# CHANGE OF ACCOUNTING PERIOD Return of Private Foundation

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

▶ Do not enter social security numbers on this form as it may be made public.

Information about Form 990-PF and its separate instructions is at www.irs.gov/form990pf.

For	caler	ndar year 2016 or tax year beginning J	JL 1	, 2016	, and e	nding	DEC 31, 201	6
					A Employer identification	<del></del>		
							1	
Н	AR	BOURTON FOUNDATION					22-243611	2
		and street (or P O box number if mail is not delivered to st	reet addre	ss)	·	Room/suite	B Telephone number	
5	12	CAPITOLA AVE					[831] 824	-2222
		own, state or province, country, and ZIP or foreig	n postaí	code			C If exemption application is	
		ITOLA, CA 95010	·					, , , , , , , , , , , , , , , , , , , ,
		all that apply: Initial return		Initial return of a fo	ormer public o	harity	D 1 Foreign organization	ns, check here
		Final return		Amended return				
		X Address change		Name change			2 Foreign organizations no check here and attach	neeting the 85% test, computation
H (	heck	type of organization: X Section 501(c)(3	) exempt				E If private foundation st	tatus was terminated
	] Şe	ction 4947(a)(1) nonexempt charitable trust	Other	taxable private founda	ation		under section 507(b)(	
I Fa	ıır ma	arket value of all assets at end of year   J   Accor	inting me	ethod: Cash	Accr	ual	F If the foundation is in a	a 60-month termination
(fr	om i	Part II, col. (c), line 16)	Other (s	specify) MODIFI	ED CAS	H	under section 507(b)(	
<b>&gt;</b>		23,206,770. (Part I, c	olumn (d	d) must be on cash i	basis)			
Pa	ırt l	Analysis of Revenue and Expenses (The total of amounts in columns (b), (c), and (d) may no		(a) Revenue and	(b) Net in	vestment	(c) Adjusted net	(d) Disbursements for charitable purposes
		necessarily equal the amounts in column (a)	΄ - ε	xpenses per books	inco	ome	income	(cash basis only)
	1	Contributions, gifts, grants, etc., received		0.			N/A	
	2	Check X if the foundation is not required to attach Sch. B	L					
	3	Interest on savings and temporary cash investments		2.		2.		STATEMENT 1
	4	Dividends and interest from securities	<u> </u>	28,145.	2	8,145.		STATEMENT 2
	5a	Gross rents						
	b	Net rental income or (loss)						
ø	6a	Net gain or (loss) from sale of assets not on line 10		1,115,136.				
Revenue	b	Gross sales price for all 2,000,000 assets on line 6a		<del></del>			<u> </u>	
ě	7	Capital gain net income (from Fartis lege V	<b>.</b> ]		1,11	<u>5,136.</u>	<u> </u>	
-	8	Net short-term capital eain	بزار				<u> </u>	ļ
<u>~</u>	9	Income modifications Gross sales less return NOV 2 7 2017	80.5					
7107	10a		18			<del></del>		<del></del>
D	l	Less Cost of goods sold	= JE				<del> </del>	<del> </del>
€		Gross profit or (loss)		240 004		0 004		(M) MD) (D) (
ب	11	Other income	-	348,804.		8,804.		STATEMENT 3
5—	12	Total Add lines 1 through 11	<del></del> -	1, <u>492,087.</u>		<u>2,087.</u>		06 402
	13	Compensation of officers, directors, trustees, etc	-	101,477.		5,074.		96,403.
.] ! ]	14	Other employee salaries and wages	-			<del>.</del>		<del> </del>
il s	15	Pension plans, employee benefits	-				<del>                                     </del>	
Sγ:√ cpense	102	Legal fees Accounting fees STMT 4	-	2,500.		0.	<del> </del>	2,500.
Expenses	,	Other professional fees STMT 5		620.		0.	<del> </del>	620.
М	17	Interest	-	4,863.		0.	<del></del>	60.
Operating and Administrative	18	Taxes STMT 6		30,000.		0.		0.
istr	19	Depreciation and depletion					<u> </u>	<u> </u>
nin	20	Occupancy		12,772.		639.		12,133.
Adı	21	Travel, conferences, and meetings		2,376.		0.		2,376.
P	22	Printing and publications						
ig a	23	Other expenses STMT 7		42,595.	3	8,335.		4,260.
atir		Total operating and administrative						
per		expenses. Add lines 13 through 23		197,203.	4	4,048.		118,352.
Õ	25	Contributions, gifts, grants paid		1,193,025.				1,193,025.
		Total expenses and disbursements						
		Add lines 24 and 25	:	1,390,228.	4	4,048.		1,311,377.
	27	Subtract line 26 from line 12						
	a	Excess of revenue over expenses and disbursements		101,859.		. <u>-</u>		
	b	Net investment income (if negative, enter -0-)	<u> </u>		1,44	8,039.		
	С	Adjusted net income (if negative, enter -0-)	1				N/A	

Fo	m 99	0-PF (2016) HARBOURTON FOUNDATION		·		Page 2
F	art	Balance Sheets Attached schedules and amounts in the description	Beginning of year		d of year	
Ė		column should be for end-of-year amounts only	(a) Book Value	(b) Book Value	(c) Fair Market Val	
	1	Cash → non-interest-bearing	1,553,931.		2. 1,094,4	
	2	Savings and temporary cash investments	58,705.	6,868	6,8	<u>68.</u>
	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 ▶				
şţ	8	Inventories for sale or use				
Assets	9	Prepaid expenses and deferred charges				
⋖	10a	Investments - U.S. and state government obligations				
	b	Investments - corporate stock		<del></del>		
	C	Investments - corporate bonds				
	11	Investments - land, buildings, and equipment basis				
		Less accumulated depreciation				
	12	Investments - mortgage loans				
	13	Investments - other STMT 9	21,444,896.	20,773,460	0. 20,773,4	<u>60.</u>
	14	Land, buildings, and equipment: basis ▶				
		Less accumulated depreciation				
	15	Other assets (describe ► STATEMENT 10)	1,381,840.	1,331,950	1,331,9	<u>50.</u>
	16	Total assets (to be completed by all filers - see the				
_		instructions. Also, see page 1, item I)	24,439,372.	23,206,770	23,206,7	<u>70.</u>
	17	Accounts payable and accrued expenses				
	18	Grants payable				
es	19	Deferred revenue			_	
Liabilities	20	Loans from officers, directors, trustees, and other disqualified persons		·····		
dei	1	Mortgages and other notes payable				
_	22	Other liabilities (describe )			<del></del>	
					,	
_	23	Total liabilities (add lines 17 through 22)	0.		<u>) .  </u>	
		Foundations that follow SFAS 117, check here				
s	ŀ	and complete lines 24 through 26 and lines 30 and 31.				
Ce	24	Unrestricted			_	
alaı	25	Temporarily restricted				
Fund Balances	26	Permanently restricted			$\dashv$	
Ĕ		Foundations that do not follow SFAS 117, check here				
P		and complete lines 27 through 31	1 040 500	1 040 500		
Net Assets or	27	Capital stock, trust principal, or current funds	1,042,500.	1,042,500		
SSE	28	Paid-in or capital surplus, or land, bldg, and equipment fund	0.	22,164,270	<u>) .</u>	
¥.	29	Retained earnings, accumulated income, endowment, or other funds	23,396,872.			
ž	30	Total net assets or fund balances	24,439,372.	23,206,770	<del>) •</del>	
	<b> </b>		24 420 272	23,206,770		
_	31	Total liabilities and net assets/fund balances	24,439,372.	23,200,110	<u> </u>	
F	art	III Analysis of Changes in Net Assets or Fund B	alances			
_	Tota	I net assets or fund balances at beginning of year - Part II, column (a), line	30			
1		st agree with end-of-year figure reported on prior year's return)	30		1 24,439,3	72.
n	•	r amount from Part I, line 27a		F	2 101,8	
_		r increases not included in line 2 (itemize)			3	0.
3		lines 1, 2, and 3	· · · · · · · · · · · · · · · · · · ·		4 24,541,2	
		eases not included in line 2 (itemize)	SEE STA		5 1,334,4	
-		I net assets or fund balances at end of year (line 4 minus line 5) - Part II, co			6 23,206,7	
<u>~</u>	· ota	the access of total determined at one of your fine 4 things into of 1 art in or			Form 990-PF	

