

Form 990-PF Department of the Treasury Internal Revenue Service

Return of Private Foundation or Section 4947(a)(1) Trust Treated as Private Foundation Do not enter social security numbers on this form as it may be made public. Go to www.irs.gov/Form990PF for instructions and the latest information.

OMB No 1545-0052 2018 Open to Public Inspection

For calendar year 2018, or tax year beginning 01-01-2018, and ending 12-31-2018

Name of foundation THE VIRGINIA AND ALFRED HARRELL FOUNDATION A Employer identification number 95-3227803 B Telephone number (see instructions) (661) 395-7256 C If exemption application is pending, check here G Check all that apply H Check type of organization I Fair market value of all assets at end of year J Accounting method

Table with 5 columns: (a) Revenue and expenses per books, (b) Net investment income, (c) Adjusted net income, (d) Disbursements for charitable purposes. Rows include Revenue (1-12), Operating and Administrative Expenses (13-26), and Summary (27-29).

<b>Part II Balance Sheets</b> 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
<b>Assets</b>	<b>1</b> Cash—non-interest-bearing . . . . .	93,569	62,689	62,689
	<b>2</b> Savings and temporary cash investments . . . . .			
	<b>3</b> Accounts receivable ▶ _____ Less allowance for doubtful accounts ▶ _____			
	<b>4</b> Pledges receivable ▶ _____ Less allowance for doubtful accounts ▶ _____			
	<b>5</b> Grants receivable . . . . .			
	<b>6</b> Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see instructions) . . . . .			
	<b>7</b> Other notes and loans receivable (attach schedule) ▶ _____ Less allowance for doubtful accounts ▶ _____			
	<b>8</b> Inventories for sale or use . . . . .			
	<b>9</b> Prepaid expenses and deferred charges . . . . .			
	<b>10a</b> Investments—U S and state government obligations (attach schedule)			
	<b>b</b> Investments—corporate stock (attach schedule) . . . . .			
	<b>c</b> Investments—corporate bonds (attach schedule) . . . . .			
	<b>11</b> Investments—land, buildings, and equipment basis ▶ _____ Less accumulated depreciation (attach schedule) ▶ _____			
	<b>12</b> Investments—mortgage loans . . . . .			
	<b>13</b> Investments—other (attach schedule) . . . . .	16,744,229	16,094,230	16,094,230
	<b>14</b> Land, buildings, and equipment basis ▶ _____ Less accumulated depreciation (attach schedule) ▶ _____			
<b>15</b> Other assets (describe ▶ _____)				
<b>16 Total assets</b> (to be completed by all filers—see the instructions Also, see page 1, item I)	16,837,798	16,156,919	16,156,919	
<b>Liabilities</b>	<b>17</b> Accounts payable and accrued expenses . . . . .			
	<b>18</b> Grants payable . . . . .			
	<b>19</b> Deferred revenue . . . . .			
	<b>20</b> Loans from officers, directors, trustees, and other disqualified persons			
	<b>21</b> Mortgages and other notes payable (attach schedule) . . . . .			
	<b>22</b> Other liabilities (describe ▶ _____)			
	<b>23 Total liabilities</b> (add lines 17 through 22) . . . . .	0	0	
<b>Net Assets or Fund Balances</b>	<b>Foundations that follow SFAS 117, check here</b> <input type="checkbox"/> <b>and complete lines 24 through 26 and lines 30 and 31.</b>			
	<b>24</b> Unrestricted . . . . .			
	<b>25</b> Temporarily restricted . . . . .			
	<b>26</b> Permanently restricted . . . . .			
	<b>Foundations that do not follow SFAS 117, check here</b> <input checked="" type="checkbox"/> <b>and complete lines 27 through 31.</b>			
	<b>27</b> Capital stock, trust principal, or current funds . . . . .	0	0	
	<b>28</b> Paid-in or capital surplus, or land, bldg, and equipment fund	0	0	
<b>29</b> Retained earnings, accumulated income, endowment, or other funds	16,837,798	16,156,919		
<b>30 Total net assets or fund balances</b> (see instructions) . . . . .	16,837,798	16,156,919		
<b>31 Total liabilities and net assets/fund balances</b> (see instructions) .	16,837,798	16,156,919		

