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Form **990-PF**

Department of the Treasury
Internal Revenue Service

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

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

OMB No 1545-0052

2011

For calendar year 2011 or tax year beginning , and ending

Name of foundation
NANCY ECCLES AND HOMER M. HAYWARD FAMILY FOUNDATION

A Employer identification number
87-6227330

Number and street (or P O box number if mail is not delivered to street address) | Room/suite
42 GLEN DRIVE

B Telephone number
415-771-5335

City or town, state, and ZIP code
MILL VALLEY, CA 94941

C If exemption application is pending, check here ☐

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

D 1. Foreign organizations, check here ☐
2. Foreign organizations meeting the 85% test, check here and attach computation ☐

H Check type of organization: [X] Section 501(c)(3) exempt private foundation
☐ Section 4947(a)(1) nonexempt charitable trust ☐ Other taxable private foundation

E If private foundation status was terminated under section 507(b)(1)(A), check here ☐

I Fair market value of all assets at end of year (from Part II, col. (c), line 16) ▶$ 51,769,067.

J Accounting method: [X] Cash ☐ Accrual ☐ Other (specify) (Part I, column (d) must be on cash basis)

F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here ☐

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)
Revenue				
1 Contributions, gifts, grants, etc., received			N/A	
2 Check ▶ [X] if the foundation is not required to attach Sch B				
3 Interest on savings and temporary cash investments				
4 Dividends and interest from securities	1,891,146.	1,798,013.		STATEMENT 1
5a Gross rents				
b Net rental income or (loss)				
6a Net gain or (loss) from sale of assets not on line 10	1,058,445.			
b Gross sales price for all assets on line 6a 14,193,784.				
7 Capital gain net income (from Part IV, line 2)		1,058,445.		
8 Net short-term capital gain				
9 Income modifications				
10a Gross sales less returns and allowances				
b Less Cost of goods sold				
c Gross profit or (loss)				
11 Other income	-200,328.	-9,335.		STATEMENT 2
12 **Total.** Add lines 1 through 11	2,749,263.	2,847,123.		
Operating and Administrative Expenses				
13 Compensation of officers, directors, trustees, etc.	92,043.	49,839.		42,204.
14 Other employee salaries and wages				
15 Pension plans, employee benefits				
16a Legal fees STMT 3	4,078.	0.		4,078.
b Accounting fees STMT 4	11,807.	5,904.		5,903.
c Other professional fees STMT 5	244,844.	244,844.		0.
17 Interest				
18 Taxes STMT 6	37,654.	25,649.		0.
19 Depreciation and depletion				
20 Occupancy				
21 Travel, conferences, and meetings				
22 Printing and publications				
23 Other expenses STMT 7	2,262.	85.		2,177.
24 **Total operating and administrative expenses.** Add lines 13 through 23	392,688.	326,321.		54,362.
25 Contributions, gifts, grants paid	2,233,500.			2,233,500.
26 **Total expenses and disbursements.** Add lines 24 and 25	2,626,188.	326,321.		2,287,862.
27 Subtract line 26 from line 12:				
a Excess of revenue over expenses and disbursements	123,075.			
b **Net investment income** (if negative, enter -0-)		2,520,802.		
c **Adjusted net income** (if negative, enter -0-)			N/A	

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Form **990-PF** (2011)

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Part II Balance Sheets Attached schedules and amounts in the description column should be for end-of-year amounts only

		Beginning of year (a) Book Value	End of year (b) Book Value	End of year (c) Fair Market Value
Assets	1 Cash - non-interest-bearing			
	2 Savings and temporary cash investments	1,942,976.	689,787.	689,787.
	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			
	10a Investments - U.S. and state government obligations			
	b Investments - corporate stock STMT 8	41,172,405.	42,915,231.	44,801,970.
	c Investments - corporate bonds STMT 9	1,057,230.	658,280.	684,449.
	11 Investments - land, buildings, and equipment basis ▶			
	Less accumulated depreciation ▶			
	12 Investments - mortgage loans			
	13 Investments - other STMT 10	3,068,043.	3,100,431.	5,592,861.
	14 Land, buildings, and equipment: basis ▶			
	Less accumulated depreciation ▶			
	15 Other assets (describe ▶)			
	16 Total assets (to be completed by all filers)	47,240,654.	47,363,729.	51,769,067.
Liabilities	17 Accounts payable and accrued expenses			
	18 Grants payable			
	19 Deferred revenue			
	20 Loans from officers, directors, trustees, and other disqualified persons			
	21 Mortgages and other notes payable			
	22 Other liabilities (describe ▶)			
	23 Total liabilities (add lines 17 through 22)	0.	0.	
Net Assets or Fund Balances	Foundations that follow SFAS 117, check here ▶ ☐ 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 ▶ [X] and complete lines 27 through 31.			
	27 Capital stock, trust principal, or current funds	11,482,230.	11,482,230.	
	28 Paid-in or capital surplus, or land, bldg., and equipment fund	0.	0.	
	29 Retained earnings, accumulated income, endowment, or other funds	35,758,424.	35,881,499.	
	30 Total net assets or fund balances	47,240,654.	47,363,729.	
	31 Total liabilities and net assets/fund balances	47,240,654.	47,363,729.	

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	47,240,654.
2	Enter amount from Part I, line 27a	2	123,075.
3	Other increases not included in line 2 (itemize) ▶	3	0.
4	Add lines 1, 2, and 3	4	47,363,729.
5	Decreases not included in line 2 (itemize) ▶	5	0.
6	Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	47,363,729.

Part IV Capital Gains and Losses for Tax on Investment Income

	(a) List and describe the kind(s) of property sold (e.g., real estate, 2-story brick warehouse; or common stock, 200 shs. MLC Co.)	(b) How acquired P - Purchase D - Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
1a				
b	SEE ATTACHED STATEMENT			
c				
d				
e				

	(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
a				
b				
c				
d				
e	14,193,784.		13,135,339.	1,058,445.

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				
b				
c				
d				
e				1,058,445.

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 — 1,058,445.