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	Part IV Capital Gains ar	nd Losses for Tax on In	nvestmen	t Income						
		e the kınd(s) of property sold (e.g house; or common stock, 200 shs			( <b>b)</b> Ho P - F D - I	w acquired Purchase Donation		acquired day, yr.)	(d) Date sold (mo., day, yr.)	
	SHORT TERM GAIN									
	LONG TERM LOSS							<del></del>		
_	GLOBAL ATLANTIC	<del></del>								
_	d 632.805 CHALKST e 615.375 CHALKST					P				
	(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cos	st or other basis expense of sale				Gain or (loss) s (f) minus (		
-	2	(or unomable)	pids	Aperise of sale		<del></del>	(c) più	3 (1) 11111103 (	4,135.	
			-						-5,666.	
									364,848.	
_				632,80					367,191.	
_				615,37	2.				384,628.	
_	Complete only for assets showing (		T			()	) Gains ((	Col. (h) gain not less thai	minus	
	(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	1	cess of col. (1) col. (j), if any			Losses	(from col. (	h))	
_6									4,135.	
_t					_				-5,666.	
_(					+				364,848.	
_					-+				367,191. 384,628.	
	<u>:</u>	∫ If gain, also enter	un Dort I lino	7	$\overline{}$				304,020.	
2	Capital gain net income or (net capit		- in Part I, line	7	} _	2			<u>1,115,136.</u>	
3	Net short-term capital gain or (loss)		ıd (6):							
	If gain, also enter in Part I, line 8, col If (loss), enter -0- in Part I, line 8	iunin (c).			<b>}</b>	3		N/A		
F		der Section 4940(e) for	Reduced	Tax on Net			ome			
(F	or optional use by domestic private fo	undations subject to the section 4	1940(a) tax on	net investment in	come.)			·		
lf -	section 4940(d)(2) applies, leave this	nart hlank								
	as the foundation liable for the section			•	iod?				Yes X No	
	"Yes," the foundation does not qualify Enter the appropriate amount in eac				ntries.	<del></del>				
÷	(a)	(b)	1011 40110110 401	ioro maming any or	(c)			D	(d) ution ratio	
	Base period years Calendar year (or tax year beginning	Adjusted auglifung diet	tributions	Net value of no		ble-use assets			ution ratio ided by col. (c))	
Ξ	2015	2,31	6,760.		25,	750,471			.089970	
	2014	2,45	4,324.		25,	<u>877,105</u>	•		.094845	
_	2013		8,338.			224,720			.052770	
_	2012		9,142.			002,507			.029090	
_	2011	1,26	5,951.		T8,	868,590	•	1	.067093	
2	Total of line 1, column (d)						2		.333768	
3	Average distribution ratio for the 5-y	•	on line 2 by 5,	or by the number	of years	3			0.6655.4	
	the foundation has been in existence	of less than 5 years					3		.066754	
4	Enter the net value of noncharitable-	use assets for 2016 from Part X, I	line 5				4	2	4,207,175.	
5	Multiply line 4 by line 3						5		1,615,926.	
6	Enter 1% of net investment income (	(1% of Part I, line 27b)					6		14,480.	
7	Add lines 5 and 6						7	1,630,406.		
8	Enter qualifying distributions from P	art XII, line 4					8		1,311,377.	
	If line 8 is equal to or greater than lin See the Part VI instructions	ne 7, check the box in Part VI, line	1b, and comp	elete that part using	g a 1%	tax rate.				

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	art VI Excise Tax Based on Investment Income (Section 4940(a), 4940(b), 4940(e), or	4948	- see in	stru	ctio	ns)
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)		i	_		
b	Domestic foundations that meet the section 4940(e) requirements in Part V, check here  and enter 1%	1	<del> </del>	_2	8, <u>9</u>	<u>61.</u>
	of Part I, line 27b	}	ļ			
	All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, col. (b).		İ			^
	Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-) Add lines 1 and 2	3	<u> </u>		0 0	$\frac{0.}{61.}$
3	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)	4			0,3	0.
	Tax based on investment income Subtract line 4 from line 3. If zero or less, enter -0-	5	<del>                                     </del>	2	R Q	$\frac{0.}{61.}$
	Credits/Payments;	"	<del> </del>		0, 5	01.
	2016 estimated tax payments and 2015 overpayment credited to 2016  6a 11,398	.				
	Exempt foreign organizations - tax withheld at source 6b	ή	İ			
	Tax paid with application for extension of time to file (Form 8868)  6c	1				
	Backup withholding erroneously withheld 6d _	1				
	Total credits and payments. Add lines 6a through 6d	7		1	1.3	98.
	Enter any penalty for underpayment of estimated tax. Check here X if Form 2220 is attached	8				11.
	Tax due If the total of lines 5 and 8 is more than line 7, enter amount owed	9		1	7.6	74.
	Overpayment If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10			<i>I</i>	
11	Enter the amount of line 10 to be: Credited to 2017 estimated tax	11				
Pa	rt VII-A Statements Regarding Activities					
1a	During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or interven	e in			Yes	No
	any political campaign?			1a		_X_
b	Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see instructions for the definition	u)s	_	1b		_X_
	If the answer is "Yes" to 1a or 1b, attach a detailed description of the activities and copies of any materials publis	hed or				
	distributed by the foundation in connection with the activities			İ		
C	Did the foundation file Form 1120-POL for this year?			1c		_X_
d	Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year:			ļ		
	(1) On the foundation ► \$ 0 . (2) On foundation managers. ► \$ 0	<u>.</u>				
е	Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation					
	managers ▶ \$O.					
2	Has the foundation engaged in any activities that have not previously been reported to the IRS?		-	2		X
	If "Yes," attach a detailed description of the activities					
3	Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation,	or		.		v
	bylaws, or other similar instruments? If "Yes," attach a conformed copy of the changes		 	3		$\frac{X}{X}$
	Did the foundation have unrelated business gross income of \$1,000 or more during the year?	N.		4a 4b		
	If "Yes," has it filed a tax return on Form 990-T for this year?  West have a liquidation termination discolution or substantial contraction during the year?	7/	1/A  -	5		X
9	Was there a liquidation, termination, dissolution, or substantial contraction during the year?  If "Yes," attach the statement required by General Instruction T.		F	3		
6	Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either:					
U	By language in the governing instrument, or					
	<ul> <li>By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state</li> </ul>	e law	Ì			
	remain in the governing instrument?			6	х	
7	Did the foundation have at least \$5,000 in assets at any time during the year? If "Yes," complete Part II, col (c), and Part X	V	-	7	x	
•	Signification in the actions deplote in account at any time coming the jear.	=				
8a	Enter the states to which the foundation reports or with which it is registered (see instructions)					
- <b>-</b>	NJ			ļ		
þ	If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate)					
	of each state as required by General Instruction G? If "No," attach explanation			8b	X	
9	Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for call	endar				
	year 2016 or the taxable year beginning in 2016 (see instructions for Part XIV)? If "Yes," complete Part XIV		L	9		X
10	Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses			10		<u>X</u>

