Form **990-PF**

Department of the Treasury
Internal Revenue Service

Return of Private Foundation

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

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

OMB No 1545-0052

2012

Open to Public Inspection

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

Name of foundation
Oarsmen Foundation

A Employer identification number
33-0754362

Number and street (or P O box number if mail is not delivered to street address)
25550 HAWTHORNE BLVD

Room/suite

B Telephone number (see instructions)
(310) 791-3343

City or town, state, and ZIP code
TORRANCE, CA 90505

C If exemption application is pending, check here ☐

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

D 1. Foreign organizations, check here ☐

2. Foreign organizations meeting the 85% test, check here and attach computation ☐

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

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

I Fair market value of all assets at end of year *(from Part II, col. (c), line 16)* ▶$ 12,288,652

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

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

Part I Analysis of Revenue and Expenses

(The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see instructions))

			(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
Revenue	1	Contributions, gifts, grants, etc , received (attach schedule)	597,831			
	2	Check ▶ ☐ if the foundation is **not** required to attach Sch B				
	3	Interest on savings and temporary cash investments	79,957	79,957	79,957	
	4	Dividends and interest from securities	305,605	305,605	305,605	
	5a	Gross rents				
	b	Net rental income or (loss)				
	6a	Net gain or (loss) from sale of assets not on line 10	356,105			
	b	Gross sales price for all assets on line 6a 6,462,889				
	7	Capital gain net income (from Part IV, line 2)		356,105		
	8	Net short-term capital gain			356,105	
	9	Income modifications				
	10a	Gross sales less returns and allowances				
	b	Less Cost of goods sold				
	c	Gross profit or (loss) (attach schedule)				
	11	Other income (attach schedule)	-75,622	-75,622		
	12	**Total.** Add lines 1 through 11	1,263,876	666,045	741,667	
Operating and Administrative Expenses	13	Compensation of officers, directors, trustees, etc				
	14	Other employee salaries and wages				
	15	Pension plans, employee benefits				
	16a	Legal fees (attach schedule)				
	b	Accounting fees (attach schedule)	3,500	3,500		
	c	Other professional fees (attach schedule)				
	17	Interest	2,453	2,453		
	18	Taxes (attach schedule) (see instructions)	13,187	13,187		
	19	Depreciation (attach schedule) and depletion				
	20	Occupancy				
	21	Travel, conferences, and meetings				
	22	Printing and publications				
	23	Other expenses (attach schedule)	25,686	25,686		
	24	**Total operating and administrative expenses.** Add lines 13 through 23	44,826	44,826		0
	25	Contributions, gifts, grants paid	536,540			536,540
	26	**Total expenses and disbursements.** Add lines 24 and 25	581,366	44,826		536,540
	27	Subtract line 26 from line 12				
	a	**Excess of revenue over expenses and disbursements**	682,510			
	b	**Net investment income** (if negative, enter -0-)		621,219		
	c	**Adjusted net income** (if negative, enter -0-)			741,667	

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	5,965	340,705	340,705
	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 page 15 of the instructions)			
	7	Other notes and loans receivable (attach schedule) ▶ 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)	10,543,407	11,125,504	11,947,947
	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)	10,549,372	11,466,209	12,288,652
Liabilities	17	Accounts payable and accrued expenses			
	18	Grants payable			
	19	Deferred revenue			
	20	Loans from officers, directors, trustees, and other disqualified persons			
	21	Mortgages and other notes payable (attach schedule)			
	22	Other liabilities (describe ▶)		330,000	
	23	**Total liabilities** (add lines 17 through 22)		330,000	
Net Assets or Fund Balances		**Foundations that follow SFAS 117, check here ▶ ☐ and complete lines 24 through 26 and lines 30 and 31.**			
	24	Unrestricted			
	25	Temporarily restricted			
	26	Permanently restricted			
		Foundations that do not follow SFAS 117, check here ▶ ☑ and complete lines 27 through 31.			
	27	Capital stock, trust principal, or current funds	10,549,372	11,136,209	
	28	Paid-in or capital surplus, or land, bldg , and equipment fund			
	29	Retained earnings, accumulated income, endowment, or other funds			
	30	**Total net assets or fund balances** (see page 17 of the instructions)	10,549,372	11,136,209	
	31	**Total liabilities and net assets/fund balances** (see page 17 of the instructions)	10,549,372	11,466,209	

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	10,549,372
2	Enter amount from Part I, line 27a	2	682,510
3	Other increases not included in line 2 (itemize) ▶	3	60,964
4	Add lines 1, 2, and 3	4	11,292,846
5	Decreases not included in line 2 (itemize) ▶	5	156,637
6	Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30	6	11,136,209

Part IV Capital Gains and Losses for Tax on Investment Income

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

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

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

2	Capital gain net income or (net capital loss) { If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7 }	2	356,105
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	356,105

