

Form 990-PF

Return of Private Foundation

OMB No 1545-0052

2017

Department of the Treasury Internal Revenue Service

Do not enter social security numbers on this form as it may be public. Go to www.irs.gov/Form990PF for instructions and the latest information.

Open to Public Inspection

For calendar year 2017 or tax year beginning 12/01, 2017, and ending 11/30, 2018

Name of foundation CAA FOUNDATION C/O GARY ZIMMERMAN A Employer identification number 95-4556189

Number and street (or P O box number if mail is not delivered to street address) Room/suite B Telephone number (see instructions) 2000 AVENUE OF THE STARS (424) 288-2000

City or town, state or province, country, and ZIP or foreign postal code LOS ANGELES, CA 90067

G Check all that apply Initial return Final return Address change Initial return of a former public charity Amended return Name change

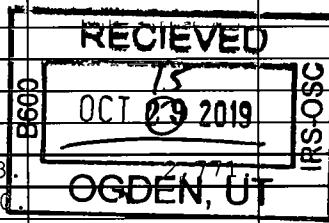
H Check type of organization Section 501(c)(3) exempt private foundation Section 4947(a)(1) nonexempt charitable trust Other taxable private foundation

I Fair market value of all assets at end of year (from Part II, col (c), line 16) \$ 859,589. J Accounting method Cash Accrual Other (specify)

- C If exemption application is pending, check here
D 1 Foreign organizations, check here
D 2 Foreign organizations meeting the 85% test, check here and attach computation
E If private foundation status was terminated under section 507(b)(1)(A), check here
F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here

SCANNED NOV 18 2019

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) and Operating and Administrative Expenses (13-26), ending with Net investment income and Adjusted net income.



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	310,665.	274,926.	274,926.
	2 Savings and temporary cash investments	333,262.	584,663.	584,663.
	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 ▶			
	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)			
	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)	643,927.	859,589.	859,589.	
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 ▶ ATCH 4)	87.	31,662.	
23 Total liabilities (add lines 17 through 22)	87.	31,662.		
Net Assets or Fund Balances	Foundations that follow SFAS 117, check here <input type="checkbox"/>			
	and complete lines 24 through 26, and lines 30 and 31.			
	24 Unrestricted			
	25 Temporarily restricted			
	26 Permanently restricted			
	Foundations that do not follow SFAS 117, check here ▶ <input checked="" type="checkbox"/>			
	and complete lines 27 through 31.			
	27 Capital stock, trust principal, or current funds			
28 Paid-in or capital surplus, or land, bldg, and equipment fund				
29 Retained earnings, accumulated income, endowment, or other funds	643,840.	827,927.		
30 Total net assets or fund balances (see instructions)	643,840.	827,927.		
31 Total liabilities and net assets/fund balances (see instructions)	643,927.	859,589.		

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 30 (must agree with end-of-year figure reported on prior year's return)	1	643,840.
2 Enter amount from Part I, line 27a	2	184,087.
3 Other increases not included in line 2 (itemize) ▶	3	
4 Add lines 1, 2, and 3	4	827,927.
5 Decreases not included in line 2 (itemize) ▶	5	
6 Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	827,927.

Part 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		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		X
13 Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address ▶ N/A		X
14 The books are in care of ▶ GARY ZIMMERMAN Telephone no ▶ (424) 288-2000 Located at ▶ 2000 AVENUE OF THE STARS LOS ANGELES, CA ZIP+4 ▶ 90067		
15 Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 - check here and enter the amount of tax-exempt interest received or accrued during the year ▶ 15		
16 At any time during calendar year 2017, 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 ▶		X

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.

