Form **990-PF**

Department of the Treasury
Internal Revenue Service

Return of Private Foundation

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

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

OMB No. 1545-0052

2019

Open to Public Inspection

For calendar year 2019, or tax year beginning 01-01-2019 , and ending 12-31-2019

Name of foundation
Henry L Guenther Foundation

% SUSANNE SUNDBERG

Number and street (or P.O. box number if mail is not delivered to street address) 3020 Old Ranch Parkway STE 300 | Room/suite

City or town, state or province, country, and ZIP or foreign postal code
Seal Beach, CA 90740

A Employer identification number
95-6026937

B Telephone number (see instructions)
(562) 799-5544

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 .... ▶ ☐

G Check all that apply: ☐ Initial return ☐ Initial return of a former public charity ☐ Final return ☐ Amended return ☐ Address change ☐ Name change

H Check type of organization: ☑ Section 501(c)(3) exempt private foundation ☐ Section 4947(a)(1) nonexempt charitable trust ☐ Other taxable private foundation

I Fair market value of all assets at end of year (from Part II, col. (c), *line 16)* ▶$ 95,126,037

J Accounting method: ☑ Cash ☐ Accrual ☐ Other (specify)
(Part I, column (d) must be on cash basis.)

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

			(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
Revenue	1	Contributions, gifts, grants, etc., received (attach schedule)	0			
	2	Check ▶ ☑ if the foundation is **not** required to attach Sch. B				
	3	Interest on savings and temporary cash investments	34	34		
	4	Dividends and interest from securities	2,136,656	2,136,656		
	5a	Gross rents				
	b	Net rental income or (loss)				
	6a	Net gain or (loss) from sale of assets not on line 10	328,117			
	b	Gross sales price for all assets on line 6a 22,301,521				
	7	Capital gain net income (from Part IV, line 2)		328,117		
	8	Net short-term capital gain				
	9	Income modifications				
	10a	Gross sales less returns and allowances				
	b	Less: Cost of goods sold				
	c	Gross profit or (loss) (attach schedule)				
	11	Other income (attach schedule)				
	12	**Total.** Add lines 1 through 11	2,464,807	2,464,807		
Operating and Administrative Expenses	13	Compensation of officers, directors, trustees, etc.	763,923	152,785		611,138
	14	Other employee salaries and wages	37,308	7,462		29,846
	15	Pension plans, employee benefits	256,223	51,245		204,978
	16a	Legal fees (attach schedule)	10,509	2,102	0	8,407
	b	Accounting fees (attach schedule)	87,986	17,597	0	70,389
	c	Other professional fees (attach schedule)	402,064	398,608		3,456
	17	Interest				
	18	Taxes (attach schedule) (see instructions)	27,871	5,574		22,297
	19	Depreciation (attach schedule) and depletion				
	20	Occupancy	38,271	7,654		30,617
	21	Travel, conferences, and meetings	4,444	889		3,555
	22	Printing and publications				
	23	Other expenses (attach schedule)	37,001	7,401		29,600
	24	**Total operating and administrative expenses.** Add lines 13 through 23	1,665,600	651,317	0	1,014,283
	25	Contributions, gifts, grants paid	2,971,255			2,971,255
	26	**Total expenses and disbursements.** Add lines 24 and 25	4,636,855	651,317	0	3,985,538
	27	Subtract line 26 from line 12:				
	a	**Excess of revenue over expenses and disbursements**	-2,172,048			
	b	**Net investment income** (if negative, enter -0-)		1,813,490		
	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 (a) Book Value	End of year (b) Book Value	(c) Fair Market Value
Assets				
1	Cash—non-interest-bearing			
2	Savings and temporary cash investments	25,271,405	3,770,830	3,770,830
3	Accounts receivable ▶			
	Less: allowance for doubtful accounts ▶			
4	Pledges receivable ▶			
	Less: allowance for doubtful accounts ▶			
5	Grants receivable			
6	Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see instructions)			
7	Other notes and loans receivable (attach schedule) ▶			
	Less: allowance for doubtful accounts ▶			
8	Inventories for sale or use			
9	Prepaid expenses and deferred charges	27,554		
10a	Investments—U.S. and state government obligations (attach schedule)	878,803	3,262,352	3,262,352
b	Investments—corporate stock (attach schedule)	41,954,303	65,481,978	65,481,978
c	Investments—corporate bonds (attach schedule)	7,257,617	7,401,290	7,401,290
11	Investments—land, buildings, and equipment: basis ▶			
	Less: accumulated depreciation (attach schedule) ▶			
12	Investments—mortgage loans			
13	Investments—other (attach schedule)	9,242,243	15,209,587	15,209,587
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)	84,631,925	95,126,037	95,126,037
Liabilities				
17	Accounts payable and accrued expenses	0	2,193	
18	Grants payable	1,400,000	0	
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)	1,400,000	2,193	
Net Assets or Fund Balances				
	Foundations that follow FASB ASC 958, check here ▶ ☐ and complete lines 24, 25, 29 and 30.			
24	Net assets without donor restrictions			
25	Net assets with donor restrictions			
	Foundations that do not follow FASB ASC 958, check here ▶ ☑ and complete lines 26 through 30.			
26	Capital stock, trust principal, or current funds			
27	Paid-in or capital surplus, or land, bldg., and equipment fund			
28	Retained earnings, accumulated income, endowment, or other funds	83,231,925	95,123,844	
29	**Total net assets or fund balances** (see instructions)	83,231,925	95,123,844	
30	**Total liabilities and net assets/fund balances** (see instructions)	84,631,925	95,126,037	

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	83,231,925
2	Enter amount from Part I, line 27a	2	-2,172,048
3	Other increases not included in line 2 (itemize) ▶	3	15,679,969
4	Add lines 1, 2, and 3	4	96,739,846
5	Decreases not included in line 2 (itemize) ▶	5	1,616,002
6	Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 29	6	95,123,844

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	See Additional Data Table			
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	See Additional Data Table			
b				
c				
d				
e				

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) Gains (Col. (h) gain minus col. (k), but not less than -0-) **or** Losses (from col.(h))
a	See Additional Data Table			
b				
c				
d				
e				

2	Capital gain net income or (net capital loss) { If gain, also enter in Part I, line 7; If (loss), enter -0- in Part I, line 7 }	2	328,117
3	Net short-term capital gain or (loss) as defined in sections 1222(5) and (6): If gain, also enter in Part I, line 8, column (c) (see instructions). If (loss), enter -0- in Part I, line 8	3	

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

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

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

Was the foundation liable for the section 4942 tax on the distributable amount of any year in the base period? ☐ Yes ☑ No
If "Yes," the foundation does not qualify under section 4940(e). Do not complete this part.

