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

OMB No 1545 0052

**2010**Department of the Treasury  
Internal Revenue Service

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

For calendar year 2010, or tax year beginning , 2010, and ending

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

COLBURN FOUNDATION  
1000 WILSHIRE BLVD., SUITE 340  
LOS ANGELES, CA 90017

A Employer identification number

95-4693145

B Telephone number (see the instructions)

(213) 452-4300

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)

\$ 133,425,132.

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)  
 2 Ck ☒ if the foundn is not req to att Sch B  
 3 Interest on savings and temporary cash investments  
 4 Dividends and interest from securities  
 5a Gross rents  
   b Net rental income or (loss)  
 6a Net gain/(loss) from sale of assets not on line 10  
   b Gross sales price for all assets on line 6a  
 7 Capital gain net income (from Part IV, line 2)  
 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)

SEE STATEMENT 1

12 Total. Add lines 1 through 11

ADMINISTRATIVE AND OPERATING EXPENSES

- 13 Compensation of officers, directors, trustees, etc  
 14 Other employee salaries and wages  
 15 Pension plans, employee benefits  
 16a Legal fees (attach schedule) SEE ST 2  
   b Accounting fees (attach sch) SEE ST 3  
   c Other prof fees (attach sch) SEE ST 4  
 17 Interest  
 18 Taxes (attach schedule)(see instr) SEE STM 5  
 19 Depreciation (attach sch) and depletion  
 20 Occupancy  
 21 Travel, conferences, and meetings  
 22 Printing and publications  
 23 Other expenses (attach schedule)

SEE STATEMENT 6

24 Total operating and administrative expenses. Add lines 13 through 23

25 Contributions, gifts, grants paid PART XV

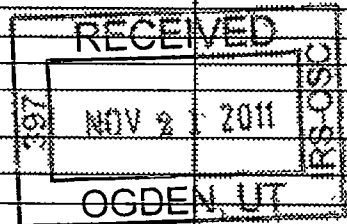
26 Total expenses and disbursements. Add lines 24 and 25

27 Subtract line 26 from line 12:

a Excess of revenue over expenses and disbursements

b Net investment income (if negative, enter 0)

c Adjusted net income (if negative, enter 0)



G14 9

| Part II Balance Sheets      |                                                                                                      | Attached schedules and amounts in the description column should be for end of year amounts only (See instructions)          |              | Beginning of year | End of year    |                       |
|-----------------------------|------------------------------------------------------------------------------------------------------|-----------------------------------------------------------------------------------------------------------------------------|--------------|-------------------|----------------|-----------------------|
|                             |                                                                                                      |                                                                                                                             |              | (a) Book Value    | (b) Book Value | (c) Fair Market Value |
| ASSETS                      | 1                                                                                                    | Cash — non-interest-bearing                                                                                                 |              |                   |                |                       |
|                             | 2                                                                                                    | Savings and temporary cash investments                                                                                      |              | 183,192.          | 67,830.        | 67,830.               |
|                             | 3                                                                                                    | Accounts receivable                                                                                                         |              |                   |                |                       |
|                             |                                                                                                      | Less: allowance for doubtful accounts                                                                                       |              |                   |                |                       |
|                             | 4                                                                                                    | Pledges receivable                                                                                                          |              |                   |                |                       |
|                             |                                                                                                      | Less: allowance for doubtful accounts                                                                                       |              |                   |                |                       |
|                             | 5                                                                                                    | Grants receivable                                                                                                           |              |                   |                |                       |
|                             | 6                                                                                                    | Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see 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                                                                                       |              | 2,531.            | 6,236.         | 6,236.                |
|                             | 10a                                                                                                  | Investments — U.S. and state government obligations (attach schedule)                                                       |              |                   |                |                       |
|                             | b                                                                                                    | Investments — corporate stock (attach schedule)                                                                             |              |                   |                |                       |
|                             | c                                                                                                    | Investments — corporate bonds (attach schedule)                                                                             |              |                   |                |                       |
|                             | 11                                                                                                   | Investments — land, buildings, and equipment: basis                                                                         |              |                   |                |                       |
|                             | Less: accumulated depreciation (attach schedule)                                                     |                                                                                                                             |              |                   |                |                       |
| 12                          | Investments — mortgage loans                                                                         |                                                                                                                             |              |                   |                |                       |
| 13                          | Investments — other (attach schedule) STATEMENT 7                                                    |                                                                                                                             | 120,099,126. | 133,335,881.      | 133,335,881.   |                       |
| 14                          | Land, buildings, and equipment: basis 13,172.                                                        |                                                                                                                             |              |                   |                |                       |
|                             | Less: accumulated depreciation (attach schedule) SEE STMT 8 13,172.                                  |                                                                                                                             |              |                   |                |                       |
| 15                          | Other assets (describe SEE STATEMENT 9)                                                              |                                                                                                                             | 812,706.     | 15,185.           | 15,185.        |                       |
| 16                          | Total assets (to be completed by all filers — see instructions. Also, see page 1, item I)            |                                                                                                                             | 121,097,555. | 133,425,132.      | 133,425,132.   |                       |
| LIABILITIES                 | 17                                                                                                   | Accounts payable and accrued expenses                                                                                       |              | 49,027.           | 3,288.         |                       |
|                             | 18                                                                                                   | Grants payable                                                                                                              |              | 9,352,505.        | 7,893,424.     |                       |
|                             | 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 10)                                                                               |              | 36,560.           | 242,014.       |                       |
|                             | 23                                                                                                   | Total liabilities (add lines 17 through 22)                                                                                 |              | 9,438,092.        | 8,138,726.     |                       |
| NET ASSETS OR FUND BALANCES | Foundations that follow SFAS 117, check here and complete lines 24 through 26 and lines 30 and 31. X |                                                                                                                             |              |                   |                |                       |
|                             | 24                                                                                                   | Unrestricted                                                                                                                |              | 111,659,463.      | 125,286,406.   |                       |
|                             | 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)                                                                    |              | 111,659,463.      | 125,286,406.   |                       |
|                             | 31                                                                                                   | Total liabilities and net assets/fund balances (see the instructions)                                                       |              | 121,097,555.      | 133,425,132.   |                       |

## 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 | 111,659,463. |
| 2 | Enter amount from Part I, line 27a                                                                                                                         | 2 | -3,325,229.  |
| 3 | Other increases not included in line 2 (itemize) SEE STATEMENT 11                                                                                          | 3 | 16,952,172.  |
| 4 | Add lines 1, 2, and 3                                                                                                                                      | 4 | 125,286,406. |
| 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 | 125,286,406. |

