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

Treated as a Private Foundation

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

2011

For calendar year 2011 or tax year beginning

, 2011, and ending

, 20

Name of foundation THE SWINERTON FOUNDATION				A Employer identification number 03-0490864
Number and street (or P O box number if mail is not delivered to street address) 260 TOWNSEND STREET, 5TH FL				Room/suite
City or town, state, and ZIP code SAN FRANCISCO, CA 94107				B Telephone number (see instructions) (415) 984-1248
G Check all that apply		Initial return Final return Address change	Initial return of a former public charity Amended return Name change	C If exemption application is pending, check here ► <input type="checkbox"/>
H Check type of organization		<input checked="" type="checkbox"/> Section 501(c)(3) exempt private foundation <input type="checkbox"/> Section 4947(a)(1) nonexempt charitable trust <input type="checkbox"/> Other taxable private foundation		D 1 Foreign organizations, check here ► <input type="checkbox"/> 2 Foreign organizations meeting the 85% test, check here and attach computation ► <input type="checkbox"/>
I Fair market value of all assets at end of year (from Part II, col (c), line 16) ► \$ 814,853.		J Accounting method: <input type="checkbox"/> Cash <input checked="" type="checkbox"/> Accrual <input type="checkbox"/> Other (specify) _____		E If private foundation status was terminated under section 507(b)(1)(A), check here ► <input type="checkbox"/> F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here ► <input type="checkbox"/>

Part I Analysis of Revenue and Expenses (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see instructions))		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
Revenue	1 Contributions, gifts, grants, etc received (attach schedule)	491,352			
	2 Check ► <input type="checkbox"/> if the foundation is not required to attach Sch B				
	3 Interest on savings and temporary cash investments	91	91		
	4 Dividends and interest from securities	11,390	11,390		
	5a Gross rents				
	b Net rental income or (loss)				
	6a Net gain or (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 or (loss) (attach schedule)					
11 Other income (attach schedule)					
12 Total Add lines 1 through 11	502,833	11,481			
13 Compensation of officers, directors, trustees, etc	0				
14 Other employee salaries and wages					
15 Pension plans, employee benefits					
16a Legal fees (attach schedule)					
b Accounting fees (attach schedule) ATCH 1	2,750			2,750	
c Other professional fees (attach schedule)					
17 Interest MAY 16 2012 RSOS	289			85	
18 Taxes (attach schedule) (see instructions) RSOS					
19 Depreciation (attach schedule) and depletion					
20 Occupancy OGDEN, UT					
21 Travel, conferences, and meetings					
22 Printing and publications					
23 Other expenses (attach schedule) ATCH 3	121,240				
24 Total operating and administrative expenses					
Add lines 13 through 23	124,279			2,835	
25 Contributions, gifts, grants paid	301,575			301,575	
26 Total expenses and disbursements Add lines 24 and 25	425,854	0	0	304,410	
27 Subtract line 26 from line 12					
a Excess of revenue over expenses and disbursements	76,979				
b Net investment income (if negative, enter -0-)		11,481			
c Adjusted net income (if negative, enter -0-)					

For Paperwork Reduction Act Notice, see instructions

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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	15,410.	140,908.	140,908.
	2	Savings and temporary cash investments	270,598.	146,997.	146,997.
	3	Accounts receivable ►			
		Less allowance for doubtful accounts ►			
	4	Pledges receivable ►			
		Less allowance for doubtful accounts ►			
	5	Grants receivable			
	6	Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see instructions)			
	7	Other notes and loans receivable (attach schedule) ►			
		Less allowance for doubtful accounts ►			
	8	Inventories for sale or use			
	9	Prepaid expenses and deferred charges			
	10 a	Investments - U S and state government obligations (attach schedule)			
	b	Investments - corporate stock (attach schedule) ATTACH 4	336,321.	396,457.	396,457.
	c	Investments - corporate bonds (attach schedule) ATTACH 5	129,753.	130,491.	130,491.
Liabilities	11	Investments - land, buildings, and equipment basis ►			
		Less accumulated depreciation ► (attach schedule)			
	12	Investments - mortgage loans			
	13	Investments - other (attach schedule)			
	14	Land, buildings, and equipment basis ►			
		Less accumulated depreciation ► (attach schedule)			
	15	Other assets (describe ►)			
	16	Total assets (to be completed by all filers - see the instructions Also, see page 1, item I)	752,082.	814,853.	814,853.
	17	Accounts payable and accrued expenses			
	18	Grants payable			
	19	Deferred revenue			
	20	Loans from officers, directors, trustees, and other disqualified persons			
	21	Mortgages and other notes payable (attach schedule)			
	22	Other liabilities (describe ►)			
	23	Total liabilities (add lines 17 through 22)	0	0	
Net Assets or Fund Balances	Foundations that follow SFAS 117, check here ► <input checked="" type="checkbox"/> and complete lines 24 through 26 and lines 30 and 31.				
	24	Unrestricted	752,082.	814,853.	
	25	Temporarily restricted			
	26	Permanently restricted			
	Foundations that do not follow SFAS 117, check here and complete lines 27 through 31. ► <input type="checkbox"/>				
	27	Capital stock, trust principal, or current funds			
	28	Paid-in or capital surplus, or land, bldg , and equipment fund			
	29	Retained earnings, accumulated income, endowment, or other funds			
	30	Total net assets or fund balances (see instructions)	752,082.	814,853.	
	31	Total liabilities and net assets/fund balances (see instructions)	752,082.	814,853.	

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	752,082.
2	Enter amount from Part I, line 27a	2	76,979.
3	Other increases not included in line 2 (itemize) ►	3	
4	Add lines 1, 2, and 3	4	829,061.
5	Decreases not included in line 2 (itemize) ► ATTACHMENT 6	5	14,208.
6	Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	814,853.

Part IV Capital Gains and Losses for Tax on Investment Income

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

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

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

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

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

 Yes No

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

1 Enter the appropriate amount in each column for each year, see the instructions before making any entries

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col. (b) divided by col. (c))
2010	336,372.	837,796.	0.401496
2009	452,996.	722,543.	0.626947
2008	421,162.	855,011.	0.492581
2007	427,473.	670,690.	0.637363
2006	424,990.	400,220.	1.061891

2 Total of line 1, column (d)	2	3.220278
3 Average distribution ratio for the 5-year base period - divide the total on line 2 by 5, or by the number of years the foundation has been in existence if less than 5 years	3	0.644056
4 Enter the net value of noncharitable-use assets for 2011 from Part X, line 5	4	851,254.
5 Multiply line 4 by line 3	5	548,255.
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	115.
7 Add lines 5 and 6	7	548,370.
8 Enter qualifying distributions from Part XII, line 4	8	304,410.

