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

OMB No 1545-0052

2011

Department of the Treasury
Internal Revenue Service

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

For calendar year 2011, or tax year beginning , 2011, and ending ,

THE MEL AND GRACE MCLEAN FOUNDATION
1336 MAIN STREET
FORTUNA, CA 95540A Employer identification number
68-0400603B Telephone number (see the instructions)
(707) 725-1722C If exemption application is pending, check here ☐D 1 Foreign organizations, check here ☐2 Foreign organizations meeting the 85% test, check here and attach computation ☐E If private foundation status was terminated under section 507(b)(1)(A), check here ☐F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here ☐G Check all that apply ☐ Initial return ☐ Initial Return of a former public charity
☐ Final return ☐ Amended return
☐ Address change ☐ Name changeH Check type of organization ☒ Section 501(c)(3) exempt private foundation
☐ Section 4947(a)(1) nonexempt charitable trust ☐ Other taxable private foundationI Fair market value of all assets at end of year (from Part II, column (c), line 16)
\$ 26,523,647.
J Accounting method ☒ Cash ☐ Accrual
☐ Other (specify) _____
(Part I, column (d) must be on cash basis)

Part I Analysis of Revenue and Expenses

(The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see instructions))

	(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 (att sch)				
2 Cl ☒ if the foundn is not req to att Sch B				
3 Interest on savings and temporary cash investments	46,903.	46,903.	46,903.	
4 Dividends and interest from securities	976,402.	976,402.	976,402.	
5a Gross rents				
b Net rental income or (loss)				
6a Net gain/(loss) from sale of assets not on line 10	34,550.			
b Gross sales price for all assets on line 6a	14,762,890.			
7 Capital gain net income (from Part IV, line 2)		34,550.		
8 Net short-term capital gain			34,550.	
9 Income modifications				
10 Gross sales less returns and allowances				
11 Less: Cost of goods sold				
c Gross profit/(loss) (att sch)				
11 Other income (attach schedule)	204,268.	204,268.	204,268.	
12 Total. Add lines 1 through 11	1,262,123.	1,262,123.	1,262,123.	
13 Compensation of officers, directors, trustees, etc	46,750.	8,772.		37,978.
14 Other employee salaries and wages	86,733.			86,733.
15 Pension plans, employee benefits				
16a Legal fees (attach schedule) SEE ST 2	2,436.			2,436.
b Accounting fees (attach sch) SEE ST 3	32,921.	9,373.		23,548.
c Other prof fees (attach sch)				
17 Interest				
18 Taxes (attach schedule) (see instrs) SEE STM 4	12,730.	3,366.		9,364.
19 Depreciation (attach sch) and depletion	3,314.	497.		
20 Occupancy	15,676.	2,351.		13,325.
21 Travel, conferences, and meetings	251.			251.
22 Printing and publications				
23 Other expenses (attach schedule) SEE STATEMENT 5	236,343.	190,659.		45,684.
24 Total operating and administrative expenses. Add lines 13 through 23	437,154.	215,018.		219,319.
25 Contributions, gifts, grants paid PART XV	527,282.			527,282.
26 Total expenses and disbursements. Add lines 24 and 25	964,436.	215,018.	0.	746,601.
27 Subtract line 26 from line 12:				
a Excess of revenue over expenses and disbursements	297,687.			
b Net investment income (if negative, enter 0)		1,047,105.		
c Adjusted net income (if negative, enter 0)			1,262,123.	

Part II Balance Sheets		Attached schedules and amounts in the description column should be for end of year amounts only (See instructions)		Beginning of year	End of year	
		(a) Book Value	(b) Book Value	(c) Fair Market Value		
ASSETS	1	Cash — non-interest-bearing		200.	200.	200.
	2	Savings and temporary cash investments		117,472.	132,351.	132,351.
	3	Accounts receivable	1,138.			
		Less allowance for doubtful accounts		40,510.	1,138.	1,138.
	4	Pledges receivable				
		Less allowance for doubtful accounts				
	5	Grants receivable				
	6	Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see instructions)				
	7	Other notes and loans receivable (attach sch)				
		Less allowance for doubtful accounts				
	8	Inventories for sale or use		333,900.	333,900.	333,900.
	9	Prepaid expenses and deferred charges		19,816.	31,500.	31,500.
	10a	Investments — U.S. and state government obligations (attach schedule)				
	b	Investments — corporate stock (attach schedule)		26,714,458.	25,010,659.	25,010,659.
	c	Investments — corporate bonds (attach schedule)				
	11	Investments — land, buildings, and equipment basis				
	Less accumulated depreciation (attach schedule)					
12	Investments — mortgage loans		596,845.	489,118.	489,118.	
13	Investments — other (attach schedule)					
14	Land, buildings, and equipment basis	48,851.				
	Less accumulated depreciation (attach schedule) SEE STMT 6	26,224.	23,797.	22,627.	22,627.	
15	Other assets (describe SEE STATEMENT 7)		502,156.	502,154.	502,154.	
16	Total assets (to be completed by all filers — see the instructions. Also, see page 1, item I)		28,349,154.	26,523,647.	26,523,647.	
LIABILITIES	17	Accounts payable and accrued expenses		3,133.	2,117.	
	18	Grants payable				
	19	Deferred revenue				
	20	Loans from officers, directors, trustees, & other disqualified persons				
	21	Mortgages and other notes payable (attach schedule)				
	22	Other liabilities (describe SEE STATEMENT 8)		500,000.	500,001.	
	23	Total liabilities (add lines 17 through 22)		503,133.	502,118.	
FUND ASSETS	Foundations that follow SFAS 117, check here and complete lines 24 through 26 and lines 30 and 31. ☒					
	24	Unrestricted		27,846,021.	26,021,529.	
	25	Temporarily restricted				
	26	Permanently restricted				
	Foundations that do not follow SFAS 117, check here and complete lines 27 through 31. ☐					
	27	Capital stock, trust principal, or current funds				
	28	Paid-in or capital surplus, or land, building, and equipment fund				
	29	Retained earnings, accumulated income, endowment, or other funds				
	30	Total net assets or fund balances (see instructions)		27,846,021.	26,021,529.	
	31	Total liabilities and net assets/fund balances (see instructions)		28,349,154.	26,523,647.	

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	27,846,021.
2	Enter amount from Part I, line 27a	2	297,687.
3	Other increases not included in line 2 (itemize)	3	
4	Add lines 1, 2, and 3	4	28,143,708.
5	Decreases not included in line 2 (itemize) SEE STATEMENT 9	5	2,122,179.
6	Total net assets or fund balances at end of year (line 4 minus line 5) — Part II, column (b), line 30	6	26,021,529.

Part IV Capital Gains and Losses for Tax on Investment Income

(a) List and describe the kind(s) of property sold (e.g., real estate, 2-story brick warehouse, or common stock, 200 shares MLC Company)	(b) How acquired P — Purchase D — Donation	(c) Date acquired (month, day, year)	(d) Date sold (month, day, year)
1 a SEE ATTACHED SCHEDULE	P	VARIOUS	VARIOUS
b OFFICE DESK (LEIGH)	P	2/01/00	1/01/11
c FAX MACHINE	P	6/28/00	1/01/11
d COMPUTER (NEW - ASI)	P	8/10/04	1/01/11
e PRINTER	P	7/02/08	1/06/11

(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 14,762,890.		14,728,186.	34,704.
b	563.	563.	0.
c	274.	274.	0.
d	2,273.	2,273.	0.
e	234.	388.	-154.

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Column (h) gain minus column (k), but not less than -0-) or Losses (from column (h))
(i) Fair Market Value as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of column (i) over column (j), if any	
a			34,704.
b			0.
c			0.
d			0.
e			-154.

