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

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

2012

Open to public inspection

For calendar year 2012 or tax year beginning

, and ending

Name of foundation MCMILLEN FAMILY FOUNDATION		A Employer identification number 26-1593449
Number and street (or P O box number if mail is not delivered to street address) 6490 SEA COVE DRIVE	Room/suite	B Telephone number 310-344-7100
City or town, state, and ZIP code RANCHO PALOS VERDES, CA 90275		C If exemption application is pending, check here <input type="checkbox"/>
G Check all that apply: <input type="checkbox"/> Initial return <input type="checkbox"/> Initial return of a former public charity <input type="checkbox"/> Final return <input type="checkbox"/> Amended return <input type="checkbox"/> Address change <input type="checkbox"/> Name change		D 1 Foreign organizations, check here <input type="checkbox"/> 2. Foreign organizations meeting the 85% test, check here and attach computation <input type="checkbox"/>
H Check type of organization: <input checked="" type="checkbox"/> Section 501(c)(3) exempt private foundation <input type="checkbox"/> Section 4947(a)(1) nonexempt charitable trust <input type="checkbox"/> Other taxable private foundation		E If private foundation status was terminated under section 507(b)(1)(A), check here <input type="checkbox"/>
I Fair market value of all assets at end of year (from Part II, col (c), line 16) \$ 677,502.	J Accounting method: <input checked="" type="checkbox"/> Cash <input type="checkbox"/> Accrual <input type="checkbox"/> Other (specify) _____	F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here <input type="checkbox"/>

Part I Analysis of Revenue and Expenses (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a))		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
Revenue	1 Contributions, gifts, grants, etc., received	824,442.		N/A	
	2 Check <input type="checkbox"/> If the foundation is not required to attach Sch B				
	3 Interest on savings and temporary cash investments	74.	74.		STATEMENT 1
	4 Dividends and interest from securities	10,955.	10,955.		STATEMENT 2
	5a Gross rents				
	b Net rental income or (loss)				
	6a Net gain or (loss) from sale of assets not on line 10	694,080.			
	b Gross sales price for all assets on line 6a	2,689,327.			
	7 Capital gain net income (from Part IV, line 2)		694,080.		
	8 Net short-term capital gain				
Operating and Administrative Expenses	9 Income modifications				
	10a Gross sales less returns and allowances				
	b Less: Cost of goods sold				
	c Gross profit or (loss)				
	11 Other income				
	12 Total. Add lines 1 through 11	1,529,551.	705,109.		
	13 Compensation of officers, directors, trustees, etc.	25,000.	11,250.		13,750.
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits				
	16a Legal fees				
	b Accounting fees	STMT 3 8,057.	0.		650.
	c Other professional fees	STMT 4 5,100.	0.		5,100.
	17 Interest				
	18 Taxes	STMT 5 8,849.	140.		0.
	19 Depreciation and depletion				
	20 Occupancy				
	21 Travel, conferences, and meetings				
22 Printing and publications					
23 Other expenses	STMT 6 969.	0.		969.	
24 Total operating and administrative expenses. Add lines 13 through 23	47,975.	11,390.		20,469.	
25 Contributions, gifts, grants paid	2,165,080.			2,165,080.	
26 Total expenses and disbursements. Add lines 24 and 25	2,213,055.	11,390.		2,185,549.	
27 Subtract line 26 from line 12:					
a Excess of revenue over expenses and disbursements	-683,504.				
b Net investment income (if negative, enter -0-)		693,719.			
c Adjusted net income (if negative, enter -0-)			N/A		

