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Form 990-PF

Department of the Treasury  
Internal Revenue Service

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

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

OMB No 1545-0052

2012

Open to Public Inspection

For calendar year 2012, or tax year beginning 01-01-2012 , and ending 12-31-2012

Name of foundation THE RONALD DAVIS FAMILY FOUNDATION		A Employer identification number 06-1395552	
Number and street (or P O box number if mail is not delivered to street address) 11100 SANTA MONICA BLVD ROOM/SUITE 600		B Telephone number (see instructions)  (310) 806-4000	
City or town, state, and ZIP code LOS ANGELES, CA 90025		C If exemption application is pending, check here <input type="checkbox"/>	
G Check all that apply <div><input type="checkbox"/> Initial return <input type="checkbox"/> Final return <input type="checkbox"/> Address change</div> <div><input type="checkbox"/> Initial return of a former public charity <input type="checkbox"/> Amended return <input type="checkbox"/> Name change</div>		D 1. Foreign organizations, check here <input type="checkbox"/> 2. Foreign organizations meeting the 85% test, check here and attach computation <input type="checkbox"/>	
H Check type of organization <input checked="" type="checkbox"/> Section 501(c)(3) exempt private foundation <input type="checkbox"/> Section 4947(a)(1) nonexempt charitable trust <input type="checkbox"/> Other taxable private foundation		E If private foundation status was terminated under section 507(b)(1)(A), check here <input type="checkbox"/>	
I Fair market value of all assets at end of year (from Part II, col. (c), line 16) \$ 869,233	J Accounting method <input checked="" type="checkbox"/> Cash <input type="checkbox"/> Accrual <input type="checkbox"/> Other (specify) (Part I, column (d) must be on cash basis.)	F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here <input type="checkbox"/>	

Part I Analysis of Revenue and Expenses (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (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 (attach schedule)				
	2 Check <input checked="" type="checkbox"/> if the foundation is <b>not</b> required to attach Sch B				
	3 Interest on savings and temporary cash investments				
	4 Dividends and interest from securities. . . . .	17,660	17,657		
	5a Gross rents . . . . .				
	b Net rental income or (loss) _____				
	6a Net gain or (loss) from sale of assets not on line 10	14,130			
	b Gross sales price for all assets on line 6a _____ 135,433				
	7 Capital gain net income (from Part IV , line 2) . . . .		14,130		
	8 Net short-term capital gain . . . . .				
	9 Income modifications . . . . .				
	10a Gross sales less returns and allowances				
Operating and Administrative Expenses	b Less Cost of goods sold . . . . .				
	c Gross profit or (loss) (attach schedule) . . . . .				
	11 Other income (attach schedule) . . . . .	-1,992			
	12 Total. Add lines 1 through 11 . . . . .	29,798	31,787		
	13 Compensation of officers, directors, trustees, etc				
	14 Other employee salaries and wages . . . . .				
	15 Pension plans, employee benefits . . . . .				
	16a Legal fees (attach schedule) . . . . .				
	b Accounting fees (attach schedule) . . . . .				
	c Other professional fees (attach schedule) . . . . .				
	17 Interest . . . . .	801	801		
	18 Taxes (attach schedule) (see instructions)	640	281		
	19 Depreciation (attach schedule) and depletion . . . .	312			
	20 Occupancy . . . . .				
	21 Travel, conferences, and meetings . . . . .	3,180			3,180
	22 Printing and publications . . . . .				
	23 Other expenses (attach schedule) . . . . .	19,745	15,943		3,586
	24 Total operating and administrative expenses. Add lines 13 through 23 . . . . .	24,678	17,025		6,766
	25 Contributions, gifts, grants paid . . . . .	102,273			102,273
	26 Total expenses and disbursements. Add lines 24 and 25	126,951	17,025		109,039
	27 Subtract line 26 from line 12				
	a Excess of revenue over expenses and disbursements	-97,153			
	b Net investment income (if negative, enter -0-)		14,762		
	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 . . . . .	77,556	52,033	52,033
	3	Accounts receivable ▶ _____ Less allowance for doubtful accounts ▶ _____			
	4	Pledges receivable ▶ _____ Less allowance for doubtful accounts ▶ _____			
	5	Grants receivable . . . . .			
	6	Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see page 15 of the instructions) . . . . .			
	7	Other notes and loans receivable (attach schedule) ▶ 10,000 Less allowance for doubtful accounts ▶ _____	10,000	10,000	10,000
	8	Inventories for sale or use . . . . .			
	9	Prepaid expenses and deferred charges . . . . .	2,092	1,774	1,774
	10a	Investments—U S and state government obligations (attach schedule)			
	b	Investments—corporate stock (attach schedule) . . . . .	357,257	344,410	344,410
	c	Investments—corporate bonds (attach schedule). . . . .	68,011	60,803	60,803
	11	Investments—land, buildings, and equipment basis ▶ _____ Less accumulated depreciation (attach schedule) ▶ _____			
	12	Investments—mortgage loans . . . . .			
	13	Investments—other (attach schedule) . . . . .	442,518	400,213	400,213
	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)	957,434	869,233	869,233	
Liabilities	17	Accounts payable and accrued expenses . . . . .			
	18	Grants payable . . . . .			
	19	Deferred revenue . . . . .			
	20	Loans from officers, directors, trustees, and other disqualified persons	6,048		
	21	Mortgages and other notes payable (attach schedule) . . . . .			
	22	Other liabilities (describe ▶ _____)			
	23	Total liabilities (add lines 17 through 22) . . . . .	6,048	0	
Net Assets or Fund Balances	Foundations that follow SFAS 117, check here ▶ <input type="checkbox"/> and complete lines 24 through 26 and lines 30 and 31.				
	24	Unrestricted . . . . .			
	25	Temporarily restricted . . . . .			
	26	Permanently restricted . . . . .			
	Foundations that do not follow SFAS 117, check here ▶ <input checked="" type="checkbox"/> and complete lines 27 through 31.				
	27	Capital stock, trust principal, or current funds . . . . .			
	28	Paid-in or capital surplus, or land, bldg , and equipment fund			
	29	Retained earnings, accumulated income, endowment, or other funds	951,386	869,233	
	30	Total net assets or fund balances (see page 17 of the instructions) . . . . .	951,386	869,233	
	31	Total liabilities and net assets/fund balances (see page 17 of the instructions) . . . . .	957,434	869,233	