	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? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No (2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No (3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No (4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> 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)? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No (6) Agree to pay money or property to a government official? (Exception. Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days) <input checked="" type="checkbox"/> Yes <input type="checkbox"/> No		
b If any answer is "Yes" to 1a(1)-(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance? See instructions Organizations relying on a current notice regarding disaster assistance, check here ▶ <input type="checkbox"/>		X
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 2017?		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))		
a At the end of tax year 2017, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2017? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No 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)		
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? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
b If "Yes," did it have excess business holdings in 2017 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 2017)		
4a Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?		X
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 2017?		X

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

5a During the year, did the foundation pay or incur any amount to... (1) Carry on propaganda... (2) Influence the outcome of any specific public election... (3) Provide a grant to an individual for travel... (4) Provide a grant to an organization... (5) Provide for any purpose other than religious... b If any answer is "Yes" to 5a(1)-(5), did any of the transactions fail to qualify... c If the answer is "Yes" to question 5a(4), does the foundation claim exemption... 6a Did the foundation, during the year, receive any funds... 6b Did the foundation, during the year, pay premiums... 7a At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction? 7b If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction?

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

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

Table with 5 columns: (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. Row 1: ATCH 7, 0, 0, 0.

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

Table with 5 columns: (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. Row 1: NONE.

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

Part XIV Private Operating Foundations (see instructions and Part VII-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 2017, 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)

Table with 5 columns: (a) 2017, (b) 2016, (c) 2015, (d) 2014, (e) Total. Rows include: 2a Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed; b 85% of line 2a; c Qualifying distributions from Part XII, line 4 for each year listed; d Amounts included in line 2c not used directly for active conduct of exempt activities; e Qualifying distributions made directly for active conduct of exempt activities Subtract line 2d from line 2c; 3 Complete 3a, b, or c for the alternative test relied upon; a "Assets" alternative test - enter (1) Value of all assets, (2) Value of assets qualifying under section 4942(j)(3)(B)(i); b "Endowment" alternative test - enter 2/3 of minimum investment return shown in Part X, line 6 for each year listed; c "Support" alternative test - enter (1) Total support other than gross investment income (interest, dividends, rents, payments on securities loans (section 512(a)(5)), or royalties), (2) Support from general public and 5 or more exempt organizations as provided in section 4942(j)(3)(B)(iii), (3) Largest amount of support from an exempt organization, (4) Gross investment income.

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

1 Information Regarding Foundation Managers:

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

NONE

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

NONE

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

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

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

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

c Any submission deadlines

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

Part XV Supplementary Information (continued)

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

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a Paid during the year ATCH 10				
Total ▶ 3a				501,342.
b Approved for future payment				
Total ▶ 3b				

Schedule of Contributors

2017

▶ Attach to Form 990, Form 990-EZ, or Form 990-PF.
 ▶ Go to www.irs.gov/Form990 for the latest information.

Name of the organization CAA FOUNDATION C/O GARY ZIMMERMAN	Employer identification number 95-4556189
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Organization type (check one)

Filers of:

Section:

Form 990 or 990-EZ

501(c)() (enter number) organization

4947(a)(1) nonexempt charitable trust **not** treated as a private foundation

527 political organization

Form 990-PF

501(c)(3) exempt private foundation

4947(a)(1) nonexempt charitable trust treated as a private foundation

501(c)(3) taxable private foundation

Check if your organization is covered by the **General Rule** or a **Special Rule**.

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

General Rule

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

Special Rules

For an organization described in section 501(c)(3) filing Form 990 or 990-EZ that met the 33 1/3 % support test of the regulations under sections 509(a)(1) and 170(b)(1)(A)(vi), that checked Schedule A (Form 990 or 990-EZ), Part II, line 13, 16a, or 16b, and that received from any one contributor, during the year, total contributions of the greater of (1) \$5,000, or (2) 2% of the amount on (i) Form 990, Part VIII, line 1h, or (ii) Form 990-EZ, line 1. Complete Parts I and II.

For an organization described in section 501(c)(7), (8), or (10) filing Form 990 or 990-EZ that received from any one contributor, during the year, total contributions of more than \$1,000 *exclusively* for religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals. Complete Parts I, II, and III.

