

Return of Private Foundation

Department of the Treasury
Internal Revenue Service

or Section 4947(a)(1) Trust Treated as Private Foundation
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Go to www.irs.gov/Form990PF for instructions and the latest information.

2022

Open to Public Inspection

For calendar year **2022** or tax year beginning **12/01/2022** and ending **11/30/2023**

Name of foundation **WOODWARD FUND U/A FSW BANK OF AMERICA, NA TRUSTEE** **A Employer identification number**
16-6064221

Number and street (or P.O. box number if mail is not delivered to street address) Room/suite **B Telephone number (see instructions)**
PO BOX 653067 **888-866-3275**

City or town, state or province, country, and ZIP or foreign postal code **C If exemption application is pending, check here**
DALLAS, TX 75265-3067

G Check all that apply: Initial return Initial return of a former public charity **D 1. Foreign organizations, check here**
 Final return Amended return **2. Foreign organizations meeting the 85% test, check here and attach computation**
 Address change Name change

H Check type of organization: Section 501(c)(3) exempt private foundation **E If private foundation status was terminated under section 507(b)(1)(A), check here**
 Section 4947(a)(1) nonexempt charitable trust Other taxable private foundation

I Fair market value of all assets at end of year (from Part II, col. (c), line 16) \$ 5,219,922. **J Accounting method:** Cash Accrual **F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here**
 Other (specify) _____ (Part I, column (d), must be on cash basis.)

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

	(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
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	(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
1 Contributions, gifts, grants, etc., received (attach schedule)				
2 Check <input checked="" type="checkbox"/> if the foundation is not required to attach Sch. B.				
3 Interest on savings and temporary cash investments				
4 Dividends and interest from securities	148,538.	146,822.		STMT 1
5a Gross rents				
b Net rental income or (loss)				
6a Net gain or (loss) from sale of assets not on line 10	96,905.			
b Gross sales price for all assets on line 6a	462,456.			
7 Capital gain net income (from Part IV, line 2)		96,905.		
8 Net short-term capital gain				
9 Income modifications				
10a Gross sales less returns and allowances				
b Less: Cost of goods sold				
c Gross profit or (loss) (attach schedule)				
11 Other income (attach schedule)				
12 Total. Add lines 1 through 11	245,443.	243,727.		

13 Compensation of officers, directors, trustees, etc.	4,972.	2,983.		1,989.
14 Other employee salaries and wages		NONE	NONE	
15 Pension plans, employee benefits		NONE	NONE	
16a Legal fees (attach schedule)				
b Accounting fees (attach schedule)				
c Other professional fees (attach schedule)				
17 Interest				
18 Taxes (attach schedule) (see instructions)	5,355.	911.		
19 Depreciation (attach schedule) and depletion				
20 Occupancy				
21 Travel, conferences, and meetings		NONE	NONE	
22 Printing and publications		NONE	NONE	
23 Other expenses (attach schedule)				
24 Total operating and administrative expenses. Add lines 13 through 23.	10,327.	3,894.	NONE	1,989.
25 Contributions, gifts, grants paid	273,000.			273,000.
26 Total expenses and disbursements. Add lines 24 and 25	283,327.	3,894.	NONE	274,989.
27 Subtract line 26 from line 12:				
a Excess of revenue over expenses and disbursements	-37,884.			
b Net investment income (if negative, enter -0-)		239,833.		
c Adjusted net income (if negative, enter -0-)			NONE	

Part II Balance Sheets		Attached schedules and amounts in the description column should be for end-of-year amounts only. (See instructions.)	Beginning of year	End of year	
			(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1	Cash - non-interest-bearing			
	2	Savings and temporary cash investments	111,585.	111,785.	111,785.
	3	Accounts receivable _____ Less: allowance for doubtful accounts _____			
	4	Pledges receivable _____ Less: allowance for doubtful accounts _____			
	5	Grants receivable			
	6	Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see instructions)			
	7	Other notes and loans receivable (attach schedule) _____ Less: allowance for doubtful accounts _____ NONE			
	8	Inventories for sale or use			
	9	Prepaid expenses and deferred charges			
	10a	Investments - U.S. and state government obligations (attach schedule)			
	b	Investments - corporate stock (attach schedule) STMT 3.	3,060,148.	3,021,246.	5,108,137.
	c	Investments - corporate bonds (attach schedule)			
	11	Investments - land, buildings, and equipment: basis _____ Less: accumulated depreciation (attach schedule) _____			
	12	Investments - mortgage loans			
	13	Investments - other (attach schedule)			
	14	Land, buildings, and equipment: basis _____ Less: accumulated depreciation (attach schedule) _____			
15	Other assets (describe _____)				
16	Total assets (to be completed by all filers - see the instructions. Also, see page 1, item I)	3,171,733.	3,133,031.	5,219,922.	
Liabilities	17	Accounts payable and accrued expenses			
	18	Grants payable			
	19	Deferred revenue			
	20	Loans from officers, directors, trustees, and other disqualified persons			
	21	Mortgages and other notes payable (attach schedule)			
	22	Other liabilities (describe _____)			
23	Total liabilities (add lines 17 through 22)		NONE		
Net Assets or Fund Balances	Foundations that follow FASB ASC 958, check here and complete lines 24, 25, 29, and 30. <input type="checkbox"/>				
	24	Net assets without donor restrictions			
	25	Net assets with donor restrictions Foundations that do not follow FASB ASC 958, check here and complete lines 26 through 30. <input checked="" type="checkbox"/>			
	26	Capital stock, trust principal, or current funds	3,171,733.	3,133,031.	
	27	Paid-in or capital surplus, or land, bldg., and equipment fund			
	28	Retained earnings, accumulated income, endowment, or other funds			
	29	Total net assets or fund balances (see instructions)	3,171,733.	3,133,031.	
30	Total liabilities and net assets/fund balances (see instructions)	3,171,733.	3,133,031.		