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

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

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

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

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

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col (b) divided by col (c))
2011	506,031	10,936,125	0 04627
2010	407,685	10,253,185	0 03976
2009	415,291	8,203,195	0 05063
2008	425,795	8,281,260	0 05142
2007	324,783	9,846,340	0 03299

2	**Total** of line 1, column (d).	2	0 22106
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 04421
4	Enter the net value of noncharitable-use assets for 2012 from Part X, line 5.	4	11,436,413
5	Multiply line 4 by line 3.	5	505,627
6	Enter 1% of net investment income (1% of Part I, line 27b).	6	6,212
7	Add lines 5 and 6.	7	511,839
8	Enter qualifying distributions from Part XII, line 4.	8	536,540

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 page 18 of the instructions)

1a	Exempt operating foundations described in section 4940(d)(2), check here ▶ ☐ and enter "N/A" on line 1 Date of ruling or determination letter ____________ **(attach copy of letter if necessary–see instructions)**				
b	Domestic foundations that meet the section 4940(e) requirements in Part V, check here ▶ ☑ and enter 1% of Part I, line 27b			1	6,212
c	All other domestic foundations enter 2% of line 27b Exempt foreign organizations enter 4% of Part I, line 12, col (b)				
2	Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)			2	
3	Add lines 1 and 2			3	6,212
4	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)			4	
5	**Tax based on investment income.** Subtract line 4 from line 3 If zero or less, enter -0-			5	6,212
6	Credits/Payments				
a	2012 estimated tax payments and 2011 overpayment credited to 2012	6a	7,280		
b	Exempt foreign organizations—tax withheld at source	6b			
c	Tax paid with application for extension of time to file (Form 8868)	6c			
d	Backup withholding erroneously withheld	6d			
7	Total credits and payments Add lines 6a through 6d			7	7,280
8	Enter any **penalty** for underpayment of estimated tax Check here ☐ if Form 2220 is attached			8	
9	**Tax due.** If the total of lines 5 and 8 is more than line 7, enter **amount owed** ▶			9	
10	**Overpayment.** If line 7 is more than the total of lines 5 and 8, enter the **amount overpaid** ▶			10	1,068
11	Enter the amount of line 10 to be **Credited to 2013 estimated tax** ▶	1,068	**Refunded** ▶	11	

Part VII-A Statements Regarding Activities

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

Part VII-A Statements Regarding Activities *(continued)*

11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions).	11		No
12	Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement (see instructions)	12		No
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application?	13	Yes	

Website address ▶N/A

14 The books are in care of ▶GL SCHULER Telephone no ▶(310) 791-3343

Located at ▶25550 HAWTHORNE BLVD SUITE 310 TORRANCE CA ZIP+4 ▶90505

15 Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of **Form 1041** —Check here ▶ ☐
and enter the amount of tax-exempt interest received or accrued during the year ▶ | 15 |

16	At any time during calendar year 2012, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country?	16		No

See instructions for exceptions and filing requirements for Form TD F 90-22 1 If "Yes", enter the name of the foreign country ▶

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

	File Form 4720 if any item is checked in the "Yes" column, unless an exception applies.		Yes	No
1a	During the year did the foundation (either directly or indirectly)			
	(1) Engage in the sale or exchange, or leasing of property with a disqualified person? ☐ Yes ☑ No			
	(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? ☐ Yes ☑ No			
	(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? ☐ Yes ☑ No			
	(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? ☐ Yes ☑ 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)? ☐ Yes ☑ 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). ☐ Yes ☑ 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 page 20 of the instructions)?	1b		No
	Organizations relying on a current notice regarding disaster assistance check here ▶ ☐			
c	Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2012?	1c		No
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? ☐ Yes ☑ 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)	2b		No
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____			
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? ☐ Yes ☑ 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.)*	3b		No
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a		No
b	Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2012?	4b		No

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

5a	During the year did the foundation pay or incur any amount to			
	(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))? ☐ 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)?	**5b**		**No**
	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).			
6a	Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract? ☐ Yes ☑ No			
b	Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract?	**6b**		**No**
	If "Yes" to 6b, file Form 8870.			
7a	At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction? ☐ Yes ☑ No			
b	If yes, did the foundation receive any proceeds or have any net income attributable to the transaction?	**7b**		**No**

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 Additional Data Table				

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

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

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

Part VIII **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. . . . . ▶

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	
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	
2	
All other program-related investments See page 24 of the instructions 3	

Total. Add lines 1 through 3. . . . . ▶

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

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc , purposes		
a	Average monthly fair market value of securities	1a	11,437,237
b	Average of monthly cash balances	1b	173,335
c	Fair market value of all other assets (see instructions)	1c	0
d	**Total** (add lines 1a, b, and c)	1d	11,610,572
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation) — 1e: 0		
2	Acquisition indebtedness applicable to line 1 assets	2	
3	Subtract line 2 from line 1d	3	11,610,572
4	Cash deemed held for charitable activities Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	174,159
5	**Net value of noncharitable-use assets.** Subtract line 4 from line 3 Enter here and on Part V, line 4	5	11,436,413
6	**Minimum investment return.** Enter 5% of line 5	6	571,821