For an organization described in section 501(c)(7), (8), or (10) filing Form 990 or 990-EZ that received from any one contributor, during the year, contributions *exclusively* for religious, charitable, etc., purposes, but no such contributions totaled more than \$1,000. If this box is checked, enter here the total contributions that were received during the year for an *exclusively* religious, charitable, etc., purpose. Don't complete any of the parts unless the **General Rule** applies to this organization because it received *nonexclusively* religious, charitable, etc., contributions totaling \$5,000 or more during the year ▶ \$ _____

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

Name of organization CAA FOUNDATION C/O GARY ZIMMERMAN	Employer identification number 95-4556189
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Part I **Contributors** (see instructions) Use duplicate copies of Part I if additional space is needed

(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
1	JOEL LUBIN C/O CAA, 2000 AVENUE OF THE STARS LOS ANGELES, CA 90067	\$ 6,240.	Person <input type="checkbox"/> Payroll <input checked="" type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions)
2	THE TR FAMILY TRUST 9100 WILSHIRE BLVD., STE 1000W BEVERLY HILLS, CA 90212	\$ 5,000.	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions)
3	CHRIS ANDREWS C/O CAA, 2000 AVENUE OF THE STARS LOS ANGELES, CA 90067	\$ 6,000.	Person <input type="checkbox"/> Payroll <input checked="" type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions)
4	EMC, LLC 11620 WILSHIRE BLVD SUITE 460 LOS ANGELES, CA 90025	\$ 10,000.	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions)
5	ANN BLANCHARD C/O CAA, 2000 AVENUE OF THE STARS LOS ANGELES, CA 90067	\$ 7,000.	Person <input checked="" type="checkbox"/> Payroll <input checked="" type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions)
6	TODD FELDMAN C/O CAA, 2000 AVENUE OF THE STARS LOS ANGELES, CA 90067	\$ 7,000.	Person <input checked="" type="checkbox"/> Payroll <input checked="" type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions)

Name of organization CAA FOUNDATION C/O GARY ZIMMERMAN	Employer identification number 95-4556189
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Part I Contributors (see instructions) Use duplicate copies of Part I if additional space is needed

(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
7	MICHAEL LEVINE C/O CAA, 2000 AVENUE OF THE STARS LOS ANGELES, CA 90067	\$ 16,000.	Person <input checked="" type="checkbox"/> Payroll <input checked="" type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions)
8	MITCHELL ROSE C/O CAA, 2000 AVENUE OF THE STARS LOS ANGELES, CA 90067	\$ 6,000.	Person <input type="checkbox"/> Payroll <input checked="" type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions)
9	RICHARD LOVETT 11444 W. OLYMPIC BLVD. 11TH FL LOS ANGELES, CA 90064	\$ 35,642.	Person <input checked="" type="checkbox"/> Payroll <input checked="" type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions)
10	ADAM BERKOWITZ 10880 WILSHIRE BLVD SUITE 2100 LOS ANGELES, CA 90024	\$ 5,000.	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions)
11	DARRYL EATON C/O CAA, 2000 AVENUE OF THE STARS LOS ANGELES, CA 90067	\$ 6,250.	Person <input checked="" type="checkbox"/> Payroll <input checked="" type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions)
12	FORD FOUNDATION 320 E 43RD ST NEW YORK, NY 10017	\$ 1,000,000.	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions)

Name of organization CAA FOUNDATION C/O GARY ZIMMERMAN	Employer identification number 95-4556189
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Part I **Contributors** (see instructions). Use duplicate copies of Part I if additional space is needed.

(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
13	FRIENDS OF CMAC 207 HIGH POINT DRIVE, BLDG 100 VICTOR, NY 14564	\$ 5,000.	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions)
14	KEVIN HUVANE C/O FULTON MGMT, 16030 VENTURA BLVD #240 ENCINO, CA 91436	\$ 10,050.	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions)
		\$ _____	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions)
		\$ _____	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions)
		\$ _____	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions)
		\$ _____	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions)
		\$ _____	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions)

Name of organization CAA FOUNDATION C/O GARY ZIMMERMAN	Employer identification number 95-4556189
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Part II **Noncash Property** (see instructions) Use duplicate copies of Part II if additional space is needed.

