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

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 7/01, 2011, and ending 6/30, 2012

DOELGER CHARITABLE TRUST
950 JOHN DALY BOULEVARD, SUITE 300
DALY CITY, CA 94015-3004

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

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, column (c), line 16) **► \$ 9,994,426.** J Accounting method: Cash Accrual
 Other (specify) **(Part I, column (d) must be on cash basis.)**

Part I Analysis of Revenue and Expenses (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see instructions).)		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
REVENUE	1 Contributions, gifts, grants, etc, received (att sch)				
	2 Ck ► <input checked="" type="checkbox"/> if the foundn is not req to att Sch B				
	3 Interest on savings and temporary cash investments	1,005.	1,005.	N/A	
	4 Dividends and interest from securities	326,551.	326,551.		
	5a Gross rents				
	b Net rental income or (loss)				
	6a Net gain/(loss) from sale of assets not on line 10	-1,992.			
	b Gross sales price for all assets on line 6a	11,381.			
	7 Capital gain net income (from Part IV, line 2)		0.		
	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/(loss) (att sch)					
11 Other income (attach schedule)					
12 Total. Add lines 1 through 11	325,564.	327,556.			
13 Compensation of officers, directors, trustees, etc	89,372.	44,686.	44,686.		
14 Other employee salaries and wages					
15 Pension plans, employee benefits					
16a Legal fees (attach schedule) SEE ST. 3	4,215.		4,215.		
b Accounting fees (attach sch) SEE ST. 3	5,500.		5,500.		
c Other prof fees (attach sch)					
17 Interest RECEIVED	0				
18 Taxes (attach schedule)(see instr) SEE STM. 3	1,457.				
19 Depreciation (attach sch) and completion 15 2012					
20 Occupancy					
21 Travel, conferences, and meetings					
22 Printing and publications					
23 Other expenses (attach schedule) SEE STATEMENT 3	39,044.	18,445.	20,599.		
24 Total operating and administrative expenses. Add lines 13 through 23	139,588.	63,131.	75,000.		
25 Contributions, gifts, grants paid PART. XV	454,143.		454,143.		
26 Total expenses and disbursements. Add lines 24 and 25	593,731.	63,131.	529,143.		
27 Subtract line 26 from line 12:					
a Excess of revenue over expenses and disbursements	-268,167.				
b Net investment income (if negative, enter 0)		264,425.			
c Adjusted net income (if negative, enter 0)					

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				
	2 Savings and temporary cash investments		218,133.	537,903.	537,903.
	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 instructions)				
	7 Other notes and loans receivable (attach sch)	►			
	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)		5,387,356.	5,595,884.	8,059,111.
	c Investments – corporate bonds (attach schedule)		2,079,639.	1,283,174.	1,397,412.
	11 Investments – land, buildings, and equipment: basis	►			
	Less: accumulated depreciation (attach schedule)	►			
	12 Investments – mortgage loans				
	13 Investments – other (attach schedule)				
	14 Land, buildings, and equipment: basis	►			
	Less accumulated depreciation (attach schedule)	►			
	15 Other assets (describe ►)				
	16 Total assets (to be completed by all filers – see the instructions. Also, see page 1, item I)		7,685,128.	7,416,961.	9,994,426.
LIABILITIES	17 Accounts payable and accrued expenses				
	18 Grants payable				
	19 Deferred revenue				
	20 Loans from officers, directors, trustees, & other disqualified persons				
	21 Mortgages and other notes payable (attach schedule)				
	22 Other liabilities (describe ►)				
	23 Total liabilities (add lines 17 through 22)		0.	0.	
	Foundations that follow SFAS 117, check here and complete lines 24 through 26 and lines 30 and 31.	►	<input type="checkbox"/>		
	24 Unrestricted				
	25 Temporarily restricted				
	26 Permanently restricted				
NET ASSETS	Foundations that do not follow SFAS 117, check here and complete lines 27 through 31.	►	<input checked="" type="checkbox"/>		
	27 Capital stock, trust principal, or current funds		8,009,549.	8,007,557.	
	28 Paid-in or capital surplus, or land, building, and equipment fund				
	29 Retained earnings, accumulated income, endowment, or other funds ..		-324,421.	-590,596.	
	30 Total net assets or fund balances (see instructions)		7,685,128.	7,416,961.	
	31 Total liabilities and net assets/fund balances (see instructions)		7,685,128.	7,416,961.	

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	7,685,128.
2 Enter amount from Part I, line 27a	2	-268,167.
3 Other increases not included in line 2 (itemize) ►	3	
4 Add lines 1, 2, and 3	4	7,416,961.
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	7,416,961.

Part IV Capital Gains and Losses for Tax on Investment Income

(a) List and describe the kind(s) of property sold (e.g., real estate, 2-story brick warehouse; or common stock, 200 shares MLC Company)			(b) How acquired P — Purchase D — Donation	(c) Date acquired (month, day, year)	(d) Date sold (month, day, year)
1a FRONTIER COMMUNICATIONS CORP (1,500 SH)			P	VARIOUS	6/04/12
b CAPITAL GAIN DIVIDENDS					
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 5,298.		13,373.	-8,075.		
b					
c					
d					
e					
Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69					
(i) Fair Market Value as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of column (i) over column (j), if any	(l) Gains (Column (h)) gain minus column (k), but not less than -0- or Losses (from column (h))		
a			-8,075.		
b			6,083.		
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	-1,992.	
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6): If gain, also enter in Part I, line 8, column (c) (see instructions). If (loss), enter -0- in Part I, line 8.			3	0.	

