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Return of Private Foundation or Section 4947(a)(1) Nonexempt Charitable Trust Treated as a Private Foundation

2008

Department of the Treasury
Internal Revenue Service (77)

Note: The foundation may be able to use a copy of this return to satisfy state reporting requirements

For calendar year 2008, or tax year beginning 10/01, 2008, and ending 9/30, 2009

G Check all that apply: Initial return ☐ Final return ☐ Amended return ☐ Address change ☐ Name change ☐

Use the
IRS label.
Otherwise,
print
or type.
See Specific
Instructions.

UNIHEALTH FOUNDATION
800 WILSHIRE BLVD., SUITE 1300
LOS ANGELES, CA 90017

A Employer identification number

95-5004033

B Telephone number (see the instructions)

213 630-6500

C If exemption application is pending, check here ☐D 1 Foreign organizations, check here ☐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 ☐

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

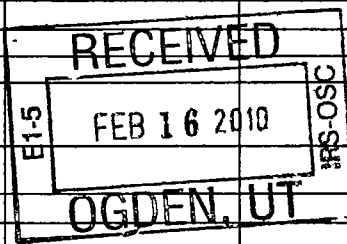
I Fair market value of all assets at end of year
(from Part II, column (c), line 16)

\$ 250,990,887.

J Accounting method ☐ Cash ☒ Accrual
☐ 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 the instructions))		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
REVENUE	1 Contributions, gifts, grants, etc. received (att sch)	135,037.			
	2 Ck ☐ if the foundn is not req to att Sch B				
	3 Interest on savings and temporary cash investments	1,314,535.	1,314,535.		
	4 Dividends and interest from securities	6,445,030.	6,445,030.		
	5a Gross rents				
	b Net rental income or (loss)				
	6a Net gain/(loss) from sale of assets not on line 10	-43,586,836.			
	b Gross sales price for all assets on line 6a 239022364.				
	7 Capital gain net income (from Part IV, line 2)		0.		
	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/(loss) (att sch)					
11 Other income (attach schedule)					
12 Total. Add lines 1 through 11	-35,692,234.	7,759,565.	0.		
ADMINISTRATIVE AND OPERATING EXPENSES	13 Compensation of officers, directors, trustees, etc	680,040.	397,290.		282,750.
	14 Other employee salaries and wages	279,643.	108,865.		170,778.
	15 Pension plans, employee benefits	176,501.	88,251.		88,250.
	16a Legal fees (attach schedule) SEE ST 1	10,003.	10,003.		
	b Accounting fees (attach sch) SEE ST 2	44,705.	22,353.		22,352.
	c Other prof fees (attach sch) SEE ST 3	2,459,887.	2,459,887.		
	17 Interest				
	18 Taxes (attach schedule) SEE STMT 4	187,060.	93,530.		24,508.
	19 Depreciation (attach sch) and depletion	5,209.	5,209.		
	20 Occupancy	82,112.	41,056.		41,056.
	21 Travel, conferences, and meetings	14,974.	8,980.		5,994.
	22 Printing and publications				
	23 Other expenses (attach schedule) SEE STATEMENT 5	299,114.	191,560.		107,554.
	24 Total operating and administrative expenses. Add lines 13 through 23	4,239,248.	3,426,984.		743,242.
	25 Contributions, gifts, grants paid PART XV	10,907,102.			10,907,102.
26 Total expenses and disbursements. Add lines 24 and 25	15,146,350.	3,426,984.	0.	11,650,344.	
27 Subtract line 26 from line 12:					
a Excess of revenue over expenses and disbursements	-50,838,584.				
b Net investment income (if negative, enter -0-)		4,332,581.			
c Adjusted net income (if negative, enter -0-)			0.		



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	346,484.	80,654.	80,654.
	2	Savings and temporary cash investments	6,817,418.	4,216,301.	4,216,301.
	3	Accounts receivable 272,863.			
		Less: allowance for doubtful accounts	912,352.	272,863.	272,863.
	4	Pledges receivable			
		Less: allowance for doubtful accounts			
	5	Grants receivable	3,435,599.	3,070,636.	3,070,636.
	6	Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see the instructions)			
	7	Other notes and loans receivable (attach sch)			
		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) STATEMENT 6	184,968,739.	105,600,217.	105,600,217.
	c	Investments — corporate bonds (attach schedule) STATEMENT 7	52,641,854.	90,961,515.	90,961,515.
	11	Investments — land, buildings, and equipment basis			
	Less: accumulated depreciation (attach schedule)				
12	Investments — mortgage loans				
13	Investments — other (attach schedule) STATEMENT 8	23,088,266.	46,510,840.	46,510,840.	
14	Land, buildings, and equipment basis 94,284.				
	Less: accumulated depreciation (attach schedule) SEE STMT 9 73,238.	21,065.	21,046.	21,046.	
15	Other assets (describe SEE STATEMENT 10)	264,908.	256,815.	256,815.	
16	Total assets (to be completed by all filers — see instructions. Also, see page 1, item I)	272,496,685.	250,990,887.	250,990,887.	
LIABILITIES	17	Accounts payable and accrued expenses			
	18	Grants payable			
	19	Deferred revenue			
	20	Loans from officers, directors, trustees, & other disqualified persons			
	21	Mortgages and other notes payable (attach schedule)			
	22	Other liabilities (describe SEE STATEMENT 11)	1,348,454.	1,372,202.	
	23	Total liabilities (add lines 17 through 22)	1,348,454.	1,372,202.	
NET ASSETS OR FUND BALANCES		Foundations that follow SFAS 117, check here and complete lines 24 through 26 and lines 30 and 31. ☒			
	24	Unrestricted	271,148,231.	249,618,685.	
	25	Temporarily restricted			
	26	Permanently restricted			
		Foundations that do not follow SFAS 117, check here and complete lines 27 through 31. ☐			
	27	Capital stock, trust principal, or current funds			
	28	Paid-in or capital surplus, or land, building, and equipment fund			
	29	Retained earnings, accumulated income, endowment, or other funds			
	30	Total net assets or fund balances (see the instructions)	271,148,231.	249,618,685.	
	31	Total liabilities and net assets/fund balances (see the instructions)	272,496,685.	250,990,887.	

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	271,148,231.
2	Enter amount from Part I, line 27a	2	-50,838,584.
3	Other increases not included in line 2 (itemize) SEE STATEMENT 12	3	29,309,038.
4	Add lines 1, 2, and 3	4	249,618,685.
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	249,618,685.

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 shares MLC Company)		(b) How acquired P — Purchase D — Donation	(c) Date acquired (month, day, year)	(d) Date sold (month, day, year)
1 a MANAGED ACCOUNTS		P	VARIOUS	VARIOUS
b PASS THROUGH ENTITIES		P	VARIOUS	VARIOUS
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 239,022,364.		274,905,938.	-35,883,574.
b		7,703,262.	-7,703,262.
c			
d			
e			

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(i) Gains (column (h) gain minus column (k), but not less than -0-) or Losses (from column (h))
(i) Fair Market Value as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of column (i) over column (j), if any	
a			-35,883,574.
b			-7,703,262.
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	-43,586,836.
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 the instructions) If (loss), enter -0- in Part I, line 8]	3	0.

