

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. 1545-0047 2022 Open to Public Inspection

For calendar year 2022, or tax year beginning 01-01-2022, and ending 12-31-2022

Name of foundation THE LEONETTIO'CONNELL FAMILY FOUNDATION A Employer identification number 20-3889415 Number and street (or P.O. box number if mail is not delivered to street address) 515 S FIGUEROA ST 650 Room/suite B Telephone number (see instructions) (213) 622-0066 City or town, state or province, country, and ZIP or foreign postal code LOS ANGELES, CA 90071 G Check all that apply: Initial return, Final return, Address change, etc. H Check type of organization: Section 501(c)(3) exempt private foundation I Fair market value of all assets at end of year: \$104,319,065 J Accounting method: Accrual F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here

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).

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	263,088	387,393	387,393
	2 Savings and temporary cash investments	22,203,894	6,488,165	6,488,165
	3 Accounts receivable ▶ <u>65,000</u>			
	Less: allowance for doubtful accounts ▶ _____	2,671,741	65,000	65,000
	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		560,243	560,243
	10a Investments—U.S. and state government obligations (attach schedule)			
	b Investments—corporate stock (attach schedule)	4,307,852	5,488,448	5,488,448
	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)	69,677,502	90,568,248	90,568,248	
14 Land, buildings, and equipment: basis ▶ <u>3,727</u>				
Less: accumulated depreciation (attach schedule) ▶ <u>1,118</u>	3,354	2,609	2,609	
15 Other assets (describe ▶ _____)	172,403	758,959	758,959	
16 Total assets (to be completed by all filers—see the instructions. Also, see page 1, item I)	99,299,834	104,319,065	104,319,065	
Liabilities	17 Accounts payable and accrued expenses	3,315,003	752,000	
	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)	3,315,003	752,000	
Net Assets or Fund Balances	Foundations that follow FASB ASC 958, check here ▶ <input checked="" type="checkbox"/> and complete lines 24, 25, 29 and 30.			
	24 Net assets without donor restrictions	95,984,831	103,567,065	
	25 Net assets with donor restrictions			
	Foundations that do not follow FASB ASC 958, check here ▶ <input type="checkbox"/> and complete lines 26 through 30.			
	26 Capital stock, trust principal, or current funds			
	27 Paid-in or capital surplus, or land, bldg., and equipment fund			
	28 Retained earnings, accumulated income, endowment, or other funds			
29 Total net assets or fund balances (see instructions)	95,984,831	103,567,065		
30 Total liabilities and net assets/fund balances (see instructions) .	99,299,834	104,319,065		

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	95,984,831
2 Enter amount from Part I, line 27a	2	-1,084,407
3 Other increases not included in line 2 (itemize) ▶ _____	3	8,666,641
4 Add lines 1, 2, and 3	4	103,567,065
5 Decreases not included in line 2 (itemize) ▶ _____	5	0
6 Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 29 .	6	103,567,065

Part IV Capital Gains and Losses for Tax on Investment Income

(a) List and describe the kind(s) of property sold (e.g., real estate, 2-story brick warehouse; or common stock, 200 shs. MLC Co.)	(b) How acquired P—Purchase D—Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)	
1a See Additional Data Table				
b				
c				
d				
e				
(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)	
a See Additional Data Table				
b				
c				
d				
e				
Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col.(h))	
(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any		
a See Additional Data Table				
b				
c				
d				
e				
2 Capital gain net income or (net capital loss)	{ If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7 }		2	2,128,768
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), 4940(e), or 4948—see instructions)

Table with 11 rows for excise tax calculation. Includes fields for exempt foundations, tax under section 511, subtitle A tax, tax based on investment income, credits/payments, and tax due/overpayment. Total tax due is 346.

Part VI-A Statements Regarding Activities

Table with 10 rows for activity statements. Includes questions about political campaigns, political expenditures, foundation changes, unrelated business income, liquidation, and substantial contributors. Yes/No columns for each question.

Part VI-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.LOCCF.ORG 14 The books are in care of THE ORGANIZATION Telephone no. (213) 622-0066

Located at 515 S FIGUEROA ST 650 LOS ANGELES CA ZIP+4 90071

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 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? See the instructions for exceptions and filing requirements for FinCEN Form 114. If "Yes", enter the name of the foreign country CA

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.