<b>Part III Analysis of Changes in Net Assets or Fund Balances</b>			
<b>1</b> Total net assets or fund balances at beginning of year—Part II, column (a), line 30 (must agree with end-of-year figure reported on prior year's return)		<b>1</b>	16,837,798
<b>2</b> Enter amount from Part I, line 27a . . . . .		<b>2</b>	1,216,144
<b>3</b> Other increases not included in line 2 (itemize) ▶ _____		<b>3</b>	0
<b>4</b> Add lines 1, 2, and 3 . . . . .		<b>4</b>	18,053,942
<b>5</b> Decreases not included in line 2 (itemize) ▶ _____		<b>5</b>	1,897,023
<b>6</b> Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30 .		<b>6</b>	16,156,919

**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)
<b>1 a</b> BERNSTEIN SHORT TERM COVERED	P	2018-01-01	2018-12-31
<b>b</b> BERNSTEIN LONG TERM COVERED	P	2012-09-04	2018-12-31
<b>c</b> BERNSTEIN CASH IN LIEU OF FRACTIONAL SHARES	P	2012-09-04	2018-12-31
<b>d</b> CAPITAL GAINS DIVIDENDS	P		
<b>e</b>			

(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)
<b>a</b> 991,000		984,282	6,718
<b>b</b> 7,410,714		5,951,741	1,458,973
<b>c</b> 15			15
<b>d</b> 129,197			129,197
<b>e</b>			

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	
<b>a</b>			6,718
<b>b</b>			1,458,973
<b>c</b>			15
<b>d</b>			129,197
<b>e</b>			

<b>2</b> Capital gain net income or (net capital loss)	2	1,594,903
<b>3</b> Net short-term capital gain or (loss) as defined in sections 1222(5) and (6) If gain, also enter in Part I, line 8, column (c) (see instructions) If (loss), enter -0- in Part I, line 8	3	

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

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

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

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

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

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col (b) divided by col (c))
2017	772,055	16,192,306	0.047680
2016	883,258	15,126,861	0.058390
2015	941,811	13,928,705	0.067617
2014	854,263	10,789,153	0.079178
2013	594,940	9,605,751	0.061936

<b>2</b> Total of line 1, column (d)	2	0.314801
<b>3</b> Average distribution ratio for the 5-year base period—divide the total on line 2 by 5.0, or by the number of years the foundation has been in existence if less than 5 years	3	0.062960
<b>4</b> Enter the net value of noncharitable-use assets for 2018 from Part X, line 5	4	16,291,857
<b>5</b> Multiply line 4 by line 3	5	1,025,735
<b>6</b> Enter 1% of net investment income (1% of Part I, line 27b)	6	18,780
<b>7</b> Add lines 5 and 6	7	1,044,515
<b>8</b> Enter qualifying distributions from Part XII, line 4	8	667,274

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

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

Table with 11 rows for excise tax calculations. Includes questions about exempt foundations, domestic foundations, tax under section 511, and tax due. Total tax due is 37,993.

Part VII-A Statements Regarding Activities

Table with 10 rows for activity statements. Includes questions about political campaigns, political expenditures, and other activities. Columns for Yes/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.
12 Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement See instructions
13 Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address WWW VAHFOUNDATION.ORG
14 The books are in care of MICHAEL STEVENSON CPA Telephone no (661) 631-1171

Located at PO BOX 11171 BAKERSFIELD CA ZIP+4 93389

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 2018, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country? See the instructions for exceptions and filing requirements for FinCEN Form 114 If "Yes", enter the name of the foreign country

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

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

1a During the year did the foundation (either directly or indirectly)
(1) Engage in the sale or exchange, or leasing of property with a disqualified person?
(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person?
(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person?
(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person?
(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)?
(6) Agree to pay money or property to a government official?
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
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 2018?
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 2018, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2018?
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?
c If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here
3a Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year?
b If "Yes," did it have excess business holdings in 2018 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?
4a Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?
b Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2018?