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	951,386
2	Enter amount from Part I, line 27a . . . . .	2	-97,153
3	Other increases not included in line 2 (itemize) ▶ _____	3	15,000
4	Add lines 1, 2, and 3 . . . . .	4	869,233
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	869,233

Part IV Capital Gains and Losses for Tax on Investment Income

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

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
a See Additional Data Table			
b			
c			
d			
e			

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
a See Additional Data Table			
b			
c			
d			
e			

2	Capital gain net income or (net capital loss)	{ If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7 }	2	14,130
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	3,868

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

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

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

Was the foundation liable for the section 4942 tax on the distributable amount of any year in the base period? ☐ Yes ☒ No  
If "Yes," the foundation does not qualify under section 4940(e) Do not complete this part

1 Enter the appropriate amount in each column for each year, see page 18 of the instructions before making any entries

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col (b) divided by col (c))
2011	103,154	947,312	0 108891
2010	131,397	1,085,782	0 121016
2009	95,005	1,182,082	0 080371
2008	203,224	552,210	0 368019
2007	239,737	838,354	0 285962

2	Total of line 1, column (d). . . . .	2	0 964259
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 192852
4	Enter the net value of noncharitable-use assets for 2012 from Part X, line 5. . . . .	4	880,881
5	Multiply line 4 by line 3. . . . .	5	169,880
6	Enter 1% of net investment income (1% of Part I, line 27b). . . . .	6	148
7	Add lines 5 and 6. . . . .	7	170,028
8	Enter qualifying distributions from Part XII, line 4. . . . . 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	8	109,039

Part VIExcise Tax Based on Investment Income (Section 4940(a), 4940(b), 4940(e), or 4948—see page 18 of the instructions)

1a		Exempt operating foundations described in section 4940(d)(2), check here <input type="checkbox"/> and enter "N/A" on line 1			
		Date of ruling or determination letter _____ (attach copy of letter if necessary—see instructions)			
b		Domestic foundations that meet the section 4940(e) requirements in Part V, check here <input type="checkbox"/> and enter 1% of Part I, line 27b . . . . .		1	295
c		All other domestic foundations enter 2% of line 27b Exempt foreign organizations enter 4% of Part I, line 12, col (b)			
2		Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)		2	
3		Add lines 1 and 2. . . . .		3	295
4		Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)		4	
5		Tax based on investment income. Subtract line 4 from line 3 If zero or less, enter -0- . . . . .		5	295
6		Credits/Payments			
a		2012 estimated tax payments and 2011 overpayment credited to 2012	6a	1,774	
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	1,774
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	
10		Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid. . . . .		10	1,479
11		Enter the amount of line 10 to be Credited to 2013 estimated tax <input type="checkbox"/> 1,479	Refunded <input type="checkbox"/>	11	

