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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

, and ending

Name of foundation <b>NEIL &amp; AMELIA MCDANIEL CHARITABLE TRUST</b> <b>DTD 11/01/77</b>		<b>A Employer identification number</b>  <b>94-2450149</b>
Number and street (or P O box number if mail is not delivered to street address) <b>625 FAIR OAKS AVE.</b>	Room/suite <b>360</b>	<b>B Telephone number</b> <b>626-441-5188</b>
City or town, state, and ZIP code <b>SOUTH PASADENA, CA 91030</b>		<b>C</b> If exemption application is pending, check here <input type="checkbox"/>
<b>G</b> Check all that apply <input type="checkbox"/> Initial return <input type="checkbox"/> Final return <input type="checkbox"/> Address change <input type="checkbox"/> Initial return of a former public charity <input type="checkbox"/> Amended return <input type="checkbox"/> Name change		<b>D 1</b> Foreign organizations, check here <input type="checkbox"/>  <b>2.</b> Foreign organizations meeting the 85% test check here and attach computation <input type="checkbox"/>
<b>H</b> 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		<b>E</b> If private foundation status was terminated under section 507(b)(1)(A), check here <input type="checkbox"/>
<b>I</b> Fair market value of all assets at end of year (from Part II, col (c), line 16) <b>\$ 7,039,424.</b>	<b>J</b> 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)	
<b>F</b> If the foundation is in a 60-month termination under section 507(b)(1)(B), check here <input type="checkbox"/>		

<b>Part I Analysis of Revenue and Expenses</b> (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a))		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
<b>Revenue</b>				<b>N/A</b>	
1	Contributions, gifts, grants, etc., received				
2	Check <input checked="" type="checkbox"/> if the foundation is not required to attach Sch B				
3	Interest on savings and temporary cash investments	<b>4,910.</b>	<b>4,910.</b>		<b>STATEMENT 1</b>
4	Dividends and interest from securities	<b>149,189.</b>	<b>149,189.</b>		<b>STATEMENT 2</b>
5a	Gross rents				
b	Net rental income or (loss)				
6a	Net gain or (loss) from sale of assets not on line 10	<b>121,545.</b>			
b	Gross sales price for all assets on line 6a <b>807,653.</b>				
7	Capital gain net income (from Part IV, line 2)		<b>121,545.</b>		
8	Net short-term capital gain				
9	Income modifications				
10a	Gross sales less returns and allowances				
b	Less: Cost of goods sold				
c	Gross profit or (loss)				
11	Other income	<b>12,834.</b>	<b>12,834.</b>		<b>STATEMENT 3</b>
12	<b>Total.</b> Add lines 1 through 11	<b>288,478.</b>	<b>288,478.</b>		
<b>Operating and Administrative Expenses</b>					
13	Compensation of officers, directors, trustees, etc	<b>0.</b>	<b>0.</b>		<b>0.</b>
14	Other employee salaries and wages				
15	Pension plans, employee benefits				
16a	Legal fees	<b>291.</b>	<b>58.</b>		<b>233.</b>
b	Accounting fees	<b>9,990.</b>	<b>0.</b>		<b>9,990.</b>
c	Other professional fees	<b>101,363.</b>	<b>30,408.</b>		<b>70,955.</b>
17	Interest				
18	Taxes	<b>32,285.</b>	<b>637.</b>		<b>31,330.</b>
19	Depreciation and depletion				
20	Occupancy				
21	Travel, conferences, and meetings				
22	Printing and publications				
23	Other expenses				
24	<b>Total operating and administrative expenses.</b> Add lines 13 through 23	<b>143,929.</b>	<b>31,103.</b>		<b>112,508.</b>
25	Contributions, gifts, grants paid	<b>195,500.</b>			<b>195,500.</b>
26	<b>Total expenses and disbursements.</b> Add lines 24 and 25	<b>339,429.</b>	<b>31,103.</b>		<b>308,008.</b>
27	Subtract line 26 from line 12	<b>-50,951.</b>			
a	Excess of revenue over expenses and disbursements		<b>257,375.</b>		
b	<b>Net investment income</b> (if negative, enter -0-)				
c	<b>Adjusted net income</b> (if negative, enter -0-)			<b>N/A</b>	

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LHA For Paperwork Reduction Act Notice, see instructions.