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

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col. (b) divided by col. (c))
2018	2,855,605	87,451,234	0.032654
2017	4,472,745	83,631,628	0.053482
2016	5,138,654	79,626,310	0.064535
2015	4,589,182	83,901,817	0.054697
2014	3,196,890	85,906,821	0.037213

2	**Total** of line 1, column (d)	2	0.242581
3	Average distribution ratio for the 5-year base period—divide the total on line 2 by 5.0, or by the number of years the foundation has been in existence if less than 5 years . . .	3	0.048516
4	Enter the net value of noncharitable-use assets for 2019 from Part X, line 5 . . .	4	88,485,876
5	Multiply line 4 by line 3	5	4,292,981
6	Enter 1% of net investment income (1% of Part I, line 27b) . . .	6	18,135
7	Add lines 5 and 6	7	4,311,116
8	Enter qualifying distributions from Part XII, line 4	8	3,985,538

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

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

1a	Exempt operating foundations described in section 4940(d)(2), check here ▶ ☐ and enter "N/A" on line 1. Date of ruling or determination letter: ________ (attach copy of letter if necessary–see instructions)				
b	Domestic foundations that meet the section 4940(e) requirements in Part V, check here ▶ ☐ and enter 1% of Part I, line 27b			1	36,270
c	All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, col. (b)				
2	Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)			2	
3	Add lines 1 and 2.			3	36,270
4	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)			4	
5	**Tax based on investment income.** Subtract line 4 from line 3. If zero or less, enter -0-			5	36,270
6	Credits/Payments:				
a	2019 estimated tax payments and 2018 overpayment credited to 2019	6a	34,077		
b	Exempt foreign organizations—tax withheld at source	6b			
c	Tax paid with application for extension of time to file (Form 8868)	6c	10,000		
d	Backup withholding erroneously withheld	6d			
7	Total credits and payments. Add lines 6a through 6d.			7	44,077
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	7,807
11	Enter the amount of line 10 to be: **Credited to 2020 estimated tax** ▶ 7,807	**Refunded** ▶		11	

Part VII-A Statements Regarding Activities

		Line	Yes	No
1a	During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?	1a		No
b	Did it spend more than $100 during the year (either directly or indirectly) for political purposes? (see Instructions for definition).	1b		No
	*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?.	1c		No
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.*	2		No
3	Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? *If "Yes," attach a conformed copy of the changes*	3		No
4a	Did the foundation have unrelated business gross income of $1,000 or more during the year?.	4a		No
b	If "Yes," has it filed a tax return on **Form 990-T** for this year?.	4b		
5	Was there a liquidation, termination, dissolution, or substantial contraction during the year? *If "Yes," attach the statement required by General Instruction T.*	5		No
6	Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either: • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	6	Yes	
7	Did the foundation have at least $5,000 in assets at any time during the year? *If "Yes," complete Part II, col. (c), and Part XV.*	7	Yes	
8a	Enter the states to which the foundation reports or with which it is registered (see instructions) ▶ CA			
b	If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by General Instruction G? *If "No," attach explanation* .	8b	Yes	
9	Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2019 or the taxable year beginning in 2019? See the instructions for Part XIV. If "Yes," complete Part XIV	9		No
10	Did any persons become substantial contributors during the tax year? *If "Yes," attach a schedule listing their names and addresses.*	10		No

Part VII-A Statements Regarding Activities (continued)

		Line	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.	11		No
12	Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement. See instructions	12		No
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application?	13	Yes	

Website address ▶n/a

14 The books are in care of ▶SUSANNE SUNDBERG Telephone no. ▶(562) 799-5544

Located at ▶3020 OLD RANCH PARKWAY STE 300 SEAL BEACH CA ZIP+4 ▶90740

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 |

		Line	Yes	No
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?	16		No
	See the instructions for exceptions and filing requirements for FinCEN Form 114. If "Yes", enter the name of the foreign country ▶			

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

	File Form 4720 if any item is checked in the "Yes" column, unless an exception applies.		Line	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		1b		No
	Organizations relying on a current notice regarding disaster assistance check here. ▶	☐			
c	Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2019?.		1c		No
2	Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5)):				
a	At the end of tax year 2019, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2019?.	☐ Yes ☑ No			
	If "Yes," list the years ▶ 20____ , 20____ , 20____ , 20____				
b	Are there any years listed in 2a for which the foundation is **not** applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to **all** years listed, answer "No" and attach statement—see instructions.)		2b		
c	If the provisions of section 4942(a)(2) are being applied to **any** of the years listed in 2a, list the years here. ▶ 20____ , 20____ , 20____ , 20____				
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year?.	☐ Yes ☑ No			
b	If "Yes," did it have excess business holdings in 2019 as a result of **(1)** any purchase by the foundation or disqualified persons after May 26, 1969; **(2)** the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest; or **(3)** the lapse of the 10-, 15-, or 20-year first phase holding period?*(Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2019.)*.		3b		
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?		4a		No
b	Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2019?		4b		No

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

			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	5b		
	Organizations relying on a current notice regarding disaster assistance check here ▶ ☐			
c	If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant? ☐ 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?	6b		No
	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?	7b		
8	Is the foundation subject to the section 4960 tax on payment(s) of more than $1,000,000 in remuneration or excess parachute payment during the year? ☐ Yes ☐ No			

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

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

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

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

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

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

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

(a) Name and address of each person paid more than $50,000	**(b)** Type of service	**(c)** Compensation
FIRST REPUBLIC INVESTMENT MANAGEMENT 1200 STATE ST SANTA BARBARA, CA 93101	INV MANAGEMENT	191,804
DUNCAN & BRANSON INVESTMENT MANAGEMENT 200 HOMER AVE PALO ALTO, CA 94301	INV MANAGEMENT	175,785
MAGINNIS KNECHTEL & MCINTYRE LLP 300 W COLORADO BLVD PASADENA, CA 91105	ACCOUNTING & TAX	70,690
Total number of others receiving over $50,000 for professional services. . . . . ▶		