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	571,821
2a	Tax on investment income for 2012 from Part VI, line 5 — 2a: 6,212		
b	Income tax for 2012 (This does not include the tax from Part VI) — 2b:		
c	Add lines 2a and 2b	2c	6,212
3	Distributable amount before adjustments Subtract line 2c from line 1	3	565,609
4	Recoveries of amounts treated as qualifying distributions	4	
5	Add lines 3 and 4	5	565,609
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	565,609

Part XII **Qualifying Distributions** (see instructions)

1	Amounts paid (including administrative expenses) to accomplish charitable, etc , purposes		
a	Expenses, contributions, gifts, etc —total from Part I, column (d), line 26	1a	536,540
b	Program-related investments—total from Part IX-B	1b	
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc , purposes	2	
3	Amounts set aside for specific charitable projects that satisfy the		
a	Suitability test (prior IRS approval required)	3a	
b	Cash distribution test (attach the required schedule)	3b	
4	**Qualifying distributions.** Add lines 1a through 3b Enter here and on Part V, line 8, and Part XIII, line 4	4	536,540
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	6,212
6	**Adjusted qualifying distributions.** Subtract line 5 from line 4	6	530,328

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					565,609
2 Undistributed income, if any, as of the end of 2012					
a Enter amount for 2011 only.				518,442	
b Total for prior years 20___, 20___, 20___					
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.					
4 Qualifying distributions for 2012 from Part XII, line 4 ▶ $ 536,540					
a Applied to 2011, but not more than line 2a				518,442	
b Applied to undistributed income of prior years (Election required—see instructions).					
c Treated as distributions out of corpus (Election required—see instructions).		0			
d Applied to 2012 distributable amount.					18,098
e Remaining amount distributed out of corpus					
5 Excess distributions carryover applied to 2012 *(If an amount appears in column (d), the same amount must be shown in column (a).)*					
6 **Enter the net total of each column as indicated below:**					
a Corpus Add lines 3f, 4c, and 4e Subtract line 5					
b Prior years' undistributed income Subtract line 4b from line 2b					
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed.					
d Subtract line 6c from line 6b Taxable amount —see instructions					
e Undistributed income for 2011 Subtract line 4a from line 2a Taxable amount—see instructions					
f Undistributed income for 2012 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2013					547,511
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see instructions)					
8 Excess distributions carryover from 2007 not applied on line 5 or line 7 (see instructions) . . .					
9 **Excess distributions carryover to 2013.** Subtract lines 7 and 8 from line 6a					
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)

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

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

	Tax year	Prior 3 years			
	(a) 2012	**(b)** 2011	**(c)** 2010	**(d)** 2009	**(e) Total**
2a 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 organization had $5,000 or more in assets at any time during the year—see instructions.)**

1 **Information Regarding Foundation Managers:**

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

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

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

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

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

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

c Any submission deadlines

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

Part XV Supplementary Information (continued)

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

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a *Paid during the year*				
See Additional Data Table				
Total . . . . ▶ **3a**				536,540
b *Approved for future payment*				
Total . . . . ▶ **3b**				

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated	Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income (See instructions)
1 Program service revenue	(a) Business code	(b) Amount	(c) Exclusion code	(d) Amount	
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	79,957	
4 Dividends and interest from securities. . . .			14	305,605	
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			18	356,105	
9 Net income or (loss) from special events					
10 Gross profit or (loss) from sales of inventory. .					
11 Other revenue a KINDER MORGAN PARTNERSHIP		-51,136			
b ENERGY TRANSFER PARTNERS		-24,486			
c					
d					
e					
12 Subtotal Add columns (b), (d), and (e). .		-75,622		741,667	

13 **Total.** Add line 12, columns (b), (d), and (e). 13 666,045

(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)

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

		Yes	No
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.	**1a(1)**		No
(2) Other assets.	**1a(2)**		No
b Other transactions			
(1) Sales of assets to a noncharitable exempt organization.	**1b(1)**		No
(2) Purchases of assets from a noncharitable exempt organization.	**1b(2)**		No
(3) Rental of facilities, equipment, or other assets.	**1b(3)**		No
(4) Reimbursement arrangements.	**1b(4)**		No
(5) Loans or loan guarantees.	**1b(5)**		No
(6) Performance of services or membership or fundraising solicitations.	**1b(6)**		No
c Sharing of facilities, equipment, mailing lists, other assets, or paid employees.	**1c**		No

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

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

Sign Here

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

******	2013-05-15	******
Signature of officer or trustee	Date	Title

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

Paid Preparer Use Only

Print/Type preparer's name	Preparer's Signature	Date	Check if self-employed ▶ ☑	PTIN
Merrietta L Fong CPA	Merrietta L Fong CPA			P01245601