Part III Analysis of Changes in Net Assets or Fund Balances		
1	Total net assets or fund balances at beginning of year - Part II, column (a), line 29 (must agree with end-of-year figure reported on prior year's return)	1 3,171,733.
2	Enter amount from Part I, line 27a	2 -37,884.
3	Other increases not included in line 2 (itemize) <u>ROUNDING ADJ</u>	3 52.
4	Add lines 1, 2, and 3	4 3,133,901.
5	Decreases not included in line 2 (itemize) <u>SEE STATEMENT 6</u>	5 870.
6	Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 29	6 3,133,031.

Part IV Capital Gains and Losses for Tax on Investment Income

(a) List and describe the kind(s) of property sold (for example, real estate, 2-story brick warehouse; or common stock, 200 shs. MLC Co.)			(b) How acquired P - Purchase D - Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
1 a PUBLICLY TRADED SECURITIES					
b					
c					
d					
e					
(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) ((e) plus (f) minus (g))		
a 462,456.		365,551.	96,905.		
b					
c					
d					
e					
Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69.			(l) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col. (h))		
(i) FMV as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any			
a			96,905.		
b					
c					
d					
e					
2 Capital gain net income or (net capital loss)	{ If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7 }		2	96,905.	
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6): If gain, also enter in Part I, line 8, column (c). See instructions. If (loss), enter -0- in Part I, line 8			3		

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

1a Exempt operating foundations described in section 4940(d)(2), check here <input type="checkbox"/> and enter "N/A" on line 1. Date of ruling or determination letter: _____ (attach copy of letter if necessary - see instructions)	1	3,334.
b All other domestic foundations enter 1.39% (0.0139) of line 27b. Exempt foreign organizations, enter 4% (0.04) of Part I, line 12, col. (b)		
2 Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only; others, enter -0-)	2	NONE
3 Add lines 1 and 2	3	3,334.
4 Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only; others, enter -0-)	4	NONE
5 Tax based on investment income. Subtract line 4 from line 3. If zero or less, enter -0-	5	3,334.
6 Credits/Payments:		
a 2022 estimated tax payments and 2021 overpayment credited to 2022	6a	5,266.
b Exempt foreign organizations - tax withheld at source	6b	NONE
c Tax paid with application for extension of time to file (Form 8868)	6c	NONE
d Backup withholding erroneously withheld	6d	
7 Total credits and payments. Add lines 6a through 6d	7	5,266.
8 Enter any penalty for underpayment of estimated tax. Check here <input type="checkbox"/> if Form 2220 is attached	8	
9 Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed	9	
10 Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10	1,932.
11 Enter the amount of line 10 to be: Credited to 2023 estimated tax 1,932. Refunded	11	

Part VI-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 intervene in any political campaign? ... 1b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes? ... 1c Did the foundation file Form 1120-POL for this year? ... 2 Has the foundation engaged in any activities that have not previously been reported to the IRS? ... 3 Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? ... 4a Did the foundation have unrelated business gross income of \$1,000 or more during the year? ... 4b If "Yes," has it filed a tax return on Form 990-T for this year? ... 5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? ... 6 Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either: ... 7 Did the foundation have at least \$5,000 in assets at any time during the year? ... 8a Enter the states to which the foundation reports or with which it is registered. See instructions. ME ... 8b 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? ... 9 Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2022 or the tax year beginning in 2022? ... 10 Did any persons become substantial contributors during the tax year? ... 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)? ... 12 Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? ... 13 Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address N/A ... 14 The books are in care of BANK OF AMERICA, N.A. Telephone no. (888) 866-3275 Located at P.O. BOX 653067, DALLAS, TX ZIP+4 75265-3067 ... 15 Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 - check here ... 16 At any time during calendar year 2022, 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? ...

Part VI-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.

Table with columns: Question, Yes, No. Rows include: 1a During the year, did the foundation... 1a(1) Engage in the sale or exchange... 1a(2) Borrow money from... 1a(3) Furnish goods, services... 1a(4) Pay compensation... 1a(5) Transfer any income... 1a(6) Agree to pay money... 1b If any answer is "Yes" to 1a(1)-(6)... 1c Organizations relying on a current notice... 1d Did the foundation engage... 2 Taxes on failure to distribute income... 2a At the end of tax year 2022... 2b Are there any years listed... 3a Did the foundation hold more than a 2%... 3b If "Yes," did it have excess business... 4a Did the foundation invest... 4b Did the foundation make any investment...