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 instructions)

1 a	Exempt operating foundations described in section 4940(d)(2), check here ► <input type="checkbox"/> and enter "N/A" on line 1 . . .	1	230.
Date of ruling or determination letter _____ (attach copy of letter if necessary - see instructions)			
b	Domestic foundations that meet the section 4940(e) requirements in Part V, check here ► <input 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, col (b)		
2	Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)	2	230.
3	Add lines 1 and 2	3	230.
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	230.
6 Credits/Payments			
a	2011 estimated tax payments and 2010 overpayment credited to 2011	6a	
b	Exempt foreign organizations - tax withheld at source	6b	
c	Tax paid with application for extension of time to file (Form 8868)	6c	
d	Backup withholding erroneously withheld	6d	
7	Total credits and payments Add lines 6a through 6d	7	0
8	Enter any penalty for underpayment of estimated tax Check here <input type="checkbox"/> if Form 2220 is attached	8	
9	Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed ► 9	9	230.
10	Overpayment If line 7 is more than the total of lines 5 and 8, enter the amount overpaid ► 10	10	
11	Enter the amount of line 10 to be Credited to 2012 estimated tax ► Refunded ► 11	11	

Part VII-A Statements Regarding Activities

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?	1a	Yes X
b	Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see page 19 of the instructions for definition)?	1b	X
<i>If the answer is "Yes" to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities</i>			
c	Did the foundation file Form 1120-POL for this year?	1c	X
d	Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year (1) On the foundation ► \$ _____ (2) On foundation managers ► \$ _____		
e	Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers ► \$ _____		
2	Has the foundation engaged in any activities that have not previously been reported to the IRS? <i>If "Yes," attach a detailed description of the activities</i>	2	X
3	Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? <i>If "Yes," attach a conformed copy of the changes</i>	3	X
4 a	Did the foundation have unrelated business gross income of \$1,000 or more during the year?	4a	X
b	If "Yes," has it filed a tax return on Form 990-T for this year?	4b	
5	Was there a liquidation, termination, dissolution, or substantial contraction during the year? <i>If "Yes," attach the statement required by General Instruction T</i>	5	X
6	Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	6	X
7	Did the foundation have at least \$5,000 in assets at any time during the year? <i>If "Yes," complete Part II, col (c), and Part XV</i>	7	X
8 a	Enter the states to which the foundation reports or with which it is registered (see instructions) ► CA, _____	8b	X
b	If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by General Instruction G? <i>If "No," attach explanation</i>	9	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 2011 or the taxable year beginning in 2011 (see instructions for Part XIV)? <i>If "Yes," complete Part XIV</i>	10	X
10	Did any persons become substantial contributors during the tax year? <i>If "Yes," attach a schedule listing their names and addresses</i>		

Part VII-A Statements Regarding Activities (continued)

11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions)	11	X
12	Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement (see instructions)	12	X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application?	13	X
Website address ► WWW.SWINERTON.COM/FOUNDATION/INDEX.HTML			
14	The books are in care of ► LINDA SCHOWALTER Located at ► 260 TOWNSEND STREET, 5TH FL SAN FRANCISCO, CA	Telephone no ► 415-984-1248 ZIP + 4 ► 94107	
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 - Check here and enter the amount of tax-exempt interest received or accrued during the year ► 15		
16	At any time during calendar year 2011, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country? See the instructions for exceptions and filing requirements for Form TD F 90-22 1 If "Yes," enter the name of the foreign country ►	16	Yes X No

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	X No
(2)	Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person?	<input type="checkbox"/> Yes	X No
(3)	Furnish goods, services, or facilities to (or accept them from) a disqualified person?	<input type="checkbox"/> Yes	X No
(4)	Pay compensation to, or pay or reimburse the expenses of, a disqualified person?	<input type="checkbox"/> Yes	X 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	X 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	X No
b	If any answer is "Yes" to 1a(1)-(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see instructions)? Organizations relying on a current notice regarding disaster assistance check here ► <input type="checkbox"/>	1b	
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 2011?	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 2011, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2011? If "Yes," list the years ►	<input type="checkbox"/> Yes	X No
b	Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement - see instructions)	2b	
c	If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here ►		
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year?	<input type="checkbox"/> Yes	X No
b	If "Yes," did it have excess business holdings in 2011 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 2011)	3b	
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 2011?	4b	X

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

5a	During the year did the foundation pay or incur any amount to	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(1)	Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(2)	Influence the outcome of any specific public election (see section 4955), or to carry on, directly or indirectly, any voter registration drive?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(3)	Provide a grant to an individual for travel, study, or other similar purposes?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> 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)	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> 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?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> 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)?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	5b	
	Organizations relying on a current notice regarding disaster assistance check here ► <input type="checkbox"/>			
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?	<input type="checkbox"/> Yes <input type="checkbox"/> 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?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
b	Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	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?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
b	If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	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
ATTACHMENT 7		0	0	0

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

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

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

THE SWINERTON FOUNDATION

03-0490864

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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
NONE		

Total number of others receiving over \$50,000 for professional services ►

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

Form 990-PF (2011)

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

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc, purposes	
a	Average monthly fair market value of securities	1a 534,244.
b	Average of monthly cash balances	1b 329,973.
c	Fair market value of all other assets (see instructions)	1c
d	Total (add lines 1a, b, and c)	1d 864,217.
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	1e
2	Acquisition indebtedness applicable to line 1 assets	2
3	Subtract line 2 from line 1d	3 864,217.
4	Cash deemed held for charitable activities Enter 1 1/2 % of line 3 (for greater amount, see instructions)	4 12,963.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3 Enter here and on Part V, line 4	5 851,254.
6	Minimum investment return. Enter 5% of line 5	6 42,563.

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

1	Minimum investment return from Part X, line 6	1 42,563.
2a	Tax on investment income for 2011 from Part VI, line 5	2a 230.
b	Income tax for 2011 (This does not include the tax from Part VI)	2b
c	Add lines 2a and 2b	2c 230.
3	Distributable amount before adjustments Subtract line 2c from line 1	3 42,333.
4	Recoveries of amounts treated as qualifying distributions	4
5	Add lines 3 and 4	5 42,333.
6	Deduction from distributable amount (see instructions)	6
7	Distributable amount as adjusted Subtract line 6 from line 5 Enter here and on Part XIII, line 1	7 42,333.

