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

2012

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

For calendar year 2012, or tax year beginning , 2012, and ending

THE DOCTORS COMPANY FOUNDATION
185 GREENWOOD ROAD
NAPA, CA 94558

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

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

I Fair market value of all assets at end of year (from Part II, column (c), line 16) J Accounting method: Cash Accrual
 Other (specify) (Part I, column (d) must be on cash basis.) --
 ► \$ 1,652,647.

A Employer identification number
 26-1636256

B Telephone number (see the instructions)
 707-226-0100

C If exemption application is pending, check here ►

D 1 Foreign organizations, check here ►
 2 Foreign organizations meeting the 85% test, check here and attach computation ►

E If private foundation status was terminated under section 507(b)(1)(A), check here ►

F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here ►

Part I Analysis of Revenue and Expenses (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see instructions).)		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
REVENUE	1 Contributions, gifts, grants, etc, received (att sch)	1,000,000.			
	2 Ck ► <input type="checkbox"/> if the foundn is not req to att Sch B				
	3 Interest on savings and temporary cash investments	370.	370.	N/A	
	4 Dividends and interest from securities				
	5a Gross rents				
	b Net rental income or (loss)				
	6a Net gain/(loss) from sale of assets not on line 10				
	b Gross sales price for all assets on line 6a				
	7 Capital gain net income (from Part IV, line 2)				
	8 Net short term capital gain				
	9 Income modifications				
	10a Gross sales less returns and allowances				
	b Less Cost of goods sold				
	c Gross profit/(loss) (att sch)				
	11 Other income (attach schedule)				
	See Statement 1	7,574.			
	12 Total. Add lines 1 through 11	1,007,944.	370.		
	13 Compensation of officers, directors, trustees, etc	0.			
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits				
	16a Legal fees (attach schedule)				
	b Accounting fees (attach sch) See St 2	7,320.	250.	7,070.	
	c Other prof fees (attach sch) See St 3	245.		245.	
	17 Interest				
	18 Taxes (attach schedule) (see instrs) See Stmt 4	10.			
	19 Depreciation (attach sch) and depletion				
	20 Occupancy				
	21 Travel, conferences, and meetings	5,083.		5,083.	
	22 Printing and publications				
	23 Other expenses (attach schedule) See Statement 5	1,987.		1,987.	
	24 Total operating and administrative expenses. Add lines 13 through 23	14,645.	250.	14,385.	
	25 Contributions, gifts, grants paid Part XV	807,760.		807,760.	
	26 Total expenses and disbursements. Add lines 24 and 25	822,405.	250.	822,145.	
	27 Subtract line 26 from line 12: a Excess of revenue over expenses and disbursements.	185,539.			
	b Net investment income (if negative, enter -0-)		120.		
	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.)

ASSETS

LIABILITIES

NET ASSETS/DEFICIT

Part III Analysis of Changes in Net Assets or Fund Balances

	Beginning of year	End of year	
		(a) Book Value	(b) Book Value
1 Cash – non-interest-bearing	436,857.	1,322,396.	1,322,396.
2 Savings and temporary cash investments	1,030,251.	330,251.	330,251.
3 Accounts receivable			
Less: allowance for doubtful accounts			
4 Pledges receivable			
Less: allowance for doubtful accounts			
5 Grants receivable			
6 Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see instructions)			
7 Other notes and loans receivable (attach sch)			
Less: allowance for doubtful accounts			
8 Inventories for sale or use			
9 Prepaid expenses and deferred charges			
10a Investments – U.S. and state government obligations (attach schedule)			
b Investments – corporate stock (attach schedule)			
c Investments – corporate bonds (attach schedule)			
11 Investments – land, buildings, and equipment: basis			
Less: accumulated depreciation (attach schedule)			
12 Investments – mortgage loans			
13 Investments – other (attach schedule)			
14 Land, buildings, and equipment basis			
Less: accumulated depreciation (attach schedule)			
15 Other assets (describe)			
16 Total assets (to be completed by all filers – see the instructions Also, see page 1, item I)	1,467,108.	1,652,647.	1,652,647.
17 Accounts payable and accrued expenses			
18 Grants payable			
19 Deferred revenue			
20 Loans from officers, directors, trustees, & other disqualified persons			
21 Mortgages and other notes payable (attach schedule)			
22 Other liabilities (describe)			
23 Total liabilities (add lines 17 through 22)	0.	0.	
Foundations that follow SFAS 117, check here and complete lines 24 through 26 and lines 30 and 31.	<input checked="" type="checkbox"/>		
24 Unrestricted	1,467,108.	1,652,647.	
25 Temporarily restricted			
26 Permanently restricted			
Foundations that do not follow SFAS 117, check here and complete lines 27 through 31.	<input type="checkbox"/>		
27 Capital stock, trust principal, or current funds			
28 Paid-in or capital surplus, or land, building, and equipment fund			
29 Retained earnings, accumulated income, endowment, or other funds			
30 Total net assets or fund balances (see instructions)	1,467,108.	1,652,647.	
31 Total liabilities and net assets/fund balances (see instructions)	1,467,108.	1,652,647.	