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

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

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

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

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

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

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (column (b) divided by column (c))
2010	527,147.	9,584,684.	0.054999
2009	420,747.	8,988,821.	0.046808
2008	470,852.	8,958,404.	0.052560
2007	526,434.	11,489,651.	0.045818
2006	573,326.	11,971,462.	0.047891

2 Total of line 1, column (d) ..	2	0.248076
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	0.049615
4 Enter the net value of noncharitable-use assets for 2011 from Part X, line 5	4	9,748,519.
5 Multiply line 4 by line 3	5	483,673.
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	2,644.
7 Add lines 5 and 6	7	486,317.
8 Enter qualifying distributions from Part XII, line 4	8	529,143.

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

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

1 a Exempt operating foundations described in section 4940(d)(2), check here ► <input type="checkbox"/> and enter 'N/A' on line 1.	1 2,644. 2 0. 3 2,644. 4 0. 5 2,644.
Date of ruling or determination letter: _____ (attach copy of letter if necessary – see instrs)	
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	
c All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, column (b)	
2 Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)	
3 Add lines 1 and 2	
4 Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)	
5 Tax based on investment income. Subtract line 4 from line 3. If zero or less, enter -0-	
6 Credits/Payments.	
a 2011 estimated tax pmts and 2010 overpayment credited to 2011	6a 3,200.
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 3,200.
8 Enter any penalty for underpayment of estimated tax. Check here <input 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 0.
10 Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10 556.
11 Enter the amount of line 10 to be: Credited to 2012 estimated tax ►	556.
	Refunded
	11 0.

Part VII-A Statements Regarding Activities

1 a During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?

	Yes	No
1a	<input checked="" type="checkbox"/>	

b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see the instructions for definition)?

	1b	<input checked="" type="checkbox"/>
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If the answer is 'Yes' to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities.

	1c	<input checked="" type="checkbox"/>
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c Did the foundation file **Form 1120-POL** for this year?

	1c	<input checked="" type="checkbox"/>
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d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year.

	1c	<input checked="" type="checkbox"/>
--	-----------	-------------------------------------

(1) On the foundation ► \$ **0.** (2) On foundation managers ► \$ **0.**

	1c	<input checked="" type="checkbox"/>
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e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers ► \$ **0.**

	1c	<input checked="" type="checkbox"/>
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2 Has the foundation engaged in any activities that have not previously been reported to the IRS?

	2	<input checked="" type="checkbox"/>
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If 'Yes,' attach a detailed description of the activities.

	2	<input checked="" type="checkbox"/>
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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	<input checked="" type="checkbox"/>
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4a Did the foundation have unrelated business gross income of \$1,000 or more during the year?

	4a	<input checked="" type="checkbox"/>
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b If 'Yes,' has it filed a tax return on **Form 990-T** for this year?

	4a	<input checked="" type="checkbox"/>
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5 Was there a liquidation, termination, dissolution, or substantial contraction during the year?

	4b	<input type="checkbox"/> N/A
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If 'Yes,' attach the statement required by General Instruction T.

	5	<input checked="" type="checkbox"/>
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6 Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either.

	6	<input checked="" type="checkbox"/>
--	----------	-------------------------------------

• By language in the governing instrument, or

	6	<input checked="" type="checkbox"/>
--	----------	-------------------------------------

• 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	<input checked="" type="checkbox"/>
--	----------	-------------------------------------

7 Did the foundation have at least \$5,000 in assets at any time during the year? If 'Yes,' complete Part II, column (c), and Part XIV

	7	<input checked="" type="checkbox"/>
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8a Enter the states to which the foundation reports or with which it is registered (see instructions)

	8a	<input checked="" type="checkbox"/>
--	-----------	-------------------------------------

CA

	8a	<input checked="" type="checkbox"/>
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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	<input checked="" type="checkbox"/>
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9 Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2011 or the taxable year beginning in 2011 (see instructions for Part XIV)? If 'Yes,' complete Part XIV

	9	<input checked="" type="checkbox"/>
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10 Did any persons become substantial contributors during the tax year? If 'Yes,' attach a schedule listing their names and addresses.

	10	<input checked="" type="checkbox"/>
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Part VII-A Statements Regarding Activities (continued)

11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If 'Yes', attach schedule (see instructions)	11	X
12	Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If 'Yes,' attach statement (see instructions)	12	X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address	13	X
14	The books are in care of ► <u>D. EUGENE RICHARD, TRUSTEE</u> Telephone no. ► <u>(650) 755-2333</u> Located at ► <u>950 JOHN DALY BLVD, #300 DALY CITY, CA</u> ZIP + 4 ► <u>94015-3004</u>		
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 – Check here and enter the amount of tax-exempt interest received or accrued during the year	N/A	► 15 N/A
16	At any time during calendar year 2011, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country? See the instructions for exceptions and filing requirements for Form TD F 90-22.1. If 'Yes,' enter the name of the foreign country ►	16	Yes X No