Part II Balance Sheets Attached schedules and amounts in the description column should be for end-of-year amounts only		Beginning of year	End of year	
		(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1 Cash - non-interest-bearing	19,429.	109,111.	109,111.
	2 Savings and temporary cash investments	8,619.	427,205.	427,205.
	3 Accounts receivable ▶ Less: allowance for doubtful accounts ▶			
	4 Pledges receivable ▶ Less: allowance for doubtful accounts ▶			
	5 Grants receivable			
	6 Receivables due from officers, directors, trustees, and other disqualified persons			
	7 Other notes and loans receivable ▶ Less: allowance for doubtful accounts ▶			
	8 Inventories for sale or use			
	9 Prepaid expenses and deferred charges			
	10a Investments - U.S. and state government obligations			
	b Investments - corporate stock STMT 7	1,558,975.	118,534.	141,186.
	c Investments - corporate bonds			
	11 Investments - land, buildings, and equipment basis ▶ Less: accumulated depreciation ▶			
	12 Investments - mortgage loans			
	13 Investments - other			
14 Land, buildings, and equipment: basis ▶ Less: accumulated depreciation ▶				
15 Other assets (describe ▶)				
16 Total assets (to be completed by all filers)	1,587,023.	654,850.	677,502.	
Liabilities	17 Accounts payable and accrued expenses			
	18 Grants payable			
	19 Deferred revenue			
	20 Loans from officers, directors, trustees, and other disqualified persons			
	21 Mortgages and other notes payable			
	22 Other liabilities (describe ▶)			
23 Total liabilities (add lines 17 through 22)	0.	0.		
Net Assets or Fund Balances	Foundations that follow SFAS 117, check here ▶ <input 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	0.	0.	
	28 Paid-in or capital surplus, or land, bldg., and equipment fund	0.	0.	
	29 Retained earnings, accumulated income, endowment, or other funds	1,587,023.	654,850.	
30 Total net assets or fund balances	1,587,023.	654,850.		
31 Total liabilities and net assets/fund balances	1,587,023.	654,850.		

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	1,587,023.
2 Enter amount from Part I, line 27a	2	-683,504.
3 Other increases not included in line 2 (itemize) ▶	3	0.
4 Add lines 1, 2, and 3	4	903,519.
5 Decreases not included in line 2 (itemize) ▶ NET ASSET VALUE ADJUSTMENT	5	248,669.
6 Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	654,850.

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 WELLS FARGO #1671 - SHORT TERM - SEE			
b ATTACHED STATEMENT	P		12/31/12
c WELLS FARGO #1671 - LONG TERM - SEE ATTACHED			
d STATEMENT	P		12/31/12
e CAPITAL GAINS DIVIDENDS			

(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			
b 587,612.		434,429.	153,183.
c			
d 2,100,886.		1,560,818.	540,068.
e 829.			829.

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69

(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	(l) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col. (h))
a			
b			153,183.
c			
d			540,068.
e			829.

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	694,080.
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6):	{ If gain, also enter in Part I, line 8, column (c). If (loss), enter -0- in Part I, line 8 }	3	N/A

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

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

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

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

☐ Yes ☒ No

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

1 Enter the appropriate amount in each column for each year; see 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	1,601,639.	2,341,643.	.683981
2010	1,471,602.	2,838,068.	.518522
2009	572,730.	1,873,253.	.305741
2008	440,608.	1,750,313.	.251731
2007	0.	41,794.	.000000

2 Total of line 1, column (d)	2	1.759975
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	.351995
4 Enter the net value of noncharitable-use assets for 2012 from Part X, line 5	4	1,296,816.
5 Multiply line 4 by line 3	5	456,473.
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	6,937.
7 Add lines 5 and 6	7	463,410.
8 Enter qualifying distributions from Part XII, line 4	8	2,185,549.

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

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

1a Exempt operating foundations described in section 4940(d)(2), check here <input type="checkbox"/> and enter "N/A" on line 1. Date of ruling or determination letter: _____ (attach copy of letter if necessary-see instructions)			
b Domestic foundations that meet the section 4940(e) requirements in Part V, check here <input checked="" type="checkbox"/> and enter 1% of Part I, line 27b		1	6,937.
c All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, col. (b).			
2 Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)		2	0.
3 Add lines 1 and 2		3	6,937.
4 Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)		4	0.
5 Tax based on investment income. Subtract line 4 from line 3. If zero or less, enter -0-		5	6,937.
6 Credits/Payments:			
a 2012 estimated tax payments and 2011 overpayment credited to 2012	6a	4,224.	
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	4,224.	
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	2,713.	
10 Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10		
11 Enter the amount of line 10 to be: Credited to 2013 estimated tax <input type="checkbox"/> Refunded <input type="checkbox"/>	11		