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

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

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

Was the foundation liable for the section 4942 tax on the distributable amount of any year in the base period?

☐ Yes☒ No

If 'Yes,' the foundation does not qualify under section 4940(e). Do not complete this part.

1 Enter the appropriate amount in each column for each year, see the instructions before making any entries			
(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (column (b) divided by column (c))
2007	16,222,216.	310,024,894.	0.052326
2006	16,257,923.	326,338,023.	0.049819
2005	15,751,708.	303,144,064.	0.051961
2004	15,474,639.	296,271,763.	0.052231
2003	13,932,036.	286,356,995.	0.048653

2 Total of line 1, column (d)	2	0.254990
3 Average distribution ratio for the 5-year base period — divide the total on line 2 by 5, or by the number of years the foundation has been in existence if less than 5 years	3	0.050998
4 Enter the net value of noncharitable-use assets for 2008 from Part X, line 5	4	227,583,588.
5 Multiply line 4 by line 3	5	11,606,308.
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	43,326.
7 Add lines 5 and 6	7	11,649,634.
8 Enter qualifying distributions from Part XII, line 4	8	11,650,344.

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

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

1 a Exempt operating foundations described in section 4940(d)(2), check here ☐ and enter 'N/A' on line 1 Date of ruling letter _____ (attach copy of ruling letter if necessary – see instructions)			
b Domestic foundations that meet the section 4940(e) requirements in Part V, check here ☒ and enter 1% of Part I, line 27b		1	43,326.
c All other domestic foundations enter 2% of line 27b Exempt foreign organizations enter 4% of Part I, line 12, column (b)			
2 Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)		2	0.
3 Add lines 1 and 2		3	43,326.
4 Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)		4	0.
5 Tax based on investment income. Subtract line 4 from line 3 If zero or less, enter -0-		5	43,326.
6 Credits/Payments			
a 2008 estimated tax pmts and 2007 overpayment credited to 2008	6a	204,000.	
b Exempt foreign organizations – tax withheld at source	6b		
c Tax paid with application for extension of time to file (Form 8868)	6c		
d Backup withholding erroneously withheld	6d		
7 Total credits and payments Add lines 6a through 6d	7	204,000.	
8 Enter any penalty for underpayment of estimated tax Check here ☒ 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	0.	
10 Overpayment If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10	160,674.	
11 Enter the amount of line 10 to be Credited to 2009 estimated tax 65,000. Refunded	11	95,674.	

Part VII-A Statements Regarding Activities

	Yes	No
1 a 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?		X
b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see the instructions for definition)? <i>If the answer is 'Yes' to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities</i>		X
c Did the foundation file Form 1120-POL for this year?		X
d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year (1) On the foundation \$ 0. (2) On foundation managers \$ 0.		
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers \$ 0.		
2 Has the foundation engaged in any activities that have not previously been reported to the IRS? <i>If 'Yes,' attach a detailed description of the activities</i>		X
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? <i>If 'Yes,' attach a conformed copy of the changes</i>		X
4 a Did the foundation have unrelated business gross income of \$1,000 or more during the year?		X
b If 'Yes,' has it filed a tax return on Form 990-T for this year?		N/A
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? <i>If 'Yes,' attach the statement required by General Instruction T</i>		X
6 Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	X	
7 Did the foundation have at least \$5,000 in assets at any time during the year? <i>If 'Yes,' complete Part II, column (c), and Part XV</i>	X	
8 a Enter the states to which the foundation reports or with which it is registered (see the instructions) CA		
b 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? <i>If 'No,' attach explanation</i>	X	
9 Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2008 or the taxable year beginning in 2008 (see instructions for Part XIV)? <i>If 'Yes,' complete Part XIV</i>		X
10 Did any persons become substantial contributors during the tax year? <i>If 'Yes,' attach a schedule listing their names and addresses</i>		X

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Part VII-A Statements Regarding Activities *Continued*

11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If 'Yes', attach schedule (see instructions)	11		X
12	Did the foundation acquire a direct or indirect interest in any applicable insurance contract before August 17, 2008?	12		X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address <u>UNIHEALTHFOUNDATION.ORG</u>	13	X	
14	The books are in care of <u>KATHLEEN SALAZAR</u> Telephone no <u>213 630-6500</u> Located at <u>800 WILSHIRE BLVD. LOS ANGELES CA</u> ZIP + 4 <u>90017</u>			
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 - Check here <u>N/A</u> and enter the amount of tax-exempt interest received or accrued during the year <u>15</u> <u>N/A</u>			

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? ☐ Yes ☒ No		
(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? ☐ Yes ☒ No		
(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? ☐ Yes ☒ No		
(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? ☐ Yes ☒ 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)? ☐ Yes ☒ 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) ☐ Yes ☒ 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 the instructions)? Organizations relying on a current notice regarding disaster assistance check here ☐	1b	N/A
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 2008?	1c	X
2 Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5))		
a At the end of tax year 2008, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2008? ☐ Yes ☒ No If 'Yes,' list the years <u>20__</u> , <u>20__</u> , <u>20__</u> , <u>20__</u>		
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 the instructions.)	2b	N/A
c If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here <u>20__</u> , <u>20__</u> , <u>20__</u> , <u>20__</u>		
3a Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? ☐ Yes ☒ No		
b If 'Yes,' did it have excess business holdings in 2008 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 2008)	3b	N/A
4a Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a	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 2008?	4b	X

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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, or otherwise attempt to influence legislation (section 4945(e))?

☐ Yes ☒ No

(2) Influence the outcome of any specific public election (see section 4955), or to carry on, directly or indirectly, any voter registration drive?

☐ Yes ☒ No

(3) Provide a grant to an individual for travel, study, or other similar purposes?

☐ Yes ☒ No

(4) Provide a grant to an organization other than a charitable, etc., organization described in section 509(a)(1), (2), or (3), or section 4940(d)(2)? (see instructions)

☐ Yes ☒ No

(5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals?

☐ Yes ☒ 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 N/A

Organizations relying on a current notice regarding disaster assistance check here

☐**c** 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?N/A ☐ Yes ☐ No

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?☐ Yes ☒ No**b** Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract?

6b X

If you answered 'Yes' to 6b, also file Form 8870

7a At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction?☐ Yes ☒ No**b** If yes, did the foundation receive any proceeds or have any net income attributable to the transaction?

7b N/A

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).

(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 STATEMENT 13		680,040.	75,375.	19,200.

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
NANCY MULLENAX 800 WILSHIRE BLVD, SUITE 1300 LOS ANGELES, CA 90017	SNR PRGRM OFF 40	108,750.	16,500.	4,800.
CAROLINE CHUNG 800 WILSHIRE BLVD, SUITE 1300 LOS ANGELES, CA 90017	ADM, GRANTS 40	67,750.	10,200.	0.
KRISTOPHER EAMES 800 WILSHIRE BLVD, SUITE 1300 LOS ANGELES, CA 90017	ADM SPECIAL P 40	70,312.	10,575.	0.