Firm's name ▶	Fong & Associates CPAs	Firm's EIN ▶
Firm's address ▶	2980 Columbia Street Torrance, CA 90503	Phone no (310) 539-9400

Schedule B

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

Department of the Treasury
Internal Revenue Service

Schedule of Contributors

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

OMB No 1545-0047

2012

Name of the organization
Oarsmen Foundation

Employer identification number
33-0754362

Organization type (check one)

Filers of:	**Section:**
Form 990 or 990-EZ	☐ 501(c)( ) (enter number) organization
	☐ 4947(a)(1) nonexempt charitable trust **not** treated as a private foundation
	☐ 527 political organization
Form 990-PF	☑ 501(c)(3) exempt private foundation
	☐ 4947(a)(1) nonexempt charitable trust treated as a private foundation
	☐ 501(c)(3) taxable private 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 the greater of **(1)** $5,000 or **(2)** 2% of the amount on (i) Form 990, Part VIII, line 1h, or (ii) Form 990-EZ, line 1 Complete Parts I and II

☐ For a section 501(c)(7), (8), or (10) organization filing Form 990 or 990-EZ that received from any one contributor, during the year, total contributions of more than $1,000 for use *exclusively* for religious, charitable, scientific, literary, or educational purposes, or the prevention of cruelty to children or animals Complete Parts I, II, and III

☐ For a section 501(c)(7), (8), or (10) organization filing Form 990 or 990-EZ that received from any one contributor, during the year, contributions for use *exclusively* for religious, charitable, etc , purposes, but these contributions did not total to more than $1,000 If this box is checked, enter here the total contributions that were received during the year for an *exclusively* religious, charitable, etc , purpose Do not complete any of the parts unless the **General Rule** applies to this organization because it received nonexclusively religious, charitable, etc , contributions of $5,000 or more during the year . . . . ▶ $ ____________

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

Name of organization
Oarsmen Foundation

Employer identification number
33-0754362

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

(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
	See Additional Data Table	$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II if there is a noncash contribution)

(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
		$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II if there is a noncash contribution)

(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
		$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II if there is a noncash contribution)

(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
		$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II if there is a noncash contribution)

(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
		$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II if there is a noncash contribution)

(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
		$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II if there is a noncash contribution)

Name of organization
Oarsmen Foundation

Employer identification number
33-0754362

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
7	754 SHARES PEPSICO	$ 54,786	2012-08-23
6	2,969 SHARES NATIONAL RETAIL	$ 90,673	2012-08-23
5	1,637 SHARES MACERICH	$ 96,257	2012-08-23
4	7,005 435 SHARES DUKE REALTY	$ 99,267	2012-08-23
3	4,300 SHARES CSX	$ 98,212	2012-08-23
2	500 SHARES COLGATE	$ 58,638	2012-08-23

Name of organization
Oarsmen Foundation

Employer identification number
33-0754362

Part III ***Exclusively*** **religious, charitable, etc., individual contributions to section 501(c)(7), (8), or (10) organizations that total more than $1,000 for the year.** Complete columns **(a)** through **(e) and** the following line entry
For organizations completing Part III, enter the total of *exclusively* religious, charitable, etc , contributions of **$1,000 or less** for the year (Enter this information once See instructions) ▶ $
Use duplicate copies of Part III if additional space is needed

(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held

(e) Transfer of gift

Transferee's name, address, and ZIP 4	Relationship of transferor to transferee

(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

(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

Additional Data

Software ID: 12000229
Software Version: 2012v2.0
EIN: 33-0754362
Name: Oarsmen Foundation

Form 990 Schedule B, Part I - Contributors (see Instructions) Use duplicate copies of Part I if additional space is needed.

(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
7	GEORGE ROSALIE SCHULER 25550 HAWTHORNE BLVD 310 TORRANCE, CA 90505	$ 54,786	Person ☐ Payroll ☐ Noncash ☑ (Complete Part II if there is a noncash contribution)
6	GEORGE ROSALIE SCHULER 25550 HAWTHORNE BLVD 310 TORRANCE, CA 90505	$ 90,673	Person ☐ Payroll ☐ Noncash ☑ (Complete Part II if there is a noncash contribution)
5	GEORGE ROSALIE SCHULER 25550 HAWTHORNE BLVD 310 TORRANCE, CA 90505	$ 96,257	Person ☐ Payroll ☐ Noncash ☑ (Complete Part II if there is a noncash contribution)
4	GEORGE ROSALIE SCHULER 25550 HAWTHORNE BLVD 310 TORRANCE, CA 90505	$ 99,267	Person ☐ Payroll ☐ Noncash ☑ (Complete Part II if there is a noncash contribution)
3	GEORGE ROSALIE SCHULER 25550 HAWTHORNE BLVD 310 TORRANCE, CA 90505	$ 98,212	Person ☐ Payroll ☐ Noncash ☑ (Complete Part II if there is a noncash contribution)
2	GEORGE ROSALIE SCHULER 25550 HAWTHORNE BLVD 310 TORRANCE, CA 90505	$ 58,638	Person ☐ Payroll ☐ Noncash ☑ (Complete Part II if there is a noncash contribution)
1	GEORGE L SCHULER 25550 HAWTHORNE BLVD 310 TORRANCE, CA 90505	$ 100,000	Person ☑ Payroll ☐ Noncash ☐ (Complete Part II if there is a noncash contribution)