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

<b>3 Five highest-paid independent contractors for professional services (see instructions). If none, enter "NONE".</b>		
(a) Name and address of each person paid more than \$50,000	(b) Type of service	(c) Compensation
NONE		
<b>Total number of others receiving over \$50,000 for professional services.</b>		<b>0</b>

**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
<b>1</b>	
<b>2</b>	
<b>3</b>	
<b>4</b>	

**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
<b>1</b>	
<b>2</b>	
All other program-related investments. See instructions.	
<b>3</b>	
<b>Total.</b> Add lines 1 through 3	<b>0</b>

**Part X Minimum Investment Return** (All domestic foundations must complete this part. Foreign foundations, see instructions.)

<b>1</b>	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes		
<b>a</b>	Average monthly fair market value of securities.	<b>1a</b>	16,433,813
<b>b</b>	Average of monthly cash balances.	<b>1b</b>	106,143
<b>c</b>	Fair market value of all other assets (see instructions).	<b>1c</b>	0
<b>d</b>	<b>Total</b> (add lines 1a, b, and c).	<b>1d</b>	16,539,956
<b>e</b>	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation).	<b>1e</b>	0
<b>2</b>	Acquisition indebtedness applicable to line 1 assets.	<b>2</b>	0
<b>3</b>	Subtract line 2 from line 1d.	<b>3</b>	16,539,956
<b>4</b>	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions).	<b>4</b>	248,099
<b>5</b>	<b>Net value of noncharitable-use assets.</b> Subtract line 4 from line 3. Enter here and on Part V, line 4.	<b>5</b>	16,291,857
<b>6</b>	<b>Minimum investment return.</b> Enter 5% of line 5.	<b>6</b>	814,593

**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.)

<b>1</b>	Minimum investment return from Part X, line 6.	<b>1</b>	814,593
<b>2a</b>	Tax on investment income for 2018 from Part VI, line 5.	<b>2a</b>	37,560
<b>b</b>	Income tax for 2018 (This does not include the tax from Part VI).	<b>2b</b>	
<b>c</b>	Add lines 2a and 2b.	<b>2c</b>	37,560
<b>3</b>	Distributable amount before adjustments. Subtract line 2c from line 1.	<b>3</b>	777,033
<b>4</b>	Recoveries of amounts treated as qualifying distributions.	<b>4</b>	0
<b>5</b>	Add lines 3 and 4.	<b>5</b>	777,033
<b>6</b>	Deduction from distributable amount (see instructions).	<b>6</b>	0
<b>7</b>	<b>Distributable amount</b> as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1.	<b>7</b>	777,033

**Part XII Qualifying Distributions** (see instructions)

<b>1</b>	Amounts paid (including administrative expenses) to accomplish charitable, etc., purposes		
<b>a</b>	Expenses, contributions, gifts, etc.—total from Part I, column (d), line 26.	<b>1a</b>	667,274
<b>b</b>	Program-related investments—total from Part IX-B.	<b>1b</b>	0
<b>2</b>	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes.	<b>2</b>	
<b>3</b>	Amounts set aside for specific charitable projects that satisfy the		
<b>a</b>	Suitability test (prior IRS approval required).	<b>3a</b>	
<b>b</b>	Cash distribution test (attach the required schedule).	<b>3b</b>	
<b>4</b>	<b>Qualifying distributions.</b> Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4.	<b>4</b>	667,274
<b>5</b>	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.	<b>5</b>	0
<b>6</b>	<b>Adjusted qualifying distributions.</b> Subtract line 5 from line 4.	<b>6</b>	667,274

