

Return of Private Foundation

Department of the Treasury Internal Revenue Service

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.

2006

2019 Open to Public Inspection

For calendar year 2019 or tax year beginning JUL 1, 2019, and ending JUN 30, 2020

Name of foundation: EDGERTON FOUNDATION
Employer identification number: 91-2160742
Telephone number: 310-288-4252
Address: 1925 CENTURY PARK EAST, 16TH FL, LOS ANGELES, CA 90067
Fair market value of all assets at end of year: \$122,740,520
Accounting method: Cash

Table with 5 columns: (a) Revenue and expenses per books, (b) Net investment income, (c) Adjusted net income, (d) Disbursements for charitable purposes. Rows include Contributions, interest, dividends, gross rents, net gain, other income, operating and administrative expenses, and net investment income.

3/4

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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	239,456.	150,487.	150,487.
	2 Savings and temporary cash investments	3,490,854.	12,702,045.	12,702,045.
	3 Accounts receivable			
	Less: allowance for doubtful accounts			
	4 Pledges receivable			
	Less: allowance for doubtful accounts			
	5 Grants receivable			
	6 Receivables due from officers, directors, trustees, and other disqualified persons			
	7 Other notes and loans receivable			
	Less: allowance for doubtful accounts			
	8 Inventories for sale or use			
	9 Prepaid expenses and deferred charges			
	10a Investments - U.S. and state government obligations			
	b Investments - corporate stock STMT 9	33,282,274.	18,799,649.	18,838,354.
	c Investments - corporate bonds			
	11 Investments - land, buildings, and equipment, basis			
Less accumulated depreciation				
12 Investments - mortgage loans				
13 Investments - other STMT 10	66,794,206.	75,488,956.	91,047,691.	
14 Land, buildings, and equipment, basis 15,403.				
Less accumulated depreciation STMT 11	15,403.			
15 Other assets (describe SECURITY DEPOSITS)	1,850.	1,943.	1,943.	
16 Total assets (to be completed by all filers - see the instructions. Also, see page 1, item I)	103,808,640.	107,143,080.	122,740,520.	
Liabilities	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 CREDIT CARDS PAYAB)	50,635.	432.	
23 Total liabilities (add lines 17 through 22)	50,635.	432.		
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	70,990,812.	70,990,812.	
	27 Paid-in or capital surplus, or land, bldg., and equipment fund	0.	0.	
	28 Retained earnings, accumulated income, endowment, or other funds	32,767,193.	36,151,836.	
29 Total net assets or fund balances	103,758,005.	107,142,648.		
30 Total liabilities and net assets/fund balances	103,808,640.	107,143,080.		

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	103,758,005.
2 Enter amount from Part I, line 27a	2	3,384,643.
3 Other increases not included in line 2 (itemize)	3	0.
4 Add lines 1, 2, and 3	4	107,142,648.
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	107,142,648.

Part IV Capital Gains and Losses for Tax on Investment Income

SEE ATTACHED STATEMENTS

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

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) ((e) plus (f) minus (g))
a			
b			
c			
d			
e 35,298,266.		28,756,367.	6,541,899.

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69.			(l) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col. (h))
(i) FMV as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	
a			
b			
c			
d			
e			6,541,899.

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	6,541,899.
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	6,477,469.	116,417,325.	.055640
2017	4,980,219.	110,928,458.	.044896
2016	6,099,179.	106,911,649.	.057049
2015	5,315,972.	110,179,606.	.048248
2014	5,291,433.	110,424,927.	.047919

2 Total of line 1, column (d)	2	.253752
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	.050750
4 Enter the net value of noncharitable-use assets for 2019 from Part X, line 5	4	124,532,747.
5 Multiply line 4 by line 3	5	6,320,037.
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	72,319.
7 Add lines 5 and 6	7	6,392,356.
8 Enter qualifying distributions from Part XII, line 4	8	3,710,745.

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.

EDGERTON FOUNDATION

Part IV Capital Gains and Losses for Tax on Investment Income

(a) List and describe the kind(s) of property sold, e.g., real estate, 2-story brick warehouse; or common stock, 200 shs. MLC Co.	(b) How acquired P - Purchase D - Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
1a FIDELITY BERNZOTT #0632	P		
b FIDELITY MAIN #0624	P		
c K-1 - CAPITAL DYNAMICS CHAMPION VENTURES IV, LP	P		
d K-1 - CAPITAL DYNAMICS CHAMPION VENTURES V, LP (D	P		
e K-1 - CAPITAL DYNAMICS CHAMPION VENTURES V, LP (F	P		
f K-1 - HIMALAYA CAPITAL INVESTORS, LP	P		
g K-1 - OAKTREE MIDDLE-MARKET DIRECT LENDING FUND,	P		
h K-1 - OCEAN AVENUE FUND III, LP	P		
i K-1 - PARK STREET CAPITAL FUND VI, LP	P		
j K-1 - PARK STREET CAPITAL FUND VII, LP	P		
k K-1 - PARK STREET CAPITAL FUND VIII, LP	P		
l K-1 - PARK STREET CAPITAL FUND X, LP	P		
m K-1 - PARK STREET CAPITAL FUND XI, LP	P		
n K-1 - PARK STREET CAPITAL NRF III AIV, LP	P		
o K-1 - PARK STREET CAPITAL NRF III, LP	P		

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
a 6,926,456.		7,048,822.	-122,366.
b 20,335,722.		21,707,545.	-1,371,823.
c 129,802.			129,802.
d 430,925.			430,925.
e 25,077.			25,077.
f 311,593.			311,593.
g 1,580.			1,580.
h 238,193.			238,193.
i -43,590.			-43,590.
j 269,730.			269,730.
k 760,821.			760,821.
l 626,881.			626,881.
m 428,622.			428,622.
n -1,890.			-1,890.
o -78,045.			-78,045.

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Losses (from col. (h)) Gains (excess of col. (h) gain over col. (k), but not less than "-0-")
(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	
a			-122,366.
b			-1,371,823.
c			129,802.
d			430,925.
e			25,077.
f			311,593.
g			1,580.
h			238,193.
i			-43,590.
j			269,730.
k			760,821.
l			626,881.
m			428,622.
n			-1,890.
o			-78,045.

