

efile GRAPHIC print - DO NOT PROCESS		As Filed Data -		DLN: 93491191002330		
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.			OMB No 1545-0052 2019 Open to Public Inspection	
For calendar year 2019, or tax year beginning 01-01-2019, and ending 12-31-2019						
Name of foundation THE WATERS CHARITABLE REMAINDER UNITRUST				A Employer identification number 26-0631392		
Number and street (or P.O. box number if mail is not delivered to street address) 318 SOUTH DIANTHUS ST			Room/suite			
B Telephone number (see instructions) (310) 918-1074						
City or town, state or province, country, and ZIP or foreign postal code MANHATTAN BEACH, CA 90266727				C If exemption application is pending, check here ▶ ☐		
G Check all that apply ☐ Initial return ☐ Initial return of a former public charity ☐ Final return ☐ Amended return ☐ Address change ☐ Name change				D 1. Foreign organizations, check here ▶ ☐ 2. Foreign organizations meeting the 85% test, check here and attach computation ▶ ☐		
H Check type of organization ☒ Section 501(c)(3) exempt private foundation ☐ Section 4947(a)(1) nonexempt charitable trust ☐ Other taxable private foundation				E If private foundation status was terminated under section 507(b)(1)(A), check here ▶ ☐		
I Fair market value of all assets at end of year (from Part II, col (c), line 16) ▶ \$ 3,180,011		J Accounting method ☒ Cash ☐ Accrual ☐ Other (specify) _____ (Part I, column (d) must be on cash basis)		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) (see instructions))				(a) Revenue and expenses per books	(b) Net investment income	
				(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)	
Revenue	1	Contributions, gifts, grants, etc., received (attach schedule)				
	2	Check ☒ if the foundation is not required to attach Sch. B				
	3	Interest on savings and temporary cash investments		18,241	17,743	
	4	Dividends and interest from securities		10,606	10,606	
	5a	Gross rents		117,845	117,845	
	b	Net rental income or (loss) 117,845				
	6a	Net gain or (loss) from sale of assets not on line 10		1,800		
	b	Gross sales price for all assets on line 6a				
	7	Capital gain net income (from Part IV, line 2)			1,800	
	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) (attach schedule)					
11	Other income (attach schedule)		104	104		
12	Total. Add lines 1 through 11		148,596	148,098		
Operating and Administrative Expenses	13	Compensation of officers, directors, trustees, etc		45,250	22,625	22,625
	14	Other employee salaries and wages				
	15	Pension plans, employee benefits				
	16a	Legal fees (attach schedule)				
	b	Accounting fees (attach schedule)		3,689	1,844	1,845
	c	Other professional fees (attach schedule)				
	17	Interest				
	18	Taxes (attach schedule) (see instructions)		4,094	123	0
	19	Depreciation (attach schedule) and depletion				
	20	Occupancy				
	21	Travel, conferences, and meetings				
	22	Printing and publications				
	23	Other expenses (attach schedule)		55	0	0
	24	Total operating and administrative expenses. Add lines 13 through 23		53,088	24,592	24,470
	25	Contributions, gifts, grants paid		129,750		129,750
26	Total expenses and disbursements. Add lines 24 and 25		182,838	24,592	154,220	
	27	Subtract line 26 from line 12				
	a	Excess of revenue over expenses and disbursements		-34,242		
	b	Net investment income (if negative, enter -0-)			123,506	
	c	Adjusted net income (if negative, enter -0-)				
For Paperwork Reduction Act Notice, see instructions.				Cat No 11289X		
				Form 990-PF (2019)		