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

0

Part VIII 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
CANTEBURY CONSULTING INC 660 NEWPORT CENTER DRIVE NEWPORT BEACH, CA 92660	INVESTMENT MNGMT	170,668.
BNY MELLON ASSET SERVICING 500 GRANT STREET PITTSBURG, PA 15258	INVESTMENT MNGMT	150,369.
TRANSAMERICA INVESTMENT MANAGEMENT 109 N. MAIN STREET DAYTON, OH 45402	INVESTMENT MNGMT	129,323.
PACIFIC INVESTMENT MANAGEMENT CO 840 NEWPORT CENTER DRIVE NEWPORT BEACH, CA 92660	INVESTMENT MNGMT	127,794.
OAKTREE CAPITAL MANAGEMENT 333 SOUTH GRAND AVENUE LOS ANGELES, CA 90017	INVESTMENT MNGMT	125,547.
Total number of others receiving over \$50,000 for professional services		0

Part IX-A Summary of Direct Charitable Activities

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

	Expenses
1 N/A	
2	
3	
4	

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

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2	Amount
1 N/A	
2	
All other program-related investments See instructions	
3	
Total. Add lines 1 through 3	0.

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Form 990-PF (2008)

Part X 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	222,400,033.
b Average of monthly cash balances	1b	5,617,086.
c Fair market value of all other assets (see instructions)	1c	3,032,209.
d Total (add lines 1a, b, and c)	1d	231,049,328.
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	231,049,328.
4 Cash deemed held for charitable activities Enter 1-1/2% of line 3 (for greater amount, see instructions)	4	3,465,740.
5 Net value of noncharitable-use assets. Subtract line 4 from line 3 Enter here and on Part V, line 4	5	227,583,588.
6 Minimum investment return. Enter 5% of line 5	6	11,379,179.

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

1 Minimum investment return from Part X, line 6	1	11,379,179.
2a Tax on investment income for 2008 from Part VI, line 5	2a	43,326.
b Income tax for 2008 (This does not include the tax from Part VI)	2b	
c Add lines 2a and 2b	2c	43,326.
3 Distributable amount before adjustments Subtract line 2c from line 1	3	11,335,853.
4 Recoveries of amounts treated as qualifying distributions	4	
5 Add lines 3 and 4	5	11,335,853.
6 Deduction from distributable amount (see instructions)	6	
7 Distributable amount as adjusted Subtract line 6 from line 5 Enter here and on Part XIII, line 1	7	11,335,853.

Part XII 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	11,650,344.
b Program-related investments — total from Part IX-B	1b	
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 V, line 8, and Part XIII, line 4	4	11,650,344.
5 Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income Enter 1% of Part I, line 27b (see instructions)	5	43,326.
6 Adjusted qualifying distributions. Subtract line 5 from line 4	6	11,607,018.

Note: The amount on line 6 will be used in Part V, column (b), in subsequent years when calculating whether the foundation qualifies for the section 4940(e) reduction of tax in those years

Part XIII Undistributed Income (see instructions)

	(a) Corpus	(b) Years prior to 2007	(c) 2007	(d) 2008
1 Distributable amount for 2008 from Part XI, line 7				11,335,853.
2 Undistributed income, if any, as of the end of 2007				
a Enter amount for 2007 only			0.	
b Total for prior years 20____, 20____, 20____		0.		
3 Excess distributions carryover, if any, to 2008				
a From 2003	27,634.			
b From 2004	919,351.			
c From 2005	969,273.			
d From 2006	470,658.			
e From 2007	1,123,745.			
f Total of lines 3a through e	3,510,661.			
4 Qualifying distributions for 2008 from Part XII, line 4 ▶ \$ 11,650,344.				
a Applied to 2007, 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 2008 distributable amount				11,335,853.
e Remaining amount distributed out of corpus	314,491.			
5 Excess distributions carryover applied to 2008 (If an amount appears in column (d), the same amount must be shown in column (a))	0.			0.
6 Enter the net total of each column as indicated below:				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5	3,825,152.			
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 2007 Subtract line 4a from line 2a Taxable amount — see instructions			0.	
f Undistributed income for 2008 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2009				0.
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see instructions)	0.			
8 Excess distributions carryover from 2003 not applied on line 5 or line 7 (see instructions)	27,634.			
9 Excess distributions carryover to 2009. Subtract lines 7 and 8 from line 6a	3,797,518.			
10 Analysis of line 9				
a Excess from 2004	919,351.			
b Excess from 2005	969,273.			
c Excess from 2006	470,658.			
d Excess from 2007	1,123,745.			
e Excess from 2008	314,491.			

BAA

Form 990-PF (2008)

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

N/A

1 a If the foundation has received a ruling or determination letter that it is a private operating foundation, and the ruling is effective for 2008, enter the date of the rulingb 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 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 organization 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 ☐ 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., (see instructions) to individuals or organizations under other conditions, complete items 2a, b, c, and d

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

SEE STATEMENT 14

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

SEE STATEMENT FOR LINE 2A

c Any submission deadlines

SEE STATEMENT FOR LINE 2A

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

SEE STATEMENT FOR LINE 2A

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 DETAILED LIST OF CONTRIBUTIONS ATTACHED,	NONE	501C3	SEE ATTACHED	10,907,102.
Total				3a 10,907,102.
b Approved for future payment				
Total				3b

(See worksheet in the instructions for line 13 to verify calculations.)

[illegible]

Schedule B
(Form 990, 990-EZ,
or 990-PF)

Department of the Treasury
Internal Revenue Service

Schedule of Contributors

► **Attach to Form 990, 990-EZ and 990-PF**
► **See separate instructions.**

OMB No 1545-0047

2008

Name of the organization

UNIHEALTH FOUNDATION

Employer identification number

95-5004033

Organization type (check one)

Filers of:

Form 990 or 990-EZ

Section:

- ☐ 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 organizations filing Form 990, 990-EZ, or 990-PF that received, during the year, \$5,000 or more (in money or property) from any one contributor. (Complete Parts I and II.)

Special Rules —

- ☐ For a section 501(c)(3) organization filing Form 990, or Form 990-EZ, that met the 33-1/3% support test of the regulations under sections 509(a)(1)/170(b)(1)(A)(vi) and received from any one contributor, during the year, a contribution of the greater of (1) \$5,000 or (2) 2% of the amount on Form 990, Part VIII, line 1h or 2% of the amount on Form 990-EZ, line 1. Complete Parts I and II.
- ☐ For a section 501(c)(7), (8), or (10) organization filing Form 990, or Form 990-EZ, that received from any one contributor, during the year, aggregate contributions or bequests of more than \$1,000 for use *exclusively* for religious, charitable, scientific, literary, or educational purposes, or the prevention of cruelty to children or animals. Complete Parts I, II, and III.
- ☐ For a section 501(c)(7), (8), or (10) organization filing Form 990, or Form 990-EZ, that received from any one contributor, during the year, some contributions for use *exclusively* for religious, charitable, etc., purposes, but these contributions did not aggregate to 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. Do not complete any of the Parts unless the **General Rule** applies to this organization because it received nonexclusively religious, charitable, etc., contributions of \$5,000 or more during the year.) ► \$ _____

Caution: Organizations that are not covered by the General Rule and/or the Special Rules do not file Schedule B (Form 990, 990-EZ, or 990-PF) but they **must** answer 'No' on Part IV, line 2 of their Form 990, or check the box in the heading of their Form 990-EZ, or on line 2 of their Form 990-PF, to certify that they do not meet the filing requirements of Schedule B (Form 990, 990-EZ, or 990-PF).