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (See instructions.)	(d) Date received
_____	_____	\$ _____	_____
_____	_____	\$ _____	_____
_____	_____	\$ _____	_____
_____	_____	\$ _____	_____
_____	_____	\$ _____	_____
_____	_____	\$ _____	_____
_____	_____	\$ _____	_____
_____	_____	\$ _____	_____

Name of organization CAA FOUNDATION
C/O GARY ZIMMERMAN

Employer identification number
95-4556189

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

(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held
	_____	_____	_____
	_____	_____	_____
	_____	_____	_____

(e) Transfer of gift	
Transferee's name, address, and ZIP + 4	Relationship of transferor to transferee
_____	_____
_____	_____
_____	_____

(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held
	_____	_____	_____
	_____	_____	_____
	_____	_____	_____

(e) Transfer of gift	
Transferee's name, address, and ZIP + 4	Relationship of transferor to transferee
_____	_____
_____	_____
_____	_____

(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held
	_____	_____	_____
	_____	_____	_____
	_____	_____	_____

(e) Transfer of gift	
Transferee's name, address, and ZIP + 4	Relationship of transferor to transferee
_____	_____
_____	_____
_____	_____

(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held
	_____	_____	_____
	_____	_____	_____
	_____	_____	_____

(e) Transfer of gift	
Transferee's name, address, and ZIP + 4	Relationship of transferor to transferee
_____	_____
_____	_____
_____	_____

**FORM 990-PF - PART IV
CAPITAL GAINS AND LOSSES FOR TAX ON INVESTMENT INCOME**

Kind of Property		Description				P or D	Date acquired	Date sold
Gross sale price less expenses of sale	Depreciation allowed/ allowable	Cost or other basis	FMV as of 12/31/69	Adj basis as of 12/31/69	Excess of FMV over adj basis		Gain or (loss)	
1,531.		10 SHS. - MASTERCARD INC. CL A PROPERTY TYPE: SECURITIES 303.				D	VAR	01/08/2018
							1,228.	
TOTAL GAIN (LOSS)							<u>1,228.</u>	

ATTACHMENT 1

FORM 990PF, PART I - INTEREST ON TEMPORARY CASH INVESTMENTS

<u>DESCRIPTION</u>	<u>REVENUE AND EXPENSES PER BOOKS</u>	<u>NET INVESTMENT INCOME</u>
CITY NATIONAL BANK	1,543.	1,543.
TOTAL	<u>1,543.</u>	<u>1,543.</u>

ATTACHMENT 2

FORM 990PF, PART I - TAXES

REVENUE
AND
EXPENSES
PER BOOKS

CHARITABLE
PURPOSES

DESCRIPTION

FEDERAL TAX
CALIFORNIA FILING FEES

3.
85.

85.

TOTALS

88.

85.

ATTACHMENT 3

FORM 990PF, PART I - OTHER EXPENSES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	CHARITABLE PURPOSES
MERCHANT FEES	9,765.	
CAMP CAA EXPENSES	48,806.	48,806.
AMPLIFY EXPENSES	816,230.	816,230.
OTHER EXPENSES	30,455.	
TOTALS	<u>905,256.</u>	<u>865,036.</u>