Part II Balance Sheets		Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions.)	Beginning of year	End of year	
			(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1	Cash—non-interest-bearing	103,612	98,563	98,563
	2	Savings and temporary cash investments	1,457	9,425	9,425
	3	Accounts receivable ▶ _____ Less allowance for doubtful accounts ▶ _____			
	4	Pledges receivable ▶ _____ Less allowance for doubtful accounts ▶ _____			
	5	Grants receivable			
	6	Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see instructions)			
	7	Other notes and loans receivable (attach schedule) ▶ _____ Less allowance for doubtful accounts ▶ _____			
	8	Inventories for sale or use			
	9	Prepaid expenses and deferred charges			
	10a	Investments—U S and state government obligations (attach schedule)			
	b	Investments—corporate stock (attach schedule)	206,069	206,069	350,869
	c	Investments—corporate bonds (attach schedule)			
	11	Investments—land, buildings, and equipment basis ▶ _____ Less accumulated depreciation (attach schedule) ▶ _____			
	12	Investments—mortgage loans	300,000	300,000	300,000
	13	Investments—other (attach schedule)			
	14	Land, buildings, and equipment basis ▶ _____ Less accumulated depreciation (attach schedule) ▶ _____			
Liabilities	15	Other assets (describe ▶ _____)	1,597,502	1,560,341	2,421,154
	16	Total assets (to be completed by all filers—see the instructions. Also, see page 1, item I)	2,208,640	2,174,398	3,180,011
	17	Accounts payable and accrued expenses			
	18	Grants payable			
	19	Deferred revenue			
	20	Loans from officers, directors, trustees, and other disqualified persons			
	21	Mortgages and other notes payable (attach schedule)			
	22	Other liabilities (describe ▶ _____)			
	23	Total liabilities (add lines 17 through 22)	0	0	
Net Assets or Fund Balances		Foundations that follow FASB ASC 958, check here ▶ ☐ and complete lines 24, 25, 29 and 30.			
	24	Net assets without donor restrictions			
	25	Net assets with donor restrictions			
		Foundations that do not follow FASB ASC 958, check here ▶ ☒ and complete lines 26 through 30.			
	26	Capital stock, trust principal, or current funds	0	0	
	27	Paid-in or capital surplus, or land, bldg, and equipment fund	0	0	
	28	Retained earnings, accumulated income, endowment, or other funds	2,208,640	2,174,398	
	29	Total net assets or fund balances (see instructions)	2,208,640	2,174,398	
	30	Total liabilities and net assets/fund balances (see instructions) .	2,208,640	2,174,398	

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 29 (must agree with end-of-year figure reported on prior year's return)	1	2,208,640
2	Enter amount from Part I, line 27a	2	-34,242
3	Other increases not included in line 2 (itemize) ▶ _____	3	0
4	Add lines 1, 2, and 3	4	2,174,398
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 29 .	6	2,174,398

Part IV Capital Gains and Losses for Tax on Investment Income

(a) List and describe the kind(s) of property sold (e g , real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co)	(b) How acquired P—Purchase D—Donation	(c) Date acquired (mo , day, yr)	(d) Date sold (mo , day, yr)
1 a WATERS LLC K-1	P		
b WATERS LLC K-1	P		
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			1,512
b			288
c			
d			
e			

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
a			1,512
b			288
c			
d			
e			

2 Capital gain net income or (net capital loss)	2	1,800
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6) If gain, also enter in Part I, line 8, column (c) (see instructions) If (loss), enter -0- in Part I, line 8	3	

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

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

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

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

☐ Yes ☒ No

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

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

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col (b) divided by col (c))
2018	131,325	3,108,037	0 042253
2017	126,909	2,659,166	0 047725
2016	122,899	2,673,381	0 045971
2015	118,376	2,411,972	0 049079
2014	118,815	2,433,402	0 048827

2 Total of line 1, column (d)	2	0 233855
3 Average distribution ratio for the 5-year base period—divide the total on line 2 by 5 0, or by the number of years the foundation has been in existence if less than 5 years	3	0 046771
4 Enter the net value of noncharitable-use assets for 2019 from Part X, line 5	4	3,132,756
5 Multiply line 4 by line 3	5	146,522
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	1,235
7 Add lines 5 and 6	7	147,757
8 Enter qualifying distributions from Part XII, line 4	8	154,220