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 checked="" type="checkbox"/> Yes	<input 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 checked="" type="checkbox"/> Yes	<input 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)? Organizations relying on a current notice regarding disaster assistance check here ►	1b	X
c	Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2011?	1c	X
2	Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5)).		
a	At the end of tax year 2011, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2011? If 'Yes,' list the years ► 20__, 20__, 20__, 20__.	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
b	Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer 'No' and attach statement – see instructions.)	2b	N/A
c	If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here. ► 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?	<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.)	3b	N/A
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a	X
b	Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2011?	4b	X

Part VII-B Statements Regarding Activities for Which Form 4720 May Be Required (continued)**5a** During the year did the foundation pay or incur any amount to:

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

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

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

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

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

b If any answer is 'Yes' to 5a(1)-(5), did any of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance (see instructions)?Organizations relying on a current notice regarding disaster assistance check here **c** If the answer is 'Yes' to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant? N/A Yes No

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

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

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**5b** N/A**6b** X**7b****Part VIII Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors****1 List all officers, directors, trustees, foundation managers and their compensation (see instructions).**

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
SEE STATEMENT 9		89,372.	0.	0.

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

(a) Name and address of each employee paid more than \$50,000	(b) Title, and average hours per week devoted to position	(c) Compensation	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
NONE				

Total number of other employees paid over \$50,000. 0
 BAA TEEA0306L 12/05/11

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

3 Five highest-paid independent contractors for professional services (see instructions). If none, enter 'NONE.'

(a) Name and address of each person paid more than \$50,000	(b) Type of service	(c) Compensation
NONE		

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.

organizations and other beneficiaries served, conferences convened, research papers produced, etc.	
1	N/A
2	
3	
4	

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

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2.

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.**

BAA

Form 990-PF (2011)

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

b Average of monthly cash balances

c Fair market value of all other assets (see instructions)

d **Total** (add lines 1a, b, and c)

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

3 Subtract line 2 from line 1d

4 Cash deemed held for charitable activities. Enter 1-1/2% of line 3
(for greater amount, see instructions)

5 **Net value of noncharitable-use assets.** Subtract line 4 from line 3. Enter here and on Part V, line 4

6 **Minimum investment return.** Enter 5% of line 5

1a	9,442,057.
1b	454,917.
1c	
1d	9,896,974.
2	0.
3	9,896,974.
4	148,455.
5	9,748,519.
6	487,426.

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

1 487,426.

2a Tax on investment income for 2011 from Part VI, line 5

2a 2,644.

b Income tax for 2011. (This does not include the tax from Part VI.)

2b

c Add lines 2a and 2b

2c 2,644.

3 Distributable amount before adjustments. Subtract line 2c from line 1.

3 484,782.

4 Recoveries of amounts treated as qualifying distributions

4

5 Add lines 3 and 4

5 484,782.

6 Deduction from distributable amount (see instructions)

6

7 **Distributable amount** as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1

7 484,782.

Part XII Qualifying Distributions (see instructions)

1 Amounts paid (including administrative expenses) to accomplish charitable, etc, purposes.

1a 529,143.

a Expenses, contributions, gifts, etc – total from Part I, column (d), line 26

1b

b Program-related investments – total from Part IX-B

2

2 Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc, purposes

3a

3 Amounts set aside for specific charitable projects that satisfy the.

3b

a Suitability test (prior IRS approval required)

4

b Cash distribution test (attach the required schedule)

5 529,143.

4 **Qualifying distributions.** Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4

6

5 Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income.
Enter 1% of Part I, line 27b (see instructions)

5 2,644.

6 **Adjusted qualifying distributions.** Subtract line 5 from line 4

6 526,499.

Note. The amount on line 6 will be used in Part V, column (b), in subsequent years when calculating whether the foundation qualifies for the section 4940(e) reduction of tax in those years.

Part XIII Undistributed Income (see instructions)

	(a) Corpus	(b) Years prior to 2010	(c) 2010	(d) 2011
1 Distributable amount for 2011 from Part XI, line 7				484,782.
2 Undistributed income, if any, as of the end of 2011:			336,951.	
a Enter amount for 2010 only		0.		
b Total for prior years 20____, 20____, 20____				
3 Excess distributions carryover, if any, to 2011:				
a From 2006				
b From 2007				
c From 2008				
d From 2009				
e From 2010				
f Total of lines 3a through e	0.			
4 Qualifying distributions for 2011 from Part XII, line 4. ► \$ 529,143.			336,951.	
a Applied to 2010, but not more than line 2a				
b Applied to undistributed income of prior years (Election required – see instructions)		0.		
c Treated as distributions out of corpus (Election required – see instructions)	0.			
d Applied to 2011 distributable amount..				192,192.
e Remaining amount distributed out of corpus	0.			
5 Excess distributions carryover applied to 2011 (If an amount appears in column (d), the same amount must be shown in column (a).)	0.			0.
6 Enter the net total of each column as indicated below:				
a Corpus Add lines 3f, 4c, and 4e. Subtract line 5	0.			
b Prior years' undistributed income. Subtract line 4b from line 2b		0.		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed		0.		
d Subtract line 6c from line 6b. Taxable amount – see instructions		0.		
e Undistributed income for 2010. Subtract line 4a from line 2a. Taxable amount – see instructions..			0.	
f Undistributed income for 2011. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2012				292,590.
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see instructions)	0.			
8 Excess distributions carryover from 2006 not applied on line 5 or line 7 (see instructions)	0.			
9 Excess distributions carryover to 2012. Subtract lines 7 and 8 from line 6a..	0.			
10 Analysis of line 9.				
a Excess from 2007				
b Excess from 2008				
c Excess from 2009				
d Excess from 2010				
e Excess from 2011				

