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

2012

Department of the Treasury
Internal Revenue Service

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

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

THE TAPPAN FOUNDATION
4086 26TH STREET
BOULDER, CO 80304-0905

A Employer identification number
33-0673727

B Telephone number (see the instructions)
303-522-5128

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

G Check all that apply

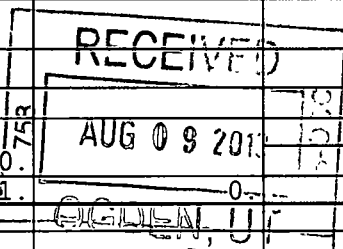
<input type="checkbox"/> Initial return	<input type="checkbox"/> Initial return of a former public charity
<input type="checkbox"/> Final return	<input type="checkbox"/> Amended return
<input checked="" type="checkbox"/> Address change	<input type="checkbox"/> Name change

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)
\$ 7,373,160.

J Accounting method Cash Accrual
 Other (specify) _____ (Part I, column (d) must be on cash basis)

Part I Analysis of Revenue and Expenses (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see instructions))		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
REVENUE	1 Contributions, gifts, grants, etc. received (att sch)				
	2 Ck <input checked="" type="checkbox"/> if the foundn is not req to att Sch B				
	3 Interest on savings and temporary cash investments	19,483.	19,483.		
	4 Dividends and interest from securities	216,894.	216,894.		
	5a Gross rents				
	b Net rental income or (loss)				
	6a Net gain/(loss) from sale of assets not on line 10	36,224.			
	b Gross sales price for all assets on line 6a	1,329,415.			
	7 Capital gain net income (from Part IV, line 2)		36,224.		
	8 Net short-term capital gain			0.	
	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)	6,070.	6,070.			
SEE STATEMENT 1					
12 Total. Add lines 1 through 11	278,671.	278,671.			
ADMINISTRATIVE AND OPERATING EXPENSES	13 Compensation of officers, directors, trustees, etc	0.			
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits				
	16a Legal fees (attach schedule) SEE ST 2	450.	225.		225.
	b Accounting fees (attach sch) SEE ST 3	15,828.	7,914.		7,914.
	c Other prof fees (attach sch) SEE ST 4	36,043.	18,021.		18,022.
	17 Interest				
	18 Taxes (attach schedule)(see instrs) SEE STM 5	13,838.	1,129.		
	19 Depreciation (attach sch) and depletion				
	20 Occupancy				
	21 Travel, conferences, and meetings				
	22 Printing and publications				
	23 Other expenses (attach schedule) SEE STATEMENT 6	224.	112.		112.
	24 Total operating and administrative expenses. Add lines 13 through 23	66,383.	27,401.		26,273.
25 Contributions, gifts, grants paid PART XV	325,750.			325,750.	
26 Total expenses and disbursements. Add lines 24 and 25	392,133.	27,401.	0.	352,023.	
27 Subtract line 26 from line 12:					
a Excess of revenue over expenses and disbursements	-113,462.				
b Net investment income (if negative, enter 0)		251,270.			
c Adjusted net income (if negative, enter 0)			0.		



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Part II Balance Sheets		Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions)		Beginning of year	End of year	
		(a) Book Value	(b) Book Value	(c) Fair Market Value		
ASSETS	1	Cash – non-interest-bearing		46,431.	169,134.	169,134.
	2	Savings and temporary cash investments				
	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) STATEMENT 7		2,886,097.	3,020,806.	3,921,528.
	c	Investments – corporate bonds (attach schedule) STATEMENT 8		2,692,382.	2,372,858.	2,557,812.
	11	Investments – land, buildings, and equipment: basis ▶				
	Less accumulated depreciation (attach schedule) ▶					
12	Investments – mortgage loans					
13	Investments – other (attach schedule) STATEMENT 9		707,120.	650,742.	724,686.	
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)		6,332,030.	6,213,540.	7,373,160.	
LIABILITIES	17	Accounts payable and accrued expenses				
	18	Grants payable				
	19	Deferred revenue				
	20	Loans from officers, directors, trustees, & other disqualified persons				
	21	Mortgages and other notes payable (attach schedule)				
	22	Other liabilities (describe ▶)				
	23	Total liabilities (add lines 17 through 22)		0.	0.	
NET ASSETS OR FUND BALANCES	Foundations that follow SFAS 117, check here and complete lines 24 through 26 and lines 30 and 31. <input type="checkbox"/>					
	24	Unrestricted				
	25	Temporarily restricted				
	26	Permanently restricted				
	Foundations that do not follow SFAS 117, check here and complete lines 27 through 31. <input checked="" type="checkbox"/>					
	27	Capital stock, trust principal, or current funds				
	28	Paid-in or capital surplus, or land, building, and equipment fund				
	29	Retained earnings, accumulated income, endowment, or other funds		6,332,030.	6,213,540.	
30	Total net assets or fund balances (see instructions)		6,332,030.	6,213,540.		
31	Total liabilities and net assets/fund balances (see instructions)		6,332,030.	6,213,540.		