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

	Yes	No
5a During the year, did the foundation pay or incur any amount to:		
(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))?		X
(2) Influence the outcome of any specific public election (see section 4955); or to carry on, directly or indirectly, any voter registration drive?		X
(3) Provide a grant to an individual for travel, study, or other similar purposes?		X
(4) Provide a grant to an organization other than a charitable, etc., organization described in section 4945(d)(4)(A)? See instructions.		X
(5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals?		X
b If any answer is "Yes" to 5a(1)-(5), did any of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance? See instructions.		
c Organizations relying on a current notice regarding disaster assistance, check here <input type="checkbox"/>		
d If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant? If "Yes," attach the statement required by Regulations section 53.4945-5(d).		
6a Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract?		X
b Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract? If "Yes" to 6b, file Form 8870.		X
7a At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction?		X
b If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction?		
8 Is the foundation subject to the section 4960 tax on payment(s) of more than \$1,000,000 in remuneration or excess parachute payment(s) during the year?		X

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

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

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (if not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
BANK OF AMERICA P.O. BOX 653067, DALLAS, TX 75265-3067	TRUSTEE 1	4,972.	-0-	-0-

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

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

Total number of other employees paid over \$50,000 NONE

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

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

(a) Name and address of each person paid more than \$50,000	(b) Type of service	(c) Compensation
NONE		NONE

Total number of others receiving over \$50,000 for professional services NONE

Part VIII-A Summary of Direct Charitable Activities

List the foundation's four largest direct charitable activities during the tax year. Include relevant statistical information such as the number of organizations and other beneficiaries served, conferences convened, research papers produced, etc.

	Expenses
1 NONE	
2	
3	
4	

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

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2.

	Amount
1 NONE	
2	
All other program-related investments. See instructions. 3 NONE	
Total. Add lines 1 through 3	

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

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes:		
a	Average monthly fair market value of securities	1a	4,964,935.
b	Average of monthly cash balances	1b	123,692.
c	Fair market value of all other assets (see instructions).	1c	NONE
d	Total (add lines 1a, b, and c)	1d	5,088,627.
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	1e	
2	Acquisition indebtedness applicable to line 1 assets	2	NONE
3	Subtract line 2 from line 1d	3	5,088,627.
4	Cash deemed held for charitable activities. Enter 1.5% (0.015) of line 3 (for greater amount, see instructions)	4	76,329.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3	5	5,012,298.
6	Minimum investment return. Enter 5% (0.05) of line 5.	6	250,615.

Part X Distributable Amount (see instructions) (Section 4942(j)(3) and (j)(5) private operating foundations and certain foreign organizations, check here and do not complete this part.)

1	Minimum investment return from Part IX, line 6.	1	250,615.
2a	Tax on investment income for 2022 from Part V, line 5.	2a	3,334.
b	Income tax for 2022. (This does not include the tax from Part V.)	2b	
c	Add lines 2a and 2b.	2c	3,334.
3	Distributable amount before adjustments. Subtract line 2c from line 1.	3	247,281.
4	Recoveries of amounts treated as qualifying distributions	4	NONE
5	Add lines 3 and 4	5	247,281.
6	Deduction from distributable amount (see instructions).	6	NONE
7	Distributable amount as adjusted. Subtract line 6 from line 5. Enter here and on Part XII, line 1	7	247,281.

Part XI Qualifying Distributions (see instructions)

1	Amounts paid (including administrative expenses) to accomplish charitable, etc., purposes:		
a	Expenses, contributions, gifts, etc. - total from Part I, column (d), line 26	1a	274,989.
b	Program-related investments - total from Part VIII-B	1b	
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	2	NONE
3	Amounts set aside for specific charitable projects that satisfy the:		
a	Suitability test (prior IRS approval required)	3a	NONE
b	Cash distribution test (attach the required schedule)	3b	NONE
4	Qualifying distributions. Add lines 1a through 3b. Enter here and on Part XII, line 4	4	274,989.

Part XII Undistributed Income (see instructions)