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? (Exception. Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days.) b If any answer is "Yes" to 1a(1)-(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance? See instructions. c Organizations relying on a current notice regarding disaster assistance check here. d 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 2022? 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 2022, did the foundation have any undistributed income (Part XII, lines 6d and 6e) for tax year(s) beginning before 2022?. If "Yes," list the years 20, 20, 20, 20 b Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement-see instructions.) 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 2022 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 2022.) 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 2022?.

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

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

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

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
See Additional Data Table				

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

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

Total number of other employees paid over \$50,000. **0**

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		
Total number of others receiving over \$50,000 for professional services. ▶		0

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	
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	
2	
All other program-related investments. See instructions.	
3	
Total. Add lines 1 through 3 ▶	0

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	7,215,844
b	Average of monthly cash balances.	1b	14,671,271
c	Fair market value of all other assets (see instructions).	1c	87,344,892
d	Total (add lines 1a, b, and c).	1d	109,232,007
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation).	1e	0
2	Acquisition indebtedness applicable to line 1 assets.	2	0
3	Subtract line 2 from line 1d.	3	109,232,007
4	Cash deemed held for charitable activities. Enter 1.5% (0.015) of line 3 (for greater amount, see instructions).	4	1,638,480
5	Net value of noncharitable-use assets. Subtract line 4 from line 3.	5	107,593,527
6	Minimum investment return. Enter 5% (0.05) of line 5.	6	5,379,676

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	5,379,676
2a	Tax on investment income for 2022 from Part V, line 5.	2a	28,136
b	Income tax for 2022. (This does not include the tax from Part V.)	2b	
c	Add lines 2a and 2b.	2c	28,136
3	Distributable amount before adjustments. Subtract line 2c from line 1.	3	5,351,540
4	Recoveries of amounts treated as qualifying distributions.	4	0
5	Add lines 3 and 4.	5	5,351,540
6	Deduction from distributable amount (see instructions).	6	0
7	Distributable amount as adjusted. Subtract line 6 from line 5. Enter here and on Part XII, line 1.	7	5,351,540

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	3,377,337
b	Program-related investments—total from Part VIII-B.	1b	0
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes.	2	
3	Amounts set aside for specific charitable projects that satisfy the:		
a	Suitability test (prior IRS approval required).	3a	
b	Cash distribution test (attach the required schedule).	3b	
4	Qualifying distributions. Add lines 1a through 3b. Enter here and on Part XII, line 4.	4	3,377,337

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				5,351,540
2 Undistributed income, if any, as of the end of the end of 2022:				
a Enter amount for 2021 only.			0	
b Total for prior years: 20___, 20___, 20___		0		
3 Excess distributions carryover, if any, to 2022:				
a From 2017.				
b From 2018.				
c From 2019.				
d From 2020.			902,685	
e From 2021.			405,654	
f Total of lines 3a through e.	1,308,339			
4 Qualifying distributions for 2022 from Part XI, line 4: ▶ \$ <u>3,377,337</u>				
a Applied to 2021, but not more than line 2a			0	
b Applied to undistributed income of prior years (Election required—see instructions).		0		
c Treated as distributions out of corpus (Election required—see instructions).	0			
d Applied to 2022 distributable amount.				3,377,337
e Remaining amount distributed out of corpus				0
5 Excess distributions carryover applied to 2022. (If an amount appears in column (d), the same amount must be shown in column (a).)	1,308,339			1,308,339
6 Enter the net total of each column as indicated below:				
a Corpus. Add lines 3f, 4c, and 4e. Subtract line 5	0			
b Prior years' undistributed income. Subtract line 4b from line 2b.		0		
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.			0	
d Subtract line 6c from line 6b. Taxable amount—see instructions.		0		
e Undistributed income for 2021. Subtract line 4a from line 2a. Taxable amount—see instructions.			0	
f Undistributed income for 2022. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2023.				665,864
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).	0			
8 Excess distributions carryover from 2017 not applied on line 5 or line 7 (see instructions).	0			
9 Excess distributions carryover to 2023. Subtract lines 7 and 8 from line 6a.	0			
10 Analysis of line 9:				
a Excess from 2018.				
b Excess from 2019.				
c Excess from 2020.				
d Excess from 2021.				
e Excess from 2022.				

Part XIII Private Operating Foundations (see instructions and Part VI-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 2022, enter the date of the ruling ▶

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

2a Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part IX for each year listed

	Tax year	Prior 3 years			(e) Total
	(a) 2022	(b) 2021	(c) 2020	(d) 2019	
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).)