TY 2012 Accounting Fees Schedule

Name: Oarsmen Foundation

EIN: 33-0754362

Software ID: 12000229

Software Version: 2012v2.0

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
	3,500	3,500	0	0

TY 2012 Investments Corporate Stock Schedule

Name: Oarsmen Foundation

EIN: 33-0754362

Software ID: 12000229

Software Version: 2012v2.0

Name of Stock	End of Year Book Value	End of Year Fair Market Value
THE WHITTIER TRUST	5,981,710	6,789,472
MORGAN STANLEY #131282	1,280,911	1,180,916
WELLS FARGO #0364	601,937	561,176
UNIONBANC INVESTMENT OBP-581283	2,096,400	2,187,302
WELLS FARGO #8758	512,432	566,289
WELLS FARGO #0368	339,014	344,208
FIDELITY INVESTMENTS #114740	313,100	318,584

TY 2012 Other Decreases Schedule

Name: Oarsmen Foundation

EIN: 33-0754362

Software ID: 12000229

Software Version: 2012v2.0

Description	Amount
BOOK TO TAX DIFFERENCE IN RECORDING NON-CASH CONTRIBUTIONS	156,637

TY 2012 Other Expenses Schedule

Name: Oarsmen Foundation

EIN: 33-0754362

Software ID: 12000229

Software Version: 2012v2.0

Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
LICENSE FEES	150	150		
INVESTMENT MANAGEMENT FEES	25,536	25,536		

TY 2012 Other Income Schedule

Name: Oarsmen Foundation

EIN: 33-0754362

Software ID: 12000229

Software Version: 2012v2.0

Description	Revenue And Expenses Per Books	Net Investment Income	Adjusted Net Income
KINDER MORGAN PARTNERSHIP	-51,136	-51,136	
ENERGY TRANSFER PARTNERS	-24,486	-24,486	

efile GRAPHIC print - DO NOT PROCESS	As Filed Data -	DLN: 93491135024093

TY 2012 Other Increases Schedule

Name: Oarsmen Foundation

EIN: 33-0754362

Software ID: 12000229

Software Version: 2012v2.0

Description	Amount
NONTAXABLE DISTRIBUTIONS	46,590
BOOK TO TAX DIFFERENCE IN FMV OF SECURITIES	14,374

TY 2012 Other Liabilities Schedule

Name: Oarsmen Foundation
EIN: 33-0754362
Software ID: 12000229
Software Version: 2012v2.0

Description	Beginning of Year - Book Value	End of Year - Book Value
Note Payable		330,000

TY 2012 Taxes Schedule

Name: Oarsmen Foundation

EIN: 33-0754362

Software ID: 12000229

Software Version: 2012v2.0

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
STATE TAXES	10	10		
FOREIGN TAXES	6,553	6,553		
FEDERAL TAXES	6,624	6,624		

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

(a) List and describe the kind(s) of property sold (e g , real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co)	**(b)** How acquired P—Purchase D—Donation	**(c)** Date acquired (mo , day, yr)	**(d)** Date sold (mo , day, yr)
Long-Term UNIONBANC INVESTMENT #581283	P	2012-06-30	2012-06-30
KINDER MORGAN PARTNERSHIP	P	2012-06-30	2012-06-30
ENERGY TRANSFER PARTNERS	P	2012-06-30	2012-06-30
Long-Term WHITTIER TRUST #9305	P	2012-06-30	2012-06-30
Short-Term WHITTIER TRUST #9305	P	2012-06-30	2012-06-30
Long-Term WELLS FARGO #8758	P	2012-06-30	2012-06-30
Short-Term WELLS FARGO #8758	P	2012-06-30	2012-06-30
Long-Term WELLS FARGO #0368	P	2012-06-30	2012-06-30
Short-Term WELLS FARGO #0368	P	2012-06-30	2012-06-30
Long-Term WELLS FARGO #0364	P	2012-06-30	2012-06-30
Short-Term WELLS FARGO #0364	P	2012-06-30	2012-06-30
Long-Term FIDELITY INVESTMENTS #114740	P	2012-06-30	2012-06-30
Short-Term FIDELITY INVESTMENTS #114740	P	2012-06-30	2012-06-30
Long-Term MORGAN STANLEY #131282	P	2012-06-30	2012-06-30
Short-Term MORGAN STANLEY #131282	P	2012-06-30	2012-06-30
Long-Term MORGAN STANLEY #74752	P	2012-06-30	2012-06-30
Long-Term MORGAN STANLEY #148733	P	2012-06-30	2012-06-30
Short-Term MORGAN STANLEY #148733	P	2012-06-30	2012-06-30