Part XII Qualifying Distributions (see instructions)

1	Amounts paid (including administrative expenses) to accomplish charitable, etc, purposes	
a	Expenses, contributions, gifts, etc - total from Part I, column (d), line 26	1a 304,410.
b	Program-related investments - total from Part IX-B	1b
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc, purposes	2
3	Amounts set aside for specific charitable projects that satisfy the	
a	Suitability test (prior IRS approval required)	3a
b	Cash distribution test (attach the required schedule)	3b
4	Qualifying distributions Add lines 1a through 3b Enter here and on Part V, line 8, and Part XIII, line 4	4 304,410.
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income Enter 1% of Part I, line 27b (see instructions)	5 0
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6 304,410.

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

Part XIII Undistributed Income (see instructions)

	(a) Corpus	(b) Years prior to 2010	(c) 2010	(d) 2011
1 Distributable amount for 2011 from Part XI, line 7				42,333.
2 Undistributed income, if any, as of the end of 2011				
a Enter amount for 2010 only				
b Total for prior years 20 09,20 08,20 07				
3 Excess distributions carryover, if any, to 2011				
a From 2006	405,119.			
b From 2007	394,150.			
c From 2008	378,628.			
d From 2009	417,053.			
e From 2010	294,686.			
f Total of lines 3a through e	1,889,636.			
4 Qualifying distributions for 2011 from Part XII, line 4 ► \$ 304,410.				
a Applied to 2010, but not more than line 2a				
b Applied to undistributed income of prior years (Election required - see instructions)				
c Treated as distributions out of corpus (Election required - see instructions)				
d Applied to 2011 distributable amount				42,333.
e Remaining amount distributed out of corpus	262,077.			
5 Excess distributions carryover applied to 2011. (If an amount appears in column (d), the same amount must be shown in column (a))				
6 Enter the net total of each column as indicated below:	2,151,713.			
a Corpus Add lines 3f, 4c, and 4e Subtract line 5				
b Prior years' undistributed income Subtract line 4b from line 2b				
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				
d Subtract line 6c from line 6b Taxable amount - see instructions				
e Undistributed income for 2010 Subtract line 4a from line 2a Taxable amount - see instructions				
f Undistributed income for 2011 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2012				
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see instructions)				
8 Excess distributions carryover from 2006 not applied on line 5 or line 7 (see instructions)	405,119.			
9 Excess distributions carryover to 2012. Subtract lines 7 and 8 from line 6a	1,746,594.			
10 Analysis of line 9				
a Excess from 2007	394,150.			
b Excess from 2008	378,628.			
c Excess from 2009	417,053.			
d Excess from 2010	294,686.			
e Excess from 2011	262,077.			

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

NOT APPLICABLE

1a	If the foundation has received a ruling or determination letter that it is a private operating foundation, and the ruling is effective for 2011, enter the date of the ruling				►																																		
b	Check box to indicate whether the foundation is a private operating foundation described in section				4942(j)(3) or 4942(j)(5)																																		
2a	<table border="1"> <thead> <tr> <th rowspan="2">Tax year</th> <th colspan="3">Prior 3 years</th> <th rowspan="2">(e) Total</th> </tr> <tr> <th>(a) 2011</th> <th>(b) 2010</th> <th>(c) 2009</th> <th>(d) 2008</th> </tr> </thead> <tbody> <tr> <td>Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed</td> <td></td> <td></td> <td></td> <td></td> </tr> <tr> <td>b 85% of line 2a</td> <td></td> <td></td> <td></td> <td></td> </tr> <tr> <td>c Qualifying distributions from Part XII, line 4 for each year listed</td> <td></td> <td></td> <td></td> <td></td> </tr> <tr> <td>d Amounts included in line 2c not used directly for active conduct of exempt activities</td> <td></td> <td></td> <td></td> <td></td> </tr> <tr> <td>e Qualifying distributions made directly for active conduct of exempt activities Subtract line 2d from line 2c</td> <td></td> <td></td> <td></td> <td></td> </tr> </tbody> </table>					Tax year	Prior 3 years			(e) Total	(a) 2011	(b) 2010	(c) 2009	(d) 2008	Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed					b 85% of line 2a					c Qualifying distributions from Part XII, line 4 for each year listed					d Amounts included in line 2c not used directly for active conduct of exempt activities					e Qualifying distributions made directly for active conduct of exempt activities Subtract line 2d from line 2c				
Tax year	Prior 3 years			(e) Total																																			
	(a) 2011	(b) 2010	(c) 2009		(d) 2008																																		
Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed																																							
b 85% of line 2a																																							
c Qualifying distributions from Part XII, line 4 for each year listed																																							
d Amounts included in line 2c not used directly for active conduct of exempt activities																																							
e Qualifying distributions made directly for active conduct of exempt activities Subtract line 2d from line 2c																																							
3	Complete 3a, b, or c for the alternative test relied upon																																						
a "Assets" alternative test - enter																																							
(1) Value of all assets																																							
(2) Value of assets qualifying under section 4942(j)(3)(B)(i)																																							
b "Endowment" alternative test - enter 2/3 of minimum investment return shown in Part X line 6 for each year listed																																							
c "Support" alternative test - enter																																							
(1) Total support other than gross investment income (interest dividends, rents payments on securities loans (section 512(a)(5)) or royalties)																																							
(2) Support from general public and 5 or more exempt organizations as provided in section 4942(j)(3)(B)(ii)																																							
(3) Largest amount of support from an exempt organization																																							
(4) Gross investment income																																							

Part XV Supplementary Information (Complete this part only if the foundation had \$5,000 or more in assets at any time during the year - see instructions.)**1 Information Regarding Foundation Managers:**

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

NONE

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

NONE

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

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

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

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

c Any submission deadlines

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

Part XV Supplementary Information (continued)**3 Grants and Contributions Paid During the Year or Approved for Future Payment**

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
<i>a Paid during the year</i> SEE STATEMENT 8				301,575.
Total			► 3a	301,575.
<i>b Approved for future payment</i>				
Total			► 3b	

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) Related or exempt function income (See instructions)
	(a) Business code	(b) Amount	(c) Exclusion code	(d) 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	91.	
4 Dividends and interest from securities			14	11,390.	
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					
9 Net income or (loss) from special events . . .					
10 Gross profit or (loss) from sales of inventory . .					
11 Other revenue a					
b					
c					
d					
e					
12 Subtotal Add columns (b), (d), and (e)				11,481.	
13 Total Add line 12, columns (b), (d), and (e)				13	11,481.