**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 2017	(c) 2017	(d) 2018
<b>1</b> Distributable amount for 2018 from Part XI, line 7				777,033
<b>2</b> Undistributed income, if any, as of the end of 2018				
<b>a</b> Enter amount for 2017 only. . . . .			0	
<b>b</b> Total for prior years 20___, 20___, 20___		0		
<b>3</b> Excess distributions carryover, if any, to 2018				
<b>a</b> From 2013. . . . .	127,420			
<b>b</b> From 2014. . . . .	331,035			
<b>c</b> From 2015. . . . .	268,376			
<b>d</b> From 2016. . . . .	130,187			
<b>e</b> From 2017. . . . .				
<b>f</b> Total of lines 3a through e. . . . .	857,018			
<b>4</b> Qualifying distributions for 2018 from Part XII, line 4 ▶ \$ <u>667,274</u>				
<b>a</b> Applied to 2017, but not more than line 2a			0	
<b>b</b> Applied to undistributed income of prior years (Election required—see instructions). . . . .		0		
<b>c</b> Treated as distributions out of corpus (Election required—see instructions). . . . .	0			
<b>d</b> Applied to 2018 distributable amount. . . . .				667,274
<b>e</b> Remaining amount distributed out of corpus				0
<b>5</b> Excess distributions carryover applied to 2018 (If an amount appears in column (d), the same amount must be shown in column (a) )	109,759			109,759
<b>6</b> Enter the net total of each column as indicated below:				
<b>a</b> Corpus Add lines 3f, 4c, and 4e Subtract line 5	747,259			
<b>b</b> Prior years' undistributed income Subtract line 4b from line 2b . . . . .		0		
<b>c</b> Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed. . . . .		0		
<b>d</b> Subtract line 6c from line 6b Taxable amount—see instructions . . . . .		0		
<b>e</b> Undistributed income for 2017 Subtract line 4a from line 2a Taxable amount—see instructions . . . . .			0	
<b>f</b> Undistributed income for 2018 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2019 . . . . .				0
<b>7</b> Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (Election may be required - see instructions). . . . .	0			
<b>8</b> Excess distributions carryover from 2013 not applied on line 5 or line 7 (see instructions). . . . .	17,661			
<b>9</b> Excess distributions carryover to 2019. Subtract lines 7 and 8 from line 6a . . . . .	729,598			
<b>10</b> Analysis of line 9				
<b>a</b> Excess from 2014. . . . .	331,035			
<b>b</b> Excess from 2015. . . . .	268,376			
<b>c</b> Excess from 2016. . . . .	130,187			
<b>d</b> Excess from 2017. . . . .				
<b>e</b> Excess from 2018. . . . .				

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

**1a** If the foundation has received a ruling or determination letter that it is a private operating foundation, and the ruling is effective for 2018, enter the date of the ruling. . . . . ▶

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

	Tax year	Prior 3 years			(e) Total
	(a) 2018	(b) 2017	(c) 2016	(d) 2015	
<b>2a</b> Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed . . . . .					
<b>b</b> 85% of line 2a . . . . .					
<b>c</b> Qualifying distributions from Part XII, line 4 for each year listed . . . . .					
<b>d</b> Amounts included in line 2c not used directly for active conduct of exempt activities . . . . .					
<b>e</b> Qualifying distributions made directly for active conduct of exempt activities Subtract line 2d from line 2c . . . . .					
<b>3</b> Complete 3a, b, or c for the alternative test relied upon					
<b>a</b> "Assets" alternative test—enter					
<b>(1)</b> Value of all assets . . . . .					
<b>(2)</b> Value of assets qualifying under section 4942(j)(3)(B)(i)					
<b>b</b> "Endowment" alternative test— enter 2/3 of minimum investment return shown in Part X, line 6 for each year listed. . .					
<b>c</b> "Support" alternative test—enter					
<b>(1)</b> Total support other than gross investment income (interest, dividends, rents, payments on securities loans (section 512(a)(5)), or royalties) . . . . .					
<b>(2)</b> Support from general public and 5 or more exempt organizations as provided in section 4942(j)(3)(B)(iii). . . . .					
<b>(3)</b> Largest amount of support from an exempt organization					
<b>(4)</b> Gross investment income					