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	2,223,229.	45,958,526.	.048375
2009	1,577,500.	41,591,076.	.037929
2008	1,850,000.	63,600,762.	.029088
2007	710,000.	36,933,011.	.019224
2006	710,678.	15,130,766.	.046969

2 Total of line 1, column (d)	2	.181585
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	.036317
4 Enter the net value of noncharitable-use assets for 2011 from Part X, line 5	4	50,077,501.
5 Multiply line 4 by line 3	5	1,818,665.
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	25,208.
7 Add lines 5 and 6	7	1,843,873.
8 Enter qualifying distributions from Part XII, line 4	8	2,287,862.

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

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

1a	Exempt operating foundations described in section 4940(d)(2), check here ▶ [ ] and enter "N/A" on line 1. Date of ruling or determination letter: ________ (attach copy of letter if necessary-see instructions)			
b	Domestic foundations that meet the section 4940(e) requirements in Part V, check here ▶ [X] and enter 1% of Part I, line 27b		1	25,208.
c	All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, col. (b).			
2	Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)		2	0.
3	Add lines 1 and 2		3	25,208.
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	25,208.
6	Credits/Payments:			
a	2011 estimated tax payments and 2010 overpayment credited to 2011	6a 30,000.		
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	30,000.
8	Enter any **penalty** for underpayment of estimated tax. Check here [ ] if Form 2220 is attached		8	
9	**Tax due.** If the total of lines 5 and 8 is more than line 7, enter **amount owed** ▶		9	
10	**Overpayment.** If line 7 is more than the total of lines 5 and 8, enter the **amount overpaid** ▶		10	4,792.
11	Enter the amount of line 10 to be: **Credited to 2012 estimated tax** ▶ 4,792. **Refunded** ▶		11	0.

Part VII-A Statements Regarding Activities

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

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

			Yes	No
11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions)	11		X
12	Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement (see instructions)	12		X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application?	13	X	

Website address ▶ N/A

14 The books are in care of ▶ THE PRIVATE TRUST COMPANY Telephone no. ▶ 415-771-5335
Located at ▶ 1422 EUCLID AVENUE, SUITE 1130, CLEVELAND, OH ZIP+4 ▶ 44115

15 Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 - Check here ▶ ☐
and enter the amount of tax-exempt interest received or accrued during the year ▶ | 15 | N/A

			Yes	No
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?	16		X
	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
	File Form 4720 if any item is checked in the "Yes" column, unless an exception applies.			
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)?	1b		X
	Organizations relying on a current notice regarding disaster assistance check here ▶ ☐			
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? ☐ Yes ☒ No			
	If "Yes," list the years ▶ ______, ______, ______, ______			
b	Are there any years listed in 2a for which the foundation is **not** applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to **all** years listed, answer "No" and attach statement - see instructions.) N/A	2b		
c	If the provisions of section 4942(a)(2) are being applied to **any** of the years listed in 2a, list the years here. ▶ ______, ______, ______, ______			
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? ☐ 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.)* N/A	3b		
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a		X
b	Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2011?	4b		X

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

5a During the year did the foundation pay or incur any amount to:

(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))? ☐ Yes ☒ No

(2) Influence the outcome of any specific public election (see section 4955); or to carry on, directly or indirectly, any voter registration drive? ☐ Yes ☒ No

(3) Provide a grant to an individual for travel, study, or other similar purposes? ☐ Yes ☒ No

(4) Provide a grant to an organization other than a charitable, etc., organization described in section 509(a)(1), (2), or (3), or section 4940(d)(2)? ☒ Yes ☐ No

(5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals? ☐ Yes ☒ No

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

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? ☒ 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 (No)

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

7a At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction? ☐ Yes ☒ No

b If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction? N/A **7b**

Part VIII Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors

1 List all officers, directors, trustees, foundation managers and their compensation.

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
PRIVATE TRUST COMPANY 1422 EUCLID AVENUE, SUITE 1130 CLEVELAND, OH 44115	TRUSTEE 2.00	37,043.	0.	0.
WENDY HAYWARD 42 GLEN DRIVE MILL VALLEY, CA 94941	EXECUTIVE DIRECTOR 20.00	55,000.	0.	0.
BILL HAYWARD 42 GLEN DRIVE MILL VALLEY, CA 94941	DIRECTOR 1.00	0.	0.	0.
HOPE HAYWARD 42 GLEN DRIVE MILL VALLEY, CA 94941	DIRECTOR 1.00	0.	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

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
SHEPHERD FINANCIAL PARTNERS 1004 MAIN STREET, WINCHESTER, MA 01890	FINANCIAL ADVISOR	244,844.
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

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.

Form **990-PF** (2011)

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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	42,919,327.
b	Average of monthly cash balances	1b	2,408,558.
c	Fair market value of all other assets	1c	5,512,218.
d	**Total** (add lines 1a, b, and c)	1d	50,840,103.
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	50,840,103.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	762,602.
5	**Net value of noncharitable-use assets.** Subtract line 4 from line 3. Enter here and on Part V, line 4	5	50,077,501.
6	**Minimum investment return.** Enter 5% of line 5	6	2,503,875.

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	2,503,875.
2a	Tax on investment income for 2011 from Part VI, line 5	2a	25,208.		
b	Income tax for 2011. (This does not include the tax from Part VI.)	2b			
c	Add lines 2a and 2b			2c	25,208.
3	Distributable amount before adjustments. Subtract line 2c from line 1			3	2,478,667.
4	Recoveries of amounts treated as qualifying distributions			4	0.
5	Add lines 3 and 4			5	2,478,667.
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	2,478,667.

Part XII Qualifying Distributions (see instructions)

1	Amounts paid (including administrative expenses) to accomplish charitable, etc., purposes:		
a	Expenses, contributions, gifts, etc. - total from Part I, column (d), line 26	1a	2,287,862.
b	Program-related investments - total from Part IX-B	1b	0.
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	2	
3	Amounts set aside for specific charitable projects that satisfy the:		
a	Suitability test (prior IRS approval required)	3a	
b	Cash distribution test (attach the required schedule)	3b	
4	**Qualifying distributions.** Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	4	2,287,862.
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income. Enter 1% of Part I, line 27b	5	25,208.
6	**Adjusted qualifying distributions.** Subtract line 5 from line 4	6	2,262,654.