12 Subtotal Add columns (b), (d), and (e)

(See worksheet in line 13 instructions to verify calculations)

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

Part XVII · Information Regarding Transfers To and Transactions and Relationships With Noncharitable Exempt Organizations

1 Did the organization directly or indirectly engage in any of the following with any other organization described in section 501(c) of the Code (other than section 501(c)(3) organizations) or in section 527, relating to political organizations?		Yes	No
a	Transfers from the reporting foundation to a noncharitable exempt organization of	1a(1)	X
(1)	Cash	1a(2)	X
(2)	Other assets		
b	Other transactions	1b(1)	X
(1)	Sales of assets to a noncharitable exempt organization	1b(2)	X
(2)	Purchases of assets from a noncharitable exempt organization	1b(3)	X
(3)	Rental of facilities, equipment, or other assets	1b(4)	X
(4)	Reimbursement arrangements	1b(5)	X
(5)	Loans or loan guarantees	1b(6)	X
(6)	Performance of services or membership or fundraising solicitations	1c	X
c	Sharing of facilities, equipment, mailing lists, other assets, or paid employees		
d	If the answer to any of the above is "Yes," complete the following schedule. Column (b) should always show the fair market value of the goods, other assets, or services given by the reporting foundation. If the foundation received less than fair market value in any transaction or sharing arrangement, show in column (d) the value of the goods, other assets, or services received		

2a Is the foundation directly or indirectly affiliated with, or related to, one or more tax-exempt organizations described in section 501(c) of the Code (other than section 501(c)(3)) or in section 527? Yes No

(a) Name of organization	(b) Type of organization	(c) Description of relationship

Sign _____
I declare under penalty of perjury under the laws of the United States of America that the foregoing is true to the best of my knowledge and belief. It is true, correct, and complete. Declaration of preparer (other than taxpayer) is based on all information of which preparer has any knowledge.

Sign Here ► *Shytle M. Smith* | 5/10/12
Signature of officer or trustee Date

preparer has any knowledge

May the IRS discuss this return
with the preparer shown below
(see instructions)? Yes No

Paid Preparer Use Only	Print/Type preparer's name JULIANNE GEE	Preparer's signature 	Date 5/1/12	Check <input type="checkbox"/> if self-employed	PTIN P00876381
	Firm's name ► KRUTILLA & ASSOCIATES	Firm's EIN ► 20-4009483			
	Firm's address ► 350 N. WIGET LANE, STE 150 WALNUT CREEK, CA	94598	Phone no 925-941-5440		

Schedule B
(Form 990, 990-EZ,
or 990-PF)
Department of the Treasury
Internal Revenue Service

Schedule of Contributors

OMB No 1545-0047

2011

► Attach to Form 990, Form 990-EZ, or Form 990-PF.

Name of the organization

THE SWINERTON FOUNDATION

Employer identification number

03-0490864

Organization type (check one)

Filers of:

Section:

Form 990 or 990-EZ

501(c)() (enter number) organization

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

527 political organization

Form 990-PF

501(c)(3) exempt private foundation

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

501(c)(3) taxable private foundation

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

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

General Rule

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

Special Rules

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

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

For a section 501(c)(7), (8), or (10) organization filing Form 990 or 990-EZ that received from any one contributor, during the year, contributions for use *exclusively* for religious, charitable, etc , purposes, but these contributions did not total to more than \$1,000. If this box is checked, enter here the total contributions that were received during the year for an *exclusively* religious, charitable, etc , purpose. Do not complete any of the parts unless the **General Rule** applies to this organization because it received nonexclusively religious, charitable, etc , contributions of \$5,000 or more during the year ► \$ _____

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

Name of organization THE SWINERTON FOUNDATION

Employer identification number
03-0490864**Part I** Contributors (see instructions). Use duplicate copies of Part I if additional space is needed.

(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
1	SWINERTON INCORPORATED 260 TOWNSEND STREET SAN FRANCISCO, CA 94107	\$ 60,600.	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution)
2	SWINERTON BUILDERS 260 TOWNSEND STREET SAN FRANCISCO, CA 94107	\$ 123,945.	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution)
3	BOB PARRETT CONSTRUCTION INC 1226 WEST BARKLEY AVE ORANGE, CA 92868	\$ 9,000.	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution)
4	CSI ELECTRICAL CONTRACTORS 10623 FULTON WELLS SANTA FE SPRINGS, CA 90670	\$ 6,000.	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution)
5	DYNAELECTRIC 9505 CHESAPEAKE DR SAN DIEGO, CA 92123	\$ 7,500.	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution)
6	MISC OTHER CONTRIBUTIONS <5K	\$ 229,803.	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution)

Name of organization THE SWINERTON FOUNDATION

Employer identification number
03-0490864**Part I** Contributors (see instructions). Use duplicate copies of Part I if additional space is needed.

(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
7	ELLIS FAMILY CHARITABLE FOUNDATION 4284 ROUTE 130 WILLINGBORO TOWNSHIP, NJ 08046	\$ 6,104.	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution)
8	HELIX ELECTRIC 7901 OAKPORT ST, #2400 OAKLAND, CA 94621	\$ 5,000.	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution)
9	HMH 15 BUSINESS PARK WAY, #101 SACRAMENTO, CA 95828	\$ 12,900.	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution)
10	KEENAN, HOPKINS, SUDAR & STOWELL CONTR. 2500 DEAN LESHER DR, STE B CONCORD, CA 94520	\$ 5,000.	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution)
11	NEAL ELECTRIC CORP 10455 POMERADO RD SAN DIEGO, CA 92131	\$ 5,000.	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution)
12	PACIFIC RIM MECHANICAL CONTRACTORS, INC. 7655 CONVOY CT SAN DIEGO, CA 92111	\$ 8,000.	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution)

Name of organization THE SWINERTON FOUNDATION

Employer identification number
03-0490864**Part I** **Contributors** (see instructions). Use duplicate copies of Part I if additional space is needed.

(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
13	RAYMOND INTERIORS 2440 SPRIG CT CONCORD, CA 94520	\$ 7,500.	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution)
14	ROSENDIN ELECTRIC, INC. 65 OAK GROVE ST SAN FRANCISCO, CA 94107	\$ 5,000.	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution)
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution)
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution)
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution)
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution)
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution)
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution)

Name of organization THE SWINERTON FOUNDATION

Employer identification number

03-0490864

Part II Noncash Property (see instructions). Use duplicate copies of Part II if additional space is needed.

