K-1 - RCP SECONDARY OPPORTUNITY FUND II, LP	23.	23.
K-1 - RCP SECONDARY OPPORTUNITY FUND II, LP	3,518.	3,518.
RELEASED SUSPENDED LOSSES - CHURCHILL MIDDLE-MARKET SENIOR LOAN FUND, LP	195,012.	195,012.
RELEASED SUSPENDED LOSSES - OAKTREE MIDDLE-MARKET DIRECT LENDING FUND, LP	12,042.	12,042.
RELEASED SUSPENDED LOSSES - PARK STREET CAPITAL FUND VIII, LP	12,342.	12,342.
RELEASED SUSPENDED LOSSES - PARK STREET CAPITAL NRF III, LP	191,673.	191,673.
RELEASED SUSPENDED LOSSES - PARK STREET CAPITAL NRF V, LP	50,975.	50,975.

RELEASED SUSPENDED LOSSES - POMONA CAPITAL VIII	8,832.	8,832.
RELEASED SUSPENDED LOSSES - RCP MULTI-FUND FEEDER IX/DII, LP	15,492.	15,492.
RELEASED SUSPENDED LOSSES - RCP SBIC OPPORTUNITY FUND, LP	14,451.	14,451.
SECTION 965(A) INCOME INCLUSION	20,009.	20,009.
TOTAL TO FORM 990-PF, PART I, LINE 11	945,158.	929,903.

FORM 990-PF	LEGAL FEES			STATEMENT 4
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
LEGAL FEES	1,169.	193.		975.
TO FM 990-PF, PG 1, LN 16A	1,169.	193.		975.

FORM 990-PF	ACCOUNTING FEES			STATEMENT 5
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
ACCOUNTING FEES	108,426.	88,265.		20,163.
TO FORM 990-PF, PG 1, LN 16B	108,426.	88,265.		20,163.

FORM 990-PF	OTHER PROFESSIONAL FEES			STATEMENT 6
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
INVESTMENT ADVISORY FEES	197,959.	197,959.		0.
TO FORM 990-PF, PG 1, LN 16C	197,959.	197,959.		0.

FORM 990-PF	TAXES		STATEMENT 7	
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
CALIFORNIA FTB TAXES	23.	0.		10.
FEDERAL TAXES	50,000.	0.		0.
FOREIGN TAXES	75,608.	75,608.		0.
STATE TAXES	13,864.	13,864.		0.
TO FORM 990-PF, PG 1, LN 18	139,495.	89,472.		10.

FORM 990-PF	OTHER EXPENSES		STATEMENT 8	
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
BLOCKER ENTITY EXPENSE	6,511.	6,511.		0.
BOOKS AND PUBLICATIONS	1,755.	878.		878.
COMPUTER SUPPLIES	4,990.	2,495.		2,495.
CONSULTING	52,100.	0.		52,100.
DEDUCTIONS - OTHER FROM PASSTHROUGH K-1S	361,050.	361,050.		0.
DEDUCTIONS - PORTFOLIO FROM PASSTHROUGH K-1S	1,257,206.	1,257,206.		0.
DUES	11,164.	0.		11,164.
GRANT COMPLIANCE VERIFICATION	46,279.	0.		46,279.
INSURANCE	6,118.	0.		6,118.
INTERNET SERVICES	2,506.	1,253.		1,253.
LICENSES AND PERMITS	324.	0.		324.
MEALS	12,905.	0.		12,905.
NON-DEDUCTIBLE EXPENSES FROM K-1S	9,090.	0.		0.
OFFICE EXPENSE	2,243.	1,121.		1,121.
OUTSIDE SERVICES	141,288.	14,579.		126,709.
POSTAGE AND DELIVERY	4,163.	0.		4,163.
STORAGE	3,632.	1,816.		1,816.
TO FORM 990-PF, PG 1, LN 23	1,923,324.	1,646,909.		267,325.

## FORM 990-PF

## CORPORATE STOCK

## STATEMENT 9

DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
BERNZOTT CAPITAL ADVISORS - COMMON STOCK	5,480,503.	6,547,314.
DFA REAL ESTATE SECURITIES PORTFOLIO	1,335,826.	2,214,304.
DFA U.S. LARGE CAP VALUE PORTFOLIO	3,000,035.	5,049,120.
DFA U.S. MICRO CAP PORTFOLIO	3,040,050.	2,755,540.
DFA U.S. SMALL CAP VALUE PORTFOLIO	2,939,290.	3,557,953.
FIDELITY MONEY MARKET PRIME RESERVES PORT	159,873.	159,890.
HOTCHKIS & WILEY ALL CAP VALUE CLASS I	2,886,530.	3,944,200.
PIMCO REAL ESTATE REAL RETURN STRATEGY I	1,743,706.	1,520,695.
PIONEER ILS INTERVAL FUND	6,320,377.	5,330,436.
SCHWAB FUNDAMENTAL US LARGE CO	3,315,030.	3,665,771.
STONE RIDGE RRP INTERVAL FUND	3,061,054.	2,664,313.
TOTAL TO FORM 990-PF, PART II, LINE 10B	33,282,274.	37,409,536.