Pa	art VII-A   Statements Regarding Activities (continued)			
	,		Yes	No
11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of			
	section 512(b)(13)? If "Yes," attach schedule (see instructions)	11		X
12	Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges?			
	If "Yes," attach statement (see instructions)	12	ļ <u>.</u>	X
13	The second secon	13	X	<u> </u>
	Website address ► N/A	1004	200	
14	The books are in care of JAMES S. REGAN  Telephone no. [831]	1824- 95010		4
15	Located at ► 512 CAPITOLA AVE, CAPITOLA, CA  Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 - Check here	95010		$\overline{\Box}$
10	and enter the amount of tax-exempt interest received or accrued during the year	N.	I/A	
16	At any time during calendar year 2016, did the foundation have an interest in or a signature or other authority over a bank,		Yes	No
	securities, or other financial account in a foreign country?	16	1.00	X
	See the instructions for exceptions and filing requirements for FinCEN Form 114. If "Yes," enter the name of the		<del>+</del>	
	foreign country			
Pa	art VII-B Statements Regarding Activities for Which Form 4720 May Be Required			
	File Form 4720 if any item is checked in the "Yes" column, unless an exception applies.		Yes	No
1a	During the year did the foundation (either directly or indirectly):			
	(1) Engage in the sale or exchange, or leasing of property with a disqualified person?	,		
	(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?  Yes X 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)?	,		
	(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)? N/A	1b		
	Organizations relying on a current notice regarding disaster assistance check here	7	ļ	
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 2016?	1c		X
2	Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation			
	defined in section 4942(j)(3) or 4942(j)(5)):  At the end of tax year 2016, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning			
4	before 2016? Yes X No	,	ļ	
	If "Yes," list the years			
b	Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect			
	valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach			
	statement - see instructions.) N/A	2b		
C	of the provisions of section 4942(a)(2) are being applied to <b>any</b> of the years listed in 2a, list the years here.			
	<b>&gt;</b>			
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time			
	during the year?  X Yes I No			
0	of "Yes," did it have excess business holdings in 2016 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 2016)	3ь		x
4a	1 Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a		X
	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 2016?	4b		X
		Form <b>99</b>	0-PF	(2016)

orm 990-PF (2016) HARBOURTON FOUNDATION			<u>22-24361</u>	12	Page 6
Part VII-B   Statements Regarding Activities for Which F	orm 4720 May Be I	Required (contin	ued)		
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))?	Yo	es X No		
(2) Influence the outcome of any specific public election (see section 4955); or	r to carry on, directly or indir	ectly,			
any voter registration drive?		Ye	s X No		
(3) Provide a grant to an individual for travel, study, or other similar purposes	>	Ye	es X No		
(4) Provide a grant to an organization other than a charitable, etc., organization	described in section				
4945(d)(4)(A)? (see instructions)		Ye	es 🗶 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?		Ye	es 🗓 No		
<b>b</b> If any answer is "Yes" to 5a(1)-(5), did <b>any</b> of the transactions fail to qualify und	er the exceptions described	ın Regulations			
section 53.4945 or in a current notice regarding disaster assistance (see instru	ctions)?		N/A	5b	L
Organizations relying on a current notice regarding disaster assistance check hi	ere				
c If the answer is "Yes" to question 5a(4), does the foundation claim exemption fr	om the tax because it mainta	ined			
expenditure responsibility for the grant?	Ŋ	1/A 🗀 Ye	es 🔲 No		
If "Yes," attach the statement required by Regulations section 53 4945	i-5(d)				
6a Did the foundation, during the year, receive any funds, directly or indirectly, to p	ay premiums on				
a personal benefit contract?		Ye	es 🗶 No		
<b>b</b> Did the foundation, during the year, pay premiums, directly or indirectly, on a positive product of the foundation of the product of the	ersonal benefit contract?			6b	X
If "Yes" to 6b, file Form 8870					
7a At any time during the tax year, was the foundation a party to a prohibited tax sl	helter transaction?	Y6	es 🗶 No 📙		<u> </u>
b If "Yes," did the foundation receive any proceeds or have any net income attribu				7b	
Part VIII Information About Officers, Directors, Truste Paid Employees, and Contractors	ees, Foundation Ma	anagers, Highly	/		
List all officers, directors, trustees, foundation managers and their		1	( . N .		
(a) Name and address	(b) Title, and average hours per week devoted	(c) Compensation	(d) Contributions to employee benefit plans and deferred	(e) Exp account	ense
(a) waine and address	to position	(If not paid, enter -0-)	compensation	allowa	
SEE STATEMENT 11		101,477.	0.		0.
•					
				<del></del>	
· · · · · · · · · · · · · · · · · · ·					
	luded on line 4). If name	enter INONE II			
Compensation of five highest-paid employees (other than those inc	(b) Title, and average	enter NONE.	(d) Contributions to	(a) Exr	
(a) Name and address of each employee paid more than \$50,000	hours per week	(c) Compensation	(d) Contributions to employee benefit plans and deferred	(e) Exp	, other
MONE	devoted to position	<del> </del>	compensation	allowa	nces
NONE					
		<del>                                     </del>			
iotal number of other employees paid over \$50,000	<del></del>	<u> </u>	<b></b>		0

623551 11-23-16

P	art X Minimum Investment Return (All domestic foundations must complete this part. Foreign four	ndations	s, see instructions.)
1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes:		
а	Average monthly fair market value of securities	1a	0.
	Average of monthly cash balances	1b	2,109,739.
	Fair market value of all other assets	1c	22,466,073.
	Total (add lines 1a, b, and c)	14	24,575,812.
	Reduction claimed for blockage or other factors reported on lines 1a and		
	1c (attach detailed explanation)	·	
2	Acquisition indebtedness applicable to line 1 assets	2	0.
3	Subtract line 2 from line 1d	3	24,575,812.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	368,637.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	24,207,175.
6	Minimum investment return Enter 5% of line 5 ADJUSTED FOR SHORT TAX PERIOD	6	610,142.
Р	art XI Distributable Amount (see instructions) (Section 4942(1)(3) and (1)(5) private operating foundations an	d certair	
	foreign organizations check here 🕨 🔛 and do not complete this part.)		
1	Minimum investment return from Part X, line 6	1	610,142.
2a	Tax on investment income for 2016 from Part VI, line 5		
b	Income tax for 2016. (This does not include the tax from Part VI.)		
C	Add lines 2a and 2b	2c	<u>28,961.</u>
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	581,181.
4	Recoveries of amounts treated as qualifying distributions	4	0.
5	Add lines 3 and 4	5	581,181.
6	Deduction from distributable amount (see instructions)	6	0.
<u>7_</u>	Distributable amount as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1	7	581,181.
P	art XII Qualifying Distributions (see instructions)		
1	Amounts paid (including administrative expenses) to accomplish charitable, etc., purposes.		1 211 200
a	, , , , , , , , , , , , , , , , , , , ,	1a	1,311,377.
	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		
	Suitability test (prior IRS approval required)	3a	<del></del>
	Cash distribution test (attach the required schedule)	3b	1,311,377.
4	Qualifying distributions Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	4	1,311,3//.
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 6	1,311,377.
6	Adjusted qualifying distributions. Subtract line 5 from line 4		
_	Note: The amount on line 6 will be used in Part V, column (b), in subsequent years when calculating whether the foundation of 4940(e) reduction of tax in those years.	qualifies 1	·
			Form <b>990-PF</b> (2016)