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	
2	
3	
4	

Part IX-B **Summary of Program-Related Investments** (see instructions)

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2.	Amount
1 NOT APPLICABLE	
2	
All other program-related investments. See instructions. **3**	
Total. Add lines 1 through 3 . . . . ▶	

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	81,401,758
b	Average of monthly cash balances	1b	8,431,619
c	Fair market value of all other assets (see instructions)	1c	0
d	**Total** (add lines 1a, b, and c)	1d	89,833,377
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	0
3	Subtract line 2 from line 1d	3	89,833,377
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	1,347,501
5	**Net value of noncharitable-use assets.** Subtract line 4 from line 3. Enter here and on Part V, line 4	5	88,485,876
6	**Minimum investment return.** Enter 5% of line 5	6	4,424,294

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	4,424,294
2a	Tax on investment income for 2019 from Part VI, line 5	2a	36,270		
b	Income tax for 2019. (This does not include the tax from Part VI.)	2b			
c	Add lines 2a and 2b			2c	36,270
3	Distributable amount before adjustments. Subtract line 2c from line 1			3	4,388,024
4	Recoveries of amounts treated as qualifying distributions			4	
5	Add lines 3 and 4			5	4,388,024
6	Deduction from distributable amount (see instructions)			6	
7	**Distributable amount** as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1			7	4,388,024

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	3,985,538
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	0
3	Amounts set aside for specific charitable projects that satisfy the:		
a	Suitability test (prior IRS approval required)	3a	0
b	Cash distribution test (attach the required schedule)	3b	0
4	**Qualifying distributions.** Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	4	3,985,538
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	
6	**Adjusted qualifying distributions.** Subtract line 5 from line 4	6	3,985,538

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					4,388,024
2 Undistributed income, if any, as of the end of 2019:					
a Enter amount for 2018 only.				0	
b Total for prior years: 2017 , 2016 , 2015			0		
3 Excess distributions carryover, if any, to 2019:					
a From 2014.					
b From 2015.					
c From 2016.	188,386				
d From 2017.	348,542				
e From 2018.					
f **Total** of lines 3a through e.		536,928			
4 Qualifying distributions for 2019 from Part XII, line 4: ▶ $ 3,985,538					
a Applied to 2018, but not more than line 2a				0	
b Applied to undistributed income of prior years (Election required—see instructions).					
c Treated as distributions out of corpus (Election required—see instructions).					
d Applied to 2019 distributable amount.					3,985,538
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).)*		402,486			402,486
6 **Enter the net total of each column as indicated below:**					
a Corpus. Add lines 3f, 4c, and 4e. Subtract line 5		134,442			
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.					
d Subtract line 6c from line 6b. Taxable amount —see instructions			0		
e Undistributed income for 2018. Subtract line 4a from line 2a. Taxable amount—see instructions				0	
f Undistributed income for 2019. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2020					0
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)					
8 Excess distributions carryover from 2014 not applied on line 5 or line 7 (see instructions) . . .					
9 **Excess distributions carryover to 2020.** Subtract lines 7 and 8 from line 6a		134,442			
10 Analysis of line 9:					
a Excess from 2015. . . .					
b Excess from 2016. . . .					
c Excess from 2017. . . .	134,442				
d Excess from 2018. . . .					
e Excess from 2019. . . .					

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

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

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

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

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

1 Information Regarding Foundation Managers:

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

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 e-mail address of the person to whom applications should be addressed:

SUSANNE SUNDBERG PRESIDENT CEO
3020 OLD RANCH PARKWAY STE 300
SEAL BEACH, CA 90740
(562) 799-5544

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

APPLICATION FORMS AND APPLICATION PROCEDURES ARE ATTACHED.

c Any submission deadlines:

OCTOBER 31ST AND MAY 31ST

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

IN GENERAL, THE FOUNDATION APPLIES ITS RESOURCES TO PRESERVE AND ENRICH THE BENEFITS TO BE DERIVED BY CALIFORNIA RESIDENTS, AND PRINCIPALLY THOSE RESIDING IN SOUTHERN CALIFORNIA. THE FOUNDATION HAS ESTABLISHED POLICIES (ATTACHED) TO GUIDE ITS BOARD OF DIRECTORS IN ALLOCATING ITS DONATIONS. THESE POLICIES ARE NOT RIGID AND OCCASIONAL EXCEPTIONS MAY BE MADE TO SOME OF THEM UNDER UNUSUAL CIRCUMSTANCES.

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 Additional Data Table				
Total . . . . ▶ **3a**				2,971,255
b *Approved for future payment* See Additional Data Table				
Total . . . . ▶ **3b**				1,571,255

Part XVI-A **Analysis of Income-Producing Activities**

Enter gross amounts unless otherwise indicated.	Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income (See instructions.)
	(a) Business code	(b) Amount	(c) Exclusion code	(d) Amount	
1 Program service revenue:					
a					
b					
c					
d					
e					
f					
g Fees and contracts from government agencies					
2 Membership dues and assessments. . . .					
3 Interest on savings and temporary cash investments			14	34	
4 Dividends and interest from securities. . . .			14	2,136,656	
5 Net rental income or (loss) from real estate:					
a Debt-financed property.					
b Not debt-financed property.					
6 Net rental income or (loss) from personal property					
7 Other investment income.					
8 Gain or (loss) from sales of assets other than inventory			18	328,117	
9 Net income or (loss) from special events:					
10 Gross profit or (loss) from sales of inventory					
11 Other revenue: a					
b					
c					
d					
e					
12 Subtotal. Add columns (b), (d), and (e). .				2,464,807	

13 **Total.** Add line 12, columns (b), (d), and (e). **13** 2,464,807
(See worksheet in line 13 instructions to verify calculations.)

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

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). (See instructions.)
13	ALL ACTIVITIES CONDUCTED BY THE FOUNDATION ARE FOR THE PURPOSES OF PROMOTING AND ENGAGING IN EXCLUSIVELY CHARITABLE ENDEAVORS WHICH WILL TEND TO IMPROVE SOCIAL CONDITIONS, PROMOTE HUMAN WELFARE AND/OR ALLEVIATE PAIN AND SUFFERING.