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	6,332,030.
2	Enter amount from Part I, line 27a	2	-113,462.
3	Other increases not included in line 2 (itemize) ▶	3	
4	Add lines 1, 2, and 3	4	6,218,568.
5	Decreases not included in line 2 (itemize) ▶ SEE STATEMENT 10	5	5,028.
6	Total net assets or fund balances at end of year (line 4 minus line 5) – Part II, column (b), line 30	6	6,213,540.

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 SEE STATEMENT 11			
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			(l) Gains (Column (h) gain minus column (k), but not less than -0-) or Losses (from column (h))
(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	
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	36,224.
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	-11,553.

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	141,126.	7,047,970.	0.020024
2010	38,175.	3,230,241.	0.011818
2009	63,984.	2,774,591.	0.023061
2008	174,594.	2,906,994.	0.060060
2007	157,732.	3,095,411.	0.050957

2 Total of line 1, column (d)	2	0.165920
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	0.033184
4 Enter the net value of noncharitable-use assets for 2012 from Part X, line 5	4	7,268,316.
5 Multiply line 4 by line 3	5	241,192.
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	2,513.
7 Add lines 5 and 6	7	243,705.
8 Enter qualifying distributions from Part XII, line 4	8	352,023.

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 Date of ruling or determination letter _____ (attach copy of letter if necessary – see instrs)			
b Domestic foundations that meet the section 4940(e) requirements in Part V, check here <input checked="" type="checkbox"/> and enter 1% of Part I, line 27b		1	2,513.
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	2,513.
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	2,513.
6 Credits/Payments			
a 2012 estimated tax pmts and 2011 overpayment credited to 2012	6 a	7,320.	
b Exempt foreign organizations – tax withheld at source	6 b		
c Tax paid with application for extension of time to file (Form 8868)	6 c		
d Backup withholding erroneously withheld	6 d		
7 Total credits and payments Add lines 6a through 6d	7	7,320.	
8 Enter any penalty for underpayment of estimated tax Check here <input type="checkbox"/> if Form 2220 is attached	8		
9 Tax due If the total of lines 5 and 8 is more than line 7, enter amount owed	9		0.
10 Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10		4,807.
11 Enter the amount of line 10 to be Credited to 2013 estimated tax <input type="checkbox"/> 4,807. Refunded <input type="checkbox"/>	11		0.

Part VII-A Statements Regarding Activities

	Yes	No
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?		X
b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see the instructions for definition)? <i>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</i>		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 ▶ \$ 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? <i>If 'Yes,' attach a detailed description of the activities</i>		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? <i>If 'Yes,' attach a conformed copy of the changes</i>		X
4 a Did the foundation have unrelated business gross income of \$1,000 or more during the year?		X
b If 'Yes,' has it filed a tax return on Form 990-T for this year?		N/A
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? <i>If 'Yes,' attach the statement required by General Instruction T</i>		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?	X	
7 Did the foundation have at least \$5,000 in assets at any time during the year? <i>If 'Yes,' complete Part II, column (c), and Part XV</i>	X	
8 a Enter the states to which the foundation reports or with which it is registered (see instructions) ▶ 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 <i>General Instruction G</i> ? <i>If 'No,' attach explanation</i>	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)? <i>If 'Yes,' complete Part XIV</i>		X
10 Did any persons become substantial contributors during the tax year? <i>If 'Yes,' attach a schedule listing their names and addresses</i>		X

BAA

Part VII-A Statements Regarding Activities (continued)

11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If 'Yes', attach schedule (see instructions)	11		X
12	Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If 'Yes,' attach statement (see instructions)	12		X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address	13	X	
14	The books are in care of ▶ <u>CONSTANCE T. CLANCY</u> Telephone no ▶ <u>(303) 522-5128</u> Located at ▶ <u>4086 26TH STREET BOULDER CO</u> ZIP + 4 ▶ <u>80304-0905</u>			
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 – Check here and enter the amount of tax-exempt interest received or accrued during the year	N/A ▶ <input type="checkbox"/> 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?	16		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

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

		Yes	No
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? <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 ▶ <input type="checkbox"/>	1 b	N/A
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 VII-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)? **5 b** N/A

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)

6 a 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? **6 b** X

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 No

b If 'Yes,' did the foundation receive any proceeds or have any net income attributable to the transaction? **7 b** N/A

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

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

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
SEE STATEMENT 12		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		

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 (see instructions)

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

	Amount	
1 N/A		

2		

All other program-related investments See instructions		
3		

Total. Add lines 1 through 3		0.

BAA

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	7,288,002.
b	Average of monthly cash balances	1 b	90,999.
c	Fair market value of all other assets (see instructions)	1 c	
d	Total (add lines 1a, b, and c)	1 d	7,379,001.
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	7,379,001.
4	Cash deemed held for charitable activities Enter 1-1/2% of line 3 (for greater amount, see instructions)	4	110,685.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3 Enter here and on Part V, line 4	5	7,268,316.
6	Minimum investment return. Enter 5% of line 5	6	363,416.