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	1,467,108.
2 Enter amount from Part I, line 27a	2	185,539.
3 Other increases not included in line 2 (itemize)	3	
4 Add lines 1, 2, and 3	4	1,652,647.
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	1,652,647.

Part IV Capital Gains and Losses for Tax on Investment Income

(a) List and describe the kind(s) of property sold (e.g., real estate, 2-story brick warehouse; or common stock, 200 shares MLC Company)			(b) How acquired P — Purchase D — Donation	(c) Date acquired (month, day, year)	(d) Date sold (month, day, year)
1 a N/A					
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					
b					
c					
d					
e					
Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69					
(i) Fair Market Value as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of column (i) over column (j), if any	(l) Gains (Column (h)) gain minus column (k), but not less than -0- or Losses (from column (h))		
a					
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		
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		

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

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

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

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

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

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

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (column (b) divided by column (c))
2011	752,366.	401,433.	1.874201
2010	502,466.	474,598.	1.058719
2009	194,171.	825,113.	0.235327
2008	67,000.	462,018.	0.145016
2007			

2 Total of line 1, column (d)	2	3.313263
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	0.828316
4 Enter the net value of noncharitable-use assets for 2012 from Part X, line 5	4	1,140,133.
5 Multiply line 4 by line 3	5	944,390.
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	1.
7 Add lines 5 and 6	7	944,391.
8 Enter qualifying distributions from Part XII, line 4	8	822,145.

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

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

1 a Exempt operating foundations described in section 4940(d)(2), check here ► <input type="checkbox"/> and enter 'N/A' on line 1.	(attach copy of letter if necessary – see instrs)		
Date of ruling or determination letter.		1	2.
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			
c All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, column (b)			
2 Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-).	2	0.	
3 Add lines 1 and 2	3	2.	
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	2.	
6 Credits/Payments:	6a		
a 2012 estimated tax pmts and 2011 overpayment credited to 2012	6b		
b Exempt foreign organizations – tax withheld at source	6c		
c Tax paid with application for extension of time to file (Form 8868)	6d		
d Backup withholding erroneously withheld	7	0.	
7 Total credits and payments. Add lines 6a through 6d	8		
8 Enter any penalty for underpayment of estimated tax. Check here <input checked="" type="checkbox"/> if Form 2220 is attached	9	2.	
9 Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed	10		
10 Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	11		
11 Enter the amount of line 10 to be Credited to 2013 estimated tax	Refunded		

Part VII-A Statements Regarding Activities

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

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

c Did the foundation file **Form 1120-POL** for this year?

d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year:

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

e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers. ► \$ 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

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

4 a Did the foundation have unrelated business gross income of \$1,000 or more during the year?

b If 'Yes,' has it filed a tax return on **Form 990-T** for this year?

5 Was there a liquidation, termination, dissolution, or substantial contraction during the year?

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?

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

8 a Enter the states to which the foundation reports or with which it is registered (see instructions) ► DE 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

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

10 Did any persons become substantial contributors during the tax year? If 'Yes,' attach a schedule listing their names and addresses

	Yes	No
1 a	X	
1 b	X	
1 c	X	
2	X	
3	X	
4 a	X	
4 b	N/A	
5	X	
6	X	
7	X	
8 b	X	
9	X	
10	X	

Part VII-A Statements Regarding Activities (continued)

11		X
12		X
13	X	
Website address	► www.tdcfoundation.com	
14	► LEONA EGELAND SIADEK	Telephone no. ► 707-226-0373
	Located at ► 185 GREENWOOD ROAD NAPA CA	ZIP + 4 ► 94558
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	
16	15	N/A
	16	N/A
	Yes	No
	X	

See the instructions for exceptions and filing requirements for Form TD F 90-22.1. If 'Yes,' enter the name of the foreign country ►