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				2,478,667.
2 Undistributed income, if any, as of the end of 2011				
a Enter amount for 2010 only			2,055,067.	
b Total for prior years: ____, ____, ____		0.		
3 Excess distributions carryover, if any, to 2011:				
a From 2006				
b From 2007				
c From 2008				
d From 2009				
e From 2010				
f Total of lines 3a through e	0.			
4 Qualifying distributions for 2011 from Part XII, line 4: ▶ $ 2,287,862.				
a Applied to 2010, but not more than line 2a			2,055,067.	
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				232,795.
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).)	0.			0.
6 **Enter the net total of each column as indicated below:**				
a Corpus Add lines 3f, 4c, and 4e. Subtract line 5	0.			
b Prior years' undistributed income. Subtract line 4b from line 2b		0.		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed		0.		
d Subtract line 6c from line 6b. Taxable amount - see instructions		0.		
e Undistributed income for 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				2,245,872.
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	0.			
9 **Excess distributions carryover to 2012.** Subtract lines 7 and 8 from line 6a	0.			
10 Analysis of line 9:				
a Excess from 2007				
b Excess from 2008				
c Excess from 2009				
d Excess from 2010				
e Excess from 2011				

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

1 a If the foundation has received a ruling or determination letter that it is a private operating foundation, and the ruling is effective for 2011, enter the date of the ruling ▶

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

	Tax year	Prior 3 years			
	(a) 2011	(b) 2010	(c) 2009	(d) 2008	(e) Total
2 a Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed					
b 85% of line 2a					
c Qualifying distributions from Part XII, line 4 for each year listed					
d Amounts included in line 2c not used directly for active conduct of exempt activities					
e Qualifying distributions made directly for active conduct of exempt activities. Subtract line 2d from line 2c					
3 Complete 3a, b, or c for the alternative test relied upon:					
a "Assets" alternative test - enter: (1) Value of all assets					
(2) Value of assets qualifying under section 4942(j)(3)(B)(i)					
b "Endowment" alternative test - enter 2/3 of minimum investment return shown in Part X, line 6 for each year listed					
c "Support" alternative test - enter: (1) Total support other than gross investment income (interest, dividends, rents, payments on securities loans (section 512(a)(5)), or royalties)					
(2) Support from general public and 5 or more exempt organizations as provided in section 4942(j)(3)(B)(iii)					
(3) Largest amount of support from an exempt organization					
(4) Gross investment income					

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

1 **Information Regarding Foundation Managers:**

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

NONE

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

NONE

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

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

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

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

c Any submission deadlines:

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

Part XV Supplementary Information (continued)

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

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a *Paid during the year*				
SEE STATEMENT 12				2,233,500.
Total			▶ 3a	2,233,500.
b *Approved for future payment*				
SEE STATEMENT 13				4,097,000.
Total			▶ 3b	4,097,000.

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

Enter gross amounts unless otherwise indicated.	Unrelated business income (a) Business code	Unrelated business income (b) Amount	Excluded by section 512, 513, or 514 (c) Exclusion code	Excluded by section 512, 513, or 514 (d) Amount	(e) Related or exempt function income
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					
4 Dividends and interest from securities			14	1,891,146.	
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	525990	-190,993.	14	-9,335.	
8 Gain or (loss) from sales of assets other than inventory	525990	58,424.	18	1,000,021.	
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)		-132,569.		2,881,832.	0.

13 Total. Add line 12, columns (b), (d), and (e) . . . 13 2,749,263.

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

Part XVI-B **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).

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

			Yes	No
1	Did the organization directly or indirectly engage in any of the following with any other organization described in section 501(c) of the Code (other than section 501(c)(3) organizations) or in section 527, relating to political organizations?			
a	Transfers from the reporting foundation to a noncharitable exempt organization of:			
	(1) Cash	1a(1)	X	
	(2) Other assets	1a(2)		X
b	Other transactions:			
	(1) Sales of assets to a noncharitable exempt organization	1b(1)		X
	(2) Purchases of assets from a noncharitable exempt organization	1b(2)		X
	(3) Rental of facilities, equipment, or other assets	1b(3)		X
	(4) Reimbursement arrangements	1b(4)		X
	(5) Loans or loan guarantees	1b(5)		X
	(6) Performance of services or membership or fundraising solicitations	1b(6)		X
c	Sharing of facilities, equipment, mailing lists, other assets, or paid employees	1c		X

d If the answer to any of the above is "Yes," complete the following schedule. Column (b) should always show the fair market value of the goods, other assets, or services given by the reporting foundation. If the foundation received less than fair market value in any transaction or sharing arrangement, show in column (d) the value of the goods, other assets, or services received.

(a) Line no	(b) Amount involved	(c) Name of noncharitable exempt organization	(d) Description of transfers, transactions, and sharing arrangements
		NORTH TAHOE FIREFIGHTERS	SEE STATEMENT 11
A1		ASSOCIATION	

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

b If "Yes," complete the following schedule.

(a) Name of organization	(b) Type of organization	(c) Description of relationship
N/A		

Sign Here

Under penalties of perjury, I declare that I have examined this return, including accompanying schedules and statements, and to the best of my knowledge and belief, it is true, correct, and complete Declaration of preparer (other than taxpayer) is based on all information of which preparer has any knowledge.

