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Form 990-PF

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

OMB No 1545-0052

2011

Department of the Treasury
Internal Revenue Service

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

For calendar year 2011, or tax year beginning 01-01-2011 , and ending 12-31-2011

G Check all that apply

☐ Initial return

☐ Initial return of a former public charity

☐ Final return

☐ Amended return

☐ Address change

☐ Name change

Name of foundation
Waltmar Foundation
CO Larry Beltramo

A Employer identification number
95-2371506

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

Room/suite

B Telephone number (see page 10 of the instructions)
(714) 628-7335

City or town, state, and ZIP code
Irvine, CA 92606

C If exemption application is pending, check here ☐
D 1. Foreign organizations, check here ☐
2. Foreign organizations meeting the 85% test, check here and attach computation ☐
E If private foundation status was terminated under section 507(b)(1)(A), check here ☐
F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here ☐

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

I Fair market value of all assets at end of year (from Part II, col. (c), line 16) \$ 6,962,646

J Accounting method ☒ Cash ☐ Accrual
☐ Other (specify)
(Part I, column (d) must be on cash basis.)

Part I Analysis of Revenue and Expenses (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see page 11 of the instructions))		(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 (attach schedule)				
	2 Check ☒ if the foundation is not required to attach Sch B				
	3 Interest on savings and temporary cash investments	34,725	34,725		
	4 Dividends and interest from securities.	126,562	126,562		
	5a Gross rents	192,000	192,000		
	b Net rental income or (loss) 176,420				
	6a Net gain or (loss) from sale of assets not on line 10	-74,812			
	b Gross sales price for all assets on line 6a 1,001,637				
	7 Capital gain net income (from Part IV, line 2)				
	8 Net short-term capital gain				
	9 Income modifications				
	10a Gross sales less returns and allowances				
Operating and Administrative Expenses	b Less Cost of goods sold				
	c Gross profit or (loss) (attach schedule)				
	11 Other income (attach schedule)				
	12 Total. Add lines 1 through 11	278,475	353,287		
	13 Compensation of officers, directors, trustees, etc	22,911			22,911
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits				
	16a Legal fees (attach schedule).				
	b Accounting fees (attach schedule).	6,955	1,391		5,564
	c Other professional fees (attach schedule)	56,455	56,455		
	17 Interest				
	18 Taxes (attach schedule) (see page 14 of the instructions)	18,388	10,360		
	19 Depreciation (attach schedule) and depletion . . .	31,941	31,941		
	20 Occupancy				
	21 Travel, conferences, and meetings				
	22 Printing and publications				
	23 Other expenses (attach schedule).	16,106	15,745		361
	24 Total operating and administrative expenses.				
	Add lines 13 through 23	152,756	115,892		28,836
	25 Contributions, gifts, grants paid	370,000			370,000
	26 Total expenses and disbursements. Add lines 24 and 25	522,756	115,892		398,836
	27 Subtract line 26 from line 12				
	a Excess of revenue over expenses and disbursements	-244,281			
	b Net investment income (if negative, enter -0-)		237,395		
	c Adjusted net income (if negative, enter -0-)				

For Privacy Act and Paperwork Reduction Act Notice, see page 30 of the instructions.

Cat No 11289X

Form 990-PF (2011)