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

	Yes	No
File Form 4720 if any item is checked in the 'Yes' column, unless an exception applies.		
1 a 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? See Stmt 10	<input checked="" type="checkbox"/> Yes	<input 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)?	1 b	X
Organizations relying on a current notice regarding disaster assistance check here	►	<input type="checkbox"/>
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?	1 c	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 ► 20 __ , 20 __ , 20 __ , 20 __		
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.)	2 b	N/A
c If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here.		
► 20 __ , 20 __ , 20 __ , 20 __		
3 a 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)	3 b	N/A
4 a Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4 a	X
b Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2012?	4 b	X

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

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

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

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

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

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

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

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

Organizations relying on a current notice regarding disaster assistance check here c If the answer is 'Yes' to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant? Yes No

If 'Yes,' attach the statement required by Regulations section 53.4945-5(d). See Statement 6

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

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

7 a At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction? Yes Nob If 'Yes,' did the foundation receive any proceeds or have any net income attributable to the transaction? Yes No5 b X6 b X7 b N/A**Part VII Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors**

1 List all officers, directors, trustees, foundation managers and their compensation (see instructions).

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
See Statement 7				
-----		0.	0.	0.

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

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

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

0

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

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

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

Part IX-A Summary of Direct Charitable Activities

List the foundation's four largest direct charitable activities during the tax year. Include relevant statistical information such as the number of organizations and other beneficiaries served, conferences convened, research papers produced, etc.		Expenses
1	<u>N/A</u>	
2		
3		
4		

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

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2.		Amount
1	<u>N/A</u>	
2		
All other program-related investments See instructions		
3		
Total. Add lines 1 through 3		0.

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	1 a	
b Average of monthly cash balances	1 b	1,157,495.
c Fair market value of all other assets (see instructions)	1 c	
d Total (add lines 1a, b, and c)	1 d	1,157,495.
e Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	1 e	0.
2 Acquisition indebtedness applicable to line 1 assets	2	0.
3 Subtract line 2 from line 1d	3	1,157,495.
4 Cash deemed held for charitable activities. Enter 1-1/2% of line 3 (for greater amount, see instructions)	4	17,362.
5 Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	1,140,133.
6 Minimum investment return. Enter 5% of line 5	6	57,007.

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	57,007.
2a Tax on investment income for 2012 from Part VI, line 5	2 a	2.
b Income tax for 2012. (This does not include the tax from Part VI.)	2 b	
c Add lines 2a and 2b	2 c	2.
3 Distributable amount before adjustments Subtract line 2c from line 1	3	57,005.
4 Recoveries of amounts treated as qualifying distributions	4	7,574.
5 Add lines 3 and 4	5	64,579.
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	64,579.

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	1 a	822,145.
b Program-related investments — total from Part IX-B	1 b	
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)	3 a	
b Cash distribution test (attach the required schedule)	3 b	
4 Qualifying distributions. Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	4	822,145.
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	822,145.

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				64,579.
2 Undistributed income, if any, as of the end of 2012:			0.	
a Enter amount for 2011 only. ...		0.		
b Total for prior years: 20 ___, 20 ___, 20 ___. 3 Excess distributions carryover, if any, to 2012.				
a From 2007				
b From 2008	67,000.			
c From 2009	194,171.			
d From 2010	502,466.			
e From 2011	732,304.			
f Total of lines 3a through e.	1,495,941.			
4 Qualifying distributions for 2012 from Part XII, line 4: ► \$ 822,145.			0.	
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				64,579.
e Remaining amount distributed out of corpus	757,566.			
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	2,253,507.			
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 instructions			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) (see instructions)	0.			
8 Excess distributions carryover from 2007 not applied on line 5 or line 7 (see instructions)	0.			
9 Excess distributions carryover to 2013. Subtract lines 7 and 8 from line 6a	2,253,507.			
10 Analysis of line 9:				
a Excess from 2008	67,000.			
b Excess from 2009	194,171.			
c Excess from 2010	502,466.			
d Excess from 2011	732,304.			
e Excess from 2012	757,566.			

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

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
<i>a Paid during the year</i>				
See Statement 9				
Total			► 3a	807,760.
<i>b Approved for future payment</i>				
CLEVELAND CLINIC FOUNDATION 9500 EUCLID AVENUE NO H-18 CLEVELAND, OH 44195	N/A	Hospital	THIRD OF THREE INSTALLMENTS FOR HEART CARE AT HOME	106,032.
Total			► 3b	106,032.

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated.

