

EXTENDED TO NOVEMBER 16, 2020

Return of Private Foundation

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

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OMB No 1545-0047

2019

Open to Public Inspection

Form 990-PF

Department of the Treasury
Internal Revenue Service

For calendar year 2019 or tax year beginning

, and ending

Name of foundation LAKE SIDE FOUNDATION C/O BESSEMER TRUST		A Employer identification number 94-6066229
Number and street (or P.O. box number if mail is not delivered to street address) 10250 CONSTELLATION	Room/suite 2600	B Telephone number 650-845-8100
City or town, state or province, country, and ZIP or foreign postal code LOS ANGELES, CA 90067		C If exemption application is pending, check here <input type="checkbox"/>
G Check all that apply: <input type="checkbox"/> Initial return <input type="checkbox"/> Final return <input checked="" type="checkbox"/> Address change <input type="checkbox"/> Initial return of a former public charity <input type="checkbox"/> Amended return <input type="checkbox"/> Name change		D 1. Foreign organizations, check here <input type="checkbox"/> 2. Foreign organizations meeting the 85% test, check here and attach computation <input type="checkbox"/>
H Check type of organization: <input checked="" type="checkbox"/> Section 501(c)(3) exempt private foundation <input type="checkbox"/> Section 4947(a)(1) nonexempt charitable trust <input type="checkbox"/> Other taxable private foundation		E If private foundation status was terminated under section 507(b)(1)(A), check here <input type="checkbox"/>
I Fair market value of all assets at end of year (from Part II, col. (c), line 16) \$ 59,121,321.	J Accounting method: <input type="checkbox"/> Cash <input type="checkbox"/> Accrual <input checked="" type="checkbox"/> Other (specify) MODIFIED CASH	F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here <input type="checkbox"/>

Part I Analysis of Revenue and Expenses (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a).)		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
1 Contributions, gifts, grants, etc., received		123,403.		N/A	
2 Check <input type="checkbox"/> if the foundation is not required to attach Sch. B					
3 Interest on savings and temporary cash investments		26,345.	26,345.		STATEMENT 1
4 Dividends and interest from securities		1,274,817.	1,274,817.		STATEMENT 2
5a Gross rents					
b Net rental income or (loss)					
6a Net gain or (loss) from sale of assets not on line 10		1,134,888.			
b Gross sales price for all assets on line 6a	7,698,920.				
7 Capital gain net income (from Part IV, line 2)			1,134,888.		
8 Net short-term capital gain					
9 Income modifications					
10a Gross sales less returns and allowances					
b Less Cost of goods sold					
c Gross profit or (loss)					
11 Other income		111,128.	111,128.		STATEMENT 3
12 Total. Add lines 1 through 11		2,670,581.	2,547,178.		
13 Compensation of officers, directors, trustees, etc.		0.	0.		0.
14 Other employee salaries and wages					
15 Pension plans, employee benefits					
16a Legal fees					
b Accounting fees	STMT 4	90,000.	45,000.		0.
c Other professional fees	STMT 5	10,515.	10,515.		0.
17 Interest					
18 Taxes	STMT 6	65,178.	15,715.		0.
19 Depreciation and depletion					
20 Occupancy					
21 Travel, conferences, and meetings					
22 Printing and publications					
23 Other expenses	STMT 7	2,815.	2,815.		0.
24 Total operating and administrative expenses. Add lines 13 through 23		168,508.	74,045.		0.
25 Contributions, gifts, grants paid		2,036,500.			2,036,500.
26 Total expenses and disbursements. Add lines 24 and 25		2,205,008.	74,045.		2,036,500.
27 Subtract line 26 from line 12:					
a Excess of revenue over expenses and disbursements		465,573.			
b Net investment income (if negative, enter -0-)			2,473,133.		
c Adjusted net income (if negative, enter -0-)				N/A	

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Part II Balance Sheets

Attached schedules and amounts in the description column should be for end-of-year amounts only

		Beginning of year	End of year	
		(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1 Cash - non-interest-bearing			
	2 Savings and temporary cash investments	257,895.	700,050.	700,050.
	3 Accounts receivable ▶ 123,403.			
	Less: allowance for doubtful accounts ▶	105,750.	123,403.	123,403.
	4 Pledges receivable ▶			
	Less: allowance for doubtful accounts ▶			
	5 Grants receivable			
	6 Receivables due from officers, directors, trustees, and other disqualified persons			
	7 Other notes and loans receivable ▶			
	Less: allowance for doubtful accounts ▶			
	8 Inventories for sale or use			
	9 Prepaid expenses and deferred charges	23,801.	14,338.	14,338.
	10a Investments - U.S. and state government obligations			
	b Investments - corporate stock STMT 9	32,807,411.	32,278,770.	40,822,717.
	c Investments - corporate bonds STMT 10	15,737,670.	16,280,284.	16,728,522.
	11 Investments - land, buildings, and equipment: basis ▶			
Liabilities	Less accumulated depreciation ▶			
	12 Investments - mortgage loans			
	13 Investments - other STMT 11	681,307.	732,291.	732,291.
	14 Land, buildings, and equipment: basis ▶			
	Less accumulated depreciation ▶			
	15 Other assets (describe ▶)			
	16 Total assets (to be completed by all filers - see the instructions. Also, see page 1, item I)	49,613,834.	50,129,136.	59,121,321.
	17 Accounts payable and accrued expenses			
	18 Grants payable			
	19 Deferred revenue			
	20 Loans from officers, directors, trustees, and other disqualified persons			
	21 Mortgages and other notes payable			
	22 Other liabilities (describe ▶)			
	23 Total liabilities (add lines 17 through 22)	0.	0.	
Net Assets or Fund Balances	Foundations that follow FASB ASC 958, check here ▶ <input type="checkbox"/>			
	24 Net assets without donor restrictions			
	25 Net assets with donor restrictions			
	Foundations that do not follow FASB ASC 958, check here ▶ <input checked="" type="checkbox"/>			
	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	49,613,834.	50,129,136.	
	29 Total net assets or fund balances	49,613,834.	50,129,136.	
	30 Total liabilities and net assets/fund balances	49,613,834.	50,129,136.	