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

**1 Information Regarding Foundation Managers:**

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

**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

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

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

**a** The name, address, and telephone number or e-mail address of the person to whom applications should be addressed

TRACY COWENHOVEN  
P O BIN 440  
BAKERSFIELD, CA 93302  
(661) 395-7290  
TCOWENHOVEN@BAKERSFIELD

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

GRANT APPLICATION FORM AVAILABLE ON FOUNDATION WEBSITE SHALL PROVIDE ORGANIZATION NAME, ADDRESS, CONTACT PERSON, PURPOSE OF ORGANIZATION, PROJECT FOR WHICH FUNDS ARE SOUGHT, PROJECT NEEDS, INFORMATION RELATED TO SIMILAR PROGRAMS, FUTURE FUNDING, INFORMATION RELATING TO LASTING BENEFITS, AND INVOLVEMENT OF OTHER GROUPS REQUESTS MUST ALSO INCLUDE A BUDGET FOR THE PROJECT, OPERATIONS BUDGET FOR THE ORGANIZATION, IRS EXEMPTION LETTER, AND A LIST OF THOSE ON THE GOVERNING BOARD

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**c** Any submission deadlines

APRIL 8 AND OCTOBER 18

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

DISBURSE FUNDS SPECIFICALLY FOR EDUCATION AND THE ARTS TO ORGANIZATIONS IN KERN COUNTY THAT ARE EXEMPT FROM FEDERAL INCOME TAX UNDER THE PROVISIONS OF THE INTERNAL REVENUE CODE 501(C)(3) EXEMPTION

**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)				
<b>a</b> <i>Paid during the year</i> See Additional Data Table				
<b>Total . . . . .</b> ▶ <b>3a</b>				
<b>b</b> <i>Approved for future payment</i>				
<b>Total . . . . .</b> ▶ <b>3b</b>				





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

<b>(a)</b> Name and address	Title, and average hours per week <b>(b)</b> devoted to position	<b>(c)</b> Compensation (If not paid, enter -0-)	<b>(d)</b> Contributions to employee benefit plans and deferred compensation	Expense account, <b>(e)</b> other allowances
VIRGINIA COWENHOVEN PO BOX 11171 BAKERSFIELD, CA 93389	BOARD MEMBER 0 50	0	0	0
VIRGINIA MOORHOUSE PO BOX 11171 BAKERSFIELD, CA 93389	PRESIDENT 10 00	0	0	0
TRACEY COWENHOVEN PO BOX 11171 BAKERSFIELD, CA 93389	VICE PRESIDENT 30 00	68,356	271	0
CYNTHIA ICARDO PO BOX 11171 BAKERSFIELD, CA 93389	BOARD MEMBER 0 50	0	0	0
SHERYL BARBICH PO BOX 11171 BAKERSFIELD, CA 93389	BOARD MEMBER 0 50	0	0	0
JOHN MOORHOUSE PO BOX 11171 BAKERSFIELD, CA 93389	SECRETARY/TREASURER 0 50	0	0	0
PETER COWENHOVEN PO BOX 11171 BAKERSFIELD, CA 93389	BOARD MEMBER 0 50	0	0	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)				
<b>a</b> <i>Paid during the year</i>				
BOYS & GIRLS CLUBS OF KERN COUNTY 801 NILES STREET BAKERSFIELD, CA 93385	NONE	EXEMPT ORG	PROGRAM SERVICE SUPPORT	20,000
FRIENDS OF THE KERN COUNTY ANIMAL SHELTERS PO BOX 11494 BAKERSFIELD, CA 93389	NONE	EXEMPT ORG	PROGRAM SERVICE SUPPORT	9,000
HAVE A HEART HUMANE SOCIETY 1121 W VALLEY BLVD STE A TEHACHAPI, CA 93561	NONE	EXEMPT ORG	PROGRAM SERVICE SUPPORT	3,445
<b>Total . . . . .</b>				<b>594,551</b>

