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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

Number and street (or P O box number if mail is not delivered to street address)

8152 PAINTER AVE

Room/suite  
201

City or town, state, and ZIP code

WHITTIER, CA 90602-3757

G Check all that apply:

<input type="checkbox"/> Initial return	<input type="checkbox"/> Initial return of a former public charity
<input type="checkbox"/> Final return	<input type="checkbox"/> Amended return
<input type="checkbox"/> Address change	<input type="checkbox"/> Name change

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

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

► \$ 44,163,762. (Part I, column (d) must be on cash basis)

J Accounting method:

<input checked="" type="checkbox"/> Cash	<input type="checkbox"/> Accrual
<input type="checkbox"/> Other (specify) _____	

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					
Gross sales less returns and allowances					
10a Gross sales less returns and allowances	2012				
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:		<831,692. >			
a Excess of revenue over expenses and disbursements					
b Net investment income (if negative, enter -0-)			1,917,033.		
c Adjusted net income (if negative, enter -0-)				N/A	

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
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.
15	Other assets (describe ►)				
16	Total assets (to be completed by all filers)		44,753,337.	43,900,603.	44,163,762.
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.

<b>Part VI Excise Tax Based on Investment Income (Section 4940(a), 4940(b), 4940(e), or 4948 - see instructions)</b>	
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)	
1b	Domestic foundations that meet the section 4940(e) requirements in Part V, check here ► <input checked="" type="checkbox"/> and enter 1% of Part I, line 27b
c All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, col. (b).	
2	Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)
3	Add lines 1 and 2
4	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)
5	<b>Tax based on investment income.</b> Subtract line 4 from line 3. If zero or less, enter -0-
6	<b>Credits/Payments:</b>
6a	2011 estimated tax payments and 2010 overpayment credited to 2011
6b	Exempt foreign organizations - tax withheld at source
6c	Tax paid with application for extension of time to file (Form 8868)
6d	Backup withholding erroneously withheld
7	Total credits and payments. Add lines 6a through 6d
8	Enter any penalty for underpayment of estimated tax. Check here <input type="checkbox"/> if Form 2220 is attached
9	Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed
10	Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid
11	Enter the amount of line 10 to be: Credited to 2012 estimated tax ► <span style="float: right;">Refunded ►</span>
	1 19,170 .
	2 0 .
	3 19,170 .
	4 0 .
	5 19,170 .
	6 11,240 .
	7 11,240 .
	8 0 .
	9 7,930 .
	10 0 .
	11 0 .

**Part VII-A Statements Regarding Activities**

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?	Yes <input type="checkbox"/> No <input checked="" type="checkbox"/>
1b	Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see instructions for definition)?	Yes <input type="checkbox"/> No <input checked="" type="checkbox"/>
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.		
1c	Did the foundation file Form 1120-POL for this year?	Yes <input type="checkbox"/> No <input checked="" type="checkbox"/>
d	Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year:	
(1)	On the foundation. ► \$ 0 .	(2) On foundation managers. ► \$ 0 .
e	Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers. ► \$ 0 .	
2	Has the foundation engaged in any activities that have not previously been reported to the IRS?	Yes <input type="checkbox"/> No <input checked="" type="checkbox"/>
If "Yes," attach a detailed description of the activities.		
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	
4a	Did the foundation have unrelated business gross income of \$1,000 or more during the year?	
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.		
6	Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either:	
<ul style="list-style-type: none"> <li>• By language in the governing instrument, or</li> <li>• 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?</li> </ul>		
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.		
8a	Enter the states to which the foundation reports or with which it is registered (see instructions) ► <span style="float: right;">N/A</span>	
<b>CA</b>		
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	
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	
10	Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses	

**Part VII-A Statements Regarding Activities (continued)**

11		X
12		X
13	X	
Website address ► <b>N/A</b>		
14	Telephone no. ► <b>562/696-1433</b>	
Located at ► <b>8152 PAINTER AVE., STE. 201, WHITTIER, CA</b> ZIP+4 ► <b>90602</b>		
15	<b>N/A</b>	
16	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**

	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 ►	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	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:

- (1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))?
- (2) Influence the outcome of any specific public election (see section 4955); or to carry on, directly or indirectly, any voter registration drive?
- (3) Provide a grant to an individual for travel, study, or other similar purposes?
- (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)?
- (5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals?

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

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?

6b

b Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract?

If "Yes" to 6b, file Form 8870.

X

7a At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction?

