

For calendar year 2020, or tax year beginning 01-01-2020, and ending 12-31-2020

Name of foundation L ROBERT & PATRICIA PAYNE FAMILY FOUNDATION INC		A Employer identification number 33-0923365	
Number and street (or P.O. box number if mail is not delivered to street address) 1011 CAMINO DEL RIO SOUTH 210		Room/suite	B Telephone number (see instructions) (619) 299-2729
City or town, state or province, country, and ZIP or foreign postal code SAN DIEGO, CA 92108		C If exemption application is pending, check here ☐	
G Check all that apply: ☐ Initial return ☐ Final return ☐ Address change ☐ Initial return of a former public charity ☐ Amended return ☐ Name change		D 1. Foreign organizations, check here..... ☐ 2. Foreign organizations meeting the 85% test, check here and attach computation ... ☐	
H Check type of organization: ☒ Section 501(c)(3) exempt private foundation ☐ Section 4947(a)(1) nonexempt charitable trust ☐ Other taxable private foundation		E If private foundation status was terminated under section 507(b)(1)(A), check here ☐	
I Fair market value of all assets at end of year (from Part II, col. (c), line 16) ▶ \$ 8,366,013	J Accounting method: ☒ Cash ☐ Accrual ☐ Other (specify) _____ (Part I, column (d) must be on cash basis.)		
F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here ☐			

Part I Analysis of Revenue and Expenses (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see instructions).)		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
Revenue	1 Contributions, gifts, grants, etc., received (attach schedule)	464,996			
	2 Check ☐ if the foundation is not required to attach Sch. B				
	3 Interest on savings and temporary cash investments	32,381	32,381	32,381	
	4 Dividends and interest from securities	97,756	97,756	97,756	
	5a Gross rents				
	b Net rental income or (loss) _____				
	6a Net gain or (loss) from sale of assets not on line 10	693,663			
	b Gross sales price for all assets on line 6a 3,569,361				
	7 Capital gain net income (from Part IV, line 2)		693,663		
	8 Net short-term capital gain			693,663	
	9 Income modifications				
	10a Gross sales less returns and allowances _____				
Operating and Administrative Expenses	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	1,288,796	823,800	823,800	
	13 Compensation of officers, directors, trustees, etc.				
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits				
	16a Legal fees (attach schedule)				
	b Accounting fees (attach schedule)	10,150	10,150		
	c Other professional fees (attach schedule)	3,833	3,833		
	17 Interest				
	18 Taxes (attach schedule) (see instructions)	32,981	32,981		
	19 Depreciation (attach schedule) and depletion				
	20 Occupancy				
	21 Travel, conferences, and meetings				
	22 Printing and publications				
	23 Other expenses (attach schedule)	17,690	17,690		
	24 Total operating and administrative expenses. Add lines 13 through 23	64,654	64,654		0
	25 Contributions, gifts, grants paid	670,449			670,449
	26 Total expenses and disbursements. Add lines 24 and 25	735,103	64,654		670,449
	27 Subtract line 26 from line 12:				
	a Excess of revenue over expenses and disbursements	553,693			
	b Net investment income (if negative, enter -0-)		759,146		
c Adjusted net income (if negative, enter -0-)				823,800	

Part II Balance Sheets Attached schedules and amounts in the description column should be for end-of-year amounts only. (See instructions.)		Beginning of year	End of year	
		(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1 Cash—non-interest-bearing	25,814	41,841	
	2 Savings and temporary cash investments	278,595	693,120	
	3 Accounts receivable ▶ <u>3,520</u>			
	Less: allowance for doubtful accounts ▶ _____	3,144	3,520	
	4 Pledges receivable ▶ _____			
	Less: allowance for doubtful accounts ▶ _____			
	5 Grants receivable			
	6 Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see instructions)			
	7 Other notes and loans receivable (attach schedule) ▶ _____			
	Less: allowance for doubtful accounts ▶ _____			
	8 Inventories for sale or use			
	9 Prepaid expenses and deferred charges			
	10a Investments—U.S. and state government obligations (attach schedule)	414,204	1,003,591	1,019,118
	b Investments—corporate stock (attach schedule)	4,197,332	3,800,617	6,963,532
	c Investments—corporate bonds (attach schedule)	442,642	372,735	383,363
	11 Investments—land, buildings, and equipment: basis ▶ _____			
Less: accumulated depreciation (attach schedule) ▶ _____				
12 Investments—mortgage loans				
13 Investments—other (attach schedule)				
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)	5,361,731	5,915,424	8,366,013	
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 (attach schedule)			
	22 Other liabilities (describe ▶ _____)			
	23 Total liabilities (add lines 17 through 22)		0	
	Net Assets or Fund Balances	Foundations that follow FASB ASC 958, check here ▶ ☐ and complete lines 24, 25, 29 and 30.		
24 Net assets without donor restrictions				
25 Net assets with donor restrictions				
Foundations that do not follow FASB ASC 958, check here ▶ ☒ and complete lines 26 through 30.				
26 Capital stock, trust principal, or current funds				
27 Paid-in or capital surplus, or land, bldg., and equipment fund				
28 Retained earnings, accumulated income, endowment, or other funds		5,361,731	5,915,424	
29 Total net assets or fund balances (see instructions)		5,361,731	5,915,424	
30 Total liabilities and net assets/fund balances (see instructions) .		5,361,731	5,915,424	