▶ **3a**

**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)				
<b>a</b> <i>Paid during the year</i>				
HELPING ANIMALS LIVE TOMORROW RESCUE 2600 19TH STREET BAKERSFIELD, CA 93301	NONE	EXEMPT ORG	PROGRAM SERVICE SUPPORT	5,000
KERN COUNTY CHAPTER OF CALIFORNIA PO BOX 81772 BAKERSFIELD, CA 93308	NONE	EXEMPT ORG	PROGRAM SERVICE SUPPORT	12,000
KERN COUNTY MUSEUM FOUNDATION 3801 CHESTER AVE BAKERSFIELD, CA 93301	NONE	EXEMPT ORG	PROGRAM SERVICE SUPPORT	75,659
<b>Total . . . . . ▶ 3a</b>				594,551



**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)				
<b>a</b> <i>Paid during the year</i>				
KERN DANCE ALLIANCE PO BOX 12407 BAKERSFIELD, CA 93389	NONE	EXEMPT ORG	PROGRAM SERVICE SUPPORT	5,000
KERN LITERACY COUNCIL 331 18TH STREET BAKERSFIELD, CA 93301	NONE	EXEMPT ORG	PROGRAM SERVICE SUPPORT	18,000
PET MATCH MAKER CALIFORNIA 16612 PALM AVE BAKERSFIELD, CA 93314	NONE	EXEMPT ORG	PROGRAM SERVICES SUPPORT	22,200
<b>Total . . . . .</b>				594,551

**▶ 3a**

**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)				
<b>a</b> <i>Paid during the year</i>				
SOX RESCUE 3917 STOCKDALE HIGHWAY BAKERSFIELD, CA 93309	NONE	EXEMPT ORG	PROGRAM SERVICE SUPPORT	10,000
WHISKERS PAWS HOOVES & CLAWS ANIMAL ADVOCACY 20038 DENNISON RD TEHACHAPI, CA 93561	NONE	EXEMPT ORG	PROGRAM SERVICE SUPPORT	9,000
TREE FOUNDATION OF KERN PO BOX 2871 BAKERSFIELD, CA 93303	NONE	EXEMPT ORG	PROGRAM SERVICES SUPPORT	5,000
<b>Total . . . . .</b>				<b>594,551</b>

▶ **3a**

**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
<b>a</b> <i>Paid during the year</i>				
ALLIANCE AGAINST FAMILY VIOLENCE & SEXUAL ASSAULT 1921 19TH STREET BAKERSFIELD, CA 93301	NONE	EXEMPT ORG	PROGRAM SERVICES SUPPORT	7,433
BAKERSFIELD ARC 2240 S UNION AVE BAKERSFIELD, CA 93307	NONE	EXEMPT ORG	PROGRAM SERVICE SUPPORT	20,000
BAKERSFIELD COLLEGE FOUNDATION 1801 PANORAMA DRIVE BAKERSFIELD, CA 93305	NONE	EXEMPT ORG	PROGRAM SERVICE SUPPORT	24,340
<b>Total . . . . .</b>				<b>594,551</b>

▶ **3a**

**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)				
<b>a</b> <i>Paid during the year</i>				
BAKERSFIELD COMMUNITY THEATRE PO BOX 1283 BAKERSFIELD, CA 93302	NONE	EXEMPT ORG	PROGRAM SERVICE SUPPORT	19,500
BAKERSFIELD RONALD MCDONALD HOUSE 420 34TH STREET BAKERSFIELD, CA 93301	NONE	EXEMPT ORG	PROGRAM SERVICE SUPPORT	25,000
BAKERSFIELD SYMPHONY ORCHESTRA 1328 34TH STREET SUITE A BAKERSFIELD, CA 93301	NONE	EXEMPT ORG	PROGRAM SERVICE SUPPORT	20,000
<b>Total . . . . .</b> ▶ <b>3a</b>				594,551

