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Form **990**

Department of the Treasury
Internal Revenue Service

Return of Organization Exempt From Income Tax

Under section 501(c), 527, or 4947(a)(1) of the Internal Revenue Code (except black lung benefit trust or private foundation)

▶ The organization may have to use a copy of this return to satisfy state reporting requirements

OMB No 1545-0047

2011

Open to Public Inspection

A For the 2011 calendar year, or tax year beginning 11-01-2011 and ending 10-31-2012

B Check if applicable
- ☐ Address change
- ☐ Name change
- ☐ Initial return
- ☐ Terminated
- ☐ Amended return
- ☐ Application pending

C Name of organization
GRAND LODGE OF FREE AND ACCEPTED MASONS OF CALIFORNIA

Doing Business As

Number and street (or P O box if mail is not delivered to street address) | Room/suite
1111 CALIFORNIA ST

City or town, state or country, and ZIP + 4
SAN FRANCISCO, CA 94108

D Employer identification number
94-0487790

E Telephone number
(415)776-7000

G Gross receipts $ 18,596,748

F Name and address of principal officer
THOMAS BOYER
1111 CALIFORNIA ST
SAN FRANCISCO,CA 94108

H(a) Is this a group return for affiliates? ☐ Yes ☑ No

H(b) Are all affiliates included? ☐ Yes ☐ No
If "No," attach a list (see instructions)

H(c) Group exemption number ▶ 0214

I Tax-exempt status ☐ 501(c)(3) ☑ 501(c) (10) ◀ (insert no) ☐ 4947(a)(1) or ☐ 527

J Website: ▶ HTTP //WWW FREEMASON ORG

K Form of organization ☐ Corporation ☐ Trust ☐ Association ☑ Other ▶ FRATERNAL ORGANIZATION | **L** Year of formation 1936 | **M** State of legal domicile CA

Part I Summary

1 Briefly describe the organization's mission or most significant activities
A MAN WHO STRIVES TO IMPROVE HIMSELF CAN ALSO IMPROVE HIS COMMUNITY AND THE WORLD AT LARGE THIS IS THE MISSION OF THE MASONS OF CALIFORNIA THROUGH MASONIC PRINCIPLES AND TRADITION, WE FOSTER PERSONAL GROWTH AND IMPROVE THE LIVES OF OTHERS MASONRY IN CALIFORNIA IS A RELEVANT AND RESPECTED ORGANIZATION - BOTH INSIDE AND OUTSIDE OF THE FRATERNITY WE MAKE A PROFOUND DIFFERENCE IN THE LIVES OF OUR MEMBERS AND IN CALIFORNIA COMMUNITIES WE ARE ENGAGED IN THE WORLDWIDE PRINCIPLES AND FELLOWSHIP OF FREEMASONRY

2 Check this box ▶ ☐ if the organization discontinued its operations or disposed of more than 25% of its net assets

3	Number of voting members of the governing body (Part VI, line 1a)	**3**	6
4	Number of independent voting members of the governing body (Part VI, line 1b)	**4**	5
5	Total number of individuals employed in calendar year 2011 (Part V, line 2a)	**5**	69
6	Total number of volunteers (estimate if necessary)	**6**	32
7a	Total unrelated business revenue from Part VIII, column (C), line 12	**7a**	0
b	Net unrelated business taxable income from Form 990-T, line 34	**7b**	0

		Prior Year	Current Year
Revenue			
8	Contributions and grants (Part VIII, line 1h)	205,000	173,454
9	Program service revenue (Part VIII, line 2g)	2,237,861	2,323,726
10	Investment income (Part VIII, column (A), lines 3, 4, and 7d)	164,045	960,390
11	Other revenue (Part VIII, column (A), lines 5, 6d, 8c, 9c, 10c, and 11e)	186,470	1,598,123
12	Total revenue—add lines 8 through 11 (must equal Part VIII, column (A), line 12)	2,793,376	5,055,693
Expenses			
13	Grants and similar amounts paid (Part IX, column (A), lines 1–3)	0	0
14	Benefits paid to or for members (Part IX, column (A), line 4)	0	0
15	Salaries, other compensation, employee benefits (Part IX, column (A), lines 5–10)	1,003,795	1,018,933
16a	Professional fundraising fees (Part IX, column (A), line 11e)	0	0
b	Total fundraising expenses (Part IX, column (D), line 25) ▶0		
17	Other expenses (Part IX, column (A), lines 11a–11d, 11f–24e)	1,868,367	1,920,324
18	Total expenses Add lines 13–17 (must equal Part IX, column (A), line 25)	2,872,162	2,939,257
19	Revenue less expenses Subtract line 18 from line 12	-78,786	2,116,436

		Beginning of Current Year	End of Year
Net Assets or Fund Balances			
20	Total assets (Part X, line 16)	8,439,357	10,957,303
21	Total liabilities (Part X, line 26)	5,217,452	5,507,577
22	Net assets or fund balances Subtract line 21 from line 20	3,221,905	5,449,726

Part II Signature Block

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 officer) is based on all information of which preparer has any knowledge.

Sign Here

****** | 2013-09-13
Signature of officer | Date

THOMAS BOYER CFO
Type or print name and title

Paid Preparer's Use Only

Preparer's signature ▶ TRACY PAGLIA | Date | Check if self-employed ▶ ☐ | Preparer's taxpayer identification number (see instructions) P00366884

Firm's name (or yours if self-employed), address, and ZIP + 4 ▶ MOSS ADAMS LLP
3121 W MARCH LANE SUITE 100
STOCKTON, CA 95219

EIN ▶ 91-0189318

Phone no ▶ (209) 955-6100

May the IRS discuss this return with the preparer shown above? (see instructions) ☑ Yes ☐ No

Part III Statement of Program Service Accomplishments

Check if Schedule O contains a response to any question in this Part III . . . . . ☑

1 Briefly describe the organization's mission

A MAN WHO STRIVES TO IMPROVE HIMSELF CAN ALSO IMPROVE HIS COMMUNITY AND THE WORLD AT LARGE THIS IS THE MISSION OF THE MASONS OF CALIFORNIA THROUGH MASONIC PRINCIPLES AND TRADITION, WE FOSTER PERSONAL GROWTH AND IMPROVE THE LIVES OF OTHERS MASONRY IN CALIFORNIA IS A RELEVANT AND RESPECTED ORGANIZATION - BOTH INSIDE AND OUTSIDE OF THE FRATERNITY WE MAKE A PROFOUND DIFFERENCE IN THE LIVES OF OUR MEMBERS AND IN CALIFORNIA COMMUNITIES WE ARE ENGAGED IN THE WORLDWIDE PRINCIPLES AND FELLOWSHIP OF FREEMASONRY

2 Did the organization undertake any significant program services during the year which were not listed on the prior Form 990 or 990-EZ? . . . . . ☐ Yes ☑ No

If "Yes," describe these new services on Schedule O

3 Did the organization cease conducting, or make significant changes in how it conducts, any program services? . . . . . ☐ Yes ☑ No

If "Yes," describe these changes on Schedule O

4 Describe the organization's program service accomplishments for each of its three largest program services, as measured by expenses Section 501(c)(3) and 501(c)(4) organizations and section 4947(a)(1) trusts are required to report the amount of grants and allocations to others, the total expenses, and revenue, if any, for each program service reported

4a (Code) (Expenses $ including grants of $) (Revenue $)

CURRENTLY, THERE ARE MORE THAN 330 LODGES THROUGHOUT CALIFORNIA WITH MORE THAN 60,000 MEMBERS THE GRAND LODGE PROVIDES PROGRAMS, EDUCATION, TRAINING AND SUPPORT SERVICES TO THE LODGES, THEIR OFFICERS AND INDIVIDUAL MASONS THESE SERVICES INCLUDE INSURANCE COVERAGE FOR LODGES, CERTIFICATION PROGRAMS FOR LODGE OFFICERS, MASONIC EDUCATION FOR MEMBERS, AND NUMEROUS OTHER SERVICES AND EDUCATION OPPORTUNITIES THE GRAND LODGE ALSO PROVIDES DIRECT MONETARY SUPPORT IN THE FORM OF GRANTS TO AFFILIATED YOUTH ORGANIZATIONS, INCLUDING DEMOLAY, JOB'S DAUGHTERS AND RAINBOW GIRLS AND TO OTHER MASONIC ORGANIZATIONS AND INDIVIDUAL MASONS IN TIME OF NEED FINALLY, THE GRAND LODGE PROVIDES SUPPORT, EDUCATION, AND ADMINISTRATIVE SERVICES TO ITS RELATED ENTITIES

4b (Code) (Expenses $ including grants of $) (Revenue $)

4c (Code) (Expenses $ including grants of $) (Revenue $)

4d Other program services (Describe in Schedule O)

(Expenses $ including grants of $) (Revenue $)