**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<br>P — Purchase<br>D — Donation | (c) Date acquired<br>(month, day, year) | (d) Date sold<br>(month, day, year) |
|------------------------------------------------------------------------------------------------------------------------------------------|--|--------------------------------------------------|-----------------------------------------|-------------------------------------|
| <b>1 a SEE STATEMENT 12</b>                                                                                                              |  |                                                  |                                         |                                     |
| <b>b</b>                                                                                                                                 |  |                                                  |                                         |                                     |
| <b>c</b>                                                                                                                                 |  |                                                  |                                         |                                     |
| <b>d</b>                                                                                                                                 |  |                                                  |                                         |                                     |
| <b>e</b>                                                                                                                                 |  |                                                  |                                         |                                     |

| (e) Gross sales price | (f) Depreciation allowed<br>(or allowable) | (g) Cost or other basis<br>plus expense of sale | (h) Gain or (loss)<br>(e) plus (f) minus (g) |
|-----------------------|--------------------------------------------|-------------------------------------------------|----------------------------------------------|
| <b>a</b>              |                                            |                                                 |                                              |
| <b>b</b>              |                                            |                                                 |                                              |
| <b>c</b>              |                                            |                                                 |                                              |
| <b>d</b>              |                                            |                                                 |                                              |
| <b>e</b>              |                                            |                                                 |                                              |

| Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69 |                                      |                                                     | (l) Gains (Column (h)<br>gain minus column (k), but not less<br>than -0-) or Losses (from column (h)) |
|---------------------------------------------------------------------------------------------|--------------------------------------|-----------------------------------------------------|-------------------------------------------------------------------------------------------------------|
| (i) Fair Market Value<br>as of 12/31/69                                                     | (j) Adjusted basis<br>as of 12/31/69 | (k) Excess of column (i)<br>over column (j), if any |                                                                                                       |
| <b>a</b>                                                                                    |                                      |                                                     |                                                                                                       |
| <b>b</b>                                                                                    |                                      |                                                     |                                                                                                       |
| <b>c</b>                                                                                    |                                      |                                                     |                                                                                                       |
| <b>d</b>                                                                                    |                                      |                                                     |                                                                                                       |
| <b>e</b>                                                                                    |                                      |                                                     |                                                                                                       |

|                                                                                        |                                                                                                                                          |          |                   |
|----------------------------------------------------------------------------------------|------------------------------------------------------------------------------------------------------------------------------------------|----------|-------------------|
| <b>2</b> Capital gain net income or (net capital loss).                                | <div> <div>If gain, also enter in Part I, line 7</div> <div>If (loss), enter -0- in Part I, line 7</div> </div>                          | <b>2</b> | <b>3,866,478.</b> |
| <b>3</b> Net short-term capital gain or (loss) as defined in sections 1222(5) and (6). | <div> <div>If gain, also enter in Part I, line 8, column (c) (see the instructions). If (loss), enter -0- in Part I, line 8</div> </div> | <b>3</b> | <b>0.</b>         |

**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.)

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)<br>Base period years<br>Calendar year (or tax year<br>beginning in) | (b)<br>Adjusted qualifying distributions | (c)<br>Net value of<br>noncharitable-use assets | (d)<br>Distribution ratio<br>(column (b) divided by column (c)) |
|-------------------------------------------------------------------------|------------------------------------------|-------------------------------------------------|-----------------------------------------------------------------|
| 2009                                                                    | 7,031,946.                               | 107,876,866.                                    | 0.065185                                                        |
| 2008                                                                    | 6,521,985.                               | 140,978,625.                                    | 0.046262                                                        |
| 2007                                                                    | 8,802,854.                               | 171,587,019.                                    | 0.051303                                                        |
| 2006                                                                    | 7,854,179.                               | 158,395,641.                                    | 0.049586                                                        |
| 2005                                                                    | 6,902,963.                               | 148,549,328.                                    | 0.046469                                                        |

|                                                                                                                                                                                       |          |                     |
|---------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|----------|---------------------|
| <b>2</b> Total of line 1, column (d)                                                                                                                                                  | <b>2</b> | <b>0.258805</b>     |
| <b>3</b> 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 | <b>3</b> | <b>0.051761</b>     |
| <b>4</b> Enter the net value of noncharitable-use assets for 2010 from Part X, line 5                                                                                                 | <b>4</b> | <b>119,458,385.</b> |
| <b>5</b> Multiply line 4 by line 3                                                                                                                                                    | <b>5</b> | <b>6,183,285.</b>   |
| <b>6</b> Enter 1% of net investment income (1% of Part I, line 27b)                                                                                                                   | <b>6</b> | <b>66,758.</b>      |
| <b>7</b> Add lines 5 and 6                                                                                                                                                            | <b>7</b> | <b>6,250,043.</b>   |
| <b>8</b> Enter qualifying distributions from Part XII, line 4                                                                                                                         | <b>8</b> | <b>6,645,555.</b>   |

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. <input type="checkbox"/> and enter 'N/A' on line 1.<br>Date of ruling or determination letter: _____ (attach copy of letter if necessary — see instr.) |    | 1        | 66,758. |
| b Domestic foundations that meet the section 4940(e) requirements in Part V, check here <input checked="" type="checkbox"/> and enter 1% of Part I, line 27b                                                                         |    |          |         |
| 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        | 66,758. |
| 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        | 66,758. |
| 6 Credits/Payments:                                                                                                                                                                                                                  |    |          |         |
| a 2010 estimated tax pmts and 2009 overpayment credited to 2010                                                                                                                                                                      | 6a | 76,679.  |         |
| b Exempt foreign organizations — tax withheld at source                                                                                                                                                                              | 6b |          |         |
| c Tax paid with application for extension of time to file (Form 8868)                                                                                                                                                                | 6c | 75,000.  |         |
| d Backup withholding erroneously withheld                                                                                                                                                                                            | 6d |          |         |
| 7 Total credits and payments. Add lines 6a through 6d                                                                                                                                                                                | 7  | 151,679. |         |
| 8 Enter any penalty for underpayment of estimated tax. Check here <input checked="" type="checkbox"/> if Form 2220 is attached                                                                                                       | 8  |          |         |
| 9 Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed                                                                                                                                                      | 9  | 0.       |         |
| 10 Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid                                                                                                                                         | 10 | 84,921.  |         |
| 11 Enter the amount of line 10 to be: Credited to 2011 estimated tax <b>84,921.</b> Refunded                                                                                                                                         | 11 | 0.       |         |

**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)?                                                                                                                                                                                         |     | X  |
| 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.                                                                                                                                        |     |    |
| 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.<br>(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?<br>If 'Yes,' attach a detailed description of the activities.                                                                                                                                                                      |     | 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? If 'Yes,' attach a conformed copy of the changes                                                                                                         | 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?                                                                                                                                                                                                                                                                   | X   |    |
| 5 Was there a liquidation, termination, dissolution, or substantial contraction during the year?<br>If 'Yes,' attach the statement required by General Instruction T.                                                                                                                                                                |     | X  |
| 6 Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either:<br>• By language in the governing instrument, or<br>• 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? If 'Yes,' complete Part II, column (c), and Part XV                                                                                                                                                                                                | X   |    |
| 8 a Enter the states to which the foundation reports or with which it is registered (see the instructions)<br>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? If 'No,' attach explanation                                                                                                                        | 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 2010 or the taxable year beginning in 2010 (see instructions for Part XIV)? If 'Yes,' complete Part XIV                                                                               |     | X  |
| 10 Did any persons become substantial contributors during the tax year? If 'Yes,' attach a schedule listing their names and addresses.                                                                                                                                                                                               |     | X  |

**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   |
| 2  | 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?<br>Website address <u>N/A</u>                                                                                                                                                                               | 13 | X   |     |
| 14 | The books are in care of <u>LAYNE PINKERNELL</u> Telephone no. <u>(213) 452-4300</u><br>Located at <u>COLBURN FOUNDATION 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 and enter the amount of tax-exempt interest received or accrued during the year <u>N/A</u>                                                                                                                                  | 15 |     | N/A |
| 16 | At any time during calendar year 2010, 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?<br>See the instructions for exceptions and filing requirements for Form TD F 90-22.1. If 'Yes,' enter the name of the foreign country | 16 | Yes | No  |
|    |                                                                                                                                                                                                                                                                                                                                 |    |     | X   |