Form **990-PF** (2012)

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## NEIL &amp; AMELIA MCDANIEL CHARITABLE TRUST

Form 990-PF (2012)

DTD 11/01/77

94-2450149

Page 2

**Part II** Balance Sheets

Attached schedules and amounts in the description column should be for end-of-year amounts only

		Beginning of year	End of year	
		(a) Book Value	(b) Book Value	(c) Fair Market Value
<b>Assets</b>	1 Cash - non-interest-bearing	1,009.	196,897.	196,897.
	2 Savings and temporary cash investments	3,057,472.		
	3 Accounts receivable ▶ 10,765.	491,989.	10,765.	10,765.
	Less allowance for doubtful accounts ▶			
	4 Pledges receivable ▶			
	Less allowance for doubtful accounts ▶			
	5 Grants receivable			
	6 Receivables due from officers, directors, trustees, and other disqualified persons			
	7 Other notes and loans receivable ▶			
	Less allowance for doubtful accounts ▶			
	8 Inventories for sale or use			
	9 Prepaid expenses and deferred charges	777.	29,569.	29,569.
	10a Investments - U.S. and state government obligations STMT 8	152,906.	479,525.	476,608.
	b Investments - corporate stock STMT 9	2,692,655.	5,295,495.	5,715,045.
	c Investments - corporate bonds STMT 10	155,955.	255,193.	258,626.
11 Investments - land, buildings, and equipment basis ▶				
Less accumulated depreciation ▶				
12 Investments - mortgage loans				
13 Investments - other STMT 11	49,623.	283,991.	351,914.	
14 Land, buildings, and equipment basis ▶				
Less accumulated depreciation ▶				
15 Other assets (describe ▶)				
16 Total assets (to be completed by all filers)	6,602,386.	6,551,435.	7,039,424.	
<b>Liabilities</b>	17 Accounts payable and accrued expenses			
	18 Grants payable			
	19 Deferred revenue			
	20 Loans from officers, directors, trustees, and other disqualified persons			
	21 Mortgages and other notes payable			
	22 Other liabilities (describe ▶)			
23 Total liabilities (add lines 17 through 22)	0.	0.		
<b>Net Assets or Fund Balances</b>	Foundations that follow SFAS 117, check here ▶ <input type="checkbox"/>			
	24 Unrestricted			
	25 Temporarily restricted			
	26 Permanently restricted			
	Foundations that do not follow SFAS 117, check here ▶ <input checked="" type="checkbox"/>			
	27 Capital stock, trust principal, or current funds	0.	0.	
	28 Paid-in or capital surplus, or land, bldg., and equipment fund	0.	0.	
	29 Retained earnings, accumulated income, endowment, or other funds	6,602,386.	6,551,435.	
	30 Total net assets or fund balances	6,602,386.	6,551,435.	
31 Total liabilities and net assets/fund balances	6,602,386.	6,551,435.		

**Part III** Analysis of Changes in Net Assets or Fund Balances

1 Total net assets or fund balances at beginning of year - Part II, column (a), line 30 (must agree with end-of-year figure reported on prior year's return)	1	6,602,386.
2 Enter amount from Part I, line 27a	2	-50,951.
3 Other increases not included in line 2 (itemize) ▶	3	0.
4 Add lines 1, 2, and 3	4	6,551,435.
5 Decreases not included in line 2 (itemize) ▶	5	0.
6 Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	6,551,435.

## NEIL &amp; AMELIA MCDANIEL CHARITABLE TRUST

Form 990-PF (2012)

DTD 11/01/77

94-2450149

Page 3

**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			
b SEE ATTACHED STATEMENTS			
c			
d			
e			

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
a			
b			
c			
d			
e 807,653.		686,108.	121,545.

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) FMV as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
a			
b			
c			
d			
e			121,545.