ATTACHMENT 4

FORM 990PF, PART II - OTHER LIABILITIES

<u>DESCRIPTION</u>	<u>ENDING BOOK VALUE</u>
OTHER LIABILITY	175.
CREDIT CARD PAYABLE	31,487.
TOTALS	<u>31,662.</u>

ATTACHMENT 5FORM 990PF, PART VII-A -ACTIVITIES NOT PREVIOUSLY REPORTED TO THE IRS

NEW ACTIVITY - AMPLIFY INITIATIVE

THE AMPLIFY INITIATIVE CONNECTS ARTISTS AND LEADERS FROM THE WORLDS OF ENTERTAINMENT, SPORTS, MEDICA, TECHNOLOGY, AND SOCIAL JUSTICE. THE LARGEST OF THE CONVENINGS IN THE AMPLIFY INITIATIVE IS THE AMPLIFY CONFERENCE. THIS CONFERENCE CONVENES MULTICULTURAL TALENT, BUYERS, AND LEADERS FROM ENTERTAINMENT, SPORTS, SOCIAL JUSTICE, MEDIA, BRANDS, AND TECHNOLOGY. THE CONFERENCE CONSISTS OF INDUSTRY INSIGHTS AND INSPIRING MODELS OF LEADERSHIP, AND WILL BE GROUNDED IN AN ONGOING DIALOGUE AROUND TOPICAL SOCIAL JUSTICE ISSUES, INCLUDING SOCIAL JUSTICE SPEAKERS ON IMMIGRATION, CRIMINAL JUSTICE REFORM, INDIGENOUS RIGHTS, AND MORE.

THE TAXPAYER IS IN THE PROCESS OF REVISING ITS GOVERNING INSTRUMENTS TO REFLECT THIS NEW ACTIVITY.

FORM 990PF, PART VII-A, LINE 10 - SUBSTANTIAL CONTRIBUTORS

ATTACHMENT 6

NAME AND ADDRESS

FORD FOUNDATION
320 E 43RD ST
NEW YORK, NY 10017

FORM 990PF, PART VIII - LIST OF OFFICERS, DIRECTORS, AND TRUSTEES

ATTACHMENT 7

NAME AND ADDRESS

TITLE AND AVERAGE HOURS PER WEEK DEVOTED TO POSITION

COMPENSATION

CONTRIBUTIONS TO EMPLOYEE BENEFIT PLANS

EXPENSE ACCT AND OTHER ALLOWANCES

RICHARD LOVETT 2000 AVENUE OF THE STARS LOS ANGELES, CA 90067	PRESIDENT/DIRECTOR 8.00	0.	0.	0.
MICHELE KYDD LEE 2000 AVENUE OF THE STARS LOS ANGELES, CA 90067	SECRETARY/DIRECTOR 8.00	0.	0.	0.
JAMES E. BURTSON 2000 AVENUE OF THE STARS LOS ANGELES, CA 90067	CFO/DIRECTOR	0.	0.	0.

GRAND TOTALS

0.

0.

0.

990PF, PART VIII- COMPENSATION OF THE FIVE HIGHEST PAID PROFESSIONALSATTACHMENT 8

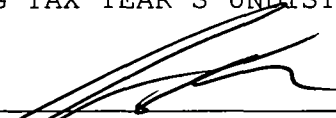
<u>NAME AND ADDRESS</u>	<u>TYPE OF SERVICE</u>	<u>COMPENSATION</u>
NICOLE BUCKMAN 2000 AVENUE OF THE STARS LOS ANGELES, CA 90067 AMPLIFY 2018 EVENT MANAGEMENT	EVENT MANAGEMENT	81,300.
FRESH WATA, LLC 3905 W. DIABLO DRIVE, SUITE 100 LAS VEGAS, NV 89118 AMPLIFY 2018 EVENT MANAGEMENT	EVENT MANAGEMENT	50,013.
	TOTAL COMPENSATION	<u>131,313.</u>

FORM 990PF, PART XIII - DISTRIBUTION FROM CORPUS ELECTION

SECTION 4942(H)(2) ELECTION AS TO THE TREATMENT OF QUALIFYING DISTRIBUTIONS:

CAA FOUNDATION
EIN: 95-4556189
2000 AVENUE OF THE STARS
LOS ANGELES, CA 90067

PURSUANT TO IRC SEC. 4942(H)(2) AND REG. 53.4942(A)-3(D)(2), THE ABOVE REFERENCED FOUNDATION HEREBY ELECTS TO TREAT \$816,230 OF CURRENT YEAR QUALIFYING DISTRIBUTIONS IN EXCESS OF THE IMMEDIATELY PRECEDING TAX YEAR'S UNDISTRIBUTED INCOME AS BEING MADE OUT OF CORPUS.