BAA For Privacy Act and Paperwork Reduction Act Notice, see the Instructions for Form 990. These instructions will be issued separately.

Schedule B (Form 990, 990-EZ, or 990-PF) (2008)

Name of organization

UNIHEALTH FOUNDATION

Employer identification number

95-5004033

Part I Contributors (see instructions)

(a) Number	(b) Name, address, and ZIP + 4	(c) Aggregate contributions	(d) Type of contribution
1	FACEY MEDICAL FOUNDATION 15451 SAN FERNANDO MISSION BLV MISSION HILLS, CA 91345	\$ 135,037	Person ☒ Payroll ☐ Noncash ☐ (Complete Part II if there is a noncash contribution)
			Person ☐ Payroll ☐ Noncash ☐ (Complete Part II if there is a noncash contribution)
			Person ☐ Payroll ☐ Noncash ☐ (Complete Part II if there is a noncash contribution)
			Person ☐ Payroll ☐ Noncash ☐ (Complete Part II if there is a noncash contribution)
			Person ☐ Payroll ☐ Noncash ☐ (Complete Part II if there is a noncash contribution)
			Person ☐ Payroll ☐ Noncash ☐ (Complete Part II if there is a noncash contribution)
			Person ☐ Payroll ☐ Noncash ☐ (Complete Part II if there is a noncash contribution)

	Grantee Name Grantee Address	Status	Purpose of Grant	Amount
1	California Hospital Medical Center 1401 S Grand Ave Los Angeles, CA 90015	501(C)(3)	Periodontal and Chronic Disease Care Program, Community Dental Partnership	\$274,759.00
2	California Hospital Medical Center 1401 S Grand Ave Los Angeles, CA 90015	501(C)(3)	LA Best Babies Network Quality Improvement in Postpartum Care to Reduce Disparities	\$203,131 06
3	California Hospital Medical Center 1401 S Grand Ave Los Angeles, CA 90015	501(C)(3)	Trauma and Emergency Services Center Expansion Project	\$333,333 33
4	Casa Colina Centers for Rehabilitation 255 E Bonita Ave Pomona, CA 91769	501(C)(3)	Medically Directed Wellness Program for Adults Aging with an Intellectual/Developmental Disability	\$283,048 00
5	Charles R Drew University of Medicine & Science 1731 East 120th St Los Angeles, CA 90059	501(C)(3)	Medical Student Scholarship (2008-2009)	\$50,000.00
6	Childrens Hospital Los Angeles 4650 Sunset Blvd Los Angeles, CA 90027	501(C)(3)	'Virtual' Neonatal Intensive Care Unit (VNICU)	\$252,830 00
7	City of Hope National Medical Center 1500 East Duarte Rd Duarte, CA 91010	501(C)(3)	Evidence-Based Practice Nurse Champions	\$181,516 00
8	David Geffen School of Medicine at UCLA, Department of Family Medicine 10833 Le Conte Avenue Box 951683 Los Angeles, CA 900095-1683	501(C)(3)	International Medical Graduate Program Scholarship (2008-2009)	\$50,000 00
9	David Geffen School of Medicine at UCLA, Geriatric Medicine 10945 Le Conte Ave , Suite 2339 Los Angeles, CA 90095	501(C)(3)	Team Care to Manage Chronic Illnesses in Older Persons	\$160,603 00
10	Glendale Memorial Hospital and Health Center 1420 S Central Ave Glendale, CA 91204	501(C)(3)	Breastfeeding Follow-up Clinic	\$209,078 00
11	Hoag Memorial Hospital Presbyterian One Hoag Drive PO Box 6100 Newport Beach, CA 92658-6100	501(C)(3)	Dementia Education Project	\$61,687 00
12	Huntington Memorial Hospital 100 W California Blvd Pasadena, CA 91105	501(C)(3)	Inpatient Palliative Care Program	\$330,000 00
13	Providence Little Company of Mary Hospital - Torrance 4101 Torrance Blvd Torrance, CA 90503	501(C)(3)	Advancement of Nursing Clinical Quality & Safety Program	\$312,684 00
14	Loma Linda University Medical Center 11234 Anderson St Loma Linda, CA 92354	501(C)(3)	SHIELD (Self Harm Intensive Education, Learning, and Development)	\$220,065.00

	Grantee Name Grantee Address	Status	Purpose of Grant	Amount
15	Loma Linda University Medical Center 11234 Anderson St. Loma Linda, CA 92354	501(C)(3)	LLUMC Tuberous Sclerosis Complex Clinic Establishing Its Future	\$81,275 00
16	Loma Linda University School of Dentistry 11092 Anderson St Loma Linda, CA 92354	501(C)(3)	Community Service Program	\$90,504 00
17	Loma Linda University School of Medicine Loma Linda, CA 92350	501(C)(3)	Medical Student Scholarship (2008-2009)	\$50,000 00
18	Mission Community Hospital Panorama Campus 14850 Roscoe Blvd. Panorama City, CA 91402	501(C)(3)	Nursing and Health Career Program	\$166,667 00
19	Mission Community Hospital Panorama Campus 14850 Roscoe Blvd Panorama City, CA 91402	501(C)(3)	ED Primary Care Center Project Psychiatric Evaluation and Counseling Center	\$214,992.00
20	National Health Foundation 515 S Figueroa St , Suite 1300 Los Angeles, CA 90071	501(C)(3)	Patient Safety Collaboratives	\$600,000 00
21	Northridge Hospital Medical Center 18300 Roscoe Blvd Northridge, CA 91328	501(C)(3)	Destination Northridge	\$330,682 00
22	Olive View-UCLA Medical Center 14445 Olive View Drive, 2C155 Sylmar, CA 91342	501(C)(3)	Arthritis Empowerment Program/Programa Del Empoderamiento De Artritis	\$91,139 00
23	Olive View-UCLA Medical Center 14445 Olive View Drive, 2C155 Sylmar, CA 91342	501(C)(3)	Vaughn School Based Health Center	\$348,227 00
24	Olive View-UCLA Medical Center 14445 Olive View Drive, 2C155 Sylmar, CA 91342	501(C)(3)	Spanish-Language Latino Outreach Cancer Program	\$10,000 00
25	Olive View-UCLA Medical Center 14445 Olive View Drive, 2C155 Sylmar, CA 91342	501(C)(3)	Spanish-Language Latino Outreach Cancer Program	\$150,000 00
26	Presbyterian Intercommunity Hospital 12401 Washington Blvd Whittier, CA 90602-1006	501(C)(3)	In Home Palliative Care Program	\$183,138 00
27	Providence Holy Cross Medical Center 15031 Rinaldi St Mission Hills, CA 91345	501(C)(3)	Health Systems Enhancement Patient Care Redesign Project	\$200,000 00
28	Providence Holy Cross Medical Center 15031 Rinaldi St Mission Hills, CA 91345	501(C)(3)	Facey Community Benefit Program & Providence Advanced Care Planning/Palliative Care Program	\$281,373 00