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	34,550.
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6)	If gain, also enter in Part I, line 8, column (c) (see instructions) If (loss), enter -0- in Part I, line 8	3	34,550.

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

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

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

Was the foundation liable for the section 4942 tax on the distributable amount of any year in the base period? ☐ Yes ☒ No

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

1 Enter the appropriate amount in each column for each year, see the instructions before making any entries			
(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (column (b) divided by column (c))
2010	2,093,265.	24,177,154.	0.086580
2009	1,057,472.	22,030,844.	0.048000
2008	986,578.	25,901,500.	0.038090
2007	353,050.	26,103,379.	0.013525
2006	347,413.	596,368.	0.582548

2 Total of line 1, column (d)	2	0.768743
3 Average distribution ratio for the 5-year base period — divide the total on line 2 by 5, or by the number of years the foundation has been in existence if less than 5 years	3	0.153749
4 Enter the net value of noncharitable-use assets for 2011 from Part X, line 5	4	25,839,671.
5 Multiply line 4 by line 3	5	3,972,824.
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	10,471.
7 Add lines 5 and 6	7	3,983,295.
8 Enter qualifying distributions from Part XII, line 4	8	746,601.

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

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

1 a Exempt operating foundations described in section 4940(d)(2), check here ☐ and enter 'N/A' on line 1 Date of ruling or determination letter _____ (attach copy of letter if necessary – see instrs)		1	20,942.
b Domestic foundations that meet the section 4940(e) requirements in Part V, check here ☐ and enter 1% of Part I, line 27b			
c All other domestic foundations enter 2% of line 27b Exempt foreign organizations enter 4% of Part I, line 12, column (b)			
2 Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)		2	0.
3 Add lines 1 and 2		3	20,942.
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	20,942.
6 Credits/Payments			
a 2011 estimated tax pmts and 2010 overpayment credited to 2011	6a	31,500.	
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	31,500.	
8 Enter any penalty for underpayment of estimated tax Check here ☒ if Form 2220 is attached	8	121.	
9 Tax due If the total of lines 5 and 8 is more than line 7, enter amount owed	9	0.	
10 Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10	10,437.	
11 Enter the amount of line 10 to be Credited to 2012 estimated tax 10,437. Refunded	11	0.	

Part VII-A Statements Regarding Activities

	Yes	No
1 a During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?		X
b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see the instructions for definition)? <i>If the answer is 'Yes' to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities</i>		X
c Did the foundation file Form 1120-POL for this year?		X
d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year (1) On the foundation \$ 0. (2) On foundation managers \$ 0.		
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers \$ 0.		
2 Has the foundation engaged in any activities that have not previously been reported to the IRS? <i>If 'Yes,' attach a detailed description of the activities</i>		X
3 Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? <i>If 'Yes,' attach a conformed copy of the changes</i>		X
4 a Did the foundation have unrelated business gross income of \$1,000 or more during the year?		X
b If 'Yes,' has it filed a tax return on Form 990-T for this year?		N/A
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? <i>If 'Yes,' attach the statement required by General Instruction T</i>		X
6 Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	X	
7 Did the foundation have at least \$5,000 in assets at any time during the year? <i>If 'Yes,' complete Part II, column (c), and Part XV</i>	X	
8 a Enter the states to which the foundation reports or with which it is registered (see instructions) CA		
b If the answer is 'Yes' to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by General Instruction G? <i>If 'No,' attach explanation</i>	X	
9 Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2011 or the taxable year beginning in 2011 (see instructions for Part XIV)? <i>If 'Yes,' complete Part XIV</i>		X
10 Did any persons become substantial contributors during the tax year? <i>If 'Yes,' attach a schedule listing their names and addresses</i>		X

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Part VII-A Statements Regarding Activities (continued)

11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If 'Yes,' attach schedule (see instructions)	11		X
12	Did the foundation 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? Website address <u>N/A</u>	13	X	
14	The books are in care of <u>DENNIS SCOTT</u> Telephone no <u>(707) 725-1722</u> Located at <u>1336 MAIN STREET FORTUNA CA</u> ZIP + 4 <u>95540-2128</u>			
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 - Check here and enter the amount of tax-exempt interest received or accrued during the year <u>N/A</u>	15		N/A
16	At any time during calendar year 2011, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country? See the instructions for exceptions and filing requirements for Form TD F 90-22.1 If 'Yes,' enter the name of the foreign country <u>N/A</u>	16	Yes	No
				X

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

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

	Yes	No
1a During the year did the foundation (either directly or indirectly)		
(1) Engage in the sale or exchange, or leasing of property with a disqualified person?	☐ Yes ☒ No	
(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person?	☐ Yes ☒ No	
(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person?	☐ Yes ☒ No	
(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person?	☐ Yes ☒ No	
(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)?	☐ Yes ☒ No	
(6) Agree to pay money or property to a government official? (Exception. Check 'No' if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days)	☐ Yes ☒ No	
b If any answer is 'Yes' to 1a(1)-(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see instructions)? Organizations relying on a current notice regarding disaster assistance check here ☐	1b	N/A
c Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 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 <u>20__ , 20__ , 20__ , 20__</u>	☐ Yes ☒ 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	N/A
c If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here <u>20__ , 20__ , 20__ , 20__</u>		
3a Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year?	☐ Yes ☒ No	
b If 'Yes,' did it have excess business holdings in 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	N/A
4a Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a	X
b Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 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)? (see instructions)

☐ Yes ☒ No

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

☐ Yes ☒ No**b** If any answer is 'Yes' to 5a(1)-(5), did any of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance (see instructions)?

5b N/A

Organizations relying on a current notice regarding disaster assistance check here

☐**c** If the answer is 'Yes' to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant?N/A ☐ Yes ☐ No

If 'Yes,' attach the statement required by Regulations section 53.4945-5(d)

6a Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract?☐ Yes ☒ No**b** Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract?

6b

X

If 'Yes' to 6b, file Form 8870

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

N/A

7b

Part VIII Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors**1** List all officers, directors, trustees, foundation managers and their compensation (see instructions).

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
SEE STATEMENT 10		45,444.	0.	1,306.

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

(a) Name and address of each employee paid more than \$50,000	(b) Title, and average hours per week devoted to position	(c) Compensation	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
LEIGH PIERRE-OETKER 204 DEAN ST. MANILA, CA 95521	EXECUTIVE DIR 35	68,485.	0.	1,341.

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

0

Part VIII Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors (continued)**3 Five highest-paid independent contractors for professional services (see instructions). If none, enter 'NONE.'**

(a) Name and address of each person paid more than \$50,000	(b) Type of service	(c) Compensation
MCCULLOUGH & ASSOCIATES 101 CALIFORNIA ST. SAN FRANCISCO, CA 94111	INVESTMENT EXPENSE	123,822.
Total number of others receiving over \$50,000 for professional services		0

Part IX-A Summary of Direct Charitable Activities

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

	Expenses
1 N/A	
2	
3	
4	

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

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

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

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	23,641,749.
b Average of monthly cash balances	1b	2,591,420.
c Fair market value of all other assets (see instructions)	1c	
d Total (add lines 1a, b, and c)	1d	26,233,169.
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	26,233,169.
4 Cash deemed held for charitable activities Enter 1-1/2% of line 3 (for greater amount, see instructions)	4	393,498.
5 Net value of noncharitable-use assets. Subtract line 4 from line 3 Enter here and on Part V, line 4	5	25,839,671.
6 Minimum investment return. Enter 5% of line 5	6	1,291,984.

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	1,291,984.
2a Tax on investment income for 2011 from Part VI, line 5	2a	20,942.	
b Income tax for 2011 (This does not include the tax from Part VI)	2b		
c Add lines 2a and 2b		2c	20,942.
3 Distributable amount before adjustments Subtract line 2c from line 1		3	1,271,042.
4 Recoveries of amounts treated as qualifying distributions		4	
5 Add lines 3 and 4		5	1,271,042.
6 Deduction from distributable amount (see instructions)		6	
7 Distributable amount as adjusted Subtract line 6 from line 5 Enter here and on Part XIII, line 1		7	1,271,042.