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

		Yes	No
1 Did the organization directly or indirectly engage in any of the following with any other organization described in section 501 (c) (other than section 501(c)(3) organizations) or in section 527, relating to political organizations?			
a Transfers from the reporting foundation to a noncharitable exempt organization of:			
(1) Cash.	1a(1)		No
(2) Other assets.	1a(2)		No
b Other transactions:			
(1) Sales of assets to a noncharitable exempt organization.	1b(1)		No
(2) Purchases of assets from a noncharitable exempt organization.	1b(2)		No
(3) Rental of facilities, equipment, or other assets.	1b(3)		No
(4) Reimbursement arrangements.	1b(4)		No
(5) Loans or loan guarantees.	1b(5)		No
(6) Performance of services or membership or fundraising solicitations.	1b(6)		No
c Sharing of facilities, equipment, mailing lists, other assets, or paid employees.	1c		No

d If the answer to any of the above is "Yes," complete the following schedule. Column **(b)** should always show the fair market value of the goods, other assets, or services given by the reporting foundation. If the foundation received less than fair market value in any transaction or sharing arrangement, show in column **(d)** the value of the goods, other assets, or services received.

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

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

b If "Yes," complete the following schedule.

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

Sign Here

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.

******	2020-11-10	******
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 if self-employed ▶ ☐	PTIN
Linda E G Ballesteros		2020-11-10		P00366852

Firm's name ▶ Maginnis Knechtel & McIntyre LLP — Firm's EIN ▶

Firm's address ▶ 300 W Colorado Blvd
Pasadena, CA 91105 — Phone no. (626) 449-3466

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns a - d

(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.)
VANGUARD ADMIRAL TREASURY MM-FIRST REPUBLIC 4194	P		2019-12-26
PUBLIC TRADED SECURITIES-FIRST REPUBLIC 4194	P		
PUBLIC TRADED SECURITIES-FIRST REPUBLIC 4194	P		
PUBLIC TRADED SECURITIES-US TRUST 3292	P		
GUGGENHEIM MACRO OPP FD-FIRST REPUBLIC 4202	P		2019-11-05
BB&T CORP-FIRST REPUBLIC 4202	P		2019-09-03
PUBLIC TRADED SECURITIES-FIRST REPUBLIC 4202	P		
PUBLIC TRADED SECURITIES-FIRST REPUBLIC 4202	P		
VANGUARD ADMIRAL TREASURY MM-FIRST REPUBLIC 4186	P	2019-06-24	
3M CO-US TRUST 7396	P		2019-05-15

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns e - h

(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)
7,000,000		7,000,000	
926,500		921,455	5,045
1,006,185		1,065,790	-59,605
2,944,951		2,562,488	382,463
3,223		3,241	-12
100,000		92,403	7,597
729,097		712,968	16,129
490,624		499,988	-9,364
1,495,000		1,495,000	
157,275		65,286	91,989

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns i - l

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col.(h))
(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	
			5,045
			-59,605
			382,463
			-18
			7,597
			16,129
			-9,364
			91,989

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns a - d

(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.)
PUBLIC TRADED SECURITIES-DUNCAN & BRANSON 6860	P		
PUBLIC TRADED SECURITIES-FIRST REPUBLIC 4202	P		

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns e - h

(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)
7,448,666		7,448,666	
0		106,125	-106,125

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns i - l

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col. (h) gain minus col. (k), but not less than -0-) **or** Losses (from col.(h))
(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	
			-106,125

Form 990PF Part VIII Line 1 - List all officers, directors, trustees, 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
W D MILLIKEN 3020 Old Ranch Parkway STE 300 Seal Beach, CA 90740	FORMER DIRECTOR/OFFICER 0.0	0	127,806	0
ANN LEATHERBURY 3020 Old Ranch Parkway STE 300 Seal Beach, CA 90740	DIRECTOR/VICE PRESIDENT/SECRTY 40.0	211,346	8,069	0
SUSANNE SUNDBERG 3020 Old Ranch Parkway STE 300 Seal Beach, CA 90740	DIRECTOR/CHAIRMAN OF THE BOARD 40.0	227,500	9,068	0
SARAH C MILLIKEN 3020 Old Ranch Parkway STE 300 Seal Beach, CA 90740	FORMER DIRECTOR/OFFICER 0.0	0	27,246	0
RICHARD BATTAGLIA 3020 Old Ranch Parkway STE 300 Seal Beach, CA 90740	DIRECTOR 20.0	69,500	18,325	0
CHARLES LEATHERBURY 3020 Old Ranch Parkway STE 300 Seal Beach, CA 90740	DIRECTOR/treasurer 40.0	116,577	10,178	0
PHILIP BATTAGLIA 3020 Old Ranch Parkway STE 300 Seal Beach, CA 90740	DIRECTOR 20.0	69,500	9,562	0
ERIC MOOBERRY 3020 Old Ranch Parkway STE 300 Seal Beach, CA 90740	DIRECTOR 20.0	69,500	475	0

Form 990PF Part XV Line 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*				
PASADENA HOSPITAL ASSOCIATION DBA HUNTINGTON HOSPI OFFICE OF PHILANTHROPY 100 WEST CALIFORNIA BLVD PASADENA, CA 91105	UNRELATED	PC	FIFTH OF FIVE INSTALLMENTS OF A JANUARY 2015 GRANT OF $1,000,000 TO ACQUIRE NEW CONTROL SYSTEMS FOR 4 SURGERY SUITES	200,000
LOMA LINDA UNIVERSITY OFFICE OF THE PRESIDENT MAGAN HALL LOMA LINDA, CA 92350	UNRELATED	PC	SIXTH INSTALLMENT OF A $2,400,000 GRANT IN JULY 2012, PAYABLE OVER SIX YEARS, FOR THE PURCHASE OF A SIEMENS CYCLOTRON FOR THE RESEARCH IMAGING CENTER	400,000
ST JOSEPH HOSPITAL OF ORANGE 1100 WEST STEWART DRIVE ORANGE, CA 92868	UNRELATED	PC	FOURTH OF FOUR INSTALLMENTS OF A JULY 2015 GRANT OF $2,000,000 FOR THE VARIAN EDGE RADIOSURGERY SYSTEM AND LINEAR ACCELERATOR	500,000
Total . . . . ▶ **3a**				2,971,255