**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)				
<b>a</b> <i>Paid during the year</i>				
BOXER MUTTS AND WIGGLE BUTTS 12113 FLAT IRON CT BAKERSFIELD, CA 93312	NONE	EXEMPT ORG	PROGRAM SERVICE SUPPORT	9,000
BUENA VISTA MUSEUM OF NATURAL HISTORY & SCIENCE 2018 CHESTER AVE BAKERSFIELD, CA 93301	NONE	EXEMPT ORG	PROGRAM SERVICE SUPPORT	55,000
DRESS FOR SUCCESS BAKERSFIELD 1416 17TH STREET BAKERSFIELD, CA 93311	NONE	EXEMPT ORG	PROGRAM SERVICE SUPPORT	8,000
<b>Total . . . . .</b> ▶ <b>3a</b>				594,551

**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
<b>a</b> <i>Paid during the year</i>				
FRIENDS OF KERN COUNTY LIBRARIES 1400 BAKER STREET BAKERSFIELD, CA 93305	NONE	EXEMPT ORG	PROGRAM SERVICE SUPPORT	20,000
HEARTS CONNECTION 200 S MONTCLAIR STREET SUITE A BAKERSFIELD, CA 93309	NONE	EXEMPT ORG	PROGRAM SERVICES SUPPORT	13,360
JJ'S LEGACY 5330 OFFICE CENTER COURT SUITE 39 BAKERSFIELD, CA 93309	NONE	EXEMPT ORG	PROGRAM SERVICE SUPPORT	12,500
<b>Total . . . . .</b> ▶ <b>3a</b>				594,551

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

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Name and address (home or business)				
<b>a</b> <i>Paid during the year</i>				
JUNIOR ACHIEVEMENT OF BAKERSFIELD 2020 K STREET BAKERSFIELD, CA 93301	NONE	EXEMPT ORG	PROGRAM SERVICES SUPPORT	10,000
KAWAIISU LANGUAGE & CULTURAL CENTER 18100 CHURCHILL STREET TEHACHAPI, CA 93561	NONE	EXEMPT ORG	PROGRAM SERVICES SUPPORT	5,000
KERN COUNTY HISTORICAL SOCIETY PO BOX 141 BAKERSFIELD, CA 93302	NONE	EXEMPT ORG	PROGRAM SERVICE SUPPORT	13,400
<b>Total . . . . . ▶ 3a</b>				594,551

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

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Name and address (home or business)				
<b>a</b> <i>Paid during the year</i>				
KERN AUDUBON SOCIETY 11814 KETTERING DR BAKERSFIELD, CA 93302	NONE	EXEMPT ORG	PROGRAM SERVICE SUPPORT	1,500
KERN PARTNERSHIP FOR CHILDREN AND FAMILIES 100 E CALIFORNIA AVE BAKERSFIELD, CA 93307	NONE	EXEMPT ORG	PROGRAM SERVICE SUPPORT	10,000
READING IS FUNDAMENTAL OF SOUTHERN CA 7250 BANDINI BLVD SUITE 209 LOS ANGELES, CA 90040	NONE	EXEMPT ORG	PROGRAM SERVICE SUPPORT	9,114
<b>Total . . . . .</b> ▶ <b>3a</b>				594,551



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

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<b>a</b> <i>Paid during the year</i>				
RIDGE ROUTE COMMUNITIES MUSEUM & HISTORIC 3515 PARK DRIVE FRAZIER PARK, CA 93225	NONE	EXEMPT ORG	PROGRAM SERVICE SUPPORT	5,000
SAN JOAQUIN COMMUNITY HOSPITAL 2615 CHESTER AVE BAKERSFIELD, CA 93301	NONE	EXEMPT ORG	PROGRAM SERVICE SUPPORT	15,000
TEEN SUCCESS INC508 VALLEY WAY MILPITAS, CA 95136	NONE	EXEMPT ORG	PROGRAM SERVICE SUPPORT	10,000
<b>Total . . . . .</b>				594,551