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

EDGERTON FOUNDATION

Part IV Capital Gains and Losses for Tax on Investment Income

(a) List and describe the kind(s) of property sold, e.g., real estate, 2-story brick warehouse; or common stock, 200 shs. MLC Co.	(b) How acquired P - Purchase D - Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
1a K-1 - PARK STREET CAPITAL NRF V, LP	P		
b K-1 - PARK STREET CAPITAL NRF VI, LP	P		
c K-1 - POMONA CAPITAL VIII, LP	P		
d K-1 - PRIVATE EQUITY INVESTMENT FUND IV, LP	P		
e K-1 - RCP FUND IV, LP	P		
f K-1 - RCP FUND V, LP	P		
g K-1 - RCP FUND VII, LP	P		
h K-1 - RCP FUND VIII, LP	P		
i K-1 - RCP MULTI-FUND FEEDER IX/DII, LP	P		
j K-1 - RCP SBIC OPPORTUNITY FUND, LP	P		
k K-1 - RCP SECONDARY OPPORTUNITY FUND II, LP	P		
l PFIC - CHURCHILL MIDDLE MARKET SENIOR LOAN FUND,	P		
m PFIC - POMONA CAPITAL IX, LP	P		
n CAPITAL GAINS DIVIDENDS			
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 28,153.			28,153.
b 85,409.			85,409.
c 135,702.			135,702.
d 21,404.			21,404.
e 979,511.			979,511.
f 1,562,805.			1,562,805.
g 653,982.			653,982.
h 227,571.			227,571.
i 326,856.			326,856.
j 123,839.			123,839.
k 171,411.			171,411.
l 2,835.			2,835.
m 219,254.			219,254.
n 397,657.			397,657.
o			

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Losses (from col. (h)) Gains (excess of col. (h) gain over col. (k), but not less than "-0-")
(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	
a			28,153.
b			85,409.
c			135,702.
d			21,404.
e			979,511.
f			1,562,805.
g			653,982.
h			227,571.
i			326,856.
j			123,839.
k			171,411.
l			2,835.
m			219,254.
n			397,657.
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	6,541,899.
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6): If gain, also enter in Part I, line 8, column (c). If (loss), enter "-0-" in Part I, line 8	3	N/A

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

Table with 11 rows for excise tax calculation. Includes sub-rows 6a-6d for credits and payments. Total tax due is 147,501.00, with 147,501.00 refunded.

Part VII A Statements Regarding Activities

Table with 10 rows for activity statements. Includes questions about political campaigns, unrelated business income, and state reporting. Includes handwritten '2' next to row 9.

Part VII A Statements Regarding Activities (continued)

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

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

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

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

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 Yes No
 Organizations relying on a current notice regarding disaster assistance, check here N/A

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). N/A

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? Yes 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? Yes No

8 Is the foundation subject to the section 4960 tax on payment(s) of more than \$1,000,000 in remuneration or excess parachute payment(s) during the year? Yes No

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

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

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
BRADFORD W. EDGERTON, M.D. 1925 CENTURY PARK EAST, 16TH FL LOS ANGELES, CA 90067	PRESIDENT, DIRECTOR 20.00	0.	0.	0.
LOUISE D. EDGERTON 1925 CENTURY PARK EAST, 16TH FL LOS ANGELES, CA 90067	SECRETARY/TREASURER, DIRECTOR 20.00	0.	0.	0.

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

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

Total number of other employees paid over \$50,000 0

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

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

(a) Name and address of each person paid more than \$50,000	(b) Type of service	(c) Compensation
GIBSON CAPITAL, LLC - 6600 BROOKTREE COURT, #2200, WEXFORD, PA 15090	INVESTMENT ADVISORY	162,210.
CLIFTONLARSONALLEN LLP 220 S 6TH ST, STE 300, MINNEAPOLIS, MN 55402	TAX & ACCOUNTING SERVICES	118,154.
GET ORGANIZED INC P.O. BOX 27217, ANAHEIM, CA 92809	CONSULTING & BOOKKEEPING SERVICES	57,941.

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.

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	122,142,984.
b	Average of monthly cash balances	1b	4,284,258.
c	Fair market value of all other assets	1c	1,943.
d	Total (add lines 1a, b, and c)	1d	126,429,185.
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	126,429,185.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	1,896,438.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	124,532,747.
6	Minimum investment return. Enter 5% of line 5	6	6,226,637.

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	6,226,637.
2a	Tax on investment income for 2019 from Part VI, line 5	2a	144,637.
b	Income tax for 2019. (This does not include the tax from Part VI.)	2b	
c	Add lines 2a and 2b	2c	144,637.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	6,082,000.
4	Recoveries of amounts treated as qualifying distributions	4	0.
5	Add lines 3 and 4	5	6,082,000.
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	6,082,000.

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	3,710,745.
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	3,710,745.
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	3,710,745.

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				6,082,000.
2 Undistributed income, if any, as of the end of 2019				
a Enter amount for 2018 only			3,070,637.	
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: ▶ \$ 3,710,745.				
a Applied to 2018, but not more than line 2a			3,070,637.	
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				640,108.
e Remaining amount distributed out of corpus	0.			
5 Excess distributions carryover applied to 2019 (If an amount appears in column (d), the same amount must be shown in column (a))	0.			0.
6 Enter the net total of each column as indicated below:				
a Corpus Add lines 3f, 4c, and 4e. Subtract line 5	0.			
b Prior years' undistributed income. Subtract line 4b from line 2b		0.		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed		0.		
d Subtract line 6c from line 6b. Taxable amount - see instructions		0.		
e Undistributed income for 2018. Subtract line 4a from line 2a. Taxable amount - see instr.			0.	
f Undistributed income for 2019. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2020				5,441,892.
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(j)(3) or 4942(j)(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

	Tax year				(e) Total
	(a) 2019	(b) 2018	(c) 2017	(d) 2016	
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.