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 8152 PAINTER AVE, STE 201 WHITTIER, CA 90602	TRUSTEE 40.00	75,000.	0.	0.
KAREN P. SHEPARD 8152 PAINTER AVE, STE 201 WHITTIER, CA 90602	TRUSTEE 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:	1a	2,748,133.
a Expenses, contributions, gifts, etc. - total from Part I, column (d), line 26	1b	0.
b Program-related investments - total from Part IX-B	2	
2 Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	3a	
3 Amounts set aside for specific charitable projects that satisfy the:	3b	
a Suitability test (prior IRS approval required)	4	2,748,133.
b Cash distribution test (attach the required schedule)	5	19,170.
4 Qualifying distributions. Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	6	2,728,963.
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		
6 Adjusted qualifying distributions. Subtract line 5 from line 4		

**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				2,327,461.
2 Undistributed income, if any, as of the end of 2011			0.	
a Enter amount for 2010 only				
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.			0.	
a Applied to 2010, but not more than line 2a				
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	420,672.			2,327,461.
e Remaining amount distributed out of corpus	0.			0.
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:	5,997,498.			
a Corpus Add lines 3f, 4c, and 4e Subtract line 5		0.		
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	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.			



## Part XV Supplementary Information (continued)

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

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

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

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		
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.)				

## **Relationship of Activities to the Accomplishment of Exempt Purposes**

Line No ▼	Explain below how each activity for which income is reported in column (e) of Part XVI-A contributed importantly to the accomplishment of the foundation's exempt purposes (other than by providing funds for such purposes).
N/A	



Asset No	Description	Date Acquired	Method	Life	Line No	Unadjusted Cost Of Basis	Bus % Excl	Reduction In Basis	Basis For Depreciation	Accumulated Depreciation	Current Sec 179	Current Year Deduction
1	FURNISHINGS	112509SL		5.00	17	268.		134.	134.	30.		27.
2	FURNISHINGS	120709SL		5.00	17	2,853.		1,427.	1,426.	321.		285.
3	FURNISHINGS	080311SL		5.00	19B	280.		280.				280.
	* TOTAL 990-PF PG 1					3,401.		1,841.	1,560.	351.	0.	592.
	DEPR											

## 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 SUBMITTED

JAMES D. SHEPARD  
8152 PAINTER AVE, STE.201  
WHITTIER, CA 90602

## TELEPHONE NUMBER

562/696-1433

## FORM AND CONTENT OF APPLICATIONS

NO 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 DEADLINES

## RESTRICTIONS AND LIMITATIONS ON AWARDS

Form 4562

Department of the Treasury  
Internal Revenue Service (99)Depreciation and Amortization 990-PF  
(Including Information on Listed Property)

► See separate instructions. ► Attach to your tax return.

OMB No 1545-0172

2011

Attachment  
Sequence No 179

Name(s) shown on return

Business or activity to which this form relates

Identifying number

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	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 ► <input type="checkbox"/>		

## 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

30	Total business/investment miles driven during the year (do not include commuting miles)	(a) Vehicle		(b) Vehicle		(c) Vehicle		(d) Vehicle		(e) Vehicle		(f) Vehicle	
		Yes	No										
31													
32													
33													
34													
35													
36													

**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.

<b>37</b> Do you maintain a written policy statement that prohibits all personal use of vehicles, including commuting, by your employees?	<input type="checkbox"/> Yes	<input type="checkbox"/> No
<b>38</b> 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	<input type="checkbox"/> Yes	<input type="checkbox"/> No
<b>39</b> Do you treat all use of vehicles by employees as personal use?	<input type="checkbox"/> Yes	<input type="checkbox"/> No
<b>40</b> 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?	<input type="checkbox"/> Yes	<input type="checkbox"/> No
<b>41</b> Do you meet the requirements concerning qualified automobile demonstration use?	<input type="checkbox"/> Yes	<input type="checkbox"/> No

**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
<b>TOTAL LONG TERM</b>				<b>24,124,000.88</b>	<b>23,213,111.71</b>	<b>910,889.17</b>
<b>OVERALL TOTAL</b>				<b>27,753,981.91</b>	<b>26,967,686.39</b>	<b>786,295.52</b>