4e **Total program service expenses** ▶ $

Part IV Checklist of Required Schedules

			Yes	No
1	Is the organization described in section 501(c)(3) or 4947(a)(1) (other than a private foundation)? *If "Yes," complete Schedule A*	1		No
2	Is the organization required to complete *Schedule B, Schedule of Contributors* (see instructions)?	2	Yes	
3	Did the organization engage in direct or indirect political campaign activities on behalf of or in opposition to candidates for public office? *If "Yes," complete Schedule C, Part I*	3		No
4	**Section 501(c)(3) organizations.** Did the organization engage in lobbying activities, or have a section 501(h) election in effect during the tax year? *If "Yes," complete Schedule C, Part II*	4		
5	Is the organization a section 501(c)(4), 501(c)(5), or 501(c)(6) organization that receives membership dues, assessments, or similar amounts as defined in Revenue Procedure 98-19? *If "Yes," complete Schedule C, Part III*	5		No
6	Did the organization maintain any donor advised funds or any similar funds or accounts for which donors have the right to provide advice on the distribution or investment of amounts in such funds or accounts? *If "Yes," complete Schedule D, Part I*	6		No
7	Did the organization receive or hold a conservation easement, including easements to preserve open space, the environment, historic land areas or historic structures? *If "Yes," complete Schedule D, Part II*	7		No
8	Did the organization maintain collections of works of art, historical treasures, or other similar assets? *If "Yes," complete Schedule D, Part III*	8	Yes	
9	Did the organization report an amount in Part X, line 21, serve as a custodian for amounts not listed in Part X, or provide credit counseling, debt management, credit repair, or debt negotiation services? *If "Yes," complete Schedule D, Part IV*	9		No
10	Did the organization, directly or through a related organization, hold assets in temporarily restricted endowments, permanent endowments, or quasi-endowments? *If "Yes," complete Schedule D, Part V*	10	Yes	
11	If the organization's answer to any of the following questions is 'Yes,' then complete Schedule D, Parts VI, VII, VIII, IX, or X as applicable			
a	Did the organization report an amount for land, buildings, and equipment in Part X, line10? *If "Yes," complete Schedule D, Part VI.*	11a	Yes	
b	Did the organization report an amount for investments—other securities in Part X, line 12 that is 5% or more of its total assets reported in Part X, line 16? *If "Yes," complete Schedule D, Part VII.*	11b		No
c	Did the organization report an amount for investments—program related in Part X, line 13 that is 5% or more of its total assets reported in Part X, line 16? *If "Yes," complete Schedule D, Part VIII.*	11c		No
d	Did the organization report an amount for other assets in Part X, line 15 that is 5% or more of its total assets reported in Part X, line 16? *If "Yes," complete Schedule D, Part IX.*	11d	Yes	
e	Did the organization report an amount for other liabilities in Part X, line 25? *If "Yes," complete Schedule D, Part X.*	11e	Yes	
f	Did the organization's separate or consolidated financial statements for the tax year include a footnote that addresses the organization's liability for uncertain tax positions under FIN 48 (ASC 740)? *If "Yes," complete Schedule D, Part X.*	11f	Yes	
12a	Did the organization obtain separate, independent audited financial statements for the tax year? *If "Yes," complete Schedule D, Parts XI, XII, and XIII*	12a		No
b	Was the organization included in consolidated, independent audited financial statements for the tax year? *If "Yes," and if the organization answered 'No' to line 12a, then completing Schedule D, Parts XI, XII, and XIII is optional*	12b	Yes	
13	Is the organization a school described in section 170(b)(1)(A)(ii)? *If "Yes," complete Schedule E*	13		No
14a	Did the organization maintain an office, employees, or agents outside of the United States?	14a		No
b	Did the organization have aggregate revenues or expenses of more than $10,000 from grantmaking, fundraising, business, investment, and program service activities outside the United States, or aggregate foreign investments valued at $100,000 or more? *If "Yes," complete Schedule F, Part I*	14b		No
15	Did the organization report on Part IX, column (A), line 3, more than $5,000 of grants or assistance to any organization or entity located outside the U S ? *If "Yes," complete Schedule F, Part II and IV*	15		No
16	Did the organization report on Part IX, column (A), line 3, more than $5,000 of aggregate grants or assistance to individuals located outside the U S ? *If "Yes," complete Schedule F, Part III and IV*	16		No
17	Did the organization report a total of more than $15,000, of expenses for professional fundraising services on Part IX, column (A), lines 6 and 11e? *If "Yes," complete Schedule G, Part I*	17		No
18	Did the organization report more than $15,000 total of fundraising event gross income and contributions on Part VIII, lines 1c and 8a? *If "Yes," complete Schedule G, Part II*	18		No
19	Did the organization report more than $15,000 of gross income from gaming activities on Part VIII, line 9a? *If "Yes," complete Schedule G, Part III*	19		No
20a	Did the organization operate one or more hospitals? *If "Yes," complete Schedule H*	20a		No
b	If "Yes" to line 20a, did the organization attach its audited financial statement to this return? **Note.** All Form 990 filers that operated one or more hospitals must attach audited financial statements	20b		

Part IV Checklist of Required Schedules *(continued)*

21	Did the organization report more than $5,000 of grants and other assistance to governments and organizations in the United States on Part IX, column (A), line 1? *If "Yes," complete Schedule I, Parts I and II*	**21**		No
22	Did the organization report more than $5,000 of grants and other assistance to individuals in the United States on Part IX, column (A), line 2? *If "Yes," complete Schedule I, Parts I and III*	**22**		No
23	Did the organization answer "Yes" to Part VII, Section A, questions 3, 4, or 5, about compensation of the organization's current and former officers, directors, trustees, key employees, and highest compensated employees? *If "Yes," complete Schedule J*	**23**	Yes	
24a	Did the organization have a tax-exempt bond issue with an outstanding principal amount of more than $100,000 as of the last day of the year, that was issued after December 31, 2002? *If "Yes," answer questions 24b–24d and complete Schedule K. If "No," go to line 25*	**24a**		No
b	Did the organization invest any proceeds of tax-exempt bonds beyond a temporary period exception?	**24b**		
c	Did the organization maintain an escrow account other than a refunding escrow at any time during the year to defease any tax-exempt bonds?	**24c**		
d	Did the organization act as an "on behalf of" issuer for bonds outstanding at any time during the year?	**24d**		
25a	**Section 501(c)(3) and 501(c)(4) organizations.** Did the organization engage in an excess benefit transaction with a disqualified person during the year? *If "Yes," complete Schedule L, Part I*	**25a**		
b	Is the organization aware that it engaged in an excess benefit transaction with a disqualified person in a prior year, and that the transaction has not been reported on any of the organization's prior Forms 990 or 990-EZ? *If "Yes," complete Schedule L, Part I*	**25b**		
26	Was a loan to or by a current or former officer, director, trustee, key employee, highly compensated employee, or disqualified person outstanding as of the end of the organization's tax year? *If "Yes," complete Schedule L, Part II*	**26**		No
27	Did the organization provide a grant or other assistance to an officer, director, trustee, key employee, substantial contributor, or a grant selection committee member, or to a person related to such an individual? *If "Yes," complete Schedule L, Part III*	**27**		No
28	Was the organization a party to a business transaction with one of the following parties? (see Schedule L, Part IV instructions for applicable filing thresholds, conditions, and exceptions)			
a	A current or former officer, director, trustee, or key employee? *If "Yes," complete Schedule L, Part IV*	**28a**		No
b	A family member of a current or former officer, director, trustee, or key employee? *If "Yes," complete Schedule L, Part IV*	**28b**		No
c	An entity of which a current or former officer, director, trustee, or key employee (or a family member thereof) was an officer, director, trustee, or owner? *If "Yes," complete Schedule L, Part IV*	**28c**		No
29	Did the organization receive more than $25,000 in non-cash contributions? *If "Yes," complete Schedule M*	**29**	Yes	
30	Did the organization receive contributions of art, historical treasures, or other similar assets, or qualified conservation contributions? *If "Yes," complete Schedule M*	**30**		No
31	Did the organization liquidate, terminate, or dissolve and cease operations? *If "Yes," complete Schedule N, Part I*	**31**		No
32	Did the organization sell, exchange, dispose of, or transfer more than 25% of its net assets? *If "Yes," complete Schedule N, Part II*	**32**		No
33	Did the organization own 100% of an entity disregarded as separate from the organization under Regulations sections 301 7701-2 and 301 7701-3? *If "Yes," complete Schedule R, Part I*	**33**		No
34	Was the organization related to any tax-exempt or taxable entity? *If "Yes," complete Schedule R, Parts II, III, IV, and V, line 1*	**34**	Yes	
35a	Is any related organization a controlled entity of the filing organization within the meaning of section 512(b)(13)?	**35a**	Yes	
b	Did the organization receive any payment from or engage in any transaction with a controlled entity within the meaning of section 512(b)(13)? *If "Yes," complete Schedule R, Part V, line 2*	**35b**	Yes	
36	**Section 501(c)(3) organizations.** Did the organization make any transfers to an exempt non-charitable related organization? *If "Yes," complete Schedule R, Part V, line 2*	**36**		
37	Did the organization conduct more than 5% of its activities through an entity that is not a related organization and that is treated as a partnership for federal income tax purposes? *If "Yes," complete Schedule R, Part VI*	**37**		No
38	Did the organization complete Schedule O and provide explanations in Schedule O for Part VI, lines 11 and 19? **Note.** All Form 990 filers are required to complete Schedule O	**38**	Yes	

Part V **Statements Regarding Other IRS Filings and Tax Compliance**

Check if Schedule O contains a response to any question in this Part V . . . . . .

				Yes	No
1a	Enter the number reported in Box 3 of Form 1096 Enter -0- if not applicable	**1a**	57		
b	Enter the number of Forms W-2G included in line 1a *Enter -0-* if not applicable	**1b**	0		
c	Did the organization comply with backup withholding rules for reportable payments to vendors and reportable gaming (gambling) winnings to prize winners?			**1c**	Yes	
2a	Enter the number of employees reported on Form W-3, *Transmittal of Wage and Tax Statements* filed for the calendar year ending with or within the year covered by this return	**2a**	69			
b	If at least one is reported on line 2a, did the organization file all required federal employment tax returns?			**2b**	Yes	
	Note. If the sum of lines 1a and 2a is greater than 250, you may be required to e-file (see instructions)					
3a	Did the organization have unrelated business gross income of $1,000 or more during the year?			**3a**		No
b	If "Yes," has it filed a Form 990-T for this year? *If "No," provide an explanation in Schedule O*			**3b**		
4a	At any time during the calendar year, did the organization have an interest in, or a signature or other authority over, a financial account in a foreign country (such as a bank account or securities account)?			**4a**		No
b	If "Yes," enter the name of the foreign country ▶ _____ See instructions for filing requirements for Form TD F 90-22 1, Report of Foreign Bank and Financial Accounts					
5a	Was the organization a party to a prohibited tax shelter transaction at any time during the tax year? . .			**5a**		No
b	Did any taxable party notify the organization that it was or is a party to a prohibited tax shelter transaction?			**5b**		No
c	If "Yes" to line 5a or 5b, did the organization file Form 8886-T?			**5c**		
6a	Does the organization have annual gross receipts that are normally greater than $100,000, and did the organization solicit any contributions that were not tax deductible?			**6a**		No
b	If "Yes," did the organization include with every solicitation an express statement that such contributions or gifts were not tax deductible?			**6b**		
7	**Organizations that may receive deductible contributions under section 170(c).**					
a	Did the organization receive a payment in excess of $75 made partly as a contribution and partly for goods and services provided to the payor?			**7a**		No
b	If "Yes," did the organization notify the donor of the value of the goods or services provided?			**7b**		
c	Did the organization sell, exchange, or otherwise dispose of tangible personal property for which it was required to file Form 8282?			**7c**		No
d	If "Yes," indicate the number of Forms 8282 filed during the year	**7d**				
e	Did the organization receive any funds, directly or indirectly, to pay premiums on a personal benefit contract?			**7e**		No
f	Did the organization, during the year, pay premiums, directly or indirectly, on a personal benefit contract? . .			**7f**		No
g	If the organization received a contribution of qualified intellectual property, did the organization file Form 8899 as required?			**7g**		
h	If the organization received a contribution of cars, boats, airplanes, or other vehicles, did the organization file a Form 1098-C?			**7h**		
8	**Sponsoring organizations maintaining donor advised funds and section 509(a)(3) supporting organizations.** Did the supporting organization, or a donor advised fund maintained by a sponsoring organization, have excess business holdings at any time during the year?			**8**		
9	**Sponsoring organizations maintaining donor advised funds.**					
a	Did the organization make any taxable distributions under section 4966?			**9a**		
b	Did the organization make a distribution to a donor, donor advisor, or related person?			**9b**		
10	**Section 501(c)(7) organizations.** Enter					
a	Initiation fees and capital contributions included on Part VIII, line 12 . . .	**10a**				
b	Gross receipts, included on Form 990, Part VIII, line 12, for public use of club facilities	**10b**				
11	**Section 501(c)(12) organizations.** Enter					
a	Gross income from members or shareholders	**11a**				
b	Gross income from other sources (Do not net amounts due or paid to other sources against amounts due or received from them)	**11b**				
12a	**Section 4947(a)(1) non-exempt charitable trusts.** Is the organization filing Form 990 in lieu of Form 1041?			**12a**		
b	If "Yes," enter the amount of tax-exempt interest received or accrued during the year	**12b**				
13	**Section 501(c)(29) qualified nonprofit health insurance issuers.**					
a	Is the organization licensed to issue qualified health plans in more than one state? **Note.** All 501(c)(29) organizations must list in Schedule O each state in which they are licensed to issue qualified health plans, the amount of reserves required by each state, and the amount of reserves the organization allocated to each state			**13a**		
b	Enter the aggregate amount of reserves the organization is required to maintain by the states in which the organization is licensed to issue qualified health plans	**13b**				
c	Enter the aggregate amount of reserves on hand	**13c**				
14a	Did the organization receive any payments for indoor tanning services during the tax year?			**14a**		No
b	If "Yes," has it filed a Form 720 to report these payments? *If "No," provide an explanation in Schedule O* . .			**14b**		

Part VI **Governance, Management, and Disclosure** For each "Yes" response to lines 2 through 7b below, and for a "No" response to lines 8a, 8b, or 10b below, describe the circumstances, processes, or changes in Schedule O. See instructions.