	(a) Corpus	(b) Years prior to 2021	(c) 2021	(d) 2022
1 Distributable amount for 2022 from Part X, line 7				247,281.
2 Undistributed income, if any, as of the end of 2022:				
a Enter amount for 2021 only.			121,040.	
b Total for prior years: 20____,20____,20____		NONE		
3 Excess distributions carryover, if any, to 2022:				
a From 2017	NONE			
b From 2018	NONE			
c From 2019	NONE			
d From 2020	NONE			
e From 2021	NONE			
f Total of lines 3a through e	NONE			
4 Qualifying distributions for 2022 from Part XI, line 4: \$ <u>274,989.</u>				
a Applied to 2021, but not more than line 2a . . .			121,040.	
b Applied to undistributed income of prior years (Election required - see instructions)		NONE		
c Treated as distributions out of corpus (Election required - see instructions)	NONE			
d Applied to 2022 distributable amount				153,949.
e Remaining amount distributed out of corpus . . .	NONE			
5 Excess distributions carryover applied to 2022 (If an amount appears in column (d), the same amount must be shown in column (a).)	NONE			NONE
6 Enter the net total of each column as indicated below:				
a Corpus. Add lines 3f, 4c, and 4e. Subtract line 5	NONE			
b Prior years' undistributed income. Subtract line 4b from line 2b		NONE		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed		NONE		
d Subtract line 6c from line 6b. Taxable amount - see instructions		NONE		
e Undistributed income for 2021. Subtract line 4a from line 2a. Taxable amount - see instructions				
f Undistributed income for 2022. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2023.				93,332.
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (Election may be required - see instructions)	NONE			
8 Excess distributions carryover from 2017 not applied on line 5 or line 7 (see instructions) . . .	NONE			
9 Excess distributions carryover to 2023. Subtract lines 7 and 8 from line 6a	NONE			
10 Analysis of line 9:				
a Excess from 2018 . . .	NONE			
b Excess from 2019 . . .	NONE			
c Excess from 2020 . . .	NONE			
d Excess from 2021 . . .	NONE			
e Excess from 2022 . . .	NONE			

Part XIII Private Operating Foundations (see instructions and Part VI-A, question 9) NOT APPLICABLE

1a If the foundation has received a ruling or determination letter that it is a private operating foundation, and the ruling is effective for 2022, enter the date of the ruling
b Check box to indicate whether the foundation is a private operating foundation described in section 4942(j)(3) or 4942(j)(5)
2a Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part IX for each year listed
b 85% (0.85) of line 2a . . .
c Qualifying distributions from Part XI, line 4, for each year listed .
d Amounts included in line 2c not used directly for active conduct of exempt activities
e Qualifying distributions made directly for active conduct of exempt activities. Subtract line 2d from line 2c
3 Complete 3a, b, or c for the alternative test relied upon: . .
a "Assets" alternative test - enter:
(1) Value of all assets . . .
(2) Value of assets qualifying under section 4942(j)(3)(B)(i)
b "Endowment" alternative test - enter 2/3 of minimum investment return shown in Part IX, line 6, for each year listed. . .
c "Support" alternative test - enter:
(1) Total support other than gross investment income (interest, dividends, rents, payments on securities loans (section 512(a)(5)), or royalties)
(2) Support from general public and 5 or more exempt organizations as provided in section 4942(j)(3)(B)(iii)
(3) Largest amount of support from an exempt organization
(4) Gross investment income .

Part XIV 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).)
N/A
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.
N/A
2 Information Regarding Contribution, Grant, Gift, Loan, Scholarship, etc., Programs:
Check here [] if the foundation only makes contributions to preselected charitable organizations and does not accept unsolicited requests for funds. If the foundation makes gifts, grants, etc., to individuals or organizations under other conditions, complete items 2a, b, c, and d. See instructions.
a The name, address, and telephone number or email address of the person to whom applications should be addressed:
SEE STATEMENT 7
b The form in which applications should be submitted and information and materials they should include:
SEE ATTACHED STATEMENT FOR LINE 2
c Any submission deadlines:
SEE ATTACHED STATEMENT FOR LINE 2
d Any restrictions or limitations on awards, such as by geographical areas, charitable fields, kinds of institutions, or other factors:
SEE ATTACHED STATEMENT FOR LINE 2

Part XIV Supplementary Information *(continued)*

3 Grants and Contributions Paid During the Year or Approved for Future Payment

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
<p>a <i>Paid during the year</i></p> <p>SEE STATEMENT 17</p>				<p>273,000.</p>
Total				3a 273,000.
<p>b <i>Approved for future payment</i></p>				
Total				3b

Part XV-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated.

Table with 5 main columns: (a) Business code, (b) Amount, (c) Exclusion code, (d) Amount, (e) Related or exempt function income. Rows include: 1 Program service revenue (a-g), 2 Membership dues and assessments, 3 Interest on savings and temporary cash investments, 4 Dividends and interest from securities, 5 Net rental income or (loss) from real estate (a-b), 6 Net rental income or (loss) from personal property, 7 Other investment income, 8 Gain or (loss) from sales of assets other than inventory, 9 Net income or (loss) from special events, 10 Gross profit or (loss) from sales of inventory, 11 Other revenue (a-e), 12 Subtotal, 13 Total.

Part XV-B Relationship of Activities to the Accomplishment of Exempt Purposes

Table with 2 columns: Line No., Explain below how each activity for which income is reported in column (e) of Part XV-A contributed importantly to the accomplishment of the foundation's exempt purposes (other than by providing funds for such purposes). (See instructions.)