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

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

c Any submission deadlines:

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

Part XV Supplementary Information (continued)

3 Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a Paid during the year				
5TH AVE THEATER 1326 5TH AVE, SUITE 735 SEATTLE, WA 98101	NONE	PUBLIC CHARITY	PUBLIC SUPPORT OF ORGANIZATION MISSION	77,000.
AMERICAN ASSOCIATES OF THE NATIONAL THEATER 247 W 30TH ST, SUITE 8F NEW YORK, NY 10001	NONE	PUBLIC CHARITY	PUBLIC SUPPORT OF ORGANIZATION MISSION	145,000.
AMERICAN CONSERVATORY THEATRE FOUNDATION 30 GRANT AVE, 6TH FLOOR SAN FRANCISCO, CA 94108	NONE	PUBLIC CHARITY	PUBLIC SUPPORT OF ORGANIZATION MISSION	30,000.
ATLANTIC THEATER COMPANY 76 NINTH AVE, #537 NEW YORK, NY 10011	NONE	PUBLIC CHARITY	PUBLIC SUPPORT OF ORGANIZATION MISSION	31,000.
BERKELEY REPERTORY THEATRE 2025 ADDISON ST BERKELEY, CA 94704	NONE	PUBLIC CHARITY	PUBLIC SUPPORT OF ORGANIZATION MISSION	55,000.
Total	SEE CONTINUATION SHEET(S)			3,482,031.
b Approved for future payment				
NONE				
Total				0.

Part XV Supplementary Information

3 Grants and Contributions Paid During the Year (Continuation)

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
BIODIVERSITY FUNDERS GROUP P.O. BOX 29361 SAN FRANCISCO, CA 94129	NONE	PUBLIC CHARITY	PUBLIC SUPPORT OF ORGANIZATION MISSION	2,150.
CALIFORNIA ART CLUB 75 S GRAND AVE PASADENA, CA 91105	NONE	PUBLIC CHARITY	PUBLIC SUPPORT OF ORGANIZATION MISSION	1,000.
CALIFORNIA COMMUNITY FOUNDATION 445 S FIGUEROA ST, SUITE 3400 LOS ANGELES, CA 90071	NONE	PUBLIC CHARITY	PUBLIC SUPPORT OF ORGANIZATION MISSION	1,500,000.
CEDARS-SINAI MEDICAL CARE FOUNDATION 200 N ROBERTSON BLVD, SUITE 101 BEVERLY HILLS, CA 90211	NONE	PUBLIC CHARITY	PUBLIC SUPPORT OF ORGANIZATION MISSION	500.
CENTER THEATRE GROUP 601 W TEMPLE ST LOS ANGELES, CA 90012	NONE	PUBLIC CHARITY	PUBLIC SUPPORT OF ORGANIZATION MISSION	40,500.
DENVER CENTER FOR THE PERFORMING ARTS 1101 13TH ST DENVER, CO 80204	NONE	PUBLIC CHARITY	PUBLIC SUPPORT OF ORGANIZATION MISSION	13,000.
DORSET THEATRE FESTIVAL P.O. BOX 510 DORSET, VT 05251	NONE	PUBLIC CHARITY	PUBLIC SUPPORT OF ORGANIZATION MISSION	44,000.
GEFFEN PLAYHOUSE 10886 LE CONTE AVE LOS ANGELES, CA 90024	NONE	PUBLIC CHARITY	PUBLIC SUPPORT OF ORGANIZATION MISSION	104,000.
GOOD CHANCE THEATRE CHAPEL & YORK FOUNDATION 708 3RD AVE, SUITE 34 NEW YORK, NY 10017	NONE	PUBLIC CHARITY	PUBLIC SUPPORT OF ORGANIZATION MISSION	5,000.
HARVARD-WESTLAKE SCHOOL 3700 COLDWATER CANYON STUDIO CITY, CA 91604	NONE	PUBLIC CHARITY	PUBLIC SUPPORT OF ORGANIZATION MISSION	51,500.
Total from continuation sheets				3,144,031.

Part XV Supplementary Information

3 Grants and Contributions Paid During the Year (Continuation)

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
LES AMIES 10880 WILSHIRE BLVD, SUITE 800 LOS ANGELES, CA 90024	NONE	PUBLIC CHARITY	PUBLIC SUPPORT OF ORGANIZATION MISSION	2,000.
LIBRARY FOUNDATION OF LOS ANGELES 630 W FIFTH ST LOS ANGELES, CA 90071	NONE	PUBLIC CHARITY	PUBLIC SUPPORT OF ORGANIZATION MISSION	1,000.
LINCOLN CENTER THEATER 150 W 65TH ST NEW YORK, NY 10023	NONE	PUBLIC CHARITY	PUBLIC SUPPORT OF ORGANIZATION MISSION	33,000.
LONG WHARF THEATRE 222 SARGENT DR NEW HAVEN, CT 06511	NONE	PUBLIC CHARITY	PUBLIC SUPPORT OF ORGANIZATION MISSION	33,000.
LOOKINGGLASS THEATRE COMPANY 875 N MICHIGAN AVE, SUITE 2200 CHICAGO, IL 60611	NONE	PUBLIC CHARITY	PUBLIC SUPPORT OF ORGANIZATION MISSION	40,000.
LOS ANGELES PHILHARMONIC ASSOCIATION 151 S GRAND AVE LOS ANGELES, CA 90012	NONE	PUBLIC CHARITY	PUBLIC SUPPORT OF ORGANIZATION MISSION	317,000.
MANHATTAN THEATRE CLUB INC 311 W 43RD ST, 8TH FLOOR NEW YORK, NY 10036	NONE	PUBLIC CHARITY	PUBLIC SUPPORT OF ORGANIZATION MISSION	47,000.
MCCARTER THEATRE CENTER 91 UNIVERSITY PL PRINCETON, NJ 08540	NONE	PUBLIC CHARITY	PUBLIC SUPPORT OF ORGANIZATION MISSION	27,000.
MUSEUM ASSOCIATES (LACMA) 5905 WILSHIRE BLVD LOS ANGELES, CA 90036	NONE	PUBLIC CHARITY	PUBLIC SUPPORT OF ORGANIZATION MISSION	50,000.
MUSIC CENTER FOUNDATION 135 N GRAND AVE LOS ANGELES, CA 90012	NONE	PUBLIC CHARITY	PUBLIC SUPPORT OF ORGANIZATION MISSION	50,000.
Total from continuation sheets				