Part VII-AStatements Regarding Activities

1a	During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign? . . . . .		Yes	No
		1a		No
b	Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see page 19 of the instructions for definition)? . . . . .			No
	If the answer is "Yes" to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities.			
c	Did the foundation file Form 1120-POL for this year?. . . . .	1c		No
d	Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year (1) On the foundation <input type="checkbox"/> \$ _____ (2) On foundation managers <input type="checkbox"/> \$ _____			
e	Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers <input type="checkbox"/> \$ _____			
2	Has the foundation engaged in any activities that have not previously been reported to the IRS? . . . . .	2		No
	If "Yes," attach a detailed description of the activities.			
3	Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? If "Yes," attach a conformed copy of the changes . . . . .	3		No
4a	Did the foundation have unrelated business gross income of \$1,000 or more during the year?. . . . .	4a		No
b	If "Yes," has it filed a tax return on Form 990-T for this year?. . . . .	4b		
5	Was there a liquidation, termination, dissolution, or substantial contraction during the year? . . . . .	5		No
	If "Yes," attach the statement required by General Instruction T.			
6	Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either			
	• By language in the governing instrument, or			
	• By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument? . . . . .	6	Yes	
7	Did the foundation have at least \$5,000 in assets at any time during the year? If "Yes," complete Part II, col (c), and Part XV	7	Yes	
8a	Enter the states to which the foundation reports or with which it is registered (see instructions) <input type="checkbox"/> CO _____			
b	If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by General Instruction G? If "No," attach explanation .	8b	Yes	
9	Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2012 or the taxable year beginning in 2012 (see instructions for Part XIV)? If "Yes," complete Part XIV . . . . .	9		No
10	Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses	10		No

Part VII-A

Statements Regarding Activities *(continued)*

11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions).	11		No
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		No
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application?	13	Yes	
Website address ▶N/A				
14	The books are in care of ▶ASPIRIANT LLC Telephone no ▶(310) 806-4000 Located at ▶11100 SANTA MONICA BLVD SUITE 600 LOS ANGELES CA ZIP +4 ▶90025			
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of <b>Form 1041</b> —Check here . . . . . ▶ <input type="checkbox"/> and enter the amount of tax-exempt interest received or accrued during the year . . . . . ▶	15		
16	At any time during calendar year 2012, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country? . . . . .	16		No
See instructions for exceptions and filing requirements for Form TD F 90-22.1 If "Yes", enter the name of the foreign country ▶				

Part VII-B

Statements Regarding Activities for Which Form 4720 May Be Required

File Form 4720 if any item is checked in the "Yes" column, unless an exception applies.			Yes	No
1a	During the year did the foundation (either directly or indirectly)			
	(1) Engage in the sale or exchange, or leasing of property with a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No			
	(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person?. . . . . <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No			
	(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No			
	(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No			
	(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)?. . . . . <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No			
	(6) Agree to pay money or property to a government official? ( <b>Exception.</b> Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days ). . . . . <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No			
b	If any answer is "Yes" to 1a(1)–(6), did <b>any</b> of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see page 20 of the instructions)?. . . Organizations relying on a current notice regarding disaster assistance check here. . . . . ▶ <input type="checkbox"/>	1b		
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 2012?. . . . .	1c		
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 2012, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2012?. . . . . <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No If "Yes," list the years ▶ 20____, 20____, 20____, 20____			
b	Are there any years listed in 2a for which the foundation is <b>not</b> 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 <b>all</b> years listed, answer "No" and attach statement—see instructions ). . . . .	2b		
c	If the provisions of section 4942(a)(2) are being applied to <b>any</b> 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 2012 as a result of (1) any purchase by the foundation or disqualified persons after May 26, 1969, (2) the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest, or (3) the lapse of the 10-, 15-, or 20-year first phase holding period? ( <i>Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2012.</i> ). . . . .	3b		
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a		No
b	Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2012?	4b		No



Part VII-B

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

5a	During the year did the foundation pay or incur any amount to			
	(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
	(2) Influence the outcome of any specific public election (see section 4955), or to carry on, directly or indirectly, any voter registration drive?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
	(3) Provide a grant to an individual for travel, study, or other similar purposes?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> 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).	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> 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?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
b	If any answer is "Yes" to 5a(1)–(5), did <b>any</b> of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance (see instructions)?		5b	
	Organizations relying on a current notice regarding disaster assistance check here.	<input checked="" type="checkbox"/>		
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?	<input type="checkbox"/> Yes <input type="checkbox"/> 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?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
b	Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract?		6b	No
	If "Yes" to 6b, file Form 8870.			
7a	At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
b	If yes, did the foundation receive any proceeds or have any net income attributable to the transaction?		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
RONALD V DAVIS 	PRESIDENT	0	0	0
11100 SANTA MONICA BLVD SUITE 600 LOS ANGELES, CA 90025	0 00			
LUCINDA DAVIS 	SECRETARY	0	0	0
11100 SANTA MONICA BLVD SUITE 600 LOS ANGELES, CA 90025	0 00			
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.				

## Part VIII

(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.		Expenses
<b>1</b>		
<b>2</b>		
<b>3</b>		
<b>4</b>		

**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	Amount
<b>1</b> N/A	
<b>2</b>	
All other program-related investments See page 24 of the instructions	
<b>3</b>	

**Total.** Add lines 1 through 3. . . . . 



Part X

Minimum Investment Return (All domestic foundations must complete this part. Foreign foundations, see instructions.)