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	363,416.
2 a	Tax on investment income for 2012 from Part VI, line 5	2 a	2,513.
b	Income tax for 2012 (This does not include the tax from Part VI)	2 b	
c	Add lines 2a and 2b	2 c	2,513.
3	Distributable amount before adjustments Subtract line 2c from line 1	3	360,903.
4	Recoveries of amounts treated as qualifying distributions	4	
5	Add lines 3 and 4	5	360,903.
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	360,903.

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	352,023.
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	352,023.
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income Enter 1% of Part I, line 27b (see instructions)	5	2,513.
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	349,510.

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				360,903.
2 Undistributed income, if any, as of the end of 2012				
a Enter amount for 2011 only			324,850.	
b Total for prior years 20 __, 20 __, 20 __		0.		
3 Excess distributions carryover, if any, to 2012				
a From 2007				
b From 2008				
c From 2009				
d From 2010				
e From 2011				
f Total of lines 3a through e	0.			
4 Qualifying distributions for 2012 from Part XII, line 4 ▶ \$ 352,023.				
a Applied to 2011, but not more than line 2a			324,850.	
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				27,173.
e Remaining amount distributed out of corpus	0.			
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	0.			
b Prior years' undistributed income Subtract line 4b from line 2b		0.		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed		0.		
d Subtract line 6c from line 6b Taxable amount – see instructions		0.		
e Undistributed income for 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				333,730.
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	0.			
10 Analysis of line 9				
a Excess from 2008				
b Excess from 2009				
c Excess from 2010				
d Excess from 2011				
e Excess from 2012				

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

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

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

	Tax year	Prior 3 years			(e) Total
	(a) 2012	(b) 2011	(c) 2010	(d) 2009	
2 a Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed					
b 85% of line 2a					
c Qualifying distributions from Part XII, line 4 for each year listed					
d Amounts included in line 2c not used directly for active conduct of exempt activities					
e Qualifying distributions made directly for active conduct of exempt activities. Subtract line 2d from line 2c					
3 Complete 3a, b, or c for the alternative test relied upon.					
a 'Assets' alternative test – enter					
(1) Value of all assets					
(2) Value of assets qualifying under section 4942(j)(3)(B)(i)					
b 'Endowment' alternative test – enter 2/3 of minimum investment return shown in Part X, line 6 for each year listed					
c 'Support' alternative test – enter					
(1) Total support other than gross investment income (interest, dividends, rents, payments on securities loans (section 512(a)(5)), or royalties)					
(2) Support from general public and 5 or more exempt organizations as provided in section 4942(j)(3)(B)(iii)					
(3) Largest amount of support from an exempt organization					
(4) Gross investment income					

Part XV Supplementary Information (Complete this part only if the foundation had \$5,000 or more in assets at any time during the year – see instructions.)

1 Information Regarding Foundation Managers:

a List any managers of the foundation who have contributed more than 2% of the total contributions received by the foundation before the close of any tax year (but only if they have contributed more than \$5,000) (See section 507(d)(2))

NONE

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

NONE

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

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

a The name, address, and telephone number or e-mail of the person to whom applications should be addressed

SEE STATEMENT 13

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

SEE STATEMENT FOR LINE 2A

c Any submission deadlines.

SEE STATEMENT FOR LINE 2A

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

SEE STATEMENT FOR LINE 2A

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
<p><i>a Paid during the year</i> SEE STATEMENT 14</p>				
Total				▶ 3 a 325,750.
<p><i>b Approved for future payment</i></p>				
Total				▶ 3 b

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STATEMENT 1
FORM 990-PF, PART I, LINE 11
OTHER INCOME

	(A) REVENUE PER BOOKS	(B) NET INVESTMENT INCOME	(C) ADJUSTED NET INCOME
OTHER INVESTMENT INCOME	\$ 6,070.	\$ 6,070.	
TOTAL	\$ 6,070.	\$ 6,070.	0.

STATEMENT 2
FORM 990-PF, PART I, LINE 16A
LEGAL FEES

	(A) EXPENSES PER BOOKS	(B) NET INVESTMENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
ATTORNEY FEES	\$ 450.	\$ 225.		\$ 225.
TOTAL	\$ 450.	\$ 225.	\$ 0.	\$ 225.

STATEMENT 3
FORM 990-PF, PART I, LINE 16B
ACCOUNTING FEES

	(A) EXPENSES PER BOOKS	(B) NET INVESTMENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
ACCOUNTING FEES	\$ 15,828.	\$ 7,914.		\$ 7,914.
TOTAL	\$ 15,828.	\$ 7,914.	\$ 0.	\$ 7,914.

STATEMENT 4
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
INVESTMENT EXPENSES	\$ 40.	\$ 20.		\$ 20.
INVESTMENT FEES	36,003.	18,001.		18,002.
TOTAL	\$ 36,043.	\$ 18,021.	\$ 0.	\$ 18,022.