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	746,601.
b Program-related investments — total from Part IX-B	1b	
2 Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	2	
3 Amounts set aside for specific charitable projects that satisfy the		
a Suitability test (prior IRS approval required)	3a	
b Cash distribution test (attach the required schedule)	3b	
4 Qualifying distributions. Add lines 1a through 3b Enter here and on Part V, line 8, and Part XIII, line 4	4	746,601.
5 Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income Enter 1% of Part I, line 27b (see instructions)	5	
6 Adjusted qualifying distributions. Subtract line 5 from line 4	6	746,601.

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				1,271,042.
2 Undistributed income, if any, as of the end of 2011				
a Enter amount for 2010 only			0.	
b Total for prior years 20__, 20__, 20__		0.		
3 Excess distributions carryover, if any, to 2011				
a From 2006	317,844.			
b From 2007				
c From 2008				
d From 2009				
e From 2010	911,478.			
f Total of lines 3a through e	1,229,322.			
4 Qualifying distributions for 2011 from Part XII, line 4 ▶ \$ 746,601.				
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				746,601.
e Remaining amount distributed out of corpus	0.			
5 Excess distributions carryover applied to 2011 (If an amount appears in column (d), the same amount must be shown in column (a).)	524,441.			524,441.
6 Enter the net total of each column as indicated below:				
a Corpus. Add lines 3f, 4c, and 4e. Subtract line 5	704,881.			
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 instructions			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) (see instructions)	0.			
8 Excess distributions carryover from 2006 not applied on line 5 or line 7 (see instructions)	0.			
9 Excess distributions carryover to 2012. Subtract lines 7 and 8 from line 6a	704,881.			
10 Analysis of line 9				
a Excess from 2007				
b Excess from 2008				
c Excess from 2009				
d Excess from 2010	704,881.			
e Excess from 2011				

N/A

- b** Check box to indicate whether the foundation is a private operating foundation described in section ☐ 4942(j)(3) or ☐ 4942(j)(5)

b 85% of line 2a

e Qualifying distributions made directly for active conduct of exempt activities
Subtract line 2d from line 2c

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

[illegible]

Part XV	Supplementary Information (Complete this part only if the organization had \$5,000 or more in assets at any time during the year – see instructions.)
----------------	--

1 Information Regarding Foundation Managers:

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

NONE

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

NONE

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

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

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

SEE STATEMENT 11

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

SEE STATEMENT FOR LINE 2A

c Any submission deadlines

SEE STATEMENT FOR LINE 2A

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

SEE STATEMENT FOR LINE 2A

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

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a Paid during the year SEE STATEMENT 12				
Total			3a	527,282.
b Approved for future payment				
Total			3b	

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated

Enter gross amounts unless otherwise indicated	Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income (See instructions)
	(a) Business code	(b) Amount	(c) 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	46,903.	
4 Dividends and interest from securities			14	976,402.	
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					34,550.
9 Net income or (loss) from special events					
10 Gross profit or (loss) from sales of inventory					
11 Other revenue					
a MISC. INCOME			14	11.	
b MLP			14	75,950.	
c NATURAL RESOURCE PARTNERS			14	58,365.	
d ROYALTY TRUST			14	69,942.	
e _____					
12 Subtotal. Add columns (b), (d), and (e)				1,227,573.	34,550.
13 Total. Add line 12, columns (b), (d), and (e)				13	1,262,123.

(See worksheet in line 13 instructions to verify calculations)

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

[illegible]

Depreciation and Amortization
(Including Information on Listed Property)

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

OMB No 1545-0172

2011Attachment
Sequence No **179**

Name(s) shown on return

THE MEL AND GRACE MCLEAN FOUNDATION

Identifying number

68-0400603

Business or activity to which this form relates

FORM 990/990-PF**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	
2	Total cost of section 179 property placed in service (see instructions)	2	
3	Threshold cost of section 179 property before reduction in limitation (see instructions)	3	
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 (see instrs)	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) (See instructions)**

14	Special depreciation allowance for qualified property (other than listed property) placed in service during the tax year (see instructions)	14	
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	3,195.
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		2,298.	5	MQ	S/L	119.
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 instructions	22	3,314.
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 (see instructions)							25			
26 Property used more than 50% in a qualified business use										
27 Property used 50% or less in a qualified business use										
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 1	(b) Vehicle 2	(c) Vehicle 3	(d) Vehicle 4	(e) Vehicle 5	(f) Vehicle 6
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						
	Yes	No	Yes	No	Yes	No
34 Was the vehicle available for personal use during off-duty hours?						
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 (see instructions).

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? (See instructions.)		

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 (see instructions)					
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

THE MEL AND GRACE MCLEAN FOUNDATION

68-0400603

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

	(A) REVENUE PER BOOKS	(B) NET INVESTMENT INCOME	(C) ADJUSTED NET INCOME
MISC. INCOME	\$ 11.	\$ 11.	\$ 11.
MLP	75,950.	75,950.	75,950.
NATURAL RESOURCE PARTNERS	58,365.	58,365.	58,365.
ROYALTY TRUST	69,942.	69,942.	69,942.
TOTAL	\$ 204,268.	\$ 204,268.	\$ 204,268.

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

	(A) EXPENSES PER BOOKS	(B) NET INVESTMENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
BANCROFT & MCALLISTER	\$ 2,436.			\$ 2,436.
TOTAL	\$ 2,436.	\$ 0.	\$ 0.	\$ 2,436.

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

	(A) EXPENSES PER BOOKS	(B) NET INVESTMENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
ANDERSON, LUCAS, SOMERVILLE & BORGES	\$ 22,171.	\$ 7,760.		\$ 14,411.
DAVID L MOONIE & CO	10,750.	1,613.		9,137.
TOTAL	\$ 32,921.	\$ 9,373.	\$ 0.	\$ 23,548.

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

	(A) EXPENSES PER BOOKS	(B) NET INVESTMENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
PAYROLL TAXES	\$ 9,723.	\$ 379.		\$ 9,344.
ROYALTY SEVERANCE TAXES	2,987.	2,987.		
SECRETARY OF STATE	20.			20.
TOTAL	\$ 12,730.	\$ 3,366.	\$ 0.	\$ 9,364.

THE MEL AND GRACE MCLEAN FOUNDATION

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

	(A) EXPENSES PER BOOKS	(B) NET INVESTMENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
AMORTIZATION BOND DISCOUNT/PREMIUM \$	28,942.	\$ 28,942.		
BANK CHARGES	735.			\$ 735.
COMPUTER MAINTENANCE	2,415.	362.		2,053.
CONSULTING SERVICES	1,320.			1,320.
DEPLETION	24,854.	24,854.		
DUES	1,028.			1,028.
EDUCATION/CONFERENCES	8,419.			8,419.
EQUIPMENT RENT	1,320.			1,320.
FOREIGN TAX	11,334.	11,334.		
GRANT COMMITTEE COSTS	137.			137.
HEALTH INSURANCE	8,635.			8,635.
INSURANCE	4,124.			4,124.
INVESTMENT EXPENSES	123,822.	123,822.		
MEALS & ENTERTAINMENT	3,644.			3,644.
MISCELLANEOUS	1,561.			1,561.
OFFICE EXPENSE	3,477.	522.		2,955.
REPAIRS	1,103.			1,103.
SPECIAL EVENT EXPENSE	347.			347.
TECHNICAL SUPPORT	213.			213.
UTILITIES AND TELEPHONE	5,490.	823.		4,667.
WORKER'S COMPENSATION	3,423.			3,423.
TOTAL	\$ 236,343.	\$ 190,659.	\$ 0.	\$ 45,684.