▶ ✓ Katherine McHale, AVP | ✓11-15-12 | ▶ TRUSTEE

Signature of officer or trustee | Date | Title

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

Paid Preparer Use Only

Print/Type preparer's name	Preparer's signature	Date	Check ☐ if self-employed	PTIN
DAVID SACARELOS	David M. Sacarelos	11-14-2012		P00082838

Firm's name ▶ SEILER LLP | Firm's EIN ▶ 94-1624276

Firm's address ▶ THREE LAGOON DRIVE, SUITE 400 REDWOOD CITY, CA 94065 | Phone no. 650-365-4646

Form 990-PF (2011)

123622 12-02-11

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	SALE OF PUBLICALLY TRADED SECURITIES	P	VARIOUS	VARIOUS
b	SALE OF CORPORATE BONDS	P	VARIOUS	VARIOUS
c	GAINS FROM THE LAPSE OF OPTIONS	P	VARIOUS	VARIOUS
d	SALE OF PUBLICALLY TRADED PARTNERSHIPS	P	04/09/09	07/14/11
e	GAINS FROM PTP K-1'S	P	VARIOUS	VARIOUS
f	CAPITAL GAINS DIVIDENDS			
g				
h				
i				
j				
k				
l				
m				
n				
o				

	(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	13,563,116.		12,670,417.	892,699.
b	424,975.		399,254.	25,721.
c	44,749.			44,749.
d	123,601.		65,668.	57,933.
e	18,674.			18,674.
f	18,669.			18,669.
g				
h				
i				
j				
k				
l				
m				
n				
o				

	Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Losses (from col. (h)) Gains (excess of col. (h) gain over col. (k), but not less than "-0-")
	(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	
a				892,699.
b				25,721.
c				44,749.
d				57,933.
e				18,674.
f				18,669.
g				
h				
i				
j				
k				
l				
m				
n				
o				

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	1,058,445.
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

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FORM 990-PF DIVIDENDS AND INTEREST FROM SECURITIES STATEMENT 1

SOURCE	GROSS AMOUNT	CAPITAL GAINS DIVIDENDS	COLUMN (A) AMOUNT
LPL FINANCIAL #1225	1,909,812.	18,669.	1,891,143.
LPL FINANCIAL #9719	3.	0.	3.
TOTAL TO FM 990-PF, PART I, LN 4	1,909,815.	18,669.	1,891,146.

FORM 990-PF OTHER INCOME STATEMENT 2

DESCRIPTION	(A) REVENUE PER BOOKS	(B) NET INVEST-MENT INCOME	(C) ADJUSTED NET INCOME
KINDER MORGAN ENERGY PARTNERS	-177,018.	0.	
KINDER MORGAN ENERGY PARTNERS	1,866.	1,866.	
NUSTAR ENERGY LP	-44,507.	0.	
NUSTAR ENERGY LP	-5,020.	-5,020.	
PENN VIRGINIA RESOURCE PARTNERS LP	20,620.	0.	
PENN VIRGINIA RESOURCE PARTNERS LP	-4,376.	-4,376.	
PLAINS ALL AMERICAN PIPELINE LP	14,663.	0.	
PLAINS ALL AMERICAN PIPELINE LP	-4,199.	-4,199.	
SUNOCO LOGISTICS PARTNERS LP	11,077.	0.	
SUNOCO LOGISTICS PARTNERS LP	420.	420.	
TEEKAY LONG PARTNERS, LP	-11,814.	0.	
TEEKAY LONG PARTNERS, LP	2,347.	2,347.	
KEYSTONE PRIVATE EQUITY OPPORTUNITIES II, LP	-4,014.	0.	
KEYSTONE PRIVATE EQUITY OPPORTUNITIES II, LP	-373.	-373.	
TOTAL TO FORM 990-PF, PART I, LINE 11	-200,328.	-9,335.	

FORM 990-PF LEGAL FEES STATEMENT 3

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST-MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
LEGAL	4,078.	0.		4,078.
TO FM 990-PF, PG 1, LN 16A	4,078.	0.		4,078.

FORM 990-PF	ACCOUNTING FEES			STATEMENT 4
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
ACCOUNTING	11,807.	5,904.		5,903.
TO FORM 990-PF, PG 1, LN 16B	11,807.	5,904.		5,903.

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
FINANCIAL ADVISOR	244,844.	244,844.		0.
TO FORM 990-PF, PG 1, LN 16C	244,844.	244,844.		0.

FORM 990-PF	TAXES			STATEMENT 6
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
FEDERAL TAX PAYMENTS	13,731.	0.		0.
FOREIGN TAX	23,923.	25,649.		0.
TO FORM 990-PF, PG 1, LN 18	37,654.	25,649.		0.

FORM 990-PF	OTHER EXPENSES			STATEMENT 7
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
BANK FEES	85.	85.		0.
DUES	1,652.	0.		1,652.
FILING FEES	200.	0.		200.
MEETINGS	325.	0.		325.
TO FORM 990-PF, PG 1, LN 23	2,262.	85.		2,177.

FORM 990-PF CORPORATE STOCK STATEMENT 8

DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
CORPORATE STOCK	42,915,231.	44,801,970.
TOTAL TO FORM 990-PF, PART II, LINE 10B	42,915,231.	44,801,970.

FORM 990-PF CORPORATE BONDS STATEMENT 9

DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
CORPORATE BONDS	658,280.	684,449.
TOTAL TO FORM 990-PF, PART II, LINE 10C	658,280.	684,449.

FORM 990-PF OTHER INVESTMENTS STATEMENT 10

DESCRIPTION	VALUATION METHOD	BOOK VALUE	FAIR MARKET VALUE
PUBLICALLY TRADED PARTNERSHIP	FMV	2,707,120.	5,169,859.
PRIVATE EQUITY	FMV	393,311.	423,002.
TOTAL TO FORM 990-PF, PART II, LINE 13		3,100,431.	5,592,861.