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

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

|     |                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                 | Yes | No  |
|-----|-------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|-----|-----|
| 1a  | During the year did the foundation (either directly or indirectly):                                                                                                                                                                                                                                                                                                                                                                                                                             |     |     |
| (1) | Engage in the sale or exchange, or leasing of property with a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No                                                                                                                                                                                                                                                                                                                                          |     |     |
| (2) | Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No                                                                                                                                                                                                                                                                                                                  |     |     |
| (3) | Furnish goods, services, or facilities to (or accept them from) a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No                                                                                                                                                                                                                                                                                                                                      |     |     |
| (4) | Pay compensation to, or pay or reimburse the expenses of, a disqualified person? <input checked="" type="checkbox"/> Yes <input type="checkbox"/> No                                                                                                                                                                                                                                                                                                                                            |     |     |
| (5) | Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No                                                                                                                                                                                                                                                                                   |     |     |
| (6) | Agree to pay money or property to a government official? (Exception. Check 'No' if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days.) <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No                                                                                                                                                                                 |     |     |
| b   | If any answer is 'Yes' to 1a(1)-(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see the instructions)? Organizations relying on a current notice regarding disaster assistance check here <input type="checkbox"/>                                                                                                                                                            | 1b  | X   |
| c   | Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2010?                                                                                                                                                                                                                                                                                                         | 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 2010, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2010? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No<br>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 <b>not</b> 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? <input checked="" type="checkbox"/> Yes <input type="checkbox"/> No                                                                                                                                                                                                                                                                                                  |     |     |
| b   | If 'Yes,' did it have excess business holdings in 2010 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 2010.) | 3b  | X   |
| 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 2010?                                                                                                                                                                                                                                                               | 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 'Yes' to 6b, 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?

N/A

7b

**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 |
|----------------------|----------------------------------------------------------|-------------------------------------------|-----------------------------------------------------------------------|---------------------------------------|
| EE STATEMENT 13      |                                                          | 412,347.                                  | 22,309.                                                               | 0.                                    |
|                      |                                                          |                                           |                                                                       |                                       |
|                      |                                                          |                                           |                                                                       |                                       |
|                      |                                                          |                                           |                                                                       |                                       |
|                      |                                                          |                                           |                                                                       |                                       |

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

| (a) Name and address of each employee paid more than \$50,000              | (b) Title and average hours per week devoted to position | (c) Compensation | (d) Contributions to employee benefit plans and deferred compensation | (e) Expense account, other allowances |
|----------------------------------------------------------------------------|----------------------------------------------------------|------------------|-----------------------------------------------------------------------|---------------------------------------|
| KRISTIN RUNNELS<br>1000 WILSHIRE BLVD., SUITE 340<br>LOS ANGELES, CA 90017 | GRANT ADMIN<br>40                                        | 59,142.          | 7,154.                                                                | 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 |
|--------------------------------------------------------------------------|---------------------|------------------|
| SEE STATEMENT 14                                                         |                     | 360,685.         |
|                                                                          |                     |                  |
|                                                                          |                     |                  |
|                                                                          |                     |                  |
|                                                                          |                     |                  |
|                                                                          |                     |                  |
| 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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**Part X Minimum Investment Return** (All domestic foundations must complete this part. Foreign foundations, see instructions.)

|                                                                                                                              |           |              |
|------------------------------------------------------------------------------------------------------------------------------|-----------|--------------|
| <b>1</b> Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes:         |           |              |
| <b>a</b> Average monthly fair market value of securities . . . . .                                                           | <b>1a</b> | 121,016,464. |
| <b>b</b> Average of monthly cash balances . . . . .                                                                          | <b>1b</b> | 254,179.     |
| <b>c</b> Fair market value of all other assets (see instructions) . . . . .                                                  | <b>1c</b> | 6,905.       |
| <b>d</b> Total (add lines 1a, b, and c) . . . . .                                                                            | <b>1d</b> | 121,277,548. |
| <b>e</b> Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation) . . . . . | <b>1e</b> | 0.           |
| <b>2</b> Acquisition indebtedness applicable to line 1 assets . . . . .                                                      | <b>2</b>  | 0.           |
| <b>3</b> Subtract line 2 from line 1d . . . . .                                                                              | <b>3</b>  | 121,277,548. |
| <b>4</b> Cash deemed held for charitable activities. Enter 1-1/2% of line 3 (for greater amount, see instructions) . . . . . | <b>4</b>  | 1,819,163.   |
| <b>5</b> Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4. . . . .       | <b>5</b>  | 119,458,385. |
| <b>6</b> Minimum investment return. Enter 5% of line 5 . . . . .                                                             | <b>6</b>  | 5,972,919.   |

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

|                                                                                                                       |           |            |
|-----------------------------------------------------------------------------------------------------------------------|-----------|------------|
| <b>1</b> Minimum investment return from Part X, line 6 . . . . .                                                      | <b>1</b>  | 5,972,919. |
| <b>2a</b> Tax on investment income for 2010 from Part VI, line 5 . . . . .                                            | <b>2a</b> | 66,758.    |
| <b>b</b> Income tax for 2010. (This does not include the tax from Part VI.) . . . . .                                 | <b>2b</b> |            |
| <b>c</b> Add lines 2a and 2b . . . . .                                                                                | <b>2c</b> | 66,758.    |
| <b>3</b> Distributable amount before adjustments. Subtract line 2c from line 1 . . . . .                              | <b>3</b>  | 5,906,161. |
| <b>4</b> Recoveries of amounts treated as qualifying distributions . . . . .                                          | <b>4</b>  |            |
| <b>5</b> Add lines 3 and 4 . . . . .                                                                                  | <b>5</b>  | 5,906,161. |
| <b>6</b> Deduction from distributable amount (see instructions) . . . . .                                             | <b>6</b>  |            |
| <b>7</b> Distributable amount as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1 . . . . . | <b>7</b>  | 5,906,161. |

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

|                                                                                                                                                                         |           |            |
|-------------------------------------------------------------------------------------------------------------------------------------------------------------------------|-----------|------------|
| <b>1</b> Amounts paid (including administrative expenses) to accomplish charitable, etc., purposes:                                                                     |           |            |
| <b>a</b> Expenses, contributions, gifts, etc. — total from Part I, column (d), line 26 . . . . .                                                                        | <b>1a</b> | 6,645,555. |
| <b>b</b> Program-related investments — total from Part IX-B . . . . .                                                                                                   | <b>1b</b> |            |
| <b>2</b> Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes . . . . .                                            | <b>2</b>  |            |
| <b>3</b> Amounts set aside for specific charitable projects that satisfy the:                                                                                           |           |            |
| <b>a</b> Suitability test (prior IRS approval required) . . . . .                                                                                                       | <b>3a</b> |            |
| <b>b</b> Cash distribution test (attach the required schedule) . . . . .                                                                                                | <b>3b</b> |            |
| <b>4</b> Qualifying distributions. Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4 . . . . .                                           | <b>4</b>  | 6,645,555. |
| <b>5</b> Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income. Enter 1% of Part I, line 27b (see instructions) . . . . . | <b>5</b>  | 66,456.    |
| <b>6</b> Adjusted qualifying distributions. Subtract line 5 from line 4 . . . . .                                                                                       | <b>6</b>  | 6,579,099. |