	Grantee Name Grantee Address	Status	Purpose of Grant	Amount
29	Saint John's Health Center 1328 Twenty-Second St Santa Monica, CA 90404	501(C)(3)	Evidence-Based Practice (EBP) Program Implementation for Nursing	\$56,978 00
30	St Mary Medical Center 1050 Linden Avenue Long Beach, CA 90813-3321	501(C)(3)	Long Beach Accelerated Nurse Scholar Program	\$119,571 00
31	St Francis Medical Center 3630 E Imperial Highway Lynwood, CA 90262-2636	501(C)(3)	Patient Care Institute- Emergency Department RN Training	\$144,000 00
32	UCI Program in Nursing Science UCI College of Health Sciences 231 Irvine Hall Irvine, CA 92697-3959	501(C)(3)	Clinical Nurse Educator Program (CNEP)	\$143,586 00
33	UCI School of Medicine 252 Irvine Hall Irvine, CA 92697-3950	501(C)(3)	Medical Student Scholarship (2008-2009)	\$50,000.00
34	David Geffen School of Medicine at UCLA 10833 Le Conte Ave , Ste 12-138CHS Los Angeles, CA 90095	501(C)(3)	Medical Student Scholarship (2008-2009)	\$50,000 00
35	UCLA Health System 1250 16th St Santa Monica, CA 90404	501(C)(3)	Angels Among Us Changing the Paradigm of Pediatric Palliative Care	\$350,000 00
36	UCLA School of Public Health 650 Charles E Young Drive 16-035 CHS Los Angeles, CA 90095-1772	501(C)(3)	Population Health Forecasting	\$258,006 00
37	USC Keck School of Medicine 1975 Zonal Ave , KAM415 Los Angeles, CA 90089	501(C)(3)	Health Information Management (HIM) Initiative	\$75,000 00
38	USC Keck School of Medicine 1975 Zonal Ave , KAM415 Los Angeles, CA 90089	501(C)(3)	LAC+USC Accreditation Quality Assurance Initiative	\$87,500 00
39	USC Keck School of Medicine 1975 Zonal Ave , KAM415 Los Angeles, CA 90089	501(C)(3)	Los Angeles County Elder Abuse Forensic Center	\$121,770 00
40	USC Keck School of Medicine 1975 Zonal Ave , KAM415 Los Angeles, CA 90089	501(C)(3)	Medical Student Scholarship (2008-2009)	\$50,000 00
41	USC Keck School of Medicine 1975 Zonal Ave , KAM415 Los Angeles, CA 90089	501(C)(3)	Clinical and Translational Science Institute Center for Community Translation (CCT II)	\$99,345 00
42	USC Keck School of Medicine 1975 Zonal Ave , KAM415 Los Angeles, CA 90089	501(C)(3)	Clinical and Translational Science Institute Center for Community Translation (CCT I)	\$198,692 00

	Grantee Name Grantee Address	Status	Purpose of Grant	Amount
43	USC Leonard Davis School of Gerontology Ethel Percy Andrus Gerontology Center 3715 McClintock Avenue Los Angeles, CA 90089-0191	501(C)(3)	General Support	\$5,000 00
44	Valley Presbyterian Hospital 15107 Vanowen Street Van Nuys, CA 91405	501(C)(3)	Valley Presbyterian Hospital Nurse Development	\$538,253 00
45	LAC + USC Medical Center 1200 N State St Los Angeles, CA 90033	501(C)(3)	Fetal Alcohol Spectrum Disorders (FASD) Subspecialty Clinic	\$120,845 00
46	Western University of Health Sciences 309 E Second St Pomona, CA 91766	501(C)(3)	Medical Student Scholarship (2008-2009)	\$50,000 00
47	The Alliance for Children's Rights 3333 Wilshire Blvd , Ste 550 Los Angeles, CA 90010-4111	501(C)(3)	Expanding Children's Health Access Program	\$85,000 00
48	The Alliance for Children's Rights 3333 Wilshire Blvd , Ste 550 Los Angeles, CA 90010-4111	501(C)(3)	Provide Assistance to Children Who Need Health Insurance	\$150.00
49	Bet Tzedek - The House of Justice 145 S Fairfax Ave , Suite 200 Los Angeles, CA 90036	501(C)(3)	Caregiver Training Coalition	\$244,300 00
50	California Science Center 700 Exposition Park Drive Los Angeles, CA 90037	501(C)(3)	Support for Science Education Programs	\$11,000 00
51	California State University Fullerton 800 N State College Blvd Fullerton, CA 92834	501(C)(3)	Health Promotion Research Institute	\$101,430 00
52	California State University Long Beach Foundation 6300 State University Dr , Suite 332 Long Beach, CA 90815	501(C)(3)	Nursing Support	\$625 00
53	Cancer Center of Santa Barbara 300 West Pueblo Street Santa Barbara, CA 93105	501(C)(3)	Cancer Treatment, Research & Education	\$2,500 00
54	Children's Bureau 1910 Magnolia Ave Los Angeles, CA 90007	501(C)(3)	NuParent, Promotoras, and Family Health Clinic	\$180,000.00
55	Children's Bureau 1910 Magnolia Ave Los Angeles, CA 90007	501(C)(3)	Healthcare Services for Children	\$9,000 00
56	Children's Burn Foundation 5000 Van Nuys Blvd , Suite 300 Snerman Oaks, CA 91403-1784	501(C)(3)	Post-Discharge Needs of Burned Children	\$500 00

	Grantee Name Grantee Address	Status	Purpose of Grant	Amount
57	Cleveland Chiropractic College Los Angeles Campus 590 N. Vermont Ave. Los Angeles, CA 90004	501(C)(3)	Pilot Randomized Trial to Assess Manipulation on Hip Osteoarthritis (HOA)	\$50,000 00
58	Clinica Monseñor Oscar A. Romero 123 S. Alvarado St Los Angeles, CA 90057	501(C)(3)	Medication Adherence and Pharmacy Project	\$300,000 00
59	Community Partners 1000 N. Alameda St., Suite 240 Los Angeles, CA 90012	501(C)(3)	BCCQ Phase II	\$500,000 00
60	Executive Service Corps of Southern California 520 S. Lafayette Park Pl., Suite 210 Los Angeles, CA 90057-1607	501(C)(3)	Healthcare Related Consulting Services	\$2,000 00
61	Executive Service Corps of Southern California 520 S. Lafayette Park Pl., Suite 210 Los Angeles, CA 90057-1607	501(C)(3)	Charles Drew University Management Assistance Program (Phase I)	\$15,000 00
62	KCRW Foundation 1900 Pico Blvd Santa Monica, CA 90405	501(C)(3)	Health Related Programming	\$50 00
63	KPCC Southern California Public Radio 1570 E. Colorado Blvd Pasadena, CA 91106-2003	501(C)(3)	Healthcare Related Broadcasting	\$200 00
64	LA's BEST 200 N. Spring St., Suite M-120 Los Angeles, CA 90012	501(C)(3)	Health Curriculum	\$5,000 00
65	Library Foundation of Los Angeles 630 W. Fifth St Los Angeles, CA 90071	501(C)(3)	Los Angeles Public Library Health Information Centers 2008-2009	\$137,500 00
66	Library Foundation of Los Angeles 630 W. Fifth St Los Angeles, CA 90071	501(C)(3)	Healthcare Literacy	\$100 00
67	Los Angeles International Charter High School 625 Coleman Ave Los Angeles, CA 90042	501(C)(3)	Health Education	\$100.00
68	Marlborough School 250 S. Rossmore Ave Los Angeles, CA 90004	501(C)(3)	Health Education	\$1,000 00
69	Montecito Retirement Association Casa Donnda 300 Hot Springs Road Montecito, CA 93108	501(C)(3)	General Support	\$1,000 00
70	Mount St. Mary's College 12001 Chalon Road Los Angeles, CA 90049-1599	501(C)(3)	ADN to MSN Bridge Program	\$91,071 00