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	49,613,834.
2 Enter amount from Part I, line 27a	2	465,573.
3 Other increases not included in line 2 (itemize) ▶ UNREALIZED GAIN/LOSS	3	49,729.
4 Add lines 1, 2, and 3	4	50,129,136.
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	50,129,136.

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Part IV Capital Gains and Losses for Tax on Investment Income

(a) List and describe the kind(s) of property sold (for example, real estate, 2-story brick warehouse; or common stock, 200 shs. MLC Co.)	(b) How acquired P - Purchase D - Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
1a			
b SEE ATTACHED STATEMENT			
c			
d			
e			

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
a			
b			
c			
d			
e 7,698,920.		6,564,032.	1,134,888.

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69.

(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	(l) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col. (h))
a			
b			
c			
d			
e			1,134,888.

2 Capital gain net income or (net capital loss) { If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7 }	2	1,134,888.
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6): { If gain, also enter in Part I, line 8, column (c). If (loss), enter -0- in Part I, line 8 }	3	N/A

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

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

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

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

☐ Yes ☒ No

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

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

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col. (b) divided by col. (c))
2018	2,991,824.	57,171,375.	.052331
2017	1,929,000.	55,464,848.	.034779
2016	2,581,474.	52,397,975.	.049267
2015	2,735,264.	54,577,425.	.050117
2014	2,712,649.	54,047,062.	.050190

2 Total of line 1, column (d)	2	.236684
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	.047337
4 Enter the net value of noncharitable-use assets for 2019 from Part X, line 5	4	56,421,988.
5 Multiply line 4 by line 3	5	2,670,848.
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	24,731.
7 Add lines 5 and 6	7	2,695,579.
8 Enter qualifying distributions from Part XII, line 4	8	2,036,500.

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

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

- 1a Exempt operating foundations described in section 4940(d)(2), check here ☐ 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
- 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-)
- 3 Add lines 1 and 2
- 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-

1	49,463.
2	0.
3	49,463.
4	0.
5	49,463.
6a	63,801.
6b	0.
6c	5,000.
6d	0.
7	68,801.
8	178.
9	
10	19,160.
11	0.

- 6 Credits/Payments:
- a 2019 estimated tax payments and 2018 overpayment credited to 2019
- b Exempt foreign organizations - tax withheld at source
- c Tax paid with application for extension of time to file (Form 8868)
- d Backup withholding erroneously withheld
- 7 Total credits and payments. Add lines 6a through 6d
- 8 Enter any penalty for underpayment of estimated tax. Check here ☒ if Form 2220 is attached
- 9 Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed
- 10 Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid
- 11 Enter the amount of line 10 to be: Credited to 2020 estimated tax ☐ 19,160. Refunded ☐

6a	63,801.
6b	0.
6c	5,000.
6d	0.

Part VII A Statements Regarding Activities

- 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?
- 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.
- c Did the foundation file Form 1120-POL for this year?
- 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.
- 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
- 4a Did the foundation have unrelated business gross income of \$1,000 or more during the year?
- 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
- 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?
- 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
- 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
- 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
- 10 Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses

	Yes	No
1a		X
1b		X
1c		X
2		X
3		X
4a		X
4b		
5		X
6	X	
7	X	
8a	X	
9		X
10		X

N/A

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Part VII-A: Statements Regarding Activities (continued)

	Yes	No
11 At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule. See instructions		X
12 Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement. See instructions		X
13 Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address N/A	X	
14 The books are in care of TREASURER Telephone no. 650-845-8100 Located at C/O BESSEMER TRUST 10250 CONSTELLATION #2600, LOS ZIP+4 90067		
15 Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 - check here and enter the amount of tax-exempt interest received or accrued during the year 15 N/A		
16 At any time during calendar year 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 N/A		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? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? <input checked="" type="checkbox"/> Yes <input type="checkbox"/> No		
(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? <input checked="" type="checkbox"/> Yes <input type="checkbox"/> No		
(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(6) Agree to pay money or property to a government official? (Exception. Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days.) <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
b If any answer is "Yes" to 1a(1)-(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance? See instructions. Organizations relying on a current notice regarding disaster assistance, check here <input type="checkbox"/>	1b	X
c Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 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? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No If "Yes," list the years N/A		
b Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement - see instructions.) N/A	2b	
c If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here. N/A		
3a Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
b If "Yes," did it have excess business holdings in 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.) N/A	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

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

5a During the year, did the foundation pay or incur any amount to:

(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

☐

5b

X

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?