NANCY ECCLES AND HOMER M. HAYWARD FAMILY FOUNDATION
FINANCIAL STATEMENTS - BALANCE SHEET DETAILS
FOR THE YEARS ENDED DECEMBER 31, 2010 AND 2011

ASSETS		COST 12/31/2010	FMV 12/31/2010	COST 12/31/2011	FMV 12/31/2011
Cash and Cash Equivalent		1,942,976	1,942,976	689,787	689,787
Corporate Bonds					
100,000	Boston MA Housing Auth	99,250	100,431	99,250	104,590
150,000	Cablevision Systems Corp	153,562	157,125	153,563	159,000
50,000	Goldman Sachs Group Inc Senior Note	48,842	52,319	48,842	50,168
150,000	Pitney Bowes Note	152,526	157,917	152,526	160,971
200,000	Richmond Ca Wstwtr Rev Bond	204,496	187,818	204,099	209,720
	Target Corporation Senior Note	259,254	288,945	-	-
	Wells Fargo Bank Note	139,300	140,735	-	-
	Total Corporate Bonds	1,057,230	1,085,290	658,280	684,449
Equities					
3,570	Abbott Laboratories	156,480	171,039	156,480	200,741
60,000	Altria Group	1,141,132	1,477,200	1,141,132	1,779,000
18,795	Annaly Capital Management Inc - Preferred	459,790	479,272	459,960	499,571
25,000	AT&T	639,250	734,500	639,250	756,000
25,000	Bank of Nova Scotia	1,180,088	1,430,000	1,180,109	1,245,250
3,170	Baxter International	158,747	160,465	158,747	156,852
40,000	Bristol Myers Squibb	1,075,195	1,059,200	1,075,195	1,409,600
49,500	Buckle Inc	1,448,291	1,491,915	-	-
300	Buckle Inc - call	(37,499)	(39,000)	-	-
2,729	Chevron Corporation	-	-	247,170	290,366
-	Cisco Systems	163,000	202,300	-	-
12,580	Colgate-Palmolive	978,176	1,011,055	978,176	1,162,266
	Deere & Company	211,696	415,250	-	-
9,200	Dominion Resources	300,069	393,024	300,069	488,336
7,592	Dow Chemical Company	-	-	215,635	218,346
21,000	Duke Energy Corporation	299,412	374,010	299,412	462,000
6,100	Exelon Corporation	298,711	254,004	298,711	264,557
-	Federated Institutional Trust	1,002,016	1,005,052	-	-
7,600	Firstenergy Corporation	299,112	281,352	299,112	336,680
8,401	Frontier Communications	70,651	81,742	70,647	43,265
250,376	General Electric	7,063,107	4,579,377	7,063,107	4,484,234
18,867	Huntsman Corporation	-	-	242,154	188,670
92,100	Intel Corporation	1,649,425	1,682,400	1,893,730	2,233,425
10,317	International Paper Company	-	-	246,980	305,383
13,000	Johnson & Johnson	757,775	804,050	757,775	852,540
33,807	JP Morgan Chase & Co Index	-	-	1,258,516	1,317,459
2,000	Kimberly-Clark Corporation	96,199	126,080	96,199	147,120
18,470	Lilly Eli & Company	-	-	695,889	767,613
6,750	Lorillard Inc	1,036,249	1,107,810	520,767	769,500
22,491	Lyondellbasell	-	-	737,612	730,733
10,004	Marathon Oil Corporation	-	-	245,458	292,817
20,000	Merck & Company	730,970	720,800	730,971	754,000
50,000	Microsoft Corporation	1,546,343	1,395,501	-	-
250	Microsoft Corporation - call	(19,750)	(50,500)	-	-
5,300	Nextera Energy	301,170	275,547	301,170	322,664
20,000	Oracle Corporation	352,193	626,000	352,193	513,000
920	Petrochina Company	79,909	120,971	79,909	114,365
39,080	Pfizer Inc	382,350	437,750	625,209	845,691
	PG&E	343,856	438,693	-	-
10,000	Philip Morris International	461,871	585,300	461,871	784,800
9,200	PPL Corporation	298,838	242,144	298,838	270,664
7,200	Procter & Gamble	384,183	463,176	384,183	480,312
10,000	Progress Energy Inc	414,025	434,800	414,025	560,200
9,500	Public Service	301,115	302,195	301,115	313,595
6,056	Raytheon Company	-	-	244,392	292,989
	Reynolds American Inc	996,041	1,304,800	-	-
2,470	Smucker JM Company	96,448	162,155	96,448	193,080

NANCY ECCLES AND HOMER M. HAYWARD FAMILY FOUNDATION
FINANCIAL STATEMENTS - BALANCE SHEET DETAILS
FOR THE YEARS ENDED DECEMBER 31, 2010 AND 2011

ASSETS		COST 12/31/2010	FMV 12/31/2010	COST 12/31/2011	FMV 12/31/2011
ASSETS (Continued)					
Equities					
11,400	Southern Company	345,904	435,822	345,904	527,706
15,000	Teekay Offshore Partners	301,950	416,250	286,962	399,000
49,600	Unilever	1,397,263	1,531,648	1,397,263	1,662,592
45,000	Verizon Communications	1,424,995	1,610,100	1,424,995	1,805,400
	Vodafone Group	642,254	827,572	-	-
23,807	Wells Fargo Bank	605,412	737,779	605,412	656,121
	Total Equities	31,834,412	32,300,600	29,628,852	31,898,503
Mutual Funds					
31,612	I Shares MSCI EAFE	2,369,283	1,840,451	-	-
11,500	I Shares Russell 1000 Growth Index Fund	580,284	658,490	580,284	664,585
11,273	I Shares Russell 2000 Index Fund	1,155,025	1,273,200	840,731	831,384
50	I Shares Russell 2000 Index Fund - call	(7,800)	(20,500)	-	-
3,300	I Shares Tr Cohen & Steers Realty Index Fund	190,550	216,876	190,550	231,726
18,300	I Shares Trust IBoxx High Yield Corp Bond Fd	-	-	1,694,027	1,636,569
8,700	I Shares TR MSCI Emerging Markets	263,861	414,485	-	-
2,275	I Shares Tr S&P Global Technology Index Fund	112,453	139,719	-	-
101,571	Lord Abbett Invt Total Return Fund	-	-	1,104,123	1,073,610
655,510	Lord Abbett Invt Trust	3,000,000	3,032,967	2,995,585	2,976,015
200,171	Mainstay High Yield Corp Bond Fund	-	-	1,206,742	1,160,990
332,226	Ridgeworth Seix Floating Income Fund	-	-	3,000,000	2,873,754
37,059	SPDR Series Trust	981,682	980,211	981,682	904,610
14,400	Vanguard Emergin Markets ETF	692,655	693,302	692,655	550,224
		9,337,993	9,229,201	13,286,379	12,903,467
Publically Traded Partnerships					
19,000	Kinder Morgan Energy	659,223	1,334,940	399,091	1,614,050
24,200	Nustar Energy LP	1,078,655	1,681,416	922,286	1,371,172
12,700	Penn VA Resource Partners	238,694	359,664	203,969	324,231
20,000	Plains All American	826,312	1,255,800	758,775	1,469,000
1,460	Sunoco Logistic Partners	57,691	122,041	-	-
11,800	Teekay Long Partners	-	-	422,999	391,406
	Total Publically Traded Partnerships	2,860,575	4,753,861	2,707,120	5,169,859
Private Equity					
	Keystone National Equity	207,468	261,463	393,311	423,002
TOTAL ASSETS		47,240,654	49,573,391	47,363,729	51,769,067