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

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

1a	Exempt operating foundations described in section 4940(d)(2), check here ☐ and enter "N/A" on line 1 Date of ruling or determination letter _____ (attach copy of letter if necessary—see instructions)		
b	Domestic foundations that meet the section 4940(e) requirements in Part V, check here ☒ and enter 1% of Part I, line 27b	1	1,235
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	1,235
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	1,235
6	Credits/Payments		
a	2019 estimated tax payments and 2018 overpayment credited to 2019	6a	2,520
b	Exempt foreign organizations—tax withheld at source	6b	
c	Tax paid with application for extension of time to file (Form 8868)	6c	0
d	Backup withholding erroneously withheld	6d	0
7	Total credits and payments. Add lines 6a through 6d.	7	2,520
8	Enter any penalty for underpayment of estimated tax. Check here ☐ if Form 2220 is attached	8	0
9	Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed ▶	9	
10	Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid . . . ▶	10	1,285
11	Enter the amount of line 10 to be Credited to 2020 estimated tax ▶ 1,285 Refunded ▶	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?	1a	No
b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes? (see Instructions for definition). If the answer is "Yes" to 1a or 1b , attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities	1b	No
c Did the foundation file Form 1120-POL for this year?	1c	No
d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year (1) On the foundation ▶ \$ 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	2	No
3 Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? If "Yes," attach a conformed copy of the changes	3	No
4a Did the foundation have unrelated business gross income of \$1,000 or more during the year?	4a	No
b If "Yes," has it filed a tax return on Form 990-T for this year?	4b	
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? If "Yes," attach the statement required by General Instruction T	5	No
6 Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	6	Yes
7 Did the foundation have at least \$5,000 in assets at any time during the year? If "Yes," complete Part II, col (c), and Part XV	7	Yes
8a Enter the states to which the foundation reports or with which it is registered (see instructions) ▶ CA		
b If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by General Instruction G? If "No," attach explanation .	8b	Yes
9 Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2019 or the taxable year beginning in 2019? See the instructions for Part XIV. If "Yes," complete Part XIV	9	No
10 Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses	10	No

Part VII-A Statements Regarding Activities (continued)

11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule. See instructions.	11		No
12	Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement. See instructions.	12		No
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address ▶ N/A	13	Yes	
14	The books are in care of ▶ HARRIS BASS TRUSTEE Telephone no ▶ (310) 376-8714			

Located at **▶** 318 SOUTH DIANTHUS STREET MANHATTAN BEACH CA ZIP+4 **▶** 902666727

15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 —check here ▶ ☐	15		
16	At any time during calendar year 2019, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country? See the instructions for exceptions and filing requirements for FinCEN Form 114. If "Yes", enter the name of the foreign country ▶	16	Yes	No

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

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

1a	During the year did the foundation (either directly or indirectly)		Yes	No
	(1) Engage in the sale or exchange, or leasing of property with a disqualified person? ☐ Yes ☒ No			
	(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? ☐ Yes ☒ No			
	(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? ☐ Yes ☒ No			
	(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? ☐ Yes ☒ No			
	(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)? ☐ Yes ☒ No			
	(6) Agree to pay money or property to a government official? (Exception. Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days). ☐ Yes ☒ No			
b	If any answer is "Yes" to 1a(1)–(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance? See instructions. Organizations relying on a current notice regarding disaster assistance check here. ▶ ☐	1b		
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 2019?	1c		No
2	Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5))			
a	At the end of tax year 2019, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2019? If "Yes," list the years ▶ 20____, 20____, 20____, 20____ ☐ Yes ☒ No			
b	Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement—see instructions).	2b		
c	If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here ▶ 20____, 20____, 20____, 20____			
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? ☐ Yes ☒ No			
b	If "Yes," did it have excess business holdings in 2019 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 2019).	3b		
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a		No
b	Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2019?	4b		No