SEE STATEMENT 14

☒ 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

6b

X

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

N/A

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

SEE STATEMENT 13

1 List all officers, directors, trustees, and foundation managers and their compensation.

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
SEE STATEMENT 12		0.	0.	0.

2 Compensation of five highest-paid employees (other than those included on line 1). If none, enter "NONE."

(a) Name and address of each employee paid more than \$50,000	(b) Title, and average hours per week devoted to position	(c) Compensation	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
NONE				

Total number of other employees paid over \$50,000

0

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

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

(a) Name and address of each person paid more than \$50,000	(b) Type of service	(c) Compensation
LAKESIDE CORPORATION - BESSMER 10250	ACCOUNTING/TAX	
CONSTELLATION #2600, LOS ANGELES, CA 90067	PREPARATION	90,000.
BESSEMER TRUST - 101 CALIFORNIA STREET, SAN FRANCISCO, CA 94111-5828	INVESTMENT MANAGEMENT	10,515.

Total number of others receiving over \$50,000 for professional services 0

Part IX-A Summary of Direct Charitable Activities

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

Part IX-B Summary of Program-Related Investments

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2.	Amount
1 N/A	
2	
All other program-related investments. See instructions.	
3	
Total. Add lines 1 through 3	0.

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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	56,422,102.
b	Average of monthly cash balances	1b	601,068.
c	Fair market value of all other assets	1c	258,036.
d	Total (add lines 1a, b, and c)	1d	57,281,206.
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	57,281,206.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	859,218.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	56,421,988.
6	Minimum investment return. Enter 5% of line 5	6	2,821,099.

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	2,821,099.
2a	Tax on investment income for 2019 from Part VI, line 5	2a	49,463.
b	Income tax for 2019. (This does not include the tax from Part VI.)	2b	
c	Add lines 2a and 2b	2c	49,463.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	2,771,636.
4	Recoveries of amounts treated as qualifying distributions	4	0.
5	Add lines 3 and 4	5	2,771,636.
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	2,771,636.

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	2,036,500.
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	2,036,500.
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income. Enter 1% of Part I, line 27b	5	0.
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	2,036,500.

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.

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94-6066229

Page 9

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				2,771,636.
2 Undistributed income, if any, as of the end of 2019				
a Enter amount for 2018 only			1,497,604.	
b Total for prior years:		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: ▶ \$ 2,036,500.				
a Applied to 2018, but not more than line 2a			1,497,604.	
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				538,896.
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:	0.			
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 instr.			0.	
f Undistributed income for 2019. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2020				2,232,740.
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	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)

N/A

- 1 a** if the foundation has received a ruling or determination letter that it is a private operating foundation, and the ruling is effective for 2019, enter the date of the ruling
- b** Check box to indicate whether the foundation is a private operating foundation described in section

4942(i)(3) or ☐ 4942(i)(5)

- 2 a** Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed
- b** 85% of line 2a
- c** Qualifying distributions from Part XII, line 4, for each year listed
- d** Amounts included in line 2c not used directly for active conduct of exempt activities
- e** Qualifying distributions made directly for active conduct of exempt activities.

[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.

- 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:

LAKESIDE FOUNDATION

C/O BESSEMER TRUST

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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 Paid during the year				
SEE ATTACHED STATEMENT	N/A	PUBLIC CHARITY	SEE ATTACHED STATEMENT	2,036,500.
Total			▶ 3a	2,036,500.
b Approved for future payment				
NONE				
Total			▶ 3b	0.

Form 990-PF (2019)

Enter gross amounts unless otherwise indicated.

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

Line No. ▼	Explain below how each activity for which income is reported in column (e) of Part XVI-A contributed importantly to the accomplishment of the foundation's exempt purposes (other than by providing funds for such purposes).

[illegible]

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


1	Did the organization directly or indirectly engage in any of the following with any other organization described in section 501(c)(3) (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)	X
	(2) Other assets	1a(2)	X
b	Other transactions:		
	(1) Sales of assets to a noncharitable exempt organization	1b(1)	X
	(2) Purchases of assets from a noncharitable exempt organization	1b(2)	X
	(3) Rental of facilities, equipment, or other assets	1b(3)	X
	(4) Reimbursement arrangements	1b(4)	X
	(5) Loans or loan guarantees	1b(5)	X
	(6) Performance of services or membership or fundraising solicitations	1b(6)	X
c	Sharing of facilities, equipment, mailing lists, other assets, or paid employees	1c	X
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.			