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc , purposes		
a	Average monthly fair market value of securities. . . . .	1a	423,925
b	Average of monthly cash balances. . . . .	1b	60,157
c	Fair market value of all other assets (see instructions). . . . .	1c	410,213
d	Total (add lines 1a, b, and c). . . . .	1d	894,295
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation). . . . .	1e	
2	Acquisition indebtedness applicable to line 1 assets. . . . .	2	
3	Subtract line 2 from line 1d. . . . .	3	894,295
4	Cash deemed held for charitable activities Enter 1 1/2% of line 3 (for greater amount, see instructions). . . . .	4	13,414
5	Net value of noncharitable-use assets. Subtract line 4 from line 3 Enter here and on Part V, line 4	5	880,881
6	Minimum investment return. Enter 5% of line 5. . . . .	6	44,044

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	44,044
2a	Tax on investment income for 2012 from Part VI, line 5. . . . .	2a	295
b	Income tax for 2012 (This does not include the tax from Part VI ). . . . .	2b	
c	Add lines 2a and 2b. . . . .	2c	295
3	Distributable amount before adjustments Subtract line 2c from line 1. . . . .	3	43,749
4	Recoveries of amounts treated as qualifying distributions. . . . .	4	
5	Add lines 3 and 4. . . . .	5	43,749
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	43,749

Part XII

Qualifying Distributions (see instructions)

1	Amounts paid (including administrative expenses) to accomplish charitable, etc , purposes		
a	Expenses, contributions, gifts, etc —total from Part I, column (d), line 26. . . . .	1a	109,039
b	Program-related investments—total from Part IX-B. . . . .	1b	
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc , purposes. . . . .	2	
3	Amounts set aside for specific charitable projects that satisfy the		
a	Suitability test (prior IRS approval required). . . . .	3a	
b	Cash distribution test (attach the required schedule). . . . .	3b	
4	Qualifying distributions. Add lines 1a through 3b Enter here and on Part V, line 8, and Part XIII, line 4	4	109,039
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	
6	Adjusted qualifying distributions. Subtract line 5 from line 4. . . . .	6	109,039
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 2011	(c) 2011	(d) 2012
1 Distributable amount for 2012 from Part XI, line 7				43,749
2 Undistributed income, if any, as of the end of 2012				
a Enter amount for 2011 only. . . . .				
b Total for prior years 20____, 20____, 20____				
3 Excess distributions carryover, if any, to 2012				
a From 2007. . . . .				200,203
b From 2008. . . . .				175,765
c From 2009. . . . .				35,901
d From 2010. . . . .				78,927
e From 2011. . . . .				56,146
f Total of lines 3a through e. . . . .	546,942			
4 Qualifying distributions for 2012 from Part XII, line 4 ▶ \$ _____ 109,039				
a Applied to 2011, but not more than line 2a				
b Applied to undistributed income of prior years (Election required—see instructions). . . . .				
c Treated as distributions out of corpus (Election required—see instructions). . . . .				
d Applied to 2012 distributable amount. . . . .				43,749
e Remaining amount distributed out of corpus	65,290			
5 Excess distributions carryover applied to 2012 (If an amount appears in column (d), the same amount must be shown in column (a).)				
6 Enter the net total of each column as indicated below:				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5	612,232			
b Prior years' undistributed income Subtract line 4b from line 2b. . . . .				
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed. . . . .				
d Subtract line 6c from line 6b Taxable amount—see instructions . . . . .				
e Undistributed income for 2011 Subtract line 4a from line 2a Taxable amount—see instructions . . . . .				
f Undistributed income for 2012 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2013. . . . .				0
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see instructions). . . . .				
8 Excess distributions carryover from 2007 not applied on line 5 or line 7 (see instructions). . .	200,203			
9 Excess distributions carryover to 2013. Subtract lines 7 and 8 from line 6a. . . . .	412,029			
10 Analysis of line 9				
a Excess from 2008. . . .				175,765
b Excess from 2009. . . .				35,901
c Excess from 2010. . . .				78,927
d Excess from 2011. . . .				56,146
e Excess from 2012. . . .				65,290

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

1a

If the foundation has received a ruling or determination letter that it is a private operating foundation, and the ruling is effective for 2012, enter the date of the ruling.

b

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

☐ 4942(j)(3) or ☐ 4942(j)(5)

2a	Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed.	Tax year	Prior 3 years			(e) Total
		(a) 2012	(b) 2011	(c) 2010	(d) 2009	
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 XVSupplementary 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) )

See Additional Data Table

b

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

2

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

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

a

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

b

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

c

Any submission deadlines

d

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

Part XV

Supplementary Information (continued)

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

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a Paid during the year See Additional Data Table				
Total . . . . .			3a	102,273
b Approved for future payment				
Total . . . . .			3b	