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

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
NEW YORK THEATRE WORKSHOP 79 E 4TH ST NEW YORK, NY 10003	NONE	PUBLIC CHARITY	PUBLIC SUPPORT OF ORGANIZATION MISSION	18,000.
OCCIDENTAL COLLEGE 1600 CAMPUS RD LOS ANGELES, CA 90041	NONE	PUBLIC CHARITY	PUBLIC SUPPORT OF ORGANIZATION MISSION	59,000.
OLD VIC THEATRE C/O EISNERAMPER LLP 750 THIRD AVE NEW YORK, NY 10017	NONE	PUBLIC CHARITY	PUBLIC SUPPORT OF ORGANIZATION MISSION	25,881.
OREGON SHAKESPEARE FESTIVAL ASSOCIATION P.O. BOX 158 ASHLAND, OR 97520	NONE	PUBLIC CHARITY	PUBLIC SUPPORT OF ORGANIZATION MISSION	165,000.
PACIFIC COUNCIL ON INTERNATIONAL POLICY 725 S FIGUEROA ST, SUITE 450 LOS ANGELES, CA 90017	NONE	PUBLIC CHARITY	PUBLIC SUPPORT OF ORGANIZATION MISSION	60,000.
PUBLIC THEATER 425 LAFAYETTE ST NEW YORK, NY 10003	NONE	PUBLIC CHARITY	PUBLIC SUPPORT OF ORGANIZATION MISSION	156,000.
ROUNDAABOUT THEATRE COMPANY INC 111 WEST 46TH ST NEW YORK, NY 10018	NONE	PUBLIC CHARITY	PUBLIC SUPPORT OF ORGANIZATION MISSION	78,000.
ROYAL COURT THEATER 45 WATER STREET BROOKLYN, NY 11201	NONE	PUBLIC CHARITY	PUBLIC SUPPORT OF ORGANIZATION MISSION	28,000.
SEATTLE REPERTORY THEATRE FOUNDATION P.O. BOX 900923 SEATTLE, WA 98109	NONE	PUBLIC CHARITY	PUBLIC SUPPORT OF ORGANIZATION MISSION	38,000.
SECOND STAGE THEATRE 305 W 43RD ST NEW YORK, NY 10036	NONE	PUBLIC CHARITY	PUBLIC SUPPORT OF ORGANIZATION MISSION	27,000.
Total from continuation sheets				

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

1 Did the organization directly or indirectly engage in any of the following with any other organization described in section 501(c) (other than section 501(c)(3) organizations) or in section 527, relating to political organizations?

a Transfers from the reporting foundation to a noncharitable exempt organization of:

- (1) Cash
(2) Other assets

b Other transactions:

- (1) Sales of assets to a noncharitable exempt organization
(2) Purchases of assets from a noncharitable exempt organization
(3) Rental of facilities, equipment, or other assets
(4) Reimbursement arrangements
(5) Loans or loan guarantees
(6) Performance of services or membership or fundraising solicitations

c Sharing of facilities, equipment, mailing lists, other assets, or paid employees

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

Table with columns Yes and No for items 1a(1), 1a(2), 1b(1), 1b(2), 1b(3), 1b(4), 1b(5), 1b(6), and 1c.

Table with 4 columns: (a) Line no, (b) Amount involved, (c) Name of noncharitable exempt organization, (d) Description of transfers, transactions, and sharing arrangements. Row 1 contains 'N/A'.

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 (X)

b If "Yes," complete the following schedule.

Table with 3 columns: (a) Name of organization, (b) Type of organization, (c) Description of relationship. Row 1 contains 'N/A'.

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.

Signature of officer or trustee: [Signature] Date: 4/20/2021 Title: PRESIDENT

May the IRS discuss this return with the preparer shown below? See instr. [X] Yes [] No

Paid Preparer Use Only

Print/Type preparer's name: ELIZA MINASSIAN; Preparer's signature: [Signature]; Date: 4/1/21; Check self-employed: []; PTIN: P00729023; Firm's name: CLIFTONLARSONALLEN LLP; Firm's EIN: 41-0746749; Firm's address: 1925 CENTURY PARK E 16TH FLOOR, LOS ANGELES, CA 90067; Phone no.: 310-273-2501

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

SOURCE	(A) REVENUE PER BOOKS	(B) NET INVESTMENT INCOME	(C) ADJUSTED NET INCOME
FIRST REPUBLIC BANK MM #7013	565.	565.	
K-1 - CAPITAL DYNAMICS CHAMPION VENTURES IV, LP	2,894.	2,894.	
K-1 - CAPITAL DYNAMICS CHAMPION VENTURES V, LP (DOMESTIC)	1,837.	1,837.	
K-1 - CAPITAL DYNAMICS CHAMPION VENTURES V, LP (FOREIGN)	41.	41.	
K-1 - HIMALAYA CAPITAL INVESTORS, LP	3,350.	3,350.	
K-1 - OAKTREE MIDDLE-MARKET DIRECT LENDING FUND, LP	58,627.	58,627.	
K-1 - OAKTREE REAL ESTATE DEBT FUND II, LP	341.	341.	
K-1 - OCEAN AVENUE FUND III, LP	6,184.	6,184.	
K-1 - PARK STREET CAPITAL FUND VI, LP	6,131.	6,131.	
K-1 - PARK STREET CAPITAL FUND VII, LP	2,915.	2,915.	
K-1 - PARK STREET CAPITAL FUND VIII, LP	4,793.	4,793.	
K-1 - PARK STREET CAPITAL FUND X, LP	7,809.	7,809.	
K-1 - PARK STREET CAPITAL FUND XI, LP	7,802.	7,802.	
K-1 - PARK STREET CAPITAL NRF III AIV, LP	5.	5.	
K-1 - PARK STREET CAPITAL NRF III, LP	1,776.	1,776.	
K-1 - PARK STREET CAPITAL NRF V, LP	8,807.	8,807.	
K-1 - PARK STREET CAPITAL NRF VI, LP	1,837.	1,837.	
K-1 - POMONA CAPITAL VIII, LP	4,058.	4,058.	
K-1 - PRIVATE EQUITY INV. FUND IV, LP	1,712.	1,712.	
K-1 - RCP FUND IV, LP	5,901.	5,901.	
K-1 - RCP FUND V, LP	5,767.	5,767.	
K-1 - RCP FUND VII, LP	2,474.	2,474.	
K-1 - RCP FUND VIII, LP	8,133.	8,133.	
K-1 - RCP MULTI-FUND FEEDER IX/DII, LP	3,651.	3,651.	
K-1 - RCP SBIC OPPORTUNITY FUND, LP	220,382.	220,382.	
K-1 - RCP SECONDARY OPPORTUNITY FUND II, LP	4,289.	4,289.	
K-1 - RIVERWOOD CAPITAL PARTNERS III, LP	253.	253.	