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.
See Additional Data Table

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

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

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

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

c Any submission deadlines:

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

Part XIV Supplementary Information (continued)

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

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i> See Additional Data Table				
Total ► 3a				
b <i>Approved for future payment</i>				
Total ► 3b				0

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

List and describe the kind(s) of property sold (e.g., real estate, (a) 2-story brick warehouse; or common stock, 200 shs. MLC Co.)	(b) How acquired P—Purchase D—Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
1 GREENHOUSE EQUITY PARTNERS	P	2005-01-01	2022-12-31
1 GREYBULL STEWARDSHIP LP	P	2005-01-01	2022-12-31
GREYBULL STEWARDSHIP LP	P	2005-01-01	2022-12-31
HOUSATONIC EQUITY INVESTORS IV	P	2005-01-01	2022-12-31
HOUSATONIC EQUITY INVESTORS V	P	2005-01-01	2022-12-31
HOUSATONIC EQUITY INVESTORS V	P	2005-01-01	2022-12-31
NEXT COAST VENTURES I, LP	P	2005-01-01	2022-12-31
NEXT COAST VENTURES II, LP	P	2005-01-01	2022-12-31
OCM OPPORTUNITIES FUND VIIB AIF (CAYMAN)	P	2005-01-01	2022-12-31
OCM OPPORTUNITIES FUND VIIB AIF (DE)	P	2005-01-01	2022-12-31

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

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
			0
306			306
		3	-3
321,918			321,918
209,847			209,847
207,453			207,453
1,258			1,258
		32,225	-32,225
171			171
43			43

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

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col.(h))
(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	
			0
			306
			-3
			321,918
			209,847
			207,453
			1,258
			-32,225
			171
			43

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

List and describe the kind(s) of property sold (e.g., real estate, (a) 2-story brick warehouse; or common stock, 200 shs. MLC Co.)	(b) How acquired P—Purchase D—Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
OCM OPPORTUNITIES FUND VIIB AIF LP	P	2005-01-01	2022-12-31
1 PEAK VENTURES FUND II	P	2005-01-01	2022-12-31
PETERSON PRIVATE EQUITY VII	P	2005-01-01	2022-12-31
PETERSON PRIVATE EQUITY VII	P	2005-01-01	2022-12-31
PETERSON PRIVATE EQUITY VIII	P	2005-01-01	2022-12-31
ROCKWOOD EQUITY PARTNERS III	P	2005-01-01	2022-12-31
ROCKWOOD EQUITY PARTNERSHIP FUND	P	2005-01-01	2022-12-31
SERENT CAPITAL ASSOCIATES II	P	2005-01-01	2022-12-31
TENNENBAUM OPPORTUNITIES FUND V	P	2005-01-01	2022-12-31
VOLLEY SELLERS LLC	P	2005-01-01	2022-12-31

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

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
34			34
855,544			855,544
		20,077	-20,077
		22	-22
		212,489	-212,489
5,740			5,740
203			203
24,247			24,247
443,447			443,447
20,938			20,938

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

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col.(h))
(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	
			34
			855,544
			-20,077
			-22
			-212,489
			5,740
			203
			24,247
			443,447
			20,938

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

List and describe the kind(s) of property sold (e.g., real estate, (a) 2-story brick warehouse; or common stock, 200 shs. MLC Co.)	(b) How acquired P—Purchase D—Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
SERVICESOURCE INTL (GS #3919-8)	P	2005-01-01	2022-12-31
1 TRUSTAR TECHNOLOGY INC STOCK SALE	P	2005-01-01	2022-12-31
OLMO NOTE GAIN ON REDEMPTION	P	2021-01-01	2022-10-21
TD AMERITRADE #0711	P	2005-01-01	2022-12-31
CITY NATIONAL #1410	P	2005-01-01	2022-12-31
CAPITAL GAINS DIVIDENDS	P		

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

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
		162,829	-162,829
115,401			115,401
204,965			204,965
44,806			44,806
		4,034	-4,034
104,126			104,126

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

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col.(h))
(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	
			-162,829
			115,401
			204,965
			44,806
			-4,034
			104,126