Enter gross amounts unless otherwise indicated		Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income (See instructions )
		(a) Business code	(b) Amount	(c) Exclusion code	(d) Amount	
<b>1</b>	Program service revenue					
<b>a</b>						
<b>b</b>						
<b>c</b>						
<b>d</b>						
<b>e</b>						
<b>f</b>						
<b>g</b>	Fees and contracts from government agencies					
<b>2</b>	Membership dues and assessments. . . .					
<b>3</b>	Interest on savings and temporary cash investments					
<b>4</b>	Dividends and interest from securities. . . .			14	17,660	
<b>5</b>	Net rental income or (loss) from real estate					
<b>a</b>	Debt-financed property. . . . .					
<b>b</b>	Not debt-financed property. . . . .					
<b>6</b>	Net rental income or (loss) from personal property					
<b>7</b>	Other investment income. . . . .					
<b>8</b>	Gain or (loss) from sales of assets other than inventory			18	14,130	
<b>9</b>	Net income or (loss) from special events					
<b>10</b>	Gross profit or (loss) from sales of inventory. .					
<b>11</b>	Other revenue <b>a</b> ARCADIA IREO II INV-OTH			14	352	
<b>b</b>	KAYNE ANDERSON I-OTH INC			14	64	
<b>c</b>	KAYNE ANDERSON PRV INV-ORD	900001	-6,378	14		
<b>d</b>	KAYNE ANDERSON PRV II-ORD I	900001	3,975	14		
<b>e</b>	ARCADIA ENVIRONMENTAL-ORD I			14	-5	
<b>12</b>	Subtotal Add columns (b), (d), and (e). .		-2,403		32,201	
<b>13</b>	<b>Total.</b> Add line 12, columns (b), (d), and (e). . . . .					29,798

[illegible]

<b>1</b>	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?		<b>Yes</b>	<b>No</b>
<b>a</b>	Transfers from the reporting foundation to a noncharitable exempt organization of			
	<b>(1)</b> Cash. . . . .	<b>1a(1)</b>		<b>No</b>
	<b>(2)</b> Other assets. . . . .	<b>1a(2)</b>		<b>No</b>
<b>b</b>	Other transactions			
	<b>(1)</b> Sales of assets to a noncharitable exempt organization. . . . .	<b>1b(1)</b>		<b>No</b>
	<b>(2)</b> Purchases of assets from a noncharitable exempt organization. . . . .	<b>1b(2)</b>		<b>No</b>
	<b>(3)</b> Rental of facilities, equipment, or other assets. . . . .	<b>1b(3)</b>		<b>No</b>
	<b>(4)</b> Reimbursement arrangements. . . . .	<b>1b(4)</b>		<b>No</b>
	<b>(5)</b> Loans or loan guarantees. . . . .	<b>1b(5)</b>		<b>No</b>
	<b>(6)</b> Performance of services or membership or fundraising solicitations. . . . .	<b>1b(6)</b>		<b>No</b>
<b>c</b>	Sharing of facilities, equipment, mailing lists, other assets, or paid employees. . . . .	<b>1c</b>		<b>No</b>
<b>d</b>	If the answer to any of the above is "Yes," complete the following schedule. Column <b>(b)</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 <b>(d)</b> the value of the goods, other assets, or services received.			

[illegible]

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

b If "Yes," complete the following schedule		
(a) Name of organization	(b) Type of organization	(c) Description of relationship

<b>Sign Here</b>	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 or fiduciary) is based on all information of which preparer has any knowledge.		
	*****	2013-11-12	*****
	Signature of officer or trustee	Date	Title

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

<b>Paid Preparer Use Only</b>	Print/Type preparer's name	Preparer's Signature	Date	Check if self-employed <input checked="checked" type="checkbox"/>	PTIN
	RAYMOND EDWARDS	RAYMOND EDWARDS	2013-11-12		
	Firm's name <input type="checkbox"/>	ASPIRIANT LLC 11100 SANTA MONICA BLVD STE 600			Firm's EIN <input type="checkbox"/>
	Firm's address <input type="checkbox"/>	LOS ANGELES, CA 900253392			Phone no (310) 806-4000