TOTAL TO PART I, LINE 3

372,334.

372,334.

FORM 990-PF

DIVIDENDS AND INTEREST FROM SECURITIES

STATEMENT 2

SOURCE	GROSS AMOUNT	CAPITAL GAINS DIVIDENDS	(A) REVENUE PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME
FIDELITY BERNZOTT #0632	446,516.	397,657.	48,859.	48,859.	
FIDELITY MAIN #0624	815,864.	0.	815,864.	815,864.	
K-1 - CAPITAL DYNAMICS CHAMPION VENTURES IV, LP	3,479.	0.	3,479.	3,479.	
K-1 - CAPITAL DYNAMICS CHAMPION VENTURES V, LP (DOMESTIC)	113.	0.	113.	113.	
K-1 - CAPITAL DYNAMICS CHAMPION VENTURES V, LP (FOREIGN)	131.	0.	131.	131.	
K-1 - HIMALAYA CAPITAL INVESTORS, LP	232,351.	0.	232,351.	232,351.	
K-1 - OAKTREE REAL ESTATE DEBT FUND II, LP	47,292.	0.	47,292.	47,292.	
K-1 - PARK STREET CAPITAL FUND VI, LP	2,933.	0.	2,933.	2,933.	
K-1 - PARK STREET CAPITAL FUND VII, LP	9,227.	0.	9,227.	9,227.	
K-1 - PARK STREET CAPITAL FUND VIII, LP	22,658.	0.	22,658.	22,658.	
K-1 - PARK STREET CAPITAL FUND X, LP	16,821.	0.	16,821.	16,821.	
K-1 - PARK STREET CAPITAL FUND XI, LP	13,883.	0.	13,883.	13,883.	
K-1 - PARK STREET CAPITAL NRF III, LP	98.	0.	98.	98.	
K-1 - PARK STREET CAPITAL NRF V, LP	1,770.	0.	1,770.	1,770.	
K-1 - PARK STREET CAPITAL NRF VI, LP	704.	0.	704.	704.	
K-1 - POMONA CAPITAL VIII, LP	6,075.	0.	6,075.	6,075.	

K-1 - PRIVATE EQUITY INVESTMENT FUND IV, LP	773.	0.	773.	773.
K-1 - RCP FUND IV, LP	30,261.	0.	30,261.	30,261.
K-1 - RCP FUND V, LP	35,351.	0.	35,351.	35,351.
K-1 - RCP FUND VII, LP	20,049.	0.	20,049.	20,049.
K-1 - RCP FUND VIII, LP	47,986.	0.	47,986.	47,986.
K-1 - RCP MULTI-FUND FEEDER IX/DII, LP	46,825.	0.	46,825.	46,825.
K-1 - RCP SBIC OPPORTUNITY FUND, LP	1,951.	0.	1,951.	1,951.
K-1 - RCP SECONDARY OPPORTUNITY FUND II, LP	9,499.	0.	9,499.	9,499.
TO PART I, LINE 4	<u>1,812,610.</u>	<u>397,657.</u>	<u>1,414,953.</u>	<u>1,414,953.</u>

FORM 990-PF

OTHER INCOME

STATEMENT 3

DESCRIPTION	(A) REVENUE PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME
CREDIT CARD REWARDS	200.	200.	
K-1 - CAPITAL DYNAMICS CHAMPION VENTURES IV, LP	614.	614.	
K-1 - CAPITAL DYNAMICS CHAMPION VENTURES V, LP (DOMESTIC)	-10,316.	-10,316.	
K-1 - CAPITAL DYNAMICS CHAMPION VENTURES V, LP (FOREIGN)	746.	746.	
K-1 - HIMALAYA CAPITAL INVESTORS, LP	-25,112.	-25,112.	
K-1 - OAKTREE MIDDLE-MARKET DIRECT LENDING FUND, LP	6,142.	6,142.	
K-1 - OAKTREE REAL ESTATE DEBT FUND II, LP	41,850.	41,850.	
K-1 - OCEAN AVENUE FUND III, LP	-20,560.	-20,560.	
K-1 - PARK STREET CAPITAL FUND VI, LP	-1,352.	-1,352.	
K-1 - PARK STREET CAPITAL FUND VI, LP	214.	214.	
K-1 - PARK STREET CAPITAL FUND VII, LP	185,120.	185,120.	
K-1 - PARK STREET CAPITAL FUND VII, LP	855.	855.	
K-1 - PARK STREET CAPITAL FUND VIII, LP	723.	723.	