Check if Schedule O contains a response to any question in this Part VI . . . . . ☑

Section A. Governing Body and Management

				Yes	No
1a	Enter the number of voting members of the governing body at the end of the tax year	1a	6		
b	Enter the number of voting members included in line 1a, above, who are independent	1b	5		
2	Did any officer, director, trustee, or key employee have a family relationship or a business relationship with any other officer, director, trustee, or key employee?	2			No
3	Did the organization delegate control over management duties customarily performed by or under the direct supervision of officers, directors or trustees, or key employees to a management company or other person? .	3			No
4	Did the organization make any significant changes to its governing documents since the prior Form 990 was filed?	4			No
5	Did the organization become aware during the year of a significant diversion of the organization's assets? .	5			No
6	Did the organization have members or stockholders?	6		Yes	
7a	Did the organization have members, stockholders, or other persons who had the power to elect or appoint one or more members of the governing body?	7a		Yes	
b	Are any governance decisions of the organization reserved to (or subject to approval by) members, stockholders, or persons other than the governing body?	7b		Yes	
8	Did the organization contemporaneously document the meetings held or written actions undertaken during the year by the following				
a	The governing body?	8a		Yes	
b	Each committee with authority to act on behalf of the governing body?	8b		Yes	
9	Is there any officer, director, trustee, or key employee listed in Part VII, Section A, who cannot be reached at the organization's mailing address? If "Yes," provide the names and addresses in Schedule O	9			No

Section B. Policies (This Section B requests information about policies not required by the Internal Revenue Code.)

			Yes	No
10a	Did the organization have local chapters, branches, or affiliates?	10a	Yes	
b	If "Yes," did the organization have written policies and procedures governing the activities of such chapters, affiliates, and branches to ensure their operations are consistent with the organization's exempt purposes?	10b	Yes	
11a	Has the organization provided a complete copy of this Form 990 to all members of its governing body before filing the form?	11a	Yes	
b	Describe in Schedule O the process, if any, used by the organization to review the Form 990			
12a	Did the organization have a written conflict of interest policy? *If "No," go to line 13*	12a	Yes	
b	Were officers, directors or trustees, and key employees required to disclose annually interests that could give rise to conflicts?	12b	Yes	
c	Did the organization regularly and consistently monitor and enforce compliance with the policy? If "Yes," describe in Schedule O how this was done	12c	Yes	
13	Did the organization have a written whistleblower policy?	13	Yes	
14	Did the organization have a written document retention and destruction policy?	14	Yes	
15	Did the process for determining compensation of the following persons include a review and approval by independent persons, comparability data, and contemporaneous substantiation of the deliberation and decision?			
a	The organization's CEO, Executive Director, or top management official	15a	Yes	
b	Other officers or key employees of the organization	15b	Yes	
	If "Yes," to line 15a or 15b, describe the process in Schedule O (see instructions)			
16a	Did the organization invest in, contribute assets to, or participate in a joint venture or similar arrangement with a taxable entity during the year?	16a		No
b	If "Yes," did the organization follow a written policy or procedure requiring the organization to evaluate its participation in joint venture arrangements under applicable federal tax law, and take steps to safeguard the organization's exempt status with respect to such arrangements?	16b		

Section C. Disclosure

17 List the States with which a copy of this Form 990 is required to be filed ▶ CA

18 Section 6104 requires an organization to make its Form 1023 (or 1024 if applicable), 990, and 990-T (501(c)(3)s only) available for public inspection Indicate how you made these available Check all that apply

☐ Own website ☐ Another's website ☑ Upon request

19 Describe in Schedule O whether (and if so, how), the organization made its governing documents, conflict of interest policy, and financial statements available to the public See Additional Data Table

20 State the name, physical address, and telephone number of the person who possesses the books and records of the organization ▶

MARIBEL PASAMIC
1111 CALIFORNIA ST
SAN FRANCISCO, CA 94108
(415) 292-9126

Part VII Compensation of Officers, Directors,Trustees, Key Employees, Highest Compensated Employees, and Independent Contractors

Check if Schedule O contains a response to any question in this Part VII . . . . . ☑

Section A. Officers, Directors, Trustees, Key Employees, and Highest Compensated Employees

1a Complete this table for all persons required to be listed Report compensation for the calendar year ending with or within the organization's tax year

- List all of the organization's **current** officers, directors, trustees (whether individuals or organizations), regardless of amount of compensation, and **current** key employees Enter -0- in columns (D), (E), and (F) if no compensation was paid
- List all of the organization's **current** key employees, if any See instructions for definition of "key employee "
- List the organization's five **current** highest compensated employees (other than an officer, director, trustee or key employee) who received reportable compensation (Box 5 of Form W-2 and/or Box 7 of Form 1099-MISC) of more than $100,000 from the organization and any related organizations
- List all of the organization's **former** officers, key employees, or highest compensated employees who received more than $100,000 of reportable compensation from the organization and any related organizations
- List all of the organization's **former directors or trustees** that received, in the capacity as a former director or trustee of the organization, more than $10,000 of reportable compensation from the organization and any related organizations

List persons in the following order individual trustees or directors, institutional trustees, officers, key employees, highest compensated employees, and former such persons

☐ Check this box if neither the organization nor any related organizations compensated any current or former officer, director, or trustee

(A) Name and Title	(B) Average hours per week (describe hours for related organizations in Schedule O)	(C) Position (do not check more than one box, unless person is both an officer and a director/trustee)						(D) Reportable compensation from the organization (W-2/1099-MISC)	(E) Reportable compensation from related organizations (W- 2/1099-MISC)	(F) Estimated amount of other compensation from the organization and related organizations
		Individual trustee or director	Institutional Trustee	Officer	Key employee	Highest compensated employee	Former			
(1) FRANK LOUI PAST GRAND MASTER (THROUGH 9/23/12)	1 00	X		X				0	0	0
(2) JOHN FREDERICK LOWE GRAND MASTER	1 00	X		X				0	0	0
(3) JOHN L COOPER III DEPUTY GRAND MASTER	1 00	X						0	0	0
(4) RUSSELL E CHARVONIA SENIOR GRAND WARDEN	1 00	X						0	0	0
(5) MARTIN D PERRY JUNIOR GRAND WARDEN	1 00	X						0	0	0
(6) MARVIN W HOLSINGER GRAND TREASURER (THROUGH 9/23/12)	1 00	X		X				0	0	0
(7) A RAYMOND SCHMALZ GRAND TREASURER	1 00	X		X				0	0	0
(8) ALLAN L CASALOU GRAND SECRETARY	7 50	X		X				211,043	0	17,982
(9) THOMAS J BOYER CHIEF FINANCIAL OFFICER	7 20			X				216,227	0	38,356
(10) DOUGLAS ISMAIL CHIEF PHILANTHROPY OFFICER	10			X				192,209	0	19,314
(11) TERRY MENDEZ CHIEF COMMUNICATION OFFICE	8 60			X				143,797	0	19,819
(12) ANDREW UEHLING VICE PRESIDENT OF HR	1 10			X				0	0	0
(13) LINDA SCHOMAKER CHIEF HR OFFICER (THROUGH 11/30/11)	1 10			X				203,639	0	28,118
(14) BRENT MARKWOOD DIRECTOR OF TECHNOLOGY DEV	40 00					X		144,051	0	23,516
(15) KHALIL SWEIDY DIRECTOR OF FINANCIAL PLAN	40 00					X		139,949	0	16,550
(16) BRAD COLBY DIRECTOR OF ADMIN & BOARD	40 00					X		131,810	0	18,531
(17) YOLANDA WASNIEWSKI BUSINESS UNIT CONTROLLER	40 00					X		125,486	0	22,587

Part VII **Section A. Officers, Directors, Trustees, Key Employees, and Highest Compensated Employees** (continued)

(A) Name and Title	(B) Average hours per week (describe hours for related organizations in Schedule O)	(C) Position (do not check more than one box, unless person is both an officer and a director/trustee)						(D) Reportable compensation from the organization (W-2/1099-MISC)	(E) Reportable compensation from related organizations (W-2/1099-MISC)	(F) Estimated amount of other compensation from the organization and related organizations
		Individual trustee or director	Institutional Trustee	Officer	Key employee	Highest compensated employee	Former			
(18) MARIBEL PASAMIC CONTROLLER	40 00					X		111,444	0	23,167
1b **Sub-Total**										
c **Total from continuation sheets to Part VII, Section A**										
d **Total (add lines 1b and 1c)**								1,619,655	0	227,940

2 Total number of individuals (including but not limited to those listed above) who received more than $100,000 of reportable compensation from the organization ▶ 13

			Yes	No
3	Did the organization list any **former** officer, director or trustee, key employee, or highest compensated employee on line 1a? *If "Yes," complete Schedule J for such individual*	**3**		No
4	For any individual listed on line 1a, is the sum of reportable compensation and other compensation from the organization and related organizations greater than $150,000? *If "Yes," complete Schedule J for such individual*	**4**	Yes	
5	Did any person listed on line 1a receive or accrue compensation from any unrelated organization or individual for services rendered to the organization? *If "Yes," complete Schedule J for such person*	**5**		No

Section B. Independent Contractors

1 Complete this table for your five highest compensated independent contractors that received more than $100,000 of compensation from the organization Report compensation for the calendar year ending with or within the organization's tax year