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

(a) Name and address	Title, and average hours per week (b) devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	Expense account, (e) other allowances
CARA ESPOSITO 515 S FIGUEROA ST 650 LOS ANGELES, CA 90071	EXECUTIVE DIRECTOR 25.00	0	0	0
MARGO LEONETTI O'CONNELL 515 S FIGUEROA ST 650 LOS ANGELES, CA 90071	PRESIDENT, DIRECTOR 2.00	0	0	0
MICHAEL F O'CONNELL 515 S FIGUEROA ST 650 LOS ANGELES, CA 90071	SECRETARY, CFO, DIRECTOR 2.00	0	0	0
MICHAEL KEVIN O'CONNELL 515 S FIGUEROA ST 650 LOS ANGELES, CA 90071	VICE PRESIDENT 2.00	0	0	0
DIANA ADAMSON 515 S FIGUEROA ST 650 LOS ANGELES, CA 90071	CEO, ARETE RISING LLC 40.00	137,500	0	0
VERONICA PONCE-NAVARRETE 515 S FIGUEROA ST 650 LOS ANGELES, CA 90071	COO, ARETE RISING LLC 40.00	110,273	5,729	0

Form 990PF Part XIV Line 1b - 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.

CARA ESPOSITO

MARGO LEONETTI O'CONNELL

MICHAEL F O'CONNELL

MICHAEL KEVIN O'CONNELL

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

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
CALIFORNIA COMMUNITY FOUNDATION 221 S FIGUEROA ST 400 LOS ANGELES, CA 90012		PC	PHILANTHROPY, VOLUNTEERISM & GRANTMAKING	5,000
CALIFORNIA SCIENCE CENTER 700 EXPOSITION PARK DR LOS ANGELES, CA 90037		PC	SCIENCE & TECHNOLOGY	110,000
CARLTHORP SCHOOL 438 SAN VICENTE BLVD SANTA MONICA, CA 90402		PC	EDUCATION	50,000
Total ▶ 3a				2,769,107

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

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
CLASSICAL KUSC 1149 S HILL STREET LOS ANGELES, CA 90015		PC	ARTS, CULTURE & HUMANITIES	10,000
FOUNDATION FOR CA COMMUNITY COLLEGES 1102 Q ST STE 4800 SACRAMENTO, CA 95811		PC	EDUCATION	50,000
LIFT INC 4041 MACARTHUR BLVD STE 240 NEWPORT BEACH, CA 92260		PC	PHILANTHROPY, VOLUNTEERISM & GRANTMAKING	50,000
Total ▶ 3a				2,769,107

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

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
LOYOLA HIGH SCHOOL 1901 VENICE BLVD LOS ANGELES, CA 90006		PC	EDUCATION	10,000
MARLBOROUGH SCHOOL 250 S ROSSMORE AVE LOS ANGELES, CA 90004		PC	EDUCATION	150,000
ROXBURY LATIN SCHOOL 101 ST THERESA AVE WEST ROXBURY, MA 02132		PC	EDUCATION	50,000
Total ▶ 3a				2,769,107

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

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
SHOES THAT FIT 1420 N CLAREMONT BLVD SUITE 204A CLAREMONT, CA 91711		PC	PHILANTHROPY, VOLUNTEERISM & GRANTMAKING	25,000
SOUTHERN CALIFORNIA GRANTMAKERS 1000 ALAMEDA ST 230 LOS ANGELES, CA 90012		PC	PHILANTHROPY, VOLUNTEERISM & GRANTMAKING	8,200
SOUTHWESTERN LAW SCHOOL 3050 WILSHIRE BLVD LOS ANGELES, CA 90010		PC	EDUCATION	25,000
Total ▶ 3a				2,769,107

Form 990PF Part XIV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
TEMPLE ISAIAH 1404 STONY BROOK ST STONY BROOK, NY 11790		PC	EDUCATION	15,000
THE COLLEAGUES 3312 PICO BLVD SANTA MONICA, CA 90405		PC	CHILDREN & YOUTH SERVICES	5,000
THE J PAUL GETTY TRUST 1200 GETTY CENTER DR LOS ANGELES, CA 90049		POF	GENERAL OPERATING SUPPORT	50,000
Total			▶ 3a	2,769,107

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

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
TURNING POINT SCHOOL 8780 NATIONAL BLVD CULVER CITY, CA 90232		PC	EDUCATION	35,000
UNIVERSITY OF SOUTHERN CALIFORNIA UNIVERSITY GARDENS UGB203 LOS ANGELES, CA 90089		PC	EDUCATION	103,516
YOUNG EISNER SCHOLARS PO BOX 3085 INGLEWOOD, CA 90304		PC	PHILANTHROPY, VOLUNTEERISM & GRANTMAKING	250,000
Total				2,769,107