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	5,361,731
2 Enter amount from Part I, line 27a	2	553,693
3 Other increases not included in line 2 (itemize) ▶ _____	3	
4 Add lines 1, 2, and 3	4	5,915,424
5 Decreases not included in line 2 (itemize) ▶ _____	5	
6 Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 29 .	6	5,915,424

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			(l) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col.(h))
(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	
a 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	693,663
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	693,663

Part V Qualification Under Section 4940(e) for Reduced Tax on Net Investment Income**SECTION 4940(e) REPEALED ON DECEMBER 20, 2019 - DO NOT COMPLETE**

1 Reserved			
(a) Reserved	(b) Reserved	(c) Reserved	(d) Reserved
2 Reserved	2		
3 Reserved.	3		
4 Reserved	4		
5 Reserved	5		
6 Reserved	6		
7 Reserved	7		
8 Reserved ,	8		

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	Reserved.	1	10,552
c	All other domestic foundations enter 1.39% 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	10,552
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	10,552
6	Credits/Payments:		
a	2020 estimated tax payments and 2019 overpayment credited to 2020	6a	23,964
b	Exempt foreign organizations—tax withheld at source	6b	
c	Tax paid with application for extension of time to file (Form 8868)	6c	
d	Backup withholding erroneously withheld	6d	
7	Total credits and payments. Add lines 6a through 6d.	7	23,964
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	13,412
11	Enter the amount of line 10 to be: Credited to 2021 estimated tax 13,412 Refunded	11	

Part VII-A Statements Regarding Activities

	Yes	No
1a During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?	1a	No
b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes? (see Instructions for definition). <i>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.</i>	1b	No
c Did the foundation file Form 1120-POL for this year?	1c	No
d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year: (1) On the foundation. ► \$ _____ (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? <i>If "Yes," attach a detailed description of the activities.</i>	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? <i>If "Yes," attach a conformed copy of the changes</i>	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? <i>If "Yes," attach the statement required by General Instruction T.</i>	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	No
7 Did the foundation have at least \$5,000 in assets at any time during the year? <i>If "Yes," complete Part II, col. (c), and Part XV.</i>	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? <i>If "No," attach explanation.</i>	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 2020 or the taxable year beginning in 2020? See the instructions for Part XIV. <i>If "Yes," complete Part XIV</i>	9	No
10 Did any persons become substantial contributors during the tax year? <i>If "Yes," attach a schedule listing their names and addresses.</i>	10	No

Part VII-A Statements Regarding Activities (continued)

11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule. See instructions.	11		No
12	Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement. See instructions	12		No
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address ▶ <u>N/A</u>	13	Yes	
14	The books are in care of ▶ <u>SHARON L PAYNE</u> Telephone no. ▶ <u>(619) 299-2729</u>			

Located at ▶ 1011 CAMINO DEL RIO SOUTH STE 210 SAN DIEGO CAZIP+4 ▶ 92108

15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 —check here ▶ ☐			
	and enter the amount of tax-exempt interest received or accrued during the year ▶ 15			
16	At any time during calendar year 2020, 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	Yes	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.**

1a	During the year did the foundation (either directly or indirectly):		Yes	No
	(1) Engage in the sale or exchange, or leasing of property with a disqualified person? ☐ Yes ☒ No			
	(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? ☐ Yes ☒ No			
	(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? ☐ Yes ☒ No			
	(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? ☐ Yes ☒ No			
	(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)? ☐ Yes ☒ No			
	(6) Agree to pay money or property to a government official? (Exception. Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days.) ☐ Yes ☒ No			
b	If any answer is "Yes" to 1a(1)–(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance? See instructions ☐	1b		No
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 2020? ☐	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 2020, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2020? ☐ 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 2020 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 2020.) ☐	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 2020?	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? If "Yes," attach the statement required by Regulations section 53.4945–5(d).	☐ Yes ☐ No	
6a	Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract?	☐ Yes ☒ No	
b	Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract? If "Yes" to 6b, file Form 8870.	6b	No
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
NONE				
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
NONE		
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	
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	0
b	Average of monthly cash balances.	1b	0
c	Fair market value of all other assets (see instructions).	1c	0
d	Total (add lines 1a, b, and c).	1d	0
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	
3	Subtract line 2 from line 1d.	3	0
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions).	4	0
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	0
6	Minimum investment return. Enter 5% of line 5.	6	0

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	
2a	Tax on investment income for 2020 from Part VI, line 5.	2a	10,552
b	Income tax for 2020. (This does not include the tax from Part VI.).	2b	
c	Add lines 2a and 2b.	2c	10,552
3	Distributable amount before adjustments. Subtract line 2c from line 1.	3	10,552
4	Recoveries of amounts treated as qualifying distributions.	4	
5	Add lines 3 and 4.	5	10,552
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	0

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	670,449
b	Program-related investments—total from Part IX-B.	1b	
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes.	2	
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	670,449
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	670,449

