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

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

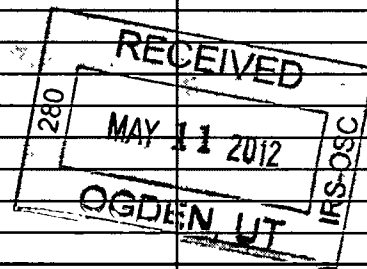
2011

For calendar year 2011 or tax year beginning

, and ending

Name of foundation THE HENRY MAYO NEWHALL FOUNDATION C/O KRAMER, BLUM AND ASSOCIATES, INC.		A Employer identification number 94-6073084
Number and street (or P O box number if mail is not delivered to street address) 57 POST STREET	Room/suite 510	B Telephone number (415) 981-2966
City or town, state, and ZIP code SAN FRANCISCO, CA 94104		C If exemption application is pending, check here <input type="checkbox"/>
G Check all that apply: <input type="checkbox"/> Initial return <input type="checkbox"/> Final return <input type="checkbox"/> Address change <input type="checkbox"/> Initial return of a former public charity <input type="checkbox"/> Amended return <input type="checkbox"/> Name change		D 1. Foreign organizations, check here <input type="checkbox"/> 2. Foreign organizations meeting the 85% test, check here and attach computation <input type="checkbox"/>
H Check type of organization: <input checked="" type="checkbox"/> Section 501(c)(3) exempt private foundation <input type="checkbox"/> Section 4947(a)(1) nonexempt charitable trust <input type="checkbox"/> Other taxable private foundation		E If private foundation status was terminated under section 507(b)(1)(A), check here <input type="checkbox"/>
I Fair market value of all assets at end of year (from Part II, col (c), line 16) \$ 35,037,724.	J Accounting method: <input checked="" type="checkbox"/> Cash <input type="checkbox"/> Accrual <input type="checkbox"/> Other (specify) _____ (Part I, column (d) must be on cash basis.)	F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here <input type="checkbox"/>

Part I Analysis of Revenue and Expenses (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a))		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
Revenue	1 Contributions, gifts, grants, etc., received	12,034.		N/A	
	2 Check <input type="checkbox"/> if the foundation is not required to attach Sch B				
	3 Interest on savings and temporary cash investments	67.	67.		STATEMENT 1
	4 Dividends and interest from securities	1,213,275.	1,213,275.		STATEMENT 2
	5a Gross rents				
	b Net rental income or (loss)				
	6a Net gain or (loss) from sale of assets not on line 10	1,117,958.			
	b Gross sales price for all assets on line 6a	14,539,881.			
	7 Capital gain net income (from Part IV, line 2)		1,117,958.		
	8 Net short-term capital gain				
	9 Income modifications				
	10a Gross sales less returns and allowances				
b Less Cost of goods sold					
c Gross profit or (loss)					
11 Other income					
12 Total. Add lines 1 through 11	2,343,334.	2,331,300.			
Operating and Administrative Expenses	13 Compensation of officers, directors, trustees, etc	0.	0.		0.
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits				
	16a Legal fees				
	b Accounting fees STMT 3	20,315.	15,236.		5,079.
	c Other professional fees STMT 4	309,120.	181,385.		127,735.
	17 Interest				
	18 Taxes STMT 5	31,159.	0.		0.
	19 Depreciation and depletion				
	20 Occupancy				
	21 Travel, conferences, and meetings	11,769.	0.		11,769.
	22 Printing and publications				
	23 Other expenses STMT 6	6,463.	135.		6,328.
	24 Total operating and administrative expenses. Add lines 13 through 23	378,826.	196,756.		150,911.
	25 Contributions, gifts, grants paid	1,756,500.			1,756,500.
26 Total expenses and disbursements. Add lines 24 and 25	2,135,326.	196,756.		1,907,411.	
27 Subtract line 26 from line 12:					
a Excess of revenue over expenses and disbursements	208,008.				
b Net investment income (if negative, enter -0-)		2,134,544.			
c Adjusted net income (if negative, enter -0-)			N/A		



THE HENRY MAYO NEWHALL FOUNDATION
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Part II Balance Sheets <small>Attached schedules and amounts in the description column should be for end-of-year amounts only</small>		Beginning of year	End of year	
		(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1 Cash - non-interest-bearing			
	2 Savings and temporary cash investments	983,683.	2,681,233.	2,681,233.
	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 STMT 7	2,484,167.	2,497,034.	2,597,788.
	b Investments - corporate stock STMT 8	9,449,756.	7,635,260.	10,313,398.
	c Investments - corporate bonds STMT 9	4,965,375.	5,024,855.	5,337,505.
11 Investments - land, buildings, and equipment basis ▶				
Less: accumulated depreciation ▶				
12 Investments - mortgage loans				
13 Investments - other STMT 10	12,949,715.	13,202,322.	14,107,800.	
14 Land, buildings, and equipment basis ▶				
Less: accumulated depreciation ▶				
15 Other assets (describe ▶)				
16 Total assets (to be completed by all filers)	30,832,696.	31,040,704.	35,037,724.	
Liabilities	17 Accounts payable and accrued expenses			
	18 Grants payable			
	19 Deferred revenue			
	20 Loans from officers, directors, trustees, and other disqualified persons			
	21 Mortgages and other notes payable			
22 Other liabilities (describe ▶)				
23 Total liabilities (add lines 17 through 22)	0.	0.		
Net Assets or Fund Balances	Foundations that follow SFAS 117, check here ▶ <input checked="" type="checkbox"/> X and complete lines 24 through 26 and lines 30 and 31.			
	24 Unrestricted	30,832,696.	31,040,704.	
	25 Temporarily restricted			
	26 Permanently restricted			
	Foundations that do not follow SFAS 117, check here ▶ <input type="checkbox"/>			
	27 Capital stock, trust principal, or current funds			
	28 Paid-in or capital surplus, or land, bldg., and equipment fund			
	29 Retained earnings, accumulated income, endowment, or other funds			
	30 Total net assets or fund balances	30,832,696.	31,040,704.	
	31 Total liabilities and net assets/fund balances	30,832,696.	31,040,704.	

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	30,832,696.
2 Enter amount from Part I, line 27a	2	208,008.
3 Other increases not included in line 2 (itemize) ▶	3	0.
4 Add lines 1, 2, and 3	4	31,040,704.
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	31,040,704.

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Part IV Capital Gains and Losses for Tax on Investment Income

(a) List and describe the kind(s) of property sold (e.g., real estate, 2-story brick warehouse; or common stock, 200 shs. MLC Co.)	(b) How acquired P - Purchase D - Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
1a CHARLES SCHWAB CAPITAL GAINS DISTRIBUTION	P		
b CHARLES SCHWAB (SEE ATTACHMENT)	P	VARIOUS	VARIOUS
c CHARLES SCHWAB (SEE ATTACHMENT)	P	VARIOUS	VARIOUS
d CHARLES SCHWAB (SEE ATTACHMENT)	D	VARIOUS	VARIOUS
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 121,990.			121,990.
b 5,260,253.		5,694,484.	-434,231.
c 8,460,939.		7,133,918.	1,327,021.
d 696,699.		593,521.	103,178.
e			

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(i) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col. (h))
(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	
a			121,990.
b			-434,231.
c			1,327,021.
d			103,178.
e			

2 Capital gain net income or (net capital loss)	{ If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7 }	2	1,117,958.
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6): If gain, also enter in Part I, line 8, column (c). If (loss), enter -0- in Part I, line 8	{ }	3	N/A

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

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

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

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

☐ Yes ☒ No

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

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

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col. (b) divided by col. (c))
2010	1,411,947.	33,713,846.	.041880
2009	1,662,460.	30,736,464.	.054088
2008	968,708.	13,450,604.	.072020
2007	699,757.	13,892,714.	.050369
2006	522,798.	12,739,857.	.041036

2 Total of line 1, column (d)	2	.259393
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	.051879
4 Enter the net value of noncharitable-use assets for 2011 from Part X, line 5	4	36,059,538.
5 Multiply line 4 by line 3	5	1,870,733.
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	21,345.
7 Add lines 5 and 6	7	1,892,078.
8 Enter qualifying distributions from Part XII, line 4	8	1,907,411.