STATEMENT 6
FORM 990-PF, PART II, LINE 14
LAND, BUILDINGS, AND EQUIPMENT

CATEGORY	BASIS	ACCUM. DEPREC.	BOOK VALUE	FAIR MARKET VALUE
FURNITURE AND FIXTURES	\$ 11,243.	\$ 8,886.	\$ 2,357.	\$ 2,357.
MACHINERY AND EQUIPMENT	9,295.	5,401.	3,894.	3,894.
IMPROVEMENTS	28,313.	11,937.	16,376.	16,376.
TOTAL	\$ 48,851.	\$ 26,224.	\$ 22,627.	\$ 22,627.

STATEMENT 7
FORM 990-PF, PART II, LINE 15
OTHER ASSETS

	BOOK VALUE	FAIR MARKET VALUE
DEPOSITS	\$ 795.	\$ 795.
NET INTANGIBLE ASSETS	1,359.	1,359.
PREPAID PLEDGE	500,000.	500,000.
TOTAL	\$ 502,154.	\$ 502,154.

THE MEL AND GRACE MCLEAN FOUNDATION

68-0400603

STATEMENT 8
FORM 990-PF, PART II, LINE 22
OTHER LIABILITIES

PLEDGE PAYABLE	\$	500,000.
ROUNDING		1.
TOTAL		<u>\$ 500,001.</u>

STATEMENT 9
FORM 990-PF, PART III, LINE 5
OTHER DECREASES

ADJ. FOR AMENDED RETURN	\$	5,567.
CHANGE IN FMV		2,089,154.
NON DEDUCTIBLE PENALTIES		224.
PRIOR PERIOD ADJ FOR TAX, ETC. (27071 + 150 + 10)		27,231.
ROUNDING		3.
TOTAL		<u>\$ 2,122,179.</u>

STATEMENT 10
FORM 990-PF, PART VIII, LINE 1
LIST OF OFFICERS, DIRECTORS, TRUSTEES, AND KEY EMPLOYEES

NAME AND ADDRESS	TITLE AND AVERAGE HOURS PER WEEK DEVOTED	COMPEN- SATION	CONTRI- BUTION TO EBP & DC	EXPENSE ACCOUNT/ OTHER
EUGENE LUCAS 1338 MAIN STREET FORTUNA, CA 95540	PRESIDENT 15.00	\$ 24,264.	\$ 0.	\$ 0.
JOHN SELVAGE 207 FREDERICKSON LANE EUREKA, CA 95503	AT LARGE 5.00	1,487.	0.	186.
JON SAPPER 1965 HOME AVENUE FORTUNA, CA 95540	SECRETARY 5.00	2,700.	0.	0.
DENNIS SCOTT 14 PINECREST DRIVE FORTUNA, CA 95540	VICE PRESIDENT 5.00	13,120.	0.	1,080.
JENNIFER BUDWIG P.O. BOX 717 HYDESVILLE, CA 95547	AT LARGE 5.00	2,413.	0.	0.
ERIN DUNN 1751 BEECH STREET FORTUNA, CA 95540	AT LARGE 5.00	1,460.	0.	40.
TOTAL		<u>\$ 45,444.</u>	<u>\$ 0.</u>	<u>\$ 1,306.</u>

THE MEL AND GRACE MCLEAN FOUNDATION

68-0400603

STATEMENT 11
FORM 990-PF, PART XV, LINE 2A-D
APPLICATION SUBMISSION INFORMATION

NAME OF GRANT PROGRAM:
 NAME: MCLEAN FOUNDATION
 CARE OF: C/O LEIGH PIERRE-OETKER
 STREET ADDRESS: 1336 MAIN STREET
 CITY, STATE, ZIP CODE: FORTUNA, CA 95540
 TELEPHONE: (707) 725-1722
 FORM AND CONTENT:
 SUBMISSION DEADLINES:
 RESTRICTIONS ON AWARDS:

STATEMENT 12
FORM 990-PF, PART XV, LINE 3A
RECIPIENT PAID DURING THE YEAR

<u>NAME AND ADDRESS</u>	<u>DONEE RELATIONSHIP</u>	<u>FOUND- ATION STATUS</u>	<u>PURPOSE OF GRANT</u>	<u>AMOUNT</u>
SEE ATTACHED SCHEDULE			THE MELVIN F AND GRACE MCLEAN FOUNDATION HONORS THE MEMORY OF MEL AND GRACE THROUGH PROACTIVE GRANT MAKING TO ENHANCE THE QUALITY OF LIFE FOR THE PEOPLE OF HUMBOLDT COUNTY. THE FOUNDATION SUPPORTS PROJECTS AND ORGANIZATIONS THAT BENEFIT CHILDREN, YOUTH, THE ELDERLY AND THOSE IN NEED. THIS MISSION IS ACCOMPLISHED THROUGH PARTNERSHIPS, COLLABORATIONS AND SUPPORTING OUR LOCAL NONPROFIT SECTOR.	\$ 489,782.

2011

FEDERAL STATEMENTS

PAGE 5

THE MEL AND GRACE MCLEAN FOUNDATION

68-0400603

STATEMENT 12 (CONTINUED)
FORM 990-PF, PART XV, LINE 3A
RECIPIENT PAID DURING THE YEAR

<u>NAME AND ADDRESS</u>	<u>DONEE RELATIONSHIP</u>	<u>FOUND- ATION STATUS</u>	<u>PURPOSE OF GRANT</u>	<u>AMOUNT</u>
HOSPICE OF HUMBOLDT BLDG FUND MYRTLE AVENUE EUREKA, CA 95501				\$ 37,500.
TOTAL				\$ <u>527,282.</u>

THE MEL AND GRACE MCLEAN FOUNDATION

68-0400603

GBS INVESTMENTS	12/31/10	12/31/11
CORPORATE STOCKS AND BONDS	\$26,714,458	\$25,010,659

MELVIN F. & GRACE MCLEAN FOUNDATION
SALE OF SECURITIES
January Through December 2011