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

(e) Gross sales price	**(f)** Depreciation allowed (or allowable)	**(g)** Cost or other basis plus expense of sale	**(h)** Gain or (loss) (e) plus (f) minus (g)
290,000		287,951	2,049
9,677			9,677
757			757
1,660,023		1,301,593	358,430
1,345,201		1,246,814	98,387
242,869		229,890	12,979
278,753		287,408	-8,655
104,756		108,678	-3,922
60,209		52,846	7,363
137,928		119,031	18,897
5,801		6,171	-370
519,910		465,601	54,309
94,575		99,637	-5,062
112,020		112,453	-433
4,900		4,327	573
23,436		23,395	41
1,186,093		1,330,495	-144,402
385,981		430,494	-44,513

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

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			**(l)** Gains (Col (h) gain minus col (k), but not less than -0-) **or** Losses (from col (h))
(i) F M V as of 12/31/69	**(j)** Adjusted basis as of 12/31/69	**(k)** Excess of col (i) over col (j), if any	
			2,049
			9,677
			757
			358,430
			98,387
			12,979
			-8,655
			-3,922
			7,363
			18,897
			-370
			54,309
			-5,062
			-433
			573
			41
			-144,402
			-44,513

Form 990PF Part VIII Line 1 - List all officers, directors, trustees, foundation managers and their compensation

(a) Name and address	**(b)** Title, and average hours per week devoted to position	**(c)** Compensation **(If not paid, enter -0-)**	**(d)** Contributions to employee benefit plans and deferred compensation	**(e)** Expense account, other allowances
KIMBERLY S WHITCOMBE 2800 VIA SEGOVIA PALOS VERDES ESTATES, CA 90274	President 0 00	0		
SCOTT D SCHULER 285 W 6TH STREET 518 SAN PEDRO, CA 90731	Vice President 0 00	0		
HUNT SCHULER 10490 SW 136TH PLACE BEAVERTON, OR 97008	Vice President 0 00	0		
ROSALIE T SCHULER 25550 HAWTHORNE BLVD 310 TORRANCE, CA 90505	Secretary 0 00	0		
GL SCHULER 25550 HAWTHORNE BLVD 310 TORRANCE, CA 90505	Vice President 0 00	0		

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

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a *Paid during the year*				
WARM BLANKETS ORPHAN CARE INTL 5105 TOLLVIEW DR 155 ROLLING MEADOWS, IL 60008	NONE	PUBLIC	FUNDS FOR CHARITY	500
UNITED HOPE FOR ANIMALS PO BOX 2349 PASADENA, CA 91102	NONE	PUBLIC	FUNDS FOR CHARITY	1,000
GEORGE FOX UNIVERSITY 414 N MERIDIAN ST 6256 NEWBERG, OR 97132	NONE	PUBLIC	FUNDS FOR CHARITY	5,000
PALOS VERDES GOLF CLUB 3301 VIA CAMPESINA PVE, CA 90274	NONE	PUBLIC	FUNDS FOR CHARITY	100
KIWANIS CLUB OF RHE PO BOX 2856 PALOS VERDES, CA 90274	NONE	PUBLIC	FUNDS FOR CHARITY	5,000
LEUKEMIA LYMPHOMA SOCIETY 17 SLEEPY HALLOW LANE LADERA RANCH, CA 92694	NONE	PUBLIC	FUNDS FOR CHARITY	600
SOUTH BAY LACROSSE ASSOCIATION 1500 Chelsea Road PVE, CA 90274	NONE	PUBLIC	FUNDS FOR CHARITY	1,000
POINT LOMA NAZARENE UNIVERSITY 3900 LOMALAND DRIVE SAN DIEGO, CA 92106	NONE	PUBLIC	FUNDS FOR CHARITY	5,000
EVERY NATION MINISTRIES PO BOX 1787 BRENTWOOD, TN 37024	NONE	PUBLIC	FUNDS FOR CHARITY	2,000
CATO INSTITUTE 1000 MASSACHUSSETTS AVE NW WASHINGTON, DC 20077	NONE	PUBLIC	FUNDS FOR CHARITY	500
VISTAS FOR CHILDREN PO BOX 7000-251 REDONDO BEACH, CA 90277	NONE	PUBLIC	FUNDS FOR CHARITY	700
DOORS OF HOPE WOMEN'S SHELTERFLATWA 525 BROAD AVENUE WILMINGTON, CA 90744	NONE	PUBLIC	FUNDS FOR CHARITY	14,000
THE HERITAGE FOUNDATION 214 MASSACHUSETTS AVENUE NE WASHINGTON, DC 20002	NONE	PUBLIC	FUNDS FOR CHARITY	1,000
CAMPUS CRUSADE FOR CHRIST PO BOX 628222 ORLANDO, FL 32862	NONE	PUBLIC	FUNDS FOR CHARITY	10,000
CHAMBER ORCHESTRA OF THE SOUTH BAY PO BOX 2095 PALOS VERDES PENINSU, CA 90274	NONE	PUBLIC	FUNDS FOR CHARITY	1,390