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.

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

1a Exempt operating foundations described in section 4940(d)(2), check here <input type="checkbox"/> and enter "N/A" on line 1. Date of ruling or determination letter: _____ (attach copy of letter if necessary-see instructions)			
b Domestic foundations that meet the section 4940(e) requirements in Part V, check here <input checked="" type="checkbox"/> and enter 1% of Part I, line 27b		1	21,345.
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	21,345.
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	21,345.
6 Credits/Payments:			
a 2011 estimated tax payments and 2010 overpayment credited to 2011	6a	25,725.	
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	25,725.	
8 Enter any penalty for underpayment of estimated tax. Check here <input checked="" type="checkbox"/> if Form 2220 is attached	8		
9 Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed	9		
10 Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10	4,380.	
11 Enter the amount of line 10 to be: Credited to 2012 estimated tax <input type="checkbox"/> 4,380. Refunded <input checked="" type="checkbox"/>	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?		X
b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see instructions for definition)? If the answer is "Yes" to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities.		X
c Did the foundation file Form 1120-POL for this year?		X
d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year: (1) On the foundation. <input type="checkbox"/> \$ 0. (2) On foundation managers. <input type="checkbox"/> \$ 0.		
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers. <input type="checkbox"/> \$ 0.		
2 Has the foundation engaged in any activities that have not previously been reported to the IRS? If "Yes," attach a detailed description of the activities.		X
3 Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? If "Yes," attach a conformed copy of the changes		X
4a Did the foundation have unrelated business gross income of \$1,000 or more during the year?		X
b If "Yes," has it filed a tax return on Form 990-T for this year?		
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? If "Yes," attach the statement required by General Instruction T.		X
6 Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either: • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	X	
7 Did the foundation have at least \$5,000 in assets at any time during the year? If "Yes," complete Part II, col (c), and Part XV.	X	
8a Enter the states to which the foundation reports or with which it is registered (see instructions) <input type="checkbox"/> CA		
b If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by General Instruction G? If "No," attach explanation	X	
9 Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2011 or the taxable year beginning in 2011 (see instructions for Part XIV)? If "Yes," complete Part XIV		X
10 Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses		X

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Part VII-A Statements Regarding Activities (continued)

11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions)			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)			X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application?		X	
Website address ► WWW.NEWHALLFOUNDATION.ORG				
14	The books are in care of ► KRAMER, BLUM AND ASSOCIATES, INC.	Telephone no. ► (415) 981-2966		
	Located at ► 57 POST STREET, SAN FRANCISCO, CA	ZIP+4 ► 94104		
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 - Check here and enter the amount of tax-exempt interest received or accrued during the year	►	15	N/A
16	At any time during calendar year 2011, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country?		16	Yes No 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

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

	Yes	No
1a During the year did the foundation (either directly or indirectly):		
(1) Engage in the sale or exchange, or leasing of property with a disqualified person?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
(6) Agree to pay money or property to a government official? (Exception. Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days.)	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
b If any answer is "Yes" to 1a(1)-(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see instructions)?	N/A	
Organizations relying on a current notice regarding disaster assistance check here ► <input type="checkbox"/>		
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?		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?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> 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	
c If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here. ►		
3a Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
b If "Yes," did it have excess business holdings in 2011 as a result of (1) any purchase by the foundation or disqualified persons after May 26, 1969; (2) the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest; or (3) the lapse of the 10-, 15-, or 20-year first phase holding period? (Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2011.)	N/A	
4a Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?		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?		X

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

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

- (1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))? ☐ Yes ☒ No
- (2) Influence the outcome of any specific public election (see section 4955), or to carry on, directly or indirectly, any voter registration drive? ☐ Yes ☒ No
- (3) Provide a grant to an individual for travel, study, or other similar purposes? ☐ Yes ☒ No
- (4) Provide a grant to an organization other than a charitable, etc., organization described in section 509(a)(1), (2), or (3), or section 4940(d)(2)? ☐ Yes ☒ No
- (5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals? ☐ Yes ☒ No

b If any answer is "Yes" to 5a(1)-(5), did any of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance (see instructions)?

N/A

5b

Organizations relying on a current notice regarding disaster assistance check here

☐

c If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant?

N/A

☐ Yes ☐ No

6b

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

7b

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

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
SEE STATEMENT 11		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

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

(a) Name and address of each person paid more than \$50,000	(b) Type of service	(c) Compensation
ATLANTIC TRUST PRIVATE WEALTH MANAGEMENT - 4675 MAC ARTHUR COURT, SUITE 1150, NEWPORT KRAMER, BLUM AND ASSOCIATIONS	INVESTMENT MANAGEMENT	181,385.
57 POST STREET, SAN FRANCISCO, CA 94104	FINANCIAL MANAGEMENT	127,735.

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.

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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	33,274,314.
b	Average of monthly cash balances	1b	3,334,354.
c	Fair market value of all other assets	1c	
d	Total (add lines 1a, b, and c)	1d	36,608,668.
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	36,608,668.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	549,130.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	36,059,538.
6	Minimum investment return. Enter 5% of line 5	6	1,802,977.

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	1,802,977.
2a	Tax on investment income for 2011 from Part VI, line 5	2a	21,345.
b	Income tax for 2011. (This does not include the tax from Part VI.)	2b	
c	Add lines 2a and 2b	2c	21,345.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	1,781,632.
4	Recoveries of amounts treated as qualifying distributions	4	0.
5	Add lines 3 and 4	5	1,781,632.
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	1,781,632.

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	1,907,411.
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	1,907,411.
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	21,345.
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	1,886,066.

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.

Form 990-PF (2011)

THE HENRY MAYO NEWHALL FOUNDATION
C/O KRAMER, BLUM AND ASSOCIATES, INC.