(A) Name and business address	(B) Description of services	(C) Compensation
MARSH RISK & INSURANCE SERVICES DEPT 44509 PO BOX 44509 SAN FRANCISCO, CA 94144	INSURANCE	1,652,171
JUDITH PLAYER 38660 PICKERING TERRACE FREMONT, CA 94536	LEGAL SERVICES	279,500
MOSS ADAMS LLP 101 SECOND STREET SUITE 900 SAN FRANCISCO, CA 94105	AUDIT SERVICES	276,001
ONE SOURCE VIRTUAL 5601 N MACARTHUR BLVD SUITE 100 IRVING, TX 75038	PAYROLL SYSTEM DEVELOPER	166,227
FLEX PLAN SERVICES INC PO BOX 53250 BELLEVUE, WA 98015	FSA SERVICES	130,153

2 Total number of independent contractors (including but not limited to those listed above) who received more than $100,000 of compensation from the organization ▶ 7

Part VIII Statement of Revenue

			(A) Total revenue	(B) Related or exempt function revenue	(C) Unrelated business revenue	(D) Revenue excluded from tax under sections 512, 513, or 514
Contributions, gifts, grants and other similar amounts	1a	Federated campaigns . . 1a				
	b	Membership dues 1b				
	c	Fundraising events 1c				
	d	Related organizations . . . 1d 173,454				
	e	Government grants (contributions) 1e				
	f	All other contributions, gifts, grants, and similar amounts not included above 1f				
	g	Noncash contributions included in lines 1a-1f $				
	h	**Total.** Add lines 1a-1f . . . . . ▶	173,454			
Program Service Revenue		Business Code				
	2a	MEMBERSHIP DUES	900099	1,914,582	1,914,582		
	b	WARDEN'S RETREAT	900099	255,702	255,702		
	c	SECRETARIES RETREAT	900099	129,032	129,032		
	d	LODGE MGMT LDRSHP DEV	900099	13,863	13,863		
	e	HALL ASSOC RENTAL INCO	900099	9,780	9,780		
	f	All other program service revenue		767	767		
	g	**Total.** Add lines 2a–2f . . . . . ▶		2,323,726			
	3	Investment income (including dividends, interest and other similar amounts) . . . . . ▶		91,285			91,285
	4	Income from investment of tax-exempt bond proceeds . . ▶					
	5	Royalties . . . . . ▶					
		(i) Real / (ii) Personal					
	6a	Gross rents					
	b	Less rental expenses					
	c	Rental income or (loss)					
	d	Net rental income or (loss) . . . . . ▶					
		(i) Securities / (ii) Other					
	7a	Gross amount from sales of assets other than inventory	12,062,133 / 2,348,027				
	b	Less cost or other basis and sales expenses	12,237,540 / 1,303,515				
	c	Gain or (loss)	-175,407 / 1,044,512				
	d	Net gain or (loss) . . . . . ▶		869,105			869,105
Other Revenue	8a	Gross income from fundraising events (not including $ _____ of contributions reported on line 1c) See Part IV, line 18 . . . a					
	b	Less direct expenses . . . b					
	c	Net income or (loss) from fundraising events . . ▶					
	9a	Gross income from gaming activities See Part IV, line 19 . . . a					
	b	Less direct expenses . . . b					
	c	Net income or (loss) from gaming activities . . . ▶					
	10a	Gross sales of inventory, less returns and allowances . a					
	b	Less cost of goods sold . . b					
	c	Net income or (loss) from sales of inventory . . ▶					
		Miscellaneous Revenue	Business Code				
	11a	COVINA MASONIC TEMPLE	900099	1,302,236	1,302,236		
	b	REIMB TO MANAGE INVSTM	900099	173,897			173,897
	c	COVINA LODGE DISSOLUTI	900099	121,944	121,944		
	d	All other revenue		46			46
	e	**Total.** Add lines 11a–11d . . . . . ▶		1,598,123			
	12	**Total revenue.** See Instructions . . . ▶		5,055,693	3,747,906	0	1,134,333

Part IX Statement of Functional Expenses

Section 501(c)(3) and 501(c)(4) organizations must complete all columns
All other organizations must complete column (A) but are not required to complete columns (B), (C), and (D)
Check if Schedule O contains a response to any question in this Part IX . . . . . ☐

Do not include amounts reported on lines 6b, 7b, 8b, 9b, and 10b of Part VIII.		(A) Total expenses	(B) Program service expenses	(C) Management and general expenses	(D) Fundraising expenses
1	Grants and other assistance to governments and organizations in the United States See Part IV, line 21				
2	Grants and other assistance to individuals in the United States See Part IV, line 22				
3	Grants and other assistance to governments, organizations, and individuals outside the United States See Part IV, lines 15 and 16				
4	Benefits paid to or for members				
5	Compensation of current officers, directors, trustees, and key employees	151,008			
6	Compensation not included above, to disqualified persons (as defined under section 4958(f)(1)) and persons described in section 4958(c)(3)(B)				
7	Other salaries and wages	177,797			
8	Pension plan contributions (include section 401(k) and section 403(b) employer contributions)	130,807			
9	Other employee benefits	509,345			
10	Payroll taxes	49,976			
11	Fees for services (non-employees)				
a	Management				
b	Legal	15,554			
c	Accounting	51,388			
d	Lobbying				
e	Professional fundraising *See Part IV, line 17*				
f	Investment management fees	15,343			
g	Other	59,992			
12	Advertising and promotion	402,339			
13	Office expenses	7,094			
14	Information technology	1,701			
15	Royalties				
16	Occupancy	26,308			
17	Travel	65,293			
18	Payments of travel or entertainment expenses for any federal, state, or local public officials				
19	Conferences, conventions, and meetings	90,929			
20	Interest				
21	Payments to affiliates				
22	Depreciation, depletion, and amortization	8,660			
23	Insurance	111,068			
24	Other expenses Itemize expenses not covered above (List miscellaneous expenses in line 24f If line 24f amount exceeds 10% of line 25, column (A) amount, list line 24f expenses on Schedule O)				
a	DEVELOPMENT EXPENSE	685,924			
b	OFFICER & INSPECTOR EXP	188,980			
c	RITUAL EXPENSE	74,736			
d	ESTATE SETTLEMENT	34,436			
e					
f	All other expenses	80,579			
25	**Total functional expenses.** Add lines 1 through 24f	2,939,257			
26	**Joint costs.** Check here ▶ ☐ if following SOP 98-2 (ASC 958-720) Complete this line only if the organization reported in column (B) joint costs from a combined educational campaign and fundraising solicitation				

Part X Balance Sheet

				(A) Beginning of year		(B) End of year
Assets	1	Cash—non-interest-bearing		813,350	1	852,833
	2	Savings and temporary cash investments		2,540,846	2	4,544,222
	3	Pledges and grants receivable, net			3	
	4	Accounts receivable, net		57,029	4	84,739
	5	Receivables from current and former officers, directors, trustees, key employees, and highest compensated employees Complete Part II of Schedule L			5	
	6	Receivables from other disqualified persons (as defined under section 4958(f)(1)) and persons described in section 4958(c)(3)(B) Complete Part II of Schedule L			6	
	7	Notes and loans receivable, net		665,115	7	665,115
	8	Inventories for sale or use		9,377	8	0
	9	Prepaid expenses and deferred charges		467,210	9	374,495
	10a	Land, buildings, and equipment cost or other basis *Complete Part VI of Schedule D*	10a 1,813,162			
	b	Less accumulated depreciation	10b 1,290,827	135,880	10c	522,335
	11	Investments—publicly traded securities		2,617,954	11	2,628,705
	12	Investments—other securities See Part IV, line 11		297,835	12	313,260
	13	Investments—program-related See Part IV, line 11			13	
	14	Intangible assets			14	
	15	Other assets See Part IV, line 11		834,761	15	971,599
	16	**Total assets.** Add lines 1 through 15 (must equal line 34)		8,439,357	16	10,957,303
Liabilities	17	Accounts payable and accrued expenses		1,436,366	17	1,531,469
	18	Grants payable			18	
	19	Deferred revenue		1,846,698	19	1,823,858
	20	Tax-exempt bond liabilities			20	
	21	Escrow or custodial account liability *Complete Part IV of Schedule D*			21	
	22	Payables to current and former officers, directors, trustees, key employees, highest compensated employees, and disqualified persons *Complete Part II of Schedule L*			22	
	23	Secured mortgages and notes payable to unrelated third parties			23	
	24	Unsecured notes and loans payable to unrelated third parties			24	
	25	Other liabilities (including federal income tax, payables to related third parties, and other liabilities not included on lines 17-24) Complete Part X of Schedule D		1,934,388	25	2,152,250
	26	**Total liabilities.** Add lines 17 through 25		5,217,452	26	5,507,577
Net Assets or Fund Balances		**Organizations that follow SFAS 117, check here ▶ ☑ and complete lines 27 through 29, and lines 33 and 34.**				
	27	Unrestricted net assets		2,905,417	27	2,694,280
	28	Temporarily restricted net assets		316,488	28	2,755,446
	29	Permanently restricted net assets			29	
		Organizations that do not follow SFAS 117, check here ▶ ☐ and complete lines 30 through 34.				
	30	Capital stock or trust principal, or current funds			30	
	31	Paid-in or capital surplus, or land, building or equipment fund			31	
	32	Retained earnings, endowment, accumulated income, or other funds			32	
	33	Total net assets or fund balances		3,221,905	33	5,449,726
	34	Total liabilities and net assets/fund balances		8,439,357	34	10,957,303

Part XI Reconcilliation of Net Assets

Check if Schedule O contains a response to any question in this Part XI . . . . . ☑

1	Total revenue (must equal Part VIII, column (A), line 12)	1	5,055,693
2	Total expenses (must equal Part IX, column (A), line 25)	2	2,939,257
3	Revenue less expenses Subtract line 2 from line 1	3	2,116,436
4	Net assets or fund balances at beginning of year (must equal Part X, line 33, column (A))	4	3,221,905
5	Other changes in net assets or fund balances (explain in Schedule O)	5	111,385
6	Net assets or fund balances at end of year Combine lines 3, 4, and 5 (must equal Part X, line 33, column (B))	6	5,449,726

Part XII Financial Statements and Reporting

Check if Schedule O contains a response to any question in this Part XII . . . . . ☑

			Yes	No
1	Accounting method used to prepare the Form 990 ☐ Cash ☑ Accrual ☐ Other _____ If the organization changed its method of accounting from a prior year or checked "Other," explain in Schedule O			
2a	Were the organization's financial statements compiled or reviewed by an independent accountant?	2a		No
b	Were the organization's financial statements audited by an independent accountant?	2b	Yes	
c	If "Yes," to 2a or 2b, does the organization have a committee that assumes responsibility for oversight of the audit, review, or compilation of its financial statements and selection of an independent accountant? If the organization changed either its oversight process or selection process during the tax year, explain in Schedule O	2c	Yes	
d	If "Yes" to line 2a or 2b, check a box below to indicate whether the financial statements for the year were issued on a separate basis, consolidated basis, or both ☐ Separate basis ☑ Consolidated basis ☐ Both consolidated and separated basis			
3a	As a result of a federal award, was the organization required to undergo an audit or audits as set forth in the Single Audit Act and OMB Circular A-133?	3a		No
b	If "Yes," did the organization undergo the required audit or audits? If the organization did not undergo the required audit or audits, explain why in Schedule O and describe any steps taken to undergo such audits	3b		

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SCHEDULE D (Form 990)

Department of the Treasury
Internal Revenue Service

Supplemental Financial Statements

▶ Complete if the organization answered "Yes," to Form 990, Part IV, line 6, 7, 9, 10, 11a, 11b, 11c, 11d, 11e, 11f, 12a, or 12b
▶ Attach to Form 990. ▶ See separate instructions.