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

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a *Paid during the year*				
UNIVESITY OF SOUTHERN CALIFORNIA 3551 TROUSDALE PARKWAY LOS ANGELES, CA 90089	NONE	PUBLIC	FUNDS FOR CHARITY	35,000
LONG BEACH RESCUE MISSION 1430 PACIFIC AVENUE LONG BEACH, CA 90801	NONE	PUBLIC	FUNDS FOR CHARITY	2,000
COMMUNITY'S CHILD PO BOX 367 HARBOR CITY, CA 90710	NONE	PUBLIC	FUNDS FOR CHARITY	5,000
BOYS REPUBLIC 1907 BOYS REPUBLIC DRIVE CHINO HILLS, CA 91709	NONE	PUBLIC	FUNDS FOR CHARITY	2,000
BOY SCOUTS OF AMERICA 2333 SCOUT WAY LOS ANGELES, CA 90026	NONE	PUBLIC	FUNDS FOR CHARITY	10,000
HELP THE HOMELESS HELP THEMSELVES PO BOX 3363 PALOS VERDES, CA 90274	NONE	PUBLIC	FUNDS FOR CHARITY	1,000
PEPPERDINE UNIVERSITY 24255 PACIFIC COAST HWY MALIBU, CA 90263	NONE	PUBLIC	FUNDS FOR CHARITY	5,000
PV PENINSULA LAND CONSERVANCY 916 SILVER SPUR ROAD 207 ROLLING HILLS ESTATE, CA 90274	NONE	PUBLIC	FUNDS FOR CHARITY	10,000
FELLOWSHIP OF CHRISTIAN ATHLETES 415 W TORRANCE BLVD CARSON, CA 90745	NONE	PUBLIC	FUNDS FOR CHARITY	7,000
DOWNTOWN BIBLE CLASS PO BOX 19191 PORTLAND, OR 97280	NONE	PUBLIC	FUNDS FOR CHARITY	5,000
ALPINE CAMP CONFRENCE CENTER 415 CLUB HOUSE DRIVE BLUE JAY, CA 92317	NONE	PUBLIC	FUNDS FOR CHARITY	20,000
PENNINSULA SYMPHONY ASSOC PO BOX 2602 PALOS VERDES PENNISU, CA 90274	NONE	PUBLIC	FUNDS FOR CHARITY	500
KINGS HARBOR CHURCH 226B CALLE MIRAMAR REDONDO BEACH, CA 90277	NONE	PUBLIC	FUNDS OF CHARITY	1,000
LOS ANGELES BIOMED 1124 WEST CARSON ST BLDG N-14RM21 TORRANCE, CA 90502	NONE	PUBLIC	FUNDS FOR CHARITY	10,000
HORIZON CHRISTIAN COMMUNITY CHURCH 7427 SW COHO CT TUATALIN, OR 97062	NONE	PUBLIC	FUNDS FOR CHARITY	6,000

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

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a *Paid during the year*				
SONSHINE SPECIALIZED CAMPING MINIST PO BOX 1527 WOODBRIDGE, CA 95258	NONE	PUBLIC	FUNDS FOR CHARITY	15,000
JACKSON HOLE LAND TRUST PO BOX 2897 JACKSON, WY 83001	NONE	PUBLIC	FUNDS FOR CHARITY	500
SOLID ROCK 10500 SW NIMBUS AVE PORTLAND, OR 97008	NONE	PUBLIC	FUNDS FOR CHARITY	5,000
THE RIVER CHURCH 44 HITCHING ROLLING HILLS ESTATE, CA 90274	NONE	PUBLIC	FUNDS FOR CHARITY	5,000
NATIONAL MULTIPLE SCLEROSIS SOCIETY 2440 S SEPULVEDA BLVD STE 115 LOS ANGELES, CA 90064	NONE	PUBLIC	FUNDS FOR CHARITY	1,000
JANE'S HOUSE PO BOX 167 PORT ORCHARD, WA 98366	NONE	PUBLIC	FUNDS FOR CHARITY	5,000
PENINSULA COMMITTEE CHILDREN HOSPIT PO BOX 801 ROLLING HILLS ESTATE, CA 90274	NONE	PUBLIC	FUNDS FOR CHARITY	26,000
USC NORRIS CANCER CENTER PO BOX 80220 LOS ANGELES, CA 90080	NONE	PUBLIC	FUNDS FOR CHARITY	2,000
LOS ANGELES MISSION 303 EAST 5TH STREET LOS ANGELES, CA 90013	NONE	PUBLIC	FUNDS FOR CHARITY	2,000
BEACON LIGHT MISSION 525 BROAD AVENUE WILMINGTON, CA 90744	NONE	PUBLIC	FUNDS FOR CHARITY	10,000
PALOS VERDES ART CENTER 550 DEEP VALLEY DRIVE ROLLING HILLS ESTATE, CA 90274	NONE	PUBLIC	FUNDS FOR CHARITY	75,000
TORRANCE-SOUTH BAY YMCA 2900 W SEPULVEDA BLVD TORRANCE, CA 90505	NONE	PUBLIC	FUNDS FOR CHARITY	2,000
NORRIS CENTER PERFORMING ARTS 27570 CROSSFIELD DRIVE ROLLING HILLS ESTATE, CA 90274	NONE	PUBLIC	FUNDS FOR CHARITY	14,000
LITTLE SISTERS OF THE POOR 2100 SOUTH WESTERN AVE SAN PEDRO, CA 90732	NONE	PUBLIC	FUNDS FOR CHARITY	2,000
HABITAT FOR HUMANITY 17700 S FIGUEROA STREET LOS ANGELES, CA 90248	NONE	PUBLIC	FUNDS FOR CHARITY	2,000