NOT APPLICABLE

FORM 990PF, PART I - DIVIDENDS AND INTEREST FROM SECURITIES

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DESCRIPTION -----	REVENUE AND EXPENSES PER BOOKS -----	NET INVESTMENT INCOME -----
USGI REPORTED AS NONQUALIFIED DIVIDENDS	5,800.	5,800.
FOREIGN DIVIDENDS	7,561.	7,561.
NONDIVIDEND DISTRIBUTIONS	1,716.	
DOMESTIC DIVIDENDS	56,969.	56,969.
OTHER INTEREST	71.	71.
US GOVERNMENT INTEREST REPORTED AS QUALI	5.	5.
NONQUALIFIED FOREIGN DIVIDENDS	2,533.	2,533.
NONQUALIFIED DOMESTIC DIVIDENDS	65,422.	65,422.
SECTION 199A DIVIDENDS	8,461.	8,461.
	-----	-----
TOTAL	148,538.	146,822.
	=====	=====

FORM 990PF, PART I - TAXES
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DESCRIPTION -----	REVENUE AND EXPENSES PER BOOKS -----	NET INVESTMENT INCOME -----
FOREIGN TAXES	131.	131.
EXCISE TAX ESTIMATES	4,444.	
FOREIGN TAXES ON QUALIFIED FOR	494.	494.
FOREIGN TAXES ON NONQUALIFIED	286.	286.
TOTALS	----- 5,355. =====	----- 911. =====

FORM 990PF, PART II - CORPORATE STOCK

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DESCRIPTION -----	BEGINNING BOOK VALUE -----	ENDING BOOK VALUE -----	ENDING FMV ---
78464A607 SPDR DJ WILSHRE REIT	88,408.	88,408.	109,650.
78464A888 SPDR S P HOMEBUILDER	35,084.	32,745.	116,130.
922042858 VANGUARD FTSE EMERGI	19,552.	19,552.	20,315.
20825C104 CONOCOPHILLIPS	20,529.	20,529.	107,942.
30231G102 EXXON MOBIL CORP	4,657.	4,657.	82,192.
718546104 PHILLIPS 66 SHS	6,101.	6,101.	60,192.
922908637 VANGUARD LARGE-CAP E	67,758.	60,262.	146,741.
58463J304 MEDICAL PPTYS TR INC	31,326.		
866674104 SUN COMMNTYS INC REI	22,721.	22,080.	90,538.
464287465 ISHARES MSCI EAFE	56,694.	56,694.	65,178.
922042718 VANGUARD INTL EQUITY	18,018.	18,018.	22,090.
97717X701 WISDOMTREE EUROPE HE	28,529.	28,529.	41,430.
097023105 BOEING COMPANY	40,664.	40,664.	69,489.
742718109 PROCTER & GAMBLE CO	18,482.	18,482.	39,148.
89417E109 TRAVELERS COS INC	16,114.	16,114.	31,609.
97717W315 WISDOMTREE EMERGING	28,732.	38,329.	38,980.
855244109 STARBUCKS CORP	18,683.	18,683.	39,720.
46625H100 JPMORGAN CHASE & CO	17,708.	17,708.	46,824.
78463V107 SPDR GOLD TRUST	46,722.	73,678.	94,375.
126650100 CVS HEALTH CORP	19,305.	33,082.	33,975.
478160104 JOHNSON AND JOHNSON	12,754.	9,693.	14,693.
879369106 TELEFLEX INC	20,146.	20,146.	33,854.
744320102 PRUDENTIAL FINANCIAL	31,820.	31,820.	48,890.
037833100 APPLE INC	18,553.	18,553.	151,960.
17275R102 CISCO SYSTEMS INC	27,394.	27,394.	48,380.
594918104 MICROSOFT CORP	20,481.	20,481.	151,564.
258620103 DOUBLELINE TOTAL RET	250,000.		
464287176 ISHARES TIPS BOND ET	34,292.	34,292.	31,557.
002824100 ABBOTT LABS	13,697.	13,697.	36,293.

FORM 990PF, PART II - CORPORATE STOCK

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DESCRIPTION -----	BEGINNING BOOK VALUE -----	ENDING BOOK VALUE -----	ENDING FMV ---
617446448 MORGAN STANLEY	17,460.	17,460.	31,736.
19766M659 COLUMBIA SELECT LARG	101,550.	69,710.	82,501.
19766C495 COLUMBIA HIGH YIELD	130,992.	126,518.	144,557.
277911491 EATON VANCE FLOATING	80,000.		
92206C409 VANGUARD SHORT-TERM	78,170.	78,170.	76,420.
46090E103 INVESCO QQQ TR SE	116,474.	116,474.	661,011.
11135F101 BROADCOM INC	29,321.	27,927.	222,175.
936793793 WASATCH CORE GROWTH	35,000.	35,000.	33,030.
54401E143 LORD ABBETT SHORT DU	100,000.	100,000.	90,522.
245914510 DELAWARE EMERGING MA	45,000.	45,000.	56,670.
464288687 ISHARES PREFERRED &	67,321.	94,757.	91,980.
922042874 VANGUARD MSCI EUROPE	59,368.	59,400.	80,106.
74340W103 PROLOGIS INC	24,213.	24,213.	57,465.
14448C104 CARRIER GLOBAL CORP	6,368.	6,368.	51,960.
68902V107 OTIS WORLDWIDE CORP	8,907.	8,907.	42,895.
75513E101 RTX CORP CORP	18,798.	12,753.	61,110.
G46188101 HORIZON THERAPEUTICS	27,570.		
82509L107 SHOPIFY INC CL A	11,210.	11,210.	14,564.
14064D873 FULLER & THALER BEHV	50,000.	50,000.	70,351.
904504479 JP MORGAN UNDISC MGR	49,812.	49,812.	63,970.
76131D103 RESTAURANT BRANDS IN	23,406.	23,406.	28,432.
722005667 PIMCO COMMODITY REAL	50,000.	50,000.	36,085.
46641Q332 JPMORGAN EQUITY PREM	114,694.	114,694.	109,420.
47103D405 JANUS HENDERSON ENTE	104,754.	90,184.	317,350.
09260B374 BLACKROCK STRATEGIC	124,836.		
74256W485 PRINCIPAL SPECTRUM P	350,000.	275,495.	227,946.
74441R607 PGIM SHORT TERM CORP	140,000.	139,990.	127,478.
09258N703 BLACKROCK GLOBAL EQU	60,000.	60,000.	71,280.
464287648 ISHARES RS 2000 GROW		24,877.	22,584.