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**STATEMENT 5
FORM 990-PF, PART I, LINE 18
TAXES**

	(A) EXPENSES PER BOOKS	(B) NET INVESTMENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
2011 ES PAYMENT	\$ 7,320.			
2011 EXTENSION PAYMENT	5,389.			
FOREIGN TAX WITHHELD	1,129.	\$ 1,129.		
TOTAL	\$ 13,838.	\$ 1,129.	\$ 0.	\$ 0.

**STATEMENT 6
FORM 990-PF, PART I, LINE 23
OTHER EXPENSES**

	(A) EXPENSES PER BOOKS	(B) NET INVESTMENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
FTB FEES	\$ 10.	\$ 5.		\$ 5.
LOGO FEES	38.	19.		19.
POSTAGE	26.	13.		13.
REGISTRY FEES	150.	75.		75.
TOTAL	\$ 224.	\$ 112.	\$ 0.	\$ 112.

**STATEMENT 7
FORM 990-PF, PART II, LINE 10B
INVESTMENTS - CORPORATE STOCKS**

<u>CORPORATE STOCKS</u>	<u>VALUATION METHOD</u>	<u>BOOK VALUE</u>	<u>FAIR MARKET VALUE</u>
EQUITIES	COST	\$ 3,020,806.	\$ 3,921,528.
	TOTAL	<u>\$ 3,020,806.</u>	<u>\$ 3,921,528.</u>

**STATEMENT 8
FORM 990-PF, PART II, LINE 10C
INVESTMENTS - CORPORATE BONDS**

<u>CORPORATE BONDS</u>	<u>VALUATION METHOD</u>	<u>BOOK VALUE</u>	<u>FAIR MARKET VALUE</u>
FIXED INCOME	COST	\$ 2,372,858.	\$ 2,557,812.
	TOTAL	<u>\$ 2,372,858.</u>	<u>\$ 2,557,812.</u>

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**STATEMENT 9
FORM 990-PF, PART II, LINE 13
INVESTMENTS - OTHER**

<u>OTHER INVESTMENTS</u>	<u>VALUATION METHOD</u>	<u>BOOK VALUE</u>	<u>FAIR MARKET VALUE</u>
OTHER INVESTMENTS	COST	\$ 256,492.	\$ 248,659.
REAL ESTATE FUNDS	COST	394,250.	476,027.
	TOTAL	<u>\$ 650,742.</u>	<u>\$ 724,686.</u>

**STATEMENT 10
FORM 990-PF, PART III, LINE 5
OTHER DECREASES**

PRIOR PERIOD ADJUSTMENTS	\$ 5,028.
TOTAL	<u>\$ 5,028.</u>

**STATEMENT 11
FORM 990-PF, PART IV, LINE 1
CAPITAL GAINS AND LOSSES FOR TAX ON INVESTMENT INCOME**

<u>ITEM</u>	<u>(A) DESCRIPTION</u>	<u>(B) HOW ACQUIRED</u>	<u>(C) DATE ACQUIRED</u>	<u>(D) DATE SOLD</u>
1	1000 TIMKEN CO	PURCHASED	2/24/2012	9/26/2012
2	2000 HEWLETT PACKARD	PURCHASED	2/24/2012	9/26/2012
3	4007.99 EATON VANCE GLOBAL MACRO	PURCHASED	5/10/2011	2/24/2012
4	10052.63 PIMCO HIGH YIELD	PURCHASED	12/13/2011	9/26/2012
5	31394.75 WESTERN ASSET INTERM BOND	PURCHASED	12/13/2011	11/20/2012
6	1000 SCHEIN HENRY INC	PURCHASED	7/11/2008	1/31/2012
7	300 JOHNSON & JOHNSON	PURCHASED	11/18/1997	2/24/2012
8	500 NESTLE SA REGISTERED SHARES	PURCHASED	5/07/2009	2/24/2012
9	75 APPLE COMPUTER	PURCHASED	6/24/2008	2/24/2012
10	500 ISHARES TR S&P MIDCAP 400	PURCHASED	1/14/2011	2/24/2012
11	300 ISHARES TR SMALLCAP 600	PURCHASED	1/14/2011	2/24/2012
12	1000 ISHARES INC MSCI CDA INDEX	PURCHASED	3/11/2010	2/24/2012
13	1500 ISHARES MSCI HONG KONG	PURCHASED	3/11/2010	2/24/2012
14	200 COCA COLA	PURCHASED	8/22/2008	2/24/2012
15	500 MCDONALDS CORP	PURCHASED	10/06/2009	2/24/2012
16	200 UNION PACIFIC	PURCHASED	8/24/2010	2/24/2012
17	600 PHILLIPS 66	PURCHASED	12/15/2009	5/07/2012
18	1000 ISHARES MSCI BRIC INDEX FUND	PURCHASED	3/17/2010	5/30/2012
19	700 ISHARES MSCI EAFE	PURCHASED	10/06/2009	5/30/2012
20	1000 ISHARES MSCI BRIC INDEX FUND	PURCHASED	4/11/2011	5/30/2012
21	2000 ADOBE SYSTEMS INC	PURCHASED	4/17/2009	6/15/2012
22	6100.83 HUSSMAN STRATEGIC GROWTH	PURCHASED	6/08/2011	8/24/2012
23	500 ISHARES TR SMALLCAP 600	PURCHASED	1/14/2011	9/26/2012
24	100000 WALT DISNEY COMPANY	PURCHASED	8/05/2008	12/01/2012
25	39000 ISHARES GOLD TRUST	PURCHASED	1/01/2001	12/31/2012
26	CAPITAL GAIN DIVIDENDS	PURCHASED	1/01/2012	12/31/2012