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

(a) List and describe the kind(s) of property sold (e g , real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co )	(b) How acquired P—Purchase D—Donation	(c) Date acquired (mo , day, yr )	(d) Date sold (mo , day, yr )
VANGUARD INFLATION-694 019 SHS	P	2011-12-14	2012-03-14
COHEN & STEERS INST-119 579 SHS	P	2011-09-21	2012-04-03
DFA EMERGING MKTS CORE-207 668 SHS	P	2011-01-12	2012-03-14
SPDR DJ WILSHIRE INTL RE-82 SHS	P	2011-09-21	2012-04-03
DFA INT'L SMALL COMPANY-155 977 SHS	P	2010-11-02	2012-03-14
DFA EMERGING MKTS CORE-104 497 SHS	P	2011-01-12	2012-11-09
DFA INT'L SMALL COMPANY-171 363 SHS	P	2011-01-12	2012-03-14
DFA EMERGING MKTS CORE-804 788 SHS	P	2010-11-02	2012-11-09
DFA INTERNATIONAL VALUE-688 606 SHS	P	2009-11-05	2012-03-14
DFA INTERNATIONAL VALUE-249 87 SHS	P	2009-11-05	2012-11-09
DFA US SMALL CAP VALUE-392 483 SHS	P	2010-11-02	2012-03-14
DFA EMERGING MKTS CORE-6 31 SHS	P	2012-04-03	2012-11-09
DFA US SMALL CAP VALUE-1 193 SHS	P	2011-12-14	2012-03-14
PIMCO TOTAL RETURN-182 083 SHS	P	2009-11-05	2012-12-19
DFA INTL SMALL COMPANY-2 655 SHS	P	2009-11-05	2012-04-03
PIMCO TOTAL RETURN-454 795 SHS	P	2010-01-15	2012-12-19
DFA INTL SMALL COMPANY-242 057 SHS	P	2010-11-02	2012-04-03
GS CONNECT S&P GSCI-79 SHS	P	2012-10-10	2012-12-19
DFA US SMALL CAP VALUE-459 031	P	2009-11-05	2012-04-03
PIMCO TOTAL RETURN-357 592 SHS	P	2012-02-15	2012-12-19
DFA US MICRO CAP-384 756 SHS	P	2009-11-05	2012-04-03
FROM K-1 KAYNE ANDERSON I-SEC1231	P	2011-12-30	2012-12-31
DFA US SMALL CAP-7 031 SHS	P	2009-11-05	2012-04-03
FROM K-1 KAYNE ANDERSON II-SEC1231	P	2011-12-30	2012-12-31
DFA US SMALL CAP-361 284 SHS	P	2010-11-02	2012-04-03
FROM K-1 KAYNE ANDERSON II-LTCG	P	2011-12-30	2012-12-31
DFA INTL SMALL CAP VALUE-104 231 SHS	P	2009-11-05	2012-04-03
FROM K-1 ARCADIA ENV OPP-STCL	P	2011-12-31	2012-12-31
DFA INTL SMALL CAP VALUE-520 245 SHS	P	2010-11-02	2012-04-03
FROM K-1 ARCADIA ENV OPP-LTCG	P	2012-12-30	2012-12-31

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

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
9,828		10,000	-172
5,170		4,343	827
4,206		4,656	-450
2,986		2,777	209
2,433		2,547	-114
1,985		2,343	-358
2,673		3,000	-327
15,289		17,500	-2,211
11,280		11,646	-366
3,813		4,226	-413
10,208		9,000	1,208
120		126	-6
31		26	5
2,059		1,990	69
42		38	4
5,144		5,000	144
3,790		3,952	-162
3,762		3,938	-176
12,098		8,410	3,688
4,044		4,000	44
5,721		3,799	1,922
		709	-709
163		108	55
		16	-16
8,369		7,000	1,369
3,201			3,201
1,633		1,594	39
		59	-59
8,151		8,500	-349
3,196			3,196



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

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
			-172
			827
			-450
			209
			-114
			-358
			-327
			-2,211
			-366
			-413
			1,208
			-6
			5
			69
			4
			144
			-162
			-176
			3,688
			44
			1,922
			-709
			55
			-16
			1,369
			3,201
			39
			-59
			-349
			3,196