2 Capital gain net income or (net capital loss)	<div> <div>If gain, also enter in Part I, line 7</div> <div>If (loss), enter -0- in Part I, line 7</div> </div>	2	121,545.
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6)	<div> <div>If gain, also enter in Part I, line 8, column (c)</div> <div>If (loss), enter -0- in Part I, line 8</div> </div>	3	N/A

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

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

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

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

☐ Yes ☒ No

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

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

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col (b) divided by col (c))
2011	216,006.	5,930,290.	.036424
2010	216,801.	4,905,796.	.044193
2009	116,226.	4,024,428.	.028880
2008	226,442.	4,345,760.	.052106
2007	265,955.	4,725,427.	.056282

2 Total of line 1, column (d)	2	.217885
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	.043577
4 Enter the net value of noncharitable-use assets for 2012 from Part X, line 5	4	6,840,140.
5 Multiply line 4 by line 3	5	298,073.
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	2,574.
7 Add lines 5 and 6	7	300,647.
8 Enter qualifying distributions from Part XII, line 4	8	308,008.

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.

## NEIL &amp; AMELIA MCDANIEL CHARITABLE TRUST

Form 990-PF (2012)

DTD 11/01/77

94-2450149

Page 4

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

1a Exempt operating foundations described in section 4940(d)(2), check here <input type="checkbox"/> and enter "N/A" on line 1 Date of ruling or determination letter. _____ (attach copy of letter if necessary-see instructions)		1	2,574.
b Domestic foundations that meet the section 4940(e) requirements in Part V, check here <input checked="" type="checkbox"/> and enter 1% of Part I, line 27b			
c All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, col (b)			
2 Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)		2	0.
3 Add lines 1 and 2		3	2,574.
4 Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)		4	0.
5 Tax based on investment income. Subtract line 4 from line 3. If zero or less, enter -0-		5	2,574.
6 Credits/Payments			
a 2012 estimated tax payments and 2011 overpayment credited to 2012	6a 32,190.		
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	32,190.	
8 Enter any penalty for underpayment of estimated tax. Check here <input type="checkbox"/> if Form 2220 is attached	8		
9 Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed	9		
10 Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10	29,616.	
11 Enter the amount of line 10 to be Credited to 2013 estimated tax <input checked="" type="checkbox"/> 2,600. Refunded <input type="checkbox"/>	11	27,016.	

**Part VII-A Statements Regarding Activities**

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

Form 990-PF (2012)

## NEIL &amp; AMELIA MCDANIEL CHARITABLE TRUST

Form 990-PF (2012)

DTD 11/01/77

94-2450149

Page 5

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

11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions)	11		X
12	Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement (see instructions)	12		X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address ► N/A	13	X	
14	The books are in care of ► WHITTIER TRUST COMPANY Telephone no ► 626-403-3286 Located at ► 625 FAIR OAKS AVE, SOUTH PASADENA, CA ZIP+4 ► 91030			
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 - Check here and enter the amount of tax-exempt interest received or accrued during the year ► 15 N/A 0.			
16	At any time during calendar year 2012, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country? See the instructions for exceptions and filing requirements for Form TD F 90-22.1 If "Yes," enter the name of the foreign country ►	16	Yes	No
				X

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

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

		Yes	No
1a	During the year did the foundation (either directly or indirectly)		
(1)	Engage in the sale or exchange, or leasing of property with a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(2)	Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(3)	Furnish goods, services, or facilities to (or accept them from) a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(4)	Pay compensation to, or pay or reimburse the expenses of, a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(5)	Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(6)	Agree to pay money or property to a government official? (Exception. Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days) <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
b	If any answer is "Yes" to 1a(1)-(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see instructions)? Organizations relying on a current notice regarding disaster assistance check here N/A <input type="checkbox"/>	1b	
c	Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2012?	1c	X
2	Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5))		
a	At the end of tax year 2012, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2012? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No If "Yes," list the years ►		
b	Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement - see instructions) N/A	2b	
c	If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here ►		
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
b	If "Yes," did it have excess business holdings in 2012 as a result of (1) any purchase by the foundation or disqualified persons after May 26, 1969, (2) the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest, or (3) the lapse of the 10-, 15-, or 20-year first phase holding period? (Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2012) N/A	3b	
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a	X
b	Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2012?	4b	X

Form 990-PF (2012)

**Part VII-B** Statements Regarding Activities for Which Form 4720 May Be Required (continued)**5a** During the year did the foundation pay or incur any amount to

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

☐ Yes ☒ No

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

☐ Yes ☒ No

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

☐ Yes ☒ No

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

☐ Yes ☒ No

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

☐ Yes ☒ No**b** If any answer is "Yes" to 5a(1)-(5), did any of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance (see instructions)?

