

Form **990-PF****Return of Private Foundation**

OMB No 1545-0047

Department of the Treasury
Internal Revenue Service

- or Section 4947(a)(1) Trust Treated as Private Foundation
- ▶ Do not enter social security numbers on this form as it may be made public.
- ▶ Go to www.irs.gov/Form990PF for instructions and the latest information

2019

Open to Public Inspection

For calendar year **2019** or tax year beginning , **2019**, and ending , **20**

Name of foundation

BALIN, HILDEGARD CHARIT TUA-MAIN

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

6325 S RAINBOW BLVD STE 300

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

LAS VEGAS, NV 89118

G Check all that apply.

☐ Initial return☐ Final return☐ Address change☐ Initial return of a former public charity☐ Amended return☐ Name change

H Check type of organization:

☒ Section 501(c)(3) exempt private foundation☐ Section 4947(a)(1) nonexempt charitable trust☐ Other taxable private foundation

I Fair market value of all assets at

end of year (from Part II, col (c), line

16) ▶ \$ **7,372,501.**

J Accounting method:

☒ Cash☐ Accrual☐ Other (specify)

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

A Employer identification number

77-6132316

B Telephone number (see instructions)

888-730-4933

C If exemption application is pending, check here

D 1 Foreign organizations, check here

2 Foreign organizations meeting the 85% test, check here and attach computation

E If private foundation status was terminated under section 507(b)(1)(A), check here

F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here

Part I Analysis of Revenue and Expenses (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see instructions))

	(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
1 Contributions, gifts, grants, etc., received (attach schedule)				
2 Check ☒ if the foundation is not required to attach Sch. B.				
3 Interest on savings and temporary cash investments.				
4 Dividends and interest from securities	40,141.	40,013.		STMT 1
5a Gross rents				
b Net rental income or (loss)				
6a Net gain or (loss) from sale of assets not on line 10	219,920.			
b Gross sales price for all assets on line 6a	658,736.			
7 Capital gain net income (from Part IV, line 2)		219,920.		
8 Net short-term capital gain				
9 Income modifications				
10a Gross sales less returns and allowances				
b Loss: Cost of goods sold				
c Gross profit or (loss) (attach schedule)				
11 Other income (attach schedule)	198,241.	198,241.		STMT 2
12 Total. Add lines 1 through 11	458,302.	458,174.		
13 Compensation of officers, directors, trustees, etc	85,381.	64,036.		21,345.
14 Other employee salaries and wages		NONE	NONE	
15 Pension plans, employee benefits		NONE	NONE	
16a Legal fees (attach schedule)				
b Accounting fees (attach schedule) STMT 3	1,535.	NONE	NONE	1,535.
c Other professional fees (attach schedule)				
17 Interest				
18 Taxes (attach schedule) (see instructions) STMT 4	9,190.	350.		
19 Depreciation (attach schedule) and depletion				
20 Occupancy				
21 Travel, conferences, and meetings		NONE	NONE	
22 Printing and publications		NONE	NONE	
23 Other expenses (attach schedule) STMT 5	68,741.	68,731.		10.
24 Total operating and administrative expenses. Add lines 13 through 23.	164,847.	133,117.	NONE	22,890.
25 Contributions, gifts, grants paid	303,700.			303,700.
26 Total expenses and disbursements. Add lines 24 and 25	468,547.	133,117.	NONE	326,590.
27 Subtract line 26 from line 12	-10,245.			
a Excess of revenue over expenses and disbursements				
b Net investment income (if negative, enter -0-)		325,057.		
c Adjusted net income (if negative, enter -0-)				

Part II Balance Sheets		Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions)	Beginning of year	End of year	
			(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1	Cash - non-interest-bearing			
	2	Savings and temporary cash investments	110,314.	133,261.	133,261.
	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 ▶ NONE			
	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)			
	c	Investments - corporate bonds (attach schedule)			
Liabilities	11	Investments - land, buildings, and equipment basis ▶			
		Less accumulated depreciation ▶ (attach schedule)			
	12	Investments - mortgage loans			
	13	Investments - other (attach schedule) STMT 6.	2,727,320.	2,655,024.	7,239,240.
	14	Land, buildings, and equipment basis ▶			
		Less accumulated depreciation ▶ (attach schedule)			
	15	Other assets (describe ▶)			
	16	Total assets (to be completed by all filers - see the instructions Also, see page 1, item I)	2,837,634.	2,788,285.	7,372,501.
	17	Accounts payable and accrued expenses			
	18	Grants payable			
Net Assets or Fund Balances	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)		NONE	
		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	2,837,634.	2,788,285.	
	27	Paid-in or capital surplus, or land, bldg, and equipment fund			
	28	Retained earnings, accumulated income, endowment, or other funds			
	29	Total net assets or fund balances (see instructions)	2,837,634.	2,788,285.	
	30	Total liabilities and net assets/fund balances (see instructions)	2,837,634.	2,788,285.	

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	2,837,634.
2	Enter amount from Part I, line 27a	2	-10,245.
3	Other increases not included in line 2 (itemize) ▶	3	
4	Add lines 1, 2, and 3	4	2,827,389.
5	Decreases not included in line 2 (itemize) ▶ SEE STATEMENT 17	5	39,104.
6	Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 29	6	2,788,285.

Form **990-PF** (2019)

Part IV Capital Gains and Losses for Tax on Investment Income

(a) List and describe the kind(s) of property sold (for example, real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co)			(b) How acquired P - Purchase D - Donation	(c) Date acquired (mo, day, yr)	(d) Date sold (mo, day, yr)
1 a PUBLICLY TRADED SECURITIES					
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 658,736.		438,816.	219,920.		
b					
c					
d					
e					
Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(i) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))		
(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			219,920.		
b					
c					
d					
e					
2 Capital gain net income or (net capital loss)			2	219,920.	
If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7					
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6):			3		
If gain, also enter in Part I, line 8, column (c) See instructions. If (loss), enter -0- in Part I, line 8					

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))
2018	273,353.	7,021,917.	0.038929
2017	239,623.	6,936,491.	0.034545
2016	271,042.	5,622,670.	0.048205
2015	282,968.	5,864,459.	0.048251
2014	270,426.	6,005,888.	0.045027
2 Total of line 1, column (d)			0.214957
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			0.042991
4 Enter the net value of noncharitable-use assets for 2019 from Part X, line 5			7,012,156.
5 Multiply line 4 by line 3.			301,460.
6 Enter 1% of net investment income (1% of Part I, line 27b).			3,251.
7 Add lines 5 and 6.			304,711.
8 Enter qualifying distributions from Part XII, line 4.			326,590.