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 2019	(c) 2019	(d) 2020
1 Distributable amount for 2020 from Part XI, line 7				0
2 Undistributed income, if any, as of the end of the 2020:				
a Enter amount for 2019 only.				
b Total for prior years: 20____, 20____, 20____				
3 Excess distributions carryover, if any, to 2020:				
a From 2015.	1,103,872			
b From 2016.	773,595			
c From 2017.	813,364			
d From 2018.	1,347,843			
e From 2019.	599,439			
f Total of lines 3a through e.	4,638,113			
4 Qualifying distributions for 2020 from Part XII, line 4: ► \$ 670,449				
a Applied to 2019, but not more than line 2a				
b Applied to undistributed income of prior years (Election required—see instructions).				
c Treated as distributions out of corpus (Election required—see instructions).	0			
d Applied to 2020 distributable amount.				
e Remaining amount distributed out of corpus	670,449			
5 Excess distributions carryover applied to 2020. (If an amount appears in column (d), the same amount must be shown in column (a).)				
6 Enter the net total of each column as indicated below:				
a Corpus. Add lines 3f, 4c, and 4e. Subtract line 5	5,308,562			
b Prior years' undistributed income. Subtract line 4b from line 2b.				
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.				
e Undistributed income for 2019. Subtract line 4a from line 2a. Taxable amount—see instructions.				
f Undistributed income for 2021. 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 2015 not applied on line 5 or line 7 (see instructions).	1,103,872			
9 Excess distributions carryover to 2021. Subtract lines 7 and 8 from line 6a.	4,204,690			
10 Analysis of line 9:				
a Excess from 2016.	773,595			
b Excess from 2017.	813,364			
c Excess from 2018.	1,347,843			
d Excess from 2019.	599,439			
e Excess from 2020.	670,449			

Part XIV

1a If the foundation has received a ruling or determination letter that it is a private operating foundation, and the ruling is effective for 2020, 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)

2a	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	Prior 3 years			(e) Total
		(a) 2020	(b) 2019	(c) 2018	(d) 2017	

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:					

[illegible]

(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). . . .					
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(3) Largest amount of support from an exempt organization					
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(4) Gross investment income				
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Part XV **Supplementary Information** (Complete this part only if the foundation had \$5,000 or more in assets at any time during the year—see instructions.)

1 Information Regarding Foundation Managers:

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

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

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

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

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

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

c Any submission deadlines:

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

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

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i> See Additional Data Table				
Total ▶ 3a				670,449
b <i>Approved for future payment</i>				
Total ▶ 3b				

Enter gross amounts unless otherwise indicated.

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

[illegible]

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

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

[illegible]

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

b If "Yes," complete the following schedule.		
(a) Name of organization	(b) Type of organization	(c) Description of relationship

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	2021-11-01 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 P01211337
	MAX L PERLATTI				
	Firm's name ▶ Max L Perlatti & Associates LLP				Firm's EIN ▶ 83-0444034
	Firm's address ▶ 3750 SPORTS ARENA BLVD SUITE 1 San Diego, CA 92110				Phone no. (619) 225-0662

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

List and describe the kind(s) of property sold (e.g., real estate, (a) 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.)
SOLD THROUGH FIRST REPUBLIC SECURITIES 186315	P	2020-12-31	2020-12-31
SOLD THROUGH FIRST REPUBLIC SECURITIES 186422	D	2020-12-31	2020-12-31
SOLD THROUGH FIRST REPUBLIC SECURITIES 186455	P	2020-12-31	2020-12-31
SOLD THROUGH FIRST REPUBLIC SECURITIES 186471	P	2020-12-31	2020-12-31
SOLD THROUGH FIRST REPUBLIC SECURITIES 186554	P	2020-12-31	2020-12-31
SOLD THROUGH FIRST REPUBLIC SECURITIES 186646	P	2020-12-31	2020-12-31
SOLD THROUGH FIRST REPUBLIC SECURITIES 199164	D	2020-12-31	2020-12-31
SOLD THROUGH FIRST REPUBLIC SECURITIES 199164	P	2020-12-31	2020-12-31
SOLD THROUGH FIRST REPUBLIC SECURITIES 199172	D	2020-12-31	2020-12-31
SOLD THROUGH FIRST REPUBLIC SECURITIES 199198	D	2020-12-31	2020-12-31

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)
965,106		949,083	16,023
5,887		5,379	508
456,858		396,044	60,814
99,384		111,323	-11,939
98,002		65,248	32,754
87,642		86,395	1,247
852,933		433,631	419,302
32,238		40,153	-7,915
580,121		435,357	144,764
88,317		36,796	51,521

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	
			16,023
			508
			60,814
			-11,939
			32,754
			1,247
			419,302
			-7,915
			144,764
			51,521

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

List and describe the kind(s) of property sold (e.g., real estate, (a) 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.)
SOLD THROUGH FIRST REPUBLIC SECURITIES 199198	P	2020-12-31	2020-12-31
SOLD THROUGH FIRST REPUBLIC SECURITIES 199222	D	2020-12-31	2020-12-31
SOLD THROUGH FIRST REPUBLIC SECURITIES 220155	P	2020-12-31	2020-12-31
SOLD THROUGH FIRST REPUBLIC SECURITIES 220163	P	2020-12-31	2020-12-31
SOLD THROUGH FIRST REPUBLIC SECURITIES 226566	P	2020-12-31	2020-12-31