OMB No 1545-0047

2011

Open to Public Inspection

Name of the organization
GRAND LODGE OF FREE AND ACCEPTED MASONS OF CALIFORNIA

Employer identification number
94-0487790

Part I Organizations Maintaining Donor Advised Funds or Other Similar Funds or Accounts. Complete if the organization answered "Yes" to Form 990, Part IV, line 6.

		(a) Donor advised funds	(b) Funds and other accounts
1	Total number at end of year		
2	Aggregate contributions to (during year)		
3	Aggregate grants from (during year)		
4	Aggregate value at end of year		

5 Did the organization inform all donors and donor advisors in writing that the assets held in donor advised funds are the organization's property, subject to the organization's exclusive legal control? ☐ Yes ☐ No

6 Did the organization inform all grantees, donors, and donor advisors in writing that grant funds may be used only for charitable purposes and not for the benefit of the donor or donor advisor, or for any other purpose conferring impermissible private benefit ☐ Yes ☐ No

Part II Conservation Easements. Complete if the organization answered "Yes" to Form 990, Part IV, line 7.

1 Purpose(s) of conservation easements held by the organization (check all that apply)
☐ Preservation of land for public use (e g , recreation or pleasure)
☐ Preservation of an historically importantly land area
☐ Protection of natural habitat
☐ Preservation of a certified historic structure
☐ Preservation of open space

2 Complete lines 2a–2d if the organization held a qualified conservation contribution in the form of a conservation easement on the last day of the tax year

		Held at the End of the Year
a	Total number of conservation easements	2a
b	Total acreage restricted by conservation easements	2b
c	Number of conservation easements on a certified historic structure included in (a)	2c
d	Number of conservation easements included in (c) acquired after 8/17/06	2d

3 Number of conservation easements modified, transferred, released, extinguished, or terminated by the organization during the taxable year ▶ _____

4 Number of states where property subject to conservation easement is located ▶ _____

5 Does the organization have a written policy regarding the periodic monitoring, inspection, handling of violations, and enforcement of the conservation easements it holds? ☐ Yes ☐ No

6 Staff and volunteer hours devoted to monitoring, inspecting and enforcing conservation easements during the year ▶ _____

7 Amount of expenses incurred in monitoring, inspecting, and enforcing conservation easements during the year ▶ $ _____

8 Does each conservation easement reported on line 2(d) above satisfy the requirements of section 170(h)(4)(B)(i) and 170(h)(4)(B)(ii)? ☐ Yes ☐ No

9 In Part XIV, describe how the organization reports conservation easements in its revenue and expense statement, and balance sheet, and include, if applicable, the text of the footnote to the organization's financial statements that describes the organization's accounting for conservation easements

Part III Organizations Maintaining Collections of Art, Historical Treasures, or Other Similar Assets. Complete if the organization answered "Yes" to Form 990, Part IV, line 8.

1a If the organization elected, as permitted under SFAS 116, not to report in its revenue statement and balance sheet works of art, historical treasures, or other similar assets held for public exhibition, education or research in furtherance of public service, provide, in Part XIV, the text of the footnote to its financial statements that describes these items

b If the organization elected, as permitted under SFAS 116, to report in its revenue statement and balance sheet works of art, historical treasures, or other similar assets held for public exhibition, education, or research in furtherance of public service, provide the following amounts relating to these items

(i) Revenues included in Form 990, Part VIII, line 1 ▶ $ 0

(ii) Assets included in Form 990, Part X ▶ $ 28,368

2 If the organization received or held works of art, historical treasures, or other similar assets for financial gain, provide the following amounts required to be reported under SFAS 116 relating to these items

a Revenues included in Form 990, Part VIII, line 1 ▶ $ _____

b Assets included in Form 990, Part X ▶ $ _____

Part III Organizations Maintaining Collections of Art, Historical Treasures, or Other Similar Assets *(continued)*

3 Using the organization's accession and other records, check any of the following that are a significant use of its collection items (check all that apply)

- a ☐ Public exhibition
- b ☐ Scholarly research
- c ☐ Preservation for future generations
- d ☐ Loan or exchange programs
- e ☑ Other USED IN LODGE CEREMONIES

4 Provide a description of the organization's collections and explain how they further the organization's exemption purpose in Part XIV

5 During the year, did the organization solicit or receive donations of art, historical treasures or other similar assets to be sold to raise funds rather than to be maintained as part of the organization's collection? ☐ Yes ☑ No

Part IV Escrow and Custodial Arrangements. Complete if the organization answered "Yes" to Form 990, Part IV, line 9, or reported an amount on Form 990, Part X, line 21.

1a Is the organization an agent, trustee, custodian or other intermediary for contributions or other assets not included on Form 990, Part X? ☐ Yes ☐ No

b If "Yes," explain the arrangement in Part XIV and complete the following table

		Amount
c	Beginning balance	1c
d	Additions during the year	1d
e	Distributions during the year	1e
f	Ending balance	1f

2a Did the organization include an amount on Form 990, Part X, line 21? ☐ Yes ☐ No

b If "Yes," explain the arrangement in Part XIV

Part V Endowment Funds. Complete if the organization answered "Yes" to Form 990, Part IV, line 10.

		(a) Current Year	(b) Prior Year	(c) Two Years Back	(d) Three Years Back	(e) Four Years Back
1a	Beginning of year balance	1,904,347	1,978,594	1,815,033	1,691,127	
b	Contributions					
c	Investment earnings or losses	199,359	31,242	264,832	242,682	
d	Grants or scholarships					
e	Other expenditures for facilities and programs	97,772	105,489	101,271	118,776	
f	Administrative expenses					
g	End of year balance	2,005,934	1,904,347	1,978,594	1,815,033	

2 Provide the estimated percentage of the year end balance held as

- a Board designated or quasi-endowment ▶ 100 000 %
- b Permanent endowment ▶
- c Term endowment ▶

3a Are there endowment funds not in the possession of the organization that are held and administered for the organization by

		Yes	No
(i) unrelated organizations	3a(i)		No
(ii) related organizations	3a(ii)		No

b If "Yes" to 3a(ii), are the related organizations listed as required on Schedule R? 3b

4 Describe in Part XIV the intended uses of the organization's endowment funds

Part VI Land, Buildings, and Equipment. See Form 990, Part X, line 10.

Description of property	(a) Cost or other basis (investment)	(b) Cost or other basis (other)	(c) Accumulated depreciation	(d) Book value
1a Land				
b Buildings				
c Leasehold improvements		160,415	160,415	0
d Equipment		1,384,238	1,021,710	362,528
e Other		268,509	108,702	159,807
Total. Add lines 1a-1e *(Column (d) should equal Form 990, Part X, column (B), line 10(c).)* ▶				522,335

Part VII Investments—Other Securities. See Form 990, Part X, line 12.

(a) Description of security or category (including name of security)	(b) Book value	(c) Method of valuation Cost or end-of-year market value
(1) Financial derivatives		
(2) Closely-held equity interests		
Other		
Total. *(Column (b) should equal Form 990, Part X, col (B) line 12)* ▶		

Part VIII Investments—Program Related. See Form 990, Part X, line 13.

(a) Description of investment type	(b) Book value	(c) Method of valuation Cost or end-of-year market value
Total. *(Column (b) should equal Form 990, Part X, col (B) line 13)* ▶		

Part IX Other Assets. See Form 990, Part X, line 15.

(a) Description	(b) Book value
(1) INTERCOMPANY TRANSFERS	943,231
(2) INVENTORY OF FINE ARTS	28,368
Total. *(Column (b) should equal Form 990, Part X, col.(B) line 15.)* . . . . . ▶	971,599

Part X Other Liabilities. See Form 990, Part X, line 25.

1 (a) Description of Liability	(b) Amount
Federal Income Taxes	
DUE TO GEORGE WASHINGTON MEMORIAL FUND	25,830
MINIMUM PENSION LIABILITY	2,126,380
ADVANCED DEPOSITS	40
Total. *(Column (b) should equal Form 990, Part X, col (B) line 25)* ▶	2,152,250

2. Fin 48 (ASC 740) Footnote In Part XIV, provide the text of the footnote to the organization's financial statements that reports the organization's liability for uncertain tax positions under FIN 48 (ASC740)

Part XI Reconciliation of Change in Net Assets from Form 990 to Financial Statements

1	Total revenue (Form 990, Part VIII, column (A), line 12)	1	
2	Total expenses (Form 990, Part IX, column (A), line 25)	2	
3	Excess or (deficit) for the year Subtract line 2 from line 1	3	
4	Net unrealized gains (losses) on investments	4	
5	Donated services and use of facilities	5	
6	Investment expenses	6	
7	Prior period adjustments	7	
8	Other (Describe in Part XIV)	8	
9	Total adjustments (net) Add lines 4 - 8	9	
10	Excess or (deficit) for the year per financial statements Combine lines 3 and 9	10	

Part XII Reconciliation of Revenue per Audited Financial Statements With Revenue per Return

1	Total revenue, gains, and other support per audited financial statements			1	
2	Amounts included on line 1 but not on Form 990, Part VIII, line 12				
a	Net unrealized gains on investments	2a			
b	Donated services and use of facilities	2b			
c	Recoveries of prior year grants	2c			
d	Other (Describe in Part XIV)	2d			
e	Add lines **2a** through **2d**			2e	
3	Subtract line **2e** from line **1**			3	
4	Amounts included on Form 990, Part VIII, line 12, but not on line **1**				
a	Investment expenses not included on Form 990, Part VIII, line 7b	4a			
b	Other (Describe in Part XIV)	4b			
c	Add lines **4a** and **4b**			4c	
5	Total Revenue Add lines **3** and **4c.** (This should equal Form 990, Part I, line 12)			5	

Part XIII Reconciliation of Expenses per Audited Financial Statements With Expenses per Return