Page 1

<u>Date Acq.</u>	<u>Date Sold</u>	<u>Description</u>	<u>Proceeds</u>	<u>Cost</u>	<u>Gain (Loss)</u>
1/19/2011	1/19/2011	650 shs Diana Containership	8,906	8,906	-
5/21/2009	1/12/2011	500,000 Wells Fargo Bond	500,000	500,000	-
various	3/1/2011	loss on liquidation of reserve primary fund	-	11,143	(11,143)
6/24/2009	4/15/2011	500,000 Medtronic Inc. Bond	500,000	500,000	-
10/19/2010	4/21/2011	13,000 shs Ingersoll Rand	648,671	511,016	137,655
var - 2009	5/4/2011	10,000 shs Pepsico	691,285	524,225	167,060
5/26/2009	6/1/2011	500,000 JP Morgan Chase Bond	500,000	500,000	-
5/28/2009	7/16/2011	5,600 shs Consolidated Edison- Corrected	301,134	184,932	116,202
various	8/19/2011	25,000 shs Hewlett Packard	589,414	1,079,575	(490,161)
various	11/3/2011	7400 shs Consolidated Edison	433,437	249,082	184,355
1/29/2009	11/3/2011	5000 shs E I Du Pont de Nemours	243,934	184,339	59,595
11/5/2007	11/3/2011	20000 shs Windstream	249,804	271,508	(21,704)
10/21/2010	11/4/2011	5000 shs Microsoft	130,660	126,681	3,979
various	11/4/2011	15000 units Permian Basin Royalty Trust	296,782	245,919	50,863
11/4/2010	11/4/2011	10000 shs Pfizer	195,516	173,623	21,893
3/9/2009	11/7/2011	15000 shs Capstead Mtg	183,193	143,698	39,495
12/1/2010	11/7/2011	10000 shs Pfizer	199,773	166,505	33,268
5/24/2006	11/8/2011	13000 shs A T & T	382,042	328,593	53,449
3/10/2009	11/8/2011	25000 shs Capstead Mtg.	310,204	243,106	67,098
7/1/2008	11/8/2011	4500 shs Conoco Phillips	327,694	422,732	(95,038)
10/21/2010	11/8/2011	10000 shs Microsoft	271,091	253,361	17,730
5/27/2009	11/15/2011	500,000 General Electric Bond	500,000	500,000	-
6/7/2011	11/10/2011	15000 shs American Elec. Pwr	581,535	554,885	26,650
10/21/2010	11/11/2011	10000 shs Microsoft	268,590	253,293	15,297
1/20/2011	11/11/2011	10000 shs Pfizer	199,060	181,865	17,195
12/1/2010	11/14/2011	3500 shs Boeing Co	237,792	231,229	6,563
various	11/14/2011	10000 Units Permian Basin Royalty Trust	203,092	163,946	39,146
3/10/2009	11/15/2011	20000 shs Capstead Mtg.	243,370	201,421	41,949
various	11/15/2011	10000 units Permian Basin Royalty Trust	204,656	163,946	40,710
var-2009	11/16/2011	15000 shs Nat. Res Ptrs. LP	444,101	384,517	59,584
various	11/16/2011	10000 units Permian Basin Royalty Trust	206,402	163,946	42,456
various	11/16/2011	25000 shs Windstream Corp	294,307	328,220	(33,913)
6/7/2011	11/18/2011	6000 shs Sysco Corp.- Corrected	166,512	174,242	(7,730)
1/29/2009	11/22/2011	5000 shs E I Du Pont de Nemours	226,453	119,145	107,308
6/20/2008	11/22/2011	10000 shs Windstream Corp	111,793	104,966	6,827
11/3/2008	11/29/2011	10000 shs Windstream Corp.	114,865	81,621	33,243
11/12/2010	11/30/2011	3000 shs Visa Inc	288,875	235,360	53,516
11/3/2008	11/30/2011	10000 shs Windstream Corp.	117,294	81,621	35,672
var-2009	12/1/2011	5000 shs Consolidated Edison	296,930	173,958	122,972
11/12/2010	12/1/2011	2000 shs Visa Inc.	195,417	156,907	38,510
6/15/2011	12/1/2011	1000 shs Visa Inc	97,708	75,155	22,553
3/2/2009	12/8/2011	500,000 Pfizer Bond	505,288	505,285	3
6/1/2009	12/12/2011	500,000 USAA Cap Corp Bond	500,000	500,000	-
var - 2009	12/8/2011	5000 shs Consolidated Edison	292,197	176,903	115,294
var - 2009	12/13/2011	10000 shs Capstead Mtg	124,877	104,458	20,419
		Subtotal	13,384,654	12,245,833	1,138,820

MELVIN & GRACE MCLEAN FOUNDATION
SALE OF SECURITIES
January 1, 2011 - December 31, 2011

Page 2

<u>Date Acq.</u>	<u>Date Sold</u>	<u>Description</u>	<u>Proceeds</u>	<u>Cost</u>	<u>Gain (Loss)</u>
		Forward from Page 1	13,384,654	12,245,833	1,138,820
var - 2011	12/14/2011	10000 shs Pfizer	206,114	206,018	96
5/19/2006	12/14/2011	10000 shs A T & T	287,784	252,764	35,020
var - 2009	12/14/2011	10000 shs Capstead Mtg.	126,353	114,283	12,070
var - 2009	12/14/2011	10000 shs Capstead Mtg.	127,007	131,873	(4,866)
6/9/2008	12/22/2011	15000 shs Diana Shipping	114,225	489,273	(375,048)
10/22/2010	12/22/2011	5000 shs Diana Shipping	38,075	66,752	(28,677)
Various	12/22/2011	34000 shs Nordic American Tankers	406,876	1,081,156	(674,280)
6/2/2011	12/22/2011	6000 shs Nordic American Tankers	71,802	140,232	(68,430)
<u>Totals</u>			<u>14,762,890</u>	<u>14,728,184</u>	<u>34,705</u>

Rounding

+ 2 < 1 >
34,704

<u>Grantee Organization</u>	<u>Status/Date</u>	<u>Request Grant Amount</u>	<u>Payment Amt</u>
Access Humboldt P O Box 157 Eureka, CA 95502	Paid Scheduled 3/7/2011 Paid 3/7/2011	\$250 00	\$250 00
Arcata Elementary School 2400 Baldwin Avenue Arcata, CA 95521	Paid Scheduled 2/22/2011 Paid 12/13/2011	\$1500 00	\$1500 00
Arcata House 1005 11th Street Arcata, CA 95521	Paid Scheduled 4/28/2011 Paid 4/28/2011	\$150 00	\$150 00
Area 1 Agency on Aging 434 7th St Eureka, California	Paid Scheduled 9/23/2011 Paid 9/23/2011	\$360 00	\$360 00
Big Brothers Big Sisters of the North Coast P O Box 5510 Eureka, CA 95502	Paid Scheduled 4/14/2011 Paid 4/14/2011	263 65	263 65
Bridgeville Community Center P O Box 3 Bridgeville, CA 95526	Paid Scheduled 11/29/2011 Paid 11/28/2011	\$500 00	\$500 00
Bridgeville School P O Box 98 Bridgeville, CA 95526	Paid Scheduled 3/26/2011 Paid 3/26/2011	\$4200 00	\$4200 00
City of Eureka/Transportation Safety Commission 531 K Street Eureka, CA 95501	Paid Scheduled 7/8/2011 Paid 7/8/2011	\$2000 00	\$2000 00
College of the Redwoods/Child Development Center 7351 Tompkins Hill Road Eureka, CA 95501	Paid Scheduled 5/12/2011 Paid 5/12/2011	\$1300 00	\$1300 00
Community Alliance with Family Farmers-Farm to School Program 922 E Street Suite 202 Eureka, CA 95501	Paid Scheduled 3/7/2011 Paid 3/7/2011	\$5000 00	\$5000 00
Community Health Alliance of Humboldt-Del Norte 417 Second Street Suite 203 Eureka, CA 95501	Paid Scheduled 4/14/2011 Paid 4/14/2011 Voided by Payment [2348]	\$1993 00	1993 00
Court Appointed Special Advocates 2356 Myrtle Avenue Eureka, CA 95501	Paid Scheduled 12/9/2011 Paid 11/30/2011	\$7500 00	\$7500 00
Eureka Main Street CA	Paid Scheduled 12/9/2011 Paid 11/30/2011	\$3260.00	\$3260 00
Eureka Symphony P.O Box 776 Bayside, CA 95524	Paid Scheduled. 4/28/2011 Paid 4/28/2011	\$1000 00	\$1000 00
Ferndale Children's Center P O Box 71 Ferndale, CA 95536	Paid Scheduled 12/29/2011 Paid 12/23/2011	\$5000 00	\$5000.00
Food for People, Inc 307 W 14th Street Eureka, CA 95501	Paid Scheduled 10/31/2011 Paid 10/25/2011	\$768 00	\$192.00