N/A

5b

Organizations relying on a current notice regarding disaster assistance check here

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

N/A

☐ Yes ☐ No

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

**6a** Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract?☐ Yes ☒ No

6b

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

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

X

**7a** At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction?☐ Yes ☒ No**b** If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction?

N/A

7b

**Part VIII** Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors**1** List all officers, directors, trustees, foundation managers and their compensation.

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

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

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

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

0

Form 990-PF (2012)

Part VIII

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

(continued)

3

Five highest-paid independent contractors for professional services. If none, enter "NONE."

(a) Name and address of each person paid more than \$50,000	(b) Type of service	(c) Compensation
WHITTIER TRUST COMPANY 625 FAIR OAKS AVE, SOUTH PASADENA, CA 91030	ADMINISTRATION	101,363.
Total number of others receiving over \$50,000 for professional services		0

Part IX-A

Summary of Direct Charitable Activities

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

Part IX-B

Summary of Program-Related Investments

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



**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	5,311,250.
b	Average of monthly cash balances	1b	1,633,055.
c	Fair market value of all other assets	1c	
d	Total (add lines 1a, b, and c)	1d	6,944,305.
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	1e	0.
2	Acquisition indebtedness applicable to line 1 assets	2	0.
3	Subtract line 2 from line 1d	3	6,944,305.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	104,165.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	6,840,140.
6	Minimum investment return. Enter 5% of line 5	6	342,007.

**Part XI Distributable Amount** (see instructions) (Section 4942(j)(3) and (j)(5) private operating foundations and certain foreign organizations check here ☐ and do not complete this part)

1	Minimum investment return from Part X, line 6	1	342,007.
2a	Tax on investment income for 2012 from Part VI, line 5	2a	2,574.
b	Income tax for 2012 (This does not include the tax from Part VI)	2b	2,961.
c	Add lines 2a and 2b	2c	5,535.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	336,472.
4	Recoveries of amounts treated as qualifying distributions	4	0.
5	Add lines 3 and 4	5	336,472.
6	Deduction from distributable amount (see instructions)	6	0.
7	Distributable amount as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1	7	336,472.

**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	308,008.
b	Program-related investments - total from Part IX-B	1b	0.
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	2	
3	Amounts set aside for specific charitable projects that satisfy the		
a	Suitability test (prior IRS approval required)	3a	
b	Cash distribution test (attach the required schedule)	3b	
4	Qualifying distributions. Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	4	308,008.
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income. Enter 1% of Part I, line 27b	5	2,574.
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	305,434.

**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
<b>1</b> Distributable amount for 2012 from Part XI, line 7				336,472.
<b>2</b> Undistributed income, if any, as of the end of 2012				
<b>a</b> Enter amount for 2011 only			44,780.	
<b>b</b> Total for prior years		0.		
<b>3</b> Excess distributions carryover, if any, to 2012				
<b>a</b> From 2007				
<b>b</b> From 2008				
<b>c</b> From 2009				
<b>d</b> From 2010				
<b>e</b> From 2011				
<b>f</b> Total of lines 3a through e	0.			
<b>4</b> Qualifying distributions for 2012 from Part XII, line 4 ▶ \$ 308,008.				
<b>a</b> Applied to 2011, but not more than line 2a			44,780.	
<b>b</b> Applied to undistributed income of prior years (Election required - see instructions)		0.		
<b>c</b> Treated as distributions out of corpus (Election required - see instructions)	0.			
<b>d</b> Applied to 2012 distributable amount				263,228.
<b>e</b> Remaining amount distributed out of corpus	0.			
<b>5</b> Excess distributions carryover applied to 2012 (If an amount appears in column (d), the same amount must be shown in column (a))	0.			0.
<b>6</b> Enter the net total of each column as indicated below:				
<b>a</b> Corpus Add lines 3f, 4c, and 4e Subtract line 5	0.			
<b>b</b> Prior years' undistributed income Subtract line 4b from line 2b		0.		
<b>c</b> Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed		0.		
<b>d</b> Subtract line 6c from line 6b Taxable amount - see instructions		0.		
<b>e</b> Undistributed income for 2011 Subtract line 4a from line 2a Taxable amount - see instr			0.	
<b>f</b> Undistributed income for 2012 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2013				73,244.
<b>7</b> Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3)	0.			
<b>8</b> Excess distributions carryover from 2007 not applied on line 5 or line 7	0.			
<b>9</b> Excess distributions carryover to 2013. Subtract lines 7 and 8 from line 6a	0.			
<b>10</b> Analysis of line 9				
<b>a</b> Excess from 2008				
<b>b</b> Excess from 2009				
<b>c</b> Excess from 2010				
<b>d</b> Excess from 2011				
<b>e</b> Excess from 2012				