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

Name of organization THE SWINERTON FOUNDATION

Employer identification number

03-0490864

Part III *Exclusively religious, charitable, etc., individual contributions to section 501(c)(7), (8), or (10) organizations that total more than \$1,000 for the year. Complete columns (a) through (e) and the following line entry.*

For organizations completing Part III, enter the total of exclusively religious, charitable, etc., contributions of **\$1,000 or less** for the year. (Enter this information once. See instructions.)

Use duplicate copies of Part III if additional space is needed.

Use duplicate copies of Part III if additional space is needed.

Use duplicate copies of Part III if additional space is needed.

(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held
	(e) Transfer of gift		
	Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee
	(e) Transfer of gift		
	Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee
	(e) Transfer of gift		
	Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee
	(e) Transfer of gift		
	Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee

FORM 990PF, PART I - ACCOUNTING FEES

<u>DESCRIPTION</u>	<u>REVENUE AND EXPENSES PER BOOKS</u>	<u>NET INVESTMENT INCOME</u>	<u>ADJUSTED NET INCOME</u>	<u>CHARITABLE PURPOSES</u>
PROFESSIONAL FEES	2,750.			2,750.
TOTALS	<u>2,750.</u>			<u>2,750.</u>

FORM 990PF, PART I - TAXESATTACHMENT 2

<u>DESCRIPTION</u>	<u>REVENUE AND EXPENSES PER BOOKS</u>	<u>CHARITABLE PURPOSES</u>
UNITED STATES TREASURY FRANCHISE TAX BOARD REGISTRY OF CHARITABLE TRUST	204. 10. 75.	10. 75.
TOTALS		<u>85.</u>
		<u>289.</u>

FORM 990PF, PART I - OTHER EXPENSES

<u>DESCRIPTION</u>	<u>REVENUE AND EXPENSES PER BOOKS</u>
MISCELLANEOUS FUNDRAISING EXPS	121,240.
TOTALS	<u>121,240.</u>

FORM 990PF, PART II - CORPORATE STOCKATTACHMENT 4

<u>DESCRIPTION</u>	<u>BEGINNING BOOK VALUE</u>	<u>ENDING BOOK VALUE</u>	<u>ENDING FMV</u>
ISHARES TR RUSSELL MIDCAP	8,140.	21,456.	21,456.
ISHARES TR RUSSELL 1000 VALUE	109,306.	134,768.	134,768.
VANGUARD DEVELOPED MARKETS	24,245.	28,555.	28,555.
VANGUARD TOTAL STOCK MARKET	194,630.	211,678.	211,678.
TOTALS	<u>336,321.</u>	<u>396,457.</u>	<u>396,457.</u>

FORM 990PF, PART II - CORPORATE BONDS

<u>DESCRIPTION</u>	<u>BEGINNING BOOK VALUE</u>	<u>ENDING BOOK VALUE</u>	<u>ENDING FMV</u>
VANGUARD ST BD INDEX	129,753.	130,491.	130,491.
TOTALS	<u>129,753.</u>	<u>130,491.</u>	<u>130,491.</u>

ATTACHMENT 5

ATTACHMENT 6FORM 990PF, PART III - OTHER DECREASES IN NET WORTH OR FUND BALANCES

<u>DESCRIPTION</u>	<u>AMOUNT</u>
UNREALIZED LOSS ON INVESTMENTS	14,208.
TOTAL	<u>14,208.</u>

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

ATTACHMENT 7

NAME AND ADDRESS	TITLE AND AVERAGE HOURS PER WEEK DEVOTED TO POSITION	COMPENSATION	CONTRIBUTIONS	EXPENSE ACCT
			TO EMPLOYEE	AND OTHER BENEFIT PLANS ALLOWANCES
ERIC M. FOSTER 260 TOWNSEND STREET, 5TH FL SAN FRANCISCO, CA 94107	PRESIDENT .38	0	0	0
GARY J. RAFFERTY 260 TOWNSEND STREET, 5TH FL SAN FRANCISCO, CA 94107	DIRECTOR .38	0	0	0
LINDA G. SCHOWALTER 260 TOWNSEND STREET, 5TH FL SAN FRANCISCO, CA 94107	CHAIRMAN .38	0	0	0
DAVID M. HIGGINS, JR. 260 TOWNSEND STREET, 5TH FL SAN FRANCISCO, CA 94107	DIRECTOR .38	0	0	0
GAYLE M. COOPER 260 TOWNSEND STREET, 5TH FL SAN FRANCISCO, CA 94107	DIRECTOR .38	0	0	0
CHARLES R. MOORE 260 TOWNSEND STREET, 5TH FL SAN FRANCISCO, CA 94107	DIRECTOR .38	0	0	0

NAME AND ADDRESS	TITLE AND AVERAGE HOURS PER WEEK DEVOTED TO POSITION	COMPENSATION	CONTRIBUTIONS	EXPENSE ACCT
			TO EMPLOYEE	AND OTHER BENEFIT PLANS ALLOWANCES
PHYLLIS M. SMITH 260 TOWNSEND STREET, 5TH FL SAN FRANCISCO, CA 94107	TEASURER/SECRETARY .38	0	0	0
FRANK FOELLMER 260 TOWNSEND STREET, 5TH FL SAN FRANCISCO, CA 94107	DIRECTOR .38	0	0	0
DAVID K. WHITE 260 TOWNSEND STREET, 5TH FL SAN FRANCISCO, CA 94107	DIRECTOR .38	0	0	0
GRAND TOTALS		0	0	0

Association	Contribution	Date	Address 1	Address 2	Address 3	Tax ID	Extension
Boys & Girls Clubs of San Francisco	\$ 2,100.00	1/4/2011	55 Hawthorne St., Suite 600		San Francisco CA 94105	94-156608	509(a)(1)
Trust for Public Land	\$ 10,000.00	1/4/2011	101 Montgomery St., Suite 1100		San Francisco CA 94107	23-7222333	509(a)(1)
Arthritis Foundation - Hawaii Walk	\$ 1,000.00	1/4/2011	615 Pilkai Street, Suite 1109		Honolulu HI 96814	95-1885447	509(a)(1)
Univ of AZ (Beavers Charitable Trust) ⁽³⁾	\$ 5,000.00	1/11/2011	ASU Found 699 S Mill Ave., Rm 682		Tempe AZ 85281-9309	86-6051042	509(a)(1)
Chabot Space & Science Ctr (Techbridge)	\$ 1,500.00	2/7/2011	10000 Skyline Blvd		Oakland, CA 94619	94-316233	509(a)(3)##
Rebuilding Together Seattle	\$ 5,000.00	2/7/2011	8111 Harrison Street		Seattle, WA 98109	91-1606330	509(a)(1)
Martin Luther King Jr. Memorial Found	\$ 500.00	2/7/2011	P O Box 69071		Washington, DC 20003	52-2145663	509(a)(1)
CA Community Connection Corporation	\$ 3,500.00	2/7/2011	P O Box 73336		Los Angeles, CA 90003	75-3071659	509(a)(1)
Mann Women's Hall of Fame	\$ 500.00	2/7/2011	P O Box 4142		San Rafael CA 94913	68-019023	509(a)(2)
American Cancer Society (Relay for Life)	\$ 500.00	2/7/2011	1710 Webster Street		Oakland, CA 94612	94-1170350	509(a)(1)
Great Alaska Run	\$ 3,000.00	2/7/2011	Carole Chantilli #18 Kuhuli St. #101		Honolulu HI 96817	99-03314751	509(a)(1)
Habitat for Humanity	\$ 5,000.00	2/7/2011	2111 Bonita Avenue		Laveme, CA 91750	95-4315482	509(a)(1)
Jr. Achievement of San Diego	\$ 2,000.00	2/7/2011	4756 Mission Gorge Place		San Diego, CA 92120	97-1759192	509(a)(1)
Rebuilding Together Denver	\$ 5,000.00	2/7/2011	2422 So Trenton Street A		Denver, CO 80231	84-144642	509(a)(1)
Wounded Warriors Project	\$ 5,000.00	1/14/2011	7020 AC Skinner Parkway		Jacksonville, FL 32256	20-2310934	509(a)(1)
Bridge Housing	\$ 1,000.00	2/7/2011	345 Spear Street, Suite 700		San Francisco CA 94105	94-2827799	509(a)(1)
Red Clay Jazz Festival	\$ 1,000.00	2/16/2011	P O Box 503		Linue, HI 96766-0503	23-7382451	509(a)(2)
Novato Youth Center	\$ 530.00	4/6/2011	680 Wilson Avenue		Novato CA 94947	94-1735064	509(a)(1)
SPUR	\$ 10,000.00	4/6/2011	645 Mission Street		San Francisco CA 94105	94-1488222	509(a)(1)
American Diabetes Association	\$ 2,000.00	4/6/2011	492 9th Street, Suite 300		Oakland CA 94607	13-1623888	509(a)(1)
City of SF - SF Regional Development Group	\$ 2,000.00	4/6/2011	55 Hawthorne Street		San Francisco CA 94105	95-0435991	509(a)(1)
Leukemia Lymphoma Society - Susan Smith	\$ 400.00	5/1/2011	221 Main Street, Suite 1650		San Francisco CA 94105	13-5644916	509(a)(1)
Leukemia Lymphoma Society - Susan Smith	\$ 600.00	5/1/2011	221 Main Street, Suite 1650		San Francisco CA 94105	13-5644916	509(a)(1)
The Relay - Organs R Us	\$ 500.00	4/6/2011	570 El Camino Real		Redwood City, CA 94063	94-0333306	509(a)(1)
Team Donate life (TDL)	\$ 1,000.00	4/6/2011	102 Hesler Court		Folsom CA 95830	20-1888171	509(a)(1)
Institute for Maximum Human Potential	\$ 3,000.00	4/6/2011	9624 So Compton Avenue		Los Angeles, CA 90002	94-4495537	509(a)(2)
Heilen Woodward Animal Center	\$ 500.00	4/6/2011	P O Box 84		Rancho Santa Fe, CA 92087	23-7228287	509(a)(1)
North Valley Canine Services	\$ 1,000.00	4/6/2011	15453 Raven Street		North Hills, CA 91343	95-0444561	509(a)(2)
Leukemia Lymphoma Society	\$ 4,000.00	4/6/2011	1311 Mamaroneck Avenue Suite 310		White Plains NY 10605	13-5644916	509(a)(1)
Community Service Programs	\$ 500.00	4/6/2011	1821 E Dryer Road #200		Santa Ana, CA 92705	95-3167866	509(a)(1)
Friends of the Urban Forest	\$ 2,500.00	4/6/2011	1007 General Kennedy Avenue Suite 1		San Francisco CA 94129-1405	94-2699528	509(a)(1)
Halleck Creek Ranch	\$ 2,000.00	4/6/2011	P O Box 159		Nicasio CA 94946	94-2581062	509(a)(1)
Onhoff Recovery Programs	\$ 2,000.00	4/6/2011	601 Steiner Street		San Francisco CA 94117	94-14722466	509(a)(2)
Tradewomen Inc	\$ 2,000.00	4/6/2011	1433 Webster Street		Oakland CA 94612	94-262-3867	509(a)(1)
Architectural Foundation of San Francisco	\$ 3,500.00	4/6/2011	160 Pine Street, Suite 505		San Francisco CA 94111	94-3119670	509(a)(1)
Urban Solution	\$ 2,000.00	4/7/2011	1083 Mission Street 2nd Floor		San Francisco CA 94103	94-3158162	509(a)(1)
Rebuilding Together - Silicon Valley	\$ 1,333.00	4/7/2011	2827 Alvarado Avenue		San Jose CA 95111	77-02989381	509(a)(1)
Hawaiian Humane Society	\$ 772.50	4/7/2011	2700 Waialae Avenue		Honolulu HI 96826	99-0073490	509(a)(2)
American Red Cross - Japan	\$ 6,000.00	4/28/2011	P O Box 37243		Washington DC 20013	53-0196605	509(a)(1)
Mercy Corps - Japan	\$ 6,000.00	4/28/2011	45 SW Ankeny Street		Portland OR 97204	91-1148123	509(a)(1)
Doctors Without Borders	\$ 5,915.00	4/28/2011	P O Box 5650		Hagerstown MD 21741	13-343342	509(a)(1)
Boards Valley Health System Foundation	\$ 430.00	5/5/2011	1024 S Lemay Avenue		Fort Collins CO 80528	74-1884581	509(a)(1)
Greater LA African American Chamber of Commerce	\$ 1,451.20	5/11/2011	5100 W Goldleaf Circle #203		Los Angeles CA 90056	95-4655576	509(a)(2)
InnerCity Struggle	\$ 1,000.00	6/8/2011	2811 Whittier Blvd		Los Angeles CA 90023	27-2133211	509(a)(1)
Leukemia Lymphoma Society	\$ 1,500.00	6/8/2011	221 Main Street		San Francisco CA 94105	13-5644916	509(a)(1)
Mercy Housing	\$ 2,500.00	6/8/2011	1360 Mission Street		San Francisco CA 94106	94-3061666	509(a)(2)
SFMOMA	\$ 1,500.00	6/8/2011	151 Third Street		San Francisco CA 94103	94-1563300	509(a)(1)
Susan G Komen Race for the Cure - San Antonio	\$ 2,000.00	6/8/2011	P O Box 6678		San Antonio TX 78299	7-2856666	509(a)(1)
The Scantrite Learning Center of South Texas	\$ 1,000.00	6/8/2011	308 Avenue E		San Antonio TX 78205	75-5072012	509(a)(1)
Big Brothers Big Sisters of San Diego County	\$ 3,500.00	6/8/2011	8515 Anions Drive, Suite A		San Diego CA 92126	95-2151526	509(a)(1)
Frances Kichen Project	\$ 500.00	6/8/2011	5638 Lake Murray Blvd		San Diego CA 91942	56-2673331	509(a)(1)
Alzheimer's Association	\$ 5,000.00	6/8/2011	1211 North Durst Avenue, Suite A		Santa Rosa CA 95401	94-2897949	509(a)(2)
Hugh O'Brian Youth Leadership Foundation	\$ 1,000.00	6/8/2011	31255 Cedar Valley Drive, Suite 327		Westlake Village CA 91362	95-6052286	509(a)(1)
MacCandDo (Tenderlon Youth Track Club	\$ 1,500.00	6/8/2011	237 Grapewood Street		Vallejo CA 94591	34-1980575	509(a)(1)
Morgan's Wonderland	\$ 500.00	6/3/2011	P O Box 830422		San Antonio TX 78283	20-0817557	509(a)(2)
San Bernardino National Forest Association	\$ 1,000.00	6/8/2011	602 S Tippicano Avenue		San Bernardino CA 92408	33-0556414	509(a)(1)
AGC of California Education Foundation	\$ 3,500.00	6/8/2011	3095 Beacon Blvd		West Sacramento CA 95851	68-0463356	509(a)(1)
Sacramento Habitat for Humanity	\$ 5,000.00	6/8/2011	855 Uimuna Avenue		Sacramento CA 95826	68-0058034	509(a)(1)
Mission Ringing Hall	\$ 1,000.00	6/8/2011	2229 Poplar Street		Oakland CA 94607	80-0123340	509(a)(1)
Black Contractors Association - Youth Build Program	\$ 2,500.00	6/8/2011	6125 Impenal Avenue		San Francisco CA 94118	94-2489642	509(a)(2)
Iota Alpha Sigma	\$ 1,000.00	6/14/2011	2103 MacArthur Blvd		Oakland CA 94602	87-0633075	509(a)(1)
Leap	\$ 2,500.00	6/23/2011	1557 15th Avenue		San Francisco CA 94122	94-2387002	509(a)(1)
Special Olympics	\$ 750.00	3/28/2011	3480 Bushirk Avenue, Suite 340		Pleasant Hill CA 94523	94-1075466	509(a)(1)
Cypress Mandala Training Center	\$ 2,500.00	7/1/2011	288 7th Street		Oakland CA 94607	94-3240879	509(a)(1)
Sierra Forerver Families	\$ 1,000.00	8/3/2011	3145 Geary Blvd, PMB 210		Greenbrae CA 94904	66-002878	509(a)(1)
Tenderlon Neighborhood Development Corporation	\$ 2,500.00	8/3/2011	201 Eddy Street		San Francisco CA 94114	20-1470982	509(a)(2)
Wu Yee Children's Services	\$ 1,000.00	8/3/2011	760 Mission Street 6th Floor		San Francisco CA 94103	95-2424211	509(a)(1)
The San Antonio Livestock Exposition, Inc	\$ 1,000.00	8/17/2011	P O Box 20030		Pleasant Hill CA 94522	84-0951575	509(a)(1)
Packard Foundation for Children's Health	\$ 500.00	8/3/2011	3631 Los Cerritos Drive		Greenbrae CA 94904	94-3240879	509(a)(1)
Summer Children's Museum	\$ 5,000.00	8/3/2011	8928 Volunteer Lane #240		Sacramento CA 95826	66-002878	509(a)(1)
PONENTE Learning Center	\$ 3,860.00	8/3/2011	6505 Wilshire Blvd, Suite 100		Los Angeles CA 90048	94-11562451	509(a)(1)
Colorado Coalition for the Homeless	\$ 2,580.00	8/2/2011	501 South Boyle Avenue		Denver, CO 80205	84-0951575	509(a)(1)
San Francisco Symphony	\$ 1,500.00	8/3/2011	201 Van Ness Avenue		San Francisco CA 94102	94-11562454	509(a)(1)
National Association of Minority Contractors	\$ 500.00	8/4/2011	1970 Broadway, Suite 100		Oakland, CA 94612	27-5165146	

The American Heart Association	\$ 15,000.00	8/4/2011	8/4/2011	1241 Howard Street	San Francisco, CA 94103	13,561,3797	509(a)(1)
Asian Neighborhood Development	\$ 500.00	8/5/2011	8/5/2011	601 Steiner Street	San Francisco, CA 94117	23,394,580	509(a)(1)
Oihhoff Recovery Programs	\$ 3,000.00	8/11/2011	8/11/2011	95 Brady Street	San Francisco, CA 94103	94-1422466	509(a)(2)
San Francisco Housing Action Coalition	\$ 1,000.00	8/19/2011	8/19/2011	4112 South Main Street	Los Angeles, CA 90037	94-1616747	509(a)(2)
Playa Vista Job Opportunities and Business Services	\$ 2,150.00	9/12/2011	9/12/2011	P O Box 37243	Washington, DC 20013	95-4706848	509(a)(1)
American Red Cross - US Disasters	\$ 8,630.00	9/8/2011	9/8/2011	200 N Vineyard Blvd, Bldg B	Honolulu, HI 96814	53-0196605	509(a)(1)
Child and Family Service	\$ 2,500.00	9/21/2011	9/21/2011	701 Sutter Street, Suite 2	San Francisco, CA 94109	99-0073438	509(a)(1)
Larkin Street Youth Service	\$ 1,000.00	10/4/2011	10/4/2011	7415 Paisphere Circle	Chicago, IL 60674	94-2917899	509(a)(1)
Susan G. Komen 3-day for the Cure	\$ 1,000.00	10/4/2011	10/4/2011	460 Brannan Street, Suite 77650	San Francisco, CA 94107	23-7825575	509(a)(1)
San Francisco Deputy Sheriff's Foundation	\$ 1,000.00	10/4/2011	10/4/2011	5714 Edson Blvd #133	Sacramento, CA 95819	30-0287554	509(a)(2)
Scally Owl Foundation	\$ 500.00	10/4/2011	10/4/2011	One Bush Street, Suite 500	San Francisco, CA 94104	27-4762075	
The Guardsmen	\$ 250.00	10/4/2011	10/4/2011	26 Broadway	New York, NY 10004	94-1196194	509(a)(1)
Juvenile Diabetes Research Foundation	\$ 250.00	10/4/2011	10/4/2011	3805 Marshall St, Suite 201	Wheat Ridge, CO 80033	23-907729	509(a)(1)
Family Tree	\$ 500.00	12/6/2011	110 W 6th Street, #242	Long Beach, CA 90802	84-0730973	509(a)(1)	
Mystikal Youth Arts Organization	\$ 2,400.00	12/6/2011	12400 Highway 281 North, Suite 200	San Antonio, TX 78216	20-2252548	509(a)(2)	
San Antonio Livestock Exposition Calf Scramble	\$ 2,400.00	12/6/2011	12400 Highway 281 North, Suite 200	San Antonio, TX 78216	74-1075466	509(a)(2)	
City Build (a division of Mission Haring Hall)	\$ 500.00	12/12/2011	288 7th Street	Honolulu, HI 96819	94-1750329	509(a)(1)	
Mission Haring Hall	\$ 500.00	12/6/2011	268 7th Street	San Francisco, CA 94106	94-1750329	509(a)(1)	
San Antonio Livestock Exposition BBQ Cook-off	\$ 1,500.00	12/7/2011	12400 Highway 281 North, Suite 200	San Antonio, TX 78216	23-907729	509(a)(1)	
Salvation Army San Diego Citadel	\$ 1,575.00	12/8/2011	4170 Baboa Ave	San Diego, CA 92117	84-0730973	509(a)(1)	
Wingard Center Association	\$ 1,000.00	12/9/2011	556 So San Pedro St	Los Angeles, CA 90013	95-6054617	509(a)(1)	
Hawai Foodbank, Inc	\$ 7,320.00	12/6/2011	2611 Kihau St	Honolulu, HI 96819	99-0220689	509(a)(1)	
Heaven for Hope	\$ 3,035.00	12/6/2011	11 Haven for Hope Way	San Antonio, TX 78207	20-8075412	509(a)(1)	
San Francisco Food Bank	\$ 5,000.00	12/6/2011	900 Pennsylvania Ave	San Francisco, CA 94107	74-075466	509(a)(2)	
Salvation Army	\$ 1,000.00	12/12/2011	1500 Valencia Street	San Francisco, CA 94110	94-1156347	509(a)(1)	
Coats for Colorado	\$ 1,500.00	12/12/2011	1701 S Broadway	Denver, CO 80210	84-1352214	509(a)(1)	
Redwood Empire Food Bank	\$ 750.00	12/16/2011	3320 Industrial Drive	Santa Rosa, CA 95403	68-0121855	509(a)(1)	
River City Food Bank	\$ 750.00	12/16/2011	1319 27th St	Sacramento, CA 95816	91-1851398	509(a)(1)	
Food Bank of Contra Costa and Solano County	\$ 1,620.00	12/12/2011	4010 Nelson Avenue	Concord, CA 94520	94-2418054	509(a)(1)	
Second Harvest Food Bank - Paid 2012	\$ -	1/3/2012	8014 Marine Way	Irvine, CA 92618	95-3133494	509(a)(1)	
Wingard Center Association - Paid 2012	\$ -	1/3/2012	556 So San Pedro St	Los Angeles, CA 90013	95-6054617	509(a)(1)	
Northwest Harvest - Paid 2012	\$ -	1/5/2012	511 Cherry Street	Seattle, WA 98104	91-1090450	509(a)(1)	
Cal Poly State University, San Luis Obispo	\$ 3,500.00	10/4/2011	Dept of Construction Management	Langdon Hall 103	77-0209117		
California State University, Bakersfield	\$ 3,500.00	9/21/2011	Dept of Engineering	5241 N. Maple Ave	95-1230865		
California State University, Bakersfield	\$ 3,500.00	9/21/2011	Dept of Civil Engineering	1250 Bellflower Blvd	94-6003272		
California State University, Bakersfield	\$ 3,500.00	9/21/2011	Dept of Civil Engineering Management	6000 J Street	95-6-106694		
California State University, Bakersfield	\$ 3,500.00	10/4/2011	College of Engineering	11 MLU Drive	20-595531		
California State University, Bakersfield	\$ 3,500.00	9/27/2011	Frank R. Seaver College of Science/Engng	Stanford, CA 94305	95-16-3334		
Loyola Marymount University	\$ 3,500.00	9/21/2011	Civil Engineering & Constr Mgmt Dept	Mail Stop 3137	94-1156365		
Stanford University	\$ 3,500.00	8/18/2011	422-A Langford	College Station, TX 77843-3137	74-1974733		
Texas A & M	\$ 3,500.00	9/21/2011	Civil & Environmental Engg Dept	2111 Bancroft Way	94-6002123		
University of California at Berkeley	\$ 3,500.00	6/13/2011	Dept of Construction Management	Box 351610	94-3079432		
University of Washington	\$ 3,500.00	9/6/2011	School of Engineering	Seattle, WA 98101-1116	95-16-2394		
University of Southern California	\$ 3,500.00	9/6/2011	Campus Foundation (SanDiegoSU)	Los Angeles, CA 90089-2531	33-088418		
San Diego State University (Reinstated 2010)	\$ 3,500.00	10/6/2011	Campus Foundation	San Diego, CA 92182-8030	99-0085260		
University of Hawaii	\$ 3,500.00	6/8/2011	Coll of Engineering Holmes Hall 240G	Honolulu, HI 96822	74-1717115		
University of Texas, San Antonio	\$ 3,500.00	8/5/2011	College of Business	San Antonio, TX 78249	91-1075342		
Washington State University	\$ 3,500.00	8/5/2011	School of Architecture & Construction	P O Box 642220	99-0085260		
Colorado State University	\$ 3,500.00	8/5/2011	Dept. of Construction Management	1584 Campus Delivery	99-0085260		
	\$ 301,575.20						