**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)<br>Corpus | (b)<br>Years prior to 2009 | (c)<br>2009 | (d)<br>2010 |
|----------------------------------------------------------------------------------------------------------------------------------------------------------------------------|---------------|----------------------------|-------------|-------------|
| 1 Distributable amount for 2010 from Part XI, line 7                                                                                                                       |               |                            |             | 5,906,161.  |
| 2 Undistributed income, if any, as of the end of 2010:                                                                                                                     |               |                            |             |             |
| a Enter amount for 2009 only                                                                                                                                               |               |                            | 5,299,987.  |             |
| b Total for prior years: 20____, 20____, 20____                                                                                                                            |               | 0.                         |             |             |
| 3 Excess distributions carryover, if any, to 2010:                                                                                                                         |               |                            |             |             |
| a From 2005                                                                                                                                                                |               |                            |             |             |
| b From 2006                                                                                                                                                                |               |                            |             |             |
| c From 2007                                                                                                                                                                |               |                            |             |             |
| d From 2008                                                                                                                                                                |               |                            |             |             |
| e From 2009                                                                                                                                                                |               |                            |             |             |
| f Total of lines 3a through e                                                                                                                                              | 0.            |                            |             |             |
| 4 Qualifying distributions for 2010 from Part XII, line 4. ▶ \$ 6,645,555.                                                                                                 |               |                            |             |             |
| a Applied to 2009, but not more than line 2a...                                                                                                                            |               |                            | 5,299,987.  |             |
| 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 2010 distributable amount                                                                                                                                     |               |                            |             | 1,345,568.  |
| e Remaining amount distributed out of corpus                                                                                                                               | 0.            |                            |             |             |
| 5 Excess distributions carryover applied to 2010 (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                                                                                                                          | 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 2009. Subtract line 4a from line 2a. Taxable amount — see instructions                                                                          |               |                            | 0.          |             |
| f Undistributed income for 2010. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2011                                                              |               |                            |             | 4,560,593.  |
| 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 2005 not applied on line 5 or line 7 (see instructions)                                                                              | 0.            |                            |             |             |
| 9 Excess distributions carryover to 2011. Subtract lines 7 and 8 from line 6a                                                                                              | 0.            |                            |             |             |
| 10 Analysis of line 9:                                                                                                                                                     |               |                            |             |             |
| a Excess from 2006                                                                                                                                                         |               |                            |             |             |
| b Excess from 2007                                                                                                                                                         |               |                            |             |             |
| c Excess from 2008                                                                                                                                                         |               |                            |             |             |
| d Excess from 2009                                                                                                                                                         |               |                            |             |             |
| e Excess from 2010                                                                                                                                                         |               |                            |             |             |

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N/A

4942(1)(5)

(4) Gross investment income

[illegible]

NONE

NONE

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

SEE STATEMENT 15

**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                                                  | If recipient is an individual,<br>show any relationship to<br>any foundation manager or<br>substantial contributor | Foundation<br>status of<br>recipient | Purpose of grant or<br>contribution | Amount            |
|------------------------------------------------------------|--------------------------------------------------------------------------------------------------------------------|--------------------------------------|-------------------------------------|-------------------|
| Name and address (home or business)                        |                                                                                                                    |                                      |                                     |                   |
| <i>a Paid during the year</i><br>SEE STATEMENT # <b>17</b> | NONE                                                                                                               |                                      |                                     | 5,919,628.        |
| <b>Total</b>                                               |                                                                                                                    |                                      |                                     | <b>5,919,628.</b> |
| <i>b Approved for future payment</i><br>SEE STATEMENT 16   |                                                                                                                    |                                      |                                     |                   |
| <b>Total</b>                                               |                                                                                                                    |                                      |                                     | <b>8,285,000.</b> |

## Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated.

| Enter gross amounts unless otherwise indicated. |                                                                | Unrelated business income |                               | Excluded by section 512, 513, or 514 |            | (e)<br>Related or exempt<br>function income<br>(see the instructions) |
|-------------------------------------------------|----------------------------------------------------------------|---------------------------|-------------------------------|--------------------------------------|------------|-----------------------------------------------------------------------|
|                                                 | (a)<br>Business<br>code                                        | (b)<br>Amount             | (c)<br>Exclu-<br>sion<br>code | (d)<br>Amount                        |            |                                                                       |
| 1                                               | Program service revenue.                                       |                           |                               |                                      |            |                                                                       |
| a                                               |                                                                |                           |                               |                                      |            |                                                                       |
| b                                               |                                                                |                           |                               |                                      |            |                                                                       |
| c                                               |                                                                |                           |                               |                                      |            |                                                                       |
| d                                               |                                                                |                           |                               |                                      |            |                                                                       |
| e                                               |                                                                |                           |                               |                                      |            |                                                                       |
| f                                               |                                                                |                           |                               |                                      |            |                                                                       |
| g                                               | Fees and contracts from government agencies                    |                           |                               |                                      |            |                                                                       |
| 2                                               | Membership dues and assessments                                |                           |                               |                                      |            |                                                                       |
| 3                                               | Interest on savings and temporary cash investments. . . .      |                           |                               | 14                                   | 102.       |                                                                       |
| 4                                               | Dividends and interest from securities                         |                           |                               | 14                                   | 3,125,715. |                                                                       |
| 5                                               | Net rental income or (loss) from real estate:                  |                           |                               |                                      |            |                                                                       |
| a                                               | Debt-financed property                                         |                           |                               |                                      |            |                                                                       |
| b                                               | Not debt-financed property . . . .                             |                           |                               |                                      |            |                                                                       |
| 6                                               | Net rental income or (loss) from personal property             |                           |                               |                                      |            |                                                                       |
| 7                                               | Other investment income . . . .                                |                           |                               |                                      |            |                                                                       |
| 8                                               | Gain or (loss) from sales of assets other than inventory . . . |                           |                               | 18                                   | -167,455.  |                                                                       |
| 9                                               | Net income or (loss) from special events . . . .               |                           |                               |                                      |            |                                                                       |
| 10                                              | Gross profit or (loss) from sales of inventory                 |                           |                               |                                      |            |                                                                       |
| 11                                              | Other revenue:                                                 |                           |                               |                                      |            |                                                                       |
| a                                               |                                                                |                           |                               |                                      |            |                                                                       |
| b                                               | MISCELLANEOUS                                                  |                           |                               | 1                                    | 10,374.    |                                                                       |
| c                                               |                                                                |                           |                               |                                      |            |                                                                       |
| d                                               |                                                                |                           |                               |                                      |            |                                                                       |
| e                                               |                                                                |                           |                               |                                      |            |                                                                       |
| 12                                              | Subtotal. Add columns (b), (d), and (e)                        |                           |                               |                                      | 2,968,736. |                                                                       |
| 13                                              | Total. Add line 12, columns (b), (d), and (e)                  |                           |                               |                                      | 13         | 2,968,736.                                                            |

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

## **Part XVI-B Relationship of Activities to the Accomplishment of Exempt Purposes**

[illegible]