	Grantee Name Grantee Address	Status	Purpose of Grant	Amount
71	Mount St Mary's College 12001 Chalon Road Los Angeles, CA 90049-1599	501(C)(3)	Health Education	\$50 00
72	Mount St Mary's College 12001 Chalon Road Los Angeles, CA 90049-1599	501(C)(3)	Nursing Support	\$1,500 00
73	National Institute of Transplantation S Mark Taper Foundation Transplant Center 2200 W 3rd St, Ste 100 Los Angeles, CA 90057	501(C)(3)	The Advancement of the Art and Science of Organ Transplantation	\$2,500 00
74	National Institute of Transplantation S Mark Taper Foundation Transplant Center 2200 W 3rd St, Ste 100 Los Angeles, CA 90057	501(C)(3)	In Loving Memory of Margit Sjogren	\$5,000 00
75	Now I Lay Me Down to Sleep 7201 S Broadway, Suite 150 Littleton, CO 80122	501(C)(3)	General Support	\$100.00
76	Polytechnic School 1030 E California Blvd Pasadena, CA 91106-4042	501(C)(3)	Health Education	\$1,000 00
77	Pardee RAND Graduate School 1776 Main Street Santa Monica, CA 90407	501(C)(3)	Health Education	\$1,000 00
78	Ronald McDonald House Chanties Southern California 765 S Pasadena Avenue Pasadena, CA 91105	501(C)(3)	Measunng the Impact of Ronald McDonald Houses and Family Camps	\$188,235 00
79	Southern California Grantmakers 1000 N Alameda St, Suite 230 Los Angeles, CA 90012	501(C)(3)	Organizational Capacity Building	\$50,000 00
80	Southern California Grantmakers 1000 N Alameda St, Suite 230 Los Angeles, CA 90012	501(C)(3)	Annual Membership (2009)	\$10,000 00
81	St George Parsh School 322 West 'D' Street Ontano, CA 91762	501(C)(3)	General Support	\$50 00
82	St John's Well Child & Family Center 5701 S Hoover St Los Angeles, CA 90037	501(C)(3)	Magnolia Place Project	\$257,631 00
83	St Mary's Mission Highway 1, P O Box 189 Redlake, MN 56671	501(C)(3)	Healthcare Services for Children	\$50 00
84	St Mary's Mission Highway 1, P.O Box 189 Redlake, MN 56671	501(C)(3)	Health Education	\$50 00

	Grantee Name Grantee Address	Status	Purpose of Grant	Amount
85	The Trust for Public Land Los Angeles Office LA River Center 570 West Avenue 26, Suite 300 Los Angeles, CA 90065	501(C)(3)	General Support	\$55 00
86	The Riordan Programs 110 Westwood Plaza, Suite D304A Los Angeles, CA 90095-1481	501(C)(3)	Healthcare Management Program	\$50,000 00
87	United Way of Greater Los Angeles 523 W 6th St Los Angeles, CA 90014	501(C)(3)	Support for the National Institute of Transplantation and the UCLA Fund	\$20,000 00
88	USC School of Policy, Planning and Development University of Southern California Lewis Hall 312 Los Angeles, CA 90089	501(C)(3)	The Center on Philanthropy & Public Policy's Los Angeles Foundation Leadership Group	\$10,000 00
89	Venice Family Clinic 604 Rose Ave Venice, CA 90291	501(C)(3)	Integrating Community-Based Dental & Pnmary Care Services in Los Angeles' Westside	\$108,039 00
90	Venice Family Clinic 604 Rose Ave Venice, CA 90291	501(C)(3)	Integrating Community-Based Dental & Pnmary Care Services in Los Angeles' Westside	\$108,039 00
91	The Weingart Center Association 566 S San Pedro St Los Angeles, CA 90013	501(C)(3)	Los Angeles Central Providers Collaborative (LACPC) AmeriCorps Hope for the Homeless Program	\$80,000 00
92	The Wellness Community - South Bay Cities 109 W Torrance Blvd Redondo Beach, CA 90277	501(C)(3)	Psychosocial Support for Cancer Patients and Their Families	\$35,000 00
93	The Wounded Warrior Project 7020 A C Skinner Pkwy, Suite 100 Jacksonville, FL 32256	501(C)(3)	General Support	\$2,000 00
				<u>\$10,907,102 39</u>

UNIHEALTH FOUNDATION

95-5004033

1/21/10

03.25PM

STATEMENT 1
FORM 990-PF, PART I, LINE 16A
LEGAL FEES

	(A) EXPENSES PER BOOKS	(B) NET INVESTMENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
MUSICK PEELER & GARRETT LLP	\$ 7,792.	\$ 7,792.		
STROOCK & STROOCK & LAVAN LLP	2,140.	2,140.		
TESSER & RUTTENBERG	71.	71.		
TOTAL	\$ 10,003.	\$ 10,003.	\$ 0.	\$ 0.

STATEMENT 2
FORM 990-PF, PART I, LINE 16B
ACCOUNTING FEES

	(A) EXPENSES PER BOOKS	(B) NET INVESTMENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
LARUE CORRIGAN MCCORMICK & TEASDALE LLP	\$ 44,705.	\$ 22,353.		\$ 22,352.
TOTAL	\$ 44,705.	\$ 22,353.	\$ 0.	\$ 22,352.

STATEMENT 3
FORM 990-PF, PART I, LINE 16C
OTHER PROFESSIONAL FEES

	(A) EXPENSES PER BOOKS	(B) NET INVESTMENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
AETOS	\$ 25,907.	\$ 25,907.		
ARTIS TECHNOLOGY	75,491.	75,491.		
BARROW HANLEY INVESTMENT MNGT	94,089.	94,089.		
BNY MELLON ASSET SERVICING	150,369.	150,369.		
CANTEBURY CONSULTING, INC	170,668.	170,668.		
CAPITAL GUARDIAN INVESTMENT MNGT	39,099.	39,099.		
CENTURY CAPITAL MANAGEMENT	40,367.	40,367.		
CRAMER ROSENTHAL MCGLYNN	91,059.	91,059.		
GIOVINE INVESTMENT	81,624.	81,624.		
INTECH	37,921.	37,921.		
KING STREET CAPITAL	86,081.	86,081.		
MADISON STREET	122,547.	122,547.		
OAK HILL	16,132.	16,132.		
OAKTREE CAPITAL MANAGMENT	125,547.	125,547.		
OTHER INVESTMENT & CUSTODIAL FEES	45,336.	45,336.		
PACIFIC ALTERNATIVE ASSET MGMT	98,671.	98,671.		
PACIFIC INVESTMENT MANAGEMENT	127,794.	127,794.		
PASS THROUGH ENTITIES EXPENSES	461,148.	461,148.		
RLH INVESTORS	93,992.	93,992.		
SHUMWAY	83,358.	83,358.		
SIGULER GUFF	26,973.	26,973.		
SOUTHPORT ENERGY	82,945.	82,945.		
SOUTHPORT MILLENNIUM	5,151.	5,151.		
TRANSAMERICA INVESTMENT MNGT	129,323.	129,323.		
VAUGHN NELSON MANAGEMENT	91,906.	91,906.		