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)		1	3,251.
b Domestic foundations that meet the section 4940(e) requirements in Part V, check here ☒ and enter 1% of Part I, line 27b		2	NONE
c All other domestic foundations enter 2% of line 27b Exempt foreign organizations, enter 4% of Part I, line 12, col (b)		3	3,251.
2 Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only, others, enter -0-)		4	NONE
3 Add lines 1 and 2		5	3,251.
4 Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only, others, enter -0-)			
5 Tax based on investment income. Subtract line 4 from line 3. If zero or less, enter -0-			
6 Credits/Payments			
a 2019 estimated tax payments and 2018 overpayment credited to 2019	6a	5,524.	
b Exempt foreign organizations - tax withheld at source	6b	NONE	
c Tax paid with application for extension of time to file (Form 8868)	6c	NONE	
d Backup withholding erroneously withheld	6d		
7 Total credits and payments. Add lines 6a through 6d	7	5,524.	
8 Enter any penalty for underpayment of estimated tax. Check here ☐ if Form 2220 is attached	8		
9 Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed	9		
10 Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10	2,273.	
11 Enter the amount of line 10 to be Credited to 2020 estimated tax ☒ 2,273. Refunded ☐ 11	11		

Part VII-A Statements Regarding Activities

	Yes	No
1a During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?		X
b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes? See the instructions for the definition If the answer is "Yes" to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities		X
c Did the foundation file Form 1120-POL for this year?		X
d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year (1) On the foundation ☐ \$ _____ (2) On foundation managers ☐ \$ _____		
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers ☐ \$ _____		
2 Has the foundation engaged in any activities that have not previously been reported to the IRS? If "Yes," attach a detailed description of the activities		X
3 Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? If "Yes," attach a conformed copy of the changes		X
4a Did the foundation have unrelated business gross income of \$1,000 or more during the year?		X
b If "Yes," has it filed a tax return on Form 990-T for this year?		
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? If "Yes," attach the statement required by General Instruction T		X
6 Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	X	
7 Did the foundation have at least \$5,000 in assets at any time during the year? If "Yes," complete Part II, col (c), and Part XV	X	
8a Enter the states to which the foundation reports or with which it is registered. See instructions ☒ 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	X	
9 Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2019 or the tax year beginning in 2019? See the instructions for Part XIV. If "Yes," complete Part XIV		X
10 Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses		X

Part VII-A Statements Regarding Activities (continued)

	Yes	No
11 At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule See instructions		X
12 Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement See instructions.		X
13 Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address ► N/A	X	
14 The books are in care of ► SEE STATEMENT 18 Telephone no. ► Located at ► ZIP+4 ►		
15 Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 - check here and enter the amount of tax-exempt interest received or accrued during the year ► 15		
16 At any time during calendar year 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 ►		X

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.**

	Yes	No
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? ☐ 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	X
c Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2019?	1c	X
2 Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5)) - a At the end of tax year 2019, did the foundation have any undistributed income (Part XIII, lines 6d and 6e) for tax year(s) beginning before 2019? ☐ Yes ☒ No If "Yes," list the years ► - 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 ►	2b	
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 Form 4720, Schedule C, 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	X
b Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2019?	4b	X

Form **990-PF** (2019)

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

	Yes	No
5a During the year, did the foundation pay or incur any amount to		
(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))?	☐ Yes	☒ No
(2) Influence the outcome of any specific public election (see section 4955), or to carry on, directly or indirectly, any voter registration drive?	☐ Yes	☒ No
(3) Provide a grant to an individual for travel, study, or other similar purposes?	☐ Yes	☒ No
(4) Provide a grant to an organization other than a charitable, etc., organization described in section 4945(d)(4)(A)? See instructions	☐ Yes	☒ No
(5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals?	☐ Yes	☒ No
b If any answer is "Yes" to 5a(1)-(5), did any of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance? See instructions		
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?	☐ Yes	☐ No
If "Yes," attach the statement required by Regulations section 53.4945-5(d)		
6a Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract?	☐ Yes	☒ No
b Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract?		
If "Yes" to 6b, file Form 8870		
7a At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction?	☐ Yes	☒ No
b If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction?		
8 Is the foundation subject to the section 4960 tax on payment(s) of more than \$1,000,000 in remuneration or excess parachute payment(s) during the year?	☐ Yes	☒ 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. 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
WELLS FARGO BANK, N.A.	CO-TRUSTEE			
100 N ST MAC D4001-117, WINSTON SALEM, NC 27101	1	68,602	-0-	-0-
DAVID F HORTON	CO-TRUSTEE			
4350 VIA PRESADA, SANTA BARBARA, CA 93110	1	16,779.	-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		NONE	NONE	NONE

Total number of other employees paid over \$50,000 NONE

Form 990-PF (2019)

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

Total number of others receiving over \$50,000 for professional services	▶	NONE
---	---	------

Expenses

Amount

Total. Add lines 1 through 3		
---	--	--

15

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	6,971,993.
b	Average of monthly cash balances	1b	146,947.
c	Fair market value of all other assets (see instructions).	1c	NONE
d	Total (add lines 1a, b, and c)	1d	7,118,940.
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation) 1e		
2	Acquisition indebtedness applicable to line 1 assets	2	NONE
3	Subtract line 2 from line 1d.	3	7,118,940.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions).	4	106,784.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	7,012,156.
6	Minimum investment return. Enter 5% of line 5	6	350,608.

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	350,608.
2a	Tax on investment income for 2019 from Part VI, line 5 2a		3,251.
b	Income tax for 2019 (This does not include the tax from Part VI) 2b		
c	Add lines 2a and 2b.	2c	3,251.
3	Distributable amount before adjustments Subtract line 2c from line 1.	3	347,357.
4	Recoveries of amounts treated as qualifying distributions.	4	NONE
5	Add lines 3 and 4	5	347,357.
6	Deduction from distributable amount (see instructions).	6	NONE
7	Distributable amount as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1.	7	347,357.

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	326,590.
b	Program-related investments - total from Part IX-B.	1b	
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes.	2	NONE
3	Amounts set aside for specific charitable projects that satisfy the:		
a	Suitability test (prior IRS approval required)	3a	NONE
b	Cash distribution test (attach the required schedule)	3b	NONE
4	Qualifying distributions Add lines 1a through 3b Enter here and on Part V, line 8, and Part XIII, line 4	4	326,590.
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	3,251.
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	323,339.