1	Total expenses and losses per audited financial statements			1	
2	Amounts included on line 1 but not on Form 990, Part IX, line 25				
a	Donated services and use of facilities	2a			
b	Prior year adjustments	2b			
c	Other losses	2c			
d	Other (Describe in Part XIV)	2d			
e	Add lines **2a** through **2d**			2e	
3	Subtract line **2e** from line **1**			3	
4	Amounts included on Form 990, Part IX, line 25, but not on line **1:**				
a	Investment expenses not included on Form 990, Part VIII, line 7b	4a			
b	Other (Describe in Part XIV)	4b			
c	Add lines **4a** and **4b**			4c	
5	Total expenses Add lines **3** and **4c.** (This should equal Form 990, Part I, line 18)			5	

Part XIV Supplemental Information

Complete this part to provide the descriptions required for Part II, lines 3, 5, and 9, Part III, lines 1a and 4, Part IV, lines 1b and 2b, Part V, line 4, Part X, Part XI, line 8, Part XII, lines 2d and 4b, and Part XIII, lines 2d and 4b Also complete this part to provide any additional information

Identifier	Return Reference	Explanation
	PART III, LINE 4	GRAND MASTER JEWEL AND ALTAR JEWELS
DESCRIPTION OF INTENDED USE OF ENDOWMENT FUNDS	PART V, LINE 4	TO SUPPORT MASONIC FRATERNAL ACTIVITIES OF CALIFORNIA MASONS
DESCRIPTION OF UNCERTAIN TAX POSITIONS UNDER FIN 48	PART X	AS OF OCTOBER 31, 2012 AND 2011, THE GRAND LODGE HAD NO UNRECOGNIZED TAX POSITIONS OR UNCERTAIN TAX POSITIONS REQUIRING ACCRUAL THEREFORE, NO PROVISION FOR INCOME TAXES HAS BEEN PROVIDED IN THE CONSOLIDATED FINANCIAL STATEMENTS

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Schedule J (Form 990)

Department of the Treasury
Internal Revenue Service

Compensation Information

For certain Officers, Directors, Trustees, Key Employees, and Highest Compensated Employees

▶ Complete if the organization answered "Yes" to Form 990, Part IV, question 23.

▶ Attach to Form 990. ▶ See separate instructions.

OMB No 1545-0047

2011

Open to Public Inspection

Name of the organization
GRAND LODGE OF FREE AND ACCEPTED MASONS OF CALIFORNIA

Employer identification number
94-0487790

Part I Questions Regarding Compensation

			Yes	No
1a	Check the appropiate box(es) if the organization provided any of the following to or for a person listed in Form 990, Part VII, Section A, line 1a Complete Part III to provide any relevant information regarding these items ☐ First-class or charter travel ☐ Housing allowance or residence for personal use ☐ Travel for companions ☐ Payments for business use of personal residence ☐ Tax idemnification and gross-up payments ☐ Health or social club dues or initiation fees ☐ Discretionary spending account ☐ Personal services (e g , maid, chauffeur, chef)			
b	If any of the boxes in line 1a are checked, did the organization follow a written policy regarding payment or reimbursement orprovision of all the expenses described above? If "No," complete Part III to explain	**1b**		
2	Did the organization require substantiation prior to reimbursing or allowing expenses incurred by all officers, directors, trustees, and the CEO/Executive Director, regarding the items checked in line 1a?	**2**		
3	Indicate which, if any, of the following the organization uses to establish the compensation of the organization's CEO/Executive Director Check all that apply ☐ Compensation committee ☐ Written employment contract ☑ Independent compensation consultant ☑ Compensation survey or study ☐ Form 990 of other organizations ☑ Approval by the board or compensation committee			
4	During the year, did any person listed in Form 990, Part VII, Section A, line 1a with respect to the filing organization or a related organization			
a	Receive a severance payment or change-of-control payment?	**4a**	Yes	
b	Participate in, or receive payment from, a supplemental nonqualified retirement plan?	**4b**		No
c	Participate in, or receive payment from, an equity-based compensation arrangement?	**4c**		No
	If "Yes" to any of lines 4a-c, list the persons and provide the applicable amounts for each item in Part III			
	Only 501(c)(3) and 501(c)(4) organizations only must complete lines 5-9.			
5	For persons listed in form 990, Part VII, Section A, line 1a, did the organization pay or accrue any compensation contingent on the revenues of			
a	The organization?	**5a**		
b	Any related organization?	**5b**		
	If "Yes," to line 5a or 5b, describe in Part III			
6	For persons listed in form 990, Part VII, Section A, line 1a, did the organization pay or accrue any compensation contingent on the net earnings of			
a	The organization?	**6a**		
b	Any related organization?	**6b**		
	If "Yes," to line 6a or 6b, describe in Part III			
7	For persons listed in Form 990, Part VII, Section A, line 1a, did the organization provide any non-fixed payments not described in lines 5 and 6? If "Yes," describe in Part III	**7**		
8	Were any amounts reported in Form 990, Part VII, paid or accured pursuant to a contract that was subject to the initial contract exception described in Regs section 53 4958-4(a)(3)? If "Yes," describe in Part III	**8**		
9	If "Yes" to line 8, did the organization also follow the rebuttable presumption procedure described in Regulations section 53 4958-6(c)?	**9**		

Part II Officers, Directors, Trustees, Key Employees, and Highest Compensated Employees. Use Schedule J-1 if additional space needed.

For each individual whose compensation must be reported in Schedule J, report compensation from the organization on row (i) and from related organizations, described in the instructions on row (ii) Do not list any individuals that are not listed on Form 990, Part VII

Note. The sum of columns (B)(i)-(iii) for each listed individual must equal the total amount of Form 990, Part VII, Section A, line 1a, columns (D) and (E) for that individual

(A) Name		(B) Breakdown of W-2 and/or 1099-MISC compensation			(C) Retirement and other deferred compensation	(D) Nontaxable benefits	(E) Total of columns (B)(i)-(D)	(F) Compensation reported in prior Form 990 or Form 990-EZ
		(i) Base compensation	(ii) Bonus & incentive compensation	(iii) Other reportable compensation				
(1) ALLAN L CASALOU	(i)	211,043	0	0	11,391	6,591	229,025	0
	(ii)	0	0	0	0	0	0	0
(2) THOMAS J BOYER	(i)	210,227	0	6,000	17,534	20,822	254,583	0
	(ii)	0	0	0	0	0	0	0
(3) DOUGLAS ISMAIL	(i)	186,209	0	6,000	11,374	7,940	211,523	0
	(ii)	0	0	0	0	0	0	0
(4) TERRY MENDEZ	(i)	143,797	0	0	14,284	5,535	163,616	0
	(ii)	0	0	0	0	0	0	0
(5) LINDA SCHOMAKER	(i)	179,083	0	24,556	14,238	13,880	231,757	0
	(ii)	0	0	0	0	0	0	0
(6) BRENT MARKWOOD	(i)	144,051	0	0	9,623	13,893	167,567	0
	(ii)	0	0	0	0	0	0	0
(7) KHALIL SWEIDY	(i)	139,949	0	0	9,959	6,591	156,499	0
	(ii)	0	0	0	0	0	0	0
(8) BRAD COLBY	(i)	131,810	0	0	9,210	9,321	150,341	0
	(ii)	0	0	0	0	0	0	0

Part III Supplemental Information

Complete this part to provide the information, explanation, or descriptions required for Part I, lines 1a, 1b, 4c, 5a, 5b, 6a, 6b, 7, and 8 Also complete this part for any additional information

Identifier	Return Reference	Explanation
	PART I, LINE 4A	LINDA SCHOMAKER RECEIVED A SEVERANCE PAYMENT OF 155,006 DURING THE FISCAL YEAR ENDED 10/31/12 THE SEVERANCE AGREEMENT IS SUBJECT TO A CONFIDENTIALITY CLAUSE ADDITIONAL DETAILS ARE AVAILABLE TO THE IRS UPON REQUEST

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SCHEDULE M (Form 990)

Department of the Treasury
Internal Revenue Service

NonCash Contributions

▶Complete if the organization answered "Yes" on Form 990, Part IV, lines 29 or 30.
▶ Attach to Form 990.

OMB No 1545-0047

2011

Open to Public Inspection

Name of the organization
GRAND LODGE OF FREE AND ACCEPTED MASONS OF CALIFORNIA

Employer identification number
94-0487790

Part I Types of Property

	(a) Check if applicable	(b) Number of Contributions or items contributed	(c) Contribution amounts reported on Form 990, Part VIII, line 1g	(d) Method of determining contribution amounts
1 Art—Works of art				
2 Art—Historical treasures				
3 Art—Fractional interests				
4 Books and publications				
5 Clothing and household goods				
6 Cars and other vehicles				
7 Boats and planes				
8 Intellectual property				
9 Securities—Publicly traded				
10 Securities—Closely held stock				
11 Securities—Partnership, LLC, or trust interests				
12 Securities—Miscellaneous				
13 Qualified conservation contribution—Historic structures				
14 Qualified conservation contribution—Other				
15 Real estate—Residential				
16 Real estate—Commercial	X	1	1,289,276	ADJUSTED BASIS
17 Real estate—Other				
18 Collectibles				
19 Food inventory				
20 Drugs and medical supplies				
21 Taxidermy				
22 Historical artifacts				
23 Scientific specimens				
24 Archeological artifacts				
25 Other ▶ (_____)				
26 Other ▶ (_____)				
27 Other ▶ (_____)				
28 Other ▶ (_____)				

29 Number of Forms 8283 received by the organization during the tax year for contributions for which the organization completed Form 8283, Part IV, Donee Acknowledgement . . . | 29 | 0

		Yes	No
30a	During the year, did the organization receive by contribution any property reported in Part I, lines 1-28 that it must hold for at least three years from the date of the initial contribution, and which is not required to be used for exempt purposes for the entire holding period?		No
b	If "Yes," describe the arrangement in Part II		
31	Does the organization have a gift acceptance policy that requires the review of any non-standard contributions?		No
32a	Does the organization hire or use third parties or related organizations to solicit, process, or sell non-cash contributions?		No
b	If "Yes," describe in Part II		
33	If the organization did not report revenues in column (c) for a type of property for which column (a) is checked, describe in Part II		

Part II

Supplemental Information. Complete this part to provide the information required by Part I, lines 30b, 32b, and 33. Also complete this part for any additional information.

Identifier	Return Reference	Explanation

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SCHEDULE O
(Form 990 or 990-EZ)

Department of the Treasury
Internal Revenue Service

Supplemental Information to Form 990 or 990-EZ

Complete to provide information for responses to specific questions on Form 990 or to provide any additional information.
▶ Attach to Form 990 or 990-EZ.