K-1 - PARK STREET CAPITAL FUND VIII, LP	5,494.	5,494.
K-1 - PARK STREET CAPITAL FUND X, LP	4,468.	4,468.
K-1 - PARK STREET CAPITAL FUND X, LP	-1,149.	-1,149.
K-1 - PARK STREET CAPITAL FUND XI, LP	801.	801.
K-1 - PARK STREET CAPITAL FUND XI, LP	6,432.	6,432.
K-1 - PARK STREET CAPITAL NRF III AIV, LP	34.	34.
K-1 - PARK STREET CAPITAL NRF III AIV, LP	10.	10.
K-1 - PARK STREET CAPITAL NRF III, LP	21,321.	21,321.
K-1 - PARK STREET CAPITAL NRF III, LP	48.	48.
K-1 - PARK STREET CAPITAL NRF V, LP	-70,195.	-70,195.
K-1 - PARK STREET CAPITAL NRF V, LP	85,813.	85,813.
K-1 - PARK STREET CAPITAL NRF VI, LP	31,567.	31,567.
K-1 - PARK STREET CAPITAL NRF VI, LP	131,659.	131,659.
K-1 - POMONA CAPITAL VIII, LP	360.	360.
K-1 - POMONA CAPITAL VIII, LP	12,738.	12,738.
K-1 - PRIVATE EQUITY INVESTMENT FUND IV, LP	16,570.	16,570.
K-1 - RCP FUND IV, LP	10,439.	10,439.
K-1 - RCP FUND V, LP	957.	957.
K-1 - RCP FUND V, LP	3,238.	3,238.
K-1 - RCP FUND VII, LP	67.	67.
K-1 - RCP FUND VII, LP	-6,033.	-6,033.
K-1 - RCP FUND VIII, LP	1,152.	1,152.
K-1 - RCP MULTI FUND FEEDER IX/DII, LP	163,219.	163,219.
K-1 - RCP SBIC OPPORTUNITY FUND, LP	-59,152.	-59,152.
K-1 - RCP SECONDARY OPPORTUNITY FUND II, LP	19.	19.
K-1 - RCP SECONDARY OPPORTUNITY FUND II, LP	37,103.	37,103.
K-1 EXEMPT INCOME - RCP FUND VIII, LP	9,940.	0.
K-1 EXEMPT INCOME - RCP MULTI FUND FEEDER IX/DII, LP	222.	0.
K-1 EXEMPT INCOME - RCP SECONDARY OPPORTUNITY FUND II, LP	737.	0.
K-1 ORDINARY INCOME - OAKTREE MIDDLE-MARKET DIRECT LENDING FUND, LP	66,982.	66,982.
K-1 ORDINARY INCOME - OAKTREE RE DEBT FUND II, LP	122,639.	122,639.
K-1 ORDINARY INCOME - PARK STREET CAPITAL FUND VIII, LP	9,864.	9,864.
K-1 ORDINARY INCOME - PARK STREET CAPITAL NRF III, LP	14,757.	14,757.
K-1 ORDINARY INCOME - PARK STREET CAPITAL NRF V, LP	6,181.	6,181.

K-1 ORDINARY INCOME - POMONA CAPITAL VIII, LP	2,528.	2,528.
K-1 ORDINARY INCOME - RCP SBIC OPPORTUNITY FUND, LP	157,507.	157,507.
PFIC ORDINARY INCOME - CHURCHILL MIDDLE-MARKET SENIOR LOAN FUND, LP	338,297.	338,297.
SECTION 965(A) INCOME INCLUSION	7,316.	7,316.
TOTAL TO FORM 990-PF, PART I, LINE 11	1,313,074.	1,302,175.

FORM 990-PF	LEGAL FEES			STATEMENT 4
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
LEGAL FEES	194.	194.		0.
TO FM 990-PF, PG 1, LN 16A	194.	194.		0.

FORM 990-PF	ACCOUNTING FEES			STATEMENT 5
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
ACCOUNTING FEES	139,745.	117,134.		22,611.
TO FORM 990-PF, PG 1, LN 16B	139,745.	117,134.		22,611.

FORM 990-PF	OTHER PROFESSIONAL FEES			STATEMENT 6
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
INVESTMENT ADVISORY FEES	200,540.	200,540.		0.
TO FORM 990-PF, PG 1, LN 16C	200,540.	200,540.		0.

FORM 990-PF

TAXES

STATEMENT 7

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
FEDERAL TAXES	125,000.	0.		0.
FOREIGN TAXES PAID FROM K-1S	37,978.	37,978.		0.
FOREIGN TAXES ACCRUED FROM K-1S	12,875.	0.		0.
STATE AND FOREIGN TAXES WITHHELD FROM DISTRIBUTIONS	168,429.	168,429.		0.
TO FORM 990-PF, PG 1, LN 18	344,282.	206,407.		0.

FORM 990-PF

OTHER EXPENSES

STATEMENT 8

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
BLOCKER ENTITY EXPENSE	64,653.	64,653.		0.
BOOKS AND PUBLICATIONS	2,459.	1,230.		1,230.
COMPUTER SUPPLIES	5,524.	2,762.		2,762.
CONSULTING	64,650.	0.		64,650.
OTHER DEDUCTIONS FROM K-1S	555,725.	555,725.		0.
PORTFOLIO DEDUCTIONS FROM K-1S	1,232,621.	1,232,621.		0.
DUES	2,914.	0.		2,914.
GRANT COMPLIANCE VERIFICATION	16,427.	0.		16,427.
INSURANCE	6,301.	0.		6,301.
LICENSES AND PERMITS	174.	0.		174.
MEALS	5,925.	0.		5,925.
NON-DEDUCTIBLE EXPENSES FROM K-1S	9,511.	0.		0.
OFFICE EXPENSE	2,197.	1,098.		1,099.
OUTSIDE SERVICES	66,227.	14,485.		51,742.
POSTAGE AND DELIVERY	470.	0.		470.
STORAGE	3,063.	1,532.		1,532.
TO FORM 990-PF, PG 1, LN 23	2,038,841.	1,874,106.		155,226.