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2010

## FEDERAL STATEMENTS

PAGE 1

CLIENT 003

COLBURN FOUNDATION

95-4693145

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STATEMENT 1  
FORM 990-PF, PART I, LINE 11  
OTHER INCOME

|               | (A)<br>REVENUE<br>PER BOOKS | (B) NET<br>INVESTMENT<br>INCOME | (C)<br>ADJUSTED<br>NET INCOME |
|---------------|-----------------------------|---------------------------------|-------------------------------|
| MISCELLANEOUS | \$ 10,374.                  |                                 |                               |
| TOTAL         | \$ 10,374.                  | \$ 0.                           | \$ 0.                         |

STATEMENT 2  
FORM 990-PF, PART I, LINE 16A  
LEGAL FEES

|                              | (A)<br>EXPENSES<br>PER BOOKS | (B) NET<br>INVESTMENT<br>INCOME | (C)<br>ADJUSTED<br>NET INCOME | (D)<br>CHARITABLE<br>PURPOSES |
|------------------------------|------------------------------|---------------------------------|-------------------------------|-------------------------------|
| MARILYN O'TOOLE              | \$ 10,000.                   |                                 |                               | \$ 10,000.                    |
| MUSICK, PEELER & GARRETT LLP | 5,066.                       |                                 |                               | 5,066.                        |
| TOTAL                        | \$ 15,066.                   | \$ 0.                           |                               | \$ 15,066.                    |

STATEMENT 3  
FORM 990-PF, PART I, LINE 16B  
ACCOUNTING FEES

|                       | (A)<br>EXPENSES<br>PER BOOKS | (B) NET<br>INVESTMENT<br>INCOME | (C)<br>ADJUSTED<br>NET INCOME | (D)<br>CHARITABLE<br>PURPOSES |
|-----------------------|------------------------------|---------------------------------|-------------------------------|-------------------------------|
| GRANT THORNTON LLP... | \$ 40,175.                   |                                 |                               | \$ 40,175.                    |
| TOTAL                 | \$ 40,175.                   | \$ 0.                           |                               | \$ 40,175.                    |

STATEMENT 4  
FORM 990-PF, PART I, LINE 16C  
OTHER PROFESSIONAL FEES

|                         | (A)<br>EXPENSES<br>PER BOOKS | (B) NET<br>INVESTMENT<br>INCOME | (C)<br>ADJUSTED<br>NET INCOME | (D)<br>CHARITABLE<br>PURPOSES |
|-------------------------|------------------------------|---------------------------------|-------------------------------|-------------------------------|
| BENEFITS STRATEGIES INC | \$ 1,404.                    |                                 |                               | \$ 1,404.                     |
| ERNEST FLEISCHMANN      | 10,000.                      |                                 |                               | 10,000.                       |
| INVESTMENT MANAGERS     | 854,585.                     | \$ 229,513.                     |                               |                               |
| TOTAL                   | \$ 865,989.                  | \$ 229,513.                     |                               | \$ 11,404.                    |

CLIENT 003

COLBURN FOUNDATION

95-4693145

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**STATEMENT 5**  
**FORM 990-PF, PART I, LINE 18**  
**TAXES**

|                             | (A)<br>EXPENSES<br>PER BOOKS | (B) NET<br>INVESTMENT<br>INCOME | (C)<br>ADJUSTED<br>NET INCOME | (D)<br>CHARITABLE<br>PURPOSES |
|-----------------------------|------------------------------|---------------------------------|-------------------------------|-------------------------------|
| DEFERRED EXCISE TAX . . . . | \$ 205,454.                  |                                 |                               |                               |
| FEDERAL EXCISE TAXES        | 47,850.                      |                                 |                               |                               |
| FOREIGN TAXES .             |                              | \$ 51,677.                      |                               |                               |
| PAYROLL TAXES ..            | 22,001.                      |                                 |                               | \$ 22,001.                    |
| <b>TOTAL</b>                | <b>\$ 275,305.</b>           | <b>\$ 51,677.</b>               |                               | <b>\$ 22,001.</b>             |

**STATEMENT 6**  
**FORM 990-PF, PART I, LINE 23**  
**OTHER EXPENSES**

|                           | (A)<br>EXPENSES<br>PER BOOKS | (B) NET<br>INVESTMENT<br>INCOME | (C)<br>ADJUSTED<br>NET INCOME | (D)<br>CHARITABLE<br>PURPOSES |
|---------------------------|------------------------------|---------------------------------|-------------------------------|-------------------------------|
| > OTHER K-1 DEDUCTIONS    |                              | \$ 317,949.                     |                               |                               |
| BUSINESS MEALS . . . .    | \$ 2,036.                    |                                 |                               | \$ 2,036.                     |
| EQUIPMENT MAINTENANCE     | 1,217.                       |                                 |                               | 1,217.                        |
| INSURANCE..               | 23,354.                      |                                 |                               | 23,354.                       |
| MEMBERSHIPS               | 11,500.                      |                                 |                               | 11,500.                       |
| OFFICE FUNITURE & EQUIP . | 898.                         |                                 |                               | 898.                          |
| OFFSITE STORAGE           | 723.                         |                                 |                               | 723.                          |
| OTHER EXPENSES            | 1,841.                       |                                 |                               | 1,841.                        |
| PARKING . . . .           | 14,597.                      |                                 |                               | 14,597.                       |
| PAYROLL SERVICE FEES      | 1,420.                       |                                 |                               | 1,420.                        |
| POSTAGE & SHIPPING        | 1,436.                       |                                 |                               | 1,436.                        |
| SUPPLIES. ..              | 1,758.                       |                                 |                               | 1,758.                        |
| TELEPHONE . . . .         | 5,828.                       |                                 |                               | 5,828.                        |
| <b>TOTAL</b>              | <b>\$ 66,608.</b>            | <b>\$ 317,949.</b>              |                               | <b>\$ 66,608.</b>             |

**STATEMENT 7**  
**FORM 990-PF, PART II, LINE 13**  
**INVESTMENTS - OTHER**

|                                        | VALUATION<br>METHOD | BOOK<br>VALUE  | FAIR MARKET<br>VALUE |
|----------------------------------------|---------------------|----------------|----------------------|
| <b>OTHER INVESTMENTS</b>               |                     |                |                      |
| ASSETS HELD AT CHARLES SCHWAB          | MKT VAL             | \$ 77,555,386. | \$ 77,555,386.       |
| MERCATOR INTERNATIONAL FUND            | MKT VAL             | 3,857,345.     | 3,857,345.           |
| ARTISAN INSTITUTIONAL SHARES           | MKT VAL             | 5,763,657.     | 5,763,657.           |
| TACONIC OPPORTUNITY OFFSHORE FUND LTD  | MKT VAL             | 3,541,364.     | 3,541,364.           |
| ADAGE CAPITAL PARTNERS, LP             | MKT VAL             | 4,620,402.     | 4,620,402.           |
| CALAMOS GLOBAL OPPORTUNITIES FUND LP   | MKT VAL             | 6,137,501.     | 6,137,501.           |
| WTC - CTF GLOBAL PERSPECIVES PORTFOLIO | MKT VAL             | 6,790,100.     | 6,790,100.           |
| ASCEND PARTNERS FUND II, LTD.          | MKT VAL             | 3,396,877.     | 3,396,877.           |
| CANYON VALUE REALIZATION FUND (CAYMAN) | MKT VAL             | 2,243,000.     | 2,243,000.           |
| HIGHLAND CREDIT STRATEGIES             | MKT VAL             | 2,200,000.     | 2,200,000.           |
| KAYNE ANDERSON ENERGY FUND IV (QP) LP  | MKT VAL             | 2,493,508.     | 2,493,508.           |
| PATHWAY PRIVATE EQUITY FUND 2007, LP   | MKT VAL             | 1,395,162.     | 1,395,162.           |