## Form 990-PF (2012)

94-2450149

Page 10

N/A

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

- b 85% of line 2a**

- d** Amounts included in line 2c not used directly for active conduct of exempt activities

- Subtract line 2d from line 2c**

- (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**

## 1 Information Regarding Foundation Managers:

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

NONE

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

NONE

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

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

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

- 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

## NEIL &amp; AMELIA MCDANIEL CHARITABLE TRUST

Form 990-PF (2012)

DTD 11/01/77

94-2450149 Page 11

**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
<b>a Paid during the year</b>				
ADULT LITERACY LEAGUE OF SONOMA COUNTY 4908 SONOMA HIGHWAY, SUITE B SANTA ROSA, CA 95409		509(A)(2)	GENERAL OPERATING SUPPORT	1,000.
ALAMEDA COUNTY COMMUNITY FOOD BANK, INC. P.O. BOX 2599 OAKLAND, CA 94614		170 (B)(1)(A)(VI)	GENERAL OPERATING SUPPORT	1,000.
AMERICAN HEALTH ASSISTANCE FOUNDATION 22512 GATEWAY CENTER DR. CLARKSBURG, MD 20871		170 (B)(1)(A)(VI)	GENERAL OPERATING SUPPORT	1,000.
AMERICAN NATIONAL RED CROSS 2025 E. STREET WASHINGTON, DC 20006		170 (B)(1)(A)(VI)	HURRICANE SANDY RELIEF	2,000.
AMERICAN NATIONAL RED CROSS 2025 E. STREET WASHINGTON, DC 20006		170 (B)(1)(A)(VI)	HURRICANE SANDY RELIEF	2,000.
<b>Total</b>	<b>SEE CONTINUATION SHEET(S)</b>			<b>195,500.</b>
<b>b Approved for future payment</b>				
NONE				
<b>Total</b>				<b>0.</b>





**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	500 SHS BERKSHIRE HATHAWAY CLASS B		03/15/12	12/28/12
b	500 SHS BRIGGS & STRATTON CORP		03/29/12	12/28/12
c	185 SHS IRON MOUNTAIN		11/21/12	12/28/12
d	225 SHS KELLOGG		06/22/12	12/28/12
e	175 SHS KRAFT FOODS		06/22/12	12/28/12
f	1625 SHS LEGGETT & PLATT INC		04/24/12	12/28/12
g	1000 SHS SIGMA ALDRICH CORP		05/04/12	12/28/12
h	1950 SHS TEVA PHARMACEUTICAL		03/29/12	12/28/12
i	1200 SHS EATON		09/23/11	12/06/12
j	700 SHS FREEPORT		12/21/11	12/28/12
k	300 SHS GENUINE PARTS		10/25/11	12/28/12
l	1500 SHS IRON MOUNTAIN		04/21/05	12/28/12
m	1000 SHS KELLOGG		11/03/11	12/28/12
n	1000 SHS NEUSTAR		09/05/10	12/28/12
o	2000 SHS QUESTAR		06/18/03	12/28/12

(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 44,414.		40,605.	3,809.
b 10,390.		8,915.	1,475.
c 5,698.		6,081.	-383.
d 12,475.		11,021.	1,454.
e 7,782.		7,155.	627.
f 43,031.		36,074.	6,957.
g 72,876.		68,512.	4,364.
h 72,616.		84,661.	-12,045.
i 62,334.		48,329.	14,005.
j 23,239.		26,390.	-3,151.
k 18,957.		16,826.	2,131.
l 46,203.		27,863.	18,340.
m 55,445.		50,059.	5,386.
n 41,788.		24,580.	17,208.
o 38,839.		11,129.	27,710.