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				347,357.
2 Undistributed income, if any, as of the end of 2019				
a Enter amount for 2018 only.			305,645.	
b Total for prior years 20____, 20____, 20____		NONE		
3 Excess distributions carryover, if any, to 2019				
a From 2014	NONE			
b From 2015	NONE			
c From 2016	NONE			
d From 2017	NONE			
e From 2018	NONE			
f Total of lines 3a through e	NONE			
4 Qualifying distributions for 2019 from Part XII, line 4 ► \$ 326,590.				
a Applied to 2018, but not more than line 2a . . .			305,645.	
b Applied to undistributed income of prior years (Election required - see instructions)		NONE		
c Treated as distributions out of corpus (Election required - see instructions)	NONE			
d Applied to 2019 distributable amount.				20,945.
e Remaining amount distributed out of corpus. . .	NONE			
5 Excess distributions carryover applied to 2019 (If an amount appears in column (d), the same amount must be shown in column (a))	NONE			NONE
6 Enter the net total of each column as indicated below:				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5	NONE			
b Prior years' undistributed income Subtract line 4b from line 2b.		NONE		
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		NONE		
d Subtract line 6c from line 6b Taxable amount - see instructions		NONE		
e Undistributed income for 2018 Subtract line 4a from line 2a Taxable amount - see instructions				
f Undistributed income for 2019 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2020.				326,412.
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)	NONE			
8 Excess distributions carryover from 2014 not applied on line 5 or line 7 (see instructions) . . .	NONE			
9 Excess distributions carryover to 2020. Subtract lines 7 and 8 from line 6a	NONE			
10 Analysis of line 9				
a Excess from 2015	NONE			
b Excess from 2016	NONE			
c Excess from 2017	NONE			
d Excess from 2018	NONE			
e Excess from 2019	NONE			

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

NOT APPLICABLE

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

- b** Check box to indicate whether the foundation is a private operating foundation described in section

4942(j)(3) or

4942(j)(5)

- 2a** Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed.

[illegible]

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))

NONE

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

NONE

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

Check here ☒ if the foundation only makes contributions to preselected charitable organizations and does not accept unsolicited requests for funds. If the foundation makes gifts, grants, etc., to individuals or organizations under other conditions, complete items 2a, b, c, and d. 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 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
a <i>Paid during the year</i> SEE STATEMENT 29				303,700.
Total			▶ 3a	303,700.
b <i>Approved for future payment</i>				
Total			▶ 3b	

FORM 990PF, PART I - DIVIDENDS AND INTEREST FROM SECURITIES

=====

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
-----	-----	-----
USGI REPORTED AS NONQUALIFIED DIVIDENDS	289.	289.
FOREIGN DIVIDENDS	4,315.	4,315.
NONDIVIDEND DISTRIBUTIONS	128.	
DOMESTIC DIVIDENDS	29,064.	29,064.
OTHER INTEREST	2,872.	2,872.
NONQUALIFIED FOREIGN DIVIDENDS	1,303.	1,303.
NONQUALIFIED DOMESTIC DIVIDENDS	1,527.	1,527.
SECTION 199A DIVIDENDS	643.	643.
	-----	-----
TOTAL	40,141.	40,013.
	=====	=====

FORM 990PF, PART I - OTHER INCOME
=====

DESCRIPTION -----	REVENUE AND EXPENSES PER BOOKS -----	NET INVESTMENT INCOME -----
OTHER TAXABLE INCOME	2,551.	2,551.
TOTAL RENTAL INCOME - 3RD PARTY	195,690.	195,690.
	-----	-----
TOTALS	198,241.	198,241.
	=====	=====

FORM 990PF, PART I - ACCOUNTING FEES
=====

DESCRIPTION -----	REVENUE AND EXPENSES PER BOOKS -----	NET INVESTMENT INCOME -----	ADJUSTED NET INCOME -----	CHARITABLE PURPOSES -----
TAX PREPARATION FEE (NON-ALLOC	1,535.			1,535.
TOTALS	1,535.	NONE	NONE	1,535.
	=====	=====	=====	=====

FORM 990PF, PART I - TAXES

=====

DESCRIPTION -----	REVENUE AND EXPENSES PER BOOKS -----	NET INVESTMENT INCOME -----
FOREIGN TAXES	284.	284.
FEDERAL TAX PAYMENT - PRIOR YE	7,000.	
FEDERAL ESTIMATES - PRINCIPAL	1,840.	
FOREIGN TAXES ON NONQUALIFIED	66.	66.
	-----	-----
TOTALS	9,190.	350.
	=====	=====

FORM 990PF, PART I - OTHER EXPENSES
=====

DESCRIPTION -----	REVENUE AND EXPENSES PER BOOKS -----	NET INVESTMENT INCOME -----	CHARITABLE PURPOSES -----
ADR FEES	5.	5.	
STATE AG FEES	10.		10.
RENTAL INSURANCE	18,940.	18,940.	
3RD PARTY RENTAL EXPENSES	49,786.	49,786.	
TOTALS	68,741.	68,731.	10.
	=====	=====	=====

FORM 990PF, PART II - OTHER INVESTMENTS
=====

DESCRIPTION -----	COST/ FMV C OR F ----	ENDING BOOK VALUE -----	ENDING FMV ----
RE0106477 3RD PARTY MGR OPERAT	C		
RE0186578 330/332E MICHELTOREN	C	450,000.	1,350,000.
539830109 LOCKHEED MARTIN CORP	C	5,267.	7,788.
548661107 LOWES COS INC	C	4,361.	7,545.
681919106 OMNICOM GROUP	C	1,661.	1,863.
68389X105 ORACLE CORPORATION	C	8,551.	8,689.
918204108 V F CORP	C	1,336.	2,591.
194162103 COLGATE PALMOLIVE CO	C	17,327.	47,568.
81369Y803 AMEX TECHNOLOGY SELE	C	45,762.	165,006.
09247X101 BLACKROCK INC	C	16,423.	26,140.
RE0106642 3RD PARTY MGR OPERAT	C		
22160N109 COSTAR GROUP, INC	C	622.	1,795.
00971T101 AKAMAI TECHNOLOGIES	C	1,023.	1,382.
981558109 WORLDPAY INC	C		
452327109 ILLUMINA INC	C		
64110L106 NETFLIX.COM INC	C	1,581.	3,981.
16119P108 CCH I LLC	C	3,469.	9,707.
339041105 FLEETCOR TECHNOLOGIE	C	2,102.	3,881.
67103H107 O'REILLY AUTOMOTIVE	C	1,489.	2,877.
02043Q107 ALNYLAM PHARMACEUTIC	C	1,176.	2,630.
12541W209 C H ROBINSON WORLDWI	C		
169656105 CHIPOTLE MEXICAN GRI	C		
57636Q104 MASTERCARD INC	C	1,361.	2,511.
848637104 SPLUNK INC	C	7,042.	20,006.
189054109 CLOROX CO	C	1,383.	1,947.
384802104 GRAINGER W W INC	C	1,029.	1,382.
427866108 THE HERSHEY COMPANY	C		
452308109 ILLINOIS TOOL WORKS	C	1,898.	2,646.
20605P101 CONCHO RESOURCES INC	C	2,724.	3,952.

