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Form **990-PF**

Department of the Treasury
Internal Revenue Service

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

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

OMB No 1545-0052

2012
Open to Public Inspection

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

Name of foundation The Shepard Broad Foundation Inc		A Employer identification number 59-0998866	
Number and street (or P O box number if mail is not delivered to street address) 801 Brckell Ave Room 2350		Room/suite	
City or town, state, and ZIP code Miami, FL 33131		B Telephone number (see instructions) (305) 372-5790	
G Check all that apply <div><input type="checkbox"/> Initial return <input type="checkbox"/> Final return <input type="checkbox"/> Address change</div> <div><input type="checkbox"/> Initial return of a former public charity <input type="checkbox"/> Amended return <input type="checkbox"/> Name change</div>		C If exemption application is pending, check here <input type="checkbox"/>	
H Check type of organization <input checked="" type="checkbox"/> Section 501(c)(3) exempt private foundation <input type="checkbox"/> Section 4947(a)(1) nonexempt charitable trust <input type="checkbox"/> Other taxable private foundation		D 1. Foreign organizations, check here <input type="checkbox"/> 2. Foreign organizations meeting the 85% test, check here and attach computation <input type="checkbox"/>	
I Fair market value of all assets at end of year (from Part II, col. (c), line 16) <input checked="" type="checkbox"/> \$ 13,941,407		E If private foundation status was terminated under section 507(b)(1)(A), check here <input type="checkbox"/> F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here <input type="checkbox"/>	
J Accounting method <input checked="" type="checkbox"/> Cash <input type="checkbox"/> Accrual <input type="checkbox"/> Other (specify) _____ (Part I, column (d) must be on cash basis.)			

Part I Analysis of Revenue and Expenses <small>(The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see instructions))</small>		(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)	1,344,571			
	2 Check <input type="checkbox"/> if the foundation is not required to attach Sch B				
	3 Interest on savings and temporary cash investments	206	206		
	4 Dividends and interest from securities.	340,311	340,311		
	5a Gross rents				
	b Net rental income or (loss) _____				
	6a Net gain or (loss) from sale of assets not on line 10	115,987			
	b Gross sales price for all assets on line 6a _____ 1,337,214				
	7 Capital gain net income (from Part IV , line 2)		115,987		
	8 Net short-term capital gain				
	9 Income modifications				
	10a Gross sales less returns and allowances				
Operating and Administrative Expenses	b Less Cost of goods sold				
	c Gross profit or (loss) (attach schedule)				
	11 Other income (attach schedule)	3,000	1,500		
	12 Total. Add lines 1 through 11	1,804,075	458,004		
	13 Compensation of officers, directors, trustees, etc				
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits				
	16a Legal fees (attach schedule)				
	b Accounting fees (attach schedule)				
	c Other professional fees (attach schedule)	68,161	67,621		540
	17 Interest				
	18 Taxes (attach schedule) (see instructions)	8,321	45		
	19 Depreciation (attach schedule) and depletion . . .				
	20 Occupancy	7,367			7,367
	21 Travel, conferences, and meetings	14,567			14,567
	22 Printing and publications	100			100
	23 Other expenses (attach schedule)	52,873	22		52,851
	24 Total operating and administrative expenses. Add lines 13 through 23	151,389	67,688		75,425
	25 Contributions, gifts, grants paid	1,315,473			1,315,473
	26 Total expenses and disbursements. Add lines 24 and 25	1,466,862	67,688		1,390,898
	27 Subtract line 26 from line 12				
	a Excess of revenue over expenses and disbursements	337,213			
	b Net investment income (if negative, enter -0-)		390,316		
	c Adjusted net income (if negative, enter -0-)				

Part II Balance Sheets		Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions)	Beginning of year	End of year	
			(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1	Cash—non-interest-bearing			
	2	Savings and temporary cash investments	923,723	698,425	698,425
	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) ▶ 50,000 Less allowance for doubtful accounts ▶ _____	50,000	50,000	50,000
	8	Inventories for sale or use			
	9	Prepaid expenses and deferred charges	1,500	1,500	1,500
	10a	Investments—U S and state government obligations (attach schedule)	649,951	778,764	815,982
	b	Investments—corporate stock (attach schedule)	8,635,577	9,119,087	10,468,061
	c	Investments—corporate bonds (attach schedule).	1,707,358	1,657,546	1,757,439
	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 ▶ 30,378 Less accumulated depreciation (attach schedule) ▶ 30,378			
15	Other assets (describe ▶ _____)	150,000	150,000	150,000	
16	Total assets (to be completed by all filers—see the instructions Also, see page 1, item I)	12,118,109	12,455,322	13,941,407	
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 ▶ _____)			
	23	Total liabilities (add lines 17 through 22)		0	
Net Assets or Fund Balances	Foundations that follow SFAS 117, check here ▶ <input type="checkbox"/> and complete lines 24 through 26 and lines 30 and 31.				
	24	Unrestricted			
	25	Temporarily restricted			
	26	Permanently restricted			
	Foundations that do not follow SFAS 117, check here ▶ <input checked="" type="checkbox"/> and complete lines 27 through 31.				
	27	Capital stock, trust principal, or current funds			
	28	Paid-in or capital surplus, or land, bldg , and equipment fund			
	29	Retained earnings, accumulated income, endowment, or other funds	12,118,109	12,455,322	
	30	Total net assets or fund balances (see page 17 of the instructions)	12,118,109	12,455,322	
	31	Total liabilities and net assets/fund balances (see page 17 of the instructions)	12,118,109	12,455,322	

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	12,118,109
2	Enter amount from Part I, line 27a	2	337,213
3	Other increases not included in line 2 (itemize) ▶ _____	3	
4	Add lines 1, 2, and 3	4	12,455,322
5	Decreases not included in line 2 (itemize) ▶ _____	5	
6	Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30	6	12,455,322

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)
1 a Publicly-traded Securities				
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 1,337,214		1,221,227	115,987
b			
c			
d			
e			

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(I) 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			115,987
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	115,987
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6) If gain, also enter in Part I, line 8, column (c) (see instructions) If (loss), enter -0- in Part I, line 8		3	

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

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

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

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

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

1 Enter the appropriate amount in each column for each year, see 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	1,339,917	12,563,008	000 106656
2010	1,447,991	11,332,112	000 127778
2009	1,195,486	9,520,220	000 125573
2008	1,448,760	10,851,068	000 133513
2007	1,628,040	12,556,722	000 129655

2 Total of line 1, column (d).	2	000 623175
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	000 124635
4 Enter the net value of noncharitable-use assets for 2012 from Part X, line 5.	4	13,132,204
5 Multiply line 4 by line 3.	5	1,636,732
6 Enter 1% of net investment income (1% of Part I, line 27b).	6	3,903
7 Add lines 5 and 6.	7	1,640,635
8 Enter qualifying distributions from Part XII, line 4.	8	1,390,898