▶ 3a

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

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
ASIAN PACIFIC AMERICAN LEADERSHIP 3183 WILSHIRE BLVD 196N LOS ANGELES, CA 90010		PC	PROGRAM SUPPORT	5,000
CASA OF LOS ANGELES 201 CENTRE PLAZA DR 1100 MONTEREY PARK, CA 91754		PC	PROGRAM SUPPORT	5,000
CRETE ACADEMY 6103 CRENSHAW BLVD LOS ANGELES, CA 90043		PC	TAHP OUTSTANDING ADVOCATE FUND	10,000
Total ▶ 3a				2,769,107

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

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
HARVARD-WESTLAKE SCHOOL 700 NORTH FARING RD LOS ANGELES, CA 90077		PC	PROGRAM SUPPORT	500,000
LOYOLA MARYMOUNT UNIVERSITY UNIVERSITY HALL 2800 1 LMU DR LOS ANGELES, CA 90045		PC	PROGRAM SUPPORT	5,000
MARYMOUNT HIGH SCHOOL 10643 SUNSET BLVD LOS ANGELES, CA 90077		PC	PROGRAM SUPPORT	1,000,000
Total ▶ 3a				2,769,107

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

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
NATI'S HOUSE 1733 N VALENCIA AVE SANTA ANA, CA 92706		PC	PROGRAM SUPPORT	10,000
NATURE CONSERVANCY 445 SOUTH FIGUEROA ST STE 1950 LOS ANGELES, CA 90071		PC	PROGRAM SUPPORT	18,000
PROJECT ANGEL FOOD 922 NORTH VINE ST LOS ANGELES, CA 90038		PC	PROGRAM SUPPORT	5,000
Total ▶ 3a				2,769,107

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

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
UPWARD BOUND HOUSE 1104 WASHINGTON AVENUE SANTA MONICA, CA 90403		PC	PROGRAM SUPPORT	20,000
WAGS AND WALKS 2236 FEDERAL AVENUE LOS ANGELES, CA 90064		PC	PROGRAM SUPPORT	5,000
CEDARS-SINAI 6500 WILSHIRE BLVD STE 1600 LOS ANGELES, CA 90048		PC	PROGRAM SUPPORT	100,000
Total ▶ 3a				2,769,107

Form 990PF Part XIV 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)				
<i>a Paid during the year</i>				
GRANTS UNDER 1K TO NEEDY INDIVIDUAL C/O FOUNDATION 515 S FIGUREROA ST 650 LOS ANGELES, CA 90071	NONE	I	FINANCIAL HARDSHIP	84,391
Total ▶ 3a				2,769,107

TY 2022 Accounting Fees Schedule**Name:** THE LEONETTIO'CONNELL FAMILY FOUNDATION**EIN:** 20-3889415

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
ACCOUNTING	52,000	15,080		19,240

Note: To capture the full content of this document, please select landscape mode (11" x 8.5") when printing.

TY 2022 Depreciation Schedule

Name: THE LEONETTIO'CONNELL FAMILY FOUNDATION

EIN: 20-3889415

Depreciation Schedule

Description of Property	Date Acquired	Cost or Other Basis	Prior Years' Depreciation	Computation Method	Rate / Life (# of years)	Current Year's Depreciation Expense	Net Investment Income	Adjusted Net Income	Cost of Goods Sold Not Included
COMPUTERS (ARETE RISING)	2021-06-30	3,727	373	SL	5.000000000000	745	0		

Note: To capture the full content of this document, please select landscape mode (11" x 8.5") when printing.

TY 2022 Expenditure Responsibility Statement

Name: THE LEONETTIO'CONNELL FAMILY FOUNDATION

EIN: 20-3889415

Grantee's Name	Grantee's Address	Grant Date	Grant Amount	Grant Purpose	Amount Expended By Grantee	Any Diversion By Grantee?	Dates of Reports By Grantee	Date of Verification	Results of Verification
J PAUL GETTY TRUST	1200 GETTY CENTER DRIVE STE 400 LOS ANGELES, CA 90049	2022-10-12	50,000	GENERAL OPERATING SUPPORT	50,000	NONE	N/A		

Note: To capture the full content of this document, please select landscape mode (11" x 8.5") when printing.