Part XIII Undistributed Income (see instructions)

,	(a) Corpus	(b) Years prior to 2015	(c) 2015	(d) 2016
1 Distributable amount for 2016 from Part XI,				<del></del>
line 7	:			581,181.
2 Undistributed income, if any, as of the end of 2016				
a Enter amount for 2015 only			o.	
b Total for prior years.				
b rotal for prior yours,		0.		
3 Excess distributions carryover, if any, to 2016:	·			
a From 2011 249,617.				
b From 2012				
c From 2013 69,004.				
d From 2014 1,221,741.				
e From 2015 1,019,369.				
	2 550 721			
f Total of lines 3a through e	2,559,731.	· · - · - · · - · · · · · · · · ·		
4 Qualifying distributions for 2016 from				
Part XII, line 4: ► \$ 1,311,377.			•	
a Applied to 2015, but not more than line 2a			0.	<del></del>
<b>b</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 2016 distributable amount				581,181.
e Remaining amount distributed out of corpus	730,196.	<del></del>		
5 Excess distributions carryover applied to 2016	0.			0.
(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.				
	3,289,927.			
& Corpus Add lines 3f, 4c, and 4e Subtract line 5	3,403,341.			<del></del>
b Prior years' undistributed income. Subtract		0.		
line 4b from line 2b			<del></del>	
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		0		
assessed		0.		
d Subtract line 6c from line 6b. Taxable		•		
amount - see instructions		0.		
e Undistributed income for 2015. Subtract line				
4a from line 2a. Taxable amount - see instr.			0.	<del> </del>
f Undistributed income for 2016. Subtract				
lines 4d and 5 from line 1. This amount must				
be distributed in 2017				0.
7 Amounts treated as distributions out of				
corpus to satisfy requirements imposed by	ĺ			
section 170(b)(1)(F) or 4942(g)(3) (Election				
may be required - see instructions)	0.			
8 Excess distributions carryover from 2011				
not applied on line 5 or line 7	249,617.			
9 Excess distributions carryover to 2017				
Subtract lines 7 and 8 from line 6a	3,040,310.			
10 Analysis of line 9:				
a Excess from 2012			1	1
b Excess from 2013 69,004.	ļ			
c Excess from 2014 1, 221, 741.				
d Excess from 2015 1,019,369.				
e Excess from 2016 730, 196.				
822581 11.22-18				Form <b>990-PF</b> (2016)

	TON FOUNDAT				2-2436112 Page 10
Part XIV Private Operating F	<del></del>		-A, question 9)	N/A	
1 a If the foundation has received a ruling o					
foundation, and the ruling is effective fo		-	▶ ∟,	<del></del>	<del></del>
<b>b</b> Check box to indicate whether the found		ing foundation described i		4942(j)(3) or	4942(j)(5)
2 a Enter the lesser of the adjusted net	Tax year	(h) 0015	Prior 3 years	(4) 0040	(1)7.11
income from Part I or the minimum	(a) 2016	<b>(b)</b> 2015	(c) 2014	(d) 2013	(e) Total
investment return from Part X for					
each year listed	<u> </u>	ļ			
<b>b</b> 85% of line 2a					
c Qualifying distributions from Part XII,					
line 4 for each year listed		ļ			
d Amounts included in line 2c not					1
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)		L			
<b>b</b> "Endowment" alternative test - enter					
2/3 of minimum investment return shown in Part X, line 6 for each year			1		
listed					
c "Support" alternative test - enter:					
(1) Total support other than gross					
investment income (interest,					
dividends, rents, payments on securities loans (section	1				
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				}	1
an exempt organization	L				
(4) Gross investment income		<u></u>	Ĺ <u></u>		
Part XV Supplementary Info			if the foundat	ion had \$5,000	or more in assets
at any time during t	ne year-see inst	ructions.)			
1 Information Regarding Foundatio	•				
a List any managers of the foundation who			ributions received by	the foundation before	the close of any tax
year (but only if they have contributed m	iore than \$5,000). (See s	section 507(a)(2).)			
NONE		<del></del>	<del></del>		<del></del>
<b>b</b> List any managers of the foundation who			or an equally large p	ortion of the ownersh	ip of a partnership or
other entity) of which the foundation has	sa 10% of greater filtere	51.			
NONE		<del></del>			<del></del>
2 Information Regarding Contributi			-		
Check here X if the foundation o					
the foundation makes gifts, grants, etc	<del>`</del>				o, c, and u.
a The name, address, and telephone number	per or e-mail address of	tne person to whom appli	cations should be at	ouressed;	
h. The farm on which are leading at 111	a authoritied d for	the new page and a second	uould inglises		
<b>b</b> The form in which applications should b	e submitted and informa	ation and materials they sr	iouia include;		
c Any submission deadlines.	<del></del>		····		
v raiy submission deadiffes.					
d Any restrictions or limitations on awards	s, such as by geographic	al areas, charitable fields.	kınds of ınstıtutions	, or other factors:	
,	,				
					<del> </del>
823601 11-23-18					Form <b>990-PF</b> (2016)

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	Purpose of grant or contribution	Amount				
Name and address (home or business)	any foundation manager or substantial contributor	status of recipient	contribution	Amount				
a Paid during the year			}					
				11				
SEE ATTACHED STATEMENT OF								
CONTRIBUTIONS								
1								
!								
	, , , , , , , , , , , , , , , , , , ,							
			}					
Total b Approved for future payment			<u>▶ 3a</u>	0.				
• Approved for fatore payment								
NONE			!					
Tabel		<u> </u>						
Total			<u>▶ 3b</u>	orm <b>990-PF</b> (2016)				