Form 990-PF (2011)

94-6073084 Page 9

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				1,781,632.
2 Undistributed income, if any, as of the end of 2011				
a Enter amount for 2010 only			0.	
b Total for prior years:		0.		
3 Excess distributions carryover, if any, to 2011:				
a From 2006				
b From 2007				
c From 2008	253,068.			
d From 2009	147,347.			
e From 2010				
f Total of lines 3a through e	400,415.			
4 Qualifying distributions for 2011 from Part XII, line 4: ▶ \$ 1,907,411.				
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				1,781,632.
e Remaining amount distributed out of corpus	125,779.			
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	526,194.			
b Prior years' undistributed income. Subtract line 4b from line 2b		0.		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed		0.		
d Subtract line 6c from line 6b. Taxable amount - see instructions		0.		
e Undistributed income for 2010. Subtract line 4a from line 2a. Taxable amount - see instr.			0.	
f Undistributed income for 2011. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2012				0.
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3)	0.			
8 Excess distributions carryover from 2006 not applied on line 5 or line 7	0.			
9 Excess distributions carryover to 2012. Subtract lines 7 and 8 from line 6a	526,194.			
10 Analysis of line 9:				
a Excess from 2007				
b Excess from 2008	253,068.			
c Excess from 2009	147,347.			
d Excess from 2010				
e Excess from 2011	125,779.			

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(1)(3) or		4942(1)(5)
--	---------------	--	------------

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(i)(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(i)(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 ☐ 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 12

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 ATTACHED STATEMENT B	NONE	PUBLIC CHARITY	GENERAL FUND	1,756,500.
Total			3a	1,756,500.
b Approved for future payment				
SEE ATTACHED STATEMENT B	NONE	PUBLIC CHARITY	GENERAL FUND	690,000.
Total			3b	690,000.

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)
	(a) Business code	(b) Amount	(c) Exclu- sion code	(d) Amount	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			14	67.	
4 Dividends and interest from securities			14	1,213,275.	
5 Net rental income or (loss) from real estate:					
a Debt-financed property					
b Not debt-financed property					
6 Net rental income or (loss) from personal property					
7 Other investment income					
8 Gain or (loss) from sales of assets other than inventory			18	1,117,958.	
9 Net income or (loss) from special events					
10 Gross profit or (loss) from sales of inventory					
11 Other revenue:					
a _____					
b _____					
c _____					
d _____					
e _____					
12 Subtotal. Add columns (b), (d), and (e)		0.		2,331,300.	0.
13 Total. Add line 12, columns (b), (d), and (e)				13	2,331,300.

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

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

[illegible]

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.		



[illegible]

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.		
	 Signature of officer or trustee	15-7-12 Date	 Title
	<div style="border: 1px solid black; padding: 5px; float: right; width: 200px;"> May the IRS discuss this return with the preparer shown below (see instr.)? <input checked="checked" type="checkbox"/> Yes <input type="checkbox"/> No </div>		

Paid Preparer Use Only	Print/Type preparer's name	Preparer's signature <i>Deborah Kaminski</i>	Date <i>24 Apr 2012</i>	Check <input type="checkbox"/> if self-employed	PTIN
	DEBORAH KAMINSKI		DEBORAH KAMINSKI		P00645581
	Firm's name ▶ BURR PILGER MAYER, INC.				Firm's EIN ▶ 26-3839190
	Firm's address ▶ 600 CALIFORNIA STREET, SUITE 1300 SAN FRANCISCO, CA 94108				Phone no. 415.421.5757

Form **990-PF** (2011)

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

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

OMB No 1545-0047

2011

Name of the organization

THE HENRY MAYO NEWHALL FOUNDATION
C/O KRAMER, BLUM AND ASSOCIATES, INC.

Employer identification number

94-6073084

Organization type (check one):

Filers of:

Section:

Form 990 or 990-EZ

☐ 501(c)() (enter number) organization☐ 4947(a)(1) nonexempt charitable trust **not** treated as a private foundation☐ 527 political organization

Form 990-PF

☒ 501(c)(3) exempt private foundation☐ 4947(a)(1) nonexempt charitable trust treated as a private foundation☐ 501(c)(3) taxable private foundationCheck if your organization is covered by the **General Rule** or a **Special Rule**.**Note.** Only a section 501(c)(7), (8), or (10) organization can check boxes for both the General Rule and a Special Rule. See instructions.**General Rule**

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

Special Rules

- ☐ For a section 501(c)(3) organization filing Form 990 or 990-EZ that met the 33 1/3% support test of the regulations under sections 509(a)(1) and 170(b)(1)(A)(vi) and received from any one contributor, during the year, a contribution of the greater of (1) \$5,000 or (2) 2% of the amount on (i) Form 990, Part VIII, line 1h, or (ii) Form 990-EZ, line 1. Complete Parts I and II.
- ☐ For a section 501(c)(7), (8), or (10) organization filing Form 990 or 990-EZ that received from any one contributor, during the year, total contributions of more than \$1,000 for use *exclusively* for religious, charitable, scientific, literary, or educational purposes, or the prevention of cruelty to children or animals. Complete Parts I, II, and III.
- ☐ For a section 501(c)(7), (8), or (10) organization filing Form 990 or 990-EZ that received from any one contributor, during the year, contributions for use *exclusively* for religious, charitable, etc., purposes, but these contributions did not total to more than \$1,000. If this box is checked, enter here the total contributions that were received during the year for an *exclusively* religious, charitable, etc., purpose. Do not complete any of the parts unless the **General Rule** applies to this organization because it received nonexclusively religious, charitable, etc., contributions of \$5,000 or more during the year. ▶ \$ _____

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

LHA For Paperwork Reduction Act Notice, see the Instructions for Form 990, 990-EZ, or 990-PF. Schedule B (Form 990, 990-EZ, or 990-PF) (2011)

Name of organization THE HENRY MAYO NEWHALL FOUNDATION C/O KRAMER, BLUM AND ASSOCIATES, INC.	Employer identification number 94-6073084
--	---

Part I **Contributors** (see instructions). Use duplicate copies of Part I if additional space is needed.

(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
1	LEILA NEWHALL CHARITABLE REMAINDER TRUST C/O WELLS FARGO BANK N.A., P.O. BOX 63954 SAN FRANCISCO, CA 94163	\$ 12,034.	Person <input checked="checked" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution.)
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution.)
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution.)
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution.)
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution.)
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution.)
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution.)

Employer identification number

94-6073084

Part II

[illegible]

Name of organization

Employer identification number

THE HENRY MAYO NEWHALL FOUNDATION
C/O KRAMER, BLUM AND ASSOCIATES, INC.

94-6073084

Part III

Exclusively religious, charitable, etc., individual contributions to section 501(c)(7), (8), or (10) organizations that total more than \$1,000 for the year. Complete columns (a) through (e) and the following line entry. For organizations completing Part III, enter the total of exclusively religious, charitable, etc., contributions of \$1,000 or less for the year. (Enter this information once) ▶ \$

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

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

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

SOURCE	AMOUNT
CITY NATIONAL BANK	67.
TOTAL TO FORM 990-PF, PART I, LINE 3, COLUMN A	67.

FORM 990-PF DIVIDENDS AND INTEREST FROM SECURITIES STATEMENT 2

SOURCE	GROSS AMOUNT	CAPITAL GAINS DIVIDENDS	COLUMN (A) AMOUNT
ACCRUED INTEREST PAID	-17,802.	0.	-17,802.
BOND AMORTIZATION	12,867.	0.	12,867.
CORPORATE BONDS	255,787.	0.	255,787.
GOVERNMENT OBLIGATION INTEREST	53,656.	0.	53,656.
MONEY FUNDS DIVIDENDS	332.	0.	332.
STOCK DIVIDENDS	866,385.	0.	866,385.
TREASURY BONDS	42,050.	0.	42,050.
TOTAL TO FM 990-PF, PART I, LN 4	1,213,275.	0.	1,213,275.