[illegible]

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
N/A		

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  **11/10/2020** **PRESIDENT**

Signature of officer or trustee Date Title

May the IRS discuss this return with the preparer shown below? See instr. ☒ Yes ☐ No

Paid Preparer Use Only	Print/Type preparer's name	Preparer's signature	Date	Check <input type="checkbox"/> if self-employed	PTIN
	ANNE F. MACDONALD	ANNE F. MACDONALD	11/04/20		P00359548
	Firm's name ▶ FRANK, RIMERMAN & CO. LLP				Firm's EIN ▶ 94-0922040
	Firm's address ▶ 1801 PAGE MILL ROAD PALO ALTO, CA 94304				Phone no. (650) 845-8100

Part IV Capital Gains and Losses for Tax on Investment Income

(a) List and describe the kind(s) of property sold, e.g., real estate, 2-story brick warehouse; or common stock, 200 shs. MLC Co.		(b) How acquired P - Purchase D - Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
1a	BESSEMER #8M9103 - SEE STATEMENT ATTACHED	P		
b	BESSEMER #8M9103 - SEE STATEMENT ATTACHED	P		
c	BESSEMER #8M9104 - SEE STATEMENT ATTACHED	P		
d	BESSEMER #8M9104 - SEE STATEMENT ATTACHED	P		
e	BERNSTEIN #28402 - SEE STATEMENT ATTACHED	P		
f	BERNSTEIN #28402 - SEE STATEMENT ATTACHED	P		
g	BERNSTEIN #28402 - SEE STATEMENT ATTACHED	P		
h	BERNSTEIN #28402 - SEE STATEMENT ATTACHED	P		
i	ROCKWOOD CAPITAL REAL ESTATE PARTNERS FUND VIII,	P		
j	BERNSTEIN EMERGING MARKETS VALUE TRUST	P		
k	BERNSTEIN EMERGING MARKETS VALUE TRUST	P		
l	LITIGATION SETTLEMENTS	P		
m	BESSEMER #8M9103 CAPITAL GAIN DIVIDENDS	P		
n	BERNSTEIN #28402 CAPITAL GAIN DIVIDENDS	P		
o				

(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 134,189.		141,824.	-7,635.
b 523,795.		434,840.	88,955.
c 504,565.		490,627.	13,938.
d 965,318.		953,852.	11,466.
e 1,230,366.		1,373,476.	-143,110.
f 3,950,678.		3,126,024.	824,654.
g 168,938.		39,976.	128,962.
h 148.			148.
i		1.	-1.
j 6,869.			6,869.
k		3,412.	-3,412.
l 3,099.			3,099.
m 108,287.			108,287.
n 102,668.			102,668.
o			

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69

(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	(l) Losses (from col. (h)) Gains (excess of col. (h) gain over col. (k), but not less than "-0-")
a			-7,635.
b			88,955.
c			13,938.
d			11,466.
e			-143,110.
f			824,654.
g			128,962.
h			148.
i			-1.
j			6,869.
k			-3,412.
l			3,099.
m			108,287.
n			102,668.
o			

2 Capital gain net income or (net capital loss) { If gain, also enter in Part I, line 7 If (loss), enter "-0-" in Part I, line 7 }	2	1,134,888.
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6): If gain, also enter in Part I, line 8, column (c). If (loss), enter "-0-" in Part I, line 8 }	3	N/A

Schedule B

(Form 990, 990-EZ, or 990-PF)

Department of the Treasury
Internal Revenue Service**Schedule of Contributors**

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

OMB No 1545-0047

2019

Name of the organization

LAKESIDE FOUNDATION
C/O BESSEMER TRUST

Employer identification number

94-6066229

Organization type (check one)

Filers of:

Section:

Form 990 or 990-EZ

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

Form 990-PF

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

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

Special Rules

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

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

LHA For Paperwork Reduction Act Notice, see the instructions for Form 990, 990-EZ, or 990-PF.

Schedule B (Form 990, 990-EZ, or 990-PF) (2019)

Name of organization

LAKESIDE FOUNDATION
C/O BESSEMER TRUST

Employer identification number

94-6066229

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

(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
1	LAURA P BECHTEL CHARITABLE UNITRUST I BESSEMER 10250 CONSTELLATION 2600 LOS ANGELES, CA 90067	\$ 123,403.	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions)
			Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions)
			Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions)
			Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions)
			Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions)
			Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions)
			Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions)

Name of organization LAKE SIDE FOUNDATION C/O BESSEMER TRUST	Employer identification number 94-6066229
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Part III Exclusively religious, charitable, etc., contributions to organizations described in section 501(c)(7), (8), or (10) that total more than \$1,000 for the year from any one contributor. Complete columns (a) through (e) and the following line entry. For organizations completing Part III, enter the total of exclusively religious, charitable, etc., contributions of \$1,000 or less for the year (Enter this info once) ▶ \$ _____