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

Enter gross amounts unless otherwise indicated.	(a) Business	usiness income (b) Amount	Exclu- sion	(d)	(e) Related or exempt
1 Program service revenue:	code	Amount	code	Amount	function income
ab	-		1		
C					
d					
e	1 1				
f			1		
g Fees and contracts from government agencies	<del> </del>		-	<del></del>	
2 Membership dues and assessments	<del></del>		<del>                                     </del>		<del></del>
Interest on savings and temporary cash investments			14	2.	
Dividends and interest from securities			14	28,145.	<del></del>
5 Net rental income or (loss) from real estate:			<del>                                     </del>		
a Debt-financed property					
b Not debt-financed property					
Net rental income or (loss) from personal					
property			<b> </b>		
7 Other investment income			14	348,804.	
Gain or (loss) from sales of assets other				1 115 126	
than inventory			18	1,115,136.	<del></del>
9 Net income or (loss) from special events 0 Gross profit or (loss) from sales of inventory			<del>  -</del>		
1 Other revenue.			<del>                                     </del>		
a					
b	I I				
C	_				·
d	1 1				
de	1 1				
e	1 1	0.		1,492,087.	1 402 085
d e 2 Subtotal. Add columns (b), (d), and (e) 3 Total Add line 12, columns (b), (d), and (e)	1 1	0.		1,492,087.	1,492,087
e 2 Subtotal. Add columns (b), (d), and (e) 3 Total Add line 12, columns (b), (d), and (e) See worksheet in line 13 instructions to verify calculations.)				13	1,492,08
d e 2 Subtotal. Add columns (b), (d), and (e) 3 Total Add line 12, columns (b), (d), and (e) See worksheet in line 13 instructions to verify calculations.)				13	1,492,08
d e 2 Subtotal. Add columns (b), (d), and (e) 3 Total Add line 12, columns (b), (d), and (e) See worksheet in line 13 instructions to verify calculations.)  Part XVI-B Relationship of Activities  Line No. Explain below how each activity for which inc	to the Accom	aplishment of Exolumn (e) of Part XVI-A	kempt	13 Purposes	1,492,087
d e 2 Subtotal. Add columns (b), (d), and (e) 3 Total Add line 12, columns (b), (d), and (e) See worksheet in line 13 instructions to verify calculations.)  Part XVI-B Relationship of Activities	to the Accom	aplishment of Exolumn (e) of Part XVI-A	kempt	13 Purposes	1,492,087
d e 2 Subtotal. Add columns (b), (d), and (e) 3 Total Add line 12, columns (b), (d), and (e) See worksheet in line 13 instructions to verify calculations.) Part XVI-B Relationship of Activities Line No. Explain below how each activity for which inc	to the Accom	aplishment of Exolumn (e) of Part XVI-A	kempt	13 Purposes	1,492,087
d e 2 Subtotal. Add columns (b), (d), and (e) 3 Total Add line 12, columns (b), (d), and (e) See worksheet in line 13 instructions to verify calculations.)  Part XVI-B Relationship of Activities  Line No. Explain below how each activity for which inc	to the Accom	aplishment of Exolumn (e) of Part XVI-A	kempt	13 Purposes	1,492,087
d e 2 Subtotal. Add columns (b), (d), and (e) 3 Total Add line 12, columns (b), (d), and (e) See worksheet in line 13 instructions to verify calculations.) Part XVI-B Relationship of Activities Line No. Explain below how each activity for which inc	to the Accom	aplishment of Exolumn (e) of Part XVI-A	kempt	13 Purposes	1,492,087
d e 2 Subtotal. Add columns (b), (d), and (e) 3 Total Add line 12, columns (b), (d), and (e) See worksheet in line 13 instructions to verify calculations.)  Part XVI-B Relationship of Activities  Line No. Explain below how each activity for which inc	to the Accom	aplishment of Exolumn (e) of Part XVI-A	kempt	13 Purposes	1,492,087
d e 2 Subtotal. Add columns (b), (d), and (e) 3 Total Add line 12, columns (b), (d), and (e) See worksheet in line 13 instructions to verify calculations.) Part XVI-B Relationship of Activities Line No. Explain below how each activity for which inc	to the Accom	aplishment of Exolumn (e) of Part XVI-A	kempt	13 Purposes	1,492,087
d e 2 Subtotal. Add columns (b), (d), and (e) 3 Total Add line 12, columns (b), (d), and (e) See worksheet in line 13 instructions to verify calculations.)  Part XVI-B Relationship of Activities  Line No. Explain below how each activity for which inc	to the Accom	aplishment of Exolumn (e) of Part XVI-A	kempt	13 Purposes	1,492,087
d e 2 Subtotal. Add columns (b), (d), and (e) 3 Total Add line 12, columns (b), (d), and (e) See worksheet in line 13 instructions to verify calculations.) Part XVI-B Relationship of Activities Line No. Explain below how each activity for which inc	to the Accom	aplishment of Exolumn (e) of Part XVI-A	kempt	13 Purposes	1,492,08
d e 2 Subtotal. Add columns (b), (d), and (e) 3 Total Add line 12, columns (b), (d), and (e) See worksheet in line 13 instructions to verify calculations.) Part XVI-B Relationship of Activities Line No. Explain below how each activity for which inc	to the Accom	aplishment of Exolumn (e) of Part XVI-A	kempt	13 Purposes	1,492,08
d e 2 Subtotal. Add columns (b), (d), and (e) 3 Total Add line 12, columns (b), (d), and (e) See worksheet in line 13 instructions to verify calculations.) Part XVI-B Relationship of Activities Line No. Explain below how each activity for which inc	to the Accom	aplishment of Exolumn (e) of Part XVI-A	kempt	13 Purposes	1,492,08
d e 2 Subtotal. Add columns (b), (d), and (e) 3 Total Add line 12, columns (b), (d), and (e) See worksheet in line 13 instructions to verify calculations.) Part XVI-B Relationship of Activities Line No. Explain below how each activity for which inc	to the Accom	aplishment of Exolumn (e) of Part XVI-A	kempt	13 Purposes	1,492,08
d e 2 Subtotal. Add columns (b), (d), and (e) 3 Total Add line 12, columns (b), (d), and (e) See worksheet in line 13 instructions to verify calculations.) Part XVI-B Relationship of Activities Line No. Explain below how each activity for which inc	to the Accom	aplishment of Exolumn (e) of Part XVI-A	kempt	13 Purposes	1,492,08
d e 2 Subtotal. Add columns (b), (d), and (e) 3 Total Add line 12, columns (b), (d), and (e) See worksheet in line 13 instructions to verify calculations.) Part XVI-B Relationship of Activities Line No. Explain below how each activity for which inc	to the Accom	aplishment of Exolumn (e) of Part XVI-A	kempt	13 Purposes	1,492,08
d e 2 Subtotal. Add columns (b), (d), and (e) 3 Total Add line 12, columns (b), (d), and (e) See worksheet in line 13 instructions to verify calculations.) Part XVI-B Relationship of Activities Line No. Explain below how each activity for which inc	to the Accom	aplishment of Exolumn (e) of Part XVI-A	kempt	13 Purposes	1,492,08
d e 2 Subtotal. Add columns (b), (d), and (e) 3 Total Add line 12, columns (b), (d), and (e) See worksheet in line 13 instructions to verify calculations.) Part XVI-B Relationship of Activities Line No. Explain below how each activity for which inc	to the Accom	aplishment of Exolumn (e) of Part XVI-A	kempt	13 Purposes	1,492,08
d e 2 Subtotal. Add columns (b), (d), and (e) 3 Total Add line 12, columns (b), (d), and (e) See worksheet in line 13 instructions to verify calculations.) Part XVI-B Relationship of Activities Line No. Explain below how each activity for which inc	to the Accom	aplishment of Exolumn (e) of Part XVI-A	kempt	13 Purposes	1,492,087
d e 2 Subtotal. Add columns (b), (d), and (e) 3 Total Add line 12, columns (b), (d), and (e) See worksheet in line 13 instructions to verify calculations.) Part XVI-B Relationship of Activities Line No. Explain below how each activity for which inc	to the Accom	aplishment of Exolumn (e) of Part XVI-A	kempt	13 Purposes	1,492,08