FORM 990-PF ACCOUNTING FEES STATEMENT 3

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
ACCOUNTING FEES	20,315.	15,236.		5,079.
TO FORM 990-PF, PG 1, LN 16B	20,315.	15,236.		5,079.

FORM 990-PF	OTHER PROFESSIONAL FEES			STATEMENT	4
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES	
INVESTMENT MANAGEMENT FEES	181,385.	181,385.		0.	
MANAGEMENT FEES	127,735.	0.		127,735.	
TO FORM 990-PF, PG 1, LN 16C	309,120.	181,385.		127,735.	

FORM 990-PF	TAXES			STATEMENT	5
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES	
FEDERAL INCOME TAXES	31,159.	0.		0.	
TO FORM 990-PF, PG 1, LN 18	31,159.	0.		0.	

FORM 990-PF	OTHER EXPENSES			STATEMENT	6
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES	
BANK CHARGES	135.	135.		0.	
FILING FEES	160.	0.		160.	
OFFICE EXPENSES	3,695.	0.		3,695.	
INSURANCE	2,473.	0.		2,473.	
TO FORM 990-PF, PG 1, LN 23	6,463.	135.		6,328.	

FORM 990-PF	U.S. AND STATE/CITY GOVERNMENT OBLIGATIONS				STATEMENT	7
DESCRIPTION		U.S. GOV'T	OTHER GOV'T	BOOK VALUE	FAIR MARKET VALUE	
400,000 US TREAS NOTE 4.25% 8/15/15		X		431,647.	453,312.	
100,000 US TREAS NOTE 4.25% 11/15/14		X		105,365.	111,047.	
150,000 UST INFL IDX 1.25% 4/15/14		X		164,140.	168,227.	
200,000 UST INFL IDX 1.625% 1/15/18		X		202,117.	246,216.	
300,000 FEDERAL HOME LN 4.375% 7/17/15		X		320,696.	337,274.	
300,000 US TREASURY NOTE 5.125% 5/16		X		357,026.	357,094.	
300,000 FEDERAL NAT'L MTG 5%		X		348,640.	349,455.	
475,000 FEDERAL NAT'L MTG 5.375%		X		567,403.	575,163.	
TOTAL U.S. GOVERNMENT OBLIGATIONS				2,497,034.	2,597,788.	
TOTAL STATE AND MUNICIPAL GOVERNMENT OBLIGATIONS						
TOTAL TO FORM 990-PF, PART II, LINE 10A				2,497,034.	2,597,788.	

FORM 990-PF	CORPORATE STOCK	STATEMENT	8
DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE	
3,445 ABBOTT LAB	208,042.	188,089.	
3,170 ACCENTURE PLC	138,919.	168,739.	
3,970 AETNA INC	117,913.	167,494.	
2,325 ANADARKO PETROLEUM CORP	141,801.	177,467.	
2,460 APPLE COMPUTER INC	218,847.	996,300.	
14,905 BANK OF AMERICA	0.	0.	
6,490 BANK OF NY MELLON	0.	0.	
2,685 CVS CAREMARK INC	72,388.	109,494.	
1,585 CHECK PT SOFTWARE TECH F	0.	0.	
15,020 CISCO SYSTEMS INC	262,081.	271,561.	
385 CME GROUP INC	0.	0.	
11,385 COMCAST CORP	197,323.	269,938.	
3,900 DANAHER CORP	126,748.	183,456.	
1,985 EQT CORP	74,884.	108,758.	
4,535 EXPRESS SCRIPTS INC	188,663.	202,669.	
1,925 NEXTERA ENERGY (FPL GROUP INC)	0.	0.	
5,606 FIDELITY NATL INFO SVCS	123,357.	149,064.	
3,030 FISERV INC.	146,275.	177,982.	
1,835 GENERAL DYNAMICS CORP	0.	0.	
16,945 GENERAL ELECTRIC CO	255,750.	303,485.	
5,155 HEINZ CO	200,152.	278,576.	

5,455 HEWLETT PACKARD COMPANY	0.	0.
1,875 IBM	0.	0.
3,000 JP MORGAN	90,960.	99,750.
1,345 LAB CP OF AMERICA	0.	0.
3,440 LIBERTY GLOBAL INC	0.	0.
4,285 MEDTRONIC INC	0.	0.
5,749 MERCK & CO INC.	172,721.	216,737.
1,205 NIKE INC	70,661.	116,126.
1,815 NORFOLK SOUTHERN CORP	71,932.	132,241.
4,185 NORTHEAST UTILITIES	0.	0.
12,180 ORACLE CORP	256,347.	312,417.
2,080 PG&E CORP	0.	0.
4,030 PEPSICO INCORPATED	220,092.	267,391.
2,230 PRAXAIR INC	178,221.	238,387.
3,005 PROCTOR & GAMBLE	180,840.	200,464.
3,495 QEP RESOURCES (QUESTAR CORP)	0.	0.
2,000 SCHLUMBERGER LTD	81,263.	136,620.
3,625 STRYKER CORPORATION	0.	0.
6,265 TARGET CORPORATION	266,460.	320,894.
2,870 UNITED TECHNOLOGIES	147,432.	209,768.
5,730 UNITED HEALTH GROUP INC	143,441.	290,396.
850 VF CORP	62,041.	107,942.
5,250 WALGREEN COMPANY	146,439.	173,565.
2,555 WELLS FARGO & CO	76,759.	70,416.
8,000 WESTERN UNION COMPANY	142,281.	146,080.
8,565 WILLIAMS COMPANIES	154,562.	282,816.
1,845 ALLIANCE DATA SYSTEMS	104,070.	191,585.
2,875 APACHE CORP	255,874.	260,418.
3,770 BEST BUY	0.	0.
1,385 BLACKROCK INC.	0.	0.
2,221 EXXON MOBIL CORP	134,508.	188,252.
25,330 KANYE ANDERSON MLP	0.	0.
5,060 NALCO HOLDING CO.	0.	0.
8,605 REPUBLIC SERVICES INC.	238,304.	237,068.
3,685 SPECTRA ENERGY CORP	71,920.	113,314.
3,780 TJX COS INC.	172,715.	243,999.
935 TIME WARNER	58,237.	59,438.
2,795 VISA INC	198,221.	283,776.
5,285 AUTO DATA PROCESSING	223,398.	285,443.
2,255 BMC SOFTWARE	0.	0.
2,530 CORRECTIONS CP AMER NEW	56,877.	51,536.
4,460 COVIDIEN PLC NEW	208,503.	200,745.
3,365 FREEPORT MCMORAN COPPER	106,098.	123,798.
465 GOOGLE INC CLASS A	255,672.	300,344.
2,480 MCDONALDS CORP	186,728.	248,818.
1,010 MEDCOHEALTH SOLUTIONS	53,884.	56,459.
9,910 MICROSOFT CORP	247,715.	257,264.
1,640 NETAPP INC	59,167.	59,483.
1,965 VALSPAR CORPORATION	67,774.	76,576.
TOTAL TO FORM 990-PF, PART II, LINE 10B	7,635,260.	10,313,398.