Form 990PF Part XV Line 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*				
TORRANCE MEMORIAL MEDICAL CENTER 3330 LOMITA BLVD TORRANCE, CA 90505	UNRELATED	PC	FIFTH OF FIVE INSTALLMENTS OF A JANUARY 2015 GRANT OF $1,500,000 TO ACQUIRE A VARIAN TRUE BEAM SLIM LINEAR ACCELERATOR	300,000
AMERICAN RED CROSS OF LOS ANGELES 11355 OHIO AVE LOS ANGELES, CA 90025	UNRELATED	PC	TO PURCHASE A VAN FOR THE SOUTHERN CALIFORNIA BLOOD SERVICE FLEET	50,000
ASSISTANCE LEAGUE OF FULLERTON 233 W AMERIGE AVE FULLERTON, CA 92832	UNRELATED	PC	GRANT TO PURCHASE BUILDING REPAIRS AND IMPROVEMENTS	5,000
Total . . . . ▶ **3a**				2,971,255

Form 990PF Part XV Line 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*				
BOYS & GIRLS CLUBS WEST SAN GABRIEL 328 S RAMONA AVE MONTEREY PARK, CA 91754	UNRELATED	PC	ACADEMIC SUPPORT FOR YOUTH AT THE WILLIAM MEAD PUBLIC HOUSING SITE	15,000
CANINE SUPPORT TEAMS PO BOX 891767 TEMECULA, CA 92589	UNRELATED	PC	GRANT TO SUPPORT DEVELOPMENT OF THE TRAINING CENTER	5,000
CATERINA'S CLUB341 E CENTER ST ANAHEIM, CA 92805	UNRELATED	PC	GRANT TO EXPAND THE FEEDING THE KIDS SITES AND PROVIDE FAMILIES WITH HOUSING AND SUPPORT	15,000
Total . . . . ▶ **3a**				2,971,255

Form 990PF Part XV Line 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*				
DOOR OF HOPEPO BOX 90455 PASADENA, CA 91109	UNRELATED	PC	GRANT TO PURCHASE A NEW VAN	35,000
DOWNTOWN WOMEN'S CENTER 442 S SAN PEDRO ST LOS ANGELES, CA 90013	UNRELATED	PC	GRANT TO SUPPORT THE HEALTH AND WELLNESS PROGRAM FOR WOMEN EXPERIENCING HOMELESSNESS	10,000
FRIENDS OF THE CHILDREN'S MUSEUM AT LA HABRA INC 301 S EUCLID ST LA HABRA, CA 90631	UNRELATED	PC	GRANT TO SUPPORT FOR THE MUSEUM'S LIL' INNOVATORS EARLY CHILDHOOD STEM PROJECT	10,000
Total . . . . ▶ **3a**				2,971,255

Form 990PF Part XV Line 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*				
THE FRIENDS OF EXPO CENTER 3980 BILL ROBERTSON LANE LOS ANGELES, CA 90037	UNRELATED	PC	GRANT TO SUPPORT FOR YOUTH AND TEEN PROGRAMS	10,000
HAPPY TRAILS FOR KIDS 2525 OCEAN PARK BLVD STE 104 SANTA MONICA, CA 90405	UNRELATED	PC	GRANT TO SUPPORT FOR THE TRAILS TO SUCCESS INITIATIVE	10,000
HUMAN SERVICES ASSOCIATION 6800 FLORENCE AVE BELL GARDENS, CA 90201	UNRELATED	PC	GRANT TO SUPPORT CLIENT OUTCOMES AND ENHANCE SERVICES FOR ALZHEIMER'S ADULT DAY CARE PARTICIPANTS IN SOUTHEAST LOS ANGELES COUNTY	250,000
Total . . . . ▶ **3a**				2,971,255

Form 990PF Part XV Line 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*				
LOMPOC FAMILY YMCA 201 W COLLEGE AVE LOMPOC, CA 93436	UNRELATED	PC	GRANT TO SUPPORT FOR THE YOUTH HORIZON SUMMER PROGRAM AND BEFORE/AFTER SCHOOL PROGRAMS	10,000
LUPUS FOUNDATION OF NORTHERN CALIFORNIA 2635 N FIRST ST STE 211 SAN JOSE, CA 95134	UNRELATED	PC	GRANT TO TO PROVIDE HEALTH AND COMMUNITY EDUCATION MATERIALS TO PATIENTS	70,000
NEW HORIZONS CAREGIVERS GROUP 3129 S HACIENDA BLVD 809 HACIENDA HEIGHTS, CA 91745	UNRELATED	PC	GRANT TO SUPPORT FOR THE FIESTA PROGRAM	5,000
Total . . . . ▶ **3a**				2,971,255

Form 990PF Part XV Line 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*				
ONEGENERATION17400 VICTORY VAN NUYS, CA 91406	UNRELATED	PC	TO SUPPORT FOR THE GAP COURT NAVIGATOR PROGRAM	10,000
ORANGEWOOD CHILDREN'S FOUNDATION 1575 E 17TH ST SANTA ANA, CA 92705	UNRELATED	PC	GRANT TO EXPAND SERVICES FOR HOMELESS YOUTH	20,000
PF BRESEE FOUNDATION 184 S BIMINI PL LOS ANGELES, CA 90004	UNRELATED	PC	GRANT TO SUPPORT FOR THE YOUTH AND FAMILY SERVICES AND GANG PREVENTION PROGRAMS	10,000
Total . . . . ▶ **3a**				2,971,255

Form 990PF Part XV Line 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*				
PASADENA SENIOR CENTER 85 E HOLLY ST PASADENA, CA 91103	UNRELATED	PC	GRANT TO PROVIDE SERVICES TO LOW-INCOME SENIORS IN PASADENA AND SURROUNDING CITIES	10,000
PROVIDENCE LITTLE COMPANY OF MARY FOUNDATION 4101 TORRANCE BLVD TORRANCE, CA 90503	UNRELATED	PC	GRANT TO PURCHASE TWO PIECES OF CARDIOLOGY EQUIPMENT FOR THE PROVIDENCE ADVANCED CARE CENTER	300,000
PROVIDENCE SPEECH & HEARING CENTER 1301 PROVIDENCE AVE ORANGE, CA 92868	UNRELATED	PC	GRANT TO SUPPORT THE EXPANSION OF THE HUNTINGTON BEACH CLINIC	14,255
Total . . . . ▶ **3a**				2,971,255