Part II Balance Sheets		Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions)	Beginning of year	End of year	
			(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1	Cash—non-interest-bearing	7,250	43,999	43,999
	2	Savings and temporary cash investments	667,974	181,406	181,406
	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 (attach schedule) (see page 15 of the instructions)			
	7	Other notes and loans receivable (attach schedule) ▶ _____ 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 (attach schedule)			
	b	Investments—corporate stock (attach schedule)	4,353,795	4,490,303	4,956,427
	c	Investments—corporate bonds (attach schedule).			
	11	Investments—land, buildings, and equipment basis ▶ _____ Less accumulated depreciation (attach schedule) ▶ _____			
	12	Investments—mortgage loans	500,000	600,000	600,000
	13	Investments—other (attach schedule)			
	14	Land, buildings, and equipment basis ▶ 1,845,539 Less accumulated depreciation (attach schedule) ▶ 344,736	1,532,744	1,500,803	1,165,000
15	Other assets (describe ▶ _____)		15,814	15,814	
16	Total assets (to be completed by all filers—see the instructions Also, see page 1, item I)	7,061,763	6,832,325	6,962,646	
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 (attach schedule)			
	22	Other liabilities (describe ▶ _____)	509	15,352	
	23	Total liabilities (add lines 17 through 22)	509	15,352	
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	7,061,254	6,816,973	
	25	Temporarily restricted			
	26	Permanently restricted			
	Foundations that do not follow SFAS 117, check here ▶ ☐ and complete lines 27 through 31.				
	27	Capital stock, trust principal, or current funds			
	28	Paid-in or capital surplus, or land, bldg , and equipment fund			
	29	Retained earnings, accumulated income, endowment, or other funds			
	30	Total net assets or fund balances (see page 17 of the instructions)	7,061,254	6,816,973	
31	Total liabilities and net assets/fund balances (see page 17 of the instructions)	7,061,763	6,832,325		

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 7,061,254
2	Enter amount from Part I, line 27a	2 -244,281
3	Other increases not included in line 2 (itemize) ▶ _____	3
4	Add lines 1, 2, and 3	4 6,816,973
5	Decreases not included in line 2 (itemize) ▶ _____	5
6	Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30	6 6,816,973

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	See Additional Data Table			
b				
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 See Additional Data Table			
b			
c			
d			
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 See Additional Data Table			
b			
c			
d			
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	-74,812
3	Net short-term capital gain or (loss) as defined in sections 1222(5) and (6) If gain, also enter in Part I, line 8, column (c) (see pages 13 and 17 of the instructions) If (loss), enter -0- in Part I, line 8		3	

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 page 18 of the instructions before making any entries

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col (b) divided by col (c))
2010	442,644	8,311,004	0 05326
2009	465,448	7,361,733	0 06323
2008	481,715	8,922,242	0 05399
2007	515,699	9,575,000	0 05386
2006	449,771	8,625,688	0 05214

2	Total of line 1, column (d).	2	0 27648
3	Average distribution ratio for the 5-year base period—divide the total on line 2 by 5, or by the number of years the foundation has been in existence if less than 5 years	3	0 05530
4	Enter the net value of noncharitable-use assets for 2011 from Part X, line 5.	4	7,426,927
5	Multiply line 4 by line 3.	5	410,672
6	Enter 1% of net investment income (1% of Part I, line 27b).	6	2,374
7	Add lines 5 and 6.	7	413,046
8	Enter qualifying distributions from Part XII, line 4.	8	398,836

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 on page 18

Part VIExcise Tax Based on Investment Income (Section 4940(a), 4940(b), 4940(e), or 4948—see page 18 of the 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 ☐ and enter 1% of Part I, line 27b		1	4,748
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	
3		Add lines 1 and 2.		3	4,748
4		Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)		4	
5		Tax based on investment income. Subtract line 4 from line 3. If zero or less, enter -0-		5	4,748
6		Credits/Payments			
a		2011 estimated tax payments and 2010 overpayment credited to 2011	6a	2,200	
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	2,200
8		Enter any penalty for underpayment of estimated tax. Check here ☒ if Form 2220 is attached		8	45
9		Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed		9	2,593
10		Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid.		10	
11		Enter the amount of line 10 to be Credited to 2012 estimated tax	Refunded	11	