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STATEMENT 7 (CONTINUED)  
FORM 990-PF, PART II, LINE 13  
INVESTMENTS - OTHER

|                          | VALUATION<br>METHOD | BOOK<br>VALUE    | FAIR MARKET<br>VALUE |
|--------------------------|---------------------|------------------|----------------------|
| <u>OTHER INVESTMENTS</u> |                     |                  |                      |
| ARCHIPELAGO HOLDINGS LTD | MKT VAL             | \$ 3,299,464.    | \$ 3,299,464.        |
| RAMIUS FUND, LTD         | MKT VAL             | 200,010.         | 200,010.             |
| DONATED SECURITIES       | MKT VAL             | 5,891,825.       | 5,891,825.           |
| BGI ACWI INDEX FUND      | MKT VAL             | 3,950,280.       | 3,950,280.           |
|                          | TOTAL               | \$ 13,333,588.1. | \$ 13,333,588.1.     |

STATEMENT 8  
FORM 990-PF, PART II, LINE 14  
LAND, BUILDINGS, AND EQUIPMENT

| CATEGORY               | BASIS      | ACCUM.<br>DEPREC. | BOOK<br>VALUE | FAIR MARKET<br>VALUE |
|------------------------|------------|-------------------|---------------|----------------------|
| FURNITURE AND FIXTURES | \$ 13,172. | \$ 13,172.        | \$ 0.         | \$ 0.                |
| TOTAL                  | \$ 13,172. | \$ 13,172.        | \$ 0.         | \$ 0.                |

STATEMENT 9  
FORM 990-PF, PART II, LINE 15  
OTHER ASSETS

|                               | BOOK VALUE | FAIR MARKET<br>VALUE |
|-------------------------------|------------|----------------------|
| FEDERAL EXCISE TAX RECEIVABLE | \$ 13,932. | \$ 13,932.           |
| OTHER ASSETS                  | 1,253.     | 1,253.               |
| TOTAL                         | \$ 15,185. | \$ 15,185.           |

STATEMENT 10  
FORM 990-PF, PART II, LINE 22  
OTHER LIABILITIES

|                        |             |
|------------------------|-------------|
| DEFERRED TAX LIABILITY | \$ 242,014. |
| TOTAL                  | \$ 242,014. |

STATEMENT 11  
FORM 990-PF, PART III, LINE 3  
OTHER INCREASES

|                                     |                |
|-------------------------------------|----------------|
| UNREALIZED GAIN/LOSS ON INVESTMENTS | \$ 16,952,172. |
| TOTAL                               | \$ 16,952,172. |

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STATEMENT 12  
FORM 990-PF, PART IV, LINE 1  
CAPITAL GAINS AND LOSSES FOR TAX ON INVESTMENT INCOME

| ITEM | (A) DESCRIPTION                         | (B) HOW<br>ACQUIRED | (C) DATE<br>ACQUIRED | (D) DATE<br>SOLD |
|------|-----------------------------------------|---------------------|----------------------|------------------|
| 1    | PUBLICLY TRADED SECURITIES              | PURCHASED           | VARIOUS              | VARIOUS          |
| 2    | MERCATOR INTERNATIONAL FUND             | PURCHASED           | VARIOUS              | VARIOUS          |
| 3    | WELLINGTON - CTF REAL ESTATE SECURITIES | PURCHASED           | VARIOUS              | VARIOUS          |
| 4    | WELLINGTON GLOBAL PERSPECTIVES          | PURCHASED           | VARIOUS              | VARIOUS          |
| 5    | BGI WORLD ALPHA TILTS FUND B            | PURCHASED           | VARIOUS              | VARIOUS          |
| 6    | BLACKROCK ACWI EQUITY INDEX FUND B      | PURCHASED           | VARIOUS              | VARIOUS          |
| 7    | PATHWAY PRIVATE EQUITY FUND 2007 LP     | PURCHASED           | VARIOUS              | VARIOUS          |
| 8    | ADAGE CAPITAL PARTNERS, LP              | PURCHASED           | VARIOUS              | VARIOUS          |
| 9    | KAYNE ANDERSON ENERGY FUND IV (QP) LP   | PURCHASED           | VARIOUS              | VARIOUS          |

| ITEM  | (E)<br>GROSS<br>SALES | (F)<br>DEPREC.<br>ALLOWED | (G)<br>COST<br>BASIS | (H)<br>GAIN<br>(LOSS) | (I)<br>FMV<br>12/31/69 | (J)<br>ADJ. BAS.<br>12/31/69 | (K)<br>EXCESS<br>(I) - (J) | (L)<br>GAIN<br>(LOSS) |
|-------|-----------------------|---------------------------|----------------------|-----------------------|------------------------|------------------------------|----------------------------|-----------------------|
| 1     | 60130747.             |                           | 57451448.            | 2679299.              |                        |                              |                            | \$ 2679299.           |
| 2     | -192,637.             |                           | 0.                   | -192,637.             |                        |                              |                            | -192,637.             |
| 3     | 165,841.              |                           | 0.                   | 165,841.              |                        |                              |                            | 165,841.              |
| 4     | 1235518.              |                           | 0.                   | 1235518.              |                        |                              |                            | 1235518.              |
| 5     | -68,899.              |                           | 0.                   | -68,899.              |                        |                              |                            | -68,899.              |
| 6     | -18,808.              |                           | 0.                   | -18,808.              |                        |                              |                            | -18,808.              |
| 7     | 26,716.               |                           | 0.                   | 26,716.               |                        |                              |                            | 26,716.               |
| 8     | 65,145.               |                           | 0.                   | 65,145.               |                        |                              |                            | 65,145.               |
| 9     | -25,697.              |                           | 0.                   | -25,697.              |                        |                              |                            | -25,697.              |
| TOTAL |                       |                           |                      |                       |                        |                              |                            | \$ 3866478.           |