FORM 990-PF	CORPORATE BONDS	STATEMENT	9
DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE	
200,000 ABBOT LABS 5.6% 11/30/17	239,668.	239,198.	
250,000 AMERICAN INTL GROUP 5.375% 10/18/11	0.	0.	
250,000 BANK AMERICA CORP 7.125%	0.	0.	
400,000 BERKSHIRE HEALTH FIN 5.4% 5/15/18	440,612.	466,079.	
200,000 CATERPILLAR INC 5.7% 8/15/16	208,849.	235,170.	
400,000 CHEVRON CORP 3.95% 3/3/14	418,246.	428,130.	
250,000 EI DU PONT DE NEMOURS 5% 7/15/13	263,615.	266,372.	
600,000 GOLDMAN SACHS 0% 5/7/13	293,330.	431,671.	
500,000 GOLDMAN SACHS 0% 5/7/13	0.	0.	
75,000 HOUSEHOLD FIN 6.375%	81,450.	77,153.	
250,000 IBM CORP 7.5% 6/15/13	282,865.	274,374.	
150,000 JOHN DEERE CAP CORP 2.875% 6/19/12	155,177.	151,677.	
400,000 JP MORGAN CHASE 4.65% 6/1/14	419,648.	421,323.	
100,000 LEHMAN BROS HLDG 0% 2/11/10	4,750.	13,000.	
250,000 NORTHERN TRUST CORP 5.5% 8/15/13	264,088.	265,964.	
125,000 ORACLE 5.25% 1/15/16	122,888.	144,013.	
150,000 PFIZER INC 4.45% 3/15/12	0.	0.	
200,000 PITNEY BOWES 4.625% 10/1/12	201,242.	204,932.	
300,000 REGIONS BANK 3.25% 12/9/11	0.	0.	
250,000 SOWSTN BELL TEL 7% 7/1/15	258,695.	293,152.	
300,000 UNITED TECH CORP 5.375% 12/15/17	312,163.	354,511.	
100,000 BAACT 2007 5.59% 11/15/14	102,685.	102,239.	
100,000 PG&E EGY RECOVERY 5.03% 3/25/14	5,260.	5,315.	
150,000 PSE&G TRANS FNDG 6.45% 3/15/13	0.	0.	
150,000 EI DU PONT DE NEMOURS 6% 7/15/18	178,219.	183,686.	
150,000 HEWLETT PACKARD 4.75%	166,683.	158,897.	
150,000 CISCO SYSTEMS INC 4.95%	172,177.	173,507.	
400,000 GEN ELEC CAP 5.625%	432,545.	447,142.	
TOTAL TO FORM 990-PF, PART II, LINE 10C	5,024,855.	5,337,505.	

FORM 990-PF	OTHER INVESTMENTS	STATEMENT	10
DESCRIPTION	VALUATION METHOD	BOOK VALUE	FAIR MARKET VALUE
33,685.565 DREYFUS EMERG MKT DEBT	COST	478,907.	443,302.
27,319.860 TEMPLETON GLOBLAL BOND	COST	317,808.	337,947.
68,593.795 BOSTON TRUST SMALL CAP	COST	689,580.	823,126.
15,882.680 CRM MID CAP VALUE FUND	COST	0.	0.
14,485.353 HARBOR INTL INSTITUTIONAL	COST	0.	0.
114,656.359 LAZARD EMERGING MARKETS	COST	0.	0.
29,474.001 MANAGERS AMG TIMES	COST		
SQUARE MID CAP		312,580.	393,183.

27,036.286 MATTHEWS ASIAN GROWTH & INCOME FUND	COST	395,600.	407,437.
203,557.830 PIMCO COMMODITY REAL	COST	1,503,583.	1,331,268.
2,000 GEN ELECT CAP 6.625%	COST	44,520.	52,680.
8,610 ISHARE TRUST S&P 500	COST	0.	0.
2,310 PLUM CREEK TIMBER CO	COST	0.	0.
100,061.238 RIDGEWORTH SEIX FLOAT	COST	890,303.	865,530.
41,848.083 FIRST EAGLES OVERSEAS	COST	826,013.	864,163.
21,163.411 MATTHEWS PACIFIC TIGER	COST	391,767.	430,252.
91,186.209 NEUBERGER BERMAN EQUITY	COST	986,925.	1,009,431.
11,250 ISHARES TR RUSSELL 1000	COST	0.	0.
30,200 JP MORGAN EXCH TRADED NT	COST	1,016,009.	1,176,894.
9,000 SPDR S&P 400 ETF	COST	853,290.	1,435,410.
13,730 SPDR S&P 500 ETF	COST	1,670,844.	1,723,115.
21,370 VANGUARD MSCI EMERGING	COST	823,387.	816,548.
19,170 ISHARES TR BARCLAYS BOND	COST	2,001,206.	1,997,514.
TOTAL TO FORM 990-PF, PART II, LINE 13		13,202,322.	14,107,800.

FORM 990-PF	PART VIII - LIST OF OFFICERS, DIRECTORS TRUSTEES AND FOUNDATION MANAGERS	STATEMENT 11
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NAME AND ADDRESS	TITLE AND AVRG HRS/WK	COMPEN- SATION	EMPLOYEE BEN PLAN CONTRIB	EXPENSE ACCOUNT
MARION HILL 57 POST STREET, SUITE 510 SAN FRANCISCO, CA 94104	PRESIDENT / DIRECTOR 1.00	0.	0.	0.
DAVID S. NEWHALL 57 POST STREET, SUITE 510 SAN FRANCISCO, CA 94104	VICE PRESIDENT / DIRECTOR 1.00	0.	0.	0.
ANGELICA C. SIMMONS 57 POST STREET, SUITE 510 SAN FRANCISCO, CA 94104	SECRETARY / DIRECTOR 1.00	0.	0.	0.
ROGER B. NEWHALL 57 POST STREET, SUITE 510 SAN FRANCISCO, CA 94104	TREASURER / DIRECTOR 1.00	0.	0.	0.
PRUDENCE J. NOON 57 POST STREET, SUITE 510 SAN FRANCISCO, CA 94104	DIRECTOR 1.00	0.	0.	0.
GEORGE NEWHALL 57 POST STREET, SUITE 510 SAN FRANCISCO, CA 94104	DIRECTOR 1.00	0.	0.	0.

ANTHONY NEWHALL DIRECTOR
57 POST STREET, SUITE 510 1.00
SAN FRANCISCO, CA 94104

0. 0. 0.

DONNA CHESEBROUGH DIRECTOR
57 POST STREET, SUITE 510 1.00
SAN FRANCISCO, CA 94104

0. 0. 0.

NATASHA HUNT DIRECTOR
57 POST STREET, SUITE 510 1.00
SAN FRANCISCO, CA 94104

0. 0. 0.

SCOTT DUNHAM DIRECTOR
57 POST STREET, SUITE 510 1.00
SAN FRANCISCO, CA 94104

0. 0. 0.

TOTALS INCLUDED ON 990-PF, PAGE 6, PART VIII

0. 0. 0.