The Nancy Eccles and Homer M. Hayward Family Foundation **FEIN: 87-6227330**

Attachment to Form 990-PF
Part VII-B, Question 5a(4) and 5c on Page 6

Expenditure Responsibility Statement
for the year 2011

Pursuant to IRC Regulation 53.4945-5(d)(2), The Nancy Eccles and Homer M. Hayward Family Foundation provides the following information:

(i)	Name of Grantee:	North Tahoe Firefighters Association P.O. Box 6047 Tahoe City, CA 96145
(ii)	Amount of Grants:	August 9, 2010 $30,000 capital support December 6, 2010 $25,000 capital support
(iii)	Purpose of Grants:	The original grant of $30,000 was to purchase a sophisticated and realistic training mannequin to provide simulation based education and training to paramedics and emergency medical technicians (EMT) in the North Tahoe Fire Protection District. The second grant of $25,000 was to cover the cost of necessary accessories, training and warranty to accompany the training mannequin.
(iv)and(vi)	Reports:	The North Tahoe Firefighters Association submitted full and complete reports of its expenditures of the August, 2010 capital support grant and of its December 6, 2010 capital support grant on December 30, 2010 and again on December 15, 2011. The reports showed that funds of $42,679 had been used to date in accordance with the grants. Funds totaling $12,321 still remained in a separate account as of December 31, 2011.
(v)	Diversions:	To the knowledge of the grantor, no funds have been diverted to any activity other than the activity for which the grant was originally made.
(vii)	Verification:	The grantor has no reason to doubt the accuracy or reliability of the report from the grantee; therefore, no independent verification of the report was made.

NANCY ECCLES AND HOMER M. HAYWARD FAMILY FOUNDATION
SCHEDULE OF CHARITABLE CONTRIBUTIONS
FOR THE CALENDAR YEAR ENDED DECEMBER 31, 2011

Grantee Name and Address	FEIN	Individual?	Foundation Status	Purpose	Amount
Booker T Washington Community Service Center 800 Presidio Avenue San Francisco, CA 94115	94-1160952	no	501(c)(3) public charity	to provide capital support for their new facility	50,000
California Friday Night Live 2180 Johnson Avenue San Luis Obispo, CA 93401	77-0305510	no	501(c)(3) public charity	to provide underwriting for two documentaries & support 20th anniversary celebration to provide scholarship funding	7,000 5,000
CASA of Monterey County 945 South Main Street, Suite 107 Salinas, CA 93901	77-0398079	no	501(c)(3) public charity	to provide operating support to increase the number of advocates	20,000
Carmel Mission Foundation P O Box 221351 Carmel, CA 93922	26-2981780	no	501(c)(3) public charity	to provide capital support for the historical renovation	25,000
Central Coast YMCA 500 Lincoln Avenue Salinas, CA 93901	77-0202335	no	501(c)(3) public charity	to provide scholarship funding at the Monterey and Salinas Y	10,000
Central Coast Visiting Nurses Assoc Fdn P O Box 2480 Monterey, CA 93942	94-1205572	no	501(c)(3) public charity	to provide operating support for hospice care & VNA general patient care	5,000
Childrens Hospital & Research Ctr Fdn 2201 Broadway, Suite 600 Oakland, CA 94612	94-1657474	no	501(c)(3) public charity	to provide capital funding for the audiology department to provide funding for a grant writer & an outreach coordinator	50,000 50,000
Community Hospital Foundation P.O. Box HH Monterey, CA 93942	94-2789696	no	501(c)(3) public charity	to provide operating support for Stroke Education to increase the timely response during a stroke emergency	5,000
Corpus Christi School 1 Estates Drive Piedmont, CA 94611	94-1535363	no	501(c)(3) public charity	to provide operating support	5,000
Door To Hope 130 Church Street Salinas, CA 93901	94-2240770	no	501(c)(3) public charity	to provide capital support for a garden	50,000
Edgewood Center for Children & Families 1801 Vicente Street San Francisco, CA 94116	94-1186168	no	501(c)(3) public charity	to provide capital support for their children's garden to provide operating support for their school-based well being program	10,000 15,000
Futures Without Violence 100 Montgomery Street, The Presidio San Francisco, CA 94129	94-3110973	no	501(c)(3) public charity	to provide capital support for their International Center	125,000
Forest Stewardship Council 212 3rd Avenue North, Suite 504 Minneapolis, MN 55401	03-0355315	no	501(c)(3) public charity	to provide operating support	50,000
Hailey Ice Park P.O Box 3150 Hailey, ID 83333	82-0518345	no	501(c)(3) public charity	to provide operating support for McKercher Park outdoor ice rink	15,000

NANCY ECCLES AND HOMER M. HAYWARD FAMILY FOUNDATION
SCHEDULE OF CHARITABLE CONTRIBUTIONS
FOR THE CALENDAR YEAR ENDED DECEMBER 31, 2011