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

1a		Exempt operating foundations described in section 4940(d)(2), check here <input type="checkbox"/> and enter "N/A" on line 1			
		Date of ruling or determination letter _____ (attach copy of letter if necessary—see instructions)			
b		Domestic foundations that meet the section 4940(e) requirements in Part V, check here <input type="checkbox"/> and enter 1% of Part I, line 27b		1	7,806
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	7,806
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	7,806
6		Credits/Payments			
a	2012 estimated tax payments and 2011 overpayment credited to 2012	6a	4,899		
b	Exempt foreign organizations—tax withheld at source	6b			
c	Tax paid with application for extension of time to file (Form 8868)	6c	3,102		
d	Backup withholding erroneously withheld	6d			
7		Total credits and payments Add lines 6a through 6d.		7	8,001
8		Enter any penalty for underpayment of estimated tax Check here <input checked="" type="checkbox"/> if Form 2220 is attached		8	
9		Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed		9	
10		Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid.		10	195
11		Enter the amount of line 10 to be Credited to 2013 estimated tax 195 Refunded		11	

Part VII-AStatements Regarding Activities

1a	During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?		Yes	No
		1a		No
b	Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see page 19 of the instructions for definition)?			No
	If the answer is "Yes" to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities.			
c	Did the foundation file Form 1120-POL for this year?	1c		No
d	Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year (1) On the foundation \$ (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		
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 <ul style="list-style-type: none">By language in the governing instrument, orBy 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)			
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	Yes	
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application?	13	Yes	
Website address				
14	The books are in care of Foundation Source Telephone no (800) 839-1754 Located at 501 Silverside Road Suite 123 Wilmington DE ZIP+4 198091377			
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? (2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? (3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? (4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? (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)? (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).			
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)? Organizations relying on a current notice regarding disaster assistance check here.	1b		
c	Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2012?	1c		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? 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		
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?			
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		
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

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

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

Total

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

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Part VIII

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

3 Five highest-paid independent contractors for professional services (see instructions). If none, enter "NONE".		
(a) Name and address of each person paid more than \$50,000	(b) Type of service	(c) Compensation
Hewins Financial Advisors LLC	Investment Management	50,012
400 S El Camino Real Ste 800 San Mateo, CA 944021704		
Foundation Source		
55 Walls Drive Fairfield, CT 06824	Administrative	52,591
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 Joel Fleishman - The Foundation hosted a dinner in honor of Joel Fleishman, one of the nation's leading authorities in philanthropy for local foundations in the South Florida area. Mr. Fleishman gave a lecture on successfully run foundations.	735
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	12,552,620
b	Average of monthly cash balances.	1b	728,067
c	Fair market value of all other assets (see instructions).	1c	51,500
d	Total (add lines 1a, b, and c).	1d	13,332,187
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation).	1e	
2	Acquisition indebtedness applicable to line 1 assets.	2	
3	Subtract line 2 from line 1d.	3	13,332,187
4	Cash deemed held for charitable activities Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	199,983
5	Net value of noncharitable-use assets. Subtract line 4 from line 3 Enter here and on Part V, line 4	5	13,132,204
6	Minimum investment return. Enter 5% of line 5.	6	656,610

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	656,610
2a	Tax on investment income for 2012 from Part VI, line 5.	2a	7,806
b	Income tax for 2012 (This does not include the tax from Part VI).	2b	
c	Add lines 2a and 2b.	2c	7,806
3	Distributable amount before adjustments Subtract line 2c from line 1.	3	648,804
4	Recoveries of amounts treated as qualifying distributions.	4	
5	Add lines 3 and 4.	5	648,804
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	648,804

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	1,390,898
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	1,390,898
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income Enter 1% of Part I, line 27b (see instructions).	5	
6	Adjusted qualifying distributions. Subtract line 5 from line 4.	6	1,390,898
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				648,804
2 Undistributed income, if any, as of the end of 2012				
a Enter amount for 2011 only.				
b Total for prior years 20____, 20____, 20____				
3 Excess distributions carryover, if any, to 2012				
a From 2007.	1,011,466			
b From 2008.	911,031			
c From 2009.	724,111			
d From 2010.	886,305			
e From 2011.	719,784			
f Total of lines 3a through e.	4,252,697			
4 Qualifying distributions for 2012 from Part XII, line 4 ▶ \$ 1,390,898				
a Applied to 2011, but not more than line 2a				
b Applied to undistributed income of prior years (Election required—see instructions).				
c Treated as distributions out of corpus (Election required—see instructions).				
d Applied to 2012 distributable amount.				648,804
e Remaining amount distributed out of corpus	742,094			
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	4,994,791			
b Prior years' undistributed income Subtract line 4b from line 2b.				
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed.				
d Subtract line 6c from line 6b Taxable amount—see instructions				
e Undistributed income for 2011 Subtract line 4a from line 2a Taxable amount—see instructions				
f Undistributed income for 2012 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2013.				0
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see instructions).				
8 Excess distributions carryover from 2007 not applied on line 5 or line 7 (see instructions). . .	1,011,466			
9 Excess distributions carryover to 2013. Subtract lines 7 and 8 from line 6a.	3,983,325			
10 Analysis of line 9				
a Excess from 2008. . . .	911,031			
b Excess from 2009. . . .	724,111			
c Excess from 2010. . . .	886,305			
d Excess from 2011. . . .	719,784			
e Excess from 2012. . . .	742,094			

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)

☐ 4942(j)(3) or ☐ 4942(j)(5)

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

Part 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))

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

2

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

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

a

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

b

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

c

Any submission deadlines

d

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

Part XV

Supplementary Information (continued)

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

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a Paid during the year See Additional Data Table				
Total			3a	1,315,473
b Approved for future payment				
Total			3b	

Enter gross amounts unless otherwise indicated

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

Form **990-PF** (2012)

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?		Yes	No
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.			

[illegible]

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

b If "Yes," complete the following schedule

(a) Name of organization	(b) Type of organization	(c) Description of relationship

**Sign
Here**

**Paid
Preparer
Use Only**

<div> <div>Sign Here</div> <div> <div> <div>*****</div> <div>Signature of officer or trustee</div> </div> <div> <div>2013-11-03</div> <div>Date</div> </div> </div> </div>	<div> <div> <div>*****</div> <div>Title</div> </div> <div> <div>May the IRS discuss this return with the preparer shown below (see instr.)?</div> <div> <input checked="" type="checkbox"/> Yes <input type="checkbox"/> No </div> </div> </div>				
<div> <div>Paid Preparer Use Only</div> </div>	Print/Type preparer's name	Preparer's Signature	Date	Check if self-employed <input checked="" type="checkbox"/>	PTIN
	Jeffrey D Haskell	Jeffrey D Haskell	2013-11-03		
	Firm's name <input type="checkbox"/>	Foundation Source		Firm's EIN <input type="checkbox"/>	
		One Hollow Lane Suite 212			
	Firm's address <input type="checkbox"/>	Lake Success, NY 11042		Phone no (800) 839-1754	