FORM 990PF, PART II - OTHER INVESTMENTS

=====

DESCRIPTION	COST/ FMV C OR F	ENDING BOOK VALUE	ENDING FMV
-----	----	-----	----
LBX006608 SEC DEP: TOWN'N COUN	C		
RE0186560 328 E MICHELTORENA,	C	225,000.	770,000.
RE0186594 4732 ELEANOR DRIVE,	C	239,000.	775,000.
LBX007135 SEC DEP: TOWN'N COUN	C		
464287861 ISHARES S&P EUROPE 3	C	15,783.	23,480.
464286665 ISHARES INC MSCI PAC	C	19,843.	38,985.
032095101 AMPHENOL CORP NEW	C	1,570.	2,489.
053015103 AUTOMATIC DATA PROCE	C	3,209.	5,797.
156782104 CERNER CORP COM	C	1,142.	1,688.
171340102 CHURCH & DWIGHT INC	C	897.	1,407.
192446102 COGNIZANT TECH SOLUT	C	2,493.	2,791.
922475108 VEEVA SYSTEMS INC	C	1,135.	1,829.
25243Q205 DIAGEO PLC - ADR	C	24,670.	42,105.
437076102 HOME DEPOT INC	C	7,830.	13,321.
RE0186552 326 E MICHELTORENA,	C	225,000.	770,000.
902973304 US BANCORP DEL NEW	C		
78409V104 S&P GLOBAL INC	C	2,443.	5,461.
09062X103 BIOGEN IDEC INC	C	2,048.	2,374.
03027X100 AMERICAN TOWER REIT	C	3,377.	7,354.
98138H101 WORKDAY INC	C	960.	2,302.
37940X102 GLOBAL PMTS INC W/I	C	2,447.	4,747.
88579Y101 3M CO	C	6,573.	6,704.
02079K107 ALPHABET INC/CA	C	19,306.	32,088.
02209S103 ALTRIA GROUP INC	C	3,039.	3,094.
90385D107 ULTIMATE SOFTWARE GR	C		
83001A102 SIX FLAGS ENTERTAINM	C		
79466L302 SALESFORCE COM INC	C		
117043109 BRUNSWICK CORP	C		
126650100 CVS/CAREMARK CORPORA	C	5,064.	8,295.

FORM 990PF, PART II - OTHER INVESTMENTS
=====

DESCRIPTION	COST/ FMV C OR F	ENDING BOOK VALUE	ENDING FMV
-----	-----	-----	----
149123101 CATERPILLAR INC	C	1,502.	1,920.
285512109 ELECTRONIC ARTS INC	C	1,742.	2,365.
444859102 HUMANA INC	C	2,004.	3,665.
12514G108 CDW CORP/DE	C	1,359.	2,143.
122017106 BURLINGTON STORES IN	C	505.	2,280.
83088M102 SKYWORKS SOLUTIONS I	C	1,020.	1,571.
32008D106 FIRST DATA CORP- CLA	C		
640268108 NEKTAR THERAPEUTICS	C		
124857202 CBS CORP NEW	C		
30212P303 EXPEDIA INC	C	997.	973.
81762P102 SERVICENOW INC	C	872.	3,388.
040413106 ARISTA NETWORKS INC	C		
29530P102 ERIE INDY CO	C	1,602.	2,324.
125523100 CIGNA CORP	C	1,679.	2,249.
380237107 GODADDY INC	C		
89400J107 TRANSUNION	C	1,543.	1,627.
49271V100 KEURIG DR PEPPER INC	C		
00724F101 ADOBE SYS INC	C	3,561.	11,873.
003654100 ABIOMED INC	C	339.	512.
084670702 BERSHIRE HATHAWAY IN	C		
852234103 SQUARE INC	C	1,016.	1,314.
784117103 SEI INVESTMENT COMPA	C	1,087.	1,768.
191216100 COCA COLA CO	C	9,747.	12,841.
761152107 RESMED INC	C	974.	1,550.
22160K105 COSTCO WHOLESALE COR	C	5,111.	9,993.
902252105 TYLER TECHNOLOGIES I	C	1,508.	3,600.
09061G101 BIOMARIN PHARMACEUTI	C		
31428X106 FEDEX CORPORATION	C		
015351109 ALEXION PHARMACEUTIC	C		

FORM 990PF, PART II - OTHER INVESTMENTS

COST/
FMV
C OR FENDING
BOOK VALUE
ENDING
FMV

DESCRIPTION

28176E108 EDWARDS LIFESCIENCES	C	1,271.	3,266.
91324P102 UNITEDHEALTH GROUP I	C	10,484.	20,579.
81369Y704 AMEX INDUSTRIAL SPDR	C	48,690.	73,323.
00287Y109 ABBVIE INC	C	6,471.	9,474.
482480100 KLA-TENCOR CORP COM	C	877.	1,960.
518439104 ESTEE LAUDER COMPANI	C	1,322.	3,511.
595017104 MICROCHIP TECHNOLOGY	C	1,028.	1,676.
666807102 NORTHROP GRUMMAN COR	C	2,919.	4,128.
743315103 PROGRESSIVE CORP OHI	C	1,557.	2,244.
778296103 ROSS STORES INC	C	1,398.	2,794.
844741108 SOUTHWEST AIRLINES C	C	1,361.	1,565.
81369Y506 AMEX ENERGY SELECT S	C	11,693.	24,016.
464287234 ISHARES TR MSCI EMER	C	40,230.	53,844.
571903202 MARRIOTT INTERNATIONAL	C	1,467.	2,877.
929160109 VULCAN MATLS CO	C	1,300.	1,872.
032654105 ANALOG DEVICES INC	C	1,514.	2,258.
115637209 BROWN FORMAN CORP CL	C	1,318.	2,366.
151020104 CELGENE CORP COM	C		
172908105 CINTAS CORP	C	1,054.	1,614.
294429105 EQUIFAX INC	C	1,458.	1,681.
25278X109 DIAMONDBACK ENERGY I	C	734.	929.
90384S303 ULTA SALON COSMETICS	C	1,002.	1,266.
43300A203 HILTON WORLDWIDE HOL	C	610.	1,331.
252131107 DEXCOM INC	C	1,119.	2,406.
983793100 XPO LOGISTICS INC	C		
87236Y108 TD AMERITRADE HLDG C	C	3,667.	4,482.
025816109 AMERICAN EXPRESS COM	C	1,033.	2,686.
038222105 APPLIED MATERIALS IN	C	1,211.	2,383.
053332102 AUTOZONE INC	C		