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)
32,750		46,643	-13,893
35,452		35,485	-33
98,455		94,763	3,692
26,385		32,856	-6,471
109,831		106,542	3,289

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	
			-13,893
			-33
			3,692
			-6,471
			3,289

Form 990PF Part VIII Line 1 - List all officers, directors, trustees, foundation managers and their compensation

(a) Name and address	Title, and average hours per week (b) devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	Expense account, (e) other allowances
SHARON L PAYNE 1011 CAMINO DEL RIO SO 210 SAN DIEGO, CA 92108	President & CEO 2.00	0		
SUSAN M PAYNE 1011 CAMINO DEL RIO SO 210 SAN DIEGO, CA 92108				
GARY PAYNE 1011 CAMINO DEL RIO SO 210 SAN DIEGO, CA 92108	Vice President 2.00	0		
DANIEL WEBER 1011 CAMINO DEL RIO SO 210 SAN DIEGO, CA 92108				
MEGHAN K DESPAIN 1011 CAMINO DEL RIO SO STE210 SAN DIEGO, CA 92108	Secretary 2.00	0		

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
AMERICAN HEART ASSOCIATION 9404 GENESEE AVENUE SUITE 240 LA JOLLA, CA 92037	NONE	PC	TO BUILD HEALTHIER LIVES, FREE OF CADIOVASCULAR DISEASES AND STROKES.	25,000
BACH COLLEGIUM SAN DIEGO P O BOX 33754 SAN DIEGO, CA 92163	NONE	PC	TO MAKE EARLY MUSIC POSSIBLE IN THE SAN DIEGO AREA AND TO SUPPORT OUR COMMUNITY AND TO PRODUCE THE MUSIC THAT ENRICHES EVERYONE WHO HEARS IT.	1,000
CORONADO SCHOOLS FOUNDATION 201 SIXTH AVENUE CORONADO, CA 92118	NONE	PC	THE BECKY MCSHEEHY SCHOLARSHIP AWARDS MADE TO HIGH SCHOOL GRADUATES.	4,000
Total ▶ 3a				670,449

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
BOYS GIRLS CLUB OF SAN DIEGO P O BOX 178569 SAN DIEGO, CA 92177	NONE	PC	TO SUPPORT CHLDREN THROUGH PROGRAMS THAT PROMOTE ACADEMIC SUCCESS, CHARACTER DEVELOPMENT AND HEALTHY LIFESTYLES.	91,000
KPBS5200 CAMPANILE DRIVE SAN DIGO, CA 92182	NONE	PC	BROADCASTING TO THE COMMUNITY PUBLIC TV AND RADIO PROGRAMS. KPBS FM AND TV.	14,469
FRIENDS OF MUSEUM SCHOOL 211 MAPLE STREET SAN DIEGO, CA 92103	NONE	PC	CHARTER SCHOOL THAT PROVIDES EVERY STUDENT WITH AN EDUCATIONAL EXPERIENCE THAT EXTENDS WELL BEYOND THE CLASSROOM AND TO PROVIDE THEM WITH OPPORTUNITIES THAT NOT ONLY EDUCATE, BUT ENRICH THEIR LIVES.	10,350
Total ► 3a				670,449

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 <i>Paid during the year</i>				
SDSU AZTEC ATHLECTIC FOUNDATION 5500 CAMPANILE DRIVE SAN DIEGO, CA 92182	NONE	PC	SAN DIEGO STATE UNIVERSITY STUDENT-ATHLETIC SCHOLARSHIPS.	1,000
WORLD VIEW PROJECT 2445 MORENA BLVD SUITE 210 SAN DIEGO, CA 92110	NONE	PC	AN EDUCATIONAL ORGAIZATION BELIEVING THAT GREAT KNOWLEDGE AND UNDERSTANDING ARE AT THE VERY CORE OF A MORE RESPONSIBLE CITIZENRY AND MORE HARMONIOUS RELATIONS AND INTERACTONS BETWEEN PEOPLE OF DIFFERING CULTURAL BACKGROUNDS.	2,500
ST LUKES EPISCOPAL CHURCH 3725 30TH STREET SAN DIEGO, CA 92104	NONE	PC	TO SUPPORT THE PARISH, ITS MINISTRIES AND CAPITAL BULDING FUND.	18,000
Total ► 3a				670,449

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
ACADEMY OF OUR LADY OF PEACE 4860 OREGON STREET SAN DIEGO, CA 92116	NONE	PC	TO ENSURE THAT OUR STUDENTS RECEIVE A HIGH QUALITY COLLEGE-PREPARATORY EDUCATION, ROOTED IN OUR CATHOLIC FAITH AND THE CHARISM OF THE SISTERS OF ST. JOSEPH OF CARONDELET.	20,000
CAMPANILE FOUNDATION 5500 CANPANILE DRIVE SAN DIEGO, CA 92182	NONE	PC	SAN DIEGO STATE UNIVERSITY FOSTERING STUDENT SUCCESS, ADVANCING RESEARCH AND CREATIVE ENDEAVORS AND EXPANDING ITS ROLE AS A CENTER OF COMMUNITY LIFE AND ENGAGEMENT.	50,000
CHRIST EPISCOPAL CHURCH 1114 NINTH STREET CORONADO, CA 92118	NONE	PC	TO SUPPORT THE PARISH AND ITS MINISTIES AND CAPITAL BULDING FUND.	12,000
Total ► 3a				670,449