BAA

Form 990-PF (2011)

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

N/A

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 foundation is a private operating foundation described in section <input type="checkbox"/> 4942(j)(3) or <input checked="" type="checkbox"/> 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				
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 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:

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)				
<i>a Paid during the year</i> SEE STATEMENT 12 FOR CHARITY NAMES AND ADDRESSES BAY AREA COUNTIES, CA				454,143.
Total				► 3a 454,143.
<i>b Approved for future payment</i>				
Total				► 3b

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated.

	Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income (See instructions)
	(a) Business code	(b) Amount	(c) Exclu- sion code	(d) Amount	
1 Program service revenue:					
a					
b					
c					
d					
e					
f					
g Fees and contracts from government agencies . . .					
2 Membership dues and assessments . . .					
3 Interest on savings and temporary cash investments . . .			14	1,005.	
4 Dividends and interest from securities . . .			14	326,551.	
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	-1,992.	
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)				325,564.	
13 Total. Add line 12, columns (b), (d), and (e)					325,564.

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

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

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

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

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
(2) Other assets

b Other transactions:

- (1) Sales of assets to a noncharitable exempt organization
- (2) Purchases of assets from a noncharitable exempt organization
- (3) Rental of facilities, equipment, or other assets
- (4) Reimbursement arrangements
- (5) Loans or loan guarantees
- (6) Performance of services or membership or fundraising solicitations

c Sharing of facilities, equipment, mailing lists, other assets, or paid employees

	Yes	No
1a (1)	X	
1a (2)	X	
1b (1)	X	
1b (2)	X	
1b (3)	X	
1b (4)	X	
1b (5)	X	
1b (6)	X	
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.

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.

B If Yes, complete the following schedule.		
(a) Name of organization	(b) Type of organization	(c) Description of relationship
N/A		

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.

Sign
Here

 D. Eugene Richard

10/31, 12

Date

TRUSTEE

May the IRS discuss this return with the preparer shown below (see instructions)?

Signature of filer/Trustee		Date	Date	Yes <input checked="" type="checkbox"/>	No <input type="checkbox"/>	
Paid Preparer Use Only	Print/Type preparer's name		Preparer's signature	Date	Check <input checked="" type="checkbox"/> if self-employed	PTIN
	C J NORMAN FRITZ		<i>C. Norman Fritz</i>	8/06/12	P00754754	
	Firm's name	► C J NORMAN FRITZ			Firm's EIN ► NONE	
Firm's address	► 127 EUCALYPTUS KNOLL MILL VALLEY, CA 94941-2247			Phone no	(415) 388-8066	

BAA

DOELGER CHARITABLE TRUST

E.I.N. 94-6468716

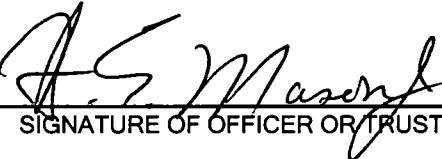
YEAR ENDED 6/30/2012

FORM 990-PF - RETURN OF PRIVATE FOUNDATION

=====

ADDITIONAL TRUSTEE SIGNATURES

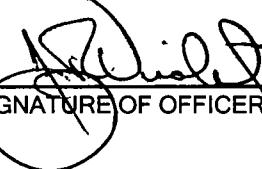
UNDER PENALTIES OF PERJURY, I DECLARE THAT I HAVE EXAMINED THIS RETURN, INCLUDING ACCOMPANYING SCHEDULES AND STATEMENTS, AND TO THE BEST OF MY KNOWLEDGE AND BELIEF, IT IS TRUE, CORRECT, AND COMPLETE.



SIGNATURE OF OFFICER OR TRUSTEE

10-31-2012
DATE

TRUSTEE
TITLE



SIGNATURE OF OFFICER OR TRUSTEE

10/31/2012
DATE

TRUSTEE
TITLE



SIGNATURE OF OFFICER OR TRUSTEE

11/5/12
DATE

TRUSTEE
TITLE

YEAR ENDED 6/30/2012

FORM 990-PF, PART I - REVENUE

=====

(a) REVENUE AND EXPENSES PER THE BOOKS	(b) NET INVESTMENT INCOME
---	------------------------------------

LINE 3 - INTEREST ON TEMP CASH INVESTMENTS

BANK OF AMERICA PRIMA CHECKING	537.	537.
BANK OF AMERICA CERTIFICATES OF DEPOSIT	157.	157.
CITIBANK CERTIFICATE OF DEPOSIT	311.	311.
TOTALS TO LINE 3	1,005.	1,005.