SIGNED: X 

DATE: X 10/15/19

NAME AND TITLE: X Chief Financial Officer
JAMES E. BURTON



FORM 990-PF, PART XV - GRANTS AND CONTRIBUTIONS PAID DURING THE YEAR

ATTACHMENT 10

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT	PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
SOUTHERNERS ON NEW GROUND (SONG ATLANTA) PO BOX 11250 ATLANTA, GA 30310	PC	GENERAL OPERATING SUPPORT	10,000
CENTER FOR THE STUDY OF POLITICAL GRAPHICS 3916 SEPULVEDA BLVD, SUITE 103 CULVER CITY, CA 90230	PC	GENERAL OPERATING SUPPORT	900
CHILDREN'S INSTITUTE 2121 W TEMPLE LOS ANGELES, CA 90026	PC	GENERAL OPERATING SUPPORT	7,180
COMMUNITIES IN SCHOOLS OF JACKSONVILLE 6261 DUPONT STATION COURT JACKSONVILLE, FL 32217	PC	GENERAL OPERATING SUPPORT	5,000
COMMUNITIES IN SCHOOLS OF TENNESSEE 1207 18TH AVE SOUTH NASHVILLE, TN 37212	PC	GENERAL OPERATING SUPPORT	61,939
CITY HARVEST INC 6 EAST 32ND ST, 5TH FLOOR NEW YORK, NY 10016	PC	GENERAL OPERATING SUPPORT	10,000

FORM 990-PF, PART XV - GRANTS AND CONTRIBUTIONS PAID DURING THE YEAR
ATTACHMENT 10 (CONT'D)

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT	PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
COLLEGE FOOTBALL PLAYOFF FOUNDATION 545 EAST JOHN CARPENTER FREEWAY, SUITE 1025 IRVING, TX 75062	PC	GENERAL OPERATING SUPPORT	10,000
COMMUNITIES IN SCHOOLS OF LOS ANGELES 2000 AVENUE OF THE STARS LOS ANGELES, CA 90067	PC	GENERAL OPERATING SUPPORT	7,143
ENTERTAINMENT INDUSTRY FOUNDATION 10880 WILSHIRE BLVD LOS ANGELES, CA 90024	PC	GENERAL OPERATING SUPPORT	61,000
ESSIE JUSTICE GROUP 1700 BROADWAY, STE 200 OAKLAND, CA 94612	PC	GENERAL OPERATING SUPPORT	5,000
FIRST BOOK 1319 F ST NW, STE 100 WASHINGTON, DC 20004	PC	GENERAL OPERATING SUPPORT	1,447
FRIENDS OF VENICE HIGH SCHOOL 13000 VENICE BLVD LOS ANGELES, CA 90056	PC	GENERAL OPERATING SUPPORT	10,000

FORM 990EF, PART XV - GRANTS AND CONTRIBUTIONS PAID DURING THE YEAR
ATTACHMENT 10 (CONT'D)

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT	PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
FRONT PORCH MINISTRY 200 TREUTLAND AVE NASHVILLE, TN 37207	PC	GENERAL OPERATING SUPPORT	10,000
HOLLYWOOD INDIES LITTLE LEAGUE 1513 W 6TH ST , SUITE 203 SANTA MONICA, CA 90401	PC	GENERAL OPERATING SUPPORT	975
HUMANITY HELPING SUDAN PO BOX 155 ASHLAND, VA 23005	PC	GENERAL OPERATING SUPPORT	130
CANGRESS 838 E 6TH STREET LOS ANGELES, CA 90021	PC	GENERAL OPERATING SUPPORT	10,000
LOS ANGELES LGBT CENTER 1625 N SCHRADER BLVD LOS ANGELES, CA 90028	PC	GENERAL OPERATING SUPPORT	10,000
LOWER EAST SIDE GIRLS CLUB 101 AVENUE D, STE 12E NEW YORK, NY 10009	PC	GENERAL OPERATING SUPPORT	1,000

FORM 990-E, PART XV - GRANTS AND CONTRIBUTIONS PAID DURING THE YEAR
ATTACHMENT 10 (CONT'D)