FORM 990-PF	GRANT APPLICATION SUBMISSION INFORMATION	STATEMENT	12
	PART XV, LINES 2A THROUGH 2D		

NAME AND ADDRESS OF PERSON TO WHOM APPLICATIONS SHOULD BE SUBMITTED

THE HENRY MAYO NEWHALL FOUNDATION, C/O KRAMER, BLUM AND ASSOCIATES, INC.
57 POST STREET
SAN FRANCISCO, CA 94104

TELEPHONE NUMBER

(415) 986-2966

FORM AND CONTENT OF APPLICATIONS

PROPOSALS SHOULD INCLUDE A DESCRIPTION OF THE CHARITY, THE AMOUNT OF THE REQUEST, AND A WRITTEN DESCRIPTION OF THE PROJECT WITH BUDGET. THE CHARITY'S ANNUAL RETURN AND TAX EXEMPT PAPERWORK SHOULD BE INCLUDED WITH THE REQUEST

ANY SUBMISSION DEADLINES

NONE

RESTRICTIONS AND LIMITATIONS ON AWARDS

NONE

NEWHALL FOUNDATION
Gain Loss Report (Charles Schwab #1019-5564)
Report Dates 01/01/2011 - 12/31/2011
FEIN 94-6073084

NEWHALL FOUNDATION

Asset Description	Disposition	Acquisition	Type	Proceeds	Cost	Short Term	Long Term
EXXON MOBIL CORP COM	01/07/2011	12/11/2009	L/T Purchase	76,184	66,688	-	9,496
LABORATORY CORP AMER HLDGS COM NEW	01/07/2011	12/08/2009	L/T Purchase	120,116	98,874	-	21,242
WALGREEN CO COM	01/20/2011	01/07/2010	L/T Purchase	67,727	58,208	-	9,519
NEXTERA ENERGY INC COM	01/21/2011	01/15/2010	L/T Purchase	104,332	96,673	-	7,660
LAZARD EMERGING MARKETSPORFOLIO - IN	02/22/2011	01/28/2010	L/T Purchase	1,399,950	1,166,449	-	233,501
DREYFUS EMERGING MARKETS DEBTLOCAL	02/24/2011	12/01/2009	L/T Purchase	399,950	372,967	-	26,983
KAYNE ANDERSON MLP INVT CO COM	02/24/2011	11/11/2010	S/T Purchase	770,186	694,573	75,613	-
TEMPLETON GLOBAL BOND FUND - AD	02/24/2011	02/16/2010	L/T Purchase	299,950	251,467	-	48,483
STRYKER CORP COM	03/11/2011	11/29/2010	S/T Purchase	53,241	42,760	10,481	-
PSE&G TRANSITION FDG LLC 2001-1TRANSITION	03/15/2011	11/14/2006	L/T Purchase	21,249	22,331	-	(1,083)
HEWLETT PACKARD CO COM	03/15/2011	various	S/T Purchase	6,013	5,451	562	-
HEWLETT PACKARD CO COM	03/15/2011	various	L/T Purchase	216,671	196,441	-	20,230
PG&E ENERGY RECOVERY FDG LLC 2005	03/25/2011	04/11/2007	L/T Purchase	8,585	8,579	-	6
BANK NEW YORK MELLON CORP COM	04/06/2011	11/29/2010	S/T Purchase	196,495	176,206	20,289	-
BLACKROCK INC COM	04/06/2011	11/29/2010	S/T Purchase	51,823	42,582	9,241	-
GENERAL DYNAMICS CORP COM	04/11/2011	12/19/2008	L/T Donated	135,596	102,503	-	33,092
MEDTRONIC INC COM	04/11/2011	11/29/2010	S/T Purchase	172,585	143,642	28,942	-
TIME WARNER CABLE INC COM	04/19/2011	03/24/2010	L/T Purchase	83,530	57,928	-	25,602
INTERNATIONAL BUSINESS MACHS CORPCOM	05/02/2011	01/22/2010	L/T Purchase	87,909	64,492	-	23,417
CRM MID CAP VALUE FD INSTITUTIONAL	05/11/2011	various	S/T Purchase	949	669	280	-
CRM MID CAP VALUE FD INSTITUTIONAL	05/11/2011	various	L/T Purchase	430,199	303,262	-	126,937
ISHARES TR RUSSELL 1000 GROWTH INDEXFD	05/11/2011	04/23/2010	L/T Purchase	693,784	601,947	-	91,837
ISHARES TR S&P 500 INDEX FD	05/11/2011	various	S/T Purchase	46,825	31,102	15,723	-
ISHARES TR S&P 500 INDEX FD	05/11/2011	various	L/T Purchase	1,114,841	740,671	-	374,170
JPMORGAN CHASE & CO ALERIAN MLPINDEX	05/11/2011	02/24/2011	S/T Purchase	818,814	833,697	(14,883)	-
NORTHEAST UTILITIES COM	05/11/2011	11/04/2009	L/T Purchase	148,765	95,458	-	53,307
BEST BUY INC COM	05/17/2011	various	S/T Purchase	25,446	28,251	(2,805)	-
BEST BUY INC COM	05/17/2011	various	L/T Purchase	94,808	105,258	-	(10,450)
ACCENTURE PLC CLASS A ORDINARYSHARES	05/24/2011	12/29/2010	S/T Purchase	60,147	52,092	8,055	-
CVS CAREMARK CORP COM	05/24/2011	12/19/2008	L/T Donated	61,103	43,271	-	17,832
WESTERN UN CO COM	06/14/2011	11/29/2010	S/T Purchase	113,813	101,286	12,527	-
UNITEDHEALTH GROUP INC COM	06/22/2011	04/15/2010	L/T Purchase	52,381	30,746	-	21,635
PG&E ENERGY RECOVERY FDG LLC 2005	06/25/2011	04/11/2007	L/T Purchase	8,388	8,383	-	6
NIKE INC CL B	07/06/2011	09/29/2009	L/T Purchase	53,089	34,469	-	18,620
CHECK POINT SOFTWARE TECH COM	07/07/2011	01/29/2010	L/T Purchase	91,982	50,752	-	41,230
ALLIANCE DATA SYSTEMS CORP COM	08/02/2011	02/19/2010	L/T Purchase	70,916	41,328	-	29,588
RIDGEWORTH CLASSIC SEIX FLOATINGRATE	08/11/2011	06/30/2011	S/T Purchase	840,000	889,784	(49,784)	-

NEWHALL FOUNDATION
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FEIN: 94-6073084