LINE 4 - DIVIDENDS AND INTEREST FROM SECURITIES

DIVIDENDS:

3M COMPANY	9,120.	9,120.
ABBOTT LABORATORIES	4,410.	4,410.
ABM INDUSTRIES INC	8,550.	8,550.
AMERICAN CAMPUS COMMUNITIES INC	13,500.	13,500.
AT&T INC	12,180.	12,180.
BANK OF AMERICA CORP	560.	560.
BB&T CORP	5,780.	5,780.
BLACKROCK INC	1,500.	1,500.
CHEVRON TEXACO CORP	21,450.	21,450.
COCA COLA CO	11,520.	11,520.
EQUITY RESIDENTIAL PROPERTIES	11,060.	11,060.
EXXON MOBIL CORP	16,830.	16,830.
FRONTIER COMMUNICATIONS CORP	5,600.	5,600.
GENERAL ELECTRIC CO	10,240.	10,240.
HCP INC	4,420.	4,420.
INTEGRYS ENERGY GROUP INC	12,240.	12,240.
INTEL CORP	5,460.	5,460.
JOHNSON & JOHNSON	10,440.	10,440.
OCCIDENTAL PETROLEUM CORP	7,680.	7,680.
PFIZER INC	6,720.	6,720.
PROCTER & GAMBLE CO	10,685.	10,685.
PROLOGIS INC	1,999.	1,999.
U.S. BANCORP	4,560.	4,560.
VERIZON COMMUNICATIONS INC	21,863.	21,863.
WASHINGTON FEDERAL INC	3,920.	3,920.
WELLS FARGO & CO	7,480.	7,480.
WINDSTREAM CORP	25,000.	25,000.
LESS RETURN OF CAPITAL	-15,259.	-15,259.
LESS DIVIDENDS CLASSIFIED AS LONG-TERM CAPITAL GAIN DIVIDENDS, REPORTED IN PART IV, LINE 1b	-6,083.	-6,083.
SUBTOTALS	233,425.	233,425.

DOELGER CHARITABLE TRUST

E.I.N. 94-6468716

YEAR ENDED 6/30/2012

FORM 990-PF, PART I - REVENUE

=====

	(a) REVENUE AND EXPENSES <u>PER THE BOOKS</u>	(b) NET INVESTMENT INCOME
<u>LINE 4 - DIVIDENDS AND INTEREST FROM SECURITIES (CONTINUED)</u>		
INTEREST:		
G.N.M.A. SECURITIES	67,194.	67,194.
BANK OF AMERICA CORPORATE NOTE	13,432.	13,432.
HSBC USA INC CORPORATE NOTE	<u>12,500.</u>	<u>12,500.</u>
TOTALS TO LINE 4	<u>326,551.</u>	<u>326,551.</u>

YEAR ENDED 6/30/2012

FORM 990-PF, PART I - EXPENSES

=====

(a) REVENUE AND EXPENSES PER THE BOOKS	(b) NET INVESTMENT INCOME	(d) DISBURSEMENTS FOR CHARITABLE PURPOSES
---	------------------------------------	--

LINE 16(a) - LEGAL FEES

SERVICES REGARDING TRUST ADMINISTRATIVE MATTERS	<u>4,215.</u>	<u>0.</u>	<u>4,215.</u>
TOTALS TO LINE 16(a)	<u>4,215.</u>	<u>0.</u>	<u>4,215.</u>

LINE 16(b) - ACCOUNTING FEES

PREPARATION OF EXEMPT ORGANIZATION RETURNS	<u>5,500.</u>	<u>0.</u>	<u>5,500.</u>
TOTALS TO LINE 16(b)	<u>5,500.</u>	<u>0.</u>	<u>5,500.</u>

LINE 18 - TAXES

FEDERAL EXCISE TAX:			
PRIOR-YEAR BALANCE DUE	<u>0.</u>	<u>0.</u>	<u>0.</u>
CURRENT YEAR	<u>1,457.</u>	<u>0.</u>	<u>0.</u>
TOTALS TO LINE 18	<u>1,457.</u>	<u>0.</u>	<u>0.</u>

LINE 23 - OTHER EXPENSES

ADMINISTRATIVE EXPENSE	<u>37,139.</u>	<u>18,570.</u>	<u>18,569.</u>
LIABILITY INSURANCE	<u>1,250.</u>	<u>0.</u>	<u>1,250.</u>
SMALL FOUNDATIONS MEMBERSHIP	<u>695.</u>	<u>0.</u>	<u>695.</u>
BANK CHARGES	<u>-125.</u>	<u>-125.</u>	<u>0.</u>
ANNUAL FILING FEES:			
REG OF CHARITABLE TRUSTS	<u>75.</u>	<u>0.</u>	<u>75.</u>
FRANCHISE TAX BOARD	<u>10.</u>	<u>0.</u>	<u>10.</u>
TOTALS TO LINE 23	<u>39,044.</u>	<u>18,445.</u>	<u>20,599.</u>