Form 990PF Part XV Line 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*				
READING TO KIDS 1600 SAWTELLE BLVD STE 210 LOS ANGELES, CA 90025	UNRELATED	PC	GRANT TO SUPPORT THE SATURDAY READING PROGRAM AT EIGHT ELEMENTARY SCHOOLS	10,000
SAN DIEGO BLOOD BANK 3636 GATEWAY CENTER AVE STE 100 SAN DIEGO, CA 92102	UNRELATED	PC	GRANT TO PURCHASE 2 TRIMA ACCEL AUTOMATED BLOOD COLLECTION SYSTEMS	72,000
SCRIPPS HEALTH FOUNDATION 550 WASHINGTON ST STE 621 SAN DIEGO, CA 92103	UNRELATED	PC	TO SUPPORT FUNDING FOR THE SCRIPPS MD ANDERSON CANCER CENTER	100,000
Total . . . . ▶ **3a**				2,971,255

Form 990PF Part XV Line 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*				
SHARP HEALTHCARE FOUNDATION 8695 SPECTRUM CENTER BLVD SAN DIEGO, CA 92123	UNRELATED	PC	GRANT TO SUPPORT FOR THE NEW TOWER AT SHARP CHULA VISTA MEDICAL CENTER	300,000
SHAREFEST COMMUNITY DEVELOPMENT INC 638 S BEACON ST STE 700 SAN PEDRO, CA 90731	UNRELATED	PC	GRANT TO EQUIP THE YOUTH DEVELOPMENT CENTER WITH TECHNOLOGY, KITCHEN APPLIANCES, AND FURNITURE	30,000
SOCIETY OF ST VINCENT DE PAUL COUNCIL OF LA 210 N AVENUE 21 LOS ANGELES, CA 90031	UNRELATED	PC	GRANT TO SUPPORT FOR UPGRADING THE THRIFT STORE BATHROOMS	40,000
Total . . . . ▶ **3a**				2,971,255

Form 990PF Part XV Line 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*				
ST JUDE MEDICAL CENTER 1440 N HARBOR BLVD STE 200 FULLERTON, CA 92835	UNRELATED	PC	GRANT TO PURCHASE LINEAR ACCELERATOR UNITS	100,000
STRIVE FOUNDATION9124 S MAIN ST LOS ANGELES, CA 90003	UNRELATED	PC	GRANT TO SUPPORT FOR GENERAL OPERATING EXPENSES	15,000
THE LOS ANGELES FREE CLINIC DBA SABAN COMM CLINIC 8405 BEVERLY BLVD LOS ANGELES, CA 90048	UNRELATED	PC	GRANT TO SUPPORT FOR THE PEDIATRIC DENTAL PROGRAM	25,000
Total . . . . ▶ **3a**				2,971,255

Form 990PF Part XV Line 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*				
THE SEANY FOUNDATION 3530 CAMINO DEL RIO N STE 101 SAN DIEGO, CA 92108	UNRELATED	PC	GRANT TO SEND SEVEN CHILDREN WITH CANCER TO CAMP	5,000
VILLA ESPERANZA SERVICES 2060 E VILLA ST PASADENA, CA 91107	UNRELATED	PC	GRANT TO PURCHASE EQUIPMENT AND SUPPLIES FOR SENIORS AND ADULTS IN THE ADULT DAY PROGRAM	10,000
Total . . . . ▶ **3a**				2,971,255

TY 2019 Accounting Fees Schedule

Name: Henry L Guenther Foundation

EIN: 95-6026937

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
AUDIT AND TAX ACCOUNTING FEES	87,986	17,597		70,389

TY 2019 Contractor Compensation Explanation

Name: Henry L Guenther Foundation

EIN: 95-6026937

Contractor	Explanation
FIRST REPUBLIC INVESTMENT MANAGEMEN	INVESTMENT MANAGEMENT SERVICE
DUNCAN BRANSON INVESTMENT MANAGEM	INVESTMENT MANAGEMENT SERVICE
MAGINNIS KNECHTEL MCINTYRE LLP	ACCOUNTING & TAX SERVICES

Note: To capture the full content of this document, please select landscape mode (11" x 8.5") when printing.

TY 2019 Depreciation Schedule

Name: Henry L Guenther Foundation

EIN: 95-6026937

TY 2019 Investments Corporate Bonds Schedule

Name: Henry L Guenther Foundation

EIN: 95-6026937

Investments Corporate Bonds Schedule

Name of Bond	End of Year Book Value	End of Year Fair Market Value
FIRST REPUBLIC	7,401,290	7,401,290

TY 2019 Investments Corporate Stock Schedule

Name: Henry L Guenther Foundation

EIN: 95-6026937

Investments Corporation Stock Schedule

Name of Stock	End of Year Book Value	End of Year Fair Market Value
PUBLICLY TRADED EQUITIES:		
FIRST REPUBLIC - SEE ATTACHED	35,218,420	35,218,420
DUNCAN & BRANSON	30,263,558	30,263,558

TY 2019 Investments Government Obligations Schedule

Name:	Henry L Guenther Foundation
EIN:	95-6026937
US Government Securities - End of Year Book Value:	3,262,352
US Government Securities - End of Year Fair Market Value:	3,262,352
State & Local Government Securities - End of Year Book Value:	
State & Local Government Securities - End of Year Fair Market Value:	

TY 2019 Investments - Other Schedule

Name: Henry L Guenther Foundation

EIN: 95-6026937

Investments Other Schedule 2

Category/ Item	Listed at Cost or FMV	Book Value	End of Year Fair Market Value
OTHER MANAGED INVESTMENTS			
-CASH AND EQUIVALENTS	FMV	1,664,059	1,664,059
-FOREIGN & OTHER FIXED INCOME	FMV	13,545,528	13,545,528

TY 2019 Legal Fees Schedule

Name: Henry L Guenther Foundation

EIN: 95-6026937

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
LEGAL FEES	10,509	2,102		8,407

TY 2019 Other Decreases Schedule

Name: Henry L Guenther Foundation

EIN: 95-6026937

Description	Amount
GRANTS ACCRUED (BOOK)	1,571,255
FEDERAL EXCISE TAX	44,747

TY 2019 Other Expenses Schedule

Name: Henry L Guenther Foundation

EIN: 95-6026937

Other Expenses Schedule

Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
OFFICE SUPPLIES AND OTHER	15,134	3,027		12,107
CUSTODIAN BANK FEE	6,267	1,253		5,014
INSURANCE	5,323	1,065		4,258
OTHER	5,171	1,034		4,137
SALK SEMINAR	4,698	940		3,758
TELEPHONE AND FAX	213	43		170
FILING FEE	160	32		128
SECRETARIAL SERVICES	35	7		28