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
STEPHENS COLLEGE ADVANCEMENT 1200 E BROADWAY COLUMBIA, MO 65215	NONE	PC	SCHOLARSHIPS OFFERED FOR CAREER FOCUSED PROGRAMS SOUND IN THE LIBERAL ARTS WITH A FOCUS ON CREATIVE ARTS AND SCIENCES FOR WOMEN.	5,000
SAN DIEGO DIPLOMACY 4305 UNIVESITY AVE SUITE 510 SAN DIEGO, CA 92104	NONE	PC	TO BRING THE WORLD TO SAN DIEGO TO PROMOTE GLOBAL UNDERSTANDING AND PEACEFUL RELATIONS.	6,500
SURVIVOR OF TORTURE P O BOX 151240 SAN DIEGO, CA 92175	NONE	PC	TO FACILITATE THE HEALING OF TORTURE SURVIVORS AND FAMILIES; EDUCATE PROFESSIONALS AND THE PUBLIC ABOUT TORTURE AND ITS CONSEQUENCES; ADVOCATE FOR THE ABOLITION OF TORTURE.	1,500
Total ► 3a				670,449

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
THE GRANTMAKERS 5060 SHOREHAM PLACE 350 SAN DIEGO, CA 92122	NONE	PC	TO PROVIDE PROGRAMS TO STRENGTH PHILANTROPY.	2,000
ST MARK'S CATHEDRAL 1245 TENTH AVENUE EAST SEATTLE, WA 98102	NONE	PC	TO SUPPORT THE PARISH, ITS MINISTRIES AND CAPITAL BUILDING FUND.	25,400
SEATTLE UNIVERSITY901 12TH AVENUE SEATTLE, WA 98122	NONE	PC	SEATTLE UNIVERSITY IS DEDICATED TO EDUCATING THE WHOLE PERSON, TO PROFESSIONAL FORMATION, AND TO EMPOWERING LEADERS FOR A JUST AND HUMANE WORLD.	20,000
Total ► 3a				670,449

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
FAITH ASSEMBLY CHURCH 320 SOUTH J STREET IMPERIAL, CA 92251	NONE	PC	SLAB CITY MINISTRY THAT PROVIDES SUPPORT TO THEIR ORPHANAGE IN MEXICALI, MEXICO, FOOD DISTRIBUTIONS TO THE NEEDY AND HOMELESS IN BORREGO SPRINGS, PICK UP AND DISTRIBUTION OF DONATED ITEMS AND DISPOSING OF ILLEGALLY DUMPED TRASH IN THE BORREGO DESERT.	2,000
ART FORM 3316 ADMAS AVENUE SUITE B SAN DIEGO, CA 92116	NONE	PC	PROVIDES ART EDUCATION AND ENVIRONMENTAL STEWARDSHIP THROUGH CREATIVE REUSE TO SAN DIEGO'S MID-CITY KIDS THROUGH WORKSHOPS AND COMMUNITY OUTREACH.	500
CORONADO HISTORICAL ASSOCIATION 1100 ORANGE AVENUE CORONADO, CA 92118	NONE	PC	CORONADO'S PRIMARY CENTER FOR COMMUNITY HERITAGE, COMMUNITY EDUCATION AND FOSTERING LOCAL ENGAGEMENT.	250
Total ▶ 3a				670,449

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
EARLY MUSIC AMERICA 801 VINIAL STREET SUITE 300 PITTSBURGH, PA 15212	NONE	PC	BUILDING ONLINE RESOURCES TO BRING YOUNG TALENTED MUSICIANS TOGETHER EVERY YEAR FOR INTENSIVE TRAINING AND PERFORMANCE.	5,000
FEEDING SAN DIEGO 9455 WAPLES STREET SUITE 135 SAN DIEGO, CA 92121	NONE	PC	TO PROVIDE MEALS FOR PEOPLE IN NEED IN THE SAN DIEGO COMMUNITY.	27,000
IMPACT ASSETS 7315 WISCONSIN AVENUE SUITE 1000W BETHESDA, MD 20814	NONE	PC	CREATED "OF, BY AND FOR IMPACT INVESTORS" TO PROVIDE A FLEXIBLE SOLUTION FOR THE INNOVATIVE AND CREATIVE IMPACT INVESTING THAT PHILANTHROPISTS ARE SEEKING.	10,000
Total ► 3a				670,449