Part VII-A Statements Regarding Activities

	Yes	No
1a During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?		X
b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see instructions for definition)? If the answer is "Yes" to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities		X
c Did the foundation file Form 1120-POL for this year?		X
d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year: (1) On the foundation. <input type="checkbox"/> \$ 0. (2) On foundation managers. <input type="checkbox"/> \$ 0.		
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers. <input type="checkbox"/> \$ 0.		
2 Has the foundation engaged in any activities that have not previously been reported to the IRS? If "Yes," attach a detailed description of the activities	2	X
3 Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? If "Yes," attach a conformed copy of the changes	3	X
4a Did the foundation have unrelated business gross income of \$1,000 or more during the year?	4a	X
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? If "Yes," attach the statement required by General Instruction T	5	X
6 Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either: • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	6	X
7 Did the foundation have at least \$5,000 in assets at any time during the year? If "Yes," complete Part II, col. (c), and Part XV	7	X
8a Enter the states to which the foundation reports or with which it is registered (see instructions) <input type="checkbox"/> CA		
b If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by General Instruction G? If "No," attach explanation	8b	X
9 Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2012 or the taxable year beginning in 2012 (see instructions for Part XIV)? If "Yes," complete Part XIV	9	X
10 Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses	10	X

N/A

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Part VII-A Statements Regarding Activities (continued)

11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions)	11		X
12	Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement (see instructions)	12		X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address ► N/A	13	X	
14	The books are in care of ► BLOCK, PLANT, EISNER, FIORITO AND B Telephone no. ► (818) 501-2833 Located at ► 21300 VICTORY BLVD STE 520, WOODLAND HILLS, CA ZIP+4 ► 91367			
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 - Check here and enter the amount of tax-exempt interest received or accrued during the year	15	N/A	
16	At any time during calendar year 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? See the instructions for exceptions and filing requirements for Form TD F 90-22.1. If "Yes," enter the name of the foreign country ►	16	Yes	No
				X

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

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

		Yes	No
1a	During the year did the foundation (either directly or indirectly):		
(1)	Engage in the sale or exchange, or leasing of property with a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(2)	Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(3)	Furnish goods, services, or facilities to (or accept them from) a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(4)	Pay compensation to, or pay or reimburse the expenses of, a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(5)	Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(6)	Agree to pay money or property to a government official? (Exception: Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days.) <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
b	If any answer is "Yes" to 1a(1)-(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see instructions)? Organizations relying on a current notice regarding disaster assistance check here	N/A	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
			X
2	Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5)).		
a	At the end of tax year 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 ►		
b	Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement - see instructions.)	N/A	2b
c	If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here. ►		
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
b	If "Yes," did it have excess business holdings in 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? (Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2012.)	N/A	3b
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?		4a
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
			X

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

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

(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))?

☐ Yes ☒ No

(2) Influence the outcome of any specific public election (see section 4955); or to carry on, directly or indirectly, any voter registration drive?

☐ Yes ☒ No

(3) Provide a grant to an individual for travel, study, or other similar purposes?

☐ Yes ☒ No

(4) Provide a grant to an organization other than a charitable, etc., organization described in section 509(a)(1), (2), or (3), or section 4940(d)(2)?

☐ Yes ☒ No

(5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals?

☐ Yes ☒ No

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

N/A

5b

Organizations relying on a current notice regarding disaster assistance check here

▶ ☐

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

N/A

☐ Yes ☐ No

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

6a Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract?

☐ Yes ☒ No

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

6b

X

If "Yes" to 6b, file Form 8870.

7a At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction?

☐ Yes ☒ No

b If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction?

N/A

7b

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

1 List all officers, directors, trustees, foundation managers and their compensation.

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
SEE STATEMENT 9		25,000.	0.	0.

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

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

Total number of other employees paid over \$50,000

0

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

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

Total number of others receiving over \$50,000 for professional services

0

Part IX-A Summary of Direct Charitable Activities

List the foundation's four largest direct charitable activities during the tax year. Include relevant statistical information such as the number of organizations and other beneficiaries served, conferences convened, research papers produced, etc.

	Expenses
1 N/A	
2	
3	
4	

Part IX-B Summary of Program-Related Investments

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

	Amount
1 N/A	
2	
All other program-related investments. See instructions.	
3	
Total. Add lines 1 through 3	0.