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))?	☐ Yes ☒ No		
(2)	Influence the outcome of any specific public election (see section 4955), or to carry on, directly or indirectly, any voter registration drive?	☐ Yes ☒ No		
(3)	Provide a grant to an individual for travel, study, or other similar purposes?	☐ Yes ☒ No		
(4)	Provide a grant to an organization other than a charitable, etc., organization described in section 4945(d)(4)(A)? See instructions.	☐ Yes ☒ No		
(5)	Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals?	☐ Yes ☒ No		
b	If any answer is "Yes" to 5a(1)–(5), did any of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance? See instructions.		5b	
	Organizations relying on a current notice regarding disaster assistance check here.	☒		
c	If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant? If "Yes," attach the statement required by Regulations section 53.4945–5(d)	☐ Yes ☐ No		
6a	Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract?	☐ Yes ☒ No	6b	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			
7a	At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction?	☐ Yes ☒ No	7b	
b	If "Yes", did the foundation receive any proceeds or have any net income attributable to the transaction?			
8	Is the foundation subject to the section 4960 tax on payment(s) of more than \$1,000,000 in remuneration or excess parachute payment during the year?	☐ Yes ☒ No		

Part VIII Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors

1 List all officers, directors, trustees, foundation managers and their compensation. See instructions				
(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
HARRIS D BASS 318 SOUTH DIANTHUS ST MANHATTAN BEACH, CA 902666727	TRUSTEE 6 25	45,250	0	0
2 Compensation of five highest-paid employees (other than those included on line 1—see instructions). If none, enter "NONE."				
(a) Name and address of each employee paid more than \$50,000	(b) Title, and average hours per week devoted to position	(c) Compensation	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
NONE				
Total number of other employees paid over \$50,000.				0

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

3 Five highest-paid independent contractors for professional services (see instructions). If none, enter "NONE".		
(a) Name and address of each person paid more than \$50,000	(b) Type of service	(c) Compensation
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 THE FOUNDATION'S ONLY ACTIVITY IS MAKING CHARITABLE CONTRIBUTIONS FROM ITS ASSETS	0
2	
3	
4	

Part IX-B Summary of Program-Related Investments (see instructions)	
Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2	Amount
1	
2	
All other program-related investments See instructions	
3	
Total. Add lines 1 through 3	0

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

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes		
a	Average monthly fair market value of securities.	1a	316,023
b	Average of monthly cash balances.	1b	143,286
c	Fair market value of all other assets (see instructions).	1c	2,721,154
d	Total (add lines 1a, b, and c).	1d	3,180,463
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	3,180,463
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions).	4	47,707
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	3,132,756
6	Minimum investment return. Enter 5% of line 5.	6	156,638

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	156,638
2a	Tax on investment income for 2019 from Part VI, line 5.	2a	1,235
b	Income tax for 2019 (This does not include the tax from Part VI).	2b	
c	Add lines 2a and 2b.	2c	1,235
3	Distributable amount before adjustments. Subtract line 2c from line 1.	3	155,403
4	Recoveries of amounts treated as qualifying distributions.	4	0
5	Add lines 3 and 4.	5	155,403
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	155,403

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	154,220
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	154,220
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income. Enter 1% of Part I, line 27b. See instructions.	5	1,235
6	Adjusted qualifying distributions. Subtract line 5 from line 4.	6	152,985

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 2018	(c) 2018	(d) 2019
1 Distributable amount for 2019 from Part XI, line 7				155,403
2 Undistributed income, if any, as of the end of 2019				
a Enter amount for 2018 only.			152,872	
b Total for prior years 20____, 20____, 20____		0		
3 Excess distributions carryover, if any, to 2019				
a From 2014.				
b From 2015.				
c From 2016.				
d From 2017.				
e From 2018.				
f Total of lines 3a through e.	0			
4 Qualifying distributions for 2019 from Part XII, line 4 ▶ \$ 154,220				
a Applied to 2018, but not more than line 2a			152,872	
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 2019 distributable amount.				1,348
e Remaining amount distributed out of corpus	0			
5 Excess distributions carryover applied to 2019 (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 2018 Subtract line 4a from line 2a Taxable amount—see instructions			0	
f Undistributed income for 2019 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2020				154,055
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 2014 not applied on line 5 or line 7 (see instructions).	0			
9 Excess distributions carryover to 2020. Subtract lines 7 and 8 from line 6a	0			
10 Analysis of line 9				
a Excess from 2015.				
b Excess from 2016.				
c Excess from 2017.				
d Excess from 2018.				
e Excess from 2019.				