**Form 990PF Part XV Line 1a - 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).**

RONALD V DAVIS
LUCINDA DAVIS

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

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
<b>a</b> <i>Paid during the year</i>				
BRIGHT FUTURES FOUNDATION BRIGHT FUTURES FOUNDATION PO BOX 2558 PO BOX 2558 AVON,CO 81620	NONE	501(C)(3)	UNRESTRICTED	2,500
COLORADO SKI MUSEUM COLORADO SKI MUSEUM 231 S FRONTAGE ROAD EAST 231 S FRONTAGE ROAD EAST VAIL,CO 81657	NONE	501(C)(3)	UNRESTRICTED	1,000
EDWARDS INTERFAITH CHAPEL EDWARDS INTERFAITH CHAPEL 32138 US HIGHWAY 6 32138 US HIGHWAY 6 EDWARDS,CO 81632	NONE	501(C)(3)	UNRESTRICTED	2,500
FROM K-1-K ANDERSON II FROM K-1-KAYNE ANDERSON PRIVATE INVESTORS II(QP)LP FEIN 20-3795759 1800AVENUE OF THE STARS2 LOS ANGELES,CA 90067	NONE	501(C)(3)	UNRESTRICTED	16
FROM K-1-K ANDERSON PRV FROM K-1-KAYNE ANDERSON PRIVATE INVESTORS LP FEIN 01-0637896 1800AVENUE OF THE STARS3 LOS ANGELES,CA 90067	NONE	501(C)(3)	UNRESTRICTED	50
LIBERTY INSTITUTE LIBERTY INSTITUTE 2001 W PLANO PKWY 1600 2001 W PLANO PKWY 1600 PLANO,TX 75075	NONE	501(C)(3)	UNRESTRICTED	5,000
NEW ENGLAND SKI MUSEUM NEW ENGLAND SKI MUSEUM 11 FRANCONIA NOTCH PKWY 11 FRANCONIA NOTCH PKWY FRANCONIA,NH 03580	NONE	501(C)(3)	UNRESTRICTED	50
THE EPISCOPAL CHURCH THE EPISCOPAL CHURCH 815 SECOND AVENUE 815 SECOND AVENUE NEWYORK,NY 10017	NONE	501(C)(3)	UNRESTRICTED	8,000
THE YOUTH FOUNDATION THE YOUTH FOUNDATION PO BOX 2761 PO BOX 2761 EDWARDS,CO 81632	NONE	501(C)(3)	UNRESTRICTED	19,370
UNITED WAY UNITED WAY PO BOX 1833 PO BOX 1833 EAGLE,CO 81631	NONE	501(C)(3)	UNRESTRICTED	500
UNIVERSITY OF COLORADO DENVER UNIVERSITY OF COLORADO DENVER 1250 14TH STREET 1250 14TH STREET DENVER,CO 80202	NONE	501(C)(3)	UNRESTRICTED	5,000
VAIL CHRISTIAN SCHOOL VAIL CHRISTIAN SCHOOL 31621 HIGHWAY 6 31621 HIGHWAY 6 EDWARDS,CO 81632	NONE	501(C)(3)	UNRESTRICTED	1,000
VAIL PET PARTNERS VAIL PET PARTNERS 322 BEARD CREEK RD 322 BEARD CREEK RD EDWARDS,CO 81632	NONE	501(C)(3)	UNRESTRICTED	50
VAIL VALLEY CHARITABLE FUND VAIL VALLEY CHARITABLE FUND 90 HERITAGE PARK PL 90 HERITAGE PARK PL EDWARDS,CO 81632	NONE	501(C)(3)	UNRESTRICTED	30,235
VAIL VALLEY FOUNDATION VAIL VALLEY FOUNDATION PO BOX 309 PO BOX 309 VAIL,CO 81658	NONE	501(C)(3)	UNRESTRICTED	20,002

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

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
<b>a</b> <i>Paid during the year</i>				
VAIL VALLEY MED CTR FDN VAIL VALLEY MEDICAL CENTER FOUNDATION PO BOX 1529 PO BOX 1529 VAIL,CO 81658	NONE	501(C)(3)	UNRESTRICTED	7,000
<b>Total . . . . . ▶ 3a</b>				102,273

**TY 2012 Compensation Explanation****Name:** THE RONALD DAVIS FAMILY FOUNDATION**EIN:** 06-1395552

Person Name	Explanation
RONALD V DAVIS	
LUCINDA DAVIS	

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

TY 2012 Depreciation Schedule

Name: THE RONALD DAVIS FAMILY FOUNDATION

EIN: 06-1395552

Description of Property	Date Acquired	Cost or Other Basis	Prior Years' Depreciation	Computation Method	Rate / Life (# of years)	Current Year's Depreciation Expense	Net Investment Income	Adjusted Net Income	Cost of Goods Sold Not Included
FROM K-1'S - SEC 179 EXPENSE			507			312			

**TY 2012 General Explanation Attachment****Name:** THE RONALD DAVIS FAMILY FOUNDATION**EIN:** 06-1395552

Identifier	Return Reference	Explanation
GENERAL ELECTIONS		YEAR ENDING DECEMBER 31, 2012 06-1395552 THE RONALD DAVIS FAMILY FOUNDATION 11100 SANTA MONICA BLVD LOS ANGELES, CA 90025 NOL CARRYBACK ELECTION UNDER IRC SECTION 172(B)(3), THE TAXPAYER ELECTS TO RELINQUISH THE ENTIRE CARRYBACK PERIOD WITH RESPECT TO ANY REGULAR TAX AND AMT NET OPERATING LOSS INCURRED DURING THE CURRENT TAX YEAR

**TY 2012 Investments Corporate  
Bonds Schedule****Name:** THE RONALD DAVIS FAMILY FOUNDATION**EIN:** 06-1395552

<b>Name of Bond</b>	<b>End of Year Book Value</b>	<b>End of Year Fair Market Value</b>
PIMCO TOTAL RETURN	53,041	53,041
VANGUARD INFLATION	7,762	7,762