FORM 990PF, PART II - CORPORATE STOCK

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DESCRIPTION -----	BEGINNING BOOK VALUE -----	ENDING BOOK VALUE -----	ENDING FMV ---
46434G764 ISHARES INC MSCI EME		13,013.	13,220.
92189H300 VANECK J. P. MORGAN		38,262.	37,335.
49177J102 KENVUE INC		2,960.	4,763.
70450Y103 PAYPAL HOLDINGS INC		14,659.	11,522.
258620566 DOUBLELINE TOTAL RET		250,000.	199,455.
27826A730 EATON VANCE FLOATING		74,636.	69,644.
48121L114 JP MORGAN STRATEGIC		125,000.	124,891.
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TOTALS	3,060,148.	3,021,246.	5,108,137.
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FORM 990PF, PART III - OTHER DECREASES IN NET WORTH OR FUND BALANCES

DESCRIPTION	AMOUNT
ADJU CARRYING VAL	619.
MUTUAL FUND ADJU	7.
SECURITIES ADJU	244.

TOTAL	870.
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RECIPIENT NAME:

BANK OF AMERICA; NY7-144-07-01

ADDRESS:

1 EAST AVE

ROCHESTER, NY 14638

RECIPIENT'S PHONE NUMBER: 646-855-1101

E-MAIL ADDRESS: NONE

FORM, INFORMATION AND MATERIALS:

REQUEST A APPLICATION

NONE

SUBMISSION DEADLINES:

NONE

RESTRICTIONS OR LIMITATIONS ON AWARDS:

NONE

RECIPIENT NAME:
ARTLINK
ADDRESS:
P.O.BOX 3426
PHOENIX, AZ 85030-3426
RELATIONSHIP:
N/A
PURPOSE OF GRANT:
UNRESTRICTED GENERAL SUPPORT
FOUNDATION STATUS OF RECIPIENT:
PC
AMOUNT OF GRANT PAID 1,000.

RECIPIENT NAME:
CASA OF MONTEREY COUNTY, INC
ADDRESS:
945 S MAIN STREET
SALINAS, CA 93901
RELATIONSHIP:
N/A
PURPOSE OF GRANT:
UNRESTRICTED GENERAL SUPPORT
FOUNDATION STATUS OF RECIPIENT:
PC
AMOUNT OF GRANT PAID 4,000.

RECIPIENT NAME:
WILDLIFE CONSERVATION NETWORK
ADDRESS:
209 MISSISSIPPI ST
SAN FRANCISCO, CA 94107
RELATIONSHIP:
N/A
PURPOSE OF GRANT:
UNRESTRICTED GENERAL SUPPORT
FOUNDATION STATUS OF RECIPIENT:
PC
AMOUNT OF GRANT PAID 50,000.

RECIPIENT NAME:
NATURAL RESOURCES DEFENSE CNCL
ADDRESS:
40 WEST 20TH ST
NEW YORK, NY 10011
RELATIONSHIP:
N/A
PURPOSE OF GRANT:
UNRESTRICTED GENERAL SUPPORT
FOUNDATION STATUS OF RECIPIENT:
PC
AMOUNT OF GRANT PAID 20,000.

RECIPIENT NAME:
EAGALA
ADDRESS:
PO BOX 6566
ELGIN, IL 60121
RELATIONSHIP:
N/A
PURPOSE OF GRANT:
UNRESTRICTED GENERAL SUPPORT
FOUNDATION STATUS OF RECIPIENT:
PC
AMOUNT OF GRANT PAID 3,000.

RECIPIENT NAME:
TEDFORD HOUSING
ADDRESS:
PO BOX 958
BRUNSWICK, ME 04011
RELATIONSHIP:
N/A
PURPOSE OF GRANT:
UNRESTRICTED GENERAL SUPPORT
FOUNDATION STATUS OF RECIPIENT:
PC
AMOUNT OF GRANT PAID 23,333.