Enter gross amounts unless otherwise indicated.		Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income (See instructions)
		(a) Business code	(b) Amount	(c) Exclu- sion code	(d) Amount	
1	Program service revenue:					
a						
b						
c						
d						
e						
f						
g	Fees and contracts from government agencies					
2	Membership dues and assessments					
3	Interest on savings and temporary cash investments				14	370.
4	Dividends and interest from securities					
5	Net rental income or (loss) from real estate:					
a	Debt-financed property					
b	Not debt-financed property					
6	Net rental income or (loss) from personal property					
7	Other investment income					
8	Gain or (loss) from sales of assets other than inventory					
9	Net income or (loss) from special events					
10	Gross profit or (loss) from sales of inventory					
11	Other revenue:					
a	<u>Return of Grants</u>					7,574.
b						
c						
d						
e						
12	Subtotal. Add columns (b), (d), and (e)				370.	7,574.
13	Total. Add line 12, columns (b), (d), and (e)				13	7,944.

(See worksheet in line 13 instructions to verify calculations)

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

Line No. ▼	Explain below how each activity for which income is reported in column (e) of Part XVI-A contributed importantly to the accomplishment of the foundation's exempt purposes (other than by providing funds for such purposes). (See instructions.)
11a	Return of unused grant money
</td	

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

1 Did the organization directly or indirectly engage in any of the following with any other organization described in section 501(c) of the Code (other than section 501(c)(3) organizations) or in section 527, relating to political organizations?

a Transfers from the reporting foundation to a noncharitable exempt organization of:

- (1) Cash
- (2) Other assets
- Other transactions:

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

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

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

d If the answer to any of the above is 'Yes,' complete the following schedule. Column (b) should always show the fair market value of the goods, other assets, or services given by the reporting foundation. If the foundation received less than fair market value in any transaction or sharing arrangement, show in column (d) the value of the goods, other assets, or services received.

(a) Line no.	(b) Amount involved	(c) Name of noncharitable exempt organization	(d) Description of transfers, transactions, and sharing arrangements
1a (1)	40,000	SAN DIEGO MEDICAL SOCIETY	GRANT - PROJECT ACCESS SAN DIEGO

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
N/A		

Under penalties of perjury, I declare that I have examined this return, including accompanying schedules and statements, and to the best of my knowledge and belief, it is true, correct, and complete. Declaration of preparer (other than taxpayer) is based on all information of which preparer has any knowledge.

Sign
Here

Laura Endland Seidick 04-30-13 ► *Executive Director*
Signature of officer or trustee Date Title

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

Signature of filer or preparer		Preparer's signature	Date	Check <input type="checkbox"/> if self-employed	PTIN
Paid Preparer Use Only	Print/Type preparer's name	Carol Duffield	4/29/13		P01257136
	Firm's name	► <u>Fontanello, Duffield & Otake, LLP</u>		Firm's EIN	► 37-1420474
	Firm's address	► <u>44 Montgomery Street, Suite 2019</u>		Phone no	(415) 983-0200
	San Francisco, CA 94104				

BAA

Form 990-PF (2012)

Schedule B
(Form 990, 990-EZ,
or 990-PF)

Department of the Treasury
Internal Revenue Service

OMB No 1545-0047

Schedule of Contributors

► Attach to Form 990, Form 990-EZ, or Form 990-PF

2012

Name of the organization

THE DOCTORS COMPANY FOUNDATION

Employer identification number

26-1636256

Organization type (check one):

Filers of:

Form 990 or 990-EZ

Section:

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 foundation

Check 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 (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)

BAA For Paperwork Reduction Act Notice, see the Instructions for Form 990, 990EZ, or 990-PF.

Schedule B (Form 990, 990-EZ, or 990-PF) (2012)

Name of organization

THE DOCTORS COMPANY FOUNDATION

Employer identification number

26-1636256

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

(a) Number	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
1	THE DOCTORS COMPANY 185 GREENWOOD ROAD NAPA, CA 94558	\$ 1,000,000	<input checked="" type="checkbox"/> Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash
			(Complete Part II if there is a noncash contribution.)
(a) Number	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
		\$	<input type="checkbox"/> Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash
			(Complete Part II if there is a noncash contribution.)
(a) Number	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
		\$	<input type="checkbox"/> Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash
			(Complete Part II if there is a noncash contribution.)
(a) Number	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
		\$	<input type="checkbox"/> Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash
			(Complete Part II if there is a noncash contribution.)
(a) Number	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
		\$	<input type="checkbox"/> Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash
			(Complete Part II if there is a noncash contribution.)
(a) Number	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
		\$	<input type="checkbox"/> Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash
			(Complete Part II if there is a noncash contribution.)

Name of organization

THE DOCTORS COMPANY FOUNDATION

Employer identification number

26-1636256

Part II Noncash Property (see instructions) Use duplicate copies of Part II if additional space is needed.

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
	N/A		
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received

BAA

Name of organization

THE DOCTORS COMPANY FOUNDATION

Employer identification number

26-1636256

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 total of exclusively religious, charitable, etc, contributions of \$1,000 or less for the year. (Enter this information once. See instructions.)

► \$ N/A

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
N/A			
(e) Transfer of gift Transferee's name, address, and ZIP + 4 Relationship of transferor to transferee			
(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			
(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			

THE DOCTORS COMPANY FOUNDATION

26-1636256

Statement 1
Form 990-PF, Part I, Line 11
Other Income

	(a) Revenue per Books	(b) Net Investment Income	(c) Adjusted Net Income
Return of Grants	\$ 7,574.		
Total	\$ 7,574.	\$ 0.	\$ 0.

Statement 2
Form 990-PF, Part I, Line 16b
Accounting Fees

	(a) Expenses per Books	(b) Net Investment Income	(c) Adjusted Net Income	(d) Charitable Purposes
Audit Fee	\$ 6,500.			\$ 6,500.
Tax Return Review	500.	\$ 250.		250.
Tax Software	320.			320.
Total	\$ 7,320.	\$ 250.		\$ 7,070.

Statement 3
Form 990-PF, Part I, Line 16c
Other Professional Fees

	(a) Expenses per Books	(b) Net Investment Income	(c) Adjusted Net Income	(d) Charitable Purposes
CORPORATION SERVICE COMPANY	\$ 245.			\$ 245.
Total	\$ 245.	\$ 0.		\$ 245.

Statement 4
Form 990-PF, Part I, Line 18
Taxes

	(a) Expenses per Books	(b) Net Investment Income	(c) Adjusted Net Income	(d) Charitable Purposes
EXCISE TAX	\$ 10.			
Total	\$ 10.	\$ 0.		\$ 0.

THE DOCTORS COMPANY FOUNDATION

26-1636256

Statement 5
Form 990-PF, Part I, Line 23
Other Expenses

	(a) Expenses per Books	(b) Net Investment Income	(c) Adjusted Net Income	(d) Charitable Purposes
FILING FEES	\$ 240.			\$ 240.
OFFICE SUPPLIES	1,440.			1,440.
SHIPPING	307.			307.
Total	<u>\$ 1,987.</u>	<u>\$ 0.</u>	<u>\$ 0.</u>	<u>\$ 1,987.</u>

Statement 6
Form 990-PF, Part VII-B, Line 5c
Expenditure Responsibility

Grantee Name: San Diego County Medical Society
 Address: 5575 Ruffin Road
 Address: San Diego, CA 92123
 Grant Date: 5/17/2012
 Grant Amount: \$ 40000
 Grant Purpose: Project Access San Diego
 Amt. Expended by Grantee: \$ 40000
 Any Diversion by Grantee: No
 Dates of Reports by Grantee: April 15, 2013
 Date of Verification:
 Results of Verification: The report was received in April of 2013.
 Expenditures complied with the grant agreement. No exceptions were noted. The Doctors Company Foundation has no reason to doubt any of the reports submitted by the grantee.

Statement 7
Form 990-PF, Part VIII, Line 1
List of Officers, Directors, Trustees, and Key Employees

Name and Address	Title and Average Hours Per Week Devoted	Compensa- tion	Contri- bution to EBP & DC	Expense Account/ Other
RICHARD E. ANDERSON, M.D. 185 GREENWOOD ROAD NAPA, CA 94558	Director 1.00	\$ 0.	\$ 0.	\$ 0.
DONALD J. PALMISANO, M.D. 185 GREENWOOD ROAD NAPA, CA 94558	Director 1.00		0.	0.
CHARLES R. KOSSMAN, M.D. 185 GREENWOOD ROAD NAPA, CA 94558	Director 1.00		0.	0.

THE DOCTORS COMPANY FOUNDATION

26-1636256

Statement 7 (continued)

Form 990-PF, Part VIII, Line 1

List of Officers, Directors, Trustees, and Key Employees

Name and Address	Title and Average Hours Per Week Devoted	Compensation	Contri-bution to EBP & DC	Expense Account/Other
DAVID. B. TROXEL, M.D. 185 GREENWOOD ROAD NAPA, CA 94558	Chairman 1.00	\$ 0.	\$ 0.	\$ 0.
KATHLEEN D. RICORD 185 GREENWOOD ROAD NAPA, CA 94558	Director 1.00	0.	0.	0.
ROBERT D. FRANCIS 185 GREENWOOD ROAD NAPA, CA 94558	Vice Chairman 1.00	0.	0.	0.
ROBIN DIAMOND 185 GREENWOOD ROAD NAPA, CA 94558	Director 1.00	0.	0.	0.
DAVID G. PREIMESBERGER 185 GREENWOOD ROAD NAPA, CA 94558	Sec / Treasurer 1.00	0.	0.	0.
LEONA EGELAND SIADEK 185 GREENWOOD ROAD NAPA, CA 94558	Executive Direc 16.00	0.	0.	0.
Total		\$ 0.	\$ 0.	\$ 0.

Statement 8

Form 990-PF, Part XV, Line 2a-d

Application Submission Information

Name of Grant Program:

Name: Leona Egeland Siadek, ED
 Care Of: The Doctors Company
 Street Address: 185 Greenwood Road
 City, State, Zip Code: Napa, CA 94558
 Telephone: (707) 226-0373
 E-Mail Address:
 Form and Content: COVER LETTER: signed by an authorized officer requesting support

BACKGROUND: statement of the organization's history, mission and goal. Background on staff carrying out the project.

DESCRIPTION: of the proposed work, the project's necessity and the target population.

BUDGET: for the project; amount requested and other sources of income.

TIME LINE: for scheduled benchmarks including evaluation

THE DOCTORS COMPANY FOUNDATION

26-1636256

Statement 8 (continued)**Form 990-PF, Part XV, Line 2a-d****Application Submission Information**

Submission Deadlines: Requests after 11/1 will be considered the following yr.
Restrictions on Awards: Our Foundation issues grants to qualified entities or individuals that assist in carrying out our mission and emphasis is placed on promoting and supporting research that will enhance patient safety or legal reform. We will consider programs that highlight physician education or liability issues, as well.

Name of Grant Program: Young Physicians Award

Name: Sara Reardon

Care Of: The Doctors Company

Street Address: 185 Greenwood Road

City, State, Zip Code: Napa, CA 94558

Telephone: (707) 226-0373

E-Mail Address:

Form and Content:

Young Physicians Award Criteria:

The Doctors Company Foundation in partnership with the Lucian Leape Institute at the National Patient Safety Foundation presents The Doctors Company Foundation Young Physicians Patient Safety Award – an award to recognize young physicians for their deep personal insight into the significance of patient safety work. Individuals are invited to submit essays that will be judged by a panel identified by NPSF. Six winners of this prestigious award will be selected.

Eligibility:

- As of June 2012 an applicant must be either a 3rd- or 4th-year medical student or a 1st-year resident in a hospital setting
- Award is for the best essay on the most instructional patient safety event that was a personal transformational experience during the 3rd or 4th clinical year in medical school or 1st year in residency- Award will be conferred by The Doctors Company Foundation in partnership with the Lucian Leape Institute at the National Patient Safety Foundation
- Essays will be judged and winners selected by the NPSF review committee, all review committee decisions are final
- Award recipients will be announced at the annual NPSF Patient Safety Congress, May 8-10, 2013, Hyatt Regency Hotel, New Orleans, LA
- Congress registration and travel expenses will be covered for award recipients

Submission Requirements:

In 500 to 1,000 words describe the most instructional patient safety event you have experienced, one that resulted in a personal transformation. The essay should have an emotional impact on the reader and provide a lesson that is transferable to other medical students and medical professionals. Please explain how the event

Statement 8 (continued)
Form 990-PF, Part XV, Line 2a-d
Application Submission Information

impacted your learning and growth and how the experience will help you to provide the safest care to your current and future patients. You must include examples of how to improve any processes that led up to the patient safety event and how you will work to ensure that the changes are implemented.

Description of relevant events for the essay includes any patient safety event. A patient safety event is a process or an act of omission or commission that results in hazardous health care conditions and/or unintended harm to the patient. The event is often a consequence of a system failure or error. Examples include medication-related errors, communication errors, health care-associated infections, medical record errors, identification errors, and delays in responding to critical diagnostics.

Essays must maintain the confidentiality and integrity of the patient and location of the event. Please use fictitious names and locations in your essay.

Submission Deadlines:
 Restrictions on Awards:

February 14, 2013, 5:00pm EST
 N/A

Statement 9
Form 990-PF, Part XV, Line 3a
Recipient Paid During the Year

Name and Address	Donee Relationship	Found- ation Status	Purpose of Grant	Amount
NATIONAL PATIENT SAFETY FOUNDATION 132 MASS MOCA WAY NORTH ADAMS, MA 01247	N/A	509(a)(1)	TO SUPPORT THE ANNUAL LUCIAN LEAPE TOWN HALL PLENARY SESSION AT THE NATIONAL PATIENT SAFETY FOUNDATION CONGRESS.	\$ 25,000.
ANESTHESIA PATIENT SAFETY FOUNDATION 520 N. NORTHWEST HIGHWAY PARK RIDGE, IL 60068	N/A	509(a)(1)	\$5,000 TO SPONSOR THE ANN S. LOFSKY, MD RESEARCH AWARD AND \$25,000 EDUCATIONAL GRANT FOR THE ONE-DAY PRE AND POST-OPERATIVE CONFERENCE.	30,000.

THE DOCTORS COMPANY FOUNDATION

26-1636256

Statement 9 (continued)
Form 990-PF, Part XV, Line 3a
Recipient Paid During the Year

<u>Name and Address</u>	<u>Donee Relationship</u>	<u>Found- ation Status</u>	<u>Purpose of Grant</u>	<u>Amount</u>
SCRIPPS HEALTH FOUNDATION 4275 CAMPUS POINT COURT SAN DIEGO, CA 92121	N/A	509(a)(3)	ANNUAL SUPPORT OF THE QUALITY SUMMIT ON PATIENT-CENTERED CARE.	\$ 5,000.
CALIFORNIA MEDICAL ASSOCIATION FNDTN 3835 NORTH FREEWAY BLVD #100 SACRAMENTO, CA 95834	N/A	509(a)(1)	\$15,000 TO SUPPORT THE ANNUAL MEDICAL STUDENT LEADERSHIP CONFERENCE AND \$15,000 TO SUPPORT THE ANNUAL ETHNIC PHYSICIAN SUMMIT.	30,000.
SAN DIEGO COUNTY MEDICAL SOCIETY 5575 RUFFIN ROAD SAN DIEGO, CA 92123	N/A	* 501(c)(6)	PROJECT ACCESS SAN DIEGO - TO DELIVER FREE HEALTHCARE SERVICES TO PATIENTS IN NEED.	40,000.
CLEVELAND CLINIC FOUNDATION 9500 EUCLID AVENUE NO H-18 CLEVELAND, OH 44195	N/A	Hospital	SECOND OF THREE INSTALLMENTS FOR HEART CARE AT HOME.	106,032.
UNIVERSITY OF HAWAII FOUNDATION 2444 DOLE STREET BACHMAN HALL 105 HONOLULU, HI 96822	N/A	509(a)(1)	GRANT TO SUPPORT 2ND CROSS-CULTURAL HEALTH CARE CONFERENCE: COLLABORATIVE AND MULTI DISCIPLINARY INTERVENTIONS.	15,072.
SOCIETY OF HOSPITAL MEDICINE 1500 SPRING GARDEN STREET PHILADELPHIA, PA 19130	N/A	509(a)(2)	TO SUPPORT TRAINING FOR HOSPITALIST PHYSICIAN MENTORS AS PART OF THEIR "MENTORED IMPLEMENTATION" PROGRAM.	32,326.

*See Statement 6 for expenditure responsibility disclosure.

THE DOCTORS COMPANY FOUNDATION

26-1636256

Statement 9 (continued)
Form 990-PF, Part XV, Line 3a
Recipient Paid During the Year

Name and Address	Donee Relationship	Found- ation Status	Purpose of Grant	Amount
OLIVE VIEW-UCLA EDU AND RSRCH INST. INC 14445 OLIVE VIEW DRIVE ADMIN BLDG SYLMAR, CA 91342	N/A	Research	IMPROVED MEDICAL CENTER-BASED PROCESS FOR DOCUMENTATION AND FOLLOW-UP ON PATIENT SAFETY HAZARDS AT HOME WITH ALZHEIMER'S DISEASE AND RELATED DEMENTIAS.	\$ 71,714.
ANDREW LEE 673 TAHOS ROAD ORINDA, CA 94563	NONE		YOUNG PHYSICIANS AWARD WINNER.	5,000.
BRIAN FREEMAN 5117 TIMBERCREEK COURT RICHMOND, VA 23237	NONE		YOUNG PHYSICIANS AWARD WINNER.	5,000.
ELIZABETH BUTLER 9 VESPER STREET WORCHESTER, MA 01602	NONE		YOUNG PHYSICIANS AWARD WINNER.	5,000.
JOSHUA LIAO 7950 NORTH STADIUM DR #196 HOUSTON, TX 77030	NONE		YOUNG PHYSICIANS AWARD WINNER.	5,000.
KEVIN KOO 10 CLIFF ROAD NASHUA, NH 03062	NONE		YOUNG PHYSICIANS AWARD WINNER.	5,000.
LORETTE JOHNSON 3892 FOUNTAIN STREET CLINTON, NY 13323	NONE		YOUNG PHYSICIANS AWARD WINNER.	5,000.
AMERICAN COLLEGE OF PHYSICIANS W SIXTH STREET AT RACE PHILADELPHIA, PA 19106	N/A	509(a)(2)	GRANT PRIORITIZING PATIENT SAFETY - BRINGING THE NEAR MISS REGISTRY TO PRIVATE PRACTICE.	50,000.

THE DOCTORS COMPANY FOUNDATION

26-1636256

Statement 9 (continued)
Form 990-PF, Part XV, Line 3a
Recipient Paid During the Year

Name and Address	Donee Relationship	Found- ation Status	Purpose of Grant	Amount
MOUNT SINAI SCHOOL OF HOSPITAL MEDICINE ONE GUSTAVE L LEVY PLACE NEW YORK, NY 10029	N/A	School	TO SUPPORT THE DEVELOPMENT OF STANDARDIZED PATIENT MODULES DESIGNED TO ASSESS AND IMPROVE DISCUSSIONS BETWEEN ATTENDING HOSPITALS AND PATIENTS/CAREGIV ERS AT THREE POINTS OF HOSPITALIZATION.	\$ 59,174.
SETON FUND OF THE DAUGHTERS OF CHARITY 1345 PHILOMENA STREET AUSTIN, TX 78723	N/A	509(a)(3)	TO FACILITATE THE DEVELOPMENT OF A SPECIALIZED SAFETY CURRICULUM BASED ON THE INSTITUTE FOR HEALTHCARE IMPROVEMENT OPEN SCHOOL COURSES FOR ROTATING RESIDENTS AND MEDICAL STUDENTS.	37,500.
THE UNIV. OF NORTH CAROLINA AT CHAPEL CARRINGTON HALL CAMPUS BOX 7460 CHAPEL HILL, NC 27599	N/A	School	GRANT FOR NURSING STUDENTS TO ATTEND THE 2013 TELLURIDE EDUCATIONAL ROUNDTABLE.	50,204.
REGENTS OF THE UNIVERSITY OF MICHIGAN 500 SOUTH STATE STREET ANN ARBOR, MI	N/A	School	TO DEVELOP A NEW CROSS-DISCIPLINA RY EXPERIENTIAL LEARNING PROGRAM AT THE UNIVERSITY OF MICHIGAN TO BE ADMINISTERED THROUGH THE CENTER FOR HEALTHCARE ENGINEERING AND PATIENT SAFETY.	57,500.

THE DOCTORS COMPANY FOUNDATION

26-1636256

Statement 9 (continued)
Form 990-PF, Part XV, Line 3a
Recipient Paid During the Year

Name and Address	Donee Relationship	Found- ation Status	Purpose of Grant	Amount
REGENTS OF THE UNIVERSITY OF COLORADO 1800 GRANT STREET SUITE 400 DENVER, CO 80203	N/A	School	GRANT - CONSEQUENCES OF CODIFICATION AND CONVEYANCE OF PRESCRIPTIONS, FROM AMBULATORY CARE PROVIDERS KEYBOARDS TO THE DISPLAY SCREENS OF FILLING PHARMACISTS.	\$ 68,838.
WASHINGTON HOSPITAL CENTER FOUNDATION 110 IRVING STREET, N.W. WASHINGTON, DC 20010	N/A	509(a)(1)	GRANT FOR THE 2013 TELLURIDE EDUCATIONAL ROUNDTABLE.	99,400.
Total				<u>\$ 807,760.</u>

THE DOCTORS COMPANY FOUNDATION

26-1636256

Statement 10
Form 990-PF, Part VII-B, Question 1(a) (3)

During 2012, The Doctors Company, Inc. ("the Corporation") provided staff support to The Doctors Company, Inc. Foundation ("the Foundation"). The Foundation did not reimburse the Corporation for this support. Moreover, the Corporation provided the Foundation with space rent free. The corporation is a disqualified person with respect to the Foundation under U.S. Treasury Regulation Section 53.4941(d)-2(d) (3). However, the furnishing of goods and services by a disqualified person free of charge is not an act of self-dealing.