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
KUOW PUGET PUBLIC RADIO 4518 UNIVERSITY WAY NE SEATTLE, WA 98105	NONE	PC	TO PROVIDE IMPARTIAL NEWS COVERAGE LOCAL, NATIONAL AND INTERNATIONAL NEWS VIA RADIO.	1,200
NATIONAL CONFLICT RESOLUTION CENTER 530 B STREET SUITE 1700 SAN DIEGO,CA 92101	NONE	PC	TO SUPPORT IMPLEMENTATION OF RESTORATIVE JUSTICE PRACTIES IN SOUTH BAY IN PARTNERSHIP WITH THE SWEETWATER UNION HIGH SCHOOL DISTRICT. AN ALTERNATIVE FOR SAN DIEGO YOUTH FACING CRIMINAL CHARGES;THE EXPANSION OF THE CAMPUS CIVILITY INTITIATIVE, PROVIDING DIVERSITY AND COMMUNICATION TRAINING TO THOUSANDS OF COLLEGE STUDENTS ACROSS THE WESTERN U.S.;AND OFFERING PRACTICAL STRATEGIES FOR ADDRESSING WORKPLACE HARASSMENT.	84,220
OLIVEWOOD GARDENS LEARNING CENTER 2525 N AVENUE NATIONAL CITY, CA 91950	NONE	PC	TO ENSURE THAT CHILDREN HAVE THE OPPORTUNITY TO EXPERIENCE OUR UNIQUE HANDS-ON GARDEN-BASED NUTRITION PROGRAM, THAT PARENTS GAIN THE TOOLS TO CREATE HEALTHY MEALS FOR THEMSELVES AND THEIR FAMILIES, AND THAT FAMILIES LEARN AND GROW TOGETHER AROUND HEALTHY LIVING.	18,500
Total ► 3a				670,449

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 <i>Paid during the year</i>				
OPERA NEO 3356 DALEY CENTER DRIVE 1312 SAN DIEGO, CA 92123	NONE	PC	TO CONTINUE EDUCATING THE FINEST YOUNG SINGERS IN THE COUNTRY WHILE ALSO PROVIDING EXCEPTIONAL OPERATIC PERFORMANCES AND CONCERTS FOR THE GREATER SAN DIEGO COMMUNITY.	30,000
USS MIDWAY FOUNDATION 910 N HARBOR DRIVE SAN DIEGO, CA 92101	NONE	PC	TO SUPPORT VETERAN, ACTIVE DUTY MILITARY AND LAW ENFORCEMENT AND HELP MIDWAY PURSUE ITS VISION OF BECOMING AMERICA'S LIVING SYMBOL OF FREEDOM.	37,750
THE WALDORF SCHOOL OF SAN DIEGO 3547 ALTADENA AVE SAN DIEGO, CA 92105	NONE	PC	TO PROVIDE A QUALITY WALDORF EDUCATION TO OUR STUDENTS.	2,500
Total ► 3a				670,449

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
SAN DIEGO HUMANE SOCIETY 5500 GAINES STREET SAN DIEGO, CA 92110	NONE	PC	PROVIDES SHELTER FOR ANIMALS AND PROVIDES LIFE-SAVING VETERINARY CARE, QUALITY NUTRITION, EXERCISE AND ENRICHMENT OF ALL ANIMALS AND TO IMPLEMENT THE ADOPTON OF HOMELESS ANIMALS.	200
ANZA BORREGO FOUNDATION P O BOX 2001 BORREGO SPRINGS, CA 92004	NONE	PC	EDUCATION AND LAND CONSERVATION OF THE ANZA-BORREGO DESERT STATE PARK.	250
FREE TO THRIVE 1050 UNIVERSITY AVENUE E107-84 SAN DIEGO, CA 92103	NONE	PC	SUPPORT ON BEHALF OF HUMAN TRAFFICKING SURVIVORS.	960
Total ▶ 3a				670,449

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
GIVE WELL-THE CLEAR FUND 1714 FRANKLIN STREET 100335 OAKLAND, CA 94612	NONE	PC	SUPPORTS WORLD WIDE CHARITIES THAT SAVE OF IMPROVE LIVES.	10,000
GLOBAL VISIONARIES 2524 16TH AVENUE S ROOM 206 SEATTLE, WA 98144	NONE	PC	HELPING STUDENTS FROM ACROSS SOCIO-ECOMNOMIC CIRCUMSTANCES BUILD RELATIONSHIPS THAT EXTEND BEYOND BORDERS, STEREOTYPES AND POLITICS TO INSPIRE A NEW GENERATION OF GLOBAL LEADERS.	2,000
MUSEUM OF PHOTOGRAPHIC ARTS 1649 EL PRADO SAN DIEGO, CA 92101	NONE	PC	MOPA'S MISSION IS TO INSPIRE, EDUCATE AND ENGAGE THROUGH THE PRESENTATION AND PRESERVATION OF PHOTOGRAPHY,FILM AND VIDEO.	5,000
Total ► 3a				670,449