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RECIPIENT NAME:
THE ALS ASSOCIATION
ADDRESS:
10 FERRY STREET
CONCORD, NH 03301
RELATIONSHIP:
N/A
PURPOSE OF GRANT:
UNRESTRICTED GENERAL SUPPORT
FOUNDATION STATUS OF RECIPIENT:
PC
AMOUNT OF GRANT PAID 23,334.

RECIPIENT NAME:
SPCA OF MONTEREY COUNTY
ADDRESS:
PO BOX 3058
MONTEREY, CA 93942
RELATIONSHIP:
N/A
PURPOSE OF GRANT:
UNRESTRICTED GENERAL SUPPORT
FOUNDATION STATUS OF RECIPIENT:
PC
AMOUNT OF GRANT PAID 10,000.

RECIPIENT NAME:
FRANCISCAN WORKERS OF JUNIPERO
ADDRESS:
PO BOX 2027
SALINAS, CA 93902
RELATIONSHIP:
N/A
PURPOSE OF GRANT:
UNRESTRICTED GENERAL SUPPORT
FOUNDATION STATUS OF RECIPIENT:
PC
AMOUNT OF GRANT PAID 4,000.

RECIPIENT NAME:
1N10
ADDRESS:
1101 N CENTRAL AVE
PHOENIX, AZ 85004
RELATIONSHIP:
N/A
PURPOSE OF GRANT:
UNRESTRICTED GENERAL SUPPORT
FOUNDATION STATUS OF RECIPIENT:
PC
AMOUNT OF GRANT PAID 1,000.

RECIPIENT NAME:
MOUNT EVEREST ACADEMY FOUNDATION
ADDRESS:
4350 NT. EVEREST BLVD
SAN DIEGO, CA 92118
RELATIONSHIP:
N/A
PURPOSE OF GRANT:
UNRESTRICTED GENERAL SUPPORT
FOUNDATION STATUS OF RECIPIENT:
PC
AMOUNT OF GRANT PAID 2,500.

RECIPIENT NAME:
ST. DUNSTAN'S EPISCOPAL
CHURCH
ADDRESS:
28005 ROBINSON CANTON RD
CARMEL, CA 93923
RELATIONSHIP:
N/A
PURPOSE OF GRANT:
UNRESTRICTED GENERAL SUPPORT
FOUNDATION STATUS OF RECIPIENT:
PC
AMOUNT OF GRANT PAID 4,000.

RECIPIENT NAME:
ALL SAINT'S EPISCOPAL
CHURCH
ADDRESS:
8060 CARMEL VALLEY RD
CARMEL, CA 93923
RELATIONSHIP:
N/A
PURPOSE OF GRANT:
UNRESTRICTED GENERAL SUPPORT
FOUNDATION STATUS OF RECIPIENT:
PC
AMOUNT OF GRANT PAID 4,000.

RECIPIENT NAME:
MONTEREY PENINSULA COLLEGE FOUND
P.E.O. CHAPTER PG
ADDRESS:
980 FREMONT ST
MONTEREY, CA 93940
RELATIONSHIP:
N/A
PURPOSE OF GRANT:
UNRESTRICTED GENERAL SUPPORT
FOUNDATION STATUS OF RECIPIENT:
PC
AMOUNT OF GRANT PAID 4,000.

RECIPIENT NAME:
PEO FOUNDATION
ADDRESS:
3700 GRAND AVE
DES MOINES, IA 50312
RELATIONSHIP:
N/A
PURPOSE OF GRANT:
UNRESTRICTED GENERAL SUPPORT
FOUNDATION STATUS OF RECIPIENT:
PC
AMOUNT OF GRANT PAID 6,000.

RECIPIENT NAME:
HERITAGE FOUNDATION
ADDRESS:
214 MASS AVE, NE
WASHINGTON, DC 20002
RELATIONSHIP:
N/A
PURPOSE OF GRANT:
UNRESTRICTED GENERAL SUPPORT
FOUNDATION STATUS OF RECIPIENT:
PC
AMOUNT OF GRANT PAID 5,000.

RECIPIENT NAME:
HARPSWELL HERITAGE LAND TRUST
ADDRESS:
PO BOX 359
HARPSWELL, ME 04079
RELATIONSHIP:
N/A
PURPOSE OF GRANT:
UNRESTRICTED GENERAL SUPPORT
FOUNDATION STATUS OF RECIPIENT:
PC
AMOUNT OF GRANT PAID 23,333.

RECIPIENT NAME:
HARMONY AT HOME
ADDRESS:
3785 VIA NONA MARIE
CARMEL, CA 93923
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
UNRESTRICTED GENERAL SUPPORT
FOUNDATION STATUS OF RECIPIENT:
PC
AMOUNT OF GRANT PAID 4,000.

RECIPIENT NAME:
SURF RIDER FOUNDATION
ADDRESS:
PO BOX 73550
SAN CLEMENTE, CA 92673
RELATIONSHIP:
N/A
PURPOSE OF GRANT:
UNRESTRICTED GENERAL SUPPORT
FOUNDATION STATUS OF RECIPIENT:
PC
AMOUNT OF GRANT PAID 3,500.