Use duplicate copies of Part III if additional space is needed

(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held

(e) Transfer of gift

Transferee's name, address, and ZIP + 4

Relationship of transferor to transferee

(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held

(e) Transfer of gift

Transferee's name, address, and ZIP + 4

Relationship of transferor to transferee

(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held

(e) Transfer of gift

Transferee's name, address, and ZIP + 4

Relationship of transferor to transferee

(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held

(e) Transfer of gift

Transferee's name, address, and ZIP + 4

Relationship of transferor to transferee

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

SOURCE	(A) REVENUE PER BOOKS	(B) NET INVESTMENT INCOME	(C) ADJUSTED NET INCOME
BERNSTEIN #888-28402	1,783.	1,783.	
BERNSTEIN EMERGING MARKETS	27.	27.	
BESSEMER #8M9103	1,294.	1,294.	
BESSEMER #8M9104	21,967.	21,967.	
BESSEMER #H87963	23.	23.	
BESSEMER - ACCRUED INTEREST	-1,101.	-1,101.	
BESSEMER - BOND AMORTIZATION	-1,252.	-1,252.	
BESSEMER - MARKET DISCOUNT	3,065.	3,065.	
BESSEMER - OID	421.	421.	
WELLS FARGO BANK	118.	118.	
TOTAL TO PART I, LINE 3	26,345.	26,345.	

FORM 990-PF DIVIDENDS AND INTEREST FROM SECURITIES STATEMENT 2

SOURCE	GROSS AMOUNT	CAPITAL GAINS DIVIDENDS	(A) REVENUE PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME
BERNSTEIN - DIVIDEND #039-96816	2,411.	0.	2,411.	2,411.	
BERNSTEIN - DIVIDEND #888-28402	1,203,731.	0.	1,203,731.	1,203,731.	
BERNSTEIN EMERGING MARKETS	14,582.	0.	14,582.	14,582.	
BESSEMER #8M9103	54,093.	0.	54,093.	54,093.	
TO PART I, LINE 4	1,274,817.	0.	1,274,817.	1,274,817.	

FORM 990-PF	OTHER INCOME	STATEMENT	3
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DESCRIPTION	(A) REVENUE PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME
ROCKWOOD FUND VI RENTAL REAL ESATE LOSS	-167.	-167.	
ROCKWOOD FUND VII RENTAL REAL ESATE LOSS	-123.	-123.	
BERNSTEIN EMERGIND MARKETS - OTHER INCOME	433.	433.	
OTHER INCOME - PROFESSIONAL SERVICES	110,859.	110,859.	
ROCKWOOD FUND VIII RENTAL REAL ESATE LOSS	126.	126.	
TOTAL TO FORM 990-PF, PART I, LINE 11	111,128.	111,128.	

FORM 990-PF	ACCOUNTING FEES	STATEMENT	4
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DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
TAX PREPARATION/ACCOUNTING FEES	90,000.	45,000.		0.
TO FORM 990-PF, PG 1, LN 16B	90,000.	45,000.		0.

FORM 990-PF	OTHER PROFESSIONAL FEES	STATEMENT	5
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DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
INVESTMENT ADVISOR FEES	10,515.	10,515.		0.
TO FORM 990-PF, PG 1, LN 16C	10,515.	10,515.		0.

FORM 990-PF	TAXES	STATEMENT	6
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DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
FEDERAL EXCISE TAXES	49,463.	0.		0.
FOREIGN TAXES - BERNSTEIN	14,414.	14,414.		0.
FOREIGN TAXES - BESSEMER	56.	56.		0.
FOREIGN TAXES - FROM K-1S	1,245.	1,245.		0.
TO FORM 990-PF, PG 1, LN 18	65,178.	15,715.		0.

FORM 990-PF	OTHER EXPENSES	STATEMENT	7
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DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
MISC EXPENSES	180.	180.		0.
PORTFOLIO DEDUCTIONS FROM FLOW THROUGH INVESTMENTS	2,635.	2,635.		0.
TO FORM 990-PF, PG 1, LN 23	2,815.	2,815.		0.

FOOTNOTES	STATEMENT	8
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FORM 990-PF	CORPORATE STOCK	STATEMENT	9
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DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
CORPORATE STOCKS - SEE STATEMENT	32,278,770.	40,822,717.
TOTAL TO FORM 990-PF, PART II, LINE 10B	32,278,770.	40,822,717.

FORM 990-PF	CORPORATE BONDS	STATEMENT	10
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DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
US GOVT BONDS - SEE STATEMENT	16,280,284.	16,728,522.
TOTAL TO FORM 990-PF, PART II, LINE 10C	16,280,284.	16,728,522.

FORM 990-PF	OTHER INVESTMENTS	STATEMENT	11
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DESCRIPTION	VALUATION METHOD	BOOK VALUE	FAIR MARKET VALUE
ROCKWOOD CAPITAL REAL ESTATE FUND VI, LLC	COST	3,045.	3,045.
ROCKWOOD CAPITAL REAL ESTATE FUND VII, LLC	COST	149,903.	149,903.
ROCKWOOD CAPITAL REAL ESTATE FUND VIII, LLC	COST	3,904.	3,904.
BERNSTEIN EMERGING MARKETS VALUE TRUST	COST	575,439.	575,439.
TOTAL TO FORM 990-PF, PART II, LINE 13		732,291.	732,291.