TY 2022 Gain/Loss from Sale of Other Assets Schedule

Name: THE LEONETTIO'CONNELL FAMILY FOUNDATION

EIN: 20-3889415

Gain Loss Sale Other Assets Schedule

Name	Date Acquired	How Acquired	Date Sold	Purchaser Name	Gross Sales Price	Basis	Basis Method	Sales Expenses	Total (net)	Accumulated Depreciation
BG LLH DEBT FINANCED	2005-01	PURCHASED	2022-12		6,042		COST	0	6,042	
BG LLH DEBT FINANCED	2005-01	PURCHASED	2022-12				COST	0		
PETERSON PRIVATE EQUITY VIII SEC. 1231 GAIN	2005-01	PURCHASED	2022-12		1,004		COST	0	1,004	

TY 2022 Investments Corporate Stock Schedule**Name:** THE LEONETTIO'CONNELL FAMILY FOUNDATION**EIN:** 20-3889415**Investments Corporation Stock Schedule**

Name of Stock	End of Year Book Value	End of Year Fair Market Value
HOVER INC COMMON & PREFERRED	3,172,000	3,172,000
T ROWE PRICE NEW HORIZONS	2,316,448	2,316,448

TY 2022 Investments - Other Schedule**Name:** THE LEONETTIO'CONNELL FAMILY FOUNDATION**EIN:** 20-3889415**Investments Other Schedule 2**

Category/ Item	Listed at Cost or FMV	Book Value	End of Year Fair Market Value
ACTZERO, INC.	FMV	3,000,000	3,000,000
ALAMAR PARTNERS	FMV	425,000	425,000
ARABLE LABS INC.	FMV	767,000	767,000
AUXO MANAGEMENT, LLP	FMV	6,451,000	6,451,000
BH LLH INTERMEDIATE LLC	FMV	5,811,619	5,811,619
BROCKHURST CAPITAL-LEXSHARES	FMV	600,000	600,000
CAMBER PARTNERS FUND I	FMV	167,735	167,735
DIAPENTE CAPITAL	FMV	228,868	228,868
EAGLE ROCK CAPITAL LLC	FMV	2,000,000	2,000,000
FICTIV INC.	FMV	1,970,000	1,970,000
FXVII BELLWETHER4	FMV	100,000	100,000
FXVII BELLWETHER5	FMV	250,000	250,000
GOLDMAN SACHS VINTAGE FUND IV	FMV	55,433	55,433
GOLDMAN SACHS VINTAGE FUND V	FMV	42,933	42,933
G-S VINTAGE FUND VII+GS ENERGY FUND	FMV	886,974	886,974
GREYBULL STEWARDSHIP LP	FMV	1,581,335	1,581,335
HAMILTON HALL LLC	FMV	1,220,000	1,220,000
HAMMERSMITH CAPITAL	FMV	500,000	500,000
HERITAGE OPERATING PARTNERS	FMV	1,000,000	1,000,000
HOUSATONIC EQUITY INVESTORS IV	FMV	1,131,845	1,131,845
HOUSATONIC EQUITY INVESTORS V	FMV	650,514	650,514
I R S PARTNERS NO. 12 LP	FMV	21,035,000	21,035,000
MST SERVICE HLDGS LLC & NEXT COAST VENTURES I, LP	FMV	3,267,268	3,267,268
NEXT COAST VENTURES II, LP	FMV	4,212,540	4,212,540
OCM OPPORTUNITIES FD (CAYMAN)	FMV	95	95
OCM OPPORTUNITIES FD VIIB LP	FMV	1,055	1,055
OCOZZIO HOLDINGS LLC	FMV	150,000	150,000
OLMO COLD STORAGE	FMV	2,083,371	2,083,371
PEAK VENTURES FUND II, LP	FMV	3,850,004	3,850,004
PETERSON PARTNERS VII LP	FMV	429,223	429,223