Part VII-AStatements Regarding Activities

1a	During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?		Yes	No
		1a		No
b	Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see page 19 of the instructions for definition)?			No
	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		No
d	Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year: (1) On the foundation \$ _____ (2) On foundation managers \$ _____			
e	Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers \$ _____			
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		No
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		No
4a	Did the foundation have unrelated business gross income of \$1,000 or more during the year?	4a		No
b	If "Yes," has it filed a tax return on Form 990-T for this year?	4b		No
5	Was there a liquidation, termination, dissolution, or substantial contraction during the year? If "Yes," attach the statement required by General Instruction T.	5		No
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	Yes	
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	Yes	
8a	Enter the states to which the foundation reports or with which it is registered (see page 19 of the instructions) CA _____			
b	If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by General Instruction G? If "No," attach explanation .	8b	Yes	
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 on page 27)? If "Yes," complete Part XIV	9		No
10	Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses	10		No

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 page 20 of the instructions).	11		No
12	Did the foundation acquire a direct or indirect interest in any applicable insurance contract before August 17, 2008?	12		No
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address NOT APPLICABLE	13	Yes	
14	The books are in care of SHAUNA FARLEY Telephone no (714) 633-9945 Located at 1 UNIVERSITY DR BECKMAN HALL 307K ORANGE CA ZIP +4 92866			
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		
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
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? ☐ 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 page 20 of the instructions)?. Organizations relying on a current notice regarding disaster assistance check here. ☐	1b		No
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		No
2	Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5))			
a	At the end of tax year 2011, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2011?. If "Yes," list the years 20 , 20 , 20 , 20 ☐ Yes ☒ No			
b	Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement—see page 20 of the instructions).	2b		No
c	If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here 20 , 20 , 20 , 20			
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? (<i>Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2011.</i>).	3b		No
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a		No
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		No

Part VII-B

Statements Regarding Activities for Which Form 4720 May Be Required (continued)

5a	During the year did the foundation pay or incur any amount to			
	(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))?	☐ Yes	☒ No	
	(2) Influence the outcome of any specific public election (see section 4955), or to carry on, directly or indirectly, any voter registration drive?	☐ Yes	☒ No	
	(3) Provide a grant to an individual for travel, study, or other similar purposes?	☐ Yes	☒ No	
	(4) Provide a grant to an organization other than a charitable, etc , organization described in section 509(a)(1), (2), or (3), or section 4940(d)(2)? (see page 22 of the instructions).	☐ Yes	☒ No	
	(5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals?	☐ Yes	☒ No	
b	If any answer is "Yes" to 5a(1)–(5), did any of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance (see page 22 of the instructions)? Organizations relying on a current notice regarding disaster assistance check here.	5b		No
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? <i>If "Yes," attach the statement required by Regulations section 53.4945–5(d).</i>			
6a	Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract?			
	b Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract? <i>If "Yes" to 6b, file Form 8870.</i>	6b		No
7a	At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction?			
	b If yes, did the foundation receive any proceeds or have any net income attributable to the transaction?	7b		No

Part VIII

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

1 List all officers, directors, trustees, foundation managers and their compensation (see page 22 of the instructions).				
(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
See Additional Data Table				
2 Compensation of five highest-paid employees (other than those included on line 1—see page 23 of the instructions). If none, enter "NONE."				
(a) Name and address of each employee paid more than \$50,000	(b) Title, and average hours per week devoted to position	(c) Compensation	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
NONE				
Total number of other employees paid over \$50,000.				

Part VIII

Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors (continued)

3 Five highest-paid independent contractors for professional services (see page 23 of the instructions). If none, enter "NONE".		
(a) Name and address of each person paid more than \$50,000	(b) Type of service	(c) Compensation
NONE		
Total number of others receiving over \$50,000 for professional services.		

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 THE ACTIVITY OF THE FOUNDATION IS TO MAKE GRANTS TO OTHER CHARITABLE ORGANIZATIONS TO PROMOTE THEIR CHARITABLE PURPOSE	0
2	
3	
4	

Part IX-B

Summary of Program-Related Investments (see page 23 of the instructions)

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2	Amount
1	
2	
All other program-related investments See page 24 of the instructions	
3	
Total. Add lines 1 through 3.	