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

(i) FMV as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	(l) Losses (from col (h)) Gains (excess of col (h) gain over col (k), but not less than "-0-")
a			3,809.
b			1,475.
c			-383.
d			1,454.
e			627.
f			6,957.
g			4,364.
h			-12,045.
i			14,005.
j			-3,151.
k			2,131.
l			18,340.
m			5,386.
n			17,208.
o			27,710.

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

2

3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6)  
If gain, also enter in Part I, line 8, column (c)  
If (loss), enter "-0-" in Part I, line 8

3

**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	4700 SHS SEI INVESTMENTS		01/26/04	12/28/12
b	1500 SHS STONEMOR		05/14/09	12/28/12
c	875 SHS TEVA PHARMACEUTICAL		10/25/11	12/28/12
d	KBD INVESTMENT		10/25/11	12/28/12
e	225 SHS ATMOS ENERGY		06/06/12	06/06/12
f	130 SHS AUTOMATIC DATA PROCESSING		05/09/12	06/06/12
g	35 SHS BLACKROCK INC		05/09/12	06/06/12
h	175 SHS COMPANHIA DE BEBIDAS DAS		05/09/12	06/06/12
i	0.67 SHS DUKE ENERGY CORP		05/09/12	09/05/12
j	145 SHS EATON CORP		05/09/12	12/06/12
k	115 SHS GENUINE PARTS		05/09/12	06/06/12
l	185 SHS HCP INC		05/09/12	06/06/12
m	0.67 SHS KRAFT FOODS		05/09/12	10/30/12
n	310 SHS LEGGETT & PLATT INC		05/09/12	06/06/12
o	80 SHS PHILIP MORRIS		05/09/12	06/05/12

(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 108,736.		77,192.	31,544.
b 32,064.		15,974.	16,090.
c 32,584.		34,485.	-1,901.
d 2,003.			2,003.
e 7,544.		7,356.	188.
f 6,813.		6,954.	-141.
g 5,945.		6,341.	-396.
h 6,416.		7,028.	-612.
i 44.		43.	1.
j 7,532.		6,600.	932.
k 6,960.		7,459.	-499.
l 7,474.		7,653.	-179.
m 31.		27.	4.
n 6,256.		6,538.	-282.
o 6,560.		6,871.	-311.

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

(i) FMV as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	(l) Losses (from col (h)) Gains (excess of col (h) gain over col (k), but not less than "-0-")
a			31,544.
b			16,090.
c			-1,901.
d			2,003.
e			188.
f			-141.
g			-396.
h			-612.
i			1.
j			932.
k			-499.
l			-179.
m			4.
n			-282.
o			-311.

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

2

3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6)  
If gain, also enter in Part I, line 8, column (c)  
If (loss), enter "-0-" in Part I, line 8

3



**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	360 SHS QUESTAR CORP		05/09/12	06/06/12
b	120 SHS TRAVELERS COMPANIES		05/09/12	06/06/12
c	OTHER HISTORICAL BASIS ADJUSTMENT		06/30/10	06/30/12
d				
e				
f				
g				
h				
i				
j				
k				
l				
m				
n				
o				

(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 7,266.		7,092.	174.
b 7,338.		7,685.	-347.
c		12,610.	-12,610.
d			
e			
f			
g			
h			
i			
j			
k			
l			
m			
n			
o			

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

(i) FMV as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	(l) Losses (from col (h)) Gains (excess of col (h) gain over col (k), but not less than "-0-")
a			174.
b			-347.
c			-12,610.
d			
e			
f			
g			
h			
i			
j			
k			
l			
m			
n			
o			

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	121,545.
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6) If gain, also enter in Part I, line 8, column (c) If (loss), enter "-0-" in Part I, line 8 }	3	N/A