FORM 990-PF	PART VIII - LIST OF OFFICERS, DIRECTORS TRUSTEES AND FOUNDATION MANAGERS	STATEMENT 12
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NAME AND ADDRESS	TITLE AND AVRG HRS/WK	COMPEN- SATION	EMPLOYEE BEN PLAN EXPENSE CONTRIB ACCOUNT
LAURA D. MATEO BESSMER 10250 CONSTELLATION #2600 LOS ANGELES, CA 90067	PRESIDENT & DIRECTOR 0.00	0.	0. 0.
WESLEY D. MATEO BESSMER 10250 CONSTELLATION #2600 LOS ANGELES, CA 90067	VP & DIRECTOR 0.00	0.	0. 0.
KENNETH P. MATEO BESSMER 10250 CONSTELLATION #2600 LOS ANGELES, CA 90067	DIRECTOR 0.00	0.	0. 0.
ANDREW E. ZEISLER BESSMER 10250 CONSTELLATION #2600 LOS ANGELES, CA 90067	TREASURER/SECRETARY 0.00	0.	0. 0.
GREGORY W. MATEO BESSMER 10250 CONSTELLATION #2600 LOS ANGELES, CA 90067	DIRECTOR 0.00	0.	0. 0.
MEREDITH MATEO BESSMER 10250 CONSTELLATION #2600 LOS ANGELES, CA 90067	DIRECTOR 0.00	0.	0. 0.
TOTALS INCLUDED ON 990-PF, PAGE 6, PART VIII		0.	0. 0.

FORM 990-PF

OFFICERS, DIRECTORS, TRUSTEES AND
FOUNDATION MANAGERS COMPENSATION EXPLANATION
PART VIII, LINE 1

STATEMENT 13

PERSON'S NAME

ALL FOUNDATION OFFICERS

COMPENSATION EXPLANATION

ALL FOUNDATION OFFICERS VOLUNTEER THEIR TIME ON AN AS NEEDED BASIS AS IT
RELATES TO FOUNDATION MATTERS AND CHOOSE NOT TO BE COMPENSATED FOR THEIR
SERVICES.

FORM 990-PF

EXPENDITURE RESPONSIBILITY STATEMENT
PART VII-B, LINE 5C

STATEMENT 14

GRANTEE'S NAME

BELLEVUE FOUNDATION

GRANTEE'S ADDRESS25 HIGHLAND PARK VILLAGE, STE 100-862
DALLAS, TX 75205

<u>GRANT AMOUNT</u>	<u>DATE OF GRANT</u>	<u>AMOUNT EXPENDED</u>
51,461,747.	01/01/16	9,958,089.

PURPOSE OF GRANT

CAPITAL ENDOWMENT GRANT

DATES OF REPORTS BY GRANTEE

ANNUAL

ANY DIVERSION BY GRANTEE

NO KNOWLEDGE OF DIVERSION OF FUNDS

RESULTS OF VERIFICATION

THE GRANTEE WILL PROVIDE THE GRANTOR FOUNDATION WITH AN ANNUAL FINANCIAL STATEMENT (INCLUDING BALANCE SHEET AND INCOME STATEMENT). THE GRANTEE ORGANIZATION WILL ALSO PROVIDE REPORTING OF ITS ONGOING CHARITABLE EFFORTS TO THE MANAGEMENT TEAM OF THE GRANTOR FOUNDATION.

GENERAL EXPLANATION

STATEMENT 15

FORM/LINE IDENTIFIER

PART VII-B 1A(3) AND (4) AND SCHEDULE B EXPLANATIONS

EXPLANATION:

SUPPORTING STATEMENT TO PART VII-B 1A(3)
THE FOUNDATION RECEIVES FREE RENT.

SUPPORTING STATEMENT TO PART VII-B 1A(4)
IRC SECTION 4941(D)(2)(E) REG 53.494(D)-3(C)(2) EX

THE LAKESIDE FOUNDATION DID NOT PROVIDE ANY GOODS OR
SERVICES IN WHOLE OR IN PART, FOR ANY PROPERTY CONTRIBUTED
AND DESCRIBED HEREIN ON SCHEDULE B.