# BCM FOUNDATION

2011

Company	Tax Status	Amount Funded	Date Closed	Purpose
<b>Aquarium of the Pacific</b>				
100 Aquarium Way Long Beach CA 90802	Public Charity	\$30,000.00	8/11/2011	Aquarium Scholarship Fund
<b>Assistance League Whittier</b>				
6339 South Greenleaf Ave. Whittier CA 90608	public charity	\$5,000.00	11/1/2011	Operation School Bell
<b>Boys &amp; Girls Club - Whittier</b>				
7905 Greenleaf Ave. Whittier CA 90602	Public Charity	\$130,000.00	8/11/2011	McCabe Foundation Teen Center, Education & Family Resource Center
<b>Boys &amp; Girls Clubs of America</b>				
1275 Peachtree St. NE Atlanta GA 30309	public charity	\$60,000.00	11/1/2011	Boys & Girls Club - Whittier Super Resource Program
<b>C.R.C. Inc./H.O.W. House</b>				
14100 1/2 Glengyle St Whittier CA 90604	Public Charity	\$60,000.00	8/11/2011	pay off the second Deed of Trust
<b>CASA of Los Angeles (Friends of CASA)</b>				
201 Centre Plaza Drive, Suite 3 Monterey Park CA 91754	Public Charity	\$50,000.00	11/1/2011	Transition Age Youth Initiative
<b>Children's Nature Institute</b>				
1910 Magnolia Ave. Los Angeles CA 90007	Public Charity	\$40,000.00	11/1/2011	Discovery Outreach Program
<b>Chorale Bel Canto</b>				
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
<b>Five Acres</b>				
760 West Mountain View Street Altadena CA 91001	Public Charity	\$50,000.00	2/20/2011	Residential programs for children and youth
<b>Intercommunity Counseling Center</b>				
7702 Washington Ave., 1st Floor Whittier CA 90608	Public Charity	\$107,500.00	8/11/2011	ICC programs and full time Executive Director
<b>Interfaith Food Center</b>				
14545 Leffingwell Rd. Whittier CA 90604	Public Charity	\$275,000.00	5/14/2011	core operating expenses and food distribution program expenses
<b>Library Foundation of Los Angeles</b>				
630 West Fifth St. Los Angeles CA 90071	Public Charity	\$50,000.00	8/11/2011	computer aides at three branches
<b>Long Beach Museum of Art</b>				
2300 East Ocean Blvd. Long Beach CA 90803	Public Charity	\$60,000.00	2/20/2011	general operating grant for 2011
<b>Los Angeles Centers for Alcohol and Drug Abuse</b>				
11015 Bloomfield Ave. Santa Fe Springs CA 90670	public charity	\$100,000.00	5/14/2011	outreach and program development
<b>Los Angeles Chamber Orchestra</b>				
350 S. Figueroa St., Suite 183 Los Angeles CA 90071	public charity	\$20,000.00	5/14/2011	Meet the Music program
<b>Los Angeles County High School for the Arts</b>				
515 So Figueroa St. Suite 2050 Los Angeles CA 90071	Public Charity	\$50,000.00	5/14/2011	LACHSA Outreach Program
<b>Los Angeles Music &amp; Art School</b>				
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
<b>Oralingua School for the Hearing Impaired</b> 7056 S. Washington Ave. Whittier CA 90602				
	public charity	\$25,000.00	11/1/2011	Student services
<b>PIH Foundation</b> 12401 Washington Blvd. Whittier CA 90602				
	Public Charity	\$260,000.00	2/20/2011	PIH Community Benefit services
<b>Rancho Santa Ana Botanic Garden</b> 1500 N. College Ave. Claremont CA 91711				
	public charity	\$35,000.00	5/14/2011	environmental education programs
<b>Rio Hondo Symphony</b> P.O. Box 495 Whittier CA 90608				
	Public Charity	\$12,240.00	11/1/2011	2011-2012 Music Enrichment Programs
<b>Shoes That Fit</b> 1420 N. Claremont Blvd., Suite 107-B Claremont CA 91711				
	Public Charity	\$5,000.00	5/14/2011	new school shoes
<b>United Peace Officers Against Crime</b> 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
<b>Whittier Area First Day Coalition</b> 12426 Whittier Blvd Whittier CA 90602				
	Public Charity	\$175,000.00	11/1/2011	general operating funds
<b>Whittier Area Literacy Council, Inc.</b> 12911 Hadley St. Whittier CA 90608				
	public charity	\$25,000.00	5/14/2011	general operating expenses
<b>Whittier College</b> 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
<b>Whittier College Scholars</b>				
13406 E Philadelphia St. Whittier CA 90608	Public Charity	\$166,700.00	5/14/2011	Center for Engagement with Communities
<b>Whittier Historical Society</b>				
6755 Newlin Avenue Whittier CA 90601	public charity	\$10,000.00	2/20/2011	elementary school field trips
<b>Whittier Public Library Foundation</b>				
7344 S. Washington Ave. Whittier CA 90602	Public Charity	\$78,150.00	2/20/2011	the Homework Center and Whittier Reads
<b>Whole Child</b>				
10155 Colima Rd Whittier CA 90603	Public Charity	\$400,000.00	11/1/2011	Early Attachments Infant-Toddler Program support
<b>Total</b>		<b><u>\$2,545,810.00</u></b>		