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT	PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
MIKVA CHALLENGE GRANT 10401 VENICE BLVD #721 LOS ANGELES, CA 90034	PC	GENERAL OPERATING SUPPORT	10,000
NAACP LEGAL DEFENSE AND EDUCATIONAL FUND, INC 40 RECTOR ST , 5TH FL NEW YORK, NY 10006	PC	GENERAL OPERATING SUPPORT	5,000
NATIONAL WILDLIFE FEDERATION 11100 WILDLIFE CENTER DRIVE RESTON, VA 20190	PC	GENERAL OPERATING SUPPORT	20,000
OASIS CENTER INC 1704 CHARLOTTE AVE NASHVILLE, TN 37203	PC	GENERAL OPERATING SUPPORT	24,282
ONE VOICE 1228 15TH ST, STE C SANTA MONICA, CA 90404	PC	GENERAL OPERATING SUPPORT	39,791
P S 15 THE ROBERTO CLEMENTE SCHOOL 333 E 4TH STREET NEW YORK, NY 10009	GOV	GENERAL OPERATING SUPPORT	20,000

FORM 990-PF, PART XV - GRANTS AND CONTRIBUTIONS PAID DURING THE YEAR
ATTACHMENT 10 (CONT'D)

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT	PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
PEER HEALTH EXCHANGE INC 70 GOLD STREET SAN FRANCISCO, CA 94133	PC	GENERAL OPERATING SUPPORT	25
PENCIL FOUNDATION 4805 PARK AVENUE NASHVILLE, TN 37209	PC	GENERAL OPERATING SUPPORT	16,463
MIRY'S LIST 23532 CALABASAS ROAD, SUITE A CALABASAS, CA 91302	PC	GENERAL OPERATING SUPPORT	1,500
ROC UNITED 275 7TH AVE, STE 1703, 17TH FL NEW YORK, NY 10001	PC	GENERAL OPERATING SUPPORT	5,000
ROOM TO READ 465 CALIFORNIA ST, STE 1000 SAN FRANCISCO, CA 94104	PC	GENERAL OPERATING SUPPORT	64,067
STUDIO MUSEUM OF HARLEM 144 WEST 125TH ST NEW YORK, NY 10027	PC	GENERAL OPERATING SUPPORT	5,000

FORM 990-PF, PART XV - GRANTS AND CONTRIBUTIONS PAID DURING THE YEAR
ATTACHMENT 10 (CONT'D)

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT	PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
GLOBAL VILLAGE PROJECT 205 SYCAMORE ST DECATUR, GA 30030	PC	GENERAL OPERATING SUPPORT	3,000
TIDES FOUNDATION PO BOX 29903 SAN FRANCISCO, CA 94129	PC	GENERAL OPERATING SUPPORT	10,000
VERA INSTITUTE OF JUSTICE 233 BROADWAY 12TH FLOOR NEW YORK, NY 10279	PC	GENERAL OPERATING SUPPORT	10,000
VOTO LATINO PO BOX 35608 WASHINGTON, DC 20033	PC	GENERAL OPERATING SUPPORT	5,000
WAVES FOR WATER 4470 W SUNSET BLVD #90779 LOS ANGELES, CA 90027	PC	GENERAL OPERATING SUPPORT	500
WHITSITT ELEMENTARY SCHOOL 110 WHITSETT ROAD NASHVILLE, TN 37210	PC	GENERAL OPERATING SUPPORT	20,000

FORM 990PF, PART XV - GRANTS AND CONTRIBUTIONS PAID DURING THE YEAR

ATTACHMENT 10 (CONT'D)

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT	PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
826NYC INC 372 FIFTH AVE BROOKLYN, NY 11215	PC	GENERAL OPERATING SUPPORT	10,000
BROOKLYN COMMUNITY BAIL FUND 195 MONTAGUE STREET, 14TH FLOOR BROOKLYN, NY 11201	PC	GENERAL OPERATING SUPPORT	10,000
TOTAL CONTRIBUTIONS PAID			501,342