Part X

Minimum Investment Return (All domestic foundations must complete this part. Foreign foundations, see page 24 of the 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	5,282,498
b	Average of monthly cash balances.	1b	476,715
c	Fair market value of all other assets (see page 24 of the instructions).	1c	1,780,814
d	Total (add lines 1a, b, and c).	1d	7,540,027
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	
3	Subtract line 2 from line 1d.	3	7,540,027
4	Cash deemed held for charitable activities Enter 1 1/2% of line 3 (for greater amount, see page 25 of the instructions).	4	113,100
5	Net value of noncharitable-use assets. Subtract line 4 from line 3 Enter here and on Part V, line 4	5	7,426,927
6	Minimum investment return. Enter 5% of line 5.	6	371,346

Part XI

Distributable Amount (see page 25 of the 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	371,346
2a	Tax on investment income for 2011 from Part VI, line 5.	2a	4,748
b	Income tax for 2011 (This does not include the tax from Part VI).	2b	
c	Add lines 2a and 2b.	2c	4,748
3	Distributable amount before adjustments Subtract line 2c from line 1.	3	366,598
4	Recoveries of amounts treated as qualifying distributions.	4	
5	Add lines 3 and 4.	5	366,598
6	Deduction from distributable amount (see page 25 of the instructions).	6	
7	Distributable amount as adjusted Subtract line 6 from line 5 Enter here and on Part XIII, line 1.	7	366,598

Part XII

Qualifying Distributions (see page 25 of the 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	398,836
b	Program-related investments—total from Part IX-B.	1b	
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc , purposes.	2	
3	Amounts set aside for specific charitable projects that satisfy the		
a	Suitability test (prior IRS approval required).	3a	
b	Cash distribution test (attach the required schedule).	3b	
4	Qualifying distributions. Add lines 1a through 3b Enter here and on Part V, line 8, and Part XIII, line 4	4	398,836
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income Enter 1% of Part I, line 27b (see page 26 of the instructions).	5	
6	Adjusted qualifying distributions. Subtract line 5 from line 4.	6	398,836
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 page 26 of the instructions)

	(a) Corpus	(b) Years prior to 2010	(c) 2010	(d) 2011
1 Distributable amount for 2011 from Part XI, line 7				366,598
2 Undistributed income, if any, as of the end of 2011				
a Enter amount for 2010 only.				
b Total for prior years 20____, 20____, 20____				
3 Excess distributions carryover, if any, to 2011				
a From 2006.				
b From 2007.	48,257			
c From 2008.	42,449			
d From 2009.	102,401			
e From 2010.	35,688			
f Total of lines 3a through e.	228,795			
4 Qualifying distributions for 2011 from Part XII, line 4 ▶ \$ 398,836				
a Applied to 2010, but not more than line 2a				
b Applied to undistributed income of prior years (Election required—see page 26 of the instructions)				
c Treated as distributions out of corpus (Election required—see page 26 of the instructions). . .	0			
d Applied to 2011 distributable amount.				366,598
e Remaining amount distributed out of corpus	32,238			
5 Excess distributions carryover applied to 2011 (If an amount appears in column (d), the same amount must be shown in column (a).)				
6 Enter the net total of each column as indicated below:				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5	261,033			
b Prior years' undistributed income Subtract line 4b from line 2b.				
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed.				
d Subtract line 6c from line 6b Taxable amount—see page 27 of the instructions . . .				
e Undistributed income for 2010 Subtract line 4a from line 2a Taxable amount—see page 27 of the instructions				
f Undistributed income for 2011 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2011.				0
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see page 27 of the instructions).				
8 Excess distributions carryover from 2006 not applied on line 5 or line 7 (see page 27 of the instructions).				
9 Excess distributions carryover to 2012. Subtract lines 7 and 8 from line 6a.	261,033			
10 Analysis of line 9				
a Excess from 2007. . . .	48,257			
b Excess from 2008. . . .	42,449			
c Excess from 2009. . . .	102,401			
d Excess from 2010. . . .	35,688			
e Excess from 2011. . . .	32,238			