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

1a If the foundation has received a ruling or determination letter that it is a private operating foundation, and the ruling is effective for 2019, enter the date of the ruling. ▶

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

	Tax year	Prior 3 years			(e) Total
	(a) 2019	(b) 2018	(c) 2017	(d) 2016	
2a Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed					
b 85% of line 2a					
c Qualifying distributions from Part XII, line 4 for each year listed					
d Amounts included in line 2c not used directly for active conduct of exempt activities					
e Qualifying distributions made directly for active conduct of exempt activities. Subtract line 2d from line 2c					
3 Complete 3a, b, or c for the alternative test relied upon					
a "Assets" alternative test—enter					
(1) Value of all assets					
(2) Value of assets qualifying under section 4942(j)(3)(B)(i)					
b "Endowment" alternative test— enter 2/3 of minimum investment return shown in Part X, line 6 for each year listed.					
c "Support" alternative test—enter					
(1) Total support other than gross investment income (interest, dividends, rents, payments on securities loans (section 512(a)(5)), or royalties)					
(2) Support from general public and 5 or more exempt organizations as provided in section 4942(j)(3)(B)(iii).					
(3) Largest amount of support from an exempt organization					
(4) Gross investment income					

Part XV Supplementary Information (Complete this part only if the foundation had \$5,000 or more in assets at any time during the year—see instructions.)

1 Information Regarding Foundation Managers:

a List any managers of the foundation who have contributed more than 2% of the total contributions received by the foundation before the close of any tax year (but only if they have contributed more than \$5,000) (See section 507(d)(2))

b List any managers of the foundation who own 10% or more of the stock of a corporation (or an equally large portion of the ownership of a partnership or other entity) of which the foundation has a 10% or greater interest

2 Information Regarding Contribution, Grant, Gift, Loan, Scholarship, etc., Programs:

Check here ☒ if the foundation only makes contributions to preselected charitable organizations and does not accept unsolicited requests for funds. If the foundation makes gifts, grants, etc. to individuals or organizations under other conditions, complete items 2a, b, c, and d. See instructions.

a The name, address, and telephone number or email address of the person to whom applications should be addressed

b The form in which applications should be submitted and information and materials they should include

c Any submission deadlines

d Any restrictions or limitations on awards, such as by geographical areas, charitable fields, kinds of institutions, or other factors

Part XV **Supplementary Information** (continued)**3 Grants and Contributions Paid During the Year or Approved for Future Payment**

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i> See Additional Data Table				
Total			3a	129,750
b <i>Approved for future payment</i>				
Total			3b	0

Enter gross amounts unless otherwise indicated

	(a) Business code	(b) Amount	(c) Exclusion code	(d) Amount	(See instructions)
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					18,241
4 Dividends and interest from securities. . . .					10,606
5 Net rental income or (loss) from real estate					
a Debt-financed property.					
b Not debt-financed property.					117,845
6 Net rental income or (loss) from personal property					
7 Other investment income.					104
8 Gain or (loss) from sales of assets other than inventory					1,800
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		0	148,596
13 Total. Add line 12, columns (b), (d), and (e).			13		148,596

(See worksheet in line 13 instructions to verify calculations)

[illegible]

Part XVII Information Regarding Transfers To and Transactions and Relationships With Noncharitable Exempt Organizations

1 Did the organization directly or indirectly engage in any of the following with any other organization described in section 501(c) (other than section 501(c)(3) organizations) or in section 527, relating to political organizations?		Yes	No
a Transfers from the reporting foundation to a noncharitable exempt organization of			
(1) Cash.	1a(1)		No
(2) Other assets.	1a(2)		No
b Other transactions			
(1) Sales of assets to a noncharitable exempt organization.	1b(1)		No
(2) Purchases of assets from a noncharitable exempt organization.	1b(2)		No
(3) Rental of facilities, equipment, or other assets.	1b(3)		No
(4) Reimbursement arrangements.	1b(4)		No
(5) Loans or loan guarantees.	1b(5)		No
(6) Performance of services or membership or fundraising solicitations.	1b(6)		No
c Sharing of facilities, equipment, mailing lists, other assets, or paid employees.	1c		No
d If the answer to any of the above is "Yes," complete the following schedule. Column (b) should always show the fair market value of the goods, other assets, or services given by the reporting foundation. If the foundation received less than fair market value in any transaction or sharing arrangement, show in column (d) the value of the goods, other assets, or services received.			