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

| NAME AND ADDRESS                                                                | TITLE AND<br>AVERAGE HOURS<br>PER WEEK DEVOTED | COMPEN-<br>SATION | CONTRI-<br>BUTION TO<br>EBP & DC | EXPENSE<br>ACCOUNT/<br>OTHER |
|---------------------------------------------------------------------------------|------------------------------------------------|-------------------|----------------------------------|------------------------------|
| CAROL COLBURN GRIGOR<br>1000 WILSHIRE BLVD., SUITE 340<br>LOS ANGELES, CA 90017 | DIR./PRESIDENT<br>1.00                         | \$ 24,000.        | \$ 0.                            | \$ 0.                        |
| ROBERT EGELSTON<br>1000 WILSHIRE BLVD., SUITE 340<br>LOS ANGELES, CA 90017      | DIR./CHAIRMAN<br>1.00                          | 24,000.           | 0.                               | 0.                           |
| EUGENE KRIEGER<br>1000 WILSHIRE BLVD., SUITE 340<br>LOS ANGELES, CA 90017       | DIR./SECRETARY<br>1.00                         | 24,000.           | 0.                               | 0.                           |
| ROBERT ATTIYEH<br>1000 WILSHIRE BLVD., SUITE 340<br>LOS ANGELES, CA 90017       | DIRECTOR.<br>1.00                              | 24,000.           | 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<br>AVERAGE HOURS<br>PER WEEK DEVOTED | COMPEN-<br>SATION | CONTRI-<br>BUTION TO<br>EBP & DC | EXPENSE<br>ACCOUNT/<br>OTHER |
|-----------------------------------------------------------------------------|------------------------------------------------|-------------------|----------------------------------|------------------------------|
| EDMUND EDELMAN<br>1000 WILSHIRE BLVD., SUITE 340<br>LOS ANGELES, CA 90017   | DIRECTOR.<br>1.00                              | \$ 24,000.        | \$ 0.                            | \$ 0.                        |
| ARVIND MANOCHA<br>1000 WILSHIRE BLVD., SUITE 340<br>LOS ANGELES, CA 90017   | DIRECTOR.<br>1.00                              | 24,000.           | 0.                               | 0.                           |
| GAIL EICHENTHAL<br>1000 WILSHIRE BLVD., SUITE 340<br>LOS ANGELES, CA 90017  | DIRECTOR.<br>1.00                              | 24,000.           | 0.                               | 0.                           |
| RICHARD COLBURN<br>1000 WILSHIRE BLVD., SUITE 340<br>LOS ANGELES, CA 90017  | DIRECTOR.<br>1.00                              | 0.                | 0.                               | 0.                           |
| RUTH ELIEL<br>1000 WILSHIRE BLVD., SUITE 340<br>LOS ANGELES, CA 90017       | EXEC DIRECTOR<br>32.00                         | 159,620.          | 10,447.                          | 0.                           |
| LAYNE PINKERNELL<br>1000 WILSHIRE BLVD., SUITE 340<br>LOS ANGELES, CA 90017 | CONTROLLER/TREA<br>24.00                       | 84,727.           | 11,862.                          | 0.                           |
| TOTAL                                                                       |                                                | \$ 412,347.       | \$ 22,309.                       | \$ 0.                        |

STATEMENT 14  
FORM 990-PF, PART VIII, LINE 3  
COMPENSATION OF FIVE HIGHEST PAID CONTRACTORS

| NAME AND ADDRESS                                                                               | TYPE OF SERVICE | COMPENSATION |
|------------------------------------------------------------------------------------------------|-----------------|--------------|
| ANGELES INVESTMENT ADVISORS LLC<br>429 SANTA MONICA BLVD., SUITE 500<br>SANTA MONICA, CA 90401 | INVESTMENT MGMT | 217,507.     |
| CALAMOS ADVISORS, LLC<br>2020 CALAMOS CT.<br>NAPERVILLE, IL 60563                              | INVESTMENT MGMT | 84,282.      |
| WILSHIRE BOULEVARD PROPERTIES LLC<br>P.O. BOX 712885<br>CINCINNATI, OH 45271                   | PROPERTY MGMT   | 58,896.      |
| TOTAL                                                                                          |                 | \$ 360,685.  |

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**STATEMENT 15**  
**FORM 990-PF, PART XV, LINE 2A-D**  
**APPLICATION SUBMISSION INFORMATION**

## NAME OF GRANT PROGRAM:

NAME:

CARE OF:

STREET ADDRESS:

CITY, STATE, ZIP CODE:

TELEPHONE:

FORM AND CONTENT:

MS. KRISTIN RUNNELS

C/O COLBURN FOUNDATION

1000 WILSHIRE BLVD., SUITE 340

LOS ANGELES, CA 90017

(213) 452-4300

WE STRONGLY URGE ALL GRANT SEEKERS TO CONTACT US AT THE PHONE NUMBER LISTED ABOVE BEFORE SUBMITTING AN APPLICATION. THE GUIDELINES BELOW CAN BE USED ONCE WE HAVE ENCOURAGED YOU TO SUBMIT AN APPLICATION TO US. THERE IS NO FORM TO BE SUBMITTED.

TO APPLY FOR A GRANT, PLEASE SUBMIT THE FOLLOWING:

> A NARRATIVE OF NO MORE THAN THREE PAGES TELLING US WHO YOU ARE AND WHY YOU ARE SEEKING FUNDING; PLEASE INCLUDE A REQUESTED DOLLAR AMOUNT.

> A COPY OF YOUR IRS DETERMINATION LETTER SHOWING 501(C)(3) STATUS.

> TWO MOST RECENT AUDITED FINANCIAL STATEMENTS (OR FORM 990'S IN CASE YOU DO NOT HAVE AUDITED FINANCIALS); IF THIS INFORMATION IS MORE THAN A YEAR OLD, PLEASE ALSO SUBMIT AN INTERNAL FINANCIAL STATEMENT FOR YOUR MOST RECENT COMPLETED FISCAL YEAR AND CURRENT YEAR BUDGET; IF YOU ARE APPLYING FOR FUNDING FOR A FUTURE YEAR'S ACTIVITY, PLEASE ALSO INCLUDE A BUDGET FOR THE NEXT FISCAL YEAR.

> A LIST OF BOARD OF DIRECTORS AND THEIR AFFILIATIONS. NONE

## SUBMISSION DEADLINES:

## RESTRICTIONS ON AWARDS:

PLEASE NOTE THAT IN 2011, WE ARE NOT ABLE TO ACCEPT APPLICATIONS FROM ANY ORGANIZATION WITH WHICH WE DO NOT ALREADY HAVE AN EXISTING RELATIONSHIP. THIS DOES NOT, HOWEVER, MEAN THAT WE ARE UNWILLING TO ENGAGE IN A DIALOGUE WITH YOU AND PERHAPS ARRANGE A SITE VISIT.

GRANTS ARE GENERALLY AWARDED TO ORGANIZATIONS IN THE SOUTHERN CALIFORNIA AREA. THE PURPOSE OF THE GRANT MUST BE FOR FURTHERING THE STUDY, TEACHING, AND PERFORMANCE OF CLASSICAL MUSIC AND DANCE.

**STATEMENT 16**  
**FORM 990-PF, PART XV, LINE 3B**  
**RECIPIENT APPROVED FOR FUTURE PAYMENT**

| NAME AND ADDRESS                                               | DONEE<br>RELATIONSHIP | FOUND-<br>ATION<br>STATUS | PURPOSE OF<br>GRANT | AMOUNT       |
|----------------------------------------------------------------|-----------------------|---------------------------|---------------------|--------------|
| COLBURN SCHOOL<br>200 S. GRAND AVENUE<br>LOS ANGELES, CA 90071 | NONE                  | 509A1                     | CLASSICAL ARTS      | \$ 1,500,000 |