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Food for People, Inc 307 W 14th Street Eureka, CA 95501	Paid Scheduled 11/29/2011 Paid 11/28/2011	\$768 00	\$288 00
Fortuna Adult Day Health Services 2280 Newburg Road Fortuna, CA 95540	Paid Scheduled 1/3/2011 Paid 1/3/2011	\$25000 00	\$25000 00
Fortuna Adult School 1500 Alamar Way Fortuna, CA 95540	Paid Scheduled 2/22/2011 Paid 2/22/2011	\$10000 00	\$2322 22
Fortuna Cemetery Special District P O Box 702 Fortuna, California 95540	Paid Scheduled 2/22/2011 Paid 2/22/2011	\$500 00	\$500 00
Fortuna Christ Lutheran Church 2132 Smith Lane Fortuna, CA 95540	Paid Scheduled 3/26/2011 Paid 3/26/2011	\$4000 00	\$4000 00
Fortuna Community Services 2331 Rohnerville Road Fortuna, CA 95540	Paid Scheduled 12/19/2011 Paid 12/13/2011	\$1000 00	\$1000 00
Fortuna Senior Services P O Box 336 Fortuna, CA 95540	Paid Scheduled 4/12/2011 Paid 4/12/2011	\$5250 00	\$1000 00
Fortuna Senior Services P O Box 336 Fortuna, CA 95540	Paid Scheduled 8/19/2011 Paid 8/16/2011	\$2159 74	\$1074 32
Fortuna Senior Services P O Box 336 Fortuna, CA 95540	Paid Scheduled 8/15/2011 Paid 8/10/2011	\$5250 00	\$1000 00
Fortuna Senior Services P O Box 336 Fortuna, CA 95540	Paid Scheduled 7/8/2011 Paid 7/7/2011	\$5250 00	\$1000 00
Fortuna Senior Services P O Box 336 Fortuna, CA 95540	Paid Scheduled 12/19/2011 Paid 12/13/2011	\$6000 00	\$1000 00
Fortuna Senior Services P O Box 336 Fortuna, CA 95540	Paid Scheduled 6/10/2011 Paid 6/10/2011	\$5250 00	\$1000 00
Fortuna Senior Services P.O Box 336 Fortuna, CA 95540	Paid Scheduled 5/27/2011 Paid 5/27/2011	\$5250 00	\$250 00
Fortuna Senior Services P O Box 336 Fortuna, CA 95540	Paid Scheduled 10/14/2011 Paid 10/11/2011	\$1680 00	\$360 00
Fortuna Senior Services P O Box 336 Fortuna, CA 95540	Paid Scheduled 9/27/2011 Paid 9/27/2011	\$5250 00	\$1000 00
Fortuna Senior Services P.O Box 336 Fortuna, CA 95540	Paid Scheduled. 4/14/2011 Paid 4/14/2011	\$2159 74	\$900 00
Fortuna Senior Services P O Box 336 Fortuna, CA 95540	Paid Scheduled 10/14/2011 Paid 10/11/2011	\$6000 00	\$1000 00
Fortuna Senior Services P O Box 336 Fortuna, CA 95540	Paid Scheduled 12/12/2011 Paid 12/6/2011	\$1680 00	\$480 00
Fortuna Senior Services P O Box 336 Fortuna, CA 95540	Paid Scheduled 11/29/2011 Paid 11/28/2011	\$6000.00	\$1000 00

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Fortuna Senior Services P O Box 336 Fortuna, CA 95540	Paid Scheduled 11/29/2011 Paid 11/28/2011	\$1680 00	\$480 00
Fortuna Union Elementary School District 843 L Street Fortuna, CA 95540	Paid Scheduled 7/29/2011 Paid 7/28/2011	\$15024 08	\$8847 78
Fortuna Union Elementary School District 843 L Street Fortuna, CA 95540	Paid Scheduled 2/22/2011 Paid 2/22/2011	\$15024 08	\$6176 30
Fortuna Union High School District 379 Twelfth Street Fortuna, CA 95540	Paid Scheduled 3/7/2011 Paid 3/7/2011	\$5000 00	\$3195 62
Fortuna Volunteer Fire Department P O Box 614 Fortuna, CA 95540	Paid Scheduled 11/29/2011 Paid 11/29/2011	\$1000 00	\$1000 00
Friends of the Dunes P O Box 186 Arcata, California 95518	Paid Scheduled 4/1/2011 Paid 9/23/2011	\$2250 00	\$1250 00
Garberville Town Square, Inc P.O Box 172 Garberville, CA 95542	Paid Scheduled 7/29/2011 Paid 7/28/2011	\$10000 00	\$1733.91
Garberville Town Square, Inc P O Box 172 Garberville, CA 95542	Paid Scheduled 5/4/2011 Paid 5/4/2011	\$10000 00	\$1597 10
Garberville Town Square, Inc P O. Box 172 Garberville, CA 95542	Paid Scheduled 5/12/2011 Paid 5/12/2011	\$10000 00	\$2961 74
Garberville Town Square, Inc. P O Box 172 Garberville, CA 95542	Paid Scheduled. 5/27/2011 Paid 5/27/2011	\$10000 00	\$3707 25
Girl Scouts of Sierra Cascade 50 Landing Circle Chico, CA 95973	Paid Scheduled 4/12/2011 Paid 4/12/2011	\$2196 00	\$696 00
Healthy Start Schools and Communities Partnership 6210 Abrahamsen Court Eureka, CA 95503	Paid Scheduled 1/3/2011 Paid 6/24/2011	\$4994 44	\$1045 07
Healthy Start Schools and Communities Partnership 6210 Abrahamsen Court Eureka, CA 95503	Paid Scheduled 6/24/2011 Paid 6/24/2011	\$4994 44	\$2000 00
Healthy Start Schools and Communities Partnership 6210 Abrahamsen Court Eureka, CA 95503	Paid Scheduled 8/19/2011 Paid 8/16/2011	\$4994 44	\$308 88
Healthy Start Schools and Communities Partnership 6210 Abrahamsen Court Eureka, CA 95503	Paid Scheduled 8/19/2011 Paid 12/29/2011	\$4994.44	\$375.38
Healy Senior Center of Southern Humboldt P.O. Box 1849 Redway, CA 95560	Paid Scheduled 9/23/2011 Paid 9/23/2011	\$10000 00	\$4739.97

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Healy Senior Center of Southern Humboldt P O Box 1849 Redway, CA 95560	Paid Scheduled 12/19/2011 Paid 12/13/2011	\$10000 00	\$4491 80
Healy Senior Center of Southern Humboldt P O Box 1849 Redway, CA 95560	Paid Scheduled 2/1/2011 Paid 7/28/2011	\$10000 00	\$768 23
Heart of the Redwoods Hospice 464 Maple Lane Garberville, CA 95542	Paid Scheduled 3/7/2011 Paid 3/7/2011	\$10000 00	\$5000 00
Heart of the Redwoods Hospice 464 Maple Lane Garberville, CA 95542	Paid Scheduled 9/30/2011 Paid 9/28/2011	\$10000 00	\$5000 00
Humboldt Area Foundation 373 Indianola Road Bayside, CA 95524	Paid Scheduled 10/28/2011 Paid 10/25/2011	9500 00	9500 00
Humboldt Area Foundation 373 Indianola Road Bayside, CA 95524	Paid Scheduled 1/3/2011 Paid 1/3/2011	\$18610 00	\$10000 00
Humboldt Area Foundation 373 Indianola Road Bayside, CA 95524	Paid Scheduled 8/15/2011 Paid 8/10/2011	\$8500 00	\$5500 00
Humboldt Area Foundation 373 Indianola Road Bayside, CA 95524	Paid Scheduled 2/22/2011 Paid 2/22/2011	\$1657 26	\$1657 26
Humboldt Area Foundation 373 Indianola Road Bayside, CA 95524	Paid Scheduled 10/28/2011 Paid 10/25/2011	\$22000 00	\$22000 00
Humboldt Area Foundation 373 Indianola Road Bayside, CA 95524	Paid Scheduled 5/4/2011 Paid 5/4/2011	\$5000 00	\$5000 00
Humboldt Area Foundation 373 Indianola Road Bayside, CA 95524	Paid Scheduled 8/15/2011 Paid 8/10/2011	\$2500 00	\$2500 00
Humboldt Area Foundation 373 Indianola Road Bayside, CA 95524	Paid Scheduled 1/24/2011 Paid 1/24/2011	\$5000 00	\$2500 00
Humboldt Area Foundation 373 Indianola Road Bayside, CA 95524	Paid Scheduled 7/7/2011 Paid 7/6/2011	\$7000 00	\$7000 00
Humboldt Area Foundation 373 Indianola Road Bayside, CA 95524	Paid Scheduled 8/22/2011 Paid 8/10/2011	\$2500 00	\$2500 00
Humboldt Area Foundation 373 Indianola Road Bayside, CA 95524	Paid Scheduled 8/24/2011 Paid 8/16/2011	\$5000 00	\$5000 00