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

1 Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes:		
a Average monthly fair market value of securities	1a	1,034,382.
b Average of monthly cash balances	1b	282,182.
c Fair market value of all other assets	1c	
d Total (add lines 1a, b, and c)	1d	1,316,564.
e Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	1e	0.
2 Acquisition indebtedness applicable to line 1 assets	2	0.
3 Subtract line 2 from line 1d	3	1,316,564.
4 Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	19,748.
5 Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	1,296,816.
6 Minimum investment return. Enter 5% of line 5	6	64,841.

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	64,841.
2a Tax on investment income for 2012 from Part VI, line 5	2a	6,937.
b Income tax for 2012. (This does not include the tax from Part VI.)	2b	
c Add lines 2a and 2b	2c	6,937.
3 Distributable amount before adjustments. Subtract line 2c from line 1	3	57,904.
4 Recoveries of amounts treated as qualifying distributions	4	0.
5 Add lines 3 and 4	5	57,904.
6 Deduction from distributable amount (see instructions)	6	0.
7 Distributable amount as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1	7	57,904.

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	2,185,549.
b Program-related investments - total from Part IX-B	1b	0.
2 Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	2	
3 Amounts set aside for specific charitable projects that satisfy the:		
a Suitability test (prior IRS approval required)	3a	
b Cash distribution test (attach the required schedule)	3b	
4 Qualifying distributions. Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	4	2,185,549.
5 Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income. Enter 1% of Part I, line 27b	5	6,937.
6 Adjusted qualifying distributions. Subtract line 5 from line 4	6	2,178,612.

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.

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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				57,904.
2 Undistributed income, if any, as of the end of 2012				
a Enter amount for 2011 only			0.	
b Total for prior years:		0.		
3 Excess distributions carryover, if any, to 2012:				
a From 2007				
b From 2008	353,750.			
c From 2009	479,953.			
d From 2010	1,340,607.			
e From 2011	1,493,001.			
f Total of lines 3a through e	3,667,311.			
4 Qualifying distributions for 2012 from Part XII, line 4: ▶ \$ 2,185,549.				
a Applied to 2011, but not more than line 2a			0.	
b Applied to undistributed income of prior years (Election required - see instructions)		0.		
c Treated as distributions out of corpus (Election required - see instructions)	0.			
d Applied to 2012 distributable amount				57,904.
e Remaining amount distributed out of corpus	2,127,645.			
5 Excess distributions carryover applied to 2012 (If an amount appears in column (d), the same amount must be shown in column (a))	0.			0.
6 Enter the net total of each column as indicated below:				
a Corpus. Add lines 3f, 4c, and 4e. Subtract line 5	5,794,956.			
b Prior years' undistributed income. Subtract line 4b from line 2b		0.		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed		0.		
d Subtract line 6c from line 6b. Taxable amount - see instructions		0.		
e Undistributed income for 2011. Subtract line 4a from line 2a. Taxable amount - see instr.			0.	
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)	0.			
8 Excess distributions carryover from 2007 not applied on line 5 or line 7	0.			
9 Excess distributions carryover to 2013. Subtract lines 7 and 8 from line 6a	5,794,956.			
10 Analysis of line 9:				
a Excess from 2008	353,750.			
b Excess from 2009	479,953.			
c Excess from 2010	1,340,607.			
d Excess from 2011	1,493,001.			
e Excess from 2012	2,127,645.			

Part XV Supplementary Information (continued)**3 Grants and Contributions Paid During the Year or Approved for Future Payment**

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a Paid during the year				
BEACON HOUSE 1003 SOUTH BEACON ST SAN PEDRO, CA 90731	N/A	PUBLIC CHARITY	FUND THE RENOVATION OF ONE OF THEIR RESIDENCE HOMES.	125,000.
CASA 633 THIRD AVE NEW YORK, NY 10017	N/A	PUBLIC CHARITY	FUND ADDICTION RESEARCH	10,000.
HOUSE OF HOPE 245 W 10TH ST SAN PEDRO, CA 90731	N/A	PUBLIC CHARITY	FUND THE REMODEL OF THE MAIN HOUSE AND COTTAGES	71,600.
PATHWAYS TO INDEPENDENCE PO BOX 43 LOS ALAMITOS, CA 90720	N/A	PUBLIC CHARITY	FUND THE ADMITTANCE OF ADDITIONAL GIRLS INTO THE PROGRAM	901,000.
ROWDY RIDGE CAMP 23440 HAWTHORNE BLVD., #250 TORRANCE, CA 90505	N/A	PUBLIC CHARITY	FUND WOMEN'S RECOVERY PROGRAMS	25,000.
Total	SEE CONTINUATION SHEET(S)			3a 2,165,080.
b Approved for future payment				
NONE				
Total				3b 0.