Investments Other Schedule 2

Category/ Item	Listed at Cost or FMV	Book Value	End of Year Fair Market Value
PETERSON PARTNERS VIII LP	FMV	3,037,581	3,037,581
PETERSON PARTNERS IX LP	FMV	1,728,983	1,728,983
PLAT 3, LLC (THE PARTNERS COS.)	FMV	2,140,000	2,140,000
POLO CAPITAL	FMV	500,000	500,000
PRACINCO SUMO TECHNOLOGIES	FMV	792,000	792,000
PREDICTIVE INDEX HOLDINGS LLC	FMV	2,624,000	2,624,000
RADAZON CAPITAL	FMV	300,000	300,000
RELAY HOLDINGS LLC	FMV	272,000	272,000
RP FUND LLC-SERIES 3	FMV	257,942	257,942
ROCKWOOD EQUITY PARTNERS III	FMV	2,031,727	2,031,727
ROCKWOOD EQUITY PARTNERSHIP FD	FMV	77,388	77,388
ROCKWOOD EQUITY IV	FMV	228,826	228,826
SENECA TRAIL CAPITAL	FMV	500,000	500,000
SERENT CAPITAL ASSOC II LP	FMV	934,445	934,445
SERENT CAPITAL ASSOCIATES LP	FMV	223,347	223,347
SYLMAR GROUP HOLD CO LLC	FMV	221,500	221,500
TEN20 PARTNERS LLC	FMV	396,563	396,563
TDA SECURITIES	FMV	1,873,167	1,873,167
TENNENBAUM OPPORTUNITIES FUND V	FMV	379,877	379,877
WORKLYN PARTNERS	FMV	418,502	418,502
BROADOAK BIOTOOLS VENTURE FUND	FMV	46,588	46,588
ATHENAEUM PARTNERS LLC	FMV	330,000	330,000
CEP SPV II, CHANNEL EQUITY	FMV	1,000,000	1,000,000
CAMBER PEAK LLC	FMV	300,000	300,000
CLOUDSTREET PARTNERS LLC	FMV	500,000	500,000
HS PEO HOLDINGS LLC	FMV	1,000,000	1,000,000
MERCATOR SEARCH GROUP LLC	FMV	300,000	300,000
MGT PARTNERS LLC	FMV	1,250,000	1,250,000
LUGGAGE FORWARD INC.	FMV	480,000	480,000
MIDWAY CAPITAL IV	FMV	2,055,000	2,055,000

Investments Other Schedule 2

Category/ Item	Listed at Cost or FMV	Book Value	End of Year Fair Market Value
NEWHOLD LLC	FMV	500,000	500,000

**TY 2022 Land, Etc.
Schedule****Name:** THE LEONETTIO'CONNELL FAMILY FOUNDATION**EIN:** 20-3889415

Category / Item	Cost / Other Basis	Accumulated Depreciation	Book Value	End of Year Fair Market Value
COMPUTERS (ARETE RISING)	3,727	1,118	2,609	2,609

TY 2022 Legal Fees Schedule**Name:** THE LEONETTIO'CONNELL FAMILY FOUNDATION**EIN:** 20-3889415

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
LEGAL FEES	67,318	0		67,318

TY 2022 Other Assets Schedule**Name:** THE LEONETTIO'CONNELL FAMILY FOUNDATION**EIN:** 20-3889415**Other Assets Schedule**

Description	Beginning of Year - Book Value	End of Year - Book Value	End of Year - Fair Market Value
LOAN RECEIVABLE - OLMO	172,403	758,959	758,959

TY 2022 Other Expenses Schedule**Name:** THE LEONETTIO'CONNELL FAMILY FOUNDATION**EIN:** 20-3889415**Other Expenses Schedule**

Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
ADMINISTRATIVE SERVICES	408	138		270
BANK SERVICE CHARGES	6,288	6,254		34
ENTERTAINMENT/APPRECIATION	140	0		140
INSURANCE	9,077	0		9,077
OFFICE EXPENSE	21,722	0		21,722
PASSTHROUGH K-1S - INVESTMENT FEE	556,913	513,971		0
PASSTHROUGH K-1S - CHARITABLE CONTRIBUTIONS	2,952	0		2,952
PASSTHROUGH K-1S - INVESTMENT INTEREST	30,717	26,669		0

TY 2022 Other Income Schedule**Name:** THE LEONETTIO'CONNELL FAMILY FOUNDATION**EIN:** 20-3889415**Other Income Schedule**

Description	Revenue And Expenses Per Books	Net Investment Income	Adjusted Net Income
K-1 PASSTHROUGH ORDINARY INCOME	-283,299	0	
K-1 PASSTHROUGH INTEREST	56,495	56,495	
K-1 PASSTHROUGH DIVIDENDS	211,122	211,122	
K-1 PASSTHROUGH OTHER INCOME	39,209	0	
K-1 PASSTHROUGH NET RENTAL INCOME	16,050	0	
K-1 INTEREST/DIVIDENDS - DEBT FINANCED	84,818	0	