LAKESIDE FOUNDATION

STATEMENT A

Contributions Summary

94-96066229

For the Year Ended December 31, 2019

Organization Name	Public Charity	Purpose	Location	Amount
4-H - Fallbrook Ag Boosters	Yes	General Fund	Fallbrook, CA	2,500
4-H - Valley Center	Yes	General Fund	Valley Center, CA	2,500
A Place to Be	Yes	General Fund	Middleburg, VA	12,500
Alta Bates Summit Medical Center	Yes	General Fund	Oakland, CA	10,000
American Enterprise Institute	Yes	General Fund	Washington, D C	10,000
American Foundation for Suicide Prevention	Yes	General Fund	New York, NY	25,000
American Red Cross	Yes	General Fund	Boone, IA	25,000
American University of Beirut	Yes	General Fund	New York, NY	1,000
Aquarium of the Pacific	Yes	General Fund	Long Beach, CA	5,000
ARCS Foundation of Northern California	Yes	General Fund	San Francisco, CA	5,000
ARCS Foundation, San Diego	Yes	General Fund	Rancho Santa Fe, CA	5,000
Army Emergency Relief	Yes	General Fund	Arlington, VA	10,000
ASYMCA, Camp Pendleton	Yes	General Fund	Camp Pendleton, CA	25,000
ASYMCA, San Diego	Yes	General Fund	San Diego, CA	25,000
ASYMCA, Twentynine Palms	Yes	General Fund	Twentynine Palms, CA	7,500
Big Brothers Big Sisters, San Diego	Yes	General Fund	San Diego, CA	2,500
Boy Scouts - Mayflower Council	Yes	General Fund	Marlborough, MA	5,000
Boy Scouts - Piedmont Council	Yes	General Fund	Piedmont, CA	5,000
Boy Scouts of S F Bay Area Council	Yes	General Fund	San Leandro, CA	5,000
Buffalo Area Therapeutic Riding	Yes	General Fund	Buffalo, NY	5,000
California Academy of Sciences	Yes	Lakeside Fellows Prgm	San Francisco, CA	150,000
Canine Companions for Independence	Yes	General Fund	Santa Rosa, CA	50,000
Carmel Mission	Yes	General Fund	Carmel, CA	5,000
Catholic Archdioceses of Arlington VA	Yes	General Fund	Arlington, VA	25,000
Catholic Relief Services	Yes	General Fund	Baltimore, MD	25,000
Center for Strategic & International Studies	Yes	General Fund	Washington, D C	25,000
Charleston Area Therapeutic Riding	Yes	General Fund	Johns Island, SC	5,000
Children's Fairyland	Yes	General Fund	Oakland, CA	1,000
Clausen House	Yes	General Fund	Oakland, CA	5,000
Cleveland Clinic Foundation	Yes	General Fund	Cleveland, OH	17,500
Cleveland Metroparks	Yes	General Fund	Cleveland, OH	2,500
Cleveland Museum of Art	Yes	General Fund	Cleveland, OH	5,000
Cleveland Public Theater	Yes	General Fund	Cleveland, OH	10,000
Cleveland Zoological Society	Yes	General Fund	Cleveland, OH	2,500
Community Hospital of Monterey	Yes	General Fund	Monterey, CA	25,000
Congressional Medal of Honor Foundation	Yes	General Fund	Arlington, VA	5,000
Dana-Farber Cancer Institute	Yes	General Fund	Boston, MA	5,000
Daughters of Charity	Yes	General Fund	Los Angeles, CA	50,000
DAV- Disabled American Veterans	Yes	General Fund	Cincinnati, OH	30,000
East Bay Zoological Society	Yes	General Fund	Oakland, CA	25,000
Eastside College Preparatory	Yes	General Fund	Palo Alto, CA	5,000
FIRST	Yes	General Fund	Manchester, NH	7,500
Fisher House Foundation	Yes	General Fund	Rockville, MD	10,000
Friends of Breakthrough	Yes	General Fund	Cleveland, OH	7,500
George Mark Children's House	Yes	General Fund	San Leandro, CA	2,500
Great Lakes Science Center	Yes	General Fund	Cleveland, OH	2,500
Guide Dogs for the Blind	Yes	General Fund	San Rafael, CA	2,500
Habitat For Humanity International	Yes	General Fund	Americus, GA	2,500
Head-Royce School	Yes	General Fund	Oakland, CA	5,000
Hire Heroes USA	Yes	General Fund	Alpharetta, GA	10,000
Holocaust Museum	Yes	General Fund	Washington, DC	5,000
Homes for Our Troops	Yes	General Fund	Taunton, MA	5,000
Hoover Institution	Yes	General Fund	Stanford, CA	60,000
Hoover Institution	Yes	National Security Fellows Program	Stanford, CA	25,000
Hope Services	Yes	General Fund	San Jose, CA	5,000
Humane Society of the US	Yes	General Fund	Washington, DC	5,000
Injured Marine Semper Fi Fund	Yes	General Fund	Oceanside, CA	80,000
Intrepid Fallen Heroes Foundation	Yes	General Fund	New York, NY	10,000
Jackson Laboratory	Yes	General Fund	Bar Harbor, ME	5,000
Jackson Orthopedic Foundation	Yes	General Fund	Oakland, CA	12,500
John Muir Health Foundation	Yes	General Fund	Walnut Creek, CA	5,000