FORM 990PF, PART II - OTHER INVESTMENTS
=====

DESCRIPTION -----	COST/ FMV C OR F -----	ENDING BOOK VALUE -----	ENDING FMV ---
254687106 WALT DISNEY CO	C		
278865100 ECOLAB INC	C	2,409.	4,053.
302491303 FMC CORP COM NEW	C		
337738108 FISERV INC	C	2,571.	6,013.
45337C102 INCYTE CORPORATION,	C	1,368.	1,834.
45866F104 INTERCONTINENTALEXCH	C	1,035.	2,036.
44919P508 IAC/INTERACTIVECORP	C	1,086.	1,744.
RE0106444 3RD PARTY MGR OPERAT	C		
LB9972541 SEC DEP: TOWN'N COUN	C		
773903109 ROCKWELL AUTOMATION	C	1,049.	1,621.
863667101 STRYKER CORP	C	3,766.	6,928.
913017109 UNITED TECHNOLOGIES	C		
366651107 GARTNER INC	C	1,015.	1,079.
94106L109 WASTE MANAGEMENT INC	C	3,124.	4,103.
G6095L109 APTIV PLC	C	1,405.	1,994.
891906109 TOTAL SYS SVCS INC	C		
26875P101 EOG RESOURCES, INC	C		
03662Q105 ANSYS INC	C	1,003.	1,544.
09857L108 BOOKING HOLDINGS INC	C	6,042.	8,215.
11135F101 BROADCOM INC	C	28,611.	36,342.
G47791101 INGERSOLL-RAND PLC	C	1,364.	1,861.
983919101 XILINX INC	C	1,092.	1,662.
828806109 SIMON PROPERTY GROUP	C	2,932.	2,830.
438516106 HONEYWELL INTERNATIO	C	3,343.	5,487.
92345Y106 VERISK ANALYTICS INC	C	2,316.	4,182.
46120E602 INTUITIVE SURGICAL I	C	1,965.	5,320.
G0408V102 AON PLC	C	2,238.	4,166.
478160104 JOHNSON & JOHNSON	C	15,150.	37,197.
580135101 MCDONALDS CORP	C	8,206.	42,881.

FORM 990PF, PART II - OTHER INVESTMENTS
=====

DESCRIPTION -----	COST/ FMV C OR F -----	ENDING BOOK VALUE -----	ENDING FMV ----
742718109 PROCTER & GAMBLE CO	C	12,849.	51,834.
38141G104 GOLDMAN SACHS GROUP	C		
RE0106436 3RD PARTY MGR OPERAT	C		
94946T106 WELLCARE HEALTH PLAN	C		
57060D108 MARKETAXESS HLDGS IN	C	1,203.	2,654.
40412C101 HCA HOLDINGS INC	C	1,087.	2,217.
893641100 TRANSDIGM GROUP INC	C	994.	1,680.
803607100 SAREPTA THERAPEUTICS	C		
11133T103 BROADRIDGE FINANCIAL	C		
031162100 AMGEN INC	C	7,544.	9,643.
192422103 COGNEX CORP	C	972.	1,289.
217204106 COPART INC COM	C	1,056.	1,546.
461202103 INTUIT COM	C	2,085.	4,715.
69370C100 PTC INC	C	643.	1,348.
872590104 T-MOBILE US INC	C	1,062.	1,255.
756577102 RED HAT INC	C		
615369105 MOODYS CORP	C	1,208.	2,849.
G5494J103 LINDE PLC	C		
016255101 ALIGN TECHNOLOGY INC	C	1,616.	2,511.
58933Y105 MERCK & CO INC NEW	C	30,806.	33,561.
15135B101 CENTENE CORP DEL	C	1,635.	2,075.
61174X109 MONSTER BEVERAGE COR	C	1,376.	2,097.
988498101 YUM BRANDS INC	C	1,683.	2,720.
693506107 PPG INDUSTRIES INC	C	1,908.	2,670.
75886F107 REGENERON PHARMACEUT	C	1,711.	2,253.
808513105 SCHWAB CHARLES CORP	C	3,806.	4,661.
824348106 SHERWIN WILLIAMS CO	C	1,563.	3,501.
883556102 THERMO FISHER SCIENT	C	4,863.	6,497.
907818108 UNION PACIFIC CORP	C	5,486.	9,582.

FORM 990PF, PART II - OTHER INVESTMENTS
=====

DESCRIPTION -----	COST/ FMV C OR F -----	ENDING BOOK VALUE -----	ENDING FMV -----
92532F100 VERTEX PHARMACEUTICA	C	1,363.	3,503.
RE0106220 3RD PARTY MGR OPERAT	C		
RE0106485 3RD PARTY MGR OPERAT	C		
MSX083922 ORIGINAL DOCUMENT DA	C	1.	1.
67066G104 NVIDIA CORP	C	3,926.	9,177.
911312106 UNITED PARCEL SERVIC	C	6,151.	6,672.
21036P108 CONSTELLATION BRANDS	C		
22822V101 CROWN CASTLE INTL CO	C	2,055.	3,412.
G1151C101 ACCENTURE PLC	C	5,687.	10,107.
03073E105 AMERISOURCEBERGEN CO	C		
256677105 DOLLAR GENERAL CORP	C	1,364.	2,964.
70450Y103 PAYPAL HOLDINGS INC	C	3,456.	9,303.
983134107 WYNN RESORTS LTD	C	1,376.	1,805.
88160R101 TESLA MOTORS INC	C	1,678.	3,765.
16411R208 CHENIERE ENERGY INC	C	1,033.	1,038.
78410G104 SBA COMMUNICATIONS C	C	1,525.	2,410.
31620M106 FIDELITY NATL INFORM	C	1,648.	3,616.
697435105 PALO ALTO NETWORKS I	C	1,693.	2,081.
166764100 CHEVRON CORP	C		
98978V103 ZOETIS INC	C	1,747.	4,632.
55354G100 MSCI INC	C	1,083.	1,807.
LBX007341 SEC DEP: TOWN'N COUN	C		
002824100 ABBOTT LABORATORIES	C	4,446.	4,604.
RE0186586 1018 CARPINTERIA, S	C	175,000.	765,000.
29444U700 EQUINIX INC	C	1,666.	2,919.
74925K581 ROBEKO BP LNG/SHRT R	C		
25264S833 DIAMOND HILL LONG-SH	C		
487836108 KELLOGG CO	C		
494368103 KIMBERLY CLARK CORP	C		