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Humboldt Area Foundation 373 Indianola Road Bayside, CA 95524	Paid Scheduled 1/10/2011 Paid 1/10/2011	\$23022 50	\$1022 50
Humboldt Area Foundation 373 Indianola Road Bayside, CA 95524	Paid Scheduled 12/12/2011 Paid 12/6/2011	\$27500 00	\$27500 00
Humboldt Arts Council 636 F Street Eureka, CA 95501	Paid Scheduled 5/4/2011 Paid 5/4/2011	\$2500 00	\$1250 00
Humboldt Arts Council 636 F Street Eureka, CA 95501	Paid Scheduled 8/15/2011 Paid 8/10/2011	\$2500 00	\$1250 00
Humboldt Community Access and Resource Center P O Box 2010 Eureka, CA 95502	Paid Scheduled 7/8/2011 Paid 7/7/2011	\$5000 00	\$5000 00
Humboldt Community Breast Health Project 987 8th Street Arcata, CA 95521	Paid Scheduled 5/12/2011 Paid 5/12/2011	\$8520 00	\$1221 13
Humboldt Community Breast Health Project 987 8th Street Arcata, CA 95521	Paid Scheduled 2/22/2011 Paid 2/22/2011	\$8520 00	\$642 22
Humboldt Community Breast Health Project 987 8th Street Arcata, CA 95521	Paid Scheduled 4/12/2011 Paid 4/12/2011	\$8520 00	\$601 14
Humboldt Community Breast Health Project 987 8th Street Arcata, CA 95521	Paid Scheduled 2/7/2011 Paid 2/7/2011	\$8520 00	\$832 41
Humboldt Community Breast Health Project 987 8th Street Arcata, CA 95521	Paid Scheduled 3/7/2011 Paid 3/7/2011	\$8520 00	\$563 55
Humboldt Community Breast Health Project 987 8th Street Arcata, CA 95521	Paid Scheduled 6/24/2011 Paid 6/24/2011	\$8520 00	\$571 56
Humboldt County Domestic Violence Coordinating Council P O Box 880 Eureka, CA 95502	Paid Scheduled 12/9/2011 Paid 11/30/2011	\$10000 00	\$3379 50
Humboldt County Domestic Violence Coordinating Council P O Box 880 Eureka, CA 95502	Paid Scheduled 8/25/2011 Paid 8/25/2011	\$10000 00	\$4383 00
Humboldt County Domestic Violence Coordinating Council P O Box 880 Eureka, CA 95502	Paid Scheduled 11/15/2011 Paid 11/15/2011	\$10000 00	\$2237 50
Humboldt Housing and Homeless Coalition 1005 11th st Arcata, CA 95521	Paid Scheduled 5/27/2011 Paid 5/27/2011	\$1909 95	\$780.20

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Humboldt Senior Resource Center 1910 California Street Eureka, CA 95501	Paid Scheduled 12/2/2011 Paid 12/28/2011	\$12500 00	\$12500.00
Humboldt Senior Resource Center 1910 California Street Eureka, CA 95501	Paid Scheduled 12/2/2011 Paid 12/28/2011	\$12500 00	\$12500 00
Lost Coast Camp P O Box 110 Petrolia, CA 95558	Paid Scheduled 3/16/2011 Paid 7/20/2011	\$10000 00	\$10000 00
Mateel Community Center P O Box 1910 Redway, CA 95560	Paid Scheduled 1/24/2011 Paid 1/24/2011	\$5000 00	\$5000 00
McKinleyville Community Collaborative PO Box 2668 McKinleyville, CA 95519	Paid Scheduled 3/7/2011 Paid 3/7/2011	\$1000 00	\$1000 00
McKinleyville Community Collaborative PO Box 2668 McKinleyville, CA 95519	Paid Scheduled 3/7/2011 Paid 3/7/2011	\$2000 00	\$2000 00
Mid Klamath Watershed Council P.O. Box 409 Orleans, CA 95556	Paid Scheduled 3/16/2011 Paid 12/29/2011	\$4529 01	\$4529 01
Mobile Medical Office P O Box 2020 Eureka, CA 95502	Paid Scheduled 2/7/2011 Paid 2/7/2011	\$5000 00	\$5000 00
Mountain of Mercy Mission Farm P O Box 55 Honeydew, CA 95545	Paid Scheduled 3/16/2011 Paid 6/24/2011	\$3000 00	\$3000 00
North Coast Dance 426 F Street Eureka, CA 95501	Paid Scheduled 7/6/2011 Paid 7/6/2011	\$1044 25	\$329 50
North Coast Dance 426 F Street Eureka, CA 95501	Paid Scheduled 7/7/2011 Paid 7/6/2011	\$1044 25	\$420 00
North Coast Dance 426 F Street Eureka, CA 95501	Paid Scheduled 7/7/2011 Paid 7/6/2011	\$1044 25	\$150 00
North Coast Dance 426 F Street Eureka, CA 95501	Paid Scheduled 7/29/2011 Paid 7/28/2011	\$1044 25	\$144 75
North Coast Resource Center 501 9th Street Arcata, CA 95521	Paid Scheduled 3/7/2011 Paid 3/7/2011 Voided by Payment [2253]	\$0 00	\$3000 00
North Coast Small Business Development Center 520 E Street Eureka, CA 95501	Paid Scheduled 3/16/2011 Paid 9/23/2011	\$5000 00	\$5000 00
Northern California Indian Development Council, Inc. 241 F Street Eureka, CA 95501	Paid Scheduled 5/4/2011 Paid 5/4/2011	\$1500 00	\$1500 00
Open Door Community Health Centers 785 18th Street Arcata, CA 95521	Paid Scheduled 5/4/2011 Paid 5/4/2011	\$2000 00	\$2000 00