Grantee Name and Address	FEIN	Individual?	Foundation Status	Purpose	Amount
Hartnell College Foundation 411 Central Avenue, Room 107 Salinas, CA 93901	94-2781664	no	501(c)(3) public charity	to provide capital support for the Sustainable Contruction Lab	100,000
Hospice of the Central Coast P.O. Box HH Monterey, CA 93942	94-2404634	no	501(c)(3) public charity	to provide operating support for hospice care	2,500
Kairos Youth Choir 1940 Virginia Street Berkeley, CA 94709	90-0015350	no	501(c)(3) private nonoperating fdn	to provide scholarship funding for their youth trip to Greece	3,000
Kinship Center of Monterey County 124 River Road Salinas, CA 93908	77-0037578	no	501(c)(3) public charity	to provide operating support to maintain critical, unduplicated svcs for abused & abandoned kids	25,000
League to Save Lake Tahoe 955 Emerald Bay Road South Lake Tahoe, CA 96150	94-6128680	no	501(c)(3) public charity	to provide operating support for ongoing preservation	17,500
North Tahoe Firemans Association P.O. Box 6047 Tahoe City, CA 96145 **See Statement 11 for Expenditure Responsibility Grant**	94-2279309	no	501(c)(4) civic league & social welfare organization	to provide funding for a training mannequin to practice advanced medical & trauma scenarios	-
Monterey Bay Aquarium Foundation 886 Cannery Row Monterey, CA 93940	94-2487469	no	501(c)(3) public charity	to provide scholarship funding to underwrite the admission price	10,000
Monterey Bay Area Council of the Boy Scouts of America 55 San Joaquin Salinas, CA 93901	23-7054309	no	501(c)(3) public charity	to provide capital support at Camp Pico Blanco & to commemorate the 100th anniversary of the Boy Scouts	50,000
Monterey Institute of International Study 460 Pierce Street Monterey, CA 93940	94-1425570	no	501(c)(3) public charity	to provide scholarship funding and to underwite the cost of the Sustainable Business Speaker Series	35,000
Mount Tamalpais School 100 Harvard Avenue Mill Valley, CA 94941	94-2356968	no	501(c)(3) public charity	to provide capital support for to provide financial aid the new World Culture Learning Center	50,000
Oakland Strokes 4096 Piedmont Ave, P.O. Box 308 Oakland, CA 94611	94-3132016	no	501(c)(3) public charity	to provide capital funding for the completion of their dock	25,000
Ogden School Foundation 1950 Monroe Boulevard Ogden, UT 84401	94-2685413	no	501(c)(3) public charity	to provide capital support for the new student center	250,000
Pioneer Montessori School P.O Box 1809 Ketchum, ID 83340	82-0360653	no	501(c)(3) public charity	to provide capital funding for the expansion of their school	100,000
Robert Louis Stevenson School 3152 Forest Lake Road Pebble Beach, CA 93953	94-1218745	no	501(c)(3) public charity	to provide operating support to provide capital support for the new LEED cert dorm	10,000 250,000

NANCY ECCLES AND HOMER M. HAYWARD FAMILY FOUNDATION
SCHEDULE OF CHARITABLE CONTRIBUTIONS
FOR THE CALENDAR YEAR ENDED DECEMBER 31, 2011

Grantee Name and Address	FEIN	Individual?	Foundation Status	Purpose	Amount
Salinas Valley Memorial Hospital P O Box 4760 Salinas, CA 93912-9952	94-2641137	no	501(c)(3) public charity	to provide operating support for patient care	5,000
San Francisco Food Bank 75 Digital Drive Novato, CA 94949	94-3041517	no	501(c)(3) public charity	to provide operating support for families in need during the holiday season in Marin County	5,000
Santa Catalina School 1500 Mark Thomas Drive Monterey, CA 93940	94-1156652	no	501(c)(3) public charity	to provide financial aid	5,000
				to provide capital support for the renovation of the Lower School	100,000
Save The Redwoods League 114 Sansome Street, Suite 1200 San Francisco, CA 94104	94-0843915	no	501(c)(3) public charity	to provide capital funding for the purchase of 426 acres of the Noyo River Redwoods	333,500
Sawtooth Botanical Garden P.O. Box 928 Sun Valley, ID 83353	82-047555	no	501(c)(3) public charity	to provide capital funding for their Mountain and Alpine Garden	10,000
St. Jude Children's Research Hospital 1250 45th Street, Suite 15 Emeryville, CA 94608	35-1044585	no	501(c)(3) public charity	to provide capital funding for a portable x-ray machine	30,000
Sustainability Academy P.O. Box 431 Monterey, CA 93942	20-3371280	no	501(c)(3) public charity	to provide critical operating support	30,000
Tahoe Rim Trail 948 Incline Way Incline Village, NV 89451	94-2789846	no	501(c)(3) public charity	to provide operating support to build and maintain the Tahoe Rim Trail system	5,000
Tamalpais High School 700 Miller Avenue Mill Valley, CA 94941	68-0385326	no	501(c)(3) public charity	to provide operating support for families in need during the holiday season	5,000
The SPCA for Monterey County P.O Box 3058 Monterey, CA 93942	94-1167409	no	501(c)(3) public charity	to provide capital support for their Campaign for Compassion to underwrite the adoption ctr	250,000
University of California, Berkeley 195 Walter A. Haas Jr. Pavilion Berkeley, CA 94702-4422	94-6002123	no	501(c)(3) public charity		
Scholarship Fund				to provide operating support	1,000
Men's Golf Team				to provide operating support	1,000
HAAS School of Business				to provide operating support	1,000
Library Fund				to provide operating support	1,000
Bear Backers				to provide operating support	1,000
University of Utah 540 Arapeen Drive, Suite 120 Salt Lake City, UT 84108	87-6000525	no	501(c)(3) public charity		
Hope Eccles Clinical Library				to provide operating support	5,000
Spencer S. Eccles Medical Library				to provide operating support	10,000
Wood River Community YMCA P O. Box 6801 Ketchum, ID 83340	82-0481436	no	501(c)(3) public charity	to provide scholarship funding through their Open Doors program	10,000
TOTAL					$ 2,233,500

NANCY ECCLES AND HOMER M. HAYWARD FAMILY FOUNDATION
SCHEDULE OF APPROVED FUTURE PAYMENTS OF CHARITABLE GRANTS
FOR THE CALENDARS YEAR ENDED DECEMBER 31, 2012 THROUGH 2016