Part XVII	Information Re Exempt Organ	•	isfers To	and Transaction	ons a	nd Relationsi	hips With Nor	ncharitable	€	
1 Did the or	ganization directly or indir		of the follows	ng with any other orga	anızatını	n described in secti	on 501(c) of		Yes	No
	(other than section 501(c)						011 30 1(0) 01		1.00	
	from the reporting founds				i oi gain	24110113				
(1) Cash		ation to a noncharte	abio excilipt of	garnzation of.				1a(1)		x
(2) Other									<del> </del>	X
<b>b</b> Other tran								1a(2)	<del> </del>	
-	s of assets to a noncharitat	hla avamat arganiza	ntion					45/41	}	v
` '		, ,						1b(1)		X
	hases of assets from a nor	•	oi yanizanon					1b(2)	$\vdash$	
	al of facilities, equipment, o	or other assets						1b(3)	-	X
	bursement arrangements							1b(4)	$\vdash$	X
	s or loan guarantees	mharchin ar fundra	iaina naliaitatu	200				1b(5)		X
• •	ormance of services or mei	•	-					1b(6)	$\vdash$	X
-	f facilities, equipment, mai	-			مناط مانید	ious about the foir m	arkat valua af tha a	1c_		
	wer to any of the above is '								ieis,	
	s given by the reporting fo i) the value of the goods, o				et value	t in any transaction	or sharing arranger	ilent, snow in		
(a) Line no	(b) Amount involved			e exempt organization		/d) Description	of transfers, transaction			
(a) Line no	(b) Amount involved	(c) Name o		e exempt organization	<u>'</u>	(d) Description	of transfers, transaction	is, and sharing ar	rangeme	#ILS
			N/A			<del> </del>		<del></del>		
						<del> </del>	<del></del>	<del></del>		
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						1		<del></del>		
	ndation directly or indirect	•	•		organiza	ations described		<u> —</u> ъ.,		л
	501(c) of the Code (other	•	:)(3)) or in sec	tion 527?				Yes	LX	] No
b If "Yes," co	omplete the following sche			T # 1	<del></del> T	<del></del>	N. Daniel and a second	- t		
	(a) Name of orga	anization		(b) Type of organiz	ation		c) Description of rel	ationship		
	N/A			-						
<del></del>										
·		<del></del>		ļ						
				ļ						
1	<del></del>		<del></del>	L						
المصما				ng accompanying schedu in taxpayer) is based on a				May the IRS or return with th	discuss !	this
Sign Here	1000 A 1 11			11-12	2-1	7		shown below	(see ins	
		<u> </u>		11-1:	<u> </u>		RESIDENT	_ X Yes	_	J No∫
Sign	nature of officer or invistee		T	Date		Title	Obest T. A. I	OTIN	_	
	Print/Type preparer's na	me	Preparer's	ignature		Date 19 2017		PTIN		
Dala	1		-			<del>10V 1 9</del> 201 <b>7</b>	self- employed			
Paid	RONALD J.			<del></del>				P00450		
Preparer	Firm's name ► MSP	C CPAS &	ADVISC	RS, P.C.			Firm's EIN ► 22	2-29512	02	
Use Only	<del></del>						<b></b>			
	Firm's address ► 34									
	l CR	ANFORD. N	JJ 0701			Phone no. 908	3-272-7	000		

FORM 990-PF INTERE	ST ON SAVING	S AND	TEMPOR	ARY	CASH	IN	VESTMENTS	S	<b>PATEMENT</b>	1
SOURCE  JP MORGAN MONEY MARKET DIVIDENDS JP MORGAN SECURITIES ACCOUNT INTEREST  TOTAL TO PART I, LINE 3			(A) REVENUE PER BOOKS  1. 2.		(B) NET INVESTMENT INCOME  1.  2.		NVESTMENT		(C) ADJUSTED NET INCOME	
FORM 990-PF	DIVIDENDS	AND IN	TEREST	FRO	M SEC	UR	ITIES	s:	PATEMENT	 2
SOURCE	GROSS AMOUNT	CAPI GAI DIVID	NS	RE	(A) VENUE BOOK		(B) NET INVES MENT INCO		(C) ADJUSTE NET INCO	
DIVIDEND INCOME INVESTMENT PARTNERSHIPS INTEREST INCOME	1,465.		0.		1,46	5.	1,46	5.		
INVESTMENT PARTNERSIPS	26,680.		0.		26,68	0.	26,68	0.		
TO PART I, LINE 4	28,145.		0.		28,14	5.	28,14	5.		
FORM 990-PF		ОТНЕ	R INCO	<u>—</u> МЕ				S.	ratement -	3
DESCRIPTION			RE	(A) VENU BOO			(B) ET INVEST- ENT INCOME		(C) ADJUSTEI NET INCOM	
ROYALTY INCOME FROM PARTNERSHIPS OTHER INVESTMENT IN PASSTHORUGH PFIC INCOME ORIGAMI PFIC INCOME ORIGAMI	COME FROM			4 336	,430. ,306. ,143. ,925.		6,430 4,306 336,143 1,925	•		
TOTAL TO FORM 990-PF, PART I, LINE 11				348	,804.		348,804	•		

FORM 990-PF	ACCOUNTI	NG FEES	STATEMENT 4		
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES	
ACCOUNTING EXPENSE	2,500.	0.	<del></del>	2,500.	
TO FORM 990-PF, PG 1, LN 16B	2,500.	0.		2,500.	
FORM 990-PF	OTHER PROFES	SIONAL FEES	S	TATEMENT 5	
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES	
CONSULTING FEES	620.	0.		620.	
TO FORM 990-PF, PG 1, LN 16C	620.	0.		620.	
FORM 990-PF	TAX	ES	STATEMENT 6		
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES	
EXCISE TAX	30,000.	0.		0.	
TO FORM 990-PF, PG 1, LN 18	30,000.	0.		0.	
FORM 990-PF	OTHER EXPENSES		STATEMENT 7		
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES	
FILING FEES INSURANCE EXPENSE COMMUNICATION EXPENSE MEMEBERSHIPS & DUES SUBSRIPTIONS OFFICE EXPENSES MISCELLANEOUS	26. 765. 1,001. 99. 1,712. 244. 100.	0. 38. 50. 0. 13.		26. 727. 951. 99. 1,712. 231. 100.	