(a) Line No	(b) Amount involved	(c) Name of noncharitable exempt organization	(d) Description of transfers, transactions, and sharing arrangements

2a Is the foundation directly or indirectly affiliated with, or related to, one or more tax-exempt organizations described in section 501(c) (other than section 501(c)(3)) or in section 527? ☐ Yes ☒ No

b If "Yes," complete the following schedule

(a) Name of organization	(b) Type of organization	(c) Description of relationship

Under penalties of perjury, I declare that I have examined this return, including accompanying schedules and statements, and to the best of my knowledge and belief, it is true, correct, and complete. Declaration of preparer (other than taxpayer) is based on all information of which preparer has any knowledge.

Sign Here	*****	2020-07-09	*****	May the IRS discuss this return with the preparer shown below? (see instr.) ☒ Yes ☐ No
	Signature of officer or trustee	Date	Title	

Paid Preparer Use Only	Print/Type preparer's name	Preparer's Signature	Date	Check if self-employed ☐	PTIN
	PETER G FERRIS				P00019487
	Firm's name ▶ LOCKE KASAL FERRIS & CO LLP				Firm's EIN ▶ 95-2156485
Firm's address ▶ 3435 WILSHIRE BLVD SUITE 1020 LOS ANGELES, CA 900101911					Phone no (213) 383-4144

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
A HOME 4 SPOT ANIMAL SANCTUARY 8908 WOLF DANCER LAS VEGAS, NV 89143	N/A	PUBLIC	CHARITABLE	1,500
ANIMALS RULE PLACEMENT FOUNDATION 305 N HARBOR BLVD SAN PEDRO, CA 90731	N/A	PUBLIC	CHARITABLE	1,500
ARCHAEOLOGICAL INSTITUTE OF AMERICA 656 BEACON STREET 6TH FLOOR BOSTON, MA 022152006	N/A	PUBLIC	CHARITABLE	1,000
Total ▶ 3a				129,750

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
AS GOOD AS GOLD 518 S ROUTE 31 SUITE 178 MCHENRY, IL 60050	N/A	PUBLIC	CHARITABLE	3,500
BARK AVENUE FOUNDATION 3940 LAUREL CANYNO BLVD 1506 STUDIO CITY, CA 91604	N/A	PUBLIC	CHARITABLE	2,500
CAREPO BOX 1870 MERRIFIELD, VA 22116	N/A	PUBLIC	CHARITABLE	5,000
Total ▶ 3a				129,750

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
CHEDAR MENACHEM 1606 S LA CIENEGA BLVD LOS ANGELES, CA 90035	N/A	PUBLIC	CHARITABLE	2,500
CHILDREN'S INSTITUTE 2121 WEST TEMPLE STREET LOS ANGELES, CA 90026	N/A	PUBLIC	CHARITABLE	2,500
COASTAL GERMAN SHEPHERD RESCUE PO BOX 50726 IRVINE, CA 92619	N/A	PUBLIC	CHARITABLE	2,500
Total ► 3a				129,750

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
CORRIDOR RESCUE INC 10134 HAMMERLY BLVD BOX 187 HOUSTON, TX 77080	N/A	PUBLIC	CHARITABLE	1,500
CSULB FOUNDATION - DR PAUL SCOTTON 1250 BELLFLOWER BLVD MS2404 LONG BEACH, CA 908402404	N/A	PUBLIC	CHARITABLE	1,000
DAWG SQUAD 11209 NATIONAL BLVD 246 LOS ANGELES, CA 90064	N/A	PUBLIC	CHARITABLE	2,500
Total ▶ 3a				129,750