Grantee Name and Address	FEIN	Individual?	Foundation Status	Purpose	Amount
Blaine County Hunger Coalition P O Box 1576 Hailey, ID 83333	72-1582755	no	501(c)(3) public charity	to provide operating funding for the Hope Garden, an organic fruit and vegetable garden	5,000
Booker T Washington Community Service Center 800 Presidio Avenue San Francisco, CA 94115	94-1160952	no	501(c)(3) public charity	to provide capital support for their new facility	150,000
Carmel Mission Foundation P.O. Box 221351 Carmel, CA 93922	26-2981780	no	501(c)(3) public charity	to provide capital support for the historical renovation	225,000
Central Coast Visiting Nurses Assoc Fdn P.O. Box 2480 Monterey, CA 93942	94-1205572	no	501(c)(3) public charity	to provide operating support for hospice care & VNA general patient care	25,000
Childrens Hospital & Research Ctr Fdn 2201 Broadway, Suite 600 Oakland, CA 94612	94-1657474	no	501(c)(3) public charity	to provide funding for a grant writer & an outreach coordinator	150,000
Community Hospital Foundation P.O. Box HH Monterey, CA 93942	94-2789696	no	501(c)(3) public charity	to provide operating support	25,000
Croy Canyon Ranch Foundation, Inc P O. Box 640 Hailey, ID 83333	82-0537012	no	501(c)(3) public charity	to provide capital support	250,000
Door To Hope 130 Church Street Salinas, CA 93901	94-2240770	no	501(c)(3) public charity	to provide capital support for a bathroom remodel	75,000
Hailey Ice Park P.O. Box 3150 Hailey, ID 83333	82-0518345	no	501(c)(3) public charity	to provide operating support for McKercher Park outdoor ice rink	10,000
Hartnell College Foundation 411 Central Avenue, Room 107 Salinas, CA 93901	94-2781664	no	501(c)(3) public charity	to underwrite the cost of a teaching position in Sustainable design	200,000
Hospice of the Central Coast P.O. Box HH Monterey, CA 93942	94-2404634	no	501(c)(3) public charity	to provide operating support for hospice care	12,500
Institute for Canine Studies P.O. Box 2288 Marina, CA 93933	26-1678768	no	501(c)(3) public charity	to provide operating support for service dogs	10,000
Monterey Bay Aquarium Foundation 886 Cannery Row Monterey, CA 93940	94-2487469	no	501(c)(3) public charity	to provide scholarship funding to underwrite the admission price	50,000
Monterey Bay Area Council of the Boy Scouts of America 55 San Joaquin Salinas, CA 93901	23-7054309	no	501(c)(3) public charity	to provide capital support at Camp Pico Blanco & to commemorate the 100th anniversary of the Boy Scouts	50,000

NANCY ECCLES AND HOMER M. HAYWARD FAMILY FOUNDATION
SCHEDULE OF APPROVED FUTURE PAYMENTS OF CHARITABLE GRANTS
FOR THE CALENDARS YEAR ENDED DECEMBER 31, 2012 THROUGH 2016

Grantee Name and Address	FEIN	Individual?	Foundation Status	Purpose	Amount
Monterey Institute of International Study 460 Pierce Street Monterey, CA 93940	94-1425570	no	501(c)(3) public charity	to provide scholarship funding and to underwite the cost of the Sustainable Business Speaker Series	125,000 50,000
Mount Tamalpais School 100 Harvard Avenue Mill Valley, CA 94941	94-2356968	no	501(c)(3) public charity	to provide capital and operating support for their master plan	200,000
Pioneer Montessori School P.O. Box 1809 Ketchum, ID 83340	82-0360653	no	501(c)(3) public charity	to provide capital funding for the expansion of their school	200,000
Robert Louis Stevenson School 3152 Forest Lake Road Pebble Beach, CA 93953	94-1218745	no	501(c)(3) public charity	to provide operating support to provide capital support for the new LEED cert dorm	50,000 500,000
Salinas Valley Memorial Hospital P.O. Box 4760 Salinas, CA 93912-9952	94-2641137	no	501(c)(3) public charity	to provide operating support for patient care	25,000
Santa Catalina School 1500 Mark Thomas Drive Monterey, CA 93940	94-1156652	no	501(c)(3) public charity	to provide financial aid to provide capital support for the renovation of the Lower School	25,000 400,000
Save The Redwoods League 114 Sansome Street, Suite 1200 San Francisco, CA 94104	94-0843915	no	501(c)(3) public charity	to provide capital funding for the purchase of 426 acres of the Noyo River Redwoods	333,000
St. Jude Children's Research Hospital 1250 45th Street, Suite 15 Emeryville, CA 94608	35-1044585	no	501(c)(3) public charity	to provide capital funding for a portable x-ray machine	30,000
The SPCA for Monterey County P.O. Box 3058 Monterey, CA 93942	94-1167409	no	501(c)(3) public charity	to provide capital support for their Campaign for Compassion to underwrite the adoption ctr	500,000
Trust for Public Land 116 New Montgomery Street, 3rd Floor San Francisco, CA 94105	23-7222333	no	501(c)(3) public charity	to provide operating support for Volcano Lake, Martis Valley & Checkerboard Innitiative	20,000
University of California, Berkeley 195 Walter A. Haas Jr. Pavillion Berkeley, CA 94702-4422	94-6002123	no	501(c)(3) public charity	to provide operating support	25,000
University of Utah 540 Arapeen Drive, Suite 120 Salt Lake City, UT 84108	87-6000525	no	501(c)(3) public charity		
Hope Eccles Clinical Library				to provide operating support	25,000
Spencer S. Eccles Medical Library				to provide operating support	50,000
Virginia Rocca Barton School 680 Las Casitas Drive Salinas, CA 93905	77-0201754	no	501(c)(3) public charity	to provide operating support for school field trips	1,500
Wood River Community YMCA P.O. Box 6801 Ketchum, ID 83340	82-0481436	no	501(c)(3) public charity	to provide capital funding	300,000
TOTAL					$ 4,097,000