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
THE OLD GLOBEP O BOX 122171 SAN DIEGO, CA 92112	NONE	PC	MISSION IS TO PRESERVE, STRENGTHEN, AND ADVANCE AMERICAN THEATRE BY CREATING THEATRICAL EXPERIENCES OF THE HIGHEST PROFESSIONAL STANDARDS. PROVIDING AN ENVIRONMENT FOR THE GROWTH AND EDUCATION OF THEATRE PROFESSIONALS, AUDIENCES, AND THE COMMUNITY AT LARGE.	2,500
PRO KIDS4085 52ND STREET SAN DIEGO, CA 92105	NONE	PC	MISSION IS TO CHALLENGE UNDERSERVED YOUTH TO EXCEL IN LIFE BY PROMOTING CHARACTER DEVELOPMENT, LIFE SKILLS AND VALUES THROUGH EDUCATION AND THE GAME OF GOLF.	5,000
SAN DIEGO BOWL GAME ASSOCIATION 4909 MURPHY CANYON ROAD 110 SAN DIEGO, CA 92123	NONE	PC	MISSION IS TO GENERATE TOURISM,VISIBILITY AND ECONOMIC IMPACT FOR THE SAN DIEGO REGION BY PRODUCING THE HOLIDAY BOWL AND OTHER OUTSTANDING EVENTS AND EXPERIENCES FOR VISTORS AND LOCAL FANS OF ALL AGES.	1,000
Total ► 3a				670,449

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
SAN DIEGO FOR EVERY CHILD 8804 BALBOA AVENUE SAN DIEGO, CA 92123	NONE	PC	MISSION IS TO END THE EXPERIENCE OF CHILD POVERTY IN SAN DIEGO COUNTY.	17,500
SAN DIEGO FOUNDATION 2508 HISTORIC DECATUR ROAD 200 SAN DIEGO, CA 92106	NONE	PC	COVID-19 COMMUNITY RESPONSE FUND. MISSION IS TO IMPROVE QUALITY OF LIFE IN ALL OF OUR COMMUNITIES.	25,000
SAN DIEGO SENIORS COMMUNITY FOUNDAT P O BOX 60515 SAN DIEGO, CA 92106	NONE	PC	BENEFIT OF SENIORS.TO SERVE OLDER ADULTS AND TO ENSURE THAT EVERY SENIOR HAS SOMEONE THEY CAN TURN TO AND TRUST.	10,000
Total ▶ 3a				670,449

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
SAN DIEGO SYMPHONY 1245 SEVENTH AVENUE SAN DIEGO, CA 92101	NONE	PC	IN SUPPORT OF THE SYMPHONY'S NEW OUTDOOR VENUE THE SHELL. MISSION IS TO PRESENT THE SAN DIEGO COMMUNITY WITH MUSIC AT THE VERY HIGHEST LEVEL POSSIBLE AND ULTIMATELY, TO CHANGE LIVES THROUGH MUSIC.	50,000
UNIVERSITY OF SAN DIEGO 5998 ALCALA PARK SAN DIEGO, CA 92110	NONE	PC	KROC SCHOOL MASTER STUDENT SCHOLARSHIP.	5,000
UNIVERSITY OF WASHINGTON P O BOX 359505 SEATTLE, WA 98195	NONE	PC	SUPPORT ACADEMIC AND STUDENT AFFAIRS FOR UW SEATTLE COVID-19 EMERGENCY STUDENT FUND.	4,000
Total ► 3a				670,449

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
WARRIOR FOR PEACE 5500 CAMPANILE DRIVE SAN DIEGO, CA 92182	NONE	PC	SUPPORT EVENTS, PROGRAMS AND OTHER FOUNDATIONS SUPPORTING U.S. VETERANS.	1,000
ST JOSEPH INDIAN SCHOOL 1301 N MAIN STREET CHAMBERLAIN, SD 57325	NONE	PC	TO CARE FOR AND EDUCATE NATIVE AMERICA YOUTH.	300
WOUNDED WARRIOR 8880 RIO SAN DIEGO DRIVE 900 SAN DIEGO, CA 92108	NONE	PC	PROVIDES A VARIETY OF VETRAN PROGRAMS AND SERVICES.	100
Total ▶ 3a				670,449

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
ST MATTHEWS EPISCOPL CURCH 1240NE 12TH STREET SEATTLE, WA 98125	NONE	PC	THROUGH PRAYER, LITURGY, MINISTRIES AND SERVICE TO OTHERS CULTIVATES A LIFELONG JOURNEY OF FAITH.	2,000
Total ▶ 3a				670,449

TY 2020 Accounting Fees Schedule

Name: L ROBERT & PATRICIA PAYNE FAMILY
FOUNDATION INC

EIN: 33-0923365

Software ID: 20011551

Software Version: 2020v4.0

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
ACCOUNTING FEES	10,150	10,150	0	0

TY 2020 Other Expenses Schedule

Name: L ROBERT & PATRICIA PAYNE FAMILY
FOUNDATION INC

EIN: 33-0923365

Software ID: 20011551

Software Version: 2020v4.0

Other Expenses Schedule

Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
BANK SERVICE CHARGE	27	27		
DUES & SUBSCRIPTIONS	60	60		
FILING FEES	2,387	2,387		
OFFICE SUPPLIES	59	59		
PORTFOLIO MANAGEMENT FEES	15,157	15,157		

TY 2020 Other Professional Fees Schedule

Name: L ROBERT & PATRICIA PAYNE FAMILY
FOUNDATION INC

EIN: 33-0923365

Software ID: 20011551

Software Version: 2020v4.0

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
CONSULTING	3,833	3,833	0	0

TY 2020 Taxes Schedule

Name: L ROBERT & PATRICIA PAYNE FAMILY
FOUNDATION INC

EIN: 33-0923365

Software ID: 20011551

Software Version: 2020v4.0

Taxes Schedule

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
FEDERAL TAXES	32,333	32,333		
FOREIGN TAXES	648	648		