## FORM 990-PF

## OTHER INVESTMENTS

## STATEMENT 10

DESCRIPTION	VALUATION METHOD	BOOK VALUE	FAIR MARKET VALUE
BOOK/TAX DIFFERENCE - CAPITAL DYNAMICS CAPITAL VENTURES IV, LP	COST	-508,419.	0.
BOOK/TAX DIFFERENCE - CAPITAL DYNAMICS CHAMPION VENTURES V, LP (DOMESTIC)	COST	-1,017,919.	0.
BOOK/TAX DIFFERENCE - CAPITAL DYNAMICS CHAMPION VENTURES V, LP (FOREIGN)	COST	-283,694.	0.
BOOK/TAX DIFFERENCE - HIMALAYA CAPITAL INVESTORS, LP	COST	2,072,025.	0.
BOOK/TAX DIFFERENCE - OAKTREE MIDDLE-MARKET DIRECT LENDING FUND, LP	COST	41,575.	0.
BOOK/TAX DIFFERENCE - OAKTREE REAL ESTATE DEBT FUND II, LP	COST	29,673.	0.
BOOK/TAX DIFFERENCE - OCEAN AVENUE FUND III, LP	COST	-2,317,844.	0.
BOOK/TAX DIFFERENCE - PARK STREET CAPITAL NRF III, LP	COST	414,640.	0.
BOOK/TAX DIFFERENCE - PARK STREET CAPITAL NRF V, LP	COST	86,153.	0.
BOOK/TAX DIFFERENCE - PARK STREET CAPITAL NRF VI, LP	COST	-327,290.	0.
BOOK/TAX DIFFERENCE - PARK STREET CAPITAL VI, LP	COST	-200,335.	0.
BOOK/TAX DIFFERENCE - PARK STREET CAPITAL VII, LP	COST	-372,703.	0.
BOOK/TAX DIFFERENCE - PARK STREET CAPITAL VIII, LP	COST	-1,461,627.	0.
BOOK/TAX DIFFERENCE - PARK STREET CAPITAL X, LP	COST	-2,413,120.	0.