FORM 990-PF

CORPORATE STOCK

STATEMENT 9

DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
BERKSHIRE HATHAWAY INC DEL CL A	4,847,053.	4,811,400.
DFA U.S. SMALL CAP VALUE PORTFOLIO	2,939,290.	2,752,806.
FIDELITY MM PRIME RESERVES PORT	160,089.	160,170.
SCHWAB FUNDAMENTAL U.S. LARGE CO	3,315,030.	3,375,627.
STONE RIDGE RRP INTERVAL FUND	2,045,851.	1,719,772.
VANGUARD TOTAL STOCK MARKET ETF	5,492,336.	6,018,579.
TOTAL TO FORM 990-PF, PART II, LINE 10B	18,799,649.	18,838,354.

FORM 990-PF

OTHER INVESTMENTS

STATEMENT 10

DESCRIPTION	VALUATION METHOD	BOOK VALUE	FAIR MARKET VALUE
BOOK/TAX DIFFERENCE - CAPITAL DYNAMICS CAPITAL VENTURES IV, LP	COST	-437,644.	0.
BOOK/TAX DIFFERENCE - CAPITAL DYNAMICS CHAMPION VENTURES V, LP (DOMESTIC)	COST	-1,406,521.	0.
BOOK/TAX DIFFERENCE - CAPITAL DYNAMICS CHAMPION VENTURES V, LP (FOREIGN)	COST	-270,027.	0.
BOOK/TAX DIFFERENCE - HIGHGEAR VENTURES SECONDARY II, LP	COST	-39,676.	0.
BOOK/TAX DIFFERENCE - HIMALAYA CAPITAL INVESTORS, LP	COST	-846,273.	0.
BOOK/TAX DIFFERENCE - OAKTREE MIDDLE-MARKET DIRECT LENDING FUND, LP	COST	-37,556.	0.
BOOK/TAX DIFFERENCE - OAKTREE REAL ESTATE DEBT FUND II, LP	COST	-18,004.	0.
BOOK/TAX DIFFERENCE - OCEAN AVENUE FUND III, LP	COST	-3,600,371.	0.
BOOK/TAX DIFFERENCE - PARK STREET CAPITAL NRF III, LP	COST	498,327.	0.
BOOK/TAX DIFFERENCE - PARK STREET CAPITAL NRF V, LP	COST	253,139.	0.
BOOK/TAX DIFFERENCE - PARK STREET CAPITAL NRF VI, LP	COST	-485,766.	0.
BOOK/TAX DIFFERENCE - PARK STREET CAPITAL VI, LP	COST	79,741.	0.
BOOK/TAX DIFFERENCE - PARK STREET CAPITAL VII, LP	COST	-97,535.	0.
BOOK/TAX DIFFERENCE - PARK STREET CAPITAL VIII, LP	COST	-1,145,968.	0.
BOOK/TAX DIFFERENCE - PARK STREET CAPITAL X, LP	COST	-2,788,227.	0.
BOOK/TAX DIFFERENCE - PARK STREET CAPITAL XI, LP	COST	-1,807,685.	0.

BOOK/TAX DIFFERENCE - POMONA CAPITAL VIII, LP	COST	-68,909.	0.
BOOK/TAX DIFFERENCE - PRIVATE EQUITY INVESTMENT FUND IV, LP	COST	115,818.	0.
BOOK/TAX DIFFERENCE - RCP FUND IV, LP	COST	14,076.	0.
BOOK/TAX DIFFERENCE - RCP FUND V, LP	COST	-4,756.	0.
BOOK/TAX DIFFERENCE - RIVERWOOD CAPITAL PARTNERS III, LP	COST	16,023.	0.
CAPITAL DYNAMICS CHAMPION VENTURES IV, LP	COST	1,676,248.	1,364,475.
CAPITAL DYNAMICS CHAMPION VENTURES V, LP (DOMESTIC)	COST	2,288,293.	2,030,172.
CAPITAL DYNAMICS CHAMPION VENTURES V, LP (FOREIGN)	COST	396,234.	395,181.
CHURCHILL MIDDLE MARKET SENIOR LOAN FUND OFFSHORE, LP	COST	4,141,111.	3,836,342.
HIGHGEAR VENTURES SECONDARY II, LP	COST	1,037,223.	1,507,231.
HIMALAYA CAPITAL INVESTORS, LP	COST	11,473,279.	10,492,044.
OAKTREE MIDDLE-MARKET DIRECT LENDING FUND, LP	COST	964,686.	1,016,807.
OAKTREE OPP FUND X FEEDER, LP	COST	1,415,214.	1,769,886.
OAKTREE OPP FUND XB FEEDER, LP	COST	2,400,000.	2,355,830.
OAKTREE REAL ESTATE DEBT FUND II, LP	COST	3,123,610.	2,913,984.
OAKTREE REAL ESTATE DEBT FUND III, LP	COST	1,825,000.	2,065,836.
OAKTREE REAL ESTATE VII, LP	COST	2,176,000.	3,115,712.
OCEAN AVENUE FUND III, LP	COST	6,747,884.	6,354,500.
PARK STREET CAPITAL NRF III, LP	COST	668,021.	561,690.
PARK STREET CAPITAL NRF V, LP	COST	1,848,681.	1,403,533.
PARK STREET CAPITAL NRF VI, LP	COST	2,946,363.	2,590,520.
PARK STREET CAPITAL VI, LP	COST	285,013.	277,936.
PARK STREET CAPITAL VII, LP	COST	1,046,087.	998,172.
PARK STREET CAPITAL VIII, LP	COST	2,651,118.	2,634,175.
PARK STREET CAPITAL X, LP	COST	5,854,236.	6,288,247.
PARK STREET CAPITAL XI, LP	COST	5,349,422.	5,523,494.
POMONA CAPITAL IX, LP	COST	2,200,660.	2,113,996.
POMONA CAPITAL VIII, LP	COST	500,559.	487,955.
PRIVATE EQUITY INVESTMENT FUND IV, LP	COST	326,799.	521,236.
RCP DIRECT II FEEDER, LP	COST	202,756.	1,251,539.
RCP DIRECT III FEEDER, LP	COST	1,020,000.	1,163,781.
RCP FUND IV, LP	COST	492,984.	588,895.
RCP FUND IX, LP	COST	1,905,769.	2,935,070.
RCP FUND V, LP	COST	1,400,736.	1,208,535.
RCP FUND VII, LP	COST	749,759.	1,788,857.
RCP FUND VIII, LP	COST	1,657,572.	2,611,655.
RCP FUND X FEEDER, LP	COST	2,189,984.	2,483,386.
RCP FUND XI FEEDER, LP	COST	1,770,000.	1,854,824.
RCP FUND XII FEEDER, LP	COST	1,289,926.	1,266,828.
RCP FUND XIII FEEDER, LP	COST	630,000.	509,237.
RCP FUND XIV FEEDER, LP	COST	30,000.	-31,481.
RCP MULTI-FUND FEEDER IX/DII, LP	COST	678,365.	4,186,609.
RCP SBIC OPPORTUNITY FUND, LP	COST	2,895,975.	3,045,235.
RCP SECONDARY OPPORTUNITY FUND II, LP	COST	1,504,628.	1,370,849.