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STATEMENT 11 (CONTINUED)
FORM 990-PF, PART IV, LINE 1
CAPITAL GAINS AND LOSSES FOR TAX ON INVESTMENT INCOME

ITEM	(E) GROSS SALES	(F) DEPREC. ALLOWED	(G) COST BASIS	(H) GAIN (LOSS)	(I) FMV 12/31/69	(J) ADJ. BAS. 12/31/69	(K) EXCESS (I) - (J)	(L) GAIN (LOSS)
1	37,299.		53,250.	-15,951.				\$ -15,951.
2	34,198.		53,620.	-19,422.				-19,422.
3	40,120.		41,002.	-882.				-882.
4	95,500.		89,669.	5,831.				5,831.
5	352,786.		337,493.	15,293.				15,293.
6	70,882.		51,511.	19,371.				19,371.
7	19,335.		9,563.	9,772.				9,772.
8	30,944.		17,361.	13,583.				13,583.
9	39,004.		13,094.	25,910.				25,910.
10	49,344.		46,410.	2,934.				2,934.
11	22,794.		21,024.	1,770.				1,770.
12	28,959.		27,468.	1,491.				1,491.
13	27,030.		24,177.	2,853.				2,853.
14	13,804.		10,880.	2,924.				2,924.
15	50,289.		28,805.	21,484.				21,484.
16	22,692.		14,474.	8,218.				8,218.
17	17,843.		15,130.	2,713.				2,713.
18	34,815.		46,808.	-11,993.				-11,993.
19	33,375.		38,234.	-4,859.				-4,859.
20	34,815.		51,890.	-17,075.				-17,075.
21	64,100.		77,504.	-13,404.				-13,404.
22	67,354.		87,200.	-19,846.				-19,846.
23	38,424.		35,040.	3,384.				3,384.
24	100,000.		101,431.	-1,431.				-1,431.
25	131.		153.	-22.				-22.
26	3,578.		0.	3,578.				3,578.
							TOTAL	\$ 36,224.

STATEMENT 12
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	COMPEN- SATION	CONTRI- BUTION TO EBP & DC	EXPENSE ACCOUNT/ OTHER
STEVEN G. TAPPAN 26531 BROKEN BIT LANE LAGUNA HILLS, CA 92653	DIRECTOR 1.00	\$ 0.	\$ 0.	0.
JEANNE B. TAPPAN 3 CAPE ANDOVER NEWPORT BEACH, CA 92660	DIRECTOR 1.00	0.	0.	0.
DIANE T. EASTON 37 ROYAL ANN DRIVE GREENWOOD VILLAGE, CO 80111	TREASURER 1.00	0.	0.	0.

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STATEMENT 12 (CONTINUED)
FORM 990-PF, PART VIII, LINE 1
LIST OF OFFICERS, DIRECTORS, TRUSTEES, AND KEY EMPLOYEES

<u>NAME AND ADDRESS</u>	<u>TITLE AND AVERAGE HOURS PER WEEK DEVOTED</u>	<u>COMPEN- SATION</u>	<u>CONTRI- BUTION TO EBP & DC</u>	<u>EXPENSE ACCOUNT/ OTHER</u>
DAVID S. TAPPAN, IV 3076 VALDEZ ROAD PEBBLE BEACH, CA 93953	DIRECTOR 1.00	\$ 0.	\$ 0.	\$ 0.
CONSTANCE T. CLANCY 4086 26TH STREET BOULDER, CO 80304-0905	PRESIDENT 1.00		0.	0.
JANET T. DRYDEN 3 HUNTINGTON CT NEWPORT BEACH, CA 92660	SECRETARY 1.00		0.	0.
	TOTAL	\$ 0.	\$ 0.	\$ 0.

STATEMENT 13
FORM 990-PF, PART XV, LINE 2A-D
APPLICATION SUBMISSION INFORMATION

NAME OF GRANT PROGRAM:

NAME:

CARE OF: CONSTANCE T. CLANCY

STREET ADDRESS: 4086 26TH STREET

CITY, STATE, ZIP CODE: BOULDER, CO 80304

TELEPHONE:

E-MAIL ADDRESS:

FORM AND CONTENT: LETTER ATTACHED CONTAINS DETAILS

SUBMISSION DEADLINES: NO

RESTRICTIONS ON AWARDS: LETTER ATTACHED

STATEMENT 14
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>
ZOOLOGICAL SOCIETY OF SAN DIEGO PO BOX 120551 SAN DIEGO , CA 92112	NONE	501(C) (3)	CONTRIBUTION IN FURTHERANCE OF EXEMPT PURPOSE	\$ 10,000.