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BOOK/TAX DIFFERENCE - PARK STREET CAPITAL XI, LP	COST	-1,155,498.	0.
BOOK/TAX DIFFERENCE - POMONA CAPITAL VIII, LP	COST	-86,163.	0.
BOOK/TAX DIFFERENCE - PRIVATE EQUITY INVESTMENT FUND IV, LP	COST	249,949.	0.
BOOK/TAX DIFFERENCE - RCP FUND IV, LP	COST	14,076.	0.
BOOK/TAX DIFFERENCE - RCP FUND V, LP	COST	-4,756.	0.
CAPITAL DYNAMICS CHAMPION VENTURES IV, LP	COST	1,798,700.	1,675,960.
CAPITAL DYNAMICS CHAMPION VENTURES V, LP (DOMESTIC)	COST	2,234,502.	472,209.
CAPITAL DYNAMICS CHAMPION VENTURES V, LP (FOREIGN)	COST	472,403.	2,498,142.
CHURCHILL MIDDLE MARKET SENIOR LOAN FUND OFFSHORE, LP	COST	4,182,756.	3,831,436.
HIMALAYA CAPITAL INVESTORS, LP	COST	8,083,614.	11,028,541.
OAKTREE MIDDLE-MARKET DIRECT LENDING FUND, LP	COST	1,509,176.	474,305.
OAKTREE OPP FUND X FEEDER, LP	COST	1,415,214.	1,691,697.
OAKTREE OPP FUND XB FEEDER, LP	COST	750,000.	637,078.
OAKTREE REAL ESTATE DEBT FUND II, LP	COST	1,826,094.	1,737,931.
OAKTREE REAL ESTATE VII, LP, LP	COST	3,168,000.	3,440,695.
OCEAN AVENUE FUND III, LP	COST	5,867,840.	5,500,957.
PARK STREET CAPITAL NRF III, LP	COST	824,411.	707,303.
PARK STREET CAPITAL NRF V, LP	COST	2,108,769.	1,917,497.
PARK STREET CAPITAL NRF VI, LP	COST	2,560,283.	2,529,979.
PARK STREET CAPITAL VI, LP	COST	1,492,199.	1,398,871.
PARK STREET CAPITAL VII, LP	COST	1,558,697.	1,431,159.
PARK STREET CAPITAL VIII, LP	COST	2,884,113.	3,006,714.
PARK STREET CAPITAL X, LP	COST	5,744,286.	5,793,060.
PARK STREET CAPITAL XI, LP	COST	4,391,226.	4,414,745.
POMONA CAPITAL IX, LP	COST	894,192.	835,210.
POMONA CAPITAL VIII, LP	COST	467,046.	469,689.
PRIVATE EQUITY INVESTMENT FUND IV, LP	COST	204,566.	214,881.
RCP DIRECT II FEEDER, LP	COST	420,545.	1,234,092.
RCP DIRECT III FEEDER, LP	COST	600,000.	812,221.
RCP FUND IV, LP	COST	266,134.	1,363,925.
RCP FUND IX, LP	COST	2,093,799.	2,557,417.
RCP FUND V, LP	COST	1,556,782.	3,216,960.
RCP FUND VII, LP	COST	1,025,488.	2,547,292.
RCP FUND VIII, LP	COST	1,728,293.	2,553,029.
RCP FUND X FEEDER, LP	COST	2,190,000.	1,961,637.
RCP FUND XI FEEDER, LP	COST	1,170,000.	998,010.
RCP FUND XII FEEDER, LP	COST	690,000.	551,958.
RCP FUND XIII FEEDER, LP	COST	180,000.	114,219.
RCP MULTI-FUND FEEDER IX/DII, LP	COST	494,618.	3,791,509.
RCP SBIC OPPORTUNITY FUND, LP	COST	1,871,503.	1,767,344.
RCP SECONDARY OPPORTUNITY FUND II, LP	COST	1,426,452.	1,289,203.
RIVERWOOD CAPITAL PARTNERS III, LP	COST	294,039.	172,313.
SUSPENDED LOSSES - CAPITAL DYNAMICS CHAMPION VENTURES IV, LP	COST	516,755.	0.

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SUSPENDED LOSSES - CAPITAL DYNAMICS CHAMPION VENTURES V, LP (DOMESTIC)	COST	236,316.	0.
SUSPENDED LOSSES - CAPITAL DYNAMICS CHAMPION VENTURES V, LP (FOREIGN)	COST	125,881.	0.
SUSPENDED LOSSES - OCEAN AVENUE FUND III, LP	COST	586,320.	0.
SUSPENDED LOSSES - PARK STREET CAPITAL NRF VI, LP	COST	5,069.	0.
SUSPENDED LOSSES - PARK STREET CAPITAL VI, LP	COST	320,660.	0.
SUSPENDED LOSSES - PARK STREET CAPITAL VII, LP	COST	12,464.	0.
SUSPENDED LOSSES - PARK STREET CAPITAL X, LP	COST	80,730.	0.
SUSPENDED LOSSES - PARK STREET CAPITAL XI, LP	COST	115,276.	0.
SUSPENDED LOSSES - PRIVATE EQUITY INVESTMENT FUND IV, LP	COST	518,674.	0.
SUSPENDED LOSSES - RCP FUND IV, LP	COST	816,658.	0.
SUSPENDED LOSSES - RCP FUND V, LP	COST	216,269.	0.
SUSPENDED LOSSES - RCP FUND VII, LP	COST	9,147.	0.
SUSPENDED LOSSES - RCP FUND VIII, LP	COST	22,694.	0.
SUSPENDED LOSSES - RCP SECONDARY OPPORTUNITY FUND II, LP	COST	6,830.	0.
TOTAL TO FORM 990-PF, PART II, LINE 13		66,794,206.	80,639,188.

FORM 990-PF DEPRECIATION OF ASSETS NOT HELD FOR INVESTMENT STATEMENT 11

DESCRIPTION	COST OR OTHER BASIS	ACCUMULATED DEPRECIATION	BOOK VALUE
APPLE COMPUTER	5,135.	5,135.	0.
APPLE COMPUTER	5,134.	5,134.	0.
APPLE COMPUTER	5,134.	5,134.	0.
TOTAL TO FM 990-PF, PART II, LN 14	15,403.	15,403.	0.

FORM 990-PF OTHER LIABILITIES STATEMENT 12

DESCRIPTION	BOY AMOUNT	EOY AMOUNT
CREDIT CARDS PAYABLE	-11,391.	50,635.
TOTAL TO FORM 990-PF, PART II, LINE 22	-11,391.	50,635.