EDGERTON FOUNDATION

91-2160742

RIVERWOOD CAPITAL PARTNERS III, LP	COST	1,617,049.	2,194,918.
SUSPENDED LOSSES - CAPITAL DYNAMICS	COST		
CHAMPION VENTURES IV, LP		517,953.	0.
SUSPENDED LOSSES - CAPITAL DYNAMICS	COST		
CHAMPION VENTURES V, LP (DOMESTIC)		236,033.	0.
SUSPENDED LOSSES - CAPITAL DYNAMICS	COST		
CHAMPION VENTURES V, LP (FOREIGN)		125,881.	0.
SUSPENDED LOSSES - OCEAN AVENUE	COST		
FUND III, LP		1,133,285.	0.
SUSPENDED LOSSES - PARK STREET	COST		
CAPITAL NRF VI, LP		6,319.	0.
SUSPENDED LOSSES - PARK STREET	COST		
CAPITAL VI, LP		320,081.	0.
SUSPENDED LOSSES - PARK STREET	COST		
CAPITAL VII, LP		174,736.	0.
SUSPENDED LOSSES - PARK STREET	COST		
CAPITAL X, LP		26,471.	0.
SUSPENDED LOSSES - PARK STREET	COST		
CAPITAL XI, LP		158,240.	0.
SUSPENDED LOSSES - PRIVATE EQUITY	COST		
INVESTMENT FUND IV, LP		518,585.	0.
SUSPENDED LOSSES - RCP FUND IV, LP	COST	736,020.	0.
SUSPENDED LOSSES - RCP FUND V, LP	COST	189,251.	0.
SUSPENDED LOSSES - RCP FUND VII, LP	COST	4,874.	0.
SUSPENDED LOSSES - RCP FUND VIII,	COST		
LP		17,118.	0.
SUSPENDED LOSSES - RCP MULTI-FUND	COST		
FEEDER IX/DII, LP		19,290.	0.
SUSPENDED LOSSES - RCP SECONDARY	COST		
OPPORTUNITY FUND II, LP		5,369.	0.
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TOTAL TO FORM 990-PF, PART II, LINE 13		75,488,956.	91,047,691.
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FORM 990-PF DEPRECIATION OF ASSETS NOT HELD FOR INVESTMENT STATEMENT 11

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

OTHER LIABILITIES

STATEMENT 12

DESCRIPTION

BOY AMOUNT

BOY AMOUNT

CREDIT CARDS PAYABLE

50,635.

432.

TOTAL TO FORM 990-PF, PART II, LINE 22

50,635.

432.

FORM 990-PF

EXPLANATION CONCERNING PART VII-A, LINE 12
QUALIFYING DISTRIBUTION STATEMENT

STATEMENT 13

EXPLANATION

RECIPIENT: THE CALIFORNIA COMMUNITY FOUNDATION
 AMOUNT TREATED AS QUALIFYING DISTRIBUTION: \$1,500,000

FORM 990-PF

EXPLANATION CONCERNING PART VII-A, LINE 12
SECTION 170(C)(2)(B) STATEMENT

STATEMENT 14

EXPLANATION

THE EDGERTON FOUNDATION CONTRIBUTED \$1,500,000 TO THE CALIFORNIA COMMUNITY FOUNDATION OF LOS ANGELES, WHICH MAINTAINS DONOR ADVISED FUNDS ORGANIZED AND OPERATED EXCLUSIVELY FOR CHARITABLE PURPOSES. THE CALIFORNIA COMMUNITY FOUNDATION OF LOS ANGELES WAS FOUNDED IN 1915 AND IS RECOGNIZED BY THE INTERNAL REVENUE SERVICE AS A 501(C)(3) CHARITABLE ORGANIZATION. SINCE ITS INCEPTION, IT HAS WORKED TO TRANSFORM GENEROSITY INTO IMPACT TO REALIZE A STRONGER, HEALTHIER, AND MORE PROSPEROUS FUTURE FOR THOSE NOT ONLY LIVING IN LOS ANGELES BUT ACROSS THE COUNTRY AND AROUND THE WORLD. THEIR DEDICATION TO FISCAL RESPONSIBILITY, TRANSPARENCY, AND CAREFUL STEWARDSHIP OF DONOR CONTRIBUTIONS HAS RESULTED IN THEM BEING ENTRUSTED WITH MORE THAN 1,700 FUNDS AND NEARLY \$1.8 BILLION IN ASSETS. SINCE 2000, THE CALIFORNIA COMMUNITY FOUNDATION HAS TRIPLED THEIR ASSETS, RECEIVED NEARLY \$3 BILLION IN DONOR CONTRIBUTIONS AND GIVEN OUT MORE THAN \$2.5 BILLION IN GRANTS, MAKING THEM THE FOURTH LARGEST COMMUNITY FOUNDATION IN THE UNITED STATES BASED ON TOTAL GIVING. ITS BOARD OF DIRECTORS AND STAFF ARE FULLY COMMITTED TO MAKING A DIFFERENCE THROUGH MEANINGFUL ADVOCACY, OUTREACH, AND COMMUNITY INVESTMENTS.