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Playhouse Arts 1251 9th Street Arcata, CA 95521	Paid Scheduled 3/16/2011 Paid 7/28/2011	\$5000 00	\$3000 00
Public Health-Humboldt County (DHHS) 908 7th Street Eureka, CA 95501	Paid Scheduled 12/9/2011 Paid 11/30/2011	\$307 80	\$307 80
Redwood Coast Energy Authority 517 5th Street Eureka, CA 95501	Paid Scheduled 1/3/2011 Paid 1/3/2011	\$15000 00	\$15000 00
Redwood Community Action Agency/Natural Resource Division 904 G Street Eureka, CA 95501	Paid Scheduled 10/10/2011 Paid 10/6/2011	\$5000 00	\$5000 00
Redwood Community Action Agency/Natural Resource Division 904 G Street Eureka, CA 95501	Paid Scheduled 10/14/2011 Paid 10/11/2011	\$5000 00	\$5000 00
Redwood Community Action Agency/Natural Resources Division 904 G Street Eureka, CA 95501	Paid Scheduled 2/7/2011 Paid 2/7/2011	\$6000 00	\$437 94
Redwood Community Action Agency/Natural Resources Division 904 G Street Eureka, CA 95501	Paid Scheduled 4/12/2011 Paid 4/12/2011	\$10000 00	\$10000.00
Redwood Community Action Agency/Natural Resources Division 904 G Street Eureka, CA 95501	Paid Scheduled 5/27/2011 Paid 5/27/2011	\$6000 00	\$1508 29
Redwood Community Action Agency/Natural Resources Division 904 G Street Eureka, CA 95501	Paid Scheduled 6/27/2011 Paid 6/27/2011	\$6000 00	\$2119 47
Redwood Memorial Foundation-RMH Fortuna, CA 95540	Paid Scheduled 12/9/2011 Paid 11/30/2011	\$15000 00	\$15000 00
Six Rivers Planned Parenthood 3225 Timber Fall Court Eureka, California 95503	Paid Scheduled 3/26/2011 Paid 3/26/2011	\$4215 17	\$4076 17
St Joseph's Pantry Shelf P O Box 430 Fortuna, CA 95540	Paid Scheduled 1/3/2011 Paid 1/3/2011	\$3000 00	\$250 00
St Joseph's Pantry Shelf P O Box 430 Fortuna, CA 95540	Paid Scheduled 8/15/2011 Paid 8/10/2011	\$3000 00	\$250 00
St. Joseph's Pantry Shelf P O Box 430 Fortuna, CA 95540	Paid Scheduled 7/7/2011 Paid 7/6/2011	\$3000 00	\$250.00
St Joseph's Pantry Shelf P O Box 430 Fortuna, CA 95540	Paid Scheduled 4/14/2011 Paid 4/14/2011	\$3000 00	\$250.00
St. Joseph's Pantry Shelf P O Box 430 Fortuna, CA 95540	Paid Scheduled 2/7/2011 Paid 2/7/2011	\$3000.00	\$250 00

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St Joseph's Pantry Shelf P O Box 430 Fortuna, CA 95540	Paid Scheduled 9/9/2011 Paid 9/7/2011	\$3000 00	\$250 00
St Joseph's Pantry Shelf P O Box 430 Fortuna, CA 95540	Paid Scheduled 3/7/2011 Paid 3/7/2011	\$3000 00	\$250 00
St Joseph's Pantry Shelf P O Box 430 Fortuna, CA 95540	Paid Scheduled 11/29/2011 Paid 11/28/2011	\$3000 00	\$250 00
St Joseph's Pantry Shelf P O Box 430 Fortuna, CA 95540	Paid Scheduled 10/14/2011 Paid 10/11/2011	\$3000 00	\$250 00
St Joseph's Pantry Shelf P O Box 430 Fortuna, CA 95540	Paid Scheduled 12/19/2011 Paid 12/13/2011	\$3000 00	\$250 00
St Joseph's Pantry Shelf P O Box 430 Fortuna, CA 95540	Paid Scheduled 5/4/2011 Paid 5/4/2011	\$3000 00	\$250 00
St Joseph's Pantry Shelf P O Box 430 Fortuna, CA 95540	Paid Scheduled 6/10/2011 Paid 6/10/2011	\$3000 00	\$250 00
The Ink People Center for the Arts 517 3rd St, Suite 36 Eureka, CA 95501	Paid Scheduled 10/14/2011 Paid 10/12/2011	\$10000 00	\$2500 00
The Ink People Center for the Arts 517 3rd St, Suite 36 Eureka, CA 95501	Paid Scheduled 12/29/2011 Paid 12/23/2011	\$10000 00	\$2500 00
The Ink People Center for the Arts 517 3rd St, Suite 36 Eureka, CA 95501	Paid Scheduled 7/29/2011 Paid 7/28/2011	\$10000 00	\$2500 00
The Ink People Center for the Arts 517 3rd St, Suite 36 Eureka, CA 95501	Paid Scheduled 2/7/2011 Paid 2/7/2011	\$1000 00	\$1000 00
The Ink People Center for the Arts 517 3rd St, Suite 36 Eureka, CA 95501	Paid Scheduled 1/14/2011 Paid 7/28/2011	\$2500.00	\$2500 00
The Ink People Center for the Arts 517 3rd St, Suite 36 Eureka, CA 95501	Paid Scheduled 3/7/2011 Paid 3/7/2011	\$10000 00	\$2500 00
The Ink People Center for the Arts / North Star Quest Camp for Girls 411 12th Street Eureka, CA 95501	Paid Scheduled 2/22/2011 Paid 2/22/2011	\$2500 00	\$2500 00
The Ink People Center for the Arts / Teen Arts 517 3rd st, Ste 36 Eureka, CA 95501	Paid Scheduled 8/31/2011 Paid 8/25/2011	\$8500 00	\$2225 98
The Ink People Center for the Arts / Teen Arts 517 3rd st, Ste 36 Eureka, CA 95501	Paid Scheduled 4/14/2011 Paid 4/14/2011	\$8500 00	\$6274 02
United Way of the Wine Country 718 3rd St Eureka, CA 95501	Paid Scheduled 7/7/2011 Paid 7/6/2011 Voided by Payment [2260]	\$1000 00	\$400 00

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United Way of the Wine Country 718 3rd St Eureka, CA 95501	Paid Scheduled 9/23/2011 Paid 9/23/2011	\$980 00	\$980 00
Vector Rehabilitation 2121 Myrtle Avenue Eureka, CA 95501	Paid Scheduled 10/28/2011 Paid 10/25/2011	\$100000 00	\$1400 00
Vector Rehabilitation 2121 Myrtle Avenue Eureka, CA 95501	Paid Scheduled 10/28/2011 Paid 10/25/2011	\$100000 00	\$6000 00
Vector Rehabilitation 2121 Myrtle Avenue Eureka, CA 95501	Paid Scheduled 8/26/2011 Paid 8/25/2011	\$100000 00	3333 34
Vector Rehabilitation 2121 Myrtle Avenue Eureka, CA 95501	Paid Scheduled 10/28/2011 Paid 10/25/2011	\$100000 00	\$3044 16
Vector Rehabilitation 2121 Myrtle Avenue Eureka, CA 95501	Paid Scheduled 8/26/2011 Paid 8/25/2011	\$100000 00	\$5147 75
Vector Rehabilitation 2121 Myrtle Avenue Eureka, CA 95501	Paid Scheduled 8/26/2011 Paid 8/25/2011	\$100000 00	\$4500 00
Vector Rehabilitation 2121 Myrtle Avenue Eureka, CA 95501	Paid Scheduled 12/19/2011 Paid 12/13/2011	\$100000 00	\$7565 64
Vector Rehabilitation 2121 Myrtle Avenue Eureka, CA 95501	Paid Scheduled 7/29/2011 Paid 7/20/2011	\$100000 00	\$1050 00
Vector Rehabilitation 2121 Myrtle Avenue Eureka, CA 95501	Paid Scheduled 7/29/2011 Paid 7/20/2011	\$100000 00	\$6666 68
Vector Rehabilitation 2121 Myrtle Avenue Eureka, CA 95501	Paid Scheduled 7/29/2011 Paid 7/20/2011	\$100000 00	\$4500 00
Vector Rehabilitation 2121 Myrtle Avenue Eureka, CA 95501	Paid Scheduled 10/3/2011 Paid 9/28/2011	\$100000 00	\$612 50
Vector Rehabilitation 2121 Myrtle Avenue Eureka, CA 95501	Paid Scheduled 10/3/2011 Paid 9/28/2011	\$100000 00	\$5229 93
Vector Rehabilitation 2121 Myrtle Avenue Eureka, CA 95501	Paid Scheduled 8/26/2011 Paid. 8/25/2011	\$100000 00	\$950 00
So Humboldt Community Health Center 733 Cedar Street Garberville, CA 95542			14000 00
Public Health-Humb Co 908 7th Street Eureka, CA 95501			969 00
Redwood Region Logging 5601 S Broadway Eureka, CA 95503			5000 00
TOTAL GRANTS PAID			489782 12