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

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

OMB No 1545-0047

2012

Name of the organization

Employer identification number

MCMILLEN FAMILY FOUNDATION

26-1593449

Organization type (check one)

Filers of:

Section:

Form 990 or 990-EZ

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

Form 990-PF

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

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

Special Rules

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

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

LHA For Paperwork Reduction Act Notice, see the Instructions for Form 990, 990-EZ, or 990-PF. Schedule B (Form 990, 990-EZ, or 990-PF) (2012)

Name of organization	Employer identification number
MCMILLEN FAMILY FOUNDATION	26-1593449

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

(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
1	KARL MCMILLEN JR 6490 SEA COVE DRIVE RANCHO PALOS VERDES, CA 90275	\$ 799,442.	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input checked="" type="checkbox"/> (Complete Part II if there is a noncash contribution)
2	KARL MCMILLEN JR 6490 SEA COVE DRIVE RANCHO PALOS VERDES, CA 90275	\$ 25,000.	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution)
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution)
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution)
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution)
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution)
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution)

Employer identification number

26-1593449

[illegible]

Name of organization

Employer identification number

MCMILLEN FAMILY FOUNDATION**26-1593449**

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

Use duplicate copies of Part III if additional space is needed

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

Part XV Supplementary Information**3 Grants and Contributions Paid During the Year (Continuation)**

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
SERVICE CONNECTION 510 N. PROSPECT AVE #209 REDONDO BEACH, CA 90277	N/A	PUBLIC CHARITY	FUND EDUCATIONAL CONFERENCE ON ALCOHOL AND DRUG RECOVERY	3,604.
T. MCMILLEN CENTER FOR CHEMICAL DEPENDENCY AT TORRANCE MEMORIAL 3333 SKYPARK DRIVE TORRANCE, CA 90505	N/A	PUBLIC CHARITY	FUND THE INTAKE COUNSELOR FOR RECOVERY PROGRAM	55,000.
TORRANCE MEMORIAL HEALTHCARE FOUNDATION 3330 LOMITA BLVD, WEST TOWER, 4TH FLOOR TORRANCE, CA 90505	N/A	NOT-FOR-PROFIT HOSPITAL	FUND THE PREMIUM OF K MCMILLENS LIFE INS POLICY BEQUEATHED TO THE FOUNDATION	200,000.
TURRILL TRANSITIONAL ASSISTANCE 2130 N. ARROWHEAD AVE, STE 206 SAN BERNARDINO, CA 92405	N/A	PUBLIC CHARITY	FUND TREATMENT FOR HOMELESSNESS AND SUBSTANCE ABUSE	161,802.
VILLA CENTER, INC. 910 N. FRENCH ST. SANTA ANA, CA 92701	N/A	PUBLIC CHARITY	FUND WOMEN'S RECOVERY PROGRAMS	612,074.
Total from continuation sheets				1,032,480.

McMillen Family Foundation								
Gains/Loss Schedule								
Wells Fargo #1671								
12/31/2012								

Short Term - Covered							
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	Qty	Cost		Date acquired	Date sold	Proceeds	Gain/Loss
Apple, Inc	300	103,707 54	D	1/13/2011	1/3/2012	123,255 13	19,547 59
Apple, Inc	5	1,763 90	D	3/1/2011	2/8/2012	2,352 43	588 53
Apple, Inc	131	55,546 61	D	1/9/2012	9/26/2012	87,130 54	31,583 93
Apple, Inc	157	66,571 12	D	1/9/2012	11/21/2012	88,212 84	21,641 72
Google Inc	25	14,415 45	D	Various	1/3/2012	16,445 18	2,029 73
Ishares MSCI Emerging Mkts	500	23,904 68	P	5/11/2011	4/23/2012	20,621 14	(3,283 54)
Mastercard Inc	80	21,123 25	D	4/6/2011	1/3/2012	29,444 23	8,320 98
Mastercard Inc	69	18,292 42	D	Various	1/20/2012	23,419 55	5,127 13
Novo Nordisk A S ADR	189	21,595 12	D	12/28/2011	11/21/2012	29,206 95	7,611 83
VISA Inc	26	3,058 50	D	6/11/2012	11/21/2012	3,790 62	732 12
Total Short Term - Covered		329,978 59				423,878 61	93,900 02