	_	- –	
HARBOURTON FOUNDATION			22-2436112
BANK CHARGES	414.	0.	414.
INVESTMENT EXPENSES FROM PASS THRU'S	38,234.	38,234.	0.
TO FORM 990-PF, PG 1, LN 23	42,595.	38,335.	4,260.
FORM 990-PF OTHER DECREASES	TN NET ASSETS	OR FUND BALANCES	STATEMENT 8
		OK TOND DADANCED	
DESCRIPTION			AMOUNT
UNREALIZED INCOME (LOSS) ON IN	VESTMENTS		1,334,461.
TOTAL TO FORM 990-PF, PART III	, LINE 5		1,334,461.
HODY 000 DE	OWIED THE COM	DIVING	
FORM 990-PF	OTHER INVESTM	ENTS 	STATEMENT 9
DESCRIPTION	VALUAT METHO		FAIR MARKET VALUE
CHALKSTREAM INVESTMENT FUND	FMV	1,063,23	2. 1,063,232.
CHALKSTREAM INVESTMENT FUND (INTERNATIONAL) LTD.(CLASS K-F	FMV	3,002,83	
COLLAB GROWTH-RF I, LLC GLOBAL ATLANTIC FINANCIAL GROU	FMV P FMV	1,085,39	6. 1,085,396.
ORDINARY SHARES			
HEALTHCARE ROYALTY PARTNERS	FMV	1,281,00	
HEALTHCARE ROYALTY PARTNERS III, L.P. KELP CAPITAL INVESTORS LLC	FMV	7,25 722,75	7. 7,257. 6. 722,756.
HEALTHCARE ROYALTY PARTNERS III,L.P. KELP CAPITAL INVESTORS LLC LUCID SERIES A PREFERRED MILLENNIUM INTERNATIONAL LTD.	FMV FMV	7,25 722,75 500,00	7,257. 6. 722,756. 0. 500,000.
HEALTHCARE ROYALTY PARTNERS III, L.P. KELP CAPITAL INVESTORS LLC LUCID SERIES A PREFERRED MILLENNIUM INTERNATIONAL LTD. CLASS EE NAPLES INVESTMENTS, LLC	FMV FMV - FMV	7,25 722,75	7. 7,257. 6. 722,756. 0. 500,000. 8. 7,798,638.
HEALTHCARE ROYALTY PARTNERS III, L.P. KELP CAPITAL INVESTORS LLC LUCID SERIES A PREFERRED MILLENNIUM INTERNATIONAL LTD. CLASS EE NAPLES INVESTMENTS, LLC OAKTREE ENHANCED INCOME FUND (CAYMAN), L.P.	FMV FMV - FMV FMV	7,25 722,75 500,00 7,798,63	7,257. 6. 722,756. 0. 500,000. 8. 7,798,638. 9. 6,169.
HEALTHCARE ROYALTY PARTNERS III, L.P. KELP CAPITAL INVESTORS LLC LUCID SERIES A PREFERRED MILLENNIUM INTERNATIONAL LTD. CLASS EE NAPLES INVESTMENTS, LLC OAKTREE ENHANCED INCOME FUND (CAYMAN), L.P. ORIGAMI OPPORTUNITIES FUND III OFFSHORE, L.P.	FMV FMV FMV FMV FMV	7,25 722,75 500,00 7,798,63 6,16 1,951,53 372,74	7,257. 6. 722,756. 0. 500,000. 8. 7,798,638. 9. 6,169. 6. 1,951,536. 1. 372,741.
HEALTHCARE ROYALTY PARTNERS III, L.P. KELP CAPITAL INVESTORS LLC LUCID SERIES A PREFERRED MILLENNIUM INTERNATIONAL LTD. CLASS EE NAPLES INVESTMENTS, LLC OAKTREE ENHANCED INCOME FUND (CAYMAN), L.P. ORIGAMI OPPORTUNITIES FUND III	FMV FMV FMV FMV FMV FMV FMV	7,25 722,75 500,00 7,798,63 6,16 1,951,53	7,257. 6. 722,756. 0. 500,000. 8. 7,798,638. 9. 6,169. 6. 1,951,536. 1. 372,741. 9. 662,409. 9. 920,175.

20,773,460. 20,773,460.

TOTAL TO FORM 990-PF, PART II, LINE 13

FORM 990-PF	OTHER ASSETS		STATEMENT	10
DESCRIPTION	BEGINNING OF YR BOOK VALUE	END OF YEAR BOOK VALUE	FAIR MARKET VALUE	
COMMUNITY JUSTICE CENTER NOTE 9/30/18 LUCID ENERGY PROMISSORY NOTE YOUNG SCHOLARS INSTITUTE, INC TEZA AUDIT HOLDBACK SECURITY DEPOSIT INTEREST REC OTHER ASSETS  TO FORM 990-PF, PART II, LINE 1	50,000. 1,130,140. 95,000. 100,088. 1,200. 5,412. 0.	0. 1,130,140. 95,000. 100,088. 1,200. 5,412. 110.	100 1	000. 088. 200. 412. 110.
TO FORM 990-PF, PART II, LINE I	1,301,040.	1,331,930.	1,331,	====
	IST OF OFFICERS, D ND FOUNDATION MANA		STATEMENT	11
NAME AND ADDRESS	TITLE AND AVRG HRS/WK	COMPEN- BEI	PLOYEE N PLAN EXPI ONTRIB ACCO	
JAMES S. REGAN 512 CAPITOLA AVE CAPITOLA, CA 95010	VICE PRESIDENT 3.00	0.	0.	0.
AMY H. REGAN 512 CAPITOLA AVE CAPITOLA, CA 95010	PRESIDENT & AS 3.00	ST.SECRETARY 0.	0.	0.
STEVEN B. SMOTRICH 512 CAPITOLA AVE CAPITOLA, CA 95010	ASSISTANT TREA	SURER 0.	0.	0.
JAMES S. REGAN III 512 CAPITOLA AVE CAPITOLA, CA 95010	VP & TREASURER 3.00	0.	0.	0.
CATHERINE H. REGAN LAWLISS 512 CAPITOLA AVE CAPITOLA, CA 95010	VP & SECRETARY 30.00	53,295.	0.	0.
PATRICK H. REGAN 512 CAPITOLA AVE CAPITOLA, CA 95010	VICE PRESIDENT 40.00	48,182.	0.	0.
TOTALS INCLUDED ON 990-PF, PAGE	6, PART VIII	101,477.	0.	0.

#### Part XV - Contributions Paid

Answer

41 Gordon Road, Suite C Piscataway, NJ 08854 501(c)(3) \$15,000.00

Answer is a national organization that provides and promotes unfettered access to comprehensive sexuality education for young people and the adults who teach them

Ballet Theatre Foundation, Inc.

890 Broadway

New York, NY 10003

501(c)(3)

\$9,600.00

Bringing art of the very highest quality to its audiences

**BRAVO** 

2271 North Frontage Road West, Unit C

Vail, CO 81657

501(c)(3)

\$4,900.00

Enriching people's lives through the power of music

CARE, Inc

151 Ellis Street NE

Atlanta, GA 30303

501(c)(3)

\$13,000

Delivering CARE packages to delivering lasting impact through innovative programs that empower people – especially women & girls – to be agents of change within their communities

Club Dust

145 Old Adobe Rd, Watsonville

CA 95076

501(c)(3)

\$35,000.00

Provides support to the poor & sick in the United States, Mexico & Somalia. Primarily by providing Housing, Food & Financial Support

Community Agroecology Network (CAN)

PO Box 7653

Santa Cruz, CA 95061-7653

501(c)(3)

\$40,000.00

To sustain rural livelihoods and environments by integrating research, education, and trade innovations.