RECIPIENT NAME:
HONORHEALTH FOUNDATION
ADDRESS:
8125 N HAYDEN RD
SCOTTSDALE, AZ 85258
RELATIONSHIP:
N/A
PURPOSE OF GRANT:
UNRESTRICTED GENERAL SUPPORT
FOUNDATION STATUS OF RECIPIENT:
PC
AMOUNT OF GRANT PAID 3,000.

RECIPIENT NAME:
ST MARYS FOOD BANK ALLIANCE
ADDRESS:
2831 N 31ST AVE
PHOENIX, AZ 85009
RELATIONSHIP:
N/A
PURPOSE OF GRANT:
UNRESTRICTED GENERAL SUPPORT
FOUNDATION STATUS OF RECIPIENT:
PC
AMOUNT OF GRANT PAID 23,500.

RECIPIENT NAME:
VENTANA WILDLIFE SOCIETY
ADDRESS:
9699 BLUE LARKSPUR LANE
MONTEREY, CA 93940
RELATIONSHIP:
N/A
PURPOSE OF GRANT:
UNRESTRICTED GENERAL SUPPORT
FOUNDATION STATUS OF RECIPIENT:
PC
AMOUNT OF GRANT PAID 3,000.

RECIPIENT NAME:
COMMUNITY FOUNDATION OF MONTEREY
ADDRESS:
2354 GARDEN ROAD
MONTERRY, CA 93940
RELATIONSHIP:
N/A
PURPOSE OF GRANT:
UNRESTRICTED GENERAL SUPPORT
FOUNDATION STATUS OF RECIPIENT:
PC
AMOUNT OF GRANT PAID 10,000.

RECIPIENT NAME:
YOSEMITE FOUNDATION
ADDRESS:
101 MONTGOMERY STREET
SAN FRANCISCO, CA 94104
RELATIONSHIP:
N/A
PURPOSE OF GRANT:
UNRESTRICTED GENERAL SUPPORT
FOUNDATION STATUS OF RECIPIENT:
PC
AMOUNT OF GRANT PAID 500.

RECIPIENT NAME:
ELIZABETH'S LIBRARY
ADDRESS:
PO BOX 51335
PACIFIC GROVE, CA 93942
RELATIONSHIP:
N/A
PURPOSE OF GRANT:
UNRESTRICTED GENERAL SUPPORT
FOUNDATION STATUS OF RECIPIENT:
PC
AMOUNT OF GRANT PAID 5,000.

RECIPIENT NAME:
JUDICIAL WATCH
ADDRESS:
425 3RD ST SW
WASHINGTON, DC 20024
RELATIONSHIP:
N/A
PURPOSE OF GRANT:
UNRESTRICTED GENERAL SUPPORT
FOUNDATION STATUS OF RECIPIENT:
PC
AMOUNT OF GRANT PAID 5,000.

RECIPIENT NAME:
CARMEL VALLEY ANGEL PROJECT INC
ADDRESS:
PO BOX 1305
CARMEL VALLEY, CA 93924
RELATIONSHIP:
N/A
PURPOSE OF GRANT:
UNRESTRICTED GENERAL SUPPORT
FOUNDATION STATUS OF RECIPIENT:
PC
AMOUNT OF GRANT PAID 2,000.

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RECIPIENT NAME:
UNITED SERVICE ORGANIZATIONS INC
ADDRESS:
PO BOX 96860
WASHINGTON, DC 20077
RELATIONSHIP:
N/A
PURPOSE OF GRANT:
UNRESTRICTED GENERAL SUPPORT
FOUNDATION STATUS OF RECIPIENT:
PC
AMOUNT OF GRANT PAID 5,000.

RECIPIENT NAME:
ARIZONA CENTER FOR NATURE
ADDRESS:
455 N. GALVIN PKWY
PHOENIX, AZ 85008
RELATIONSHIP:
N/A
PURPOSE OF GRANT:
UNRESTRICTED GENERAL SUPPORT
FOUNDATION STATUS OF RECIPIENT:
PC
AMOUNT OF GRANT PAID 20,000.

TOTAL GRANTS PAID: 273,000.
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FEDERAL FOOTNOTES

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THE COMPENSATION SHOWN ON THE RETURN THAT IS PAID TO BANK OF AMERICA, N.A. AS CORPORATE TRUSTEE IS NOT CALCULATED BASED UPON AN HOURLY RATE FOR TIME SPENT BY THE TRUSTEE; RATHER, BANK OF AMERICA'S COMPENSATION AS CORPORATE TRUSTEE IS CALCULATED USING A MARKET VALUE FEE SCHEDULE. THE TRUST OFFICER'S TIME SPENT PERFORMING ADMINISTRATIVE RESPONSIBILITIES FOR THIS FOUNDATION AVERAGES ONE HOUR PER WEEK. IN ADDITION, TIME IS SPENT BY OTHER STAFF MEMBERS FOR RECORDKEEPING, INVESTMENT MANAGEMENT, INCOME COLLECTION, RENDERING STATEMENTS AND ACCOUNTINGS, REGULATORY REPORTING, REGULATORY COMPLIANCE, AND TAX SERVICES.