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STATEMENT 3 (CONTINUED)
FORM 990-PF, PART I, LINE 16C
OTHER PROFESSIONAL FEES

	(A) EXPENSES PER BOOKS	(B) NET INVESTMENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
YORK CREDIT OPPORTUNITIES	\$ 56,389.	\$ 56,389.		
TOTAL	\$ 2,459,887.	\$ 2,459,887.	\$ 0.	\$ 0.

STATEMENT 4
FORM 990-PF, PART I, LINE 18
TAXES

	(A) EXPENSES PER BOOKS	(B) NET INVESTMENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
EXCISE & INCOME TAXES	\$ 138,044.	\$ 69,022.		
PAYROLL TAXES	49,016.	24,508.		\$ 24,508.
TOTAL	\$ 187,060.	\$ 93,530.	\$ 0.	\$ 24,508.

STATEMENT 5
FORM 990-PF, PART I, LINE 23
OTHER EXPENSES

	(A) EXPENSES PER BOOKS	(B) NET INVESTMENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
AUTO STIPEND	\$ 24,000.			\$ 24,000.
BOARD MEETINGS	6,613.	\$ 3,307.		3,306.
BOND FEES	19,474.	19,474.		
CONSULTANTS	10,974.	5,402.		5,572.
COURIER	1,238.	619.		619.
DUES & SUBSCRIPTIONS	4,277.	1,207.		3,070.
EQUIPMENT RENTAL	2,491.	1,246.		1,245.
INSURANCE	80,315.	40,158.		40,157.
MAINTENANCE, REPAIRS & UTILITIES	30,537.	15,269.		15,268.
NON SALARY COST	18,058.	18,058.		
PARKING VALIDATIONS	910.	455.		455.
POSTAGE	1,350.	675.		675.
PROFESSIONAL DEVELOPMENT	26,500.	25,460.		1,040.
RECORD STORAGE	48,081.	48,081.		
SUPPLIES	12,813.	6,407.		6,406.
TELEPHONE	7,564.	3,782.		3,782.
WORKER'S COMP INSURANCE	3,919.	1,960.		1,959.
TOTAL	\$ 299,114.	\$ 191,560.	\$ 0.	\$ 107,554.

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STATEMENT 6
FORM 990-PF, PART II, LINE 10B
INVESTMENTS - CORPORATE STOCKS

<u>CORPORATE STOCKS</u>	<u>VALUATION METHOD</u>	<u>BOOK VALUE</u>	<u>FAIR MARKET VALUE</u>
UNIMED / VERTIHEALTH	MKT VAL	\$ -48,666.	\$ -48,666.
TRANSAMERICA EQUITY FUND	MKT VAL	16,925,592.	16,925,592.
CRAMER ROSENTHAL	MKT VAL	14,507,375.	14,507,375.
BARROW HANLEY	MKT VAL	13,108,658.	13,108,658.
CAP GUARDIAN INTL	MKT VAL	5,947,280.	5,947,280.
WILLIAM BLAIR INTL	MKT VAL	4,774,039.	4,774,039.
CAUSEWAY CAP INTL	MKT VAL	4,789,809.	4,789,809.
P A A M CO	MKT VAL	9,143,734.	9,143,734.
AETOS	MKT VAL	8,319,532.	8,319,532.
INTECH	MKT VAL	1,511.	1,511.
W A M C O	MKT VAL	18,319,577.	18,319,577.
CENTURY CAPITAL	MKT VAL	1,594.	1,594.
VAUGHN NELSON	MKT VAL	7,287,519.	7,287,519.
VANGUARD INTERNATIONAL	MKT VAL	2,521,413.	2,521,413.
MELLON TRANSITION MANAGEMENT	MKT VAL	1,250.	1,250.
	TOTAL	\$ 105600217.	\$ 105,600,217.

STATEMENT 7
FORM 990-PF, PART II, LINE 10C
INVESTMENTS - CORPORATE BONDS

<u>CORPORATE BONDS</u>	<u>VALUATION METHOD</u>	<u>BOOK VALUE</u>	<u>FAIR MARKET VALUE</u>
PIMCO TOTAL RETURN	MKT VAL	\$ 74,055,688.	\$ 74,055,688.
TRANSAMERICA FIXED INCOME	MKT VAL	16,905,827.	16,905,827.
	TOTAL	\$ 90,961,515.	\$ 90,961,515.

STATEMENT 8
FORM 990-PF, PART II, LINE 13
INVESTMENTS - OTHER

<u>OTHER INVESTMENTS</u>	<u>VALUATION METHOD</u>	<u>BOOK VALUE</u>	<u>FAIR MARKET VALUE</u>
OCM PRINCIPAL OPPORTUNITIES FUND IV, LP	MKT VAL	\$ 2,995,922.	\$ 2,995,922.
OCM OPPORTUNITIES FUND VII, LP	MKT VAL	2,467,714.	2,467,714.
RLH INVESTORS II, LP	MKT VAL	2,798,926.	2,798,926.
JP MORGAN SLP III	MKT VAL	1,196,473.	1,196,473.
OAK HILL CAPITAL III	MKT VAL	750,237.	750,237.
SIGULAR GUFF BRIC FUND II	MKT VAL	589,276.	589,276.
OCM OPPORTUNITIES FUND VII (B)	MKT VAL	2,574,886.	2,574,886.
GOLDEN TREE OFFSHORE FUND	MKT VAL	2,620,396.	2,620,396.
KING STREET CAPITAL LTD	MKT VAL	5,738,747.	5,738,747.
GIOVINE INVESTORS PARTNERS	MKT VAL	4,018,020.	4,018,020.
SOUTHPORT MILLENNIUM OFFSHORE	MKT VAL	356,201.	356,201.
SOUTHPORT ENERGY PLUS OFFSHORE	MKT VAL	4,057,470.	4,057,470.
COGENT INV STRATEGIES-MADISON ST	MKT VAL	4,340,003.	4,340,003.
ARTIS TECHNOLOGY	MKT VAL	5,032,701.	5,032,701.