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
Karen Berman	Dir	0		
801 Brickell Ave Ste 2350 Miami, FL 33131	001 00			
Morris Broad	Dir / Chairman	0		
801 Brickell Ave Ste 2350 Miami, FL 33131	001 00			
Ann B Bussel	VP / Dir	0		
801 Brickell Ave Ste 2350 Miami, FL 33131	001 00			
Daniel J Bussel	Dir	0		
801 Brickell Ave Ste 2350 Miami, FL 33131	001 00			
Deborah Bussel	Dir / Sec / Treas	0		
801 Brickell Ave Ste 2350 Miami, FL 33131	001 00			
John M Bussel	Pres / Dir	0		
801 Brickell Ave Ste 2350 Miami, FL 33131	001 00			

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

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
A MILTON MILLER MEMORIAL FUND INC 800 SIGUEROA ST STE 1120 LOS ANGELES,CA 90017	N/A	509a1	General Unrestricted	5,000
A MILTON MILLER MEMORIAL FUND INC 800 SIGUEROA ST STE 1120 LOS ANGELES,CA 90017	N/A	509a1	Charitable Event	5,000
AHRC NEW YORK CITY FOUNDATION INC 83 MAIDEN LN NEW YORK,NY 10038	N/A	509a1	General Unrestricted	1,000
AISH HATORAH JERUSALEM FUND INC 3150 SHERIDAN AVE MIAMI,FL 33140	N/A	509a1	General Unrestricted	1,000
ALEXANDER MUSS INSTITUTE FOR ISRAEL EDU 78 RANDALL AVE ROCKVILLE CTR,NY 11570	N/A	509a2	General Unrestricted	4,000
ALLIANCE FOR CHILDRENS RIGHTS 3333 WILSHIRE BLVD LOS ANGELES,CA 90010	N/A	509a1	Tennis for Tots Program	1,000
AMERICAN FRIENDS OF THE BIBLE LAND 25 W 45TH ST STE 1405 NEW YORK,NY 10036	N/A	509a1	Educational Program for Israeli Students	1,000
AMER SCTY FOR TECHN-ISRAEL INST OF TECH 55 E 59TH ST NEW YORK,NY 10022	N/A	509a1	General Unrestricted	5,000
AMERICAN SOCIETY OF THE UNIV OF HAIFA 245 5TH AVE STE 2203 NEW YORK,NY 10016	N/A	509a1	Learning Disabled Kids Program	10,000
AMERICANS FOR IMMIGRANT JUSTICE 3000 BISCAYNE BLVD STE 400 MIAMI,FL 33137	N/A	509a1	Unaccompanied Minors Program	10,000
BARRY UNIVERSITY 11300 NE 2ND AVE MIAMI SHORES,FL 33161	N/A	509a1	2012-13 Annual Fund	5,000
BIG BROTHERS AND BIG SISTERS OF GREATER MIAMI 701 SW 27TH AVE MIAMI,FL 33135	N/A	509a1	General Unrestricted	2,500
BOUNCEBACK KIDS 1289 FORDHAM BLVD STE 317 CHAPEL HILL,NC 27514	N/A	509a1	General Unrestricted	500
BOYS TOWN JERUSALEM FOUNDATION OF AMERICA INC 1 PENN PLZ STE 6250 NEW YORK,NY 10119	N/A	509a1	General Unrestricted	15,000
BROAD BAY HARBOR K-8 CENTER PTA 1155 93RD ST BAY HARBOR ISLANDS,FL 33154	N/A	509a1	Teacher of the Year Award Program	1,000

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

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
CAMP FIESTA INC 2750 N E 183RD ST NORTH MIAMI BEACH,FL 33160	N/A	509a1	General Unrestricted	2,500
CANCER SUPPORT COMMUNITY-GREATER MIAMI INC 8609 S DIXIE HWY MIAMI,FL 33143	N/A	509a1	Support Groups in Underprivileged Areas	1,800
CASA VALENTINA INC 2990 SW 35TH AVE MIAMI,FL 33133	N/A	509a1	Annual Gift Fund for 2012	500
CHILDRENS BEREAVEMENT CENTER INC 7600 S RED RD STE 307 SOUTH MIAMI,FL 33143	N/A	509a1	General Unrestricted	1,000
COMMUNITY TELEVISION FOUNDATION OF S FLORIDA TELEVISION STATION WPBT 14901 NE 20TH AVE NORTH MIAMI,FL 33181	N/A	509a1	Israel Documentary Project	1,800
CONVENT OF THE SACRED HEART OF MIAMI CARROLLTON SCHOOL 3747 MAIN HWY MIAMI,FL 33133	N/A	509a1	General Unrestricted	2,500
CUBAN HEBREW CONGREGATION OF MIAMI INC 1700 MICHIGAN AVE MIAMI BEACH,FL 33139	N/A	509a1	General Unrestricted	1,000
DUKE UNIVERSITY PO BOX 90581 DURHAM,NC 27708	N/A	509a1	2012-13 Trinity College Annual Fund	6,000
DUKE UNIVERSITY 512 S MANGUM ST STE 400 DURHAM,NC 27701	N/A	509a1	Ruth K Broad Biomedical Research Foundations Lecture Seminar	20,000
DUKE UNIVERSITY 512 S MANGUM ST STE 400 DURHAM,NC 27701	N/A	509a1	Basic Neuroscience Research Fund	100,000
DURHAM-CHAPEL HILL JEWISH FEDERATION 1937 W CORNWALLIS RD DURHAM,NC 27705	N/A	509a1	PJC Campaign	10,000
FAIRCHILD TROPICAL BOTANIC GARDEN 10901 OLD CUTLER RD CORAL GABLES,FL 33156	N/A	509a1	Brick Replacement Project	5,000
FLORIDA INTERNATIONAL UNIVERSITY FOUNDATION INC 11200 SW 8TH ST MIAMI,FL 33199	N/A	509a1	General Unrestricted	5,000
FLORIDA INTERNATIONAL UNIVERSITY FOUNDATION INC 11200 SW 8TH ST MIAMI,FL 33199	N/A	509a1	School of International and Public Affairs	10,000
FLORIDA INTERNATIONAL UNIVERSITY FOUNDATION INC 11200 SW 8TH ST MIAMI,FL 33199	N/A	509a1	School of International and Public Affairs for the Broad Lecture Series	10,000