FORM 990PF, PART II - OTHER INVESTMENTS
=====

DESCRIPTION -----	COST/ FMV C OR F -----	ENDING BOOK VALUE -----	ENDING FMV ---
571748102 MARSH & MCLENNAN COS	C	2,925.	4,679.
57772K101 MAXIM INTEGRATED PRO	C	884.	1,353.
682680103 ONEOK INC COM	C	1,280.	2,119.
30303M102 FACEBOOK INC	C	22,259.	37,561.
007903107 ADVANCED MICRO DEVIC	C	718.	3,210.
032511107 ANADARKO PETE CORP	C		
101137107 BOSTON SCIENTIFIC CO	C	2,096.	4,432.
110122108 BRISTOL MYERS SQUIBB	C	4,921.	5,970.
126408103 CSX CORP	C	1,649.	2,388.
127387108 CADENCE DESIGN SYSTE	C	1,032.	1,526.
311900104 FASTENAL CO	C	1,095.	1,330.
459506101 INTERNATIONAL FLAVOR	C		
64110D104 NETAPP INC	C		
LB9986830 SEC DEP: TOWN'N COUN	C		
512807108 LAM RESEARCH CORP CO	C	1,266.	3,216.
532457108 ELI LILLY & CO COM	C	5,707.	8,280.
713448108 PEPSICO INC	C	10,387.	13,940.
723787107 PIONEER NAT RES CO C	C		
74460D109 PUBLIC STORAGE INC C	C	2,444.	2,556.
855244109 STARBUCKS CORP COM	C	6,013.	9,495.
871829107 SYSCO CORP	C	2,130.	3,422.
872540109 TJX COS INC NEW	C	2,846.	4,885.
941848103 WATERS CORP	C	1,086.	1,636.
989207105 ZEBRA TECHNOLOGIES C	C	981.	1,533.
594918104 MICROSOFT CORP	C	43,648.	118,433.
81369Y100 AMEX MATERIALS SPDR	C		
LB9986673 SEC DEP: TOWN'N COUN	C		
RE0186545 315 E. MICHELTORENA,	C	225,000.	815,000.
023135106 AMAZON COM INC	C	25,881.	55,435.

FORM 990PF, PART II - OTHER INVESTMENTS
=====

DESCRIPTION -----	COST/ FMV C OR F ----	ENDING BOOK VALUE -----	ENDING FMV ----
037833100 APPLE COMPUTER INC C	C	35,994.	96,317.
052769106 AUTODESK INC COM	C	923.	2,202.
075887109 BECTON DICKINSON AND	C	859.	1,360.
097023105 BOEING COMPANY	C	5,712.	12,705.
127097103 CABOT OIL & GAS CORP	C		
177376100 CITRIX SYS INC COM	C	832.	1,331.
244199105 DEERE & CO	C	2,461.	3,292.
302130109 EXPEDITORS INTL WASH	C	1,007.	1,092.
369550108 GENERAL DYNAMICS COR	C	1,334.	1,411.
375558103 GILEAD SCIENCES INC	C	3,972.	3,899.
45168D104 IDEXX CORP	C	977.	2,089.
459200101 INTERNATIONAL BUSINE	C	6,057.	6,032.
550021109 LULULEMON ATHLETICA	C	1,084.	1,853.
40416M105 HD SUPPLY HOLDINGS I	C		
92826C839 VISA INC-CLASS A SHR	C	10,539.	24,427.
00507V109 ACTIVISION BLIZZARD	C		
90184L102 TWITTER INC	C	1,085.	1,218.
592688105 METTLER-TOLEDO INTL	C	1,437.	2,380.
595112103 MICRON TECHNOLOGY IN	C		
654106103 NIKE INC CL B	C	5,160.	10,232.
704326107 PAYCHEX INC	C	1,455.	2,212.
882508104 TEXAS INSTRUMENTS IN	C	5,519.	9,750.
892356106 TRACTOR SUPPLY CO CO	C	1,082.	1,121.
579780206 MCCORMICK & CO INC N	C	741.	1,358.
64125C109 NEUROCRINE BIOSCIENC	C	369.	967.
92220P105 VARIAN MED SYS INC	C	1,029.	1,278.
755111507 RAYTHEON CO	C	2,998.	3,955.
018581108 ALLIANCE DATA SYS CO	C		
24703L202 DELL TECHNOLOGIES -C	C	274.	308.

FORM 990PF, PART II - OTHER INVESTMENTS
=====

DESCRIPTION	COST/ FMV C OR F	ENDING BOOK VALUE	ENDING FMV
-----	-----	-----	----
143130102 CARMAX INC	C	888.	1,403.
74144T108 T ROWE PRICE GROUP I	C	1,106.	1,949.
30063P105 EXACT SCIENCES CORP	C	1,066.	1,480.
02079K305 ALPHABET INC/CA	C	18,531.	30,806.
N53745100 LYONDELLBASELL INDU-	C		
12503M108 CBOE HOLDINGS INC	C		
78467J100 SS&C TECHNOLOGIES HO	C	757.	1,596.
517834107 LAS VEGAS SANDS CORP	C	1,352.	1,726.
43283X105 HILTON GRAND VACATIO	C		
90138F102 TWILIO INC	C	1,532.	1,376.
LB0012990 SEC DEP: MERIDIAN GR	C	-1,400.	-1,400.
620076307 MOTOROLA SOLUTIONS,	C	1,600.	1,450.
679295105 OKTA INC	C	1,550.	1,731.
17275R102 CISCO SYSTEMS INC	C	16,551.	14,052.
747525103 QUALCOMM INC	C	7,005.	8,117.
RE0196502 3RD PARTY MGR FUNDS	C	1.	4,600.
172967424 CITIGROUP INC	C	17,688.	19,973.
RE0196510 3RD PARTY MGR FUNDS	C	1.	7,800.
LB0013287 SEC DEP: MERIDIAN GR	C	-3,400.	-3,400.
502431109 L3HARRIS TECHNOLOGIE	C	1,628.	1,979.
LB0013014 SEC DEP: MERIDIAN GR	C	-4,400.	-4,400.
RE0196494 3RD PARTY MGR FUNDS	C	1.	2,800.
RE0196528 3RD PARTY MGR FUNDS	C	1.	3,600.
LB0013295 SEC DEP: MERIDIAN GR	C	-7,000.	-7,000.
49338L103 KEYSIGHT TECHNOLOGIE	C	1,575.	1,642.
036752103 ANTHEM INC	C	1,660.	2,114.
693391559 PIMCO EMERG MKTS BD-	C	67,003.	68,020.
921937819 VANGUARD INTERMEDIAT	C	100,129.	98,559.
LB0013279 SEC DEP: MERIDIAN GR	C	-7,600.	-7,600.

FORM 990PF, PART II - OTHER INVESTMENTS
=====

DESCRIPTION -----	COST/ FMV C OR F -----	ENDING BOOK VALUE -----	ENDING FMV ----
449253103 IAA INC	C	1,563.	1,694.
RE0196536 3RD PARTY MGR FUNDS	C	1.	7,200.
110122157 BRISTOL-MYERS SQUIBB	C	98.	138.
291011104 EMERSON ELECTRIC CO	C	1,864.	2,212.
20030N101 COMCAST CORP CLASS A	C	6,118.	6,206.
LB0013006 SEC DEP: MERIDIAN GR	C	-2,600.	-2,600.
46625H100 JPMORGAN CHASE & CO	C	21,329.	26,486.
RE0196486 3RD PARTY MGR FUNDS	C	1.	1,600.
92343E102 VERISIGN INC	C	1,335.	1,734.
278642103 EBAY INC	C	2,226.	2,058.
SECURITY DEPOSITS	C	-26,400.	-26,400.
		-----	-----
TOTALS		2,655,024.	7,239,240.
		=====	=====

FORM 990PF, PART III - OTHER DECREASES IN NET WORTH OR FUND BALANCES

=====

DESCRIPTION

AMOUNT

MUTUAL FUND TIMING DIFFERENCE	1,028.
PY RETURN OF CAPITAL ADJUSTMENT	142.
COST BASIS ADJUSTMENT	193.
3RD PARTY RENTAL ADJUSTMENT	12,048.
3RD PARTY MONEY TRANSFERS	25,693.