Schedule B (Form 990, 990-EZ, or 990-PF) Department of the Treasury Internal Revenue Service	Schedule of Contributors ▶ Attach to Form 990, 990-EZ, or 990-PF. ▶ Go to <u>www.irs.gov/Form990</u> for the latest information.	OMB No. 1545-0047 2020
	Name of the organization L ROBERT & PATRICIA PAYNE FAMILY FOUNDATION INC	Employer identification number 33-0923365

Organization type (check one):

Filers of:	Section:
Form 990 or 990-EZ	☐ 501(c)() (enter number) organization
	☐ 4947(a)(1) nonexempt charitable trust not treated as a private foundation
	☐ 527 political organization
Form 990-PF	☒ 501(c)(3) exempt private foundation
	☐ 4947(a)(1) nonexempt charitable trust treated as a private foundation
	☐ 501(c)(3) taxable private foundation

Check if your organization is covered by the **General Rule** or a **Special Rule**.
Note: Only a section 501(c)(7), (8), or (10) organization can check boxes for both the General Rule and a Special Rule. See instructions.

General Rule

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

Special Rules

- ☐ For an organization described in section 501(c)(3) filing Form 990 or 990-EZ that met the 33¹/₃% support test of the regulations under sections 509(a)(1) and 170(b)(1)(A)(vi), that checked Schedule A (Form 990 or 990-EZ), Part II, line 13, 16a, or 16b, and that received from any one contributor, during the year, total contributions of the greater of **(1)** \$5,000 or **(2)** 2% of the amount on (i) Form 990, Part VIII, line 1h, or (ii) Form 990-EZ, line 1. Complete Parts I and II.
- ☐ For an organization described in section 501(c)(7), (8), or (10) filing Form 990 or 990-EZ that received from any one contributor, during the year, total contributions of more than \$1,000 *exclusively* for religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals. Complete Parts I, II, and III.
- ☐ For an organization described in section 501(c)(7), (8), or (10) filing Form 990 or 990-EZ that received from any one contributor, during the year, contributions *exclusively* for religious, charitable, etc., purposes, but no such contributions totaled more than \$1,000. If this box is checked, enter here the total contributions that were received during the year for an *exclusively* religious, charitable, etc., purpose. Don't complete any of the parts unless the **General Rule** applies to this organization because it received *nonexclusively* religious, charitable, etc., contributions totaling \$5,000 or more during the year ▶ \$ _____

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

Name of organization
L ROBERT & PATRICIA PAYNE FAMILY
FOUNDATION INC

Employer identification number
33-0923365

Part I

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

(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
1	L ROBERT PATRICIA L PAYNE 1011 CAMINO DEL RIO SOUTH 210 SAN DIEGO, CA 92108	\$ 425,367	☒ Person ☐ Payroll ☐ Noncash (Complete Part II for noncash contributions.)
2	SHARON L PAYNE 4184 PALISADES ROAD SAN DIEGO, CA 92116	\$ 5,869	☐ Person ☐ Payroll ☒ Noncash (Complete Part II for noncash contributions.)
3	SHARON L PAYNE 4184 PALISADES ROAD SAN DIEGO, CA 92116	\$ 8,926	☐ Person ☐ Payroll ☒ Noncash (Complete Part II for noncash contributions.)
4	SUSAN M PAYNE 1932 FEDERAL AVENUE EAST SEATTLE, WA 98102	\$ 8,047	☐ Person ☐ Payroll ☒ Noncash (Complete Part II for noncash contributions.)
5	SUSAN M PAYNE 1932 FEDERAL AVENUE EAST SEATTLE, WA 98102	\$ 7,241	☐ Person ☐ Payroll ☒ Noncash (Complete Part II for noncash contributions.)
.		\$	☐ Person ☐ Payroll ☐ Noncash (Complete Part II for noncash contributions.)

Name of organization L ROBERT & PATRICIA PAYNE FAMILY FOUNDATION INC	Employer identification number 33-0923365
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Part II Noncash Property			
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (See instructions)	(d) Date received
<u>2</u>	38 SHARES FACEBOOK	\$ 5,869	2020-12-15
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (See instructions)	(d) Date received
<u>3</u>	103 SHARES MICROSOFT	\$ 8,926	2020-12-16
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (See instructions)	(d) Date received
<u>4</u>	50 SHARES FACEBOOK	\$ 8,047	2020-12-15
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (See instructions)	(d) Date received
<u>5</u>	7 SHARES ALPHABET CL C	\$ 7,241	2020-12-18
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (See instructions)	(d) Date received
-		\$	
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (See instructions)	(d) Date received
-		\$	

33-0923365

Part III Exclusively religious, charitable, etc., contributions to organizations described in section 501(c)(7), (8), or (10) that total more than \$1,000 for the year from any one contributor. Complete columns (a) through (e) and the following line entry. For organizations completing Part III, enter the total of *exclusively* religious, charitable, etc., contributions of **\$1,000 or less** for the year. (Enter this information once. See instructions.) ▶ \$ _____
Use duplicate copies of Part III if additional space is needed.

Schedule B (Form 990, 990-EZ, or 990-PF) (2020)