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STATEMENT 8 (CONTINUED)
FORM 990-PF, PART II, LINE 13
INVESTMENTS - OTHER

	VALUATION METHOD	BOOK VALUE	FAIR MARKET VALUE
<u>OTHER INVESTMENTS</u>			
SHUMWAY-SCP OCEAN FUND	MKT VAL	\$ 3,214,587.	\$ 3,214,587.
YORK CREDIT OPPS UNIT TRUST	MKT VAL	3,759,281.	3,759,281.
	TOTAL	<u>\$ 46,510,840.</u>	<u>\$ 46,510,840.</u>

STATEMENT 9
FORM 990-PF, PART II, LINE 14
LAND, BUILDINGS, AND EQUIPMENT

CATEGORY	BASIS	ACCUM. DEPREC.	BOOK VALUE	FAIR MARKET VALUE
FURNITURE AND FIXTURES	\$ 36,174.	\$ 33,592.	\$ 2,582.	\$ 2,582.
MACHINERY AND EQUIPMENT	26,746.	23,220.	3,526.	3,526.
IMPROVEMENTS	31,364.	16,426.	14,938.	14,938.
TOTAL	<u>\$ 94,284.</u>	<u>\$ 73,238.</u>	<u>\$ 21,046.</u>	<u>\$ 21,046.</u>

STATEMENT 10
FORM 990-PF, PART II, LINE 15
OTHER ASSETS

	BOOK VALUE	FAIR MARKET VALUE
DEFERRED COMPENSATION	\$ 247,650.	\$ 247,650.
DEPOSITS	9,165.	9,165.
TOTAL	<u>\$ 256,815.</u>	<u>\$ 256,815.</u>

STATEMENT 11
FORM 990-PF, PART II, LINE 22
OTHER LIABILITIES

EMPLOYEE SETTLEMENT	\$ 627,000.
DEFERRED COMPENSATION	247,650.
BOND RELATED FEES	100,565.
RESERVE FOR DISCONTINUED OPERATIONS	10,109.
ACCRUED EXPENSES	386,878.
TOTAL	<u>\$ 1,372,202.</u>

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STATEMENT 12
FORM 990-PF, PART III, LINE 3
OTHER INCREASES

CHANGE IN ACCOUNTING ESTIMATE	\$	60,000.
UNREALIZED GAIN IN SUBSIDIARY		19,428.
UNREALIZED GAINS & PASS THROUGH ADJ		29,229,610.
TOTAL	\$	<u>29,309,038.</u>

STATEMENT 13
FORM 990-PF, PART VIII, LINE 1
LIST OF OFFICERS, DIRECTORS, TRUSTEES, AND KEY EMPLOYEES

NAME AND ADDRESS	TITLE AND AVERAGE HOURS PER WEEK DEVOTED	COMPEN- SATION	CONTRI- BUTION TO EBP & DC	EXPENSE ACCOUNT/ OTHER
DAVID CARPENTER 800 WILSHIRE BLVE, SUITE 1300 LOS ANGELES, CA 90017	CHAIRMAN & CEO 20.00	\$ 150,000.	\$ 22,500.	\$ 9,600.
MARY ODELL 800 WILSHIRE BLVE, SUITE 1300 LOS ANGELES, CA 90017	PRESIDENT 40.00	207,500.	30,375.	9,600.
KATHLEEN SALAZAR 800 WILSHIRE BLVE, SUITE 1300 LOS ANGELES, CA 90017	CFO 40.00	166,540.	22,500.	0.
DAVID S. CANNOM 800 WILSHIRE BLVD, SUITE 1300 LOS ANGELES, CA 90017	DIRECTOR 0	7,750.	0.	0.
BRADLEY CALL 800 WILSHIRE BLVD, SUITE 1300 LOS ANGELES, CA 90017	DIRECTOR 5.00	28,000.	0.	0.
LYDIA KENNARD 800 WILSHIRE BLVD, SUITE 1300 LOS ANGELES, CA 90017	DIRECTOR 5.00	25,500.	0.	0.
CHARLES REED 800 WILSHIRE BLVD, SUITE 1300 LOS ANGELES, CA 90017	DIRECTOR 5.00	27,500.	0.	0.
KEITH RENKEN 800 WILSHIRE BLVD, SUITE 1300 LOS ANGELES, CA 90017	DIRECTOR 5.00	24,750.	0.	0.
FRANK SANCHEZ 800 WILSHIRE BLVD, SUITE 1300 LOS ANGELES, CA 90017	DIRECTOR 5.00	21,500.	0.	0.

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STATEMENT 13 (CONTINUED)
FORM 990-PF, PART VIII, LINE 1
LIST OF OFFICERS, DIRECTORS, TRUSTEES, AND KEY EMPLOYEES

NAME AND ADDRESS	TITLE AND AVERAGE HOURS PER WEEK DEVOTED	COMPEN- SATION	CONTRI- BUTION TO EBP & DC	EXPENSE ACCOUNT/ OTHER
JEAN BIXBY SMITH 800 WILSHIRE BLVE, SUITE 1300 LOS ANGELES, CA 90017	DIRECTOR 5.00	\$ 21,000.	\$ 0.	\$ 0.

TOTAL \$ 680,040. \$ 75,375. \$ 19,200.

STATEMENT 14
FORM 990-PF, PART XV, LINE 2A-D
APPLICATION SUBMISSION INFORMATION

NAME OF GRANT PROGRAM:
NAME: UNIHEALTH FOUNDATION
CARE OF: MARY ODELL
STREET ADDRESS: 800 WILSHIRE BLVD., SUITE 1300
CITY, STATE, ZIP CODE: LOS ANGELES, CA 90017
TELEPHONE:
FORM AND CONTENT: GRANT APPLICATION OUTLINE PROVIDED UPON SUBMISSION OF
LETTER OF INQUIRY
SUBMISSION DEADLINES: DETERMINED ON AN ANNUAL BASIS
RESTRICTIONS ON AWARDS: AWARDS RESTRICTED GEOGRAPHICALLY

9/30/09

2008 FEDERAL BOOK SUMMARY DEPRECIATION SCHEDULE

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NO.	DESCRIPTION	DATE ACQUIRED	DATE SOLD	COST/ BASIS	BUS. PCT.	CUR 179/ SDA	PRIOR 179/ SDA/ DEPR	METHOD	LIFE	CURRENT DEPR.
FORM 199										
FURNITURE AND FIXTURES										
1	6 LATERAL STEELCASE FILES	6/30/91		3,064			2,130	S/L	20	153
2	9 LATERAL FILES	8/30/91		5,035			5,035	S/L	10	0
3	10 LATERAL FILES	12/30/91		4,474			3,752	S/L	15	0
4	RECEPTION CHAIRS	7/30/98		1,616			1,616	S/L	5	0
5	OFFICE FURNITURE	7/30/95		14,441			14,441	S/L	10	0
6	VERTICAL 4 DRAWER FILE	12/30/99		1,203			839	S/L	10	120
11	PROXIMA LSI PROJECTOR	12/30/99		3,768			3,768	S/L	5	0
12	CONF ROOM FURNITRE	4/28/05		2,573			878	S/L	10	257
TOTAL FURNITURE AND FIXTURE				36,174		0	32,459			530
IMPROVEMENTS										
8	LHI, 800 WILSHIRE	6/30/04		30,427			12,933	S/L	10	3,043
10	LHI, 800 WILSHIRE	11/17/04		937			360	S/L	10	94
TOTAL IMPROVEMENTS				31,364		0	13,293			3,137
MACHINERY AND EQUIPMENT										
7	LAPTOP COMPUTERS	2/29/00		6,260			6,260	S/L	3	0
9	COMPUTERS	6/30/04		11,059			11,059	S/L	3	0
13	SOFTWARE	1/24/05		3,831			3,831	S/L	3	0
14	COMPUTER	9/30/05		1,249			1,249	S/L	3	0
15	COMPUTER EQUIPMENT	7/16/09		4,347				S/L	3	242
TOTAL MACHINERY AND EQUIPME				26,746		0	22,399			242
TOTAL DEPRECIATION				94,284		0	68,151			3,909
GRAND TOTAL DEPRECIATION				94,284		0	68,151			3,909