OMB No 1545-0047

2011

Open to Public Inspection

Name of the organization
GRAND LODGE OF FREE AND ACCEPTED MASONS OF CALIFORNIA

Employer identification number
94-0487790

Identifier	Return Reference	Explanation
	FORM 990, PART VI, SECTION A, LINE 6	VOTING MEMBERS INCLUDE ELECTIVE AND APPOINTIVE GRAND LODGE OFFICERS EXCEPT THE GRAND TILER AND THE ASSISTANT GRAND TILER, PAST GRAND OFFICERS, MASTERS, SENIOR WARDENS AND JUNIOR WARDENS OF CHARTERED LODGES, AND PAST MASTERS COLLECTIVELY OF EACH CHARTERED LODGE MEMBERS OF GRAND LODGE SHALL MEET IN COMMUNICATIONS TO CONDUCT WHATEVER BUSINESS MAY PROPERLY COME BEFORE THEM

Identifier	Return Reference	Explanation
	FORM 990, PART VI, SECTION A, LINE 7A	ELECTED OFFICERS SHALL BE ELECTED BY WRITTEN BALLOT AS THE FINAL ITEM OF BUSINESS BEFORE THE INSTALLATION OF SAID OFFICERS AT EACH ANNUAL COMMUNICATION

Identifier	Return Reference	Explanation
	FORM 990, PART VI, SECTION A, LINE 7B	MEMBERS OF GRAND LODGE SHALL MEET IN ANNUAL COMMUNICATIONS TO CONDUCT WHATEVER BUSINESS MAY PROPERLY COME BEFORE THEM THE OFFICERS OR REPRESENTATIVES OF AT LEAST 20% OF THE LODGES CHARTERED AND CONSTITUTED BY THIS GRAND LODGE SHALL BE PRESENT IN ORDER TO TRANSACT ANY BUSINESS IN GRAND LODGE AT AN ANNUAL OR SPECIAL COMMUNICATION EXCEPT AS PROVIDED IN SECTION 50 000 OF THE CONSTITUTION REGARDING THE VOTE REQUIRED TO AMEND THE CONSTITUTION OF GRAND LODGE, IN SECTION 402 020 REGARDING THE VOTE REQUIRED TO AMEND THE RITUAL OR IN SECTION 1500 000 REGARDING THE VOTE REQUIRED TO AMEND THESE ORDINANCES, THE TRANSACTION OF BUSINESS SHALL BE DECIDED BY A MAJORITY OF THE VOTES CAST PROPOSED AMENDMENTS TO THE CONSTITUTION OF THE GRAND LODGE OF CALIFORNIA MUST BE ADOPTED AT AN ANNUAL OR SPECIAL COMMUNICATION OF GRAND LODGE BY FIVE-SIXTHS OF THE VOTES CAST

Identifier	Return Reference	Explanation
	FORM 990, PART VI, SECTION B, LINE 11	THE SENIOR ACCOUNTANTS PREPARE THE FORM 990 SUPPORTING SCHEDULES/DATA, THEN THE CONTROLLER REVIEWS THE SCHEDULES/DATA AND SUBMITS TO THE TAX CONSULTANT FOR PREPARATION OF THE FORM 990 THE TAX CONSULTANT SUBMITS THE COMPLETED 990 TO THE CONTROLLER AND CFO FOR REVIEW AND APPROVAL CFO AND TAX CONSULTANT PRESENTED THE FORM 990 TO THE AUDIT COMMITTEE FOR FINAL APPROVAL THE FORM IS THEN POSTED TO AN INTERNAL WEBSITE ACCESSIBLE TO ALL VOTING MEMBERS OF THE BOARD ONCE APPROVED, THE CFO SIGNS THE FORM 990 AND FILES WITH THE IRS

Identifier	Return Reference	Explanation
	FORM 990, PART VI, SECTION B, LINE 12C	AS REQUIRED, ANNUALLY, EACH MEMBER OF THE EXECUTIVE COMMITTEE OF THE GRAND LODGE SIGNS A CONFLICT OF INTEREST DISCLOSURE STATEMENT IN THIS STATEMENT, THE EXECUTIVE COMMITTEE AND MEMBERS OF OTHER GRAND LODGE COMMITTEES DISCLOSE KNOWN, EXISTING, POTENTIAL AND POSSIBLE CONFLICTS OF INTEREST IF NO SUCH INTERESTS OR ACTIVITIES EXIST, THE PARTY WRITES THE WORD "NONE" IN THE SPACE PROVIDED IN ADDITION, THESE STATEMENTS ARE UPDATED WHEN AN INTERESTED PARTY SUBSEQUENTLY BECOMES A MATTER OF EXECUTIVE COMMITTEE ACTION THE INTERESTED PARTY DISCLOSES THE CIRCUMSTANCES TO THE GRAND MASTER IN THE EVENT THE INTERESTED PARTY IN QUESTION IS THE GRAND MASTER, THE POTENTIAL CONFLICT IS DISCLOSED TO THE FULL EXECUTIVE COMMITTEE THE CONFLICT OF INTEREST DISCLOSURE STATEMENT FOR EXECUTIVE COMMITTEE MEMBERS AND OTHER COMMITTEE MEMBERS ARE SUBMITTED TO THE GRAND MASTER FOR REVIEW THE PLAN FOR MITIGATION OF ANY CONFLICT OF AN EXECUTIVE COMMITTEE MEMBER IS PRESENTED BY THE GRAND MASTER TO THE EXECUTIVE COMMITTEE FOLLOWING THEIR REVIEW, ALL CONFLICT OF INTEREST DISCLOSURE STATEMENTS ARE KEPT ON FILE WITH THE GRAND SECRETARY

Identifier	Return Reference	Explanation
	FORM 990, PART VI, SECTION B, LINE 15	BENCHMARKING IS COMPLETED ON ALL POSITIONS BY AN INDEPENDENT THIRD PARTY COMPENSATION CONSULTANT REVIEW IS DONE BY THE INDEPENDENT VOLUNTEER LEADERSHIP BOARD OF TRUSTEES AND APPROVED BY THE PRESIDENT OF THE BOARD SALARY BENCHMARKING IS CONDUCTED BY AN INDEPENDENT THIRD PARTY COMPENSATION CONSULTANT UTILIZING NUMEROUS PUBLISHED SALARY SURVEYS FOR EACH POSITION BASED ON TITLE AND JOB DESCRIPTION

Identifier	Return Reference	Explanation
	FORM 990, PART VI, SECTION C, LINE 19	THE AUDITED FINANCIAL STATEMENTS, CONFLICT OF INTEREST POLICY, AND GOVERNING/ORGANIZING DOCUMENTS ARE AVAILABLE TO THE PUBLIC AT THE CORPORATE OFFICE.

Identifier	Return Reference	Explanation
HOURS PER WEEK DEVOTED TO RELATED ORGANIZATIONS	FORM 990, PART VII, SECTION A, COLUMN B	ALLAN L CASALOU'S TIME IS DIVIDED AS FOLLOWS MASONIC HOMES OF CALIFORNIA 12 50 HRS ACACIA CREEK UNION CITY 7 00 HRS CALIFORNIA MASONIC FOUNDATION 3 80 HRS CALIFORNIA MASONIC MEMORIAL TEMPLE 5 40 HRS GRAND LODGE OF FREE AND ACCEPTED MASONS OF CALIFORNIA 7 50 HRS NOB HILL MASONIC CENTER 3 80 HRS THOMAS BOYER'S TIME IS DIVIDED AS FOLLOWS MASONIC HOMES OF CALIFORNIA 23 00 HRS ACACIA CREEK UNION CITY 4 40 HRS CALIFORNIA MASONIC FOUNDATION 1 70 HRS CALIFORNIA MASONIC MEMORIAL TEMPLE 1 80 HRS GRAND LODGE OF FREE AND ACCEPTED MASONS OF CALIFORNIA 7 20 HRS NOB HILL MASONIC CENTER 2 00 HRS DOUG ISMAIL'S TIME IS DIVIDED AS FOLLOWS MASONIC HOMES OF CALIFORNIA 30 20 HRS CALIFORNIA MASONIC FOUNDATION 8 90 HRS CALIFORNIA MASONIC MEMORIAL TEMPLE 0 80 HRS GRAND LODGE OF FREE AND ACCEPTED MASONS OF CALIFORNIA 0 10 HRS TERRY MENDEZ'S TIME IS DIVIDED AS FOLLOWS MASONIC HOMES OF CALIFORNIA 20 60 HRS ACACIA CREEK UNION CITY 6 80 HRS CALIFORNIA MASONIC FOUNDATION 2 00 HRS CALIFORNIA MASONIC MEMORIAL TEMPLE 1 20 HRS GRAND LODGE OF FREE AND ACCEPTED MASONS OF CALIFORNIA 8 60 HRS NOB HILL MASONIC CENTER 0 80 HRS LINDA SCHOMAKER'S TIME IS DIVIDED AS FOLLOWS MASONIC HOMES OF CALIFORNIA 33 20 HRS ACACIA CREEK UNION CITY 5 00 HRS CALIFORNIA MASONIC FOUNDATION 0 30 HRS CALIFORNIA MASONIC MEMORIAL TEMPLE 0 30 HRS GRAND LODGE OF FREE AND ACCEPTED MASONS OF CALIFORNIA 1 10 HRS NOB HILL MASONIC CENTER 0 10 HRS RUSSELL E CHARVONIA'S TIME IS DIVIDED AS FOLLOWS CALIFORNIA MASONIC FOUNDATION 1 00 HRS MASONIC HOMES OF CALIFORNIA 1 00 HRS GRAND LODGE OF FREE AND ACCEPTED MASONS OF CALIFORNIA 1 00 HRS ACACIA CREEK UNION CITY 1 00 HRS MARVIN W HOLSINGER'S TIME IS DIVIDED AS FOLLOWS MASONIC HOMES OF CALIFORNIA 1 00 HRS ACACIA CREEK UNION CITY 1 00 HRS CALIFORNIA MASONIC FOUNDATION 1 00 HRS CALIFORNIA MASONIC MEMORIAL TEMPLE 1 00 HRS GRAND LODGE OF FREE AND ACCEPTED MASONS OF CALIFORNIA 1 00 HRS ANDREW UEHLING'S TIME IS DIVIDED AS FOLLOWS MASONIC HOMES OF CALIFORNIA 33 2 HRS ACACIA CREEK UNION CITY 5 0 HRS CALIFORNIA MASONIC FOUNDATION 0 3 HRS CALIFORNIA MASONIC MEMORIAL TEMPLE 0 3 HRS GRAND LODGE OF FREE AND ACCEPTED MASONS OF CALIFORNIA 1 1 HRS NOB HILL MASONIC CENTER 0 1 HRS RAYMOND SCHMALZ'S TIME IS DIVIDED AS FOLLOWS MASONIC HOMES OF CALIFORNIA 1 00 HRS ACACIA CREEK UNION CITY 1 00 HRS CALIFORNIA MASONIC FOUNDATION 1 00 HRS CALIFORNIA MASONIC MEMORIAL TEMPLE 1 00 HRS GRAND LODGE OF FREE AND ACCEPTED MASONS OF CALIFORNIA 1 00 HRS MARTIN D PERRY'S TIME IS DIVIDED AS FOLLOWS MASONIC HOMES OF CALIFORNIA 1 00 HRS CALIFORNIA MASONIC FOUNDATION 1 00 HRS CALIFORNIA MASONIC MEMORIAL TEMPLE 1 00 HRS GRAND LODGE OF FREE AND ACCEPTED MASONS OF CALIFORNIA 1 00 HRS JOHN F LOWE'S TIME IS DIVIDED AS FOLLOWS CALIFORNIA MASONIC MEMORIAL TEMPLE 1 00 HRS GRAND LODGE OF FREE AND ACCEPTED MASONS OF CALIFORNIA 1 00 HRS