NEWHALL FOUNDATION

Asset Description	Disposition	Acquisition	Type	Proceeds	Cost	Short Term	Long Term
INTERNATIONAL BUSINESS MACHS CORPCOM	08/22/2011	01/22/2010	L/T Purchase	215,787	125,168	-	90,619
LIBERTY GLOBAL INC COM SER A	08/22/2011	10/16/2009	L/T Purchase	68,046	42,538	-	25,509
VF CORP COM	08/22/2011	10/27/2009	L/T Purchase	71,931	49,633	-	22,298
EQT CORP COM	08/23/2011	05/21/2010	L/T Purchase	92,246	67,131	-	25,115
WALGREEN CO COM	09/20/2011	06/22/2010	L/T Purchase	61,981	48,620	-	13,361
HARBOR FD INTL FD INST #2011	09/22/2011	12/17/2010	S/T Purchase	708,863	839,443	(130,580)	-
PLUM CREEK TIMBER CO INC COM	09/22/2011	12/09/2003	L/T Purchase	80,760	65,031	-	15,729
PG&E ENERGY RECOVERY FDG LLC 2005	09/25/2011	04/11/2007	L/T Purchase	9,698	9,692	-	7
TJX COS INC NEW COM	09/29/2011	08/09/2010	L/T Purchase	51,273	38,699	-	12,574
WHITING PETE CORP NEW COM	09/29/2011	06/14/2011	S/T Purchase	109,818	193,602	(83,785)	-
NALCO HLDG CO COM	10/04/2011	05/06/2010	L/T Purchase	175,313	125,859	-	49,453
BANK OF AMERICA CORP COM	10/06/2011	04/06/2011	S/T Purchase	64,162	129,964	(65,803)	-
VF CORP COM	10/10/2011	10/27/2009	L/T Purchase	54,744	30,291	-	24,454
BANKAMERICA CORP SUB NT7.125% DTD	10/15/2011	12/19/2008	L/T Donated	250,000	258,123	-	(8,123)
AMERICAN INTL GROUP INC MTN FR5.375% DTD	10/18/2011	12/19/2008	L/T Donated	250,000	189,625	-	60,375
LAZARD EMERGING MARKETSPORTFOLIO - IN	10/20/2011	various	S/T Purchase	32,467	37,270	(4,803)	-
LAZARD EMERGING MARKETSPORTFOLIO - IN	10/20/2011	various	L/T Purchase	802,133	920,830	-	(118,697)
BANK OF AMERICA CORP COM	10/20/2011	11/29/2010	S/T Purchase	60,717	104,839	(44,122)	-
BLACKROCK INC COM	10/20/2011	11/29/2010	S/T Purchase	171,612	184,250	(12,638)	-
CITIGROUP INC COM NEW	10/20/2011	05/17/2011	S/T Purchase	177,092	262,289	(85,197)	-
CME GROUP INC COM	10/20/2011	various	S/T Purchase	122,907	133,361	(10,453)	-
CME GROUP INC COM	10/20/2011	various	L/T Purchase	39,304	42,646	-	(3,342)
FORD MTR CO DEL COM PAR \$0.01	10/20/2011	06/14/2011	S/T Purchase	140,921	176,180	(35,259)	-
JPMORGAN CHASE & CO COM	10/20/2011	01/26/2010	L/T Purchase	86,842	108,742	-	(21,899)
WELLS FARGO & CO NEW COM	10/20/2011	various	S/T Purchase	17,736	18,971	(1,235)	-
WELLS FARGO & CO NEW COM	10/20/2011	various	L/T Purchase	173,590	161,506	-	12,084
LIBERTY GLOBAL INC COM SER A	11/04/2011	10/16/2009	L/T Purchase	64,715	35,923	-	28,792
PEPSICO INC COM	11/30/2011	11/08/2010	L/T Purchase	77,029	76,132	-	897
PFIZER INC SR NT4.45% DTD 03/24/2009 DUE	12/08/2011	04/13/2009	L/T Purchase	151,586	156,923	-	(5,337)
REGIONS BK ALA MTN FDIC TLGP GTDSRNT	12/09/2011	04/13/2009	L/T Purchase	300,000	311,926	-	(11,926)
MCDONALDS CORP COM	12/09/2011	04/11/2011	S/T Purchase	65,011	50,803	14,208	-
BMC SOFTWARE INC COM	12/14/2011	08/02/2011	S/T Purchase	125,977	175,068	(49,091)	-
PG&E CORP COM	12/14/2011	various	S/T Purchase	108,364	117,949	(9,585)	-
PG&E CORP COM	12/14/2011	various	L/T Purchase	53,374	58,095	-	(4,721)
QEP RES INC COM	12/14/2011	various	S/T Purchase	130,762	154,935	(24,173)	-
QEP RES INC COM	12/14/2011	various	L/T Purchase	57,223	46,645	-	10,578
STRYKER CORP COM	12/14/2011	various	S/T Purchase	67,507	73,464	(5,957)	-

NEWHALL FOUNDATION
Gain Loss Report (Charles Schwab #1019-5564)
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FEIN 94-6073084

NEWHALL FOUNDATION

Asset Description	Disposition	Acquisition	Type	Proceeds	Cost	Short Term	Long Term
STRYKER CORP COM PG&E ENERGY RECOVERY FDG LLC 2005	12/14/2011	various	L/T Purchase	118,669	129,139	-	(10,470)
	12/25/2011	04/11/2007	L/T Purchase	9,386	9,379	-	6
TOTALS				14,417,891	13,421,924	(434,231)	1,430,198

Type Breakdown

S/T Purchase	5,260,253	5,694,484	(434,231)	-
L/T Purchase	8,460,939	7,133,918	-	1,327,021
L/T Donated	696,699	593,521	-	103,177
Totals	14,417,891	13,421,924	(434,231)	1,430,198

THE HENRY MAYO NEWHALL FOUNDATION
2011 Grant Payments and Commitments
#94-6073084
Attachment B

GRANTEE	LOCATION	PURPOSE	GRANT PAYMENTS 2011	UNPAID GRANTS 12/31/2011
Santa Clarita Valley				
Boys & Girls Club of SCV	Santa Clarita	For the afterschool youth programs (matching grant) For repair of the water-damaged Newhall club (matching grant)	50,000	30,000
Bridges to Ability Foundation (LetmeSail)	Santa Clarita	For core programs for young people with disabilities (matching)	17,500	
California Institute of the Arts	Santa Clarita	For the Community Arts Partnership Program	10,000	
Carousel Ranch	Agua Dulce	For equestrian therapy programs for children with special needs (matching)	25,000	
Catholic Charities of LA, Ventura County Region	Camarillo	For Older Adult Services and Intervention System program in Fillmore and Piru (2-year payout)	10,000	10,000
College of the Canyons Foundation	Santa Clarita	For the Henry Mayo Newhall Foundation Endowed Scholarship Fund (matching)	50,000	
College of the Canyons Foundation	Santa Clarita	For the Culinary Arts Institute campaign (3-year payout)	100,000	100,000
Samuel Dixon Family Health Centers, Inc	Valencia	For transition costs to operate as rural, federally qualified health center (matching)	100,000	
Domestic Violence Center of SCV	Newhall	For core services to domestic violence victims (matching)	10,000	
Escape Theatre	Canyon Country	For the youth professional arts training program	20,000	
Fillmore High School	Fillmore	For scholarships to college-bound graduates	24,000	
Foundation for Children's Dental Health	Newhall	For dental services and oral health education to low income uninsured school age children	15,000	
Hart Union High School District	Santa Clarita	For scholarships to college-bound graduates	120,000	
The Huntington Library	San Marino	For the <i>Vision of Empire Quest for a Railroad Across America 1840-1880 exhibition</i> (2-year payout)	50,000	50,000
Natural History Museum of LA County	Los Angeles	For the educational programs at the Hart Museum	10,000	
San Cayetano Elementary School	Fillmore	For the weekly student art program	10,000	
SCV Education Foundation	Newhall	For 5th Annual Literacy & Art Festival	4,000	
SCV Film Festival	Newhall	For filmmaking classes in the Sulpher Springs School District	5,000	
SCV Food Pantry	Newhall	For Pantry's food distribution programs and projects	30,000	
SCV International Charter School	Castaic	For the Family Giving Program (matching)	25,000	
SCV Senior Center Foundation	Newhall	For the Home Delivered Meal Program (matching)	25,000	
Saugus Union School District	Santa Clarita	For Enrichment Programs at 15 elementary schools	22,500	
Single Mothers Outreach	Santa Clarita	For the Case Management Program for single parents	10,000	
Total Santa Clarita Valley			743,000	190,000