Short Term - Noncovered									
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	Qty	Cost		Date acquired	Date sold	Proceeds	Gain/Loss
Apple, Inc	5	1,708 00	D	4/5/2011	2/8/2012	2,352 44	644 44
Deageo PLC	3	258 18	D	1/12/2012	11/21/2012	352 84	94 66
Drl-Quip Inc	300	6,795 00	D	12/22/2011	1/3/2012	20,214 13	13,419 13
Kirby Corp	400	10,679 00	D	12/22/2011	1/3/2012	25,929 70	15,250 70
SPDR Gold Trust	276	25,045 00	D	12/22/2011	1/3/2012	42,963 04	17,918 04
Vanguard REIT	1,122	59,965 61	D	11/29/2011	9/26/2012	71,920 97	11,955 36
Total Short Term - Noncovered		104,450 79				163,733 12	59,282 33

[illegible]

	Qty	Cost		Date acquired	Date sold	Proceeds	Gain/Loss
Alexion Pharmaceuticals	463	23,026 79	D	Various	11/21/2012	43,420 71	20,393 92
Apple, Inc	340	117,535 21	D	1/13/2011	2/8/2012	159,965 47	42,430 26
Apple, Inc	5	1,881 72	D	10/7/2011	11/21/2012	2,809 33	927 61
Ishares MSCI Emerging Mkts	125	5,976 17	P	5/11/2011	8/7/2012	5,028 64	(947 53)
Ishares MSCI Emerging Mkts	475	22,709 43	P	5/11/2011	9/12/2012	18,992 91	(3,716 52)
Pnceline Com Inc	83	36,410 44	D	1/13/2011	11/21/2012	52,847 81	16,437 37
VISA Inc	717	61,132 66	D	Various	11/21/2012	104,533 73	43,401 07
Total Long Term - Covered		268,672 42				387,598 60	118,926 18

[illegible]

	Qty	Cost		Date acquired	Date sold	Proceeds	Gain/Loss
Advisory Board	225	5,533 00	D	12/12/2008	1/3/2012	16,476 93	10,943 93
Affiliated Managers Group	115	2,686 00	D	11/15/2008	1/3/2012	11,214 83	8,528 83
Baidu Inc	281	20,548 23	D	5/28/2010	1/3/2012	34,657 09	14,108 86
Chevron	334	20,782 38	D	Various	2/8/2012	35,762 37	14,979 99
Diageo PLC	2	116 96	D	11/22/2005	1/3/2012	138 81	21 85
Diageo PLC	441	27,072 52	D	Various	1/20/2012	51,867 28	24,794 76
IBM	342	41,470 52	D	Various	1/20/2012	64,383 17	22,912 65
Ishares Barclays Tips Bond FD	1,000	94,079 52	P	10/24/08	3/15/2012	117,422 98	23,343 46
Ishares Barclays Tips Bond FD	400	41,894 07	P	03/17/10	4/13/2012	47,553 93	5,659 86
Ishares Barclays Tips Bond FD	550	57,604 34	P	03/17/10	9/17/2012	66,224 54	8,620 20
Ishares MSCI EAFE Index FD	2,300	92,624 39	P	10/24/08	Various	122,489 39	29,865 00
Ishares Tr Russel Midcap Grth Index FD	2,101	105,980 74	D	04/21/10	9/26/2012	128,419 21	22,438 47
Mahattan Associates Inc	80	1,209 00	D	10/23/08	1/20/2012	3,348 73	2,139 73
Novo Nordisk A S ADR	240	19,428 00	D	04/26/10	1/3/2012	27,939 87	8,511 87
PPG Industres	3	130 94	D	04/03/09	1/3/2012	216 26	85 32
PPG Industres	414	24,717 56	D	Various	11/21/2012	50,142 25	25,424 69
Peets Coffee & Tea Inc	165	3,264 00	D	07/01/08	1/3/2012	10,014 09	6,750 09
Philp Morns Internatl Inc	281	13,743 71	D	12/24/09	1/3/2012	22,138 58	8,394 87
Precision Castparts Corp	124	15,350 44	D	Various	1/3/2012	20,945 56	5,595 12
Raven Industres Inc	180	4,213 00	D	12/05/08	1/3/2012	11,316 88	7,103 88
SPDR S&P 500 Tr	2,900	257,906 69	P	Various	Various	404,864 06	146,957 37
Vanguard FD Wellelsey	3,900	209,242 03	P	03/10/11	Various	231,435 00	22,192 97
Vanguard Short Term Bond	2,900	232,547 40	P	Various	Various	234,315 52	1,768 12