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

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Name and address (home or business)				
a <i>Paid during the year</i>				
FLORIDA STATE UNIVERSITY FOUNDATION INC INNOVATION PARK 2010 LEVY AVE BLDG TALLAHASSEE,FL 32306	N/A	509a1	School of Social Sciences Public Policy Foreign Study Scholarship Fund	2,000
FREEDOM OF RELIGION FOR ISRAEL INC 182 E 95TH ST APT 24G NEW YORK,NY 10128	N/A	509a1	General Unrestricted	5,000
FREEMAN CENTER FOR JEWISH LIFE AT DUKE UNIVERSITY 1415 FARBER ST DURHAM,NC 27708	N/A	509a1	General Unrestricted	500
FRIENDS OF THE BASS MUSEUM INC 2100 COLLINS AVE MIAMI BEACH,FL 33139	N/A	509a2	2012 Art Camp Scholarship	150
FRIENDS OF THE ISRAEL DEFENSE FORCES 8177 W GLADES RD STE 208 BOCA RATON,FL 33434	N/A	509a1	General Unrestricted	9,000
GABLESTAGE INC 1200 ANASTESIA RD 230 CORAL GABLES,FL 33134	N/A	509a1	Classes at RKBBH K-8 Center	3,000
GAINESVILLE HILLEL INC 2020 W UNIVERSITY AVE GAINESVILLE,FL 32603	N/A	509a1	LEAD Program	5,000
GRACE FOUNDATION OF NEW YORK 264 WATCHOGUE RD STATEN ISLAND,NY 10314	N/A	509a1	General Unrestricted	1,000
GREATER MIAMI JEWISH FEDERATION 4200 BISCAYNE BLVD MIAMI,FL 33137	N/A	509a1	General Unrestricted	14,000
GREATER MIAMI JEWISH FEDERATION 4200 BISCAYNE BLVD MIAMI,FL 33137	N/A	509a1	Miami Beach Jewish Community Center Fund	10,000
GREATER MIAMI JEWISH FEDERATION 4200 BISCAYNE BLVD MIAMI,FL 33137	N/A	509a1	Morris N Broad Philanthropic Fund	216,600
GREATER MIAMI JEWISH FEDERATION 4200 BISCAYNE BLVD MIAMI,FL 33137	N/A	509a1	Morris N Broad Philanthropic Fund	110,488
GREATER MIAMI JEWISH FEDERATION 4200 BISCAYNE BLVD MIAMI,FL 33137	N/A	509a1	2012 Annual Regular Campaign	50,000
HEARING AND SPEECH CENTER OF FLORIDA INC 9425 SUNSET DR STE 261 MIAMI,FL 33173	N/A	509a1	General Unrestricted	1,000
HEARING RESEARCH INSTITUTE INC 7000 SW 62ND AVE STE 210 SOUTH MIAMI,FL 33143	N/A	509a1	General Unrestricted	5,000

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

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
HEARING RESEARCH INSTITUTE INC 7000 SW 62ND AVE STE 210 SOUTH MIAMI,FL 33143	N/A	509a1	Hearing Screenings at Ruth K Broad Bay Harbor School	5,000
HILLEL THE FOUNDATION FOR JEWISH CAMPUS LIFE 777 GLADES RD BLDG LY 3A BOCA RATON,FL 33431	N/A	509a1	Broad Fellowship at Nova Southeastern Universitys Shepard Broad Law School Program	10,000
HISTORIC SALEM COURTHOUSE PRESERVATION ASSOCIATION INC PO BOX 140 SALEM,NY 12865	N/A	509a1	General Unrestricted	2,500
HOPE-NET 760 S WESMORLD AVE LOS ANGELES,CA 90005	N/A	509a2	General Unrestricted	500
JAFCO CHILDRENS FOUNDATION INC 4200 N UNIVERSITY DR SUNRISE,FL 33351	N/A	509a1	Marjorie Flanz Endowment Fund	5,000
JEWISH COMMUNAL FUND 575 MADISON AVE STE 703 NEW YORK,NY 10022	N/A	509a1	General Unrestricted	20,000
JEWISH LEADERSHIP INSTITUTE INC 925 ARTHUR GDFRY RD STE 101 MIAMI BEACH,FL 33140	N/A	509a1	General Unrestricted	1,000
JEWISH NATIONAL FUND-KEREN KAYEMETH LEISRAEL INC 42 E 69TH ST NEW YORK,NY 10021	N/A	509a1	General Unrestricted	1,000
JEWISH WOMEN'S ARCHIVE INC ONE HARVARD ST BROOKLINE,MA 02446	N/A	509a1	General Unrestricted	500
JOE DIMAGGIO CHILDRENS HOSPITAL FOUNDATION INC 3711 GARFIELD ST HOLLYWOOD,FL 33021	N/A	509a1	General Unrestricted	1,000
KESHER LD INC 18900 NE 25TH AVE N MIAMI BEACH,FL 33180	N/A	509a1	Golden Guardian Fund of 2012	1,000
KIDS DREAMS INC PO BOX 3947 WEST PALM BCH,FL 33402	N/A	509a1	Scholarship Program	1,800
LEO BAECK EDUCATION CENTER FOUNDATION 3555 TIMMONS LN STE 1440 HOUSTON,TX 77027	N/A	509a1	General Unrestricted	1,000
LEO BAECK EDUCATION CENTER FOUNDATION 3555 TIMMONS LN STE 1440 HOUSTON,TX 77027	N/A	509a1	The Mercaz Ruth Program and the Beit Ligdol Tov Center	30,000
LIBERATION IN NORTH KOREA 1751 TORRANCE BLVD STE L TORRANCE,CA 90501	N/A	509a1	General Unrestricted	500

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Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
LOOMIS INSTITUTE 4 BATCHELDER RD WINDSOR,CT 06095	N/A	509a1	2012-13 Annual Fund	10,000
LOOMIS INSTITUTE 4 BATCHELDER RD WINDSOR,CT 06095	N/A	509a1	Irving Bussel Scholarship Fund	50,000
MIAMI JEWISH HEALTH SYSTEMS INC 5200 NE 2ND AVE MIAMI,FL 33137	N/A	509a1	Hazel Cypen Tower Activities Fund	1,000
MIAMI JEWISH HEALTH SYSTEMS INC 5200 NE 2ND AVE MIAMI,FL 33137	N/A	509a1	Refurbishing the Dinning Room at the Hazel Cypen Tower	25,000
MOUNT SINAI MEDICAL CENTER FOUNDATION INC 4300 ALTON RD MIAMI BEACH,FL 33140	N/A	509a1	General Unrestricted	12,300
MOUNT SINAI MEDICAL CENTER FOUNDATION INC 4300 ALTON RD MIAMI BEACH,FL 33140	N/A	509a1	Bio-Mechanics Research Fund	10,000
MUSEUM OF CONTEMPORARY ART INC 770 NE 125TH ST NORTH MIAMI,FL 33161	N/A	509a1	Irma Braman Creative Arts Scholarship Fund	200
MUSEUM OF SCIENCE INC 3280 S MIAMI AVE MIAMI,FL 33129	N/A	509a2	Bus Transportation for Education Programs and College Inspection Trips	2,500
NATIONAL FOUNDATION FOR TRANSPLANTS INC 5350 POPLAR AVE STE 430 MEMPHIS,TN 38119	N/A	509a1	General Unrestricted	1,000
NEW ISRAEL FUND 2100 M ST NW STE 619 WASHINGTON,DC 20037	N/A	509a1	General Unrestricted	30,000
NEW WORLD SYMPHONY INC 500 17TH ST MIAMI BEACH,FL 33139	N/A	509a1	Educational Music Program at RKBBH K-8 Center	5,000
OAKWOOD SCHOOL 11600 MAGNOLIA BLVD N HOLLYWOOD,CA 91601	N/A	509a1	Haas Endowment Fund	3,000
OAKWOOD SCHOOL 11600 MAGNOLIA BLVD N HOLLYWOOD,CA 91601	N/A	509a1	Headmasters Fund	6,000
OAKWOOD SCHOOL 11600 MAGNOLIA BLVD N HOLLYWOOD,CA 91601	N/A	509a1	Oakwood School ACE Program	450
OUR PRIDE ACADEMY INC 11025 SW 84TH ST STE 8 MIAMI,FL 33173	N/A	509a1	General Unrestricted	5,000