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a *Paid during the year*				
CALIFORNIA HIGHWAY PATROL 2244 NORTH STATE COLLEGE BOULEVARD FULLERTON, CA 92831	NONE	PUBLIC	FUNDS FOR CHARITY	500
SWITZER CENTER 2201 AMAPOLA COURT TORRANCE, CA 90501	NONE	PUBLIC	FUNDS FOR CHARITY	1,000
PV HIGH SCHOOL BOOSTER CLUB PO BOX 818 PALOS VERDES ESTATES, CA 90274	NONE	PUBLIC	FUNDS FOR CHARITY	10,000
PROVIDENC TRINITYCARE HOSPICE FOUND 2601 AIRPORT DRIVE SUITE 230 TORRANCE, CA 90505	NONE	PUBLIC	FUNDS FOR CHARITY	1,000
SAMARITAN'S PURSE PO BOX 3000 BOONE, NC 28607	NONE	PUBLIC	FUNDS FOR CHARITY	10,000
CHRYSALIS 1857 LINCOLN BLVD SANTA MONICA, CA 90404	NONE	PUBLIC	FUNDS FOR CHARITY	3,000
BIOLA UNIVERSITY 13800 BIOLA AVENUE LA MIRADA, CA 90639	NONE	PUBLIC	FUNDS FOR CHARITY	5,000
TORRANCE MEMORIAL MEDICAL CEN 3330 LOMITA BLVD TORRANCE, CA 90505	NONE	PUBLIC	FUNDS FOR CHARITY	33,250
LUIS PALAU EVANGELISTIC ASSOC PO BOX 50 PORTLAND, OR 97207	NONE	PUBLIC	FUNDS FOR CHARITY	5,000
VICTORY OUTREACH 759 E 223RD STREET CARSON, CA 90745	NONE	PUBLIC	FUNDS FOR CHARITY	1,000
YOUNG LIFE PO BOX 520 COLORADO SPRINGS, CO 80901	NONE	PUBLIC	FUNDS FOR CHARITY	20,000
WORLD VISION PO BOX 70200 TACOMA, WA 98481	NONE	PUBLIC	FUNDS FOR CHARITY	5,000
SOWERS INTERNATIONAL PO BOX 2260 ORANGE, CA 92859	NONE	PUBLIC	FUNDS FOR CHARITY	2,000
PENINSULA EDUCATION FOUNDATION PO BOX 2632 PALOS VERDES PENINSU, CA 90274	NONE	PUBLIC	FUNDS FOR CHARITY	15,000
HIS NESTING PLACE 350 EAST MARKET STREET LONG BEACH, CA 90805	NONE	PUBLIC	FUNDS FOR CHARITY	10,000

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a *Paid during the year*				
PROJECT MEXICO 7 EL PORTAL PALOS VERDES ESTATES, CA 90274	NONE	PUBLIC	FUNDS FOR CHARITY	5,000
ROLLING HILLS CONVENANT CHURCH 2222 PALOS VERDES DRIVE NORTH ROLLING HILL ESTATES, CA 90274	NONE	PUBLIC	FUNDS FOR CHARITY	36,000
PROVIDENCE LITTE COMPANY OF MARY FO 4101 TORRANCE BLVD TORRANCE, CA 90503	NONE	PUBLIC	FUNDS FOR CHARITY	15,000
OHSU MS CENTER OF OREGON 1121 SW SALMON STREET 200 PORTLAND, OR 97205	NONE	PUBLIC	FUNDS FOR CHARITY	25,000
Total . . . . ▶ **3a**				536,540