Community Justice Center 310 West State Street, 3<sup>rd</sup> Floor Trenton, NJ 08618 501(c)(3) \$70,000.00

Is an innovative legal services non-profit based in Trenton, serving low-income/homeless disabled and returning disabled veterans & their families

Dartmouth College Fund 6066 Development Office Hanover, NH 03755-3555 501(c)(3) \$10,000.00 Financial aid

Ecotrust 721 NW 9<sup>th</sup> Ave, 200 Portland, OR 97209 501(c)(3) \$510.00

Innovate, invest, and inspire in ways that create wellbeing for people and the places they live

Foundation Fighting Blindness 7168 Columbia Gateway Drive, Suite 100 Columbia, MD 21046 501(c)(3) \$25,000.00

Mission: To drive the research that will provide preventions, treatments and cures for people affected by retinitis pigmentosa, age-related macular degeneration, Usher syndrome and the entire spectrum of retinal degenerative diseases

Friends of Zenger Farm 11741 SE Foster Rd Portland, OR 97266 501(c)(3) \$250.00

We are a working urban farm that models, promotes and educated about sustainable food systems, environmental stewardship, community development and access to good food for all

Grace of Calvary Ministries
4492 Camino de la Plaza #367
San Ysidro, CA 92173
501(c)(3)
\$7,600.00
Education and feeding programs for children

Guardian Scholars PO Box 4525 Edwards, CO 81632 501(c)(3) \$10,000.00

Scholarship program for Eagle County students that come from the foster care system or other significant displacement obstacles

Hacienda CDC 6700 NE Killingsworth St. Portland, OR 97218 501(c)(3) \$50,915.00

A Latino Community Development Corporation that strengthens families by providing affordable housing, homeownership support, economic advancement and educational opportunities

Homefront 1880 Princeton Ave. Lawrenceville, NJ 08648-4518 501(c)(3) \$20,000.00

To end homelessness in Central NJ by harnessing the caring, resources and expertise of the community

Institute for Justice 901 N. Glebe Road, Suite 900 Arlington, VA 22203 501(c)(3) \$25,000.00

Litigates to limit the size and scope of government power and to ensure that all Americans have the right to control their own destinies as free and responsible members of society

Intelligence Squared US Foundation 590 Madison Ave. NY NY 10022 501(c)(3) \$5,000.00

A non-partisan, non-profit organization, Intelligence Squared U.S. addresses a fundamental problem in America: the extreme polarization of our nation and our politics. Their mission is to restore critical thinking, facts, reason, and civility to American public discourse

Isles, Inc.

10 Wood Street

Trenton, NJ 08618

501(c)(3)

\$16,500.00

Supports work that advances social, environmental, and economic fairness

Kids Heal 25 NW 23<sup>rd</sup> Place, Suite 6 Portland, OR 501(c)(3) \$20,000.00

A statewide, school-based, student-driven, parent-run, after school arts and healthcare learning laboratory

McCarter Theatre 91 University Place Princeton, NJ 08540 501(C)(3) \$50,000.00

Creating, developing and producing new work for the stage, reinvestigating classical theatrical repertoire, and bringing the best of the world's performing artists to Central NJ

Mesa Verde Gardens 85 Nielson Street Watsonville, CA 95076 501(c)(3) \$40,000.00

Work primarily with farm workers and their families to increase self-reliance and food security by co-creating community gardens where they can grow organic produce for their own tables

Navy Seal Foundation 1619 D Street Virginia Beach, VA 23455 501(c)(3) \$5,000.00

Provides immediate and ongoing support and assistance to the Naval Special Warfare community and their families

Operation Smile 3641 Faculty Boulevard Virginia Beach, VA 23453 501(c)(3) \$180,000.00

Medical charity that provides free surgeries for children & young adults in developing countries who are born with cleft palate or facial deformities

Oregon Community Food Systems Network 334 NE Hawthorne Avenue Bend, OR 97701 501(c)(3) \$10,000.00

Working to strengthening local & regional food systems to deliver better economic, social health and environmental outcomes across the state

Oregon Food Bank 7900 NE 33<sup>rd</sup> Drive Portland, OR 97200 501(c)(3) \$52,000.00

To eliminate hunger and its root causes through public policy, nutrition and garden education, and public awareness

People & Stories 295 Eggerts Crossing Road Lawrenceville, NJ 08648 501(c)(3) \$2,500.00

People and Stories believes in the power of literature to change lives. Through oral readings and seminar style discussions of literary short stories, we invite underserved participants, to new understandings of themselves, of others, and of the world

Pioneers-USA 10123 William Carey Dr Orlando, FL 32832 501(c)(3) \$18,000.00

Send missionaries to least-reached people by initiating church-planting movements in partnership with local churches

Princeton Area Community Foundation Inc 15 Princess Rd Lawrenceville, NJ 08648 501(c)(3) \$150,000.00 Promotes philanthropy and helps generous people to give effectively

Princeton Healthcare System Foundation Inc. 26 US Route 1
Princeton, NJ 08540
501(c)(3)
\$10,000.00
Healthcare for patients

Rogue Farm Corps PO Box 533 Ashland, OR 97520 501(c)(3) \$30,000.00

Our farming training programs offer hands-on experience on a diverse network of commercial family farms in Oregon. We provide real world opportunities for beginners and advanced students of agriculture

Sauvie Island Center 13901 NW Howell Park Road Portland, OR 97231 501(c)(3) \$10,000.00

Provides local children with unique experience on a working farm, helping them to make the connection between the food they eat, farming and the land

Spence-Chapin Services to Families & Children 410 East 92<sup>nd</sup> Street, New York, NY 10128 501(c)(3) \$7,500.00

Is a licensed and accredited nonprofit organization that offers quality adoption services

Spoon Foundation 135 SE Main St., Suite 201 Portland, OR 97214 501(c)(3) \$2,500.00

Building a world where children without families and those with disabilities are seen, nourished and given a chance to thrive

Sunday Friends Foundation 730 Story Road, Suite 3 San Jose, CA 95122 501(c)(3) \$30,000.00

Empowers families to break the generational cycle of poverty by fostering positive development in children while educating & guiding parents to support their children's life success

Sustainable Northwest 813 SW Alder St., Suite 500 Portland, OR 97205 501(c)(3) \$30,000.00

Restores forests, rivers, and rangelands for healthier habitat and clean air and water

The Dougy Center for Grieving Children & Families 3909 SE 52<sup>nd</sup> Avenue Portland, OR 97206 501(c)(3) \$35,000.00

Provides support in a safe place where children, and their families grieving a death can share their experience

The Samburu Project 2510 Main Street, Suite 202 Santa Monico, CA 90405 501(c)(3) \$20,000.00 Delivering access to clean water

UJA Federation of New York 130 East 59<sup>th</sup> Street, New York, NY 10022 501(c)(3) \$5,000.00

Make strategic decisions about where they can make the biggest difference and build innovative programs to change millions of lives

Vail Jazz Foundation
291 Main Street
Minturn, CO 81645
501(c)(3)
\$2,500.00
Perpetuating jazz with a focus on young musicians

VisionTrust 3710 Sinton Road Colorado Springs, CO 80907 501(c)(3) \$30,000.00

Develop orphaned & neglected children into mature Christians equipped to live in their own culture

Walking Mountains Science Center 318 Walking Mountains Lane Avon, CO 81620 501(c)(3) \$45,000.00

To awaken a sense of wonder and inspire environmental stewardship and sustainability through natural science education

Win 115 West 31<sup>st</sup> Street, 7th Floor New York, NY 10001 501(c)(3) \$15,000.00

Win's mission is to transform the lives of homeless women and their children by providing a holistic solution of safe housing, critical services and ground-breaking programs they need to succeed on their own

World Vision
PO Box 78481
Tacoma WA 98481
501(c)(3)
\$13,000.00
Sponsor a child, by addressing the problems of poverty & injustice

YouthPower365 PO Box 6550 Avon, CO 501(c)(3) \$21,750.00

Aspire to serve every child by helping raise the academic performance. An educational initiative of the Vail Valley Foundation