LAKESIDE FOUNDATION

STATEMENT A

Contributions Summary

94-96066229

For the Year Ended December 31, 2019

Organization Name	Public Charity	Purpose	Location	Amount
Joyful Horse Project	Yes	General Fund	The Hills, TX	5,000
Junior Achievement of Cleveland	Yes	General Fund	Cleveland, OH	10,000
Junior Achievement of No California	Yes	General Fund	Walnut Creek, CA	50,000
Liberty's Kitchen	Yes	General Fund	New Orleans, LA	5,000
Lindsay Wildlife Museum	Yes	General Fund	Walnut Creek, CA	1,000
Marine Corps Heritage Foundation	Yes	General Fund	Triangle, VA	50,000
Marine Corps Scholarship Foundation	Yes	General Fund	Alexandria, VA	10,000
May Dugan Center	Yes	General Fund	Cleveland, OH	2,500
Memorial Sloan Kettering Cancer Center	Yes	General Fund	New York, NY	25,000
MetroHealth	Yes	General Fund	Cleveland, OH	5,000
Mind Share Partners	Yes	General Fund	San Francisco, CA	1,000
Mission Hospital	Yes	General Fund	Laguna Beach, CA	50,000
Mission San Juan Capistrano	Yes	General Fund	San Jaun Capistrano, CA	10,000
Monterey Bay Aquarium	Yes	General Fund	Monterey, CA	25,000
Monterey County Youth Museum	Yes	General Fund	Monterey, CA	5,000
Museum of Science (Boston)	Yes	General Fund	Boston, MA	10,000
National Park Service	Yes	General Fund	Baltimore, MD	25,000
Navy-Marine Corps Relief Society	Yes	General Fund	Arlington, VA	100,000
NEADS Foundation	Yes	General Fund	Princeton, MA	5,000
New England Aquarium	Yes	General Fund	Boston, MA	10,000
Our Lady of Fatima Church	Yes	General Fund	San Clemente, CA	5,000
Providence House	Yes	General Fund	Cleveland, OH	5,000
Rady Children's Hospital	Yes	General Fund	San Diego, CA	5,000
REINS Therapeutic Riding Program	Yes	General Fund	Fallbrook, CA	5,000
Ronald McDonald House	Yes	General Fund	Washington, DC	10,000
St Anthony of Padua Church	Yes	Repair & Maintenance Plan	Kailua, HI	5,000
St Sebastian's School	Yes	Annual Fund	Needham, MA	35,000
St Vincent Charity Medical Center	Yes	Yes	General Fund	5,000
St Vincent de Paul Free Dining Room Facility	Yes	General Fund	Oakland, CA	2,500
Salvation Army - San Diego	Yes	General Fund	San Diego, CA	5,000
Salvation Army - National Headquarters	Yes	Disaster Relief Efforts	Alexandria, VA	5,000
Samuel Merritt University	Yes	General Fund	Oakland, CA	25,000
San Francisco Ballet	Yes	General Fund	San Francisco, CA	2,500
Santa Clara County Sheriff's Advisory Board	Yes	General Fund	San Jose, CA	2,500
Scripps Health Foundation	Yes	General Fund	La Jolla, CA	25,000
Search Dog Foundation	Yes	General Fund	Santa Paula, CA	10,000
Shiley Eye Institute of San Diego	Yes	General Fund	La Jolla, CA	5,000
Smithsonian Museum	Yes	General Fund	Washington, D C	25,000
Smithsonian Museum	Yes	Air & Space Museum	Washington, D C	10,000
SPCA of Northern Virginia	Yes	General Fund	Arlington, VA	5,000
Spirit of America	Yes	General Fund	Arlington, VA	75,000
Stanford University - Haas Center for Public Service	Yes	General Fund	Stanford, CA	20,000
TERI Campus of Life	Yes	General Fund	Oceanside, CA	10,000
Therionogenology Foundation	Yes	Veterinary Student Scholarships	Pike Road, AL	10,000
United Service Organization (USO)	Yes	Fueling the Future Campaign	Washington, D C	25,000
United States Equestrian Team	Yes	General Fund	Gladstone, NJ	5,000
United States Naval Academy Foundation	Yes	General Fund & Drama Program	Annapolis, MD	70,000
University of California - San Diego Health	Yes	General Fund	La Jolla, CA	25,000
Moore's Cancer Center	Yes	General Fund	La Jolla, CA	25,000
UC Davis School of Veterinary Medicine	Yes	General Fund	Davis, CA	5,000
University Hospitals	Yes	General Fund	Cleveland, OH	17,500
Windy Hill Foundation	Yes	General Fund	Middleburg, VA	12,500
Wingman Foundation	Yes	General Fund	San Diego, CA	10,000
World Hope International	Yes	General Fund	Atlanta, GA	25,000
YMCA - Monterey	Yes	General Fund	Monterey, CA	5,000
YMCA - Palomar	Yes	General Fund	Escondido, CA	10,000
Zoological Society of San Diego	Yes	General Fund	San Diego, CA	25,000
Zoological Society of San Diego	Yes	Children's Zoo	San Diego, CA	100,000
Zoological Society of San Diego	Yes	Safari Park	San Diego, CA	25,000
				2,036,500

Lakeside Foundation
Form 990-PF
ID # 94-6066229
2019

COMPENSATION OF OFFICERS AND DIRECTORS

<u>Name</u>	<u>Address</u>	<u>Title & Position</u>	<u>Compensation Time Devoted</u>
Laura D. Mateo	*	President & Director	**
Wesley D. Mateo	*	Vice President & Director	**
Gregory W. Mateo	*	Vice President & Director	**
Andrew E. Zeisler	*	Treasurer & Secretary	**
Kenneth P. Mateo	*	Director	**
Meredith Mateo	*	Director	**

* 10250 Constellation #2600, Los Angeles, CA 90067

** All of the above officers and directors received no compensation, no benefits, and no expense account allowances, and devoted as much time as was necessary to the conduct of their respective positions.