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

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
AMNESTY INTERNATIONAL USA, INC. 5 PENN PLAZA, 16TH FLOOR NEW YORK, NY 10001		170(B)(1)(A)(VI)	GENERAL OPERATING SUPPORT	1,000.
ARTHRITIS FOUNDATION, INC. 657 MISSION ST., SUITE 603 SAN FRANCISCO, CA 94105		170 (B)(1)(A)(VI)	GENERAL OPERATING SUPPORT	1,000.
BAY AREA CRISIS NURSERY 1506 MENDOCINO DRIVE CONCORD, CA 94521		170 (B)(1)(A)(VI)	GENERAL OPERATING SUPPORT	1,000.
BAY AREA LEGAL AID 1735 TELEGRAPH AVENUE OAKLAND, CA 94612		170 (B)(1)(A)(VI)	PROGRAM SUPPORT	15,000.
BRADY CENTER TO PREVENT GUN VIOLENCE 1225 "I" STREET NW, SUITE 1100 WASHINGTON, DC 20005		170 (B)(1)(A)(VI)	GENERAL OPERATING SUPPORT	1,500.
BREAD AND ROSES BENEFIT AGENCY 233 TAMALPAIS DRIVE, SUITE 100 CORTE MADERA, CA 94925		170 (B)(1)(A)(VI)	GENERAL OPERATING SUPPORT	3,000.
CANCER SUPPORT COMMUNITY SAN FRANCISCO BAY AREA 3276 MCNUTT AVENUE WALNUT CREEK, CA 94597		170 (B)(1)(A)(VI)	GENERAL OPERATING SUPPORT	1,000.
CANTARE CON VIVO 1611 TELEGRAPH AVENUE, SUITE 801 OAKLAND, CA 94612		170 (B)(1)(A)(VI)	GENERAL OPERATING SUPPORT	10,000.
CARE 151 ELLIS ST. NE ATLANTA, GA 30303-2440			GENERAL OPERATING SUPPORT	1,000.
CERES COMMUNITY PROJECT P.O. BOX 1562 SEBASTOPOL, CA 95473-1562		170 (B)(1)(A)(VI)	COMMUNITY GARDEN	5,000.
Total from continuation sheets				188,500.

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

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
CLOROX COMPANY FOUNDATION 1221 BROADWAY OAKLAND, CA 94612		501C(3)	EMPLOYEE GIVING PROGRAM - GIVING	4,000.
COMMUNITY ACTION PARTNERSHIP OF SONOMA COUNTY 1300 N. DUTTON AVE. SANTA ROSA, CA 95401		170 (B)(1)(A)(VI)	GANG PREVENTION AND YOUTH SERVICES	3,000.
CONTRA COSTA CRISIS CENTER P.O. BOX 3364 WALNUT CREEK, CA 94598		170 (B)(1)(A)(VI)	GENERAL OPERATING SUPPORT	1,000.
DE LA SALLE HIGH SCHOOL 1130 WINTON DR CONCORD, CA 94518		170(B)(1)(A)(I)	GENERAL OPERATING SUPPORT	1,000.
DISCOVERY COUNSELING CENTER OF THE SAN RAMON VALLEY 115 TOWN & COUNTRY DRIVE, SUITE A DANVILLE, CA 94526		170 (B)(1)(A)(VI)	GENERAL OPERATING SUPPORT	1,000.
DOCTORS WITHOUT BORDERS USA, INC. PO BOX 5022 HAGERSTOWN, MD 21741		170 (B)(1)(A)(VI)	GENERAL OPERATING SUPPORT	1,000.
EARLE BAUM CENTER OF THE BLIND, INC. 4539 OCCIDENTAL ROAD SANTA ROSA, CA 95401		170 (B)(1)(A)(VI)	GENERAL OPERATING SUPPORT	1,000.
FINCA INTERNATIONAL, INC. 1101 14TH STREET, N. W. , SUITE 1101 WASHINGTON, DC 20005		170 (B)(1)(A)(VI)	GENERAL OPERATING SUPPORT	1,000.
FINCA INTERNATIONAL, INC. 1101 14TH STREET, N. W. , SUITE 1101 WASHINGTON, DC 20005		170 (B)(1)(A)(VI)	GENERAL OPERATING SUPPORT	1,000.
FISHER HOUSE FOUNDATION, INC. 111 ROCKVILLE PIKE, SUITE 420 ROCKVILLE, MD 20850		170 (B)(1)(A)(VI)	PROGRAM SUPPORT	1,000.
Total from continuation sheets				