Part XIV

Private Operating Foundations (see page 27 of the instructions and Part VII-A, question 9)

1a

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 organization is a private operating foundation described in section 4942(j)(3) or 4942(j)(5)

☐ 4942(j)(3) or ☐ 4942(j)(5)

2a	Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed.	Tax year	Prior 3 years			(e) Total
		(a) 2011	(b) 2010	(c) 2009	(d) 2008	
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 organization had \$5,000 or more in assets at any time during the year—see page 27 of the 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))

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

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 page 28 of the 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	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a Paid during the year See Additional Data Table				
Total			3a	370,000
b Approved for future payment				
Total			3b	

Enter gross amounts unless otherwise indicated	Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income (See page 28 of the instructions)
	(a) Business code	(b) Amount	(c) Exclusion code	(d) Amount	
1 Program service revenue					
a _____					
b _____					
c _____					
d _____					
e _____					
f _____					
g Fees and contracts from government agencies					
2 Membership dues and assessments.					
3 Interest on savings and temporary cash investments			14	34,725	
4 Dividends and interest from securities.			14	126,562	
5 Net rental income or (loss) from real estate					
a Debt-financed property.					
b Not debt-financed property.			16	176,420	
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	-74,812	
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).				262,895	
13 Total. Add line 12, columns (b), (d), and (e).					262,895

[illegible]

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?		Yes	No
a	Transfers from the reporting foundation to a noncharitable exempt organization of			
	(1) Cash.	1a(1)		No
	(2) Other assets.	1a(2)		No
b	Other transactions			
	(1) Sales of assets to a noncharitable exempt organization.	1b(1)		No
	(2) Purchases of assets from a noncharitable exempt organization.	1b(2)		No
	(3) Rental of facilities, equipment, or other assets.	1b(3)		No
	(4) Reimbursement arrangements.	1b(4)		No
	(5) Loans or loan guarantees.	1b(5)		No
	(6) Performance of services or membership or fundraising solicitations.	1b(6)		No
c	Sharing of facilities, equipment, mailing lists, other assets, or paid employees.	1c		No
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.			

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

(a) Name of organization	(b) Type of organization	(c) Description of relationship
--------------------------	--------------------------	---------------------------------

May the IRS discuss this return with the preparer shown above? See instructions ☒ Yes ☐ No

Additional Data

Software ID: 11000144
Software Version: 2011v1.2
EIN: 95-2371506
Name: Waltmar Foundation
CO Larry Beltramo

Form 990PF - Special Condition Description:

Special Condition Description

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns a - d

(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)
2,300 MITSUBISHI UFJ FINL GRP	P	2002-09-10	2011-12-14
1,450 APPLIED MATERIAL INC	P	2010-05-12	2011-12-21
1,550 APPLIED MATERIAL INC	P	2009-02-26	2011-12-21
350 AXA-SPONS ADR	P	2005-03-17	2011-12-20
475 AXA-SPONS ADR	P	2002-09-24	2011-12-20
750 CREDIT SUISSE GP SP ADR	P	2002-12-06	2011-10-18
400 BNP PARIBAS SPONSORD ADR	P	2008-06-05	2011-10-18
600 PACCAR INC	P	2009-09-25	2011-06-10
540 ADOBE SYS DEL PV \$0 001	P	2010-05-11	2011-06-16
220 TRANSOCEAN LTD	P	2005-03-11	2011-04-28
255 OCCIDENTAL PETE CORP CAL	P	2004-05-14	2011-05-18
1,050 CISCO SYSTEMS INC COM	P	2008-03-18	2011-04-27
675 CISCO SYSTEMS INC COM	P	2007-08-27	2011-04-27
260 CATEPILLAR INC DEL	P	2002-09-03	2011-05-17
335 ANADARKO PETE CORP	P	2002-09-12	2011-05-18
325 SONY CORP ADR NEW	P	2002-09-12	2011-04-13
850 PETRLEO BRAS VTG SPD ADR	P	2008-01-29	2011-04-14
425 TARGET CORP COM	P	2008-12-11	2011-03-18
600 HEWLETT PACKARD CO DEL	P	2007-11-15	2011-02-24
650 CARNIVAL CORP PAIRED SHS	P	2009-02-11	2011-03-08
1,300 PANASONIC CORP SHS	P	2002-09-17	2011-02-02
1,475 MACYS INC	P	2009-09-25	2011-02-02
1,725 ISHARES MSCI EMERGING	P	2006-01-19	2011-02-14
1400 MATTEL INC COM	P	2010-08-20	2011-02-02
7,000 USEC INC	P	2007-09-20	2011-11-16
5,000 SPARTECH CORP NEW	P	2008-01-02	2011-11-17
6,000 AMR CORP	P	2008-05-08	2011-11-21
4,500 AMR CORP	P	2008-01-16	2011-11-21
2,000 ROUGE INDS INC DEL CL A	P	1995-04-25	2011-10-13
3,500 CONE MILLS CORP	P	1997-02-19	2011-10-13