THE HENRY MAYO NEWHALL FOUNDATION
2011 Grant Payments and Commitments
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Attachment B

GRANTEE	LOCATION	PURPOSE	GRANT PAYMENTS YTD	UNPAID GRANTS 12/31/2011
Santa Maria & Central Valley				
Ag Innovations Network	Sebastopol	For Building Allies for Agriculture in Santa Barbara County	25,000	
Alzheimer's Association	Santa Maria	For caregiver training for Santa Maria Valley families (matching)	15,000	
Cal Central Coast Chapter				
Cal 4-H Foundation & Chapters	Davis	For the Revolution of Responsibility Centennial Campaign (2-year matching)		200,000
Cal Future Farmers of America	Elk Grove	For the Sacramento Leadership Experience for FFA high school seniors	20,000	
Cal Poly State University, College of Agriculture	San Luis Obispo	For the Newhall Internship Program	30,000	
CASA Santa Barbara County	Santa Maria	For the volunteer advocate program for foster care children in juvenile justice system	25,000	
Central Coast Rescue Mission	Santa Maria	For the Rescue Survival Outreach Services program	6,000	
Children's Resource Network of the Central Coast	Pismo Beach	For the Santa Maria Valley distribution center of donated clothing (\$5,000-matching)	5,000	5,000
Community Partners in Caring	Santa Maria	For the volunteer program to assist elders with transportation	10,000	
Firebaugh High School	Firebaugh	For scholarships to college-bound graduates	24,000	
Food Bank of Santa Barbara County	Santa Maria	For the Santa Maria Valley warehouse operations	40,000	
The Junior Statesmen Foundation	San Mateo	For scholarships to attend the JSA Summer School programs (2-year matching)	25,000	25,000
Santa Maria Future Farmers of America	Santa Maria	For the chapter youth leadership program	2,000	
Santa Maria Joint Union High School District	Santa Maria	For scholarships to college-bound graduates	48,000	
Transitions-Mental Health Association	Santa Maria		20,000	
Wilshire Community Services of San Luis Obispo	San Luis Obispo	For the Geriatric Depression Screening and Counseling program in Santa Maria Valley	10,000	
Woods Humane Society	San Luis Obispo	For a memorial gift in honor of Bob Woods	15,000	
Total Santa Maria & Central Valley			320,000	230,000

THE HENRY MAYO NEWHALL FOUNDATION
2011 Grant Payments and Commitments
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Attachment B

GRANTEE	LOCATION	PURPOSE	GRANT PAYMENTS YTD	UNPAID GRANTS 12/31/2011
San Francisco				
Access Institute for Psychological Services	San Francisco	For the Elder Psychology Program (matching)		15,000
Arm High	San Francisco	For the Headlands Environmental Home summer program of science and conservation	25,000	
The BASIC Fund	San Francisco	For tuition scholarships for low-income, K-8 grade students to attend SF private and parochial schools (2-year payout)	20,000	20,000
Bethany Center	San Francisco	For the Ruth's Table arts and culture program for low-income seniors (matching)	20,000	15,000
Beyond Hunger	San Rafael	For peer education and support programs for youth with eating disorders (matching)	15,000	
CASA-San Francisco	San Francisco	For the volunteer advocate program for foster care children in juvenile justice system	15,000	
Creativity Explored	San Francisco	For a challenge grant to increase donor contributions (matching)	10,000	
Curry Senior Center	San Francisco	For the Breakfast Program and Computer Center for low-income older adults (matching)	15,000	25,000
EARN (Earned Assets Resource Network)	San Francisco	For the Savings Account for Education program	25,000	
Eldergivers	San Francisco	For the Art With Elders program for residents in long-term care facilities	15,000	
Exploratorium	San Francisco	For the Teacher Institute for middle and high school science and math teachers	75,000	
Food Runners	San Francisco	For the distribution of perishable and prepared foods to SF nonprofit organizations	15,000	
Fort Mason Center	San Francisco	For the preservation and rehabilitation of the Pier 2 shed and historic buildings (matching 3-year payout)	50,000	50,000
Foundation Center	San Francisco	For the San Francisco Center for grantmakers and grantseekers	5,000	
Friends of the San Francisco Public Library	San Francisco	For the Neighborhood Library Campaign (matching 2-year payout)		100,000
Good Samaritan Family Resource Center	San Francisco	For the Family Services Program (matching)	12,500	
Healing Yoga Foundation	San Francisco	For the outreach yoga instruction programs for at-risk San Francisco youth and adults	10,000	
Home Away from Homelessness	San Francisco	For afterschool programs for youth living in shelters and transitional housing (matching Yr 2)	25,000	25,000

THE HENRY MAYO NEWHALL FOUNDATION
2011 Grant Payments and Commitments
#94-6073084
Attachment B

Marsh Youth Theatre	San Francisco	For the Marsh Teen Troupe	15,000	
Meals on Wheels of San Francisco	San Francisco	For the Volunteer Visitor program for homebound seniors	15,000	
Mission Graduates	San Francisco	For the <i>College Connect</i> Program to prepare high school students for and graduate from college	25,000	
Mission Learning Center	San Francisco	For the Afterschool Literacy programs for Mission District students (matching)	10,000	
MOUSE Squad of California	San Francisco	For the Student Tech Leadership program in middle and high schools	15,000	
Oakland Museum of California	Oakland	For the School Education Programs for San Francisco K-12 students	10,000	
Occidental Arts and Ecology Center	Occidental	For the School Garden Teacher Training and Support Program	15,000	
PAWS-Pets Are Wonderful Support	San Francisco	For the Senior Program to assist home-bound clients care for their pets	15,000	
Pie Ranch	Pescadero	For the San Francisco Youth Education program	35,000	
PRBO Conservation Science	Petaluma	For the Youth Watershed Challenge Project	15,000	
San Francisco Conservatory of Music	San Francisco	For the Conservatory in the Schools program to provide weekly music instruction at six San Francisco public schools	20,000	
San Francisco Food Bank	San Francisco	For the Healthy Children Pantry Program	25,000	
San Francisco Green Schoolyard Alliance	San Francisco	For the San Francisco Outdoor Classroom Initiative at 55 public schools	15,000	
San Francisco Recreation and Park Department	San Francisco	For the Camp Azure program for children with autism	15,000	
San Francisco Senior Center	San Francisco	For the Aquatic Park and Downtown Center programs	10,000	
San Francisco Unified School District	San Francisco	For the Youth at Art Festival at the de Young Museum (matching)	10,000	
San Rafael City Schools	San Rafael	For the Davidson Middle School band and orchestra programs	16,750	
The Society of California Pioneers	San Francisco	For the California history program for 4th and 5th grade students	9,250	
Swords to Plowshares	San Francisco	For the Frontline Drop-in Center to assist homeless veterans (matching)	20,000	20,000
Tule Elk Park Child Development Center	San Francisco	For on-site garden and environmental education program (matching)	10,000	
Women's Community Clinic	San Francisco	For core health services to under-insured and low-income girls and women	20,000	
Sub-Total			693,500	270,000
TOTAL GRANTS			1,756,500	690,000