TOTAL	39,104.
	=====

FORM 990PF, PART VII-A, LINE 14 - BOOKS ARE IN THE CARE OF
=====

NAME: WELLS FARGO BANK N.A

ADDRESS: 100 N MAIN ST MAC D4001-117
WINSTON SALEM, NC 27101

TELEPHONE NUMBER: (888) 730-4933

=====

RECIPIENT NAME:

OASIS, INC

ADDRESS:

PO BOX 162376

FORT WORTH, TX 76161

RELATIONSHIP:

NONE

PURPOSE OF GRANT:

GENERAL OPERATING

FOUNDATION STATUS OF RECIPIENT:

PC

AMOUNT OF GRANT PAID 2,500.

RECIPIENT NAME:

COMMUNITY PARTNERS

ADDRESS:

1000 N ALAMEDA STREET, SUITE 240

LOS ANGELES, CA 90012

RELATIONSHIP:

NONE

PURPOSE OF GRANT:

GENERAL OPERATING

FOUNDATION STATUS OF RECIPIENT:

PC

AMOUNT OF GRANT PAID 9,000.

RECIPIENT NAME:

ALZHEIMERS DISEASE AND RELATED DISORDERS

ADDRESS:

225 N MICHIGAN AVE, FL 17

CHICAGO, IL 60601

RELATIONSHIP:

NONE

PURPOSE OF GRANT:

GENERAL OPERATING

FOUNDATION STATUS OF RECIPIENT:

PC

AMOUNT OF GRANT PAID 10,000.

RECIPIENT NAME:
GOLETA VALLEY COMMUNITY CENTER
ADDRESS:
5679 HOLLISTER AVE
GOLETA, CA 93117
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
GENERAL OPERATING
FOUNDATION STATUS OF RECIPIENT:
PC
AMOUNT OF GRANT PAID 5,000.

RECIPIENT NAME:
C.A.R.E.4Paws
ADDRESS:
P.O. BOX 60524
Santa Barbara, CA 93160
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
GENERAL OPERATING
FOUNDATION STATUS OF RECIPIENT:
PC
AMOUNT OF GRANT PAID 10,000.

RECIPIENT NAME:
SHADOWS FUND INCORPORATED
ADDRESS:
PO BOX 1472
Lompoc, CA 93436
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
GENERAL OPERATING
FOUNDATION STATUS OF RECIPIENT:
PC
AMOUNT OF GRANT PAID 6,000.

=====

RECIPIENT NAME:

COMPANION ANIMAL PLACEMENT ASSISTANCE

ADDRESS:

PO BOX 3351

LOMPOC, CA 93438

RELATIONSHIP:

NONE

PURPOSE OF GRANT:

GENERAL OPERATING

FOUNDATION STATUS OF RECIPIENT:

PC

AMOUNT OF GRANT PAID 12,000.

RECIPIENT NAME:

LEGAL AID FOUNDATION OF SANTA BARBARA

ADDRESS:

301 E CANON PERDIDO ST

SANTA BARBARA, CA 93101

RELATIONSHIP:

NONE

PURPOSE OF GRANT:

GENERAL OPERATING

FOUNDATION STATUS OF RECIPIENT:

PC

AMOUNT OF GRANT PAID 15,000.

RECIPIENT NAME:

SANTA BARBARA HUMANE SOCIETY

ADDRESS:

5399 OVERPASS RD

SANTA BARBARA, CA 93111

RELATIONSHIP:

NONE

PURPOSE OF GRANT:

GENERAL OPERATING

FOUNDATION STATUS OF RECIPIENT:

PC

AMOUNT OF GRANT PAID 10,000.

RECIPIENT NAME:
CUYAMA VALLEY FAMILY RESOURCE CENTER
ADDRESS:
PO BOX 5
NEW CUYAMA, CA 93254
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
GENERAL OPERATING
FOUNDATION STATUS OF RECIPIENT:
PC
AMOUNT OF GRANT PAID 9,000.

RECIPIENT NAME:
SYV FRUIT & VEGETABLE RESCUE
ADDRESS:
PO BOX 1651
SANTA YNEZ, CA 93460
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
GENERAL OPERATING
FOUNDATION STATUS OF RECIPIENT:
PC
AMOUNT OF GRANT PAID 5,000.

RECIPIENT NAME:
SANTA BARBARA MEALS ON WHEELS
ADDRESS:
PO BOX 6099
SANTA BARBARA, CA 93160-6099
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
GENERAL OPERATING
FOUNDATION STATUS OF RECIPIENT:
PC
AMOUNT OF GRANT PAID 15,000.

RECIPIENT NAME:
SANTA MARIA HUMANE SOCIETY
ADDRESS:
1687 W STOWELL RD
SANTA MARIA, CA 93458
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
GENERAL OPERATING
FOUNDATION STATUS OF RECIPIENT:
PC
AMOUNT OF GRANT PAID 10,000.

RECIPIENT NAME:
SANTA BARBARA COUNTY ANIMAL CARE FOUNDAT
ADDRESS:
P.O. BOX 307
Santa Maria, CA 93436
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
GENERAL OPERATING
FOUNDATION STATUS OF RECIPIENT:
PC
AMOUNT OF GRANT PAID 9,500.

RECIPIENT NAME:
SANTA MARIA VALLEY HUMANE SOCIETY
ADDRESS:
1687 W STOWELL RD
Santa Maria, CA 93458
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
GENERAL OPERATING
FOUNDATION STATUS OF RECIPIENT:
PC
AMOUNT OF GRANT PAID 5,000.

RECIPIENT NAME:
FOODBANK OF SANTA BARBARA COUNTY
ADDRESS:
4554 HOLLISTER AVE
Santa Barbara, CA 93110
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
GENERAL OPERATING
FOUNDATION STATUS OF RECIPIENT:
PC
AMOUNT OF GRANT PAID 15,000.

RECIPIENT NAME:
SANTA YNEZ VALLEY SENIOR ADVISORY COUNCI
ADDRESS:
PO BOX 397
SANTA YNEZ, CA 93460
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
GENERAL OPERATING
FOUNDATION STATUS OF RECIPIENT:
PC
AMOUNT OF GRANT PAID 5,000.

RECIPIENT NAME:
DOG ADOPTION AND WELFARE GROUP
ADDRESS:
5480 OVERPASS RD
Santa Barbara, CA 93111
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
GENERAL OPERATING
FOUNDATION STATUS OF RECIPIENT:
PC
AMOUNT OF GRANT PAID 5,000.