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

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
OUTSIDE IN PRODUCTIONS PO BOX 5714 SANTA FE,NM 87502	N/A	509a1	General Unrestricted	3,500
P E F ISRAEL ENDOWMENT FUNDS INC 317 MADISON AVE STE 607 NEW YORK,NY 10017	N/A	509a1	General Unrestricted	1,800
PAINTED TURTLE GANG CAMP FOUNDATION 1300 4TH ST STE 300 SANTA MONICA,CA 90401	N/A	509a1	Care and Feeding of the Pony Ladybug in the Equine	2,500
PELICAN HARBOR SEABIRD STATION INC 1279 NE 79 ST CAUSEWAY MIAMI,FL 33138	N/A	509a1	Purchase of 10 Airline Kennels	850
PTA FLORIDA CONGRESS - ADA MERRITT K-8 CENTER PTA 660 SW 3RD ST MIAMI,FL 33130	N/A	509a1	Smartboards Challenge Grant Campaign	6,000
RANSOM EVERGLADES SCHOOL INC 3575 MAIN HWY COCONUT GROVE,FL 33133	N/A	509a1	Annual Fund	10,000
RANSOM EVERGLADES SCHOOL INC 3575 MAIN HWY COCONUT GROVE,FL 33133	N/A	509a1	REACH Community Endowment Fund	50,000
RUTLAND HOSPITAL INC 160 ALLEN ST RUTLAND,VT 05701	N/A	509a1	General Unrestricted	5,000
SAFESPACE FOUNDATION INC PO BOX 530521 MIAMI,FL 33153	N/A	509a2	General Unrestricted	1,000
SCHOOL BOARD OF MIAMI-DADE COUNTY FLORIDA DIVISION OF FINANCE 1155 93RD ST BAY HARBOR ISLANDS,FL 33154	N/A	509a1	After-School Tutoring at RKBBH K-8 Center	20,000
SHAKE-A-LEG MIAMI INC 2620 S BAYSHORE DR MIAMI,FL 33133	N/A	509a1	General Unrestricted	1,000
SLATE VALLEY MUSEUM FOUNDATION 17 WATER ST GRANVILLE,NY 12832	N/A	509a3	General Unrestricted	1,000
SLATE VALLEY MUSEUM FOUNDATION 17 WATER ST GRANVILLE,NY 12832	N/A	509a3	Digitization of Archives Project	5,000
SLATE VALLEY MUSEUM FOUNDATION 17 WATER ST GRANVILLE,NY 12832	N/A	509a3	Earth Science Public Education Project	500
SOUTHERN SCHOLARSHIP FOUNDATION INC 322 STADIUM DR TALLAHASSEE,FL 32304	N/A	509a1	General Unrestricted	1,500


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

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
SOUTHERN SCHOLARSHIP FOUNDATION INC 322 STADIUM DR TALLAHASSEE,FL 32304	N/A	509a1	Scholarship Fund for the 2012/2013 School Year	1,500
SPAIN-FLORIDA V CENTENARY INC 355 ALHAMBRA CIR STE 801 CORAL GABLES,FL 33134	N/A	509a1	General Unrestricted	10,000
ST LABRE INDIAN SCHOOL PO BOX 77 ASHLAND,MT 59003	N/A	509a1	General Unrestricted	1,000
ST MARK'S LUTHERAN CHURCH 3930 LEJEUNE RD CORAL GABLES,FL 33134	N/A	509a1	General Unrestricted	5,000
STANFORD LAW SCHOOL 559 NATHAN ABBOTT WAY STANFORD,CA 94305	N/A	509a1	O Connor Fellowships Program	5,000
SUNDARI FOUNDATION INC 1514 NW 2ND AVE APT 1 MIAMI,FL 33136	N/A	509a1	General Unrestricted	1,000
SYRACUSE UNIVERSITY 820 COMSTOCK AVE STE 100 SYRACUSE,NY 13244	N/A	509a1	The Ruth Kugel Broad Endowed Scholarship Fund 2012/2013	10,000
TEMPLE BETH SHOLOM 4144 CHASE AVE MIAMI BEACH,FL 33140	N/A	509a1	Rabbi Glicksteins Discretionary Fund	10,000
TEMPLE EMANU-EL OF GREATER MIAMI INC PO BOX 415758 MIAMI BEACH,FL 33141	N/A	509a1	General Unrestricted	700
TEMPLE ISRAEL OF GREATER MIAMI 137 NE 19TH ST MIAMI,FL 33132	N/A	509a1	Next at 19th Program	3,000
TEMPLE ISRAEL OF HOLLYWOOD 7300 HOLLYWOOD BLVD LOS ANGELES,CA 90046	N/A	509a1	General Unrestricted	5,000
THE AMERICAN FRIENDS OF BEIT ISSIE SHAPIRO INC - FLORIDA OFFICE 18900 NE 25TH AVE NORTH MIAMI BEACH,FL 33180	N/A	509a1	General Unrestricted	1,000
THE AMERICAN FRIENDS OF BEIT ISSIE SHAPIRO INC - FLORIDA OFFICE 18900 NE 25TH AVE NORTH MIAMI BEACH,FL 33180	N/A	509a1	Kalansua Home Treatments Program	30,000
THE INSTITUTE FOR THE ADVANCEMENT OF EDUCATION IN JAFFA INC 171-06 76TH AVE FLUSHING,NY 11366	N/A	509a1	2012 Scholarship Fund	2,000
THE LERNER JEWISH COMMUNITY DAY SCHOOL 1935 W CORNWALLIS RD DURHAM,NC 27705	N/A	509a1	2011-2012 Annual Fund	2,200