TY 2022 Other Increases Schedule**Name:** THE LEONETTIO'CONNELL FAMILY FOUNDATION**EIN:** 20-3889415**Other Increases Schedule**

Description	Amount
UNREALIZED GAIN ON INVESTMENTS	8,364,591
DEFERRED TAXES EXPENSE	168,000
BOOK TO TAX ADJUSTMENT- GAIN/LOSS RECOGNITION	134,050

TY 2022 Other Professional Fees Schedule**Name:** THE LEONETTIO'CONNELL FAMILY FOUNDATION**EIN:** 20-3889415

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
CONSULTING AND OUTSIDE SERVICES	150,221	0		150,221

TY 2022 Taxes Schedule**Name:** THE LEONETTIO'CONNELL FAMILY FOUNDATION**EIN:** 20-3889415**Taxes Schedule**

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
STATE INCOME TAX	400	0		0
FEDERAL EXCISE TAX	28,462	0		0
ARETE LLC TAX	800	0		0

TY 2022 TransfersToControlledEntities**Name:** THE LEONETTIO'CONNELL FAMILY FOUNDATION**EIN:** 20-3889415

Name	US / Foreign Address	EIN	Description	Amount
ARETE RISING HOLDINGS LLC	515 S FIGUEROA ST STE 650 LOS ANGELES, CA 90071	87-3874405	FUND OPERATIONS AND GRANTS	716,500
Total				716,500

Schedule B
(Form 990)
Department of the Treasury
Internal Revenue Service

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

OMB No. 1545-0047
2022

Name of the organization
THE LEONETTIO'CONNELL FAMILY FOUNDATION

Employer identification number
20-3889415

Organization type (check one):

Filers of:

Section:

Form 990 or 990-EZ

501(c)() (enter number) organization

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

527 political organization

Form 990-PF

501(c)(3) exempt private foundation

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

501(c)(3) taxable private foundation

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

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

General Rule

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

Special Rules

For an organization described in section 501(c)(3) filing Form 990 or 990-EZ that met the 33¹/₃% support test of the regulations under sections 509(a)(1) and 170(b)(1)(A)(vi), that checked Schedule A (Form 990 or 990-EZ), Part II, line 13, 16a, or 16b, and that received from any one contributor, during the year, total contributions of the greater of **(1)** \$5,000 or **(2)** 2% of the amount on (i) Form 990, Part VIII, line 1h, or (ii) Form 990-EZ, line 1. Complete Parts I and II.

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

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

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

Name of organization
THE LEONETTIO'CONNELL FAMILY FOUNDATION

Employer identification number
20-3889415

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	M2O INC 515 S FIGUEROA STREET STE 650 LOS ANGELES, CA 90071	\$ 500,000	<input checked="" type="checkbox"/> Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash (Complete Part II for noncash contributions.)
		\$	<input type="checkbox"/> Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash (Complete Part II for noncash contributions.)
		\$	<input type="checkbox"/> Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash (Complete Part II for noncash contributions.)
		\$	<input type="checkbox"/> Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash (Complete Part II for noncash contributions.)
		\$	<input type="checkbox"/> Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash (Complete Part II for noncash contributions.)
		\$	<input type="checkbox"/> Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash (Complete Part II for noncash contributions.)

Name of organization
 THE LEONETTIO'CONNELL FAMILY FOUNDATION

Employer identification number
 20-3889415

Part II Noncash Property

(a) No. from Part I	(b) Description of noncash property given <small>(see instructions). Use duplicate copies of Part II if additional space is needed.</small>	(c) FMV (or estimate) <small>(See instructions)</small>	(d) Date received
-	_____ _____ _____	_____ \$	_____
-	_____ _____ _____	_____ \$	_____
-	_____ _____ _____	_____ \$	_____
-	_____ _____ _____	_____ \$	_____
-	_____ _____ _____	_____ \$	_____
-	_____ _____ _____	_____ \$	_____
-	_____ _____ _____	_____ \$	_____
-	_____ _____ _____	_____ \$	_____
-	_____ _____ _____	_____ \$	_____

Name of organization
 THE LEONETTIO'CONNELL FAMILY FOUNDATION

Employer identification number
 20-3889415

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	
_____ _____		_____ _____	