## TY 2012 Investments Corporate Stock Schedule

**Name:** THE RONALD DAVIS FAMILY FOUNDATION

**EIN:** 06-1395552

Name of Stock	End of Year Book Value	End of Year Fair Market Value
BERKSHIRE HATHAWAY	12,558	12,558
SCHWAB S&P 500 SELECT	22,965	22,965
DFA US LARGE CAP VALUE	32,849	32,849
VANGUARD TOTAL INT'L STOCK	40,119	40,119
DFA INTERNATIONAL VALUE	18,330	18,330
DFA US SMALL CAP	14,872	14,872
DFA US SMALL CAP VALUE	20,577	20,577
DFA US MICRO CAP	6,211	6,211
DFA INT'L SMALL COMPANY	12,189	12,189
DFA INT'L SMALL CAP VALUE	12,426	12,426
DFA EMERGING MARKETS	43,607	43,607
GS CONNECT S&P GSCI E	20,387	20,387
S P D R TUST UNIT SR/S&P 500	26,915	26,915
COHEN & STEERS INST	21,619	21,619
SPDR DJ WILSHIRE INTL RE	23,115	23,115
ISHARES CORE S&P	8,445	8,445
DFA TAX MANAGED	4,267	4,267
SPDR S&P INT'L	2,959	2,959

## TY 2012 Investments - Other Schedule

**Name:** THE RONALD DAVIS FAMILY FOUNDATION

**EIN:** 06-1395552

Category/ Item	Listed at Cost or FMV	Book Value	End of Year Fair Market Value
KAYNE ANDERSON PRV INVESTORS	FMV	52,204	52,204
KAYNE ANDERSON PRV INVESTOR II	FMV	53,511	53,511
ARCADIA ENVIRONMNTL OPPORTNTY FD I	FMV	56,339	56,339
ARCADIA IREO II INVESTORS LLC	FMV	238,159	238,159

## TY 2012 Other Expenses Schedule

**Name:** THE RONALD DAVIS FAMILY FOUNDATION

**EIN:** 06-1395552

Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
EXPENSES				
KAYNE ANDERSON PRV INV-PORTFO	1,796	1,796		
KAYNE ANDERSON PRV INV-OTHER	63	63		
KAYNE ANDERSON PRV INV- NONDED	45			
KAYNE ANDERSON PRV INV II-POR	1,460	1,460		
KAYNE ANDERSON PRV INV II-OTH	629	629		
KAYNE ANDERSON PRV INV II-NON	171			
ARCADIA ENV OPP FD-PORTFOLIO	4,353	4,353		
ARCADIA ENV OPP FD II-PORTFOL	7,642	7,642		
MEALS & ENTERTAINMENT	2,538			2,538
FINANCE CHARGES	308			308
LATE FEES	70			70
OFFICE SUPPLIES	610			610
POSTAGE & DELIVERY	60			60

**TY 2012 Other Income Schedule****Name:** THE RONALD DAVIS FAMILY FOUNDATION**EIN:** 06-1395552

Description	Revenue And Expenses Per Books	Net Investment Income	Adjusted Net Income
ARCADIA IREO II INV-OTH INC	352		
KAYNE ANDERSON I-OTH INC	64		
KAYNE ANDERSON PRV INV-ORD IN	-6,378		
KAYNE ANDERSON PRV II-ORD INC	3,975		
ARCADIA ENVIRONMENTAL-ORD INC	-5		

## TY 2012 Other Increases Schedule

**Name:** THE RONALD DAVIS FAMILY FOUNDATION

**EIN:** 06-1395552

Description	Amount
CHANGE IN UNREALIZED GAIN/LOSS	15,000

**TY 2012 Other Notes/Loans  
Receivable Short Schedule**

**Name:** THE RONALD DAVIS FAMILY FOUNDATION

**EIN:** 06-1395552

Name of 501(c)(3) Organization	Balance Due
QUALITY FILM CONTENT INC	10,000

**TY 2012 Taxes Schedule****Name:** THE RONALD DAVIS FAMILY FOUNDATION**EIN:** 06-1395552

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
FOREIGN TAXES WITHHELD	281	281		
PY U S EXCISE TAX	358			
KAYNE ANDERSON II - STATE TAXES	1			

**TY 2012 GeneralDependencySmall****Name:** THE RONALD DAVIS FAMILY FOUNDATION**EIN:** 06-1395552**Business Name or Person Name:****Taxpayer Identification Number:****Form, Line or Instruction****Reference:****Regulations Reference:****Description:** WAIVE NOL CARRYBACK

**Attachment Information:** YEAR ENDING: DECEMBER 31, 2012 06-1395552 THE RONALD DAVIS FAMILY FOUNDATION 11100 SANTA MONICA BLVD LOS ANGELES, CA 90025 NOL CARRYBACK ELECTION UNDER IRC SECTION 172(B)(3), THE TAXPAYER ELECTS TO RELINQUISH THE ENTIRE CARRYBACK PERIOD WITH RESPECT TO ANY REGULAR TAX AND AMT NET OPERATING LOSS INCURRED DURING THE CURRENT TAX YEAR.