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

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
THE LERNER JEWISH COMMUNITY DAY SCHOOL 1935 W CORNWALLIS RD DURHAM,NC 27705	N/A	509a1	2012-2013 Annual Fund	2,200
THE MIAMI FOUNDATION INC - THE GOOD GOVERNMENT INITIATIVE FUND 200 S BISCAYNE BLVD STE 505 MIAMI,FL 33131	N/A	509a1	General Unrestricted	2,500
THE MIAMI LIGHTHOUSE FOR THE BLIND AND VISUALLY IMPAIRED INC 601 SW 8TH AVE MIAMI,FL 33130	N/A	509a1	Visual Screenings at Ruth K Broad Bay Harbor K-8 Center	5,000
THE UCLA FOUNDATION - SCHOOL OF LAW 405 HILGARD BOX 951476 LOS ANGELES,CA 90095	N/A	509a1	Law Deans Fund	8,465
THE YOUNG MENS CHRISTIAN ASSOCIATION OF GREATER MIAMI INC 730 NW 107TH AVE STE 200 MIAMI,FL 33172	N/A	509a2	Morningside Elementary After-School Program	10,000
THOMAS ARMOUR YOUTH BALLET INC 5818 SW 73RD ST SOUTH MIAMI,FL 33143	N/A	509a2	General Unrestricted	1,000
TOWN OF BAY HARBOR ISLANDS 9665 BAY HARBOR TERRACE BAY HARBOR ISLANDS,FL 33154	N/A	509a1	Charitable Event	40,000
TRIANGLE COMMUNITY FOUNDATION 324 BLACKWELL ST STE 1220 DURHAM,NC 27701	N/A	509a1	The Tomorrow Fund	500
TRUSTEES OF THE UNIVERSITY OF PENNSYLVANIA 601 FRANKLIN BLDG 3451 WALNUT ST PHILADELPHIA,PA 19104	N/A	509a1	General Unrestricted	2,000
UNIVERSITY OF FLORIDA FOUNDATION INC PO BOX 14425 GAINESVILLE,FL 32604	N/A	509a1	Biomedical Engineering Building Fund	50,000
UNIVERSITY OF FLORIDA FOUNDATION INC PO BOX 14425 GAINESVILLE,FL 32604	N/A	509a1	Lastinger Center for Learning Ready Schools Program for RKBBH K-8 Center	30,000
UNIVERSITY OF MIAMI PO BOX 248073 CORAL GABLES,FL 33124	N/A	509a1	Michael S Gordon Center for Research and Medical Education	1,000
UNIVERSITY OF MIAMI PO BOX 248073 CORAL GABLES,FL 33124	N/A	509a1	School of Education	12,500
UNIVERSITY OF MIAMI 4600 RICKENBACKER CAUSEWAY MIAMI,FL 33149	N/A	509a1	5 Sea Secrets Lectures	5,000
UNIVERSITY OF MIAMI TISSUE BANK PO BOX 248073 CORAL GABLES,FL 33146	N/A	509a1	General Unrestricted	10,000

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

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
VOICES UNITED INC 285 WENID DR KEY BISCAYNE,FL 33149	N/A	509a1	Workshops for Students at Ruth K Broad Bay Harbor K-8 Center	2,970
WOMENS EMERGENCY NETWORK INC PO BOX 566392 MIAMI,FL 33256	N/A	509a1	General Unrestricted	1,000
WWP INC - WOUNDED WARRIOR PROJECT INC 4899 BELFORT RD STE 300 JACKSONVILLE,FL 32256	N/A	509a1	General Unrestricted	500
YOUNG PATRONESSES OF THE OPERA INC PO BOX 347616 MAIMI,FL 33234	N/A	509a2	Charitable Event	1,500
ZETA BETA TAU FOUNDATION INC 3905 VINCENNES RD STE 100 INDIANAPOLIS,IN 46268	N/A	509a2	Morris N Broad Scholarship Fund	5,000
ZOCALO PUBLIC SQUARE 3580 WLSHRE BLVD STE 1430 LOS ANGELES,CA 90010	N/A	509a1	Literary Award Fund	5,000
ZOOLOGICAL SOCIETY OF FLORIDA 12400 SW 152ND ST MIAMI,FL 33177	N/A	509a2	Broadening Horizons Program at RKBBH K-8 Center	3,200
Total  3a				1,315,473

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 The Shepard Broad Foundation Inc	Employer identification number 59-0998866
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Organization type (check one)

Filers of:	Section:
Form 990 or 990-EZ	<input type="checkbox"/> 501(c)() (enter number) organization
	<input type="checkbox"/> 4947(a)(1) nonexempt charitable trust not treated as a private foundation
	<input type="checkbox"/> 527 political organization
Form 990-PF	<input checked="" type="checkbox"/> 501(c)(3) exempt private foundation
	<input type="checkbox"/> 4947(a)(1) nonexempt charitable trust treated as a private foundation
	<input type="checkbox"/> 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 33¹/₃% 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)

[illegible]

Name of organization The Shepard Broad Foundation Inc	Employer identification number 59-0998866
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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
_____	_____ _____ _____ _____	\$ _____	_____
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
_____	_____ _____ _____ _____	\$ _____	_____
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
_____	_____ _____ _____ _____	\$ _____	_____
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
_____	_____ _____ _____ _____	\$ _____	_____
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
_____	_____ _____ _____ _____	\$ _____	_____
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
_____	_____ _____ _____ _____	\$ _____	_____

Name of organization The Shepard Broad Foundation Inc	Employer identification number 59-0998866
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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
—	<div></div>	<div></div>	<div></div>
	<div>(e) Transfer of gift</div>		
	<div>Transferee's name, address, and ZIP 4Relationship of transferor to transferee</div>		

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

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

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

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

TY 2012 Gain/Loss from Sale of Other Assets Schedule

Name: The Shepard Broad Foundation Inc

EIN: 59-0998866

Software ID: 12000057

Software Version: 12.19.1011.1

Name	Date Acquired	How Acquired	Date Sold	Purchaser Name	Gross Sales Price	Basis	Basis Method	Sales Expenses	Total (net)	Accumulated Depreciation
Publicly-traded Securities					1,337,214	1,221,227			115,987	