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns a - d

(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)
25,000 AXIATA GROUP BERHAD	P	2009-04-14	2011-08-02
12,000 TELEKOM MALASIAN	P	1997-11-20	2011-07-28
10,000 TELEKOM MALASIAN	P	1997-11-17	2011-07-28
3,000 TELEKOM MALASIAN	P	1997-11-06	2011-07-28
0 4 PRO LOGIS INC	P	2009-11-13	2011-06-03
3,400 LITHIA MOTORS INC CL A	P	2009-12-18	2011-06-14
3,800 COOPER TIRE & RUBBER CO	P	2006-05-02	2011-04-29
5,000 AVIS BUDGET GROUP INC	P	2008-01-09	2011-04-20
1 SPARTECH CORP NEW	P	2010-11-26	2011-11-18
2,499 SPARTECH CORP NEW	P	2010-11-26	2011-11-17
5,400 FURNITURE BRANDS INTL INC	P	2010-12-31	2011-11-21
1,400 UNITED STATES STEEL CORP NEW	P	2010-07-06	2011-01-26

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns e - h

(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)
9,645		15,360	-5,715
14,832		20,022	-5,190
15,855		15,283	572
4,722		9,241	-4,519
6,409		3,799	2,610
19,919		16,292	3,627
7,960		19,296	-11,336
27,507		22,347	5,160
16,722		18,434	-1,712
15,690		10,737	4,953
26,091		5,888	20,203
17,960		26,531	-8,571
11,546		20,929	-9,383
26,519		5,591	20,928
24,421		7,403	17,018
9,584		14,349	-4,765
31,516		46,490	-14,974
21,175		16,260	4,915
25,695		29,622	-3,927
26,104		14,111	11,993
17,925		15,006	2,919
32,650		26,281	6,369
78,372		54,873	23,499
35,000		30,265	4,735
10,013		69,674	-59,661
20,250		70,942	-50,692
10,320		52,103	-41,783
7,740		61,443	-53,703
		45,000	-45,000
		27,125	-27,125

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns e - h

(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)
42,488		25	42,463
15,000		21,291	-6,291
12,500		26,617	-14,117
3,750		8,642	-4,892
13		12	1
59,606		25,039	34,567
103,037		48,280	54,757
94,999		50,130	44,869
4		9	-5
10,121		23,080	-12,959
5,673		27,761	-22,088
82,304		54,866	27,438

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns i - l

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) 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	
			-5,715
			-5,190
			572
			-4,519
			2,610
			3,627
			-11,336
			5,160
			-1,712
			4,953
			20,203
			-8,571
			-9,383
			20,928
			17,018
			-4,765
			-14,974
			4,915
			-3,927
			11,993
			2,919
			6,369
			23,499
			4,735
			-59,661
			-50,692
			-41,783
			-53,703
			-45,000
			-27,125