Identifier	Return Reference	Explanation
MISCELLANEOUS INCOME		TRANSFER OF ASSETS FROM DISSOLUTION OF COVINA MASONIC TEMPLE (EIN 95-1773792) - $1,302,236 PROCEEDS FROM DISSOLUTION OF FREE AND ACCEPTED MASONS OF CALIFORNIA - COVINA LODGE NO 334 (EIN 95-2154551) - $121,944

Identifier	Return Reference	Explanation
CHANGES IN NET ASSETS OR FUND BALANCES	FORM 990, PART XI, LINE 5	NET UNREALIZED GAINS ON INVESTMENTS 224,941 CHANGE IN MINIMUM PENSION LIABILITY -113,556 TOTAL TO FORM 990, PART XI, LINE 5 111,385

Identifier	Return Reference	Explanation
AUDIT COMMITTEE AND OVERSIGHT	FORM 990, PART XII, LINE 2C	THERE HAVE BEEN NO CHANGES TO THIS PROCESS FROM PRIOR YEAR

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SCHEDULE R (Form 990)

Department of the Treasury
Internal Revenue Service

Related Organizations and Unrelated Partnerships

▶ Complete if the organization answered "Yes" to Form 990, Part IV, line 33, 34, 35, 36, or 37.
▶ Attach to Form 990. ▶ See separate instructions.

OMB No 1545-0047

2011

Open to Public Inspection

Name of the organization
GRAND LODGE OF FREE AND ACCEPTED MASONS OF CALIFORNIA

Employer identification number
94-0487790

Part I Identification of Disregarded Entities (Complete if the organization answered "Yes" on Form 990, Part IV, line 33.)

(a) Name, address, and EIN of disregarded entity	(b) Primary activity	(c) Legal domicile (state or foreign country)	(d) Total income	(e) End-of-year assets	(f) Direct controlling entity

Part II Identification of Related Tax-Exempt Organizations (Complete if the organization answered "Yes" on Form 990, Part IV, line 34 because it had one or more related tax-exempt organizations during the tax year.)

(a) Name, address, and EIN of related organization	(b) Primary activity	(c) Legal domicile (state or foreign country)	(d) Exempt Code section	(e) Public charity status (if section 501(c)(3))	(f) Direct controlling entity	(g) Section 512(b)(13) controlled organization	
						Yes	No
(1) MASONIC HOMES OF CALIFORNIA 1111 CALIFORNIA STREET SAN FRANCISCO, CA 94108 94-1156564	CONTINUING CARE AND RETIREMENT ACTIVITY	CA	501(C)(3)	7	GRAND LODGE OF THE FREE & ACCEPTED MASONS OF CALIFORNIA	Yes	
(2) CALIFORNIA MASONIC MEMORIAL TEMPLE 1111 CALIFORNIA STREET SAN FRANCISCO, CA 94108 94-1266937	SUPPORTING ORGANIZATION	CA	501(C)(3)	11-II	GRAND LODGE OF THE FREE & ACCEPTED MASONS OF CALIFORNIA	Yes	
(3) CALIFORNIA MASONIC FOUNDATION 1111 CALIFORNIA STREET SAN FRANCISCO, CA 94108 23-7013074	A CHARITABLE FOUNDATION SUPPORTING EDUCATIONAL AND COMMUNITY-BASED PROGRAMS	CA	501(C)(3)	7	GRAND LODGE OF THE FREE & ACCEPTED MASONS OF CALIFORNIA	Yes	
(4) ACACIA CREEK A MASONIC SENIOR LIVING COMMUNITY AT UNION CITY 34400 MISSION BLVD UNION CITY, CA 94587 20-4688615	CONTINUING CARE AND RETIREMENT ACTIVITY	CA	501(C)(3)	9	MASONIC HOMES OF CALIFORNIA	Yes	

Part III **Identification of Related Organizations Taxable as a Partnership** (Complete if the organization answered "Yes" on Form 990, Part IV, line 34 because it had one or more related organizations treated as a partnership during the tax year.)

(a) Name, address, and EIN of related organization	(b) Primary activity	(c) Legal domicile (state or foreign country)	(d) Direct controlling entity	(e) Predominant income (related, unrelated, excluded from tax under sections 512-514)	(f) Share of total income	(g) Share of end-of-year assets	(h) Disproportionate allocations? Yes	(h) No	(i) Code V—UBI amount in box 20 of Schedule K-1 (Form 1065)	(j) General or managing partner? Yes	(j) No	(k) Percentage ownership

Part IV **Identification of Related Organizations Taxable as a Corporation or Trust** (Complete if the organization answered "Yes" on Form 990, Part IV, line 34 because it had one or more related organizations treated as a corporation or trust during the tax year.)

(a) Name, address, and EIN of related organization	(b) Primary activity	(c) Legal domicile (state or foreign country)	(d) Direct controlling entity	(e) Type of entity (C corp, S corp, or trust)	(f) Share of total income	(g) Share of end-of-year assets	(h) Percentage ownership
(1) NOB HILL MASONIC CENTER INC 1111 CALIFORNIA STREET SAN FRANCISCO, CA 94108 61-1511651	OPERATION OF MASONIC TEMPLE PARKING FACILITY	CA	N/A	C	1,522,466	652,880	100 000 %

Part V Transactions With Related Organizations (Complete if the organization answered "Yes" on Form 990, Part IV, line 34, 35, 35A, or 36.)

		Yes	No
Note. Complete line 1 if any entity is listed in Parts II, III or IV			
1 During the tax year, did the orgranization engage in any of the following transactions with one or more related organizations listed in Parts II-IV?			
a Receipt of **(i)** interest **(ii)** annuities **(iii)** royalties **(iv)** rent from a controlled entity	1a		No
b Gift, grant, or capital contribution to related organization(s)	1b		No
c Gift, grant, or capital contribution from related organization(s)	1c	Yes	
d Loans or loan guarantees to or for related organization(s)	1d	Yes	
e Loans or loan guarantees by related organization(s)	1e		No
f Sale of assets to related organization(s)	1f		No
g Purchase of assets from related organization(s)	1g		No
h Exchange of assets with related organization(s)	1h		No
i Lease of facilities, equipment, or other assets to related organization(s)	1i		No
j Lease of facilities, equipment, or other assets from related organization(s)	1j	Yes	
k Performance of services or membership or fundraising solicitations for related organization(s)	1k	Yes	
l Performance of services or membership or fundraising solicitations by related organization(s)	1l		No
m Sharing of facilities, equipment, mailing lists, or other assets with related organization(s)	1m		No
n Sharing of paid employees with related organization(s)	1n	Yes	
o Reimbursement paid to related organization(s) for expenses	1o	Yes	
p Reimbursement paid by related organization(s) for expenses	1p	Yes	
q Other transfer of cash or property to related organization(s)	1q		No
r Other transfer of cash or property from related organization(s)	1r		No

2 If the answer to any of the above is "Yes," see the instructions for information on who must complete this line, including covered relationships and transaction thresholds

(a) Name of other organization	(b) Transaction type(a-r)	(c) Amount involved	(d) Method of determining amount involved
(1) See Additional Data Table			
(2)			
(3)			
(4)			
(5)			
(6)			

Part VI Unrelated Organizations Taxable as a Partnership (Complete if the organization answered "Yes" on Form 990, Part IV, line 37.)

Provide the following information for each entity taxed as a partnership through which the organization conducted more than five percent of its activities (measured by total assets or gross revenue) that was not a related organization See instructions regarding exclusion for certain investment partnerships

(a) Name, address, and EIN of entity	(b) Primary activity	(c) Legal domicile (state or foreign country)	(d) Predominant income(related, unrelated, excluded from tax under sections 512-514)	(e) Are all partners section 501(c)(3) organizations?		(f) Share of total income	(g) Share of end-of-year assets	(h) Disproprtionate allocations?		(i) Code V—UBI amount in box 20 of Schedule K-1 (Form 1065)	(j) General or managing partner?		(k) Percentage ownership
				Yes	No			Yes	No		Yes	No	

Schedule R (Form 990) 2011

Part VII Supplemental Information

Complete this part to provide additional information for responses to questions on Schedule R (see instructions)

Identifier	Return Reference	Explanation	

Additional Data

Return to Form

Software ID:
Software Version:
EIN: 94-0487790
Name: GRAND LODGE OF FREE AND ACCEPTED MASONS OF CALIFORNIA

Form 990, Schedule R, Part V - Transactions With Related Organizations

(a) Name of other organization	(b) Transaction type(a-r)	(c) Amount Involved ($)	(d) Method of determining amount involved
(1) CALIFORNIA MASONIC TEMPLE	D	665,115	BOOK/ACTUAL VALUE
(2) CALIFORNIA MASONIC TEMPLE	J	54,107	BOOK/ACTUAL VALUE
(3) CALIFORNIA MASONIC FOUNDATION	C	173,454	BOOK/ACTUAL VALUE
(4) CALIFORNIA MASONIC HOMES	K	492,337	BOOK/ACTUAL VALUE
(5) CALIFORNIA MASONIC FOUNDATION	K	244,000	BOOK/ACTUAL VALUE
(6) ACACIA CREEK A MASONIC SENIOR LIVING COMMUNITY AT UNION CITY	N	697,242	BOOK/ACTUAL VALUE
(7) CALIFORNIA MASONIC HOMES	N	3,868,714	BOOK/ACTUAL VALUE
(8) CALIFORNIA MASONIC FOUNDATION	N	207,661	BOOK/ACTUAL VALUE
(9) CALIFORNIA MASONIC TEMPLE	N	281,381	BOOK/ACTUAL VALUE
(10) NOB HILL MASONIC CENTER	N	154,564	BOOK/ACTUAL VALUE
(11) ACACIA CREEK A MASONIC SENIOR LIVING COMMUNITY AT UNION CITY	P	159,974	BOOK/ACTUAL VALUE
(12) CALIFORNIA MASONIC HOMES	P	973,402	BOOK/ACTUAL VALUE