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**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
<b>a</b> <i>Paid during the year</i>				
TEHACHAPI HERITAGE LEAGUE PO BOX 54 TEHACHAPI, CA 93581	NONE	EXEMPT ORG	PROGRAM SERVICES SUPPORT	16,625
TEJON RANCH CONSERVANCY PO BOX 216 FRAZIER PARK, CA 93225	NONE	EXEMPT ORG	PROGRAM SERVICES SUPPORT	20,000
THE ARTS COUNCIL OF KERN 1330 TRUXTUN AVE SUITE B BAKERSFIELD, CA 93301	NONE	EXEMPT ORG	PROGRAM SERVICE SUPPORT	7,000
<b>Total . . . . .</b> ▶ <b>3a</b>				594,551

**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
<b>a</b> <i>Paid during the year</i>				
WEILL CHILD GUIDANCE FOUNDATION 3628 STOCKDALE HWY BAKERSFIELD, CA 93309	NONE	EXEMPT ORG	PROGRAM SERVICES SUPPORT	15,000
YOUTH CONNECTION2205 RIDGE RD BAKERSFIELD, CA 93385	NONE	EXEMPT ORG	PROGRAM SERVICE SUPPORT	10,300
CHILD GUIDANCE GUILD OF BAKERSFIELD INC 1905 18TH STREET BAKERSFIELD, CA 93301	NONE	EXEMPT ORG	PROGRAM SERVICE SUPPORT	18,175
<b>Total . . . . .</b>				<b>594,551</b>

▶ **3a**

**TY 2018 Accounting Fees Schedule**

**Name:** THE VIRGINIA AND ALFRED HARRELL  
FOUNDATION

**EIN:** 95-3227803

<b>Category</b>	<b>Amount</b>	<b>Net Investment Income</b>	<b>Adjusted Net Income</b>	<b>Disbursements for Charitable Purposes</b>
ACCOUNTING FEES	13,520	13,520		0

**TY 2018 Investments - Other Schedule**

**Name:** THE VIRGINIA AND ALFRED HARRELL  
FOUNDATION

**EIN:** 95-3227803

**Investments Other Schedule 2**

<b>Category/ Item</b>	<b>Listed at Cost or FMV</b>	<b>Book Value</b>	<b>End of Year Fair Market Value</b>
SANFORD BERNSTEIN SECURITIES	AT COST	16,094,230	16,094,230

**TY 2018 Other Decreases Schedule**

**Name:** THE VIRGINIA AND ALFRED HARRELL  
FOUNDATION

**EIN:** 95-3227803

<b>Description</b>	<b>Amount</b>
2018 UNREALIZED GAIN/LOSS	1,897,023

**TY 2018 Other Expenses Schedule**

**Name:** THE VIRGINIA AND ALFRED HARRELL  
FOUNDATION

**EIN:** 95-3227803

**Other Expenses Schedule**

Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
OFFICE SUPPLIES	1,219	0		1,219
WEBSITE MAINTENANCE & SOFTWARE LICENSES	350	0		350
BANK FEES	928	0		928
INSURANCE	750	0		750
ADVERTISING	750	0		750

**TY 2018 Other Professional Fees Schedule**

**Name:** THE VIRGINIA AND ALFRED HARRELL  
FOUNDATION

**EIN:** 95-3227803

<b>Category</b>	<b>Amount</b>	<b>Net Investment Income</b>	<b>Adjusted Net Income</b>	<b>Disbursements for Charitable Purposes</b>
MANAGEMENT FEES	35,774	35,774		0



**TY 2018 Taxes Schedule**

**Name:** THE VIRGINIA AND ALFRED HARRELL  
FOUNDATION

**EIN:** 95-3227803

<b>Category</b>	<b>Amount</b>	<b>Net Investment Income</b>	<b>Adjusted Net Income</b>	<b>Disbursements for Charitable Purposes</b>
TAXES & FILING FEES	85	85		0
PAYROLL TAXES	99	0		99
FOREIGN TAXES	3,910	3,910		0