RECIPIENT NAME:
SANTA YNEZ VALLEY PEOPLE HELPING
ADDRESS:
545 ALISAL RD STE 102
SOLVANG, CA 93463
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
GENERAL OPERATING
FOUNDATION STATUS OF RECIPIENT:
PC
AMOUNT OF GRANT PAID 5,000.

RECIPIENT NAME:
FAMILY SERVICE AGENCY OF SANTA BARBARA
ADDRESS:
123 W GUTIERREZ ST
SANTA BARBARA, CA 93101
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
GENERAL OPERATING
FOUNDATION STATUS OF RECIPIENT:
PC
AMOUNT OF GRANT PAID 9,500.

RECIPIENT NAME:
SANTA YNEZ VALLEY PEOPLE HELPING PEOPLE
ADDRESS:
545 ALISAL ROAD, SUITE 102
SOLVANG, CA 93463
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
GENERAL OPERATING
FOUNDATION STATUS OF RECIPIENT:
PC
AMOUNT OF GRANT PAID 5,000.

=====

RECIPIENT NAME:

ATTERDAG AT HOME, INC

ADDRESS:

636 ATTERDAG RD
SOLVANG, CA 93463

RELATIONSHIP:

NONE

PURPOSE OF GRANT:

GENERAL OPERATING

FOUNDATION STATUS OF RECIPIENT:

PC

AMOUNT OF GRANT PAID 5,000.

RECIPIENT NAME:

THE SALVATION ARMY

ADDRESS:

30840 HAWTHORNE BLVD
Rancho Palos Verdes, CA 90275

RELATIONSHIP:

NONE

PURPOSE OF GRANT:

GENERAL OPERATING

FOUNDATION STATUS OF RECIPIENT:

PC

AMOUNT OF GRANT PAID 40,000.

RECIPIENT NAME:

ALEXANDER HOUSE FOUNDATION

ADDRESS:

PO BOX 23642
Santa Barbara, CA 93121

RELATIONSHIP:

NONE

PURPOSE OF GRANT:

GENERAL OPERATING

FOUNDATION STATUS OF RECIPIENT:

PC

AMOUNT OF GRANT PAID 5,000.

RECIPIENT NAME:
SANSUM DIABETES RESEARCH INSTITUTE
ADDRESS:
2219 BATH ST
SANTA BARBARA, CA 93105
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
GENERAL OPERATING
FOUNDATION STATUS OF RECIPIENT:
PC
AMOUNT OF GRANT PAID 12,000.

RECIPIENT NAME:
CATHOLIC CHARITIES OF LOS ANGELES, INC
ADDRESS:
1531 JAMES M WOOD BOULEVARD
Los Angeles, CA 90015
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
GENERAL OPERATING
FOUNDATION STATUS OF RECIPIENT:
PC
AMOUNT OF GRANT PAID 7,200.

RECIPIENT NAME:
MENTAL HEALTH ASSOCIATION IN
ADDRESS:
617 GARDEN ST
SANTA BARBARA, CA 93101
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
GENERAL OPERATING
FOUNDATION STATUS OF RECIPIENT:
PC
AMOUNT OF GRANT PAID 5,000.

RECIPIENT NAME:
SANTA YNEZ VALLEY SENIOR CITIZENS FOUNDA
ADDRESS:
PO BOX 1946
BUELLTON, CA 93427
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
GERERAL OPERATING
FOUNDATION STATUS OF RECIPIENT:
PC
AMOUNT OF GRANT PAID 5,000.

RECIPIENT NAME:
FRIENDSHIP ADULT DAY CARE CENTER INC
ADDRESS:
89 EUCALYPTUS LN
Santa Barbara, CA 93108
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
GENERAL OPERATING
FOUNDATION STATUS OF RECIPIENT:
PC
AMOUNT OF GRANT PAID 12,000.

RECIPIENT NAME:
DIAL-A-RIDE PARATRANSIT SERVICE
ADDRESS:
53 CASS PL STE D
Santa Barbara, CA 93117
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
GENERAL OPERATING
FOUNDATION STATUS OF RECIPIENT:
PC
AMOUNT OF GRANT PAID 15,000.

RECIPIENT NAME:
PEOPLE ASSISTING THE HOMELESS
ADDRESS:
340 N MADISON AVENUE
Los Angeles, CA 90004
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
GENERAL OPERATING
FOUNDATION STATUS OF RECIPIENT:
PC
AMOUNT OF GRANT PAID 15,000.

RECIPIENT NAME:
UNITY SHOPPE INC
ADDRESS:
1209 STATE STREET, 1401 CHAPALA ST
SANTA BARBARA, CA 93101
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
GENERAL OPERATING
FOUNDATION STATUS OF RECIPIENT:
PC
AMOUNT OF GRANT PAID 5,000.

TOTAL GRANTS PAID: 303,700.
=====

FEDERAL FOOTNOTES

=====

PART VIII: INFORMATION ABOUT OFFICERS, DIRECTORS, TRUSTEES, FOUNDATION MANAGERS, HIGHLY PAID EMPLOYEES, AND CONTRACTORS. THE CORPORATE TRUSTEE'S COMPENSATION REPORTED IN COLUMN (C) IS CALCULATED BASED ON PERIODIC MARKET VALUES AND/OR THE APPLICABLE FEE AGREEMENT. IT IS NOT DETERMINED ON AN HOURLY BASIS AND THE REFERENCE TO ONE HOUR PER WEEK IS AN ESTIMATE ONLY. CORPORATE TRUSTEE SERVICES INCLUDE, BUT ARE NOT LIMITED TO, ADMINISTRATIVE SERVICES SUCH AS FIDUCIARY ACCOUNTING, CUSTODY OF ASSETS, COMPLYING WITH TAX FILING REQUIREMENTS, COMPLYING WITH DISTRIBUTION PROVISIONS, AND COMPLYING WITH FEDERAL AND STATE LAWS APPLICABLE TO PRIVATE FOUNDATIONS, PLUS ASSET MANAGEMENT SERVICES SUCH AS CREATING ASSET ALLOCATION STRATEGIES, INVESTMENTS REPORTING AND REALLOCATING AND REBALANCING OF PORTFOLIOS AS NECESSARY.

PART II - OTHER INCOME

```
=====
```

DESCRIPTION	AMOUNT
-----	-----
OTHER TAXABLE INCOME	2,551.
TOTAL RENTAL INCOME - 3RD PARTY	195,690.

TOTAL OTHER INCOME	198,241.
	=====

PART II - OTHER EXPENSE

=====

DESCRIPTION	AMOUNT
-----	-----
Accounting Fees	1,535.
ADR FEES	5.
STATE AG FEES	10.
RENTAL INSURANCE	18,940.
3RD PARTY RENTAL EXPENSES	49,786.

TOTAL OTHER EXPENSE	70,276.
	=====