YEAR ENDED 6/30/2012

FORM 990-PF, PART II - CORPORATE STOCK INVESTMENTS

=====

SECURITY	NUMBER OF SHARES	(a) BEGINNING BOOK VALUE	(b) END OF YEAR BOOK VALUE	(c) END OF YEAR FAIR MARKET VALUE
3M COMPANY	4,000	312,574.	312,574.	358,400.
ABBOTT LABORATORIES	3,000	95,171.	150,571.	193,410.
ABM INDUSTRIES INC	15,000	208,119.	208,119.	293,400.
AMERICAN CAMPUS COMMUNITIES INC	10,000	230,183.	223,815.	449,800.
AT&T INC	7,000	260,931.	260,931.	249,620.
BANK OF AMERICA CORP	14,000	410,492.	410,492.	114,520.
BB&T CORP	8,500	315,936.	315,936.	262,225.
BLACKROCK INC	500	0.	88,556.	84,910.
CHEVRON CORPORATION	6,500	79,422.	79,422.	685,750.
COCA COLA CO	6,000	255,540.	255,540.	469,140.
EQUITY RESIDENTIAL PROPERTIES	7,000	198,180.	198,180.	436,520.
EXXON MOBIL CORP	8,500	98,002.	98,002.	727,345.
FRONTIER COMMUNICATIONS CORP	8,500	85,004.	64,538.	32,555.
GENERAL ELECTRIC CO	16,000	110,292.	110,292.	333,440.
HCP INC	2,500	68,118.	85,967.	110,375.
INTEGRYS ENERGY GROUP INC	4,500	224,874.	224,874.	255,915.
INTEL CORP	8,000	106,196.	180,013.	213,200.
JOHNSON & JOHNSON	4,500	246,260.	246,260.	304,020.
OCCIDENTAL PETROLEUM CORP	4,000	198,889.	198,889.	343,080.
PFIZER INC	8,000	240,370.	240,370.	184,000.
PROCTER & GAMBLE CO	5,000	231,485.	231,485.	306,250.
PROLOGIS INC	1,785	54,711.	54,453.	59,316.
U.S. BANCORP	8,000	284,287.	284,287.	257,280.
VERIZON COMMUNICATIONS INC	11,000	251,290.	251,290.	488,840.
WASHINGTON FEDERAL INC	14,000	265,942.	265,942.	236,460.
WELLS FARGO & CO	11,000	271,455.	271,455.	367,840.
WINDSTREAM CORP	25,000	283,631.	283,631.	241,500.
TOTALS TO LINE 10(b)		<u>5,387,356.</u>	<u>5,595,884.</u>	<u>8,059,111.</u>

YEAR ENDED 6/30/2012

FORM 990-PF, PART II - CORPORATE BOND INVESTMENTS

SECURITY	INTEREST RATE	DATE OF MATURITY	(a) BEGINNING BOOK VALUE	(b) END OF YEAR BOOK VALUE	(c) END OF YEAR FAIR MARKET VALUE
G.N.M.A.	9.50%	7/15/2017	7,643.	6,384.	6,706.
G.N.M.A.	9.00%	5/15/2021	9,517.	8,887.	9,235.
G.N.M.A.	8.50%	6/15/2020	4,414.	3,971.	4,006.
G.N.M.A.	8.00%	8/15/2021	1,482.	1,091.	1,118.
G.N.M.A.	8.00%	2/15/2022	3,523.	2,943.	3,095.
G.N.M.A.	8.00%	7/15/2024	766.	663.	677.
G.N.M.A.	7.50%	12/15/2022	2,557.	2,416.	2,459.
G.N.M.A.	7.50%	6/15/2030	43,588.	21,488.	22,121.
G.N.M.A.	7.00%	3/15/2022	7,194.	2,079.	2,413.
G.N.M.A.	7.00%	11/15/2022	9,890.	7,865.	9,126.
G.N.M.A.	7.00%	6/15/2023	1,639.	994.	1,161.
G.N.M.A.	7.00%	7/15/2023	7,257.	4,802.	5,611.
G.N.M.A.	7.00%	8/15/2023	1,482.	1,402.	1,639.
G.N.M.A.	7.00%	8/15/2023	3,309.	2,943.	3,439.
G.N.M.A.	7.00%	12/15/2023	1,906.	1,738.	2,031.
G.N.M.A.	7.00%	3/15/2024	1,068.	953.	1,120.
G.N.M.A.	7.00%	1/15/2026	2,299.	2,193.	2,605.
G.N.M.A.	7.00%	9/15/2028	6,967.	6,755.	7,915.
G.N.M.A.	7.00%	4/15/2029	3,158.	2,987.	3,501.
G.N.M.A.	7.00%	7/15/2029	23,467.	22,653.	27,287.
G.N.M.A.	7.00%	11/15/2029	26,329.	25,632.	31,110.
G.N.M.A.	7.00%	12/15/2030	18,057.	9,361.	11,144.
G.N.M.A.	6.50%	2/15/2024	6,981.	5,535.	6,374.
G.N.M.A.	6.50%	4/15/2031	39,560.	27,468.	31,836.
G.N.M.A.	6.00%	1/15/2032	23,143.	19,823.	22,619.
G.N.M.A.	6.00%	1/15/2032	20,777.	15,476.	17,712.
G.N.M.A.	6.00%	7/15/2032	28,672.	27,990.	31,000.
G.N.M.A.	5.50%	5/15/2034	184,756.	178,823.	200,319.
G.N.M.A.	5.50%	11/15/2035	67,141.	59,166.	65,875.
G.N.M.A.	5.50%	1/15/2036	75,207.	57,493.	63,439.
G.N.M.A.	5.50%	5/15/2039	323,730.	251,147.	265,572.