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

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
FOOD BANK CONTRA COSTA AND SOLANO P.O. BOX 6324 CONCORD, CA 94524-1324		170 (B)(1)(A)(VI)	GENERAL OPERATING	1,000.
FOOD BANK CONTRA COSTA AND SOLANO P.O. BOX 6324 CONCORD, CA 94524-1324		170 (B)(1)(A)(VI)	GENERAL OPERATING SUPPORT	1,000.
FRIENDS OF DANVILLE LIBRARY 400 FRONT STREET DANVILLE, CA 94506		509(A)(2)	ENDOWMENT FUND	1,000.
FRIENDS OF THE BANCROFT LIBRARY 131 DOE LIBRARY BERKELEY, CA 94720-6000		509(A)(2)	MARK TWAIN PROJECT	1,500.
GIRLS INCORPORATED OF ALAMEDA COUNTY 13666 E. 14TH ST. SAN LEANDRO, CA 94578		509(A)(2)	BUILDING CAMPAIGN	5,000.
GLOBAL STUDENT EMBASSY PO BOX 544 SEBASTOPOL, CA 95473		170 (B)(1)(A)(VI)	PROGRAM SUPPORT	2,000.
HABITAT FOR HUMANITY OF SONOMA COUNTY 3273 AIRWAY DRIVE, SUITE E SANTA ROSA, CA 95403		170 (B)(1)(A)(VI)	GENERAL OPERATING SUPPORT	3,000.
HABITAT FOR HUMANITY, EAST BAY/SILICON VALLEY, INC. 2619 BROADWAY #205 OAKLAND, CA 94612		170 (B)(1)(A)(VI)	NEIL AND AMELIA MCDANIEL HOUSE	15,000.
HEIFER PROJECT INTERNATIONAL 1 WORLD AVENUE LITTLE ROCK, AR 72202-2863		170 (B)(1)(A)(VI)	GENERAL OPERATING SUPPORT	1,000.
HEIFER PROJECT INTERNATIONAL 1 WORLD AVENUE LITTLE ROCK, AR 72202-2863		170 (B)(1)(A)(VI)	GENERAL OPERATING SUPPORT	1,000.
Total from continuation sheets				

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

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
HOLY NAMES HIGH SCHOOL 4660 HARBORD OAKLAND, CA 94618		170(B)(1)(A)(I)	GENERAL OPERATING SUPPORT	1,000.
HOLY NAMES UNIVERSITY 3500 MOUNTAIN BLVD OAKLAND, CA 94619		170(B)(1)(A)(I)	GENERAL OPERATING SUPPORT	2,000.
HOLY NAMES UNIVERSITY 3500 MOUNTAIN BLVD OAKLAND, CA 94619		170(B)(1)(A)(I)	IN MEMORY OF NEIL & AMELIA	10,000.
HOSPICE OF THE EAST BAY 3470 BUSKIRK AVENUE PLEASANT HILL, CA 94523		170 (B)(1)(A)(VI)	BRUNS HOUSE	1,000.
HOOR CHILDREN INC. 13-07 37TH AVENUE LONG ISLAND CITY, NY 11101		170 (B)(1)(A)(VI)	GENERAL OPERATING SUPPORT	1,000.
KQED/NORTHERN CA PUBLIC BROADCASTING 2601 MARIPOSA STREET SAN FRANCISCO, CA 94110		170 (B)(1)(A)(VI)	GENERAL OPERATING SUPPORT	1,000.
LAGUNA DE SANTA ROSA FOUNDATION 900 SANFORD ROAD SANTA ROSA, CA 95401		170 (B)(1)(A)(VI)	PROGRAM SUPPORT	1,000.
LAGUNA DE SANTA ROