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**Return of Private Foundation
or Section 4947(a)(1) Nonexempt Charitable Trust
Treated as a Private Foundation****2011**

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

For calendar year 2011 or tax year beginning

, and ending

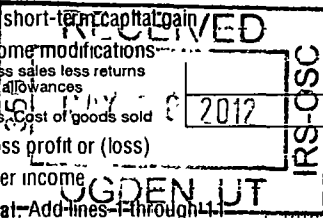
Name of foundation BCM FOUNDATION		A Employer identification number 26-2667384
Number and street (or P O box number if mail is not delivered to street address) 8152 PAINTER AVE	Room/suite 201	B Telephone number 562/696-0338
City or town, state, and ZIP code WHITTIER, CA 90602-3757		C If exemption application is pending, check here <input type="checkbox"/>
G Check all that apply: <input type="checkbox"/> Initial return <input type="checkbox"/> Final return <input type="checkbox"/> Address change <input type="checkbox"/> Initial return of a former public charity <input type="checkbox"/> Amended return <input type="checkbox"/> Name change		D 1. Foreign organizations, check here <input type="checkbox"/> 2 Foreign organizations meeting the 85% test, check here and attach computation <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		E If private foundation status was terminated under section 507(b)(1)(A), check here <input type="checkbox"/>
I Fair market value of all assets at end of year (from Part II, col. (c), line 16) \$ 44,163,762.	J Accounting method: <input checked="" type="checkbox"/> Cash <input type="checkbox"/> Accrual <input type="checkbox"/> Other (specify) _____ (Part I, column (d) must be on cash basis)	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))		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
1 Contributions, gifts, grants, etc., received				N/A	
2 Check <input checked="" type="checkbox"/> if the foundation is not required to attach Sch B					
3 Interest on savings and temporary cash investments		59.	59.		STATEMENT 1
4 Dividends and interest from securities		1,040,507.	1,040,507.		STATEMENT 2
5a Gross rents					
b Net rental income or (loss)					
6a Net gain or (loss) from sale of assets not on line 10		971,635.			
b Gross sales price for all assets on line 6a		27,939,322.			
7 Capital gain net income (from Part IV, line 2)			971,635.		
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)					
11 Other income					
12 Total. Add lines 1 through 11		2,012,201.	2,012,201.		
13 Compensation of officers, directors, trustees, etc		150,000.	0.		150,000.
14 Other employee salaries and wages					
15 Pension plans, employee benefits					
16a Legal fees STMT 3		692.	0.		692.
b Accounting fees STMT 4		16,605.	0.		16,605.
c Other professional fees STMT 5		105,160.	95,168.		9,992.
17 Interest					
18 Taxes STMT 6		160.	0.		160.
19 Depreciation and depletion		592.	0.		
20 Occupancy		11,726.	0.		11,726.
21 Travel, conferences, and meetings		700.	0.		700.
22 Printing and publications					
23 Other expenses STMT 7		12,448.	0.		12,448.
24 Total operating and administrative expenses. Add lines 13 through 23		298,083.	95,168.		202,323.
25 Contributions, gifts, grants paid		2,545,810.			2,545,810.
26 Total expenses and disbursements. Add lines 24 and 25		2,843,893.	95,168.		2,748,133.
27 Subtract line 26 from line 12:					
a Excess of revenue over expenses and disbursements		<831,692.>			
b Net investment income (if negative, enter -0-)			1,917,033.		
c Adjusted net income (if negative, enter -0-)				N/A	

SCANNED MAY 24 2012

Revenue

Operating and Administrative Expenses



12/6

Part II Balance Sheets		Attached schedules and amounts in the description column should be for end-of-year amounts only		Beginning of year	End of year	
				(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1	Cash - non-interest-bearing		200,064.	113,904.	113,904.
	2	Savings and temporary cash investments				
	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				
	7	Other notes and loans receivable ▶				
		Less: allowance for doubtful accounts ▶				
	8	Inventories for sale or use				
	9	Prepaid expenses and deferred charges		19,661.	11,240.	11,240.
	10a	Investments - U.S. and state government obligations				
	b	Investments - corporate stock	STMT 8	33,743,577.	28,699,467.	29,042,587.
	c	Investments - corporate bonds	STMT 9	10,788,826.	15,075,095.	14,995,134.
11	Investments - land, buildings, and equipment basis ▶					
	Less accumulated depreciation ▶					
12	Investments - mortgage loans					
13	Investments - other					
14	Land, buildings, and equipment: basis ▶	3,401.				
	Less accumulated depreciation STMT 10 ▶	2,504.	1,209.	897.	897.	
15	Other assets (describe ▶)					
16	Total assets (to be completed by all filers)		44,753,337.	43,900,603.	44,163,762.	
Liabilities	17	Accounts payable and accrued expenses				
	18	Grants payable				
	19	Deferred revenue				
	20	Loans from officers, directors, trustees, and other disqualified persons				
	21	Mortgages and other notes payable				
	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 type="checkbox"/>					
	and complete lines 24 through 26 and lines 30 and 31.					
	24	Unrestricted				
	25	Temporarily restricted				
	26	Permanently restricted				
	Foundations that do not follow SFAS 117, check here ▶ <input checked="" type="checkbox"/>					
	and complete lines 27 through 31.					
	27	Capital stock, trust principal, or current funds		0.	0.	
28	Paid-in or capital surplus, or land, bldg., and equipment fund		44,905,240.	44,905,240.		
29	Retained earnings, accumulated income, endowment, or other funds		<151,903.>	<1,004,637.>		
30	Total net assets or fund balances		44,753,337.	43,900,603.		
31	Total liabilities and net assets/fund balances		44,753,337.	43,900,603.		

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	44,753,337.
2	Enter amount from Part I, line 27a	2	<831,692.>
3	Other increases not included in line 2 (itemize) ▶	3	0.
4	Add lines 1, 2, and 3	4	43,921,645.
5	Decreases not included in line 2 (itemize) ▶ PRIOR YR TAX ADJUSTMENT	5	21,042.
6	Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	43,900,603.

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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 SCHWAB-SEE SCHEDULE ATTACHED	P	VARIOUS	VARIOUS
b SCHWAB-SEE SCHEDULE ATTACHED	P	VARIOUS	VARIOUS
c WASH SALE LOSS DISALLOWED	P	VARIOUS	VARIOUS
d STOCK CLASS ACTION SETTLEMENTS	P		
e CAPITAL GAINS DIVIDENDS			

(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 3,629,981.		3,754,575.	<124,594.>
b 24,124,001.		23,213,112.	910,889.
c 35,858.			35,858.
d 5,656.			5,656.
e 143,826.			143,826.

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69

(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	(l) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col. (h))
a			<124,594.>
b			910,889.
c			35,858.
d			5,656.
e			143,826.

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

971,635.

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).

If (loss), enter -0- in Part I, line 8

3

N/A

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 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	1,747,817.	44,314,762.	.039441
2009	4,285.	5,157,140.	.000831
2008			
2007			
2006			

2 Total of line 1, column (d)**2**

.040272

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**

.020136

4 Enter the net value of noncharitable-use assets for 2011 from Part X, line 5**4**

46,932,627.

5 Multiply line 4 by line 3**5**

945,035.

6 Enter 1% of net investment income (1% of Part I, line 27b)**6**

19,170.

7 Add lines 5 and 6**7**

964,205.

8 Enter qualifying distributions from Part XII, line 4**8**

2,748,133.

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)

1a Exempt operating foundations described in section 4940(d)(2), check here <input type="checkbox"/> and enter "N/A" on line 1. 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 checked="" type="checkbox"/> and enter 1% of Part I, line 27b		1	19,170.
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	0.
3 Add lines 1 and 2		3	19,170.
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	19,170.
6 Credits/Payments:			
a 2011 estimated tax payments and 2010 overpayment credited to 2011	6a	11,240.	
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	11,240.	
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	7,930.	
10 Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10		
11 Enter the amount of line 10 to be: Credited to 2012 estimated tax <input type="checkbox"/> Refunded <input checked="" type="checkbox"/>	11		

Part VII-A Statements Regarding Activities

	Yes	No
1a 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
1b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see instructions for definition)? 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.		X
c Did the foundation file Form 1120-POL for this year?		X
d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year: (1) On the foundation. <input type="checkbox"/> \$ 0. (2) On foundation managers. <input type="checkbox"/> \$ 0.		
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers. <input type="checkbox"/> \$ 0.		
2 Has the foundation engaged in any activities that have not previously been reported to the IRS? 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
4a 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?		
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? 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: • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	X	
7 Did the foundation have at least \$5,000 in assets at any time during the year? If "Yes," complete Part II, col (c), and Part XV.	X	
8a Enter the states to which the foundation reports or with which it is registered (see instructions) <input type="checkbox"/> 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 2011 or the taxable year beginning in 2011 (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

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Part VII-A Statements Regarding Activities (continued)

11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions)	11		X
12	Did the foundation 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 ► N/A

14 The books are in care of ► BCM FOUNDATION Telephone no. ► 562/696-1433
 Located at ► 8152 PAINTER AVE., STE.201, WHITTIER, CA ZIP+4 ► 90602

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 N/A

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? ☐ Yes ☒ No
 See the instructions for exceptions and filing requirements for Form TD F 90-22.1. If "Yes," enter the name of the foreign country ►

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 instructions)? Organizations relying on a current notice regarding disaster assistance check here	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 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 <input checked="" type="checkbox"/> 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.)	N/A	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 <input checked="" type="checkbox"/> 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.)	N/A	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

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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)?

☐ 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)?

N/A

5b

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.

(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
JAMES D. SHEPARD	TRUSTEE			
8152 PAINTER AVE, STE 201				
WHITTIER, CA 90602	40.00	75,000.	0.	0.
KAREN P. SHEPARD	TRUSTEE			
8152 PAINTER AVE, STE 201				
WHITTIER, CA 90602	40.00	75,000.	0.	0.

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

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

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

0

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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. If none, enter "NONE."

(a) Name and address of each person paid more than \$50,000	(b) Type of service	(c) Compensation
NONE		

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

0

Part 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	
	0.
2	
3	
4	

Part IX-B Summary of Program-Related Investments

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.)

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	47,133,435.
b	Average of monthly cash balances	1b	513,902.
c	Fair market value of all other assets	1c	
d	Total (add lines 1a, b, and c)	1d	47,647,337.
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	1e	0.
2	Acquisition indebtedness applicable to line 1 assets	2	0.
3	Subtract line 2 from line 1d	3	47,647,337.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	714,710.
5	Net value of noncharitable-use assets Subtract line 4 from line 3. Enter here and on Part V, line 4	5	46,932,627.
6	Minimum investment return. Enter 5% of line 5	6	2,346,631.

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	2,346,631.
2a	Tax on investment income for 2011 from Part VI, line 5	2a	19,170.
b	Income tax for 2011. (This does not include the tax from Part VI.)	2b	
c	Add lines 2a and 2b	2c	19,170.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	2,327,461.
4	Recoveries of amounts treated as qualifying distributions	4	0.
5	Add lines 3 and 4	5	2,327,461.
6	Deduction from distributable amount (see instructions)	6	0.
7	Distributable amount as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1	7	2,327,461.

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	2,748,133.
b	Program-related investments - total from Part IX-B	1b	0.
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	2	
3	Amounts set aside for specific charitable projects that satisfy the:		
a	Suitability test (prior IRS approval required)	3a	
b	Cash distribution test (attach the required schedule)	3b	
4	Qualifying distributions. Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	4	2,748,133.
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	5	19,170.
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	2,728,963.

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.

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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				2,327,461.
2 Undistributed income, if any, as of the end of 2011				
a Enter amount for 2010 only			0.	
b Total for prior years:		0.		
3 Excess distributions carryover, if any, to 2011:				
a From 2006	1,618,670.			
b From 2007	2,445,192.			
c From 2008	1,512,964.			
d From 2009				
e From 2010				
f Total of lines 3a through e	5,576,826.			
4 Qualifying distributions for 2011 from Part XII, line 4: ► \$ 2,748,133.				
a Applied to 2010, but not more than line 2a			0.	
b Applied to undistributed income of prior years (Election required - see instructions)		0.		
c Treated as distributions out of corpus (Election required - see instructions)	0.			
d Applied to 2011 distributable amount				2,327,461.
e Remaining amount distributed out of corpus	420,672.			
5 Excess distributions carryover applied to 2011 (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	5,997,498.			
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 2010. Subtract line 4a from line 2a. Taxable amount - see instr.			0.	
f Undistributed income for 2011. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2012				0.
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3)	0.			
8 Excess distributions carryover from 2006 not applied on line 5 or line 7	1,618,670.			
9 Excess distributions carryover to 2012. Subtract lines 7 and 8 from line 6a	4,378,828.			
10 Analysis of line 9:				
a Excess from 2007	2,445,192.			
b Excess from 2008	1,512,964.			
c Excess from 2009				
d Excess from 2010				
e Excess from 2011	420,672.			

N/A

- ☐ 4942(j)(3) or ☐ 4942(j)(5)

- 3 Complete 3a, b, or c for the alternative test relied upon:
 - a "Assets" alternative test - enter:
 - (1) Value of all assets
 - (2) Value of assets qualifying under section 4942(j)(3)(B)(i)
 - b "Endowment" alternative test - enter 2/3 of minimum investment return shown in Part X, line 6 for each year listed
 - c "Support" alternative test - enter:
 - (1) Total support other than gross investment income (interest, dividends, rents, payments on securities loans (section 512(a)(5)), or royalties)
 - (2) Support from general public and 5 or more exempt organizations as provided in section 4942(j)(3)(B)(iii)
 - (3) Largest amount of support from an exempt organization
 - (4) Gross investment income

26-26671

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

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a Paid during the year				
SEE SCHEDULE ATTACHED				2,545,810.
Total			3a	2,545,810.
b Approved for future payment				
NONE				
Total			3b	0.

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
	(a) Business code	(b) Amount	(c) Exclu- sion 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	59.		
4 Dividends and interest from securities			14	1,040,507.		
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	971,635.		
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)		0.		2,012,201.		0.
13 Total. Add line 12, columns (b), (d), and (e)					13	2,012,201.

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

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

[illegible]

Asset No	Description	Date Acquired	Method	Life	Line No	Unadjusted Cost Or Basis	Bus % Excl	Reduction In Basis	Basis For Depreciation	Accumulated Depreciation	Current Sec 179	Current Year Deduction
1	FURNISHINGS	11/25/09	SL	5.00	17	268.		134.	134.	30.		27.
2	FURNISHINGS	12/07/09	SL	5.00	17	2,853.		1,427.	1,426.	321.		285.
3	FURNISHINGS	08/03/11	SL	5.00	19B	280.		280.				280.
	* TOTAL 990-PF PG 1 DEPR					3,401.		1,841.	1,560.	351.	0.	592.

FORM 990-PF INTEREST ON SAVINGS AND TEMPORARY CASH INVESTMENTS STATEMENT 1

SOURCE	AMOUNT
WELLS FARGO BANK	59.
TOTAL TO FORM 990-PF, PART I, LINE 3, COLUMN A	59.

FORM 990-PF DIVIDENDS AND INTEREST FROM SECURITIES STATEMENT 2

SOURCE	GROSS AMOUNT	CAPITAL GAINS DIVIDENDS	COLUMN (A) AMOUNT
CHARLES SCHWAB	1,184,333.	143,826.	1,040,507.
TOTAL TO FM 990-PF, PART I, LN 4	1,184,333.	143,826.	1,040,507.

FORM 990-PF LEGAL FEES STATEMENT 3

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
LARSON & BAWDEN LLP	692.	0.		692.
TO FM 990-PF, PG 1, LN 16A	692.	0.		692.

FORM 990-PF ACCOUNTING FEES STATEMENT 4

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
ALICE C. CLARNO, EA	16,605.	0.		16,605.
TO FORM 990-PF, PG 1, LN 16B	16,605.	0.		16,605.

FORM 990-PF	OTHER PROFESSIONAL FEES			STATEMENT	5
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES	
JULIE MORADI	9,360.	0.		9,360.	
PROFESSIONAL SERVICES	632.	0.		632.	
SCHWAB INVESTMENT SERVICES	95,168.	95,168.		0.	
TO FORM 990-PF, PG 1, LN 16C	105,160.	95,168.		9,992.	

FORM 990-PF	TAXES			STATEMENT	6
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES	
REGISTRY OF CHARITABLE TRUSTS	150.	0.		150.	
FRANCHISE TAX BOARD	10.	0.		10.	
TO FORM 990-PF, PG 1, LN 18	160.	0.		160.	

FORM 990-PF	OTHER EXPENSES			STATEMENT	7
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES	
OFFICE EXPENSE	980.	0.		980.	
DUES & MEMBERSHIPS	11,468.	0.		11,468.	
TO FORM 990-PF, PG 1, LN 23	12,448.	0.		12,448.	

FORM 990-PF	CORPORATE STOCK	STATEMENT	8
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DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
CORPORATE STOCK	28,699,467.	29,042,587.
TOTAL TO FORM 990-PF, PART II, LINE 10B	28,699,467.	29,042,587.

FORM 990-PF	CORPORATE BONDS	STATEMENT	9
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DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
CORPORATE BONDS	15,075,095.	14,995,134.
TOTAL TO FORM 990-PF, PART II, LINE 10C	15,075,095.	14,995,134.

FORM 990-PF	DEPRECIATION OF ASSETS NOT HELD FOR INVESTMENT	STATEMENT	10
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DESCRIPTION	COST OR OTHER BASIS	ACCUMULATED DEPRECIATION	BOOK VALUE
FURNISHINGS	268.	191.	77.
FURNISHINGS	2,853.	2,033.	820.
FURNISHINGS	280.	280.	0.
TOTAL TO FM 990-PF, PART II, LN 14	3,401.	2,504.	897.

FORM 990-PF

GRANT APPLICATION SUBMISSION INFORMATION
PART XV, LINES 2A THROUGH 2D

STATEMENT 11

NAME AND ADDRESS OF PERSON TO WHOM APPLICATIONS SHOULD BE SUBMITTEDJAMES D. SHEPARD
8152 PAINTER AVE, STE.201
WHITTIER, CA 90602TELEPHONE NUMBER

562/696-1433

FORM AND CONTENT OF APPLICATIONSNO UNSOLICITED GRANT APPLICATIONS, BUT WILL REVIEW 2-3 PG CONCEPT PAPERS.
INCLUDE PROGRAM DESCRIPTION & BACKGROUND INFO ON ORGANIZATION. FOR MORE
INFORMATION EMAIL JBCM1897@GMAIL.COM.ANY SUBMISSION DEADLINESRESTRICTIONS AND LIMITATIONS ON AWARDS

Depreciation and Amortization 990-PF
(Including Information on Listed Property)

▶ See separate instructions.

▶ Attach to your tax return.

2011Attachment
Sequence No **179**

BCM FOUNDATION

FORM 990-PF PAGE 1

26-2667384

Part I Election To Expense Certain Property Under Section 179 Note: If you have any listed property, complete Part V before you complete Part I.

1	Maximum amount (see instructions)	1	500,000.
2	Total cost of section 179 property placed in service (see instructions)	2	
3	Threshold cost of section 179 property before reduction in limitation	3	2,000,000.
4	Reduction in limitation Subtract line 3 from line 2. If zero or less, enter -0-	4	
5	Dollar limitation for tax year Subtract line 4 from line 1. If zero or less, enter -0-. If married filing separately, see instructions	5	
6	(a) Description of property	(b) Cost (business use only)	(c) Elected cost
7	Listed property Enter the amount from line 29	7	
8	Total elected cost of section 179 property. Add amounts in column (c), lines 6 and 7	8	
9	Tentative deduction. Enter the smaller of line 5 or line 8	9	
10	Carryover of disallowed deduction from line 13 of your 2010 Form 4562	10	
11	Business income limitation. Enter the smaller of business income (not less than zero) or line 5	11	
12	Section 179 expense deduction Add lines 9 and 10, but do not enter more than line 11	12	
13	Carryover of disallowed deduction to 2012. Add lines 9 and 10, less line 12	13	

Note: Do not use Part II or Part III below for listed property. Instead, use Part V.

Part II Special Depreciation Allowance and Other Depreciation (Do not include listed property)

14	Special depreciation allowance for qualified property (other than listed property) placed in service during the tax year	14	280.
15	Property subject to section 168(f)(1) election	15	
16	Other depreciation (including ACRS)	16	

Part III MACRS Depreciation (Do not include listed property) (See instructions.)**Section A**

17	MACRS deductions for assets placed in service in tax years beginning before 2011	17	312.
18	If you are electing to group any assets placed in service during the tax year into one or more general asset accounts, check here		

Section B - Assets Placed in Service During 2011 Tax Year Using the General Depreciation System

(a) Classification of property	(b) Month and year placed in service	(c) Basis for depreciation (business/investment use only - see instructions)	(d) Recovery period	(e) Convention	(f) Method	(g) Depreciation deduction
19a 3-year property						
b 5-year property						
c 7-year property						
d 10-year property						
e 15-year property						
f 20-year property						
g 25-year property			25 yrs.		S/L	
h Residential rental property	/		27.5 yrs.	MM	S/L	
	/		27.5 yrs.	MM	S/L	
i Nonresidential real property	/		39 yrs.	MM	S/L	
	/			MM	S/L	

Section C - Assets Placed in Service During 2011 Tax Year Using the Alternative Depreciation System

20a Class life					S/L	
b 12-year			12 yrs.		S/L	
c 40-year	/		40 yrs.	MM	S/L	

Part IV Summary (See instructions)

21	Listed property Enter amount from line 28	21	
22	Total. Add amounts from line 12, lines 14 through 17, lines 19 and 20 in column (g), and line 21. Enter here and on the appropriate lines of your return. Partnerships and S corporations - see instr.	22	592.
23	For assets shown above and placed in service during the current year, enter the portion of the basis attributable to section 263A costs	23	

Part V Listed Property (Include automobiles, certain other vehicles, certain computers, and property used for entertainment, recreation, or amusement.)

Note: For any vehicle for which you are using the standard mileage rate or deducting lease expense, complete only 24a, 24b, columns (a) through (c) of Section A, all of Section B, and Section C if applicable.

Section A - Depreciation and Other Information (Caution: See the instructions for limits for passenger automobiles.)

24a Do you have evidence to support the business/investment use claimed? ☐ Yes ☐ No **24b** If "Yes," is the evidence written? ☒ Yes ☐ No

(a) Type of property (list vehicles first)	(b) Date placed in service	(c) Business/ investment use percentage	(d) Cost or other basis	(e) Basis for depreciation (business/investment use only)	(f) Recovery period	(g) Method/ Convention	(h) Depreciation deduction	(i) Elected section 179 cost
--	-------------------------------------	--	-------------------------------	--	---------------------------	------------------------------	----------------------------------	---------------------------------------

25 Special depreciation allowance for qualified listed property placed in service during the tax year and used more than 50% in a qualified business use

25

26 Property used more than 50% in a qualified business use:

		%						
		%						
		%						

27 Property used 50% or less in a qualified business use:

		%			S/L -			
		%			S/L -			
		%			S/L -			

28 Add amounts in column (h), lines 25 through 27. Enter here and on line 21, page 1

28

29 Add amounts in column (i), line 26. Enter here and on line 7, page 1

29

Section B - Information on Use of Vehicles

Complete this section for vehicles used by a sole proprietor, partner, or other "more than 5% owner," or related person.

If you provided vehicles to your employees, first answer the questions in Section C to see if you meet an exception to completing this section for those vehicles

	(a) Vehicle	(b) Vehicle	(c) Vehicle	(d) Vehicle	(e) Vehicle	(f) Vehicle
30 Total business/investment miles driven during the year (do not include commuting miles)						
31 Total commuting miles driven during the year						
32 Total other personal (noncommuting) miles driven						
33 Total miles driven during the year. Add lines 30 through 32						
34 Was the vehicle available for personal use during off-duty hours?	Yes	No	Yes	No	Yes	No
35 Was the vehicle used primarily by a more than 5% owner or related person?						
36 Is another vehicle available for personal use?						

Section C - Questions for Employers Who Provide Vehicles for Use by Their Employees

Answer these questions to determine if you meet an exception to completing Section B for vehicles used by employees who are not more than 5% owners or related persons.

37 Do you maintain a written policy statement that prohibits all personal use of vehicles, including commuting, by your employees?	Yes	No
38 Do you maintain a written policy statement that prohibits personal use of vehicles, except commuting, by your employees? See the instructions for vehicles used by corporate officers, directors, or 1% or more owners		
39 Do you treat all use of vehicles by employees as personal use?		
40 Do you provide more than five vehicles to your employees, obtain information from your employees about the use of the vehicles, and retain the information received?		
41 Do you meet the requirements concerning qualified automobile demonstration use?		

Note: If your answer to 37, 38, 39, 40, or 41 is "Yes," do not complete Section B for the covered vehicles

Part VI Amortization

(a) Description of costs	(b) Date amortization begins	(c) Amortizable amount	(d) Code section	(e) Amortization period or percentage	(f) Amortization for this year
-----------------------------	------------------------------------	------------------------------	------------------------	---	--------------------------------------

42 Amortization of costs that begins during your 2011 tax year:

43 Amortization of costs that began before your 2011 tax year

43

44 Total. Add amounts in column (f). See the instructions for where to report

44

Capital Gains Report

1/1/11 Through 12/31/11

Page 1

Security	Shares	Bought	Sold	Sales Price	Cost Basis	Gain/Loss
SHORT TERM						
Artio Intl Equity Fund	3,530.022	12/29/10	1/11/11	43,630.05	44,068.71	-438.66
Artisan Intl Fund	9,576.613	3/24/10	1/11/11	208,674.40	198,933.50	9,740.90
Artisan Intl Fund	793.871	12/16/10	1/11/11	17,298.45	16,490.96	807.49
DFA Intl Small Company	10,014.299	4/27/10	2/24/11	175,000.00	153,833.66	21,166.34
Prud Jennison Small Co Cl Z	1,028.655	5/20/10	4/5/11	24,000.00	17,396.43	6,603.57
Prud Jennison Small Co Cl Z	2,845.580	5/20/10	5/16/11	65,000.00	48,123.93	16,876.07
Dodge & Cox Intl Stock Fund	5,533.638	10/21/10	9/26/11	158,755.46	179,477.16	-20,721.70
Dodge & Cox Intl Stock Fund	5,469.336	11/17/10	9/26/11	156,910.69	177,391.60	-20,480.91
Dodge & Cox Intl Stock Fund	1,512.421	12/21/10	9/26/11	43,390.10	49,053.63	-5,663.53
Dodge & Cox Intl Stock Fund	846.286	1/11/11	9/26/11	24,279.24	27,448.31	-3,169.07
Dodge & Cox Intl Stock Fund	2,200.209	5/3/11	9/26/11	63,122.16	71,361.24	-8,239.08
Dodge & Cox Stock Fund	84.556	9/27/10	9/26/11	8,005.50	8,359.62	-354.12
Dodge & Cox Stock Fund	1,294.323	10/21/10	9/26/11	122,542.51	127,963.09	-5,420.58
Dodge & Cox Stock Fund	842.758	11/17/10	9/26/11	79,789.73	83,319.17	-3,529.44
Dodge & Cox Stock Fund	73.583	12/21/10	9/26/11	6,966.61	7,274.77	-308.16
Dodge & Cox Stock Fund	1,958.007	1/11/11	9/26/11	185,378.06	193,578.13	-8,200.07
Dodge & Cox Stock Fund	112.415	3/28/11	9/26/11	10,643.11	11,113.90	-470.79
Dodge & Cox Stock Fund	1,190.862	5/3/11	9/26/11	112,747.14	117,734.43	-4,987.29
Dodge & Cox Stock Fund	146.264	6/27/11	9/26/11	13,847.82	14,460.37	-612.55
Vanguard Intl Growth Fund	14,177.741	1/11/11	11/1/11	800,000.00	880,265.72	-80,265.72
Allianz Agic Convertible Fd	13,584.800	5/3/11	11/28/11	370,000.00	420,952.96	-50,952.96
Blackrock Eqty Dividend Fd	17,444.765	9/26/11	11/28/11	300,000.00	291,573.33	8,426.67
Dodge & Cox Global Stk Fund	39,794.423	9/26/11	11/28/11	300,000.00	294,883.37	5,116.63
Blackrock Eqty Dividend Fd	9,591.778	9/26/11	12/27/11	175,000.00	160,383.16	14,616.84
Dodge & Cox Global Stk Fund	21,462.932	9/26/11	12/27/11	165,000.00	159,133.53	5,866.47
TOTAL SHORT TERM				3,629,981.03	3,754,574.68	-124,593.65
LONG TERM						
Artio Intl Equity Fund	121,329...	12/2/09	1/11/11	1,499,598.53	1,514,675.53	-15,077.00
Artio Intl Equity Fund	32,948.929	12/9/09	1/11/11	407,239.26	411,333.65	-4,094.39
Artio Intl Equity Fund	15,395.899	12/29/09	1/11/11	190,288.87	192,202.04	-1,913.17
Artisan Intl Fund	70,648.752	11/19/09	1/11/11	1,539,436.30	1,467,575.60	71,860.70
Artisan Intl Fund	8,979.206	12/2/09	1/11/11	195,656.90	186,523.66	9,133.24
Artisan Intl Fund	4,352.031	12/9/09	1/11/11	94,830.76	90,404.07	4,426.69
Artisan Intl Fund	2,073.830	12/17/09	1/11/11	45,188.76	43,079.35	2,109.41
Calamos Global Growth & Income	6,243.311	11/19/09	2/24/11	70,000.00	59,643.35	10,356.65
Dodge & Cox Intl Stock Fund	1,937.222	11/19/09	2/24/11	70,000.00	62,588.03	7,411.97
Dodge & Cox Stock Fund	796.691	11/19/09	2/24/11	90,000.00	78,124.84	11,875.16
Primecap Odyssey Stock	14,269.698	11/19/09	2/24/11	210,000.00	177,372.11	32,627.89
Templeton Global Total Return	4,734.349	3/24/10	5/3/11	65,000.00	59,933.94	5,066.06
Vanguard Total Bond	56,705.712	11/19/09	5/3/11	605,000.00	596,232.83	8,767.17
Calamos Global Growth & Income	156,308...	11/19/09	5/3/11	1,810,000.00	1,493,238.07	316,761.93
Morgan Stanley Global R E	107,681....	5/1/10	5/3/11	1,010,000.00	854,126.21	155,873.79
JPMorgan Mortgage-Backed Sec	5,731.273	4/27/10	5/16/11	65,000.00	63,745.37	1,254.63
Templeton Global Total Return	4,065.727	3/24/10	5/16/11	55,000.00	51,482.56	3,517.44
Vanguard Total Bond	15,862.868	11/19/09	5/16/11	170,000.00	166,790.30	3,209.70
American Fd Cap World Growth	2,002.400	11/19/09	5/16/11	75,000.00	68,206.50	6,793.50
Dodge & Cox Stock Fund	911.259	11/19/09	5/16/11	105,000.00	90,046.51	14,953.49
Primecap Odyssey Stock	6,577.906	11/19/09	5/16/11	100,000.00	82,143.21	17,856.79
Touchstone Sands Cap Instl Gr	4,461.588	11/19/09	5/16/11	65,000.00	50,785.41	14,214.59
Touchstone Sands Cap Instl Gr	642.580	11/19/09	7/5/11	10,000.00	7,314.37	2,685.63
Vanguard Total Bond	9,306.972	11/19/09	7/21/11	100,000.00	97,869.37	2,130.63
American Fd Cap World Growth	22,229.600	11/19/09	7/21/11	820,000.00	757,667.68	62,332.32
Calamos Global Growth & Income	7,009.628	11/19/09	7/21/11	80,000.00	66,964.10	13,035.90

Capital Gains Report

1/1/11 Through 12/31/11

Page 2

Security	Shares	Bought	Sold	Sales Price	Cost Basis	Gain/Loss
DFA Intl Small Company	25,297.917	4/27/10	7/21/11	450,000.00	390,402.78	59,597.22
Dodge & Cox Intl Stock Fund	20,691.969	11/19/09	7/21/11	755,000.00	671,120.14	83,879.86
Dodge & Cox Stock Fund	6,698.246	11/19/09	7/21/11	760,000.00	662,221.30	97,778.70
Primecap Odyssey Stock	9,299.465	11/19/09	7/21/11	140,000.00	116,129.34	23,870.66
Vanguard Total Bond	41,100.452	11/19/09	8/11/11	450,000.00	432,236.17	17,763.83
American Fd Cap World Growth	6,481.023	11/19/09	8/26/11	210,000.00	220,897.44	-10,897.44
Dodge & Cox Intl Stock Fund	30,036.940	11/19/09	8/26/11	935,000.00	974,213.49	-39,213.49
Dodge & Cox Stock Fund	7,065.608	11/19/09	8/26/11	687,799.15	698,540.50	-10,741.35
Dodge & Cox Stock Fund	41.197	12/21/09	8/26/11	4,010.31	4,072.94	-62.63
Dodge & Cox Stock Fund	2,241.423	3/24/10	8/26/11	218,190.54	221,598.02	-3,407.48
Primecap Odyssey Stock	16,215.914	11/19/09	8/26/11	220,000.00	202,500.19	17,499.81
American Fd Cap World Growth	8,198.359	11/19/09	9/26/11	250,000.00	279,348.33	-29,348.33
DFA Intl Small Company	56,862.114	4/27/10	9/26/11	800,000.00	877,458.86	-77,458.86
Dodge & Cox Intl Stock Fund	31,717.113	11/19/09	9/26/11	909,937.55	1,028,707.97	-118,770.42
Dodge & Cox Intl Stock Fund	7,732.756	12/2/09	9/26/11	221,846.33	250,803.02	-28,956.69
Dodge & Cox Intl Stock Fund	2,837.327	12/9/09	9/26/11	81,400.55	92,025.43	-10,624.88
Dodge & Cox Intl Stock Fund	2,113.039	12/21/09	9/26/11	60,621.33	68,533.98	-7,912.65
Dodge & Cox Stock Fund	3,636.651	3/24/10	9/26/11	344,306.90	359,537.07	-15,230.17
Dodge & Cox Stock Fund	76.446	3/26/10	9/26/11	7,237.67	7,557.82	-320.15
Dodge & Cox Stock Fund	2,920.561	4/27/10	9/26/11	276,509.71	288,740.92	-12,231.21
Dodge & Cox Stock Fund	3,749.870	5/18/10	9/26/11	355,026.12	370,730.45	-15,704.33
Dodge & Cox Stock Fund	103.853	6/25/10	9/26/11	9,832.48	10,267.41	-434.93
Prud Jennison Small Co Cl Z	15,900.898	5/20/10	9/26/11	300,000.00	277,152.71	22,847.29
Touchstone Sands Cap Instl Gr	12,906.806	11/19/09	9/26/11	180,000.00	151,840.54	28,159.46
JPMorgan Mortgage-Backed Sec	27,149.733	4/27/10	10/27/11	310,000.00	304,964.97	5,035.03
Vanguard Total Bond	64,224.766	11/19/09	10/27/11	700,000.00	684,463.73	15,536.27
Vanguard MSCI Emerging Market	8,710.000	11/19/09	11/22/11	335,058.32	351,680.19	-16,621.87
JPMorgan Mortgage-Backed Sec	10,056.814	4/27/10	11/28/11	115,000.00	112,972.24	2,027.76
American Fd Cap World Growth	17,990.683	11/19/09	11/28/11	560,000.00	613,008.92	-53,008.92
Calamos Global Growth & Income	19,723.000	11/19/09	11/28/11	210,000.00	188,416.98	21,583.02
DFA Intl Small Company	9,653.320	4/27/10	11/28/11	135,000.00	148,963.70	-13,963.70
Primecap Odyssey Stock	48,801.890	11/19/09	11/28/11	670,000.00	609,425.54	60,574.46
Prud Jennison Small Co Cl Z	21,448.875	5/20/10	11/28/11	430,000.00	374,015.63	55,984.37
Touchstone Sands Cap Instl Gr	32,954.867	11/19/09	11/28/11	460,000.00	387,693.49	72,306.51
Vanguard MSCI Emerging Market	2,860.000	11/19/09	12/27/11	109,984.54	115,477.08	-5,492.54
Templeton Global Total Return	95,203.413	3/24/10	12/27/11	1,170,000.00	1,208,727.66	-38,727.66
American Fd Cap World Growth	5,605.540	11/19/09	12/27/11	180,000.00	190,859.98	-10,859.98
Primecap Odyssey Stock	17,064.760	11/19/09	12/27/11	245,000.00	213,408.99	31,591.01
Prud Jennison Small Co Cl Z	6,637.438	5/20/10	12/27/11	140,000.00	115,740.59	24,259.41
Touchstone Sands Cap Instl Gr	12,460.204	11/19/09	12/27/11	180,000.00	146,586.54	33,413.46
TOTAL LONG TERM				24,124,000.88	23,213,111.71	910,889.17
OVERALL TOTAL				27,753,981.91	26,967,686.39	786,295.52

BCM FOUNDATION

2011

Company	Tax Status	Amount Funded	Date Closed	Purpose
Aquarium of the Pacific 100 Aquarium Way Long Beach CA 90802				
	Public Charity	\$30,000.00	8/11/2011	Aquarium Scholarship Fund
Assistance League Whittier 6339 South Greenleaf Ave. Whittier CA 90608				
	public charity	\$5,000.00	11/1/2011	Operation School Bell
Boys & Girls Club - Whittier 7905 Greenleaf Ave. Whittier CA 90602				
	Public Charity	\$130,000.00	8/11/2011	McCabe Foundation Teen Center, Education & Family Resource Center
Boys & Girls Clubs of America 1275 Peachtree St. NE Atlanta GA 30309				
	public charity	\$60,000.00	11/1/2011	Boys & Girls Club - Whittier Super Resource Program
C.R.C. Inc./H.O.W. House 14100 1/2 Glengyle St Whittier CA 90604				
	Public Charity	\$60,000.00	8/11/2011	pay off the second Deed of Trust
CASA of Los Angeles (Friends of CASA) 201 Centre Plaza Drive, Suite 3 Monterey Park CA 91754				
	Public Charity	\$50,000.00	11/1/2011	Transition Age Youth Initiative
Children's Nature Institute 1910 Magnolia Ave. Los Angeles CA 90007				
	Public Charity	\$40,000.00	11/1/2011	Discovery Outreach Program
Chorale Bel Canto P.O. Box 451 Whittier CA 90608				
	Public Charity	\$15,000.00	2/20/2011	2011 Spring Concert

Company	Tax Status	Amount Funded	Date Closed	Purpose
Five Acres				
760 West Mountain View Street Altadena CA 91001				
	Public Charity	\$50,000.00	2/20/2011	Residential programs for children and youth
Intercommunity Counseling Center				
7702 Washington Ave., 1st Floor Whittier CA 90608				
	Public Charity	\$107,500.00	8/11/2011	ICC programs and full time Executive Director
Interfaith Food Center				
14545 Leffingwell Rd. Whittier CA 90604				
	Public Charity	\$275,000.00	5/14/2011	core operating expenses and food distribution program expenses
Library Foundation of Los Angeles				
630 West Fifth St. Los Angeles CA 90071				
	Public Charity	\$50,000.00	8/11/2011	computer aides at three branches
Long Beach Museum of Art				
2300 East Ocean Blvd. Long Beach CA 90803				
	Public Charity	\$60,000.00	2/20/2011	general operating grant for 2011
Los Angeles Centers for Alcohol and Drug Abuse				
11015 Bloomfield Ave. Santa Fe Springs CA 90670				
	public charity	\$100,000.00	5/14/2011	outreach and program development
Los Angeles Chamber Orchestra				
350 S. Figueroa St., Suite 183 Los Angeles CA 90071				
	public charity	\$20,000.00	5/14/2011	Meet the Music program
Los Angeles County High School for the Arts				
515 So Figueroa St. Suite 2050 Los Angeles CA 90071				
	Public Charity	\$50,000.00	5/14/2011	LACHSA Outreach Program
Los Angeles Music & Art School				
3630 East Third St. Los Angeles CA 90063				
	Public Charity	\$25,000.00	5/14/2011	general operating support grant for after-school arts education

Company	Tax Status	Amount Funded	Date Closed	Purpose
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Oralingua School for the Hearing Impaired

7056 S. Washington Ave.
Whittier CA 90602

public charity \$25,000.00 11/1/2011 Student services

PIH Foundation

12401 Washington Blvd.
Whittier CA 90602

Public Charity \$260,000.00 2/20/2011 PIH Community Benefit services

Rancho Santa Ana Botanic Garden

1500 N. College Ave.
Claremont CA 91711

public charity \$35,000.00 5/14/2011 environmental education programs

Rio Hondo Symphony

P.O. Box 495
Whittier CA 90608

Public Charity \$12,240.00 11/1/2011 2011-2012 Music Enrichment Programs

Shoes That Fit

1420 N. Claremont Blvd., Suite 107-B
Claremont CA 91711

Public Charity \$5,000.00 5/14/2011 new school shoes

United Peace Officers Against Crime

P.O. Box 2084
Walnut CA 91789

public charity \$25,000.00 5/14/2011 sponsoring kids to camp and supporting the after-school program

Whittier Area First Day Coalition

12426 Whittier Blvd
Whittier CA 90602

Public Charity \$175,000.00 11/1/2011 general operating funds

Whittier Area Literacy Council, Inc.

12911 Hadley St.
Whittier CA 90608

public charity \$25,000.00 5/14/2011 general operating expenses

Whittier College

13406 E Philadelphia St.
Whittier CA 90608

Public Charity \$201,220.00 2/20/2011 BCM Community Education Programs

Company	Tax Status	Amount Funded	Date Closed	Purpose
Whittier College Scholars				
13406 E Philadelphia St. Whittier CA 90608				
	Public Charity	\$166,700.00	5/14/2011	Center for Engagement with Communities
Whittier Historical Society				
6755 Newlin Avenue Whittier CA 90601				
	public charity	\$10,000.00	2/20/2011	elementary school field trips
Whittier Public Library Foundation				
7344 S. Washington Ave. Whittier CA 90602				
	Public Charity	\$78,150.00	2/20/2011	the Homework Center and Whittier Reads
Whole Child				
10155 Colima Rd Whittier CA 90603				
	Public Charity	\$400,000.00	11/1/2011	Early Attachments Infant-Toddler Program support
Total		<u>\$2,545,810.00</u>		