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STATEMENT 14 (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>
CHILDRENS DISCOVERY MUSEUM OF THE DESERT 71701 GERALD FORD DR RANCHO MIRAGE, CA 92270	NONE	501 (C) (3)	CONTRIBUTION IN FURTHERANCE OF EXEMPT PURPOSE	\$ 11,000.
LIVESTRONG FOUNDATION 2201 E. SIXTH STREET AUSTIN, TX 78702	NONE	501 (C) (3)	CONTRIBUTION IN FURTHERANCE OF EXEMPT PURPOSE	10,000.
MINDS MATTER OF DENVER PO BOX 48162 DENVER, CO 80204	NONE	501 (C) (3)	CONTRIBUTION IN FURTHERANCE OF EXEMPT PURPOSE	17,000.
WORLD VISION 34834 WEYERHAEUSER WAY SO FEDERAL WAY, WA 98001	NONE	501 (C) (3)	CONTRIBUTION IN FURTHERANCE OF EXEMPT PURPOSE	1,000.
REACH OUT AND READ 2 UPPER RAGSDALE DRIVE MONTEREY, CA 93940	NONE	501 (C) (3)	CONTRIBUTION IN FURTHERANCE OF EXEMPT PURPOSE	7,000.
CENTRAL COAST LIGHTHOUSE KEEPERS PO BOX 223014 CARMEL, CA 93922	NONE	501 (C) (3)	CONTRIBUTION IN FURTHERANCE OF EXEMPT PURPOSE	2,500.
YAKUTAT SCHOOL DISTRICT PO BOX 429 YAKUTAT , AK 99689	NONE	501 (C) (3)	CONTRIBUTION IN FURTHERANCE OF EXEMPT PURPOSE	13,250.
DOROTHY RAMON LEARNING CENTER 111 N SAN GORGONIO AVE BANNING, CA 92220	NONE	501 (C) (3)	CONTRIBUTION IN FURTHERANCE OF EXEMPT PURPOSE	10,000.
PEDIATRIC CANCER RESEARCH FOUNDATION 9272 JERONIMO ROAD, SUITE 122 IRVINE, CA 92618	NONE	501 (C) (3)	CONTRIBUTION IN FURTHERANCE OF EXEMPT PURPOSE	10,000.
CHILDREN'S HOSPITAL OF LOS ANGELES 4650 SUNSET BLVD LOS ANGELES, CA 90027	NONE	501 (C) (3)	CONTRIBUTION IN FURTHERANCE OF EXEMPT PURPOSE	30,000.
GIRLS INC OF ORANGE COUNTY 150 PAULORINO AVE COSTA MESA, CA 92627	NONE	501 (C) (3)	CONTRIBUTION IN FURTHERANCE OF EXEMPT PURPOSE	15,000.

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STATEMENT 14 (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>
MY LIFELINE CANCER FOUNDATION 55 MADISON STREET, STE 750 DENVER, CO 80206	NONE	501 (C) (3)	CONTRIBUTION IN FURTHERANCE OF EXEMPT PURPOSE	\$ 10,000.
NAMI JEFFCO PO BOX 1921 ARVADA, CO 80001	NONE	501 (C) (3)	CONTRIBUTION IN FURTHERANCE OF EXEMPT PURPOSE	5,000.
ORANGEWOOD'S CHILDREN'S FOUNDATION 1575 EAST 17TH STREET SANTA ANA, CA 92705	NONE	501 (C) (3)	CONTRIBUTION IN FURTHERANCE OF EXEMPT PURPOSE	15,000.
SPECIAL OLYMPICS 806 NICHOLS BLVD COLORADO SPRINGS, CO 80907	NONE	501 (C) (3)	CONTRIBUTION IN FURTHERANCE OF EXEMPT PURPOSE	10,000.
KEMPE FOUNDATION 13123 E. 16TH AVE., B390 AURORA , CO 80045	NONE	501 (C) (3)	CONTRIBUTION IN FURTHERANCE OF EXEMPT PURPOSE	10,000.
FRONT RANGERS 6500 S. QUEBEC, SUITE 330 ENGLEWOOD, CO 80111	NONE	501 (C) (3)	CONTRIBUTION IN FURTHERANCE OF EXEMPT PURPOSE	10,000.
NAVIGATE CANCER FOUNDATION 5448 APEX PEAKWAY #328 APEX, NC 27502	NONE	501 (C) (3)	CONTRIBUTION IN FURTHERANCE OF EXEMPT PURPOSE	5,000.
STR8WAY MINISTRIES 14859 COUNTY ROAD T BOUNTIFUL , CO 81140	NONE	501 (C) (3)	CONTRIBUTION IN FURTHERANCE OF EXEMPT PURPOSE	5,000.
SUMMER AT THE CENTER 600 TOWN CENTER DRIVE COSTA MESA, CA 92626	NONE	501 (C) (3)	CONTRIBUTION IN FURTHERANCE OF EXEMPT PURPOSE	10,000.
USC SCHOOL OF EDUCATION 3470 TROUSDALE PARKWAY LOS ANGELES , CA 90089	NONE	501 (C) (3)	CONTRIBUTION IN FURTHERANCE OF EXEMPT PURPOSE	25,000.
THE WOODEN FLOOR 1810 NORTH MAIN STREET SANTA ANA, CA 92706	NONE	501 (C) (3)	CONTRIBUTION IN FURTHERANCE OF EXEMPT PURPOSE	5,000.
BIG BROTHERS & SISTERS OF ORANE COUNTY 14131 YORBA STREET, STE 200 TUSTIN, CA 92780	NONE	501 (C) (3)	CONTRIBUTION IN FURTHERANCE OF EXEMPT PURPOSE	13,000.