Total Long Term - Noncovered	1,292,145 44		1,713,287 33	421,141 89
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Totals		1,995,247 24			2,688,497 66		693,250 42
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[illegible]

P = Purchased							
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McMillen Family Foundation
Non Cash Donations to Foundation
2012

<u>Security</u>	<u>Qty</u>	<u>Donor's Cost</u>	<u>Date of Donation</u>	<u>FMV Value</u>
Apple (AAPL)	131	55,546 62	09/26/12	87,139 00
iShares MidCap Growth (IWP)	2,101	27,432 69	09/26/12	128,419 00
Vanguard MSCI Emerging Mkts (VNQ)	1,122	15,803 09	09/26/12	71,921 00
PPG Industries (PPG)	414	24,718 00	11/20/12	50,321 70
Diageo PLC - ADR (DEO)	444	27,330.00	11/20/12	52,241 04
Priceline Com Inc	83	36,410 44	11/20/12	52,753 14
Apple (AAPL)	312	132,055 82	11/20/12	175,003 92
VISA Inc - Class A (V)	743	64,191 16	11/20/12	108,730 62
Alexion Pharmaceuticals (ALXN)	463	24,776.79	11/20/12	43,549 78
Novo Nordisk A/S - ADR (NVO)	189	21,595 00	11/20/12	29,363 04
		<u>429,859 61</u>		<u>799,442 24</u>

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

SOURCE	AMOUNT
WELLS FARGO-9647	15.
WELLS FARGO-9769	59.
TOTAL TO FORM 990-PF, PART I, LINE 3, COLUMN A	74.

FORM 990-PF DIVIDENDS AND INTEREST FROM SECURITIES STATEMENT 2

SOURCE	GROSS AMOUNT	CAPITAL GAINS DIVIDENDS	COLUMN (A) AMOUNT
WELLS FARGO-9769	11,784.	829.	10,955.
TOTAL TO FM 990-PF, PART I, LN 4	11,784.	829.	10,955.

FORM 990-PF ACCOUNTING FEES STATEMENT 3

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
ACCOUNTING FEES	8,057.	0.		650.
TO FORM 990-PF, PG 1, LN 16B	8,057.	0.		650.

FORM 990-PF OTHER PROFESSIONAL FEES STATEMENT 4

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
PROFESSIONAL FEES	5,100.	0.		5,100.
TO FORM 990-PF, PG 1, LN 16C	5,100.	0.		5,100.

FORM 990-PF	TAXES			STATEMENT	5
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES	
FOREIGN TAXES	140.	140.		0.	
STATE TAXES	160.	0.		0.	
TAX ON INVESTMENT INCOME	8,549.	0.		0.	
TO FORM 990-PF, PG 1, LN 18	8,849.	140.		0.	

FORM 990-PF	OTHER EXPENSES			STATEMENT	6
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES	
POSTAGE	96.	0.		96.	
PUBLIC RELATIONS	873.	0.		873.	
TO FORM 990-PF, PG 1, LN 23	969.	0.		969.	

FORM 990-PF	CORPORATE STOCK		STATEMENT	7
DESCRIPTION			BOOK VALUE	FAIR MARKET VALUE
INVESTMENTS			118,534.	141,186.
TOTAL TO FORM 990-PF, PART II, LINE 10B			118,534.	141,186.