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
ENVIRONMENTAL RESEARCH ADVOCATES 10250 CONSTELLATION BLVD LOS ANGELES, CA 90067	N/A	PUBLIC	CHARITABLE	2,000
FOODSHARE INC 450 WOODLAND AVENUE BLOOMFIELD, CT 06002	N/A	PUBLIC	CHARITABLE	2,000
GOLDEN BOND RESCUE OF OREGON PO BOX 25391 PORTLAND, OR 97298	N/A	PUBLIC	CHARITABLE	2,500
Total ▶ 3a				129,750

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
GRCGLA RESCUEPO BOX 491209 LOS ANGELES, CA 90049	N/A	PUBLIC	CHARITABLE	2,500
HOMEWARD BOUND GOLDEN RETRIEVER RESCUE AND SANCTUARY 7495 NATOMAS ROAD ELVERTA, CA 95626	N/A	PUBLIC	CHARITABLE	2,500
KARMA RESCUE INC1158 26TH ST 155 SANTA MONICA, CA 90403	N/A	PUBLIC	CHARITABLE	2,500
Total ▶ 3a				129,750

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
KIVA MICROFUNDS 875 HOWARD STREET STE 340 SAN FRANCISCO, CA 94103	N/A	PUBLIC	CHARITABLE	3,500
LA RESIDENTIAL COMMUNITY AUXILIARY 152 N ALTA VISTA BLVD LOS ANGELES, CA 90036	N/A	PUBLIC	CHARITABLE	1,000
LITTLE ANGEL SERVICE DOGS PO BOX 219 JAMUL, CA 91935	N/A	PUBLIC	CHARITABLE	2,500
Total ▶ 3a				129,750

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
LOAVES AND FISHES 646 PROSPECT AVENUE HARTFORD, CT 06105	N/A	PUBLIC	CHARITABLE	2,000
MUCH LOVE ANIMAL RESCUE PO BOX 341721 LOS ANGELES, CA 90034	N/A	PUBLIC	CHARITABLE	1,000
NORCAL GOLDEN RETRIEVER RESCUE 405 EL CAMINO REAL SUITE 420 MENLO PARK, CA 940255240	N/A	PUBLIC	CHARITABLE	2,500
Total ▶ 3a				129,750

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
NOWZAD DOGS NFP 2770 MAIN STREET 161 FRISCO, TX 75033	N/A	PUBLIC	CHARITABLE	2,500
OPERATION FINALY HOME PO BOX 732667 DALLAS, TX 75373	N/A	PUBLIC	CHARITABLE	1,000
OPERATION FREEDOM PAWS 777 FIRST STREET PMB 515 GILROY, CA 95020	N/A	PUBLIC	CHARITABLE	1,000
Total ▶ 3a				129,750

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
OPERATION SMILE3641 FACULTY BLVD VIRGINIA BEACH, VA 23453	N/A	PUBLIC	CHARITABLE	1,000
PEDIATRIC THERAPY NETWORK 1815 213TH ST TORRANCE, CA 90501	N/A	PUBLIC	CHARITABLE	250
PENN STATE - STANISH ENHANCEMENT FUND 2583 GATEWAY DRIVE BRISTOL PLACE ONE STE 200 STATE COLLEGE, PA 16801	N/A	PUBLIC	CHARITABLE	10,000
Total ▶ 3a				129,750

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
RAINBOW BRIDGE - MONUMENT VALLEY 506 SANTA MONICA BLVD SANTA MONICA, CA 90401	N/A	PUBLIC	CHARITABLE	5,000
ROUNDHOUSE AQUARIUMPO BOX 1 MANHATTAN BEACH, CA 902670001	N/A	PUBLIC	CHARITABLE	500
SALVATION ARMY855 ASYLUM AVENUE HARTFORD, CT 06105	N/A	PUBLIC	CHARITABLE	2,000
Total ▶ 3a				129,750