TY 2019 Other Increases Schedule

Name: Henry L Guenther Foundation

EIN: 95-6026937

Description	Amount
GRANTS PAID (TAX)	2,971,255
UNREALIZED GAIN (BOOK)	12,708,714

TY 2019 Other Professional Fees Schedule

Name: Henry L Guenther Foundation

EIN: 95-6026937

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
FIRST REPUBLIC	191,804	191,804		
DUNCAN AND BRANSON	175,785	175,785		
CUSTODIAN BANK ADMIN	30,155	30,155		
CONSULTING FEE	4,320	864		3,456

TY 2019 Taxes Schedule

Name: Henry L Guenther Foundation

EIN: 95-6026937

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
PAYROLL TAXES	27,871	5,574		22,297

THE HENRY L. GUENTHER FOUNDATION
APPLICATION FOR GRANT

PLEASE TYPE ALL INFORMATION. NO HANDWRITTEN COPIES WILL BE ACCEPTED.

DATE OF APPLICATION: ____________________

NAME OF ORGANIZATION: ____________________

DOING BUSINESS AS (IF APPLICABLE): ____________________

MAILING ADDRESS: ____________________

____

STREET ADDRESS (IF DIFFERENT): ____________________

____

TELEPHONE NUMBER: ____________________

ORGANIZATION WEBSITE ADDRESS: ____________________

NAME & TITLE OF CORRESPONDENT: ____________________

EMAIL ADDRESS: ____________________

TYPE OF ORGANIZATION & NATURE OF OPERATIONS: ____________________

____

____

____

INCORPORATION DATE & STATE OF INCORPORATION: ____________________

IRS TAX EXEMPTION GRANTED UNDER SECTION: __________ DATED: __________

CALIFORNIA TAX EXEMPTION GRANTED UNDER SECTION: __________ DATED: __________

FEDERAL INFORMATION RETURN FILED IN NAME OF: ____________________

____

FORM (990, 990T, 990AR, OTHER): __________ DATE LAST FILED: __________

AMOUNT OF REQUEST: ____________________

BRIEF DESCRIPTION OF PROPOSAL: ____________________

____

____

____

____

____

990PF, PART XV - FORM AND CONTENTS OF SUBMITTED APPLICATIONS

PLEASE PROVIDE THE FOLLOWING INFORMATION FROM THE ORGANIZATION'S MOST RECENTLY COMPLETED FORM 990. YEAR BEING REPORTED: ____________________

PAGE 7 PART VII: COMPENSATION OF OFFICERS, DIRECTORS, TRUSTEES, KEY EMPLOYEES
PROVIDE TOTALS FOR EACH CATEGORY OF PERSON SHOWN BELOW:

	Number of Persons Included in Total	Column (D) Reportable Compensation	Column (F) Estimated Amount of Other Compensation
Directors	______________	____________________	__________________
Officers	______________	____________________	__________________
Key Employees	______________	____________________	__________________

PAGE 9 PART VIII: STATEMENT OF REVENUE
AMOUNT REPORTED ON:
Line 12 – Total Revenue ____

Line 1e – Government Grants ____

Line 1h – Total Contributions, Gifts, Grants ____

Line 2g – Total Program Service Revenue ____

PAGE 9 PART IX: STATEMENT OF FUNCTIONAL EXPENSES

AMOUNT REPORTED ON:	Column (A) Total	Column (B) Program Service	Column (C) Management/General
Line 1 – Grants to Other Organizations	______________	______________	_____________
Line 2 – Grants to Individuals	______________	______________	_____________
Line 3 – Grants to Foreign Organizations	______________	______________	_____________
Line 5 – Compensation of Officers, Etc.	______________	______________	_____________

Line 25 Total Functional Expenses ____

PAGE 9 PART X: BALANCE SHEET

Total Assets – End of Year ____

Total Liabilities – End of Year ____

Please mail two (2) complete <u>SINGLE-SIDED</u> copies of the application, to be received in the Guenther Foundation office by the appropriate deadline. No videos or extraneous information please.

PURPOSES, PRINCIPLES, AND POLICIES OF THE HENRY L. GUENTHER FOUNDATION

PURPOSES

The Henry L. Guenther Foundation is a private non-profit charitable California corporation organized to promote and engage in exclusively charitable endeavors, which will tend to improve social conditions, promote human welfare, and/or alleviate pain and suffering.

PRINCIPLES

The Guenther Foundation does not conduct or administer its own charitable programs, but operates mainly by making grants to organizations that have the capacity to satisfy basic human needs to human welfare. The Guenther Foundation's articles of incorporation do not require the foundation to support any particular charitable causes or institutions. Similarly, the terms of its establishment do not commit the foundation to the advocacy or promotion of any particular theories or doctrines in fields in which it may be interested. Therefore, the Guenther Foundation may choose from a wide variety of charitable endeavors to accomplish its purpose.

Endowed with the advantage of choice, the Guenther Foundation primarily applies its resources to preserve and enrich the benefits to be derived by California residents, and principally those residing in Southern California, from improved and expanded medical services, opportunities for youth, and other similar humanitarian projects. Within these broad areas of interest, the foundation draws upon the talent and experience of leaders from many walks of life to select organizations of demonstrated competence that have sound programs that will be able to reach and sustain high levels of performance. In choosing particular projects to support, the Guenther Foundation's Board of Directors acts, without partiality or prejudice, on the basis of criteria involving no pressures other than those imposed by good judgment as to how the public welfare may be served most effectively.

POLICIES

The Guenther Foundation must decline many requests for funds each year for one or more policy reasons. While the foundation continually reassesses its grant program, it does have established policies to guide its board of directors in allocating its donations. These policies are not rigid and occasional exceptions may be made to some of them under unusual circumstances; however, as a general rule, exceptions should not be requested and organizations desiring to obtain a foundation grant may determine their eligibility for consideration by reference to these policies. They are:

1. The Guenther Foundation does not make grants to individuals for any purpose; nor does it participate in the administration of programs it supports in the areas of scholarships, student aid, or medical assistance. Grants are made to organizations operating such programs when the selection of recipients is conducted in conformity with accepted standards.