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns i - l

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
(i) FMV as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
			42,463
			-6,291
			-14,117
			-4,892
			1
			34,567
			54,757
			44,869
			-5
			-12,959
			-22,088
			27,438

Form 990PF Part VIII Line 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
LISA BELTRAMO	Director 0 00	0		
21842 SEACREST LANE HUNTINGTON BEACH,CA 92646				
BONNIE MCCORMACK	Director 0 00	0		
1183 RESERVE PLACE JOHNSON CITY,TN 37615				
LAURA COOK	Secretary 0 00	0		
19125 NORWOOD TERRACE IRVINE,CA 92753				
SHAUNA FARLEY	Director 20 00	22,911		
1 UNIV DRBECKMAN HALL 307 ORANGE,CA 92866				
DAVID W SCHMID	Vice President 0 00	0		
1125 RIVER LANE SANTA ANA,CA 92705				
LARRY BELTRAMO	Treasurer 0 00	0		
21842 SEACREST LANE HUNTINGTON BEACH,CA 92646				
RICHARD R SCHMID	President 0 00	0		
11782 LOMA LINDA WAY SANTA ANA,CA 92705				

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a Paid during the year				
CYPRESS COLLEGE9200 VALLEY VIEW STREET CYPRESS,CA 90630	NONE	PUBLIC	TO FURTHER THEIR CHARIT PURPOSE	10,000
THE FRIENDLY CENTER147 WEST ROSE STREET ORANGE,CA 92867	NONE	PUBLIC	TO FURTHER THEIR CHARIT PURPOSE	10,000
BOYSGIRLS CLUB - TUSTIN580 W SIXTH STREET TUSTIN,CA 92780	NONE	PUBLIC	TO FURTHER THEIR CHARIT PURPOSE	10,000
UCI CHAO FAMILY COMPREHENSIVE CANCE101 THE CITY DRIVE BLDG 23 ORANGE,CA 92868	NONE	PUBLIC	TO FURTHER THEIR CHARIT PURPOSE	40,000
GOLDEN WEST COLLEGE15744 GOLDEN WEST ST HUNTINGTON BEACH,CA 92647	NONE	PUBLIC	TO FURTHER THEIR CHARIT PURPOSE	10,000
SALVATION ARMY710 SOUTH MAIN STREET SANTA ANA,CA 92701	NONE	PUBLIC	TO FURTHER THEIR CHARIT PURPOSE	20,000
GOODWILL INDUSTRIES410 NORTH FAIRVIEW STREET SANTA ANA,CA 92703	NONE	PUBLIC	TO FURTHER THEIR CHARIT PURPOSE	25,000
BOY SCOUTS OF ORANGE COUNTY3590 HARBOR GATEWAY NORTH COSTA MESA,CA 92626	NONE	PUBLIC	TO FURTHER THEIR CHARIT PURPOSE	30,000
OLIVE CREST2130 EAST 4TH STREET STE 200 SANTA ANA,CA 92705	NONE	PUBLIC	TO FURTHER THEIR CHARIT PURPOSE	50,000
SANTA ANA COLLEGE1530 WEST 17TH STREET SANTA ANA,CA 92706	NONE	PUBLIC	TO FURTHER THEIR CHARIT PURPOSE	10,000
FULLERTON COLLEGE FOUNDATION321 EAST CHAPMAN AVE FULLERTON,CA 92832	NONE	PUBLIC	TO FURTHER THEIR CHARIT PURPOSE	10,000
ORANGE COAST COLLEGE FOUNDATION2701 FAIRVIEW ROAD COSTA MESA,CA 92626	NONE	PUBLIC	TO FURTHER THEIR CHARIT PURPOSE	10,000
SANTIAGO CANYON COLLEGE8045 EAST CHAPMAN AVE ORANGE,CA 92869	NONE	PUBLIC	TO FURTHER THEIR CHARIT PURPOSE	10,000
BOYS GIRLS CLUB-SANTA ANA950 WEST HIGHLAND SANTA ANA,CA 92705	NONE	PUBLIC	TO FURTHER THEIR CHARIT PURPOSE	20,000
CHAPMAN UNIVERSITYONE UNIVERSITY DRIVE ORANGE,CA 92866	NONE	PUBLIC	TO FURTHER THEIR CHARIT PURPOSE	50,000
BIG BROTHERSSISTERS OF OC14131 YORBA STREET SUITE 200 TUSTIN,CA 92780	NONE	PUBLIC	TO FURTHER THEIR CHARIT PURPOSE	5,000
INTERVAL HOUSEPO BOX 3356 SEAL BEACH,CA 92626	NONE	PUBLIC	TO FURTHER THEIR CHARIT PURPOSE	50,000
Total 3a				370,000