YEAR ENDED 6/30/2012

FORM 990-PF, PART II - CORPORATE BOND INVESTMENTS

=====

SECURITY	INTEREST RATE	DATE OF MATURITY	(a) BEGINNING BOOK VALUE	(b) END OF YEAR BOOK VALUE	(c) END OF YEAR FAIR MARKET VALUE
G.N.M.A.	5.00%	10/15/2034	76,223.	74,291.	81,840.
G.N.M.A.	5.00%	3/15/2035	102,978.	77,044.	85,668.
G.N.M.A.	5.00%	8/15/2035	107,716.	74,731.	82,688.
G.N.M.A.	5.00%	6/20/2039	253,750.	0.	0.
G.N.M.A.	4.75%	8/15/2033	83,434.	25,933.	28,924.

CORPORATE NOTES:

BANK OF AMERICA	5.375%	6/30/2025	250,005.	0.	0.
HSBC USA INC	5.000%	9/27/2020	248,054.	248,054.	254,028.
		TOTALS TO LINE 10(c)	<u>2,079,639.</u>	<u>1,283,174.</u>	<u>1,397,412.</u>

YEAR ENDED 6/30/2012

FORM 990-PF, PART IV - CAPITAL GAINS AND LOSSES

LINE 1a - SECURITIES GAINS AND LOSSES

<u>SECURITY</u>	<u>QUANTITY</u>	<u>BOUGHT</u>	<u>SOLD</u>	<u>PROCEEDS</u>	<u>COST</u>	<u>GAIN/LOSS</u>
FRONTIER COMMUNICATIONS CORP	1,500.	VARIOUS	6/04/12	5,298.	13,373.	-8,075.
		TOTALS TO PART IV, LINE 1a		<u>5,298.</u>	<u>13,373.</u>	<u>-8,075.</u>

LINE 1b - CAPITAL GAIN DIVIDENDS

<u>SECURITY</u>	<u>CAP GAIN</u>	<u>DIVIDENDS</u>
EQUITY RESIDENTIAL PROPERTIES	4,402.	
HCP INC	471.	
PROLOGIS INC		1,210.
		TOTAL TO PART IV, LINE 1b
		<u>6,083.</u>

FORM 990-PF, PART VII-B - STATEMENTS REGARDING ACTIVITIES

LINE 1a(4) - COMPENSATION TO DISQUALIFIED PERSON

COMPENSATION PAID TO TRUSTEES (SEE STATEMENT 9) WAS REASONABLE, AND THUS AN EXCEPTED ACT AS DESCRIBED IN REGULATIONS SECTION 53.4941(d)-3(c). COMPENSATION FOR SERVICES PROVIDED BY THE TRUSTEES IS REVIEWED AND APPROVED BY THE SUPERIOR COURT OF CALIFORNIA, COUNTY OF SAN MATEO. THE TOTAL TRUSTEE COMPENSATION HAS BEEN SET AT 0.9% OF THE FAIR MARKET VALUE OF THE ASSETS OF THE FOUNDATION. AFTER THE COURT'S APPROVAL OF COMPENSATION, THE TRUSTEES REVIEW AND ALLOCATE THE TOTAL AMOUNT AMONGST THE TRUSTEES BASED ON EXPERIENCE AND HISTORY WITH THE FOUNDATION.

LINE 1a(6) - AGREEMENT TO PAY A GOVERNMENT OFFICIAL

TRUSTEE JOHN VIOLET IS AN ELECTED OFFICIAL OF A CALIFORNIA MUNICIPALITY. HIS GROSS ANNUAL COMPENSATION FROM THE MUNICIPALITY IS LESS THAN THE AMOUNT SPECIFIED IN INTERNAL REVENUE CODE SECTION 4946(c)(5). THUS, PAYMENT BY THE FOUNDATION OF REASONABLE TRUSTEE FEES TO JOHN VIOLET DOES NOT CONSTITUTE AN ACT OF SELF-DEALING.

YEAR ENDED 6/30/2012

FORM 990-PF, PART VIII - TRUSTEE INFORMATION

(a) <u>NAME AND ADDRESS OF TRUSTEE</u>	(b) <u>TITLE, AND AVERAGE HOURS PER WEEK DEVOTED TO POSITION</u>	(c) <u>COMPENSATION</u>	(d) <u>CONTRIBUTIONS TO EMPLOYEE BENEFIT PLANS</u>	(e) <u>EXPENSE ACCT AND OTHER ALLOWANCES</u>
HOWARD E MASON, JR 950 JOHN DALY BLVD #300 DALY CITY, CA 94015	TRUSTEE 2 - 4 HOURS PER WEEK	22,343.	0.	0.
JOHN F NICOLAI 950 JOHN DALY BLVD #300 DALY CITY, CA 94015	TRUSTEE 2 - 4 HOURS PER WEEK	22,343.	0.	0.
D EUGENE RICHARD 950 JOHN DALY BLVD #300 DALY CITY, CA 94015	TRUSTEE 2 - 4 HOURS PER WEEK	22,343.	0.	0.
JOHN VIOLET 950 JOHN DALY BLVD #300 DALY CITY, CA 94015	TRUSTEE 2 - 4 HOURS PER WEEK	22,343.	0.	0.
TOTALS TO PART VIII, LINE 1		89,372.	1	0.
				0.

NOTES:

¹ TRUSTEE COMPENSATION REPORTED HERE IS BASED ON SERVICES
PERFORMED IN THE FISCAL YEAR ENDED JUNE 30, 2011.