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STATEMENT 14 (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>
HOMEBOY INDUSTRIES 130 W. BRUNO STREET LOS ANGELES, CA 90012	NONE	501 (C) (3)	CONTRIBUTION IN FURTHERANCE OF EXEMPT PURPOSE	\$ 25,000.
SPEECH AND LANGUAGE DEVELOPMENT CENTER 8699 HOLDER BUENA PARK, CA 90620	NONE	501 (C) (3)	CONTRIBUTION IN FURTHERANCE OF EXEMPT PURPOSE	10,000.
WITH WOMAN 2875 ADDY-GIFFORD ROAD GIFFORD, WA 99131	NONE	501 (C) (3)	CONTRIBUTION IN FURTHERANCE OF EXEMPT PURPOSE	13,000.
HOSPICE CARE OF BOULDER & BROOMFIELD CO 2594 TRAILRIDGE DRIVE EAST LAFAYETTE, CO 80026	NONE	501 (C) (3)	CONTRIBUTION IN FURTHERANCE OF EXEMPT PURPOSE	5,000.
DIG 4 KIDS 1159 CYPRESS AVENUE HERMOSA BEACH, CA 90254	NONE	501 (C) (3)	CONTRIBUTION IN FURTHERANCE OF EXEMPT PURPOSE	3,000.
BIBLE STUDIES INTERNATIONAL 19001 HUEBNER ROAD SAN ANTONIO, TX 78358	NONE	501 (C) (3)	CONTRIBUTION IN FURTHERANCE OF EXEMPT PURPOSE	5,000.
CLAY SCHOOL EDUCATIONAL FOUNDATION PO BOX 450 KINGSBURG, CA 93631	NONE	501 (C) (3)	CONTRIBUTION IN FURTHERANCE OF EXEMPT PURPOSE	5,000.
TOTAL \$				<u>325,750.</u>

THE TAPPAN FOUNDATION

APPLICATION FOR GRANT

To the Applicant,

In order for the Foundation to consider your application for a Grant of Aid please fill out this application as indicated in its various parts and as completely as possible. After completion please sign where indicated and return the application to the foundation.

1. **TYPES OF GRANTS:** Grants will be considered for the following activities:

A. A scholarship or fellowship at an educational institution which normally maintains a regular faculty and curriculum and normally has a regularly enrolled body of students in attendance at the place where the educational activities are regularly conducted. You must be a candidate for a degree at the institution. The grant may be used for tuition, fees, books, supplies and equipment all as required in the course of your attendance and study at the institution.

B. A grant to achieve a specific objective, produce a report or other similar product, or improve or enhance a literary, artistic, musical, scientific, teaching, or other similar capacity, skill or talent of the applicant.

2. **DESCRIPTION:** Please attach a detailed description of the type of grant (either A or B above) for which you are applying. Your description should include:

- A: a) The name of the institution and its address.
- b) The type of study you wish to pursue and the degree towards which you will be working.
- c) The period of time which you estimate will be required to obtain your degree. Describe in detail the courses which you will be taking and whether or not you will be a fulltime student. Include the number of units you will be taking.
- d) The amount of the grant for which you are applying. This may not exceed to total cost of tuition, fees, books

supplies and required equipment, or

- B: a) Describe in detail the objective which you wish to achieve or the report or similar product which you hope to produce, or
- b) Describe the skill or talent which you hope to enhance.
- c) Describe the time involved and where you will work. If lessons are involved tells us the name and the address of the instructor or instructors the length of the lessons and their cost.
- d) The amount of the grant for which you are applying.

Whether you are applying under paragraph 2A or 2B please provide us with the following information:

3. **FINANCIAL NEED:** Since grants are based (in part) upon financial need the Foundation must have some idea of your finances. Please provide us with a statement of your income and your assets and liabilities. If you are living with your parent or parents please provide this information for them. The Foundation realizes that family relationships vary and if you describe your situation to us we will make our decision based upon your particular situation. All financial information will be treated as confidential.

4. **PERSONAL INFORMATION:** Tell us about yourself. On two or three typewritten pages tell us who you are, what you have done and what you hope to achieve. We need to know a great deal more about you than just your name, telephone number and address and that of your parent or parents although this basic information should also be included.