FORM 990-PF	LIST OF SUBSTANTIAL CONTRIBUTORS PART VII-A, LINE 10	STATEMENT	8
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NAME OF CONTRIBUTOR	ADDRESS
KARL MCMILLEN	3005 VIA VICTORIA PALOS VERDES, CA 90274

FORM 990-PF	PART VIII - LIST OF OFFICERS, DIRECTORS TRUSTEES AND FOUNDATION MANAGERS	STATEMENT	9
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NAME AND ADDRESS	TITLE AND AVRG HRS/WK	COMPEN- SATION	EMPLOYEE BEN PLAN CONTRIB	EXPENSE ACCOUNT
KARL MCMILLEN JR 6490 SEA COVE DRIVE RANCHO PALOS VERDES, CA 90275	DIRECTOR/PRESIDENT 0.00	0.	0.	0.
CAROL MCMILLEN 6490 SEA COVE DRIVE RANCHO PALOS VERDES, CA 90275	DIRECTOR/SECRETARY/CFO 0.00	0.	0.	0.
GARY MICHEL 9401 WILSHIRE BLVD #900 BEVERLY HILLS, CA 90212	DIRECTOR 0.00	0.	0.	0.
DANIEL FIORITO 16542 VENTURA BLVD #300 ENCINO, CA 91436	DIRECTOR 0.00	0.	0.	0.
DAVID BISHOP 5267 WARNER AVE #184 HUNTINGTON BEACH, CA 92649	DIRECTOR 0.00	0.	0.	0.
MERLE COUNTRYMAN 601 PASEO DE LA PLAZA TORRANCE, CA 90277	DIRECTOR 10.00	25,000.	0.	0.
MOE GELBART 3333 SKYPARK DRIVE TORRANCE, CA 90505	DIRECTOR 0.00	0.	0.	0.
SHANNON MCMILLEN 801 E ORANGEWOOD BUILDING L #265 ANAHEIM, CA 92802	DIRECTOR 0.00	0.	0.	0.
TOTALS INCLUDED ON 990-PF, PAGE 6, PART VIII		25,000.	0.	0.

FORM 990-PF

GRANT APPLICATION SUBMISSION INFORMATION
PART XV, LINES 2A THROUGH 2D

STATEMENT 10

NAME AND ADDRESS OF PERSON TO WHOM APPLICATIONS SHOULD BE SUBMITTED

MERLE COUNTRYMAN
P.O. BOX 3260
PALOS VERDES, CA 90274

TELEPHONE NUMBER

310-344-7100

FORM AND CONTENT OF APPLICATIONS

A LETTER OF INTRODUCTION THAT INCLUDES A BRIEF DESCRIPTION OF YOUR PROGRAM AND THE GRANT AMOUNT REQUESTED. INCLUDE A COPY OF YOUR NON PROFIT STATUS - 501 (C)(3). INCLUDE A COPY OF YOUR MOST RECENT ANNUAL REPORT.

ANY SUBMISSION DEADLINES

NOT AVAILABLE

RESTRICTIONS AND LIMITATIONS ON AWARDS

MCMILLEN FAMILY FOUNDATION WILL CONSIDER GRANTS TO ASSIST ORGANIZATIONS SERVING THOSE INDIVIDUALS IN RECOVERY FROM DRUGS AND ALCOHOL. THE FOUNDATION WILL ALSO CONSIDER ORGANIZATIONS WHICH PROVIDE THE OPPORTUNITY TO RECEIVE THE EDUCATION NEEDED BY THOSE AFFECTED BY ALCOHOL, DRUGS, AND OTHER UNFORTUNATE CIRCUMSTANCES TO BUILD SOUND FINANCIAL, SPIRITUAL, AND PHYSICALLY HEALTHY LIVES FOR THEMSELVES AND THEIR FAMILIES. ORGANIZATION MUST BE CERTIFIED UNDER SECTION 501(C)(3) OF THE U.S. INTERNAL REVENUE CODE AND IS NOT A PRIVATE FOUNDATION, AS DEFINED IN SECTION 509 (A) OF THAT CODE.