2. Grants are generally not made to governmental agencies or subdivisions; nor to organizations whose benefits will accrue to these entities. Projects that receive, or expect to receive, substantial support from taxation at any level of government through direct funding, interest free or no interest loans, or the provision of "in kind" services of any type are generally not eligible for foundation grants.

3. Despite a natural concern for religious institutions, the Guenther Foundation does not make grants to sectarian or religious organizations when their principal activity is for the benefit of their own members.

4. Grants are usually not made to organizations soliciting funds in support of projects or programs operated by someone other than the applicant.

5. Foundation grants are confined to the support of nonpartisan, nonprofit organizations that are operated in the public interest and have tax exempt status as charitable organizations granted by the Internal Revenue Service and the California Franchise Tax Board.

6. The Guenther Foundation only makes grants to organizations operating in the State of California and only in aid of programs that are for the benefit of California residents. The foundation has particular concern for the welfare of Southern California area residents.

7. The Guenther Foundation is principally interested in providing improved or expanded services through programs already in operation. Prospective applicants should not request funds to pay normal operating expenses or to aid in the operational phases of established organizations or programs. Grants may be made for either capital needs or exceptional operating expenses when they cannot be anticipated or funded through normal income.

8. The Guenther Foundation grants funds for expenditures before they are made, but, in the absence of compelling circumstances, it does not make grants to liquidate or reduce previously incurred obligations or operating deficits.

9. There are many worthy organizations and programs eligible for grants, and the Guenther Foundation's income has never been sufficient to meet all of the meritorious requests for funds. ***For this reason, the foundation will not grant funds to any organization two years in succession and prefers not to grant funds more often than once every four years.***

10. Ordinarily, applications for grants that require a commitment of funds in future years will not be favorably considered. Requests should be presented within a reasonable period of time prior to the anticipated need for the funds.

11. If funded, the Guenther Foundation will require the organization to submit a detailed half-year report and year-end report of the project, including program narratives, budget spreadsheets, photos, press releases, and any other relevant, pertinent reporting information.

BOARD OF DIRECTORS' REVIEW

990PF, PART XV - FORM AND CONTENTS OF SUBMITTED APPLICATIONS

All applications for grants within the foregoing policy limitations are given careful consideration and evaluation by the Guenther Foundation's Board of Directors. The deliberations of the board include an analysis of each application in terms of the following criteria:

1. The serious, current need for the facilities or services proposed by the applicant's project and the extent to which the project would duplicate existing facilities or services in the geographically affected area.

2. The reasonableness of the budget for the project, including assurances as to the availability of the requisite funds for the project to the extent that they are not to be furnished by the proposed grant.

3. The degree to which the project will have efficient and economical management by persons who are experienced and competent.

4. The assurance that the results obtained by the project will be effectively communicated to, and practically utilized by, the persons whose needs are to be served, and whether the benefits that can be reasonably anticipated from the project warrant the investment required by the Guenther Foundation when compared with the alternatives available for the use of the same funds.

The final action taken on each application is communicated to the correspondent named on the Application for Grant (page 1) in writing following the meeting at which the organization's application is approved or denied.

APPLICATION PROCEDURE

The Guenther Foundation accepts applications for grants from qualified tax-exempt charitable organizations operating within the State of California. Applications are not accepted from individuals. Regular meetings of the Guenther Foundation's Board of Directors are held semi-annually in the winter and summer to consider and take final action on pending applications for grants.

Applications must be fully completed and delivered to the Guenther Foundation office by October 31 for consideration at the board of directors meeting held in January, and by May 31 for consideration at the meeting held in July. Prospective applicants are requested to communicate with the Guenther Foundation office only by letter (no telephone calls please). Two (2) applications must be submitted to the Guenther Foundation office as follows:

Susanne Sundberg, Chairman of the Board
Henry L. Guenther Foundation
3020 Old Ranch Parkway, Suite 300
Seal Beach, CA 90740

All applications must include the following:

1. Typed Application for Grant (page 1); no handwritten copies please.

2. Copy of a valid Internal Revenue Service letter granting exemption under Section 501(c)(3) of the Internal Revenue Code.

3. Copy of a valid California Franchise Tax Board letter granting exemption under Section 23701d of the Revenue & Taxation Code.

4. Copy of a valid Notification of Status under Section 509(a) of the Tax Reform Act of 1969 issued after January 1, 1970, classifying the organization as: "a private foundation;" "a private operating foundation;" or "not a private foundation."

5. Current, complete audited financial statements. Financial statements prepared by other than independent auditors must be signed by two officers of the board of directors or trustees. All accompanying notes to the statements must be included.

6. Current list of officers, directors, and/or trustees.

7. A detailed statement of the request, including a complete budget, projected time schedule, and all other applicable details. Provide complete financial information (sources and amounts of all loans, grants, pledges, and other fundraising activities; copies of contractors' estimates and/or bids from suppliers; etc.).

8. A statement of how the organization's proposed project will benefit California residents and, if applicable, those residing in Southern California.

9. A detailed statement defining the need for the services or facilities that would be provided by the requested funds.

10. A statement describing the manner in which the organization would report to the Guenther Foundation the disbursement of monies and the results obtained with the requested funds, within the required reporting guidelines set forth above (section #11 of the Policies).

11. A statement from the governing body of the organization authorizing the presentation of the application as a prime need within the scope and limitations of the Guenther Foundation's policies.

NOTE: The correspondent submitting the application should be an executive director, administrator, manager, or an officer who is fully qualified to amplify the information in the application and is available during normal business hours. Communications with individual directors of the Guenther Foundation will not be of assistance to the applicant and are discouraged.

990PF, PART XV - RESTRICTIONS OR LIMITATIONS ON AWARD

1. The Guenther Foundation does not make grants to individuals for any purpose; nor does it participate in the administration of programs it supports in the areas of scholarships, student aid, or medical assistance. Grants are made to organizations operating such programs when the selection of recipients is conducted in conformity with accepted standards.

2. Grants are generally not made to governmental agencies or subdivisions; nor to organizations whose benefits will accrue to these entities. Projects that receive, or expect to receive, substantial support from taxation at any level of government through direct funding, interest free or no interest loans, or the provision of "in kind" services of any type are generally not eligible for foundation grants.

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(Rev. March 2017)