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STATEMENT 16 (CONTINUED)  
 FORM 990-PF, PART XV, LINE 3B  
 RECIPIENT APPROVED FOR FUTURE PAYMENT

| NAME AND ADDRESS                                                                                     | DONEE<br>RELATIONSHIP | FOUND-<br>ATION<br>STATUS | PURPOSE OF<br>GRANT | AMOUNT        |
|------------------------------------------------------------------------------------------------------|-----------------------|---------------------------|---------------------|---------------|
| LOS ANGELES PHILHARMONIC<br>ASSOCIATION<br>151 S. GRAND AVENUE<br>LOS ANGELES, CA 90012              | NONE                  | 509A1                     | CLASSICAL ARTS      | \$ 4,750,000. |
| LOS ANGELES OPERA COMPANY<br>135 N. GRAND AVENUE<br>LOS ANGELES, CA 90012                            | NONE                  | 509A1                     | CLASSICAL ARTS      | 1,300,000.    |
| LOS ANGELES CHAMBER<br>ORCHESTRA SOCIETY<br>707 WILSHIRE BLVD., STE<br>1850<br>LOS ANGELES, CA 90017 | NONE                  | 509A1                     | CLASSICAL ARTS      | 300,000.      |
| LOS ANGELES MASTER CHORALE<br>135 N. GRAND AVENUE<br>LOS ANGELES, CA 90012                           | NONE                  | 509A1                     | CLASSICAL ARTS      | 100,000.      |
| USC THORNTON SCHOOL OF<br>MUSIC<br>840 W. 34TH STREET<br>LOS ANGELES, CA 90089                       | NONE                  | 509A1                     | CLASSICAL ARTS      | 100,000.      |
| MUSEUM ASSOCIATES SUNDAYS'<br>LIVE<br>5905 WILSHIRE BLVD.<br>LOS ANGELES, CA 90036                   | NONE                  | 509A1                     | CLASSICAL ARTS      | 15,000.       |
| MUSIC ACADEMY OF THE WEST<br>1070 FAIRWAY RD.<br>SANTA BARBARA, CA 93108                             | NONE                  | 509A1                     | CLASSICAL ARTS      | 20,000.       |
| CALIFORNIA INSTITUTE OF THE<br>ARTS<br>24700 MCBEAN PARKWAY<br>VALENCIA, CA 91355                    | NONE                  | 509A1                     | CLASSICAL ARTS      | 100,000.      |
| IDYLLWILD ARTS FOUNDATION<br>P.O. BOX 38<br>IDYLLWILD, CA 92549                                      | NONE                  | 509A1                     | CLASSICAL ARTS      | 40,000.       |
| OJAI FESTIVAL LTD.<br>P.O. BOX 185<br>OJAI, CA 93024                                                 | NONE                  | 509A1                     | CLASSICAL ARTS      | 40,000.       |
| VARIOUS PROGRAM COMMITTEE<br>GRANTS<br>1000 WILSHIRE BLVD.<br>LOS ANGELES, CA 90017                  | NONE                  | 509A1                     | CLASSICAL ARTS      | 20,000.       |

TOTAL \$ 8,285,000.

**Form 990-PF, Part XV – Grants and Contributions Paid During the Year**

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|                                                                                                 |           |
|-------------------------------------------------------------------------------------------------|-----------|
| Los Angeles Chamber Orchestra<br>[3-year grant, 2007-2009, 3rd payment]                         | \$300,000 |
| Los Angeles Opera Company<br>[3-year grant, 2009-2011, remainder of 2 <sup>nd</sup> payment]    | 200,000   |
| Los Angeles Master Chorale<br>[1-year grant]                                                    | 100,000   |
| Music Academy of the West<br>[2-year grant, 2008-2009, 2 <sup>nd</sup> payment]                 | 20,000    |
| USC Thornton School of Music<br>[1-year grant]                                                  | 100,000   |
| California Institute of the Arts<br>[3-year grant 2008-2011, 2 <sup>nd</sup> payment]           | 100,000   |
| Musica Angelica (workshop)<br>[1-year grant]                                                    | 4,000     |
| USC Early Music Program<br>[3-year grant, 2008-2010, 3 <sup>rd</sup> payment]                   | 10,000    |
| Monday Evening Concerts<br>[3-year grant, 2008-2010, 3 <sup>rd</sup> payment]                   | 15,000    |
| Los Angeles Philharmonic (Celebrity Series)<br>[10-year grant, 2010-2019, 1st payment]          | 500,000   |
| The Chamber Music Society of Lincoln Center<br>[1-year grant]                                   | 5,000     |
| The Colburn School<br>[Operating grant]                                                         | 2,000,000 |
| LA's Best<br>[1-year grant]                                                                     | 5,000     |
| Los Angeles Opera Company (Domingo Thornton)<br>[4-year matching grant, 2007-2010, 4th payment] | 250,000   |
| American Youth Symphony<br>[2-year grant, 2010-2011, 1 <sup>st</sup> payment]                   | 10,000    |

**Form 990-PF, Part XV – Grants and Contributions Paid During the Year**

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|                                                                                  |           |
|----------------------------------------------------------------------------------|-----------|
| The Harmony Project<br>[1-year grant]                                            | 5,000     |
| Idyllwild Arts Festival<br>[3-year grant, 2010-2012, 1 <sup>st</sup> payment]    | 20,000    |
| Jacaranda<br>[1-year grant]                                                      | 10,000    |
| The Music Guild<br>[1-year grant]                                                | 5,000     |
| New School (NY String Orchestra)<br>[1-year grant]                               | 5,000     |
| Orange County Performing Arts Center<br>[1-year grant]                           | 10,000    |
| Pasadena Conservatory of Music<br>[1-year grant]                                 | 5,000     |
| Philharmonic Society of Orange County<br>[1-year grant]                          | 15,000    |
| University of Southern California (KUSC)<br>[1-year grant]                       | 25,000    |
| Young Concert Artists<br>[1-year grant]                                          | 5,000     |
| Museum Associates (Sundays Live)<br>[3-year grant, 2008-2010, 3rd payment]       | 15,000    |
| The Colburn School<br>[3-year grant, 2009-2011, Tickets 2 <sup>nd</sup> payment] | \$9,904   |
| The DaCamera Society<br>[1-year grant]                                           | 25,000    |
| Ojai Festivals, Ltd.<br>[3-year grant, 2010-2012, 1 <sup>st</sup> payment]       | 20,000    |
| The Colburn School<br>[3-year grant, 2008-2010, Final payment]                   | 1,500,000 |

**Form 990-PF, Part XV – Grants and Contributions Paid During the Year**

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|                                                                    |                            |
|--------------------------------------------------------------------|----------------------------|
| Arts in Education Aid Council<br>[1-year grant]                    | 5,000                      |
| Ravinia Festival Association<br>[1-year grant]                     | 5,000                      |
| Los Angeles Philharmonic<br>[4-year grant, 2008-2011, 3rd payment] | 250,000                    |
| California State University – Northridge<br>[1-year grant]         | 10,000                     |
| Los Angeles Children's Choir<br>[1-year grant]                     | 10,000                     |
| Long Beach Opera<br>[1-year grant]                                 | 10,000                     |
| UCLA Live<br>[1-year grant]                                        | 10,000                     |
| Musica Angelica<br>[3-year grant, 3rd payment]                     | 300,000                    |
| Los Angeles Music and Art School<br>[3-year grant, 3rd payment]    | 10,000                     |
| Taos School of Music<br>[1-year grant]                             | 5,000                      |
| Marlboro School of Music<br>[1-year grant]                         | <u>10,000</u>              |
| <b>Subtotal grants paid by Colburn Foundation</b>                  | <b><u>\$ 5,918,904</u></b> |
| <b><u>Contributions paid by pass-through entities</u></b>          |                            |
| The Fairbanks Company                                              | \$ 68                      |
| Kayne Anderson                                                     | 326                        |
| Pathway                                                            | <u>4</u>                   |
| <b>Total paid by pass-through entities</b>                         | <b><u>\$ 398</u></b>       |
| <b>Total grants paid</b>                                           | <b><u>\$ 5,919,302</u></b> |