TY 2012 General Explanation Attachment

Name: The Shepard Broad Foundation Inc

EIN: 59-0998866

Software ID: 12000057

Software Version: 12.19.1011.1

**TY 2012 Investments Corporate
Bonds Schedule**

Name: The Shepard Broad Foundation Inc

EIN: 59-0998866

Software ID: 12000057

Software Version: 12.19.1011.1

Name of Bond	End of Year Book Value	End of Year Fair Market Value
7TH JUBILEE FIX 10Y-3.70-12/01/2021	149,999	149,999
ACE INA HLDG INC DEB-8.8750-08/15/2029	6,610	7,584
ACE INA HLDG INC SR NT 5.6 05/15/2015	15,392	16,646
AFLAC INC SR NT 8.50000 05/15/2019	10,471	13,544
ALTRIA GROUP INC - 9.250 - 08/06/2019	6,383	6,956
AMER EXP - 5.5000 - 09/12/2016	10,019	11,390
AMER EXPRESS CRDT CO MTN SER C 07.30000 08/20/13	10,026	10,425
AMERICAN EXPRESS 4.875 7/15/13	10,476	10,233
AMERITECH CAP FUNDING CORP6.55-01/15/2028	10,418	11,586
ARCHER DANIELS - 7.5000 - 03/15/2027	12,608	13,716
BANC OF AMER COMM SER 2005-6 CL A4 5.353 09/10/47	14,476	16,991
BANK OF NEW YORK MELLON 5.450 DUE 05-15-19	10,002	11,950
BBT CORP - 5.2000 - 12/23/2015	19,138	22,298
BECTON DCKNSN - 7.000 - 08/01/2027	11,959	13,635
BERKSHIRE HATHAWAY FIN CORP - 5.400 - 05/15/2018	21,501	24,059
BESTFOODS MTS - 6.6250 - 04/15/2028	11,562	13,756
BLACKROCK INC - 5.000 - 12/10/2019	10,639	11,965
BOEING CO - 7.250 - 06/15/2025	12,597	13,866
BP CAP MKTS - 5.250 - 11/07/2013	31,402	31,218
BURLINGTON NORTHN SANTA FE 6.150 05/01/2037	4,810	6,438
CAMPBELL SOUP - 8.8750 - 05/01/2021	12,851	14,380
CATERPILLAR - 6.625 - 07/15/2028	11,712	13,499
CHUBB - 6.6000 - 08/15/2018	16,698	18,482
CITIGROUP INC NT - 5.500 - 04/11/2013	35,791	35,361
CLOROX CO DEL SR NT 5.95000 10/15/2017	16,697	17,843
CONOCOPHILLIPS - 5.750 - 02/01/2019	16,563	18,449
CS FIRST BOSTON MTG SER 2003-CK2 CL A4 - 4.801 - 03/15/2036	5,064	4,975
DEERE CO DEB-8.10-05/15/2030	13,311	15,174
DEVON ENERGY CORPORATION NOTE 06.30000 01/15/2019	10,094	12,409
DOVER - 6.6500 - 06/01/2028	11,846	12,317

Name of Bond	End of Year Book Value	End of Year Fair Market Value
DU PONT E I DE NEMOURS - 6.000 - 07/15/2018	21,277	24,683
DUKE ENERGY OHIO 1MTG BD - 2.100 - 06/15/2013	40,679	40,289
EATON CORP - 5.600 - 05/15/2018 05/15/18	14,897	17,691
EQUITABLE COS - 7.0000 - 04/01/2028	11,698	11,897
FIFTH THIRD BANCORP - 6.250 - 05/01/2013	26,198	25,470
FLORIDA POWER CORP 1MTG BD 5.80000 09/15/2017	10,036	11,937
GENERAL ELEC CAP CORP MTN BE 5.50000 01/08/2020FR	5,530	5,919
GENERAL ELEC CAP CORP MTN BE FR 6.750 03/15/2032	5,667	6,479
GENERAL ELEC CO 5.25 DUE 12-06-2017 BEO	10,591	11,792
GOLDMAN SACHS GROUP INC BOND DTD 1/13/2004 5.15 1/15/2014	14,968	15,644
GOLDMAN SACHS GROUP INC NOTEDTD 3/31/2003 5.25 4/1/2013	15,573	15,163
GOLDMAN SACHS GRP INC MTN BE 6.00000 05/01/2014	5,393	5,321
GOLDMAN SACHS GRP INC MTN BE 6.00000 06/15/2020	5,077	5,928
HALLIBURTON COMPANY NOTES 06.70000 09/15/2038	4,997	6,960
HARTFORD FINL SVC GRP NT - 6.300 - 03/15/2018	9,249	11,898
HEINZ - 6.3750 - 07/15/2028	5,598	6,107
HERSHEY - 4.850 - 08/15/2015	14,439	16,546
HOME DEPOT INC SR NT-4.40-04/01/2021	5,678	5,858
INTERNATIONAL BUSINESS MACHS-8.3750-11/01/2019	6,865	7,098
ISRAELI 3RD JUBILEE 10 YR BD - 5.000 - 06/01/2015	100,000	99,999
ISRAELI 3RD JUBILEE 10 YR BD - 5.650 - 07/01/2014	100,000	99,999
ISRAELI 4TH JUBILEE 10 YR BD - 4.850 - 12/01/2016	149,999	149,999
JPMORGAN CHASE CO - 4.350 - 08/15/2021	5,003	5,585
JPMORGAN CHASE CO SR NT - 4.250 - 10/15/2020	15,219	16,682
KELLOGG CO MAKE WHOLE 4 12/15/2020	15,910	16,725
KEYCORP MEDIUM TERM 5.1 03/24/2021	5,226	5,799
KEYCORP MEDIUM TERM NTS BE 6.50000 05/14/2013 SR NT	21,954	20,429
KRAFT FOODS INC NOTE - 2.625 - 05/08/2013	15,233	15,111
KRAFT FOODS INC NT 6.12500 08/23/2018	9,822	12,253
LB-UBS COML MTG REMIC - 5.156 - 02/15/2031	28,166	28,025

Name of Bond	End of Year Book Value	End of Year Fair Market Value
LB-UBS COMML MTG TR 5.124 11/15/2032	21,365	20,413
LINCOLN NATIONAL CORP 8.75 07/01/2019	12,180	13,341
LOCKHEED MARTIN CORPNOTE 04.85 09/15/2041	9,920	11,055
MARKEL CORP SR NT-5.35-06/01/2021	10,064	10,948
MCDONALDS CORP NOTES 05.35000 03/01/2018	5,016	6,031
MELLON FDG - 5.0000 - 12/01/2014	10,012	10,766
MERRILL LYNCH MTN BE - 6.400 - 08/28/2017	15,661	17,615
METLIFE - 5.0000 - 11/24/2013	30,212	31,229
MORGAN STANLEY - 5.375 - 10/15/2015	20,456	21,744
MORGAN STANLEY 6.625 4/1/18	5,457	5,877
MORGAN STANLEY GLBL NT - 5.300 - 03/01/2013	15,501	15,102
NEW AMERICA HOLDINGS 8.500 DUE 02-23-25	4,798	6,781
PARKER-HANNIFIN CORP- 6.250 - 05/15/2038	6,327	6,859
PFIZER INC - 6.200 - 03/15/2019	15,000	18,960
PNC FDG CORP SUB NT 5.625 02/01/2017	9,949	11,538
PNC FUNDING CORP SB NT 5.25000 11/15/2015	10,363	11,168
PRUDENTIAL FINL INC MTNS BOOK 6.100 06/15/2017 FR	10,081	11,810
THERMO FISHER SCIENTIFIC INC 3.6 8/15/2021	10,111	10,608
TIME WARNER CO - 6.625 - 05/15/2029	5,675	6,380
U S BANCORP MTNS BK ENT 4.2 05/15/2014	10,516	10,499
UNION PACIFIC CORP NOTE 07.87500 01/15/2019MAKE W	12,151	12,972
UNITED PARCEL SERVC NOTE 06.20000 01/15/2038	6,522	6,688
UNITED TECHNLS CORP BOND 05.37500 12/15/2017 CALL MAKE WHOLE	10,849	11,886
UNITED TECHNOLOGIES CORP - 6.125 - 02/01/2019	5,678	6,231
US BANK TR NAT - 4.8000 - 04/15/2015	14,382	16,340
VERIZON COMMUNICATIONS - 8.750 - 11/01/2018	11,687	15,273
VERIZON GLOBAL FDG CORP NT 7.750 12/01/2030	6,828	7,320
VIRGINIA ELEC PWR CO 8.87500 11/15/2038NT B	6,235	8,500
WACHOVIA BK - 4.748 - 02/15/2041	36,435	39,462
WACHOVIA CORP - 5.500 - 05/01/2013	26,017	25,416