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
SOLDIER STRONG 1127 HIGH RIDGE ROAD 124 STAMFORD, CT 06905	N/A	PUBLIC	CHARITABLE	1,000
SOLVE MECFS 50 N GLENDALE AVE STE B 368 GLENDALE, CA 91206	N/A	PUBLIC	CHARITABLE	2,500
SUSTAINABLE PRESERVATION INITIATIVE 40 WEST 22ND STREET 11TH FLOOR NEW YORK, NY 10010	N/A	PUBLIC	CHARITABLE	2,500
Total ▶ 3a				129,750

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
THE PEPPER FOUNDATION 3940LAUREL CANYON BLVD 735 STUDIO CITY, CA 91604	N/A	PUBLIC	CHARITABLE	1,500
UCLA FOUNDATION - UCLA COLLEGE OF LETTERS AND SCIENCE 1309 MURPHY HALL BOX 951413 LOS ANGELES, CA 90095	N/A	PUBLIC	CHARITABLE	5,000
VANGUARD UNIVERSITY - GLOBAL CENTER FOR WOMEN AND JUSTICE 55 FAIR DRIVE COSTA MESA, CA 92626	N/A	PUBLIC	CHARITABLE	10,000
Total ▶ 3a				129,750

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
WAGS AND WALKS 8721 SANTA MONICA BLVD 344 WEST HOLLYWOOD, CA 90069	N/A	PUBLIC	CHARITABLE	2,500
WELLS BRING HOPE - CO BARBARA GOLDBERG 16563 PARK LANE CIRCLE LOS ANGELES, CA 90049	N/A	PUBLIC	CHARITABLE	15,000
WILDLIFE LEARNING FOUNDATION 15981 YARNELL STREET STE 251 SYLMAR, CA 91342	N/A	PUBLIC	CHARITABLE	2,500
Total ▶ 3a				129,750

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
WINGS OF RESCUE 5959 TOPANGA CANYON BLVD SUITE 285 WOODLAND HILLS, CA 91367	N/A	PUBLIC	CHARITABLE	10,000
Total ► 3a				129,750

TY 2019 Accounting Fees Schedule**Name:** THE WATERS CHARITABLE REMAINDER UNITRUST**EIN:** 26-0631392

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
ACCOUNTING	3,689	1,844		1,845

TY 2019 Investments Corporate Stock Schedule**Name:** THE WATERS CHARITABLE REMAINDER UNITRUST**EIN:** 26-0631392**Investments Corporation Stock Schedule**

Name of Stock	End of Year Book Value	End of Year Fair Market Value
1,000 SHS CONOCO PHILIPS	42,056	65,030
100 SHS APPLE INC	16,065	29,365
225 SHS VANGUARD S&P 500	41,191	66,555
250 SHS CHEVRON	20,819	30,128
400 SHS VANGUARD STAR	19,629	22,276
500 SHS PHILLIPS 66	12,499	55,705
500 SHS VANGUARD INDEX	53,810	81,810

TY 2019 Other Assets Schedule

Name: THE WATERS CHARITABLE REMAINDER UNITRUST

EIN: 26-0631392

Other Assets Schedule

Description	Beginning of Year - Book Value	End of Year - Book Value	End of Year - Fair Market Value
55 2% INTEREST IN WATERS, LLC	1,597,502	1,560,341	2,421,154

TY 2019 Other Expenses Schedule**Name:** THE WATERS CHARITABLE REMAINDER UNITRUST**EIN:** 26-0631392**Other Expenses Schedule**

Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
BANK FEES	55	0		0

TY 2019 Other Income Schedule

Name: THE WATERS CHARITABLE REMAINDER UNITRUST

EIN: 26-0631392

Other Income Schedule

Description	Revenue And Expenses Per Books	Net Investment Income	Adjusted Net Income
OTHER INCOME FROM WATERS LLC PASS THRU	104	104	104

TY 2019 Taxes Schedule**Name:** THE WATERS CHARITABLE REMAINDER UNITRUST**EIN:** 26-0631392

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
EXEMPT ORGANIZATION FEE	50	0		0
FRANCHISE TAX BOARD	10	0		0
FOREIGN TAXES	123	123		0
US TREASURY	1,391	0		0
US TREASURY ESTIMATES	2,520	0		0