5. **REFERENCES:** Please give us the names, addresses and telephone numbers of at least three persons you would like to use as references. We prefer teachers, instructors, coaches and business acquaintances.

6. **PROCEDURE:** Grants are awarded based upon the applicants drive and initiative to achieve a worthwhile purpose and upon financial need. Gender, religion or race are not considered. A grant may not be awarded to a member of the family of any of the officers, directors or major contributors of the Foundation. Grants are awarded at the sole discretion of the board of directors of the Foundation and upon such terms as the board may direct. Successful applicants must submit quarterly reports to the Foundation in the form of a letter detailing the courses taken, academic standing, status of report or product, improvement made, etc. The board makes every effort to reach a decision within 30 days after the receipt of an application. After you have assembled all of the information requested and verified its accuracy please sign this application and return it and the information to The Tappan Foundation,

3 Huntington Court, Newport Beach, CA 92660

THE UNDERSIGNED CERTIFIES: that all of the information attached to this application is true and correct to the best of their knowledge, and further acknowledges that they are aware that the Foundation may terminate at any time any grant which is found to have been made in response to an application containing a material misstatement.

(applicant)

Please type your name address and telephone number:

Application for Extension of Time To File an Exempt Organization Return

Department of the Treasury
Internal Revenue Service

▶ **File a separate application for each return.**

- If you are filing for an **Automatic 3-Month Extension**, complete only **Part I** and check this box
- If you are filing for an **Additional (Not Automatic) 3-Month Extension**, complete only **Part II** (on page 2 of this form).

Do not complete Part II unless you have already been granted an automatic 3-month extension on a previously filed Form 8868.

Electronic filing (e-file). You can electronically file Form 8868 if you need a 3-month automatic extension of time to file (6 months for a corporation required to file Form 990-T), or an additional (not automatic) 3-month extension of time. You can electronically file Form 8868 to request an extension of time to file any of the forms listed in Part I or Part II with the exception of Form 8870, Information Return for Transfers Associated With Certain Personal Benefit Contracts, which must be sent to the IRS in paper format (see instructions). For more details on the electronic filing of this form, visit www.irs.gov/efile and click on *e-file for Charities & Nonprofits*.

Part I Automatic 3-Month Extension of Time. Only submit original (no copies needed).

A corporation required to file Form 990-T and requesting an automatic 6-month extension – check this box and complete Part I only

All other corporations (including 1120-C filers), partnerships, REMICs, and trusts must use Form 7004 to request an extension of time to file income tax returns

Enter filer's identifying number, see instructions

Type or print	Name of exempt organization or other filer, see instructions THE TAPPAN FOUNDATION	Employer identification number (EIN) or 33-0673727
File by the due date for filing your return. See instructions	Number, street, and room or suite number. If a P O box, see instructions 4086 26TH STREET	Social security number (SSN)
	City, town or post office, state, and ZIP code. For a foreign address, see instructions BOULDER, CO 80304-0905	

Enter the Return code for the return that this application is for (file a separate application for each return) **04**

Application Is For	Return Code	Application Is For	Return Code
Form 990 or Form 990-EZ	01	Form 990-T (corporation)	07
Form 990-BL	02	Form 1041-A	08
Form 4720 (individual)	03	Form 4720	09
Form 990-PF	04	Form 5227	10
Form 990-T (section 401(a) or 408(a) trust)	05	Form 6069	11
Form 990-T (trust other than above)	06	Form 8870	12

● The books are in the care of ▶ CONSTANCE T. CLANCY -----

Telephone No. ▶ (303) 522-5128 ----- FAX No ▶ -----

- If the organization does not have an office or place of business in the United States, check this box
- If this is for a Group Return, enter the organization's four digit Group Exemption Number (GEN) _____. If this is for the whole group, check this box . If it is for part of the group, check this box and attach a list with the names and EINs of all members the extension is for

1 I request an automatic 3-month (6 months for a corporation required to file Form 990-T) extension of time until 8/15, 2013, to file the exempt organization return for the organization named above. The extension is for the organization's return for:

- ▶ calendar year 2012 or
- ▶ tax year beginning _____, 20____, and ending _____, 20____

2 If the tax year entered in line 1 is for less than 12 months, check reason. Initial return Final return Change in accounting period

3a If this application is for Form 990-BL, 990-PF, 990-T, 4720, or 6069, enter the tentative tax, less any nonrefundable credits. See instructions	3a	\$ 2,514.
b If this application is for Form 990-PF, 990-T, 4720, or 6069, enter any refundable credits and estimated tax payments made. Include any prior year overpayment allowed as a credit	3b	\$ 7,320.
c Balance due. Subtract line 3b from line 3a. Include your payment with this form, if required, by using EFTPS (Electronic Federal Tax Payment System). See instructions	3c	\$ 0.

Caution. If you are going to make an electronic fund withdrawal with this Form 8868, see Form 8453-EO and Form 8879-EO for payment instructions.

5-13-13
C