TY 2011 Accounting Fees Schedule**Name:** Waltmar Foundation

CO Larry Beltramo

EIN: 95-2371506**Software ID:** 11000144**Software Version:** 2011v1.2

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
ACCOUNTING FEES	6,955	1,391	0	5,564

Note: To capture the full content of this document, please select landscape mode (11" x 8.5") when printing.

TY 2011 Depreciation Schedule

Name: Waltmar Foundation
CO Larry Beltramo
EIN: 95-2371506

Software ID: 11000144

Software Version: 2011v1.2

Description of Property	Date Acquired	Cost or Other Basis	Prior Years' Depreciation	Computation Method	Rate / Life (# of years)	Current Year's Depreciation Expense	Net Investment Income	Adjusted Net Income	Cost of Goods Sold Not Included
BUILDING	2001-03-10	1,245,739	312,795	87	2.56 %	31,941			

TY 2011 Land, Etc. Schedule

Name: Waltmar Foundation

CO Larry Beltramo

EIN: 95-2371506

Software ID: 11000144

Software Version: 2011v1.2

Category / Item	Cost / Other Basis	Accumulated Depreciation	Book Value	End of Year Fair Market Value
Land	599,800		599,800	379,000
Buildings	1,245,739	344,736	901,003	786,000

TY 2011 Other Assets Schedule**Name:** Waltmar Foundation

CO Larry Beltramo

EIN: 95-2371506**Software ID:** 11000144**Software Version:** 2011v1.2

Description	Beginning of Year - Book Value	End of Year - Book Value	End of Year - Fair Market Value
LEASE COMMISSIONS PREPAID		15,814	
LEASE COMMISSIONS			15,814

TY 2011 Other Expenses Schedule**Name:** Waltmar Foundation

CO Larry Beltramo

EIN: 95-2371506**Software ID:** 11000144**Software Version:** 2011v1.2

Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
Rental Expenses	15,580	15,580		
MISCELLANEOUS EXPENSES	275	55		220
GENERAL AND ADMINISTRATIVE	176	35		141
BUSINESS LICENSES	75	75		

TY 2011 Other Liabilities Schedule

Name: Waltmar Foundation

CO Larry Beltramo

EIN: 95-2371506

Software ID: 11000144

Software Version: 2011v1.2

Description	Beginning of Year - Book Value	End of Year - Book Value
PROPERTY TAX PAYABLE		
SECURITY DEPOSIT		6,352
RENTAL TAX PAYABLE	509	9,000

TY 2011 Other Professional Fees Schedule**Name:** Waltmar Foundation

CO Larry Beltramo

EIN: 95-2371506**Software ID:** 11000144**Software Version:** 2011v1.2

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
SMITH BARNEY - INVESTMENT FEES	32,621	32,621	0	0
MERRILL LYNCH - INVESTMENT FEES	23,834	23,834	0	0

TY 2011 Taxes Schedule**Name:** Waltmar Foundation

CO Larry Beltramo

EIN: 95-2371506**Software ID:** 11000144**Software Version:** 2011v1.2

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
STATE TAX	10	10		
PAYROLL TAXES	3,857	3,857		
FOREIGN TAXES	6,493	6,493		
FEDERAL TAX	8,028			