Name of Bond	End of Year Book Value	End of Year Fair Market Value
WAL MART STORES INC NT 6.5 08/15/2037	6,306	7,031
WELLS FARGO - 5.1250 - 09/15/2016	14,136	16,866
WI ELEC PW - 4.5000 - 05/15/2013	19,599	20,300

TY 2012 Investments Corporate
Stock Schedule

Name: The Shepard Broad Foundation Inc

EIN: 59-0998866

Software ID: 12000057

Software Version: 12.19.1011.1

Name of Stock	End of Year Book Value	End of Year Fair Market Value
320 shares of ALEXION PHARMACEUTICALS, INC.	28,811	29,997
455 shares of ALLERGAN INC.	42,561	41,737
410 shares of AMAZON COM	29,513	102,857
625 shares of AMERICAN TOWER REIT INC	28,663	48,294
19295 shares of AMERN AADV INTL EQ FD INTL CL	417,371	320,301
257 shares of APPLE INC.	48,162	136,768
1600 shares of ARM HOLDINGS PLC	38,124	60,528
28267 shares of ARTISAN SMALL CAP VALUE	511,530	433,905
325 shares of BAIDU.COM - ADR	24,927	32,594
1600 shares of BE AEROSPACE, INC.	32,753	79,040
530 shares of CATERPILLAR INC.	47,013	47,493
94 shares of CHIPOLTE MEX GRILL	34,864	27,961
1250 shares of COACH INC	47,238	69,388
525 shares of CUMMINS INC	58,293	56,884
7817 shares of DFA EMERGING MARKETS VALUE PORTFOLIO	164,222	233,260
21232 shares of DFA INTERNATIONAL SMALL CO PORTFOLIO	337,409	338,220
18370 shares of DFA INTERNATIONAL VALUE PORTFOLIO	324,090	304,949
61219 shares of DFA U.S. LARGE CAP VALUE PORTFOLIO	996,624	1,401,925
15824 shares of DFA U.S. SMALL CAP VALUE PORTFOLIO	445,221	414,741
17265 shares of EATON VANCE STRUCTURED EMERGING MARKETS I	240,200	258,279
425 shares of F5 NETWORKS, INC.	28,842	41,289
165 shares of INTUITIVE SURGICAL, INC.	24,168	80,911
6422 shares of ISHARES RUSSELL 2000 GROWTH INDEX	506,577	612,081
825 shares of LAS VEGAS SANDS CORP	40,454	38,082
755 shares of LINKEDIN CORPORATION CLASS A	70,641	86,689
290 shares of MASTERCARD INC	81,382	142,471
435 shares of MERCADOLIBRE, INC.	28,533	34,169
755 shares of MICHAEL KORS HOLDINGS LIMITED O	42,681	38,528
1050 shares of NATL OILWELL VARCO	56,802	71,768
23130 shares of PIMCO EMERGING LOCAL BOND FUND	230,629	253,965

Name of Stock	End of Year Book Value	End of Year Fair Market Value
38255 shares of PIMCO FD PAC INV MGMT FOREIGN	416,054	416,601
62031 shares of PIMCO HIGH-YIELD INSTL	474,034	597,975
380 shares of PRECISION CASTPARTS	43,254	71,980
130 shares of PRICELINE.COM INCORPORATED	27,647	80,651
1325 shares of QUALCOMM INC	63,990	81,964
740 shares of RED HAT, INC	38,884	39,190
192 shares of REGENERON PHARMACEUTICALS, INC	28,829	32,845
468 shares of SALESFORCE.COM	41,804	78,671
570 shares of SCHLUMBERGER LTD	42,497	39,500
1430 shares of STARBUCKS CORP COM	69,592	76,691
325 shares of TRANSDIGM GRP INC	29,246	44,317
500 shares of ULTA SALON, COSMETICS FRAGRANCE, INC.	34,495	49,130
870 shares of UNDER ARMOUR INC	34,928	42,221
16161 shares of VANGUARD 500 IDX FD SIGNAL SHS	1,556,536	1,753,789
11839 shares of VANGUARD INTL GROWTH FD ADMIRAL SHS	788,621	725,510
9696 shares of VANGUARD SMALL CAP GROWTH INDEX ADMIRAL	291,890	303,477
550 shares of VISA INC	32,143	83,369
575 shares of VMWARE INC	48,293	54,131
625 shares of WHOLE FOODS MARKET, INC.	48,052	56,975

TY 2012 Other Assets Schedule

Name: The Shepard Broad Foundation Inc

EIN: 59-0998866

Software ID: 12000057

Software Version: 12.19.1011.1

Description	Beginning of Year - Book Value	End of Year - Book Value	End of Year - Fair Market Value
PRI Loan to Tzedec Economic Development Fund	150,000	150,000	150,000

TY 2012 Other Expenses Schedule**Name:** The Shepard Broad Foundation Inc**EIN:** 59-0998866**Software ID:** 12000057**Software Version:** 12.19.1011.1

Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
Administrative Fees	52,530			52,530
Bank Charges	22	22		
Foundation Dues Memberships	165			165
Office Supplies	70			70
Postage	25			25
State or Local Filing Fees	61			61

TY 2012 Other Income Schedule**Name:** The Shepard Broad Foundation Inc**EIN:** 59-0998866**Software ID:** 12000057**Software Version:** 12.19.1011.1

Description	Revenue And Expenses Per Books	Net Investment Income	Adjusted Net Income
Federal Tax Refund	1,500		
Interest Income from PRIs	1,500	1,500	

TY 2012 Other Notes/Loans Receivable Short Schedule

Name: The Shepard Broad Foundation Inc

EIN: 59-0998866

Software ID: 12000057

Software Version: 12.19.1011.1

Name of 501(c)(3) Organization	Balance Due
LEO BAECK EDUCATION CENTER	50,000

TY 2012 Other Professional Fees Schedule**Name:** The Shepard Broad Foundation Inc**EIN:** 59-0998866**Software ID:** 12000057**Software Version:** 12.19.1011.1

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
Investment Management Services	67,621	67,621		
Other Professional Services in Connection with DCA	540			540

TY 2012 Taxes Schedule**Name:** The Shepard Broad Foundation Inc**EIN:** 59-0998866**Software ID:** 12000057**Software Version:** 12.19.1011.1

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
Estimated Tax for 2012	4,700			
Foreign Tax Paid	45	45		
IRS Excise Tax Payment with 1st ext 990-PF	3,576			