YEAR ENDED 6/30/2012

FORM 990-PF, PART X - MINIMUM INVESTMENT RETURN

LINE 1a - AVERAGE FMV OF SECURITIES

<u>MONTH ENDING</u>	<u>FAIR MARKET VALUE CORPORATE STOCK</u>	<u>FAIR MARKET VALUE CORPORATE BONDS</u>	<u>FAIR MARKET VALUE OF ALL SECURITIES</u>
7/31/2011	7,428,285.	2,186,366.	9,614,651.
8/31/2011	7,199,579.	2,164,161.	9,363,740.
9/30/2011	6,829,716.	2,146,413.	8,976,129.
10/31/2011	6,868,521.	2,096,781.	8,965,303.
11/30/2011	7,126,210.	1,999,964.	9,126,174.
12/31/2011	7,287,381.	1,887,079.	9,174,460.
1/31/2012	7,582,675.	1,811,676.	9,394,351.
2/29/2012	7,810,270.	1,775,459.	9,585,729.
3/31/2012	8,031,982.	1,748,228.	9,780,210.
4/30/2012	8,132,696.	1,733,507.	9,866,204.
5/31/2012	8,112,812.	1,711,898.	9,824,710.
6/30/2012	8,085,961.	1,547,061.	<u>9,633,022.</u>
 TOTAL			113,304,682.
DIVIDED BY 12			<u>+ 12</u>
 CARRY TO PART X, LINE 1a			<u>9,442,057.</u>

LINE 1b - AVERAGE CASH BALANCES

<u>MONTH ENDING</u>	<u>MONTHLY CASH BALANCE</u>
7/31/2011	246,428.
8/31/2011	287,291.
9/30/2011	324,170.
10/31/2011	392,999.
11/30/2011	494,424.
12/31/2011	544,454.
1/31/2012	502,517.
2/29/2012	497,053.
3/31/2012	551,912.
4/30/2012	592,566.
5/31/2012	530,108.
6/30/2012	<u>495,080.</u>
 TOTAL	5,459,004.
DIVIDED BY 12	<u>+ 12</u>
 CARRY TO PART X, LINE 1b	<u>454,917.</u>

FORM 990-PF, PART XV - SUPPLEMENTARY INFORMATION
LINE 2 - INFORMATION REGARDING GRANT PROGRAMS

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UNDER TERMS OF THE WILL OF HENRY DOELGER, THE DOELGER CHARITABLE TRUST MAKES CONTRIBUTIONS TO THE FOLLOWING EIGHT PUBLIC CHARITIES ONLY:

1. **LELAND STANFORD JUNIOR UNIVERSITY**
PALO ALTO, CALIFORNIA
2. **UNIVERSITY OF SANTA CLARA**
SANTA CLARA, CALIFORNIA
3. **SETON MEDICAL CENTER**
DALY CITY, CALIFORNIA
4. **ST. IGNATIUS COLLEGE PREPARATORY SCHOOL**
SAN FRANCISCO, CALIFORNIA
5. **HEALDSBURG ANIMAL SHELTER**
HEALDSBURG, CALIFORNIA
6. **THE MARIN HUMANE SOCIETY**
NOVATO, CALIFORNIA
7. **SAN FRANCISCO SOCIETY FOR PREVENTION
OF CRUELTY TO ANIMALS**
SAN FRANCISCO, CALIFORNIA
8. **PENINSULA HUMANE SOCIETY**
SAN MATEO, CALIFORNIA

YEAR ENDED 6/30/2012

FORM 990-PF, PART XV - SUPPLEMENTARY INFORMATION
 LINE 3(a) - GRANTS PAID DURING THE YEAR

GRANT RECIPIENT	STATUS OF RECIPIENT	PURPOSE OF GRANT	AMOUNT
LELAND STANFORD JR UNIVERSITY PALO ALTO, CALIFORNIA	PUBLIC CHARITY SCHOOL	EDUCATIONAL	84,714.
UNIVERSITY OF SANTA CLARA SANTA CLARA, CALIFORNIA	PUBLIC CHARITY SCHOOL	EDUCATIONAL	84,714.
SETON MEDICAL CENTER DALY CITY, CALIFORNIA	PUBLIC CHARITY HOSPITAL	MEDICAL	42,357.
ST. IGNATIUS COLLEGE PREPARATORY SAN FRANCISCO, CALIFORNIA	PUBLIC CHARITY SCHOOL	EDUCATIONAL	42,357.
HEALDSBURG ANIMAL SHELTER HEALDSBURG, CALIFORNIA	PUBLIC CHARITY SEC 509(A)(1)	PREVENT ANIMAL CRUELTY	80,000.
THE MARIN HUMANE SOCIETY NOVATO, CALIFORNIA	PUBLIC CHARITY SEC 509(A)(1)	PREVENT ANIMAL CRUELTY	40,000.
SAN FRANCISCO S.P.C.A. SAN FRANCISCO, CALIFORNIA	PUBLIC CHARITY SEC 509(A)(1)	PREVENT ANIMAL CRUELTY	40,000.
PENINSULA HUMANE SOCIETY SAN MATEO, CALIFORNIA	PUBLIC CHARITY SEC 509(A)(1)	PREVENT ANIMAL CRUELTY	40,000.
TOTAL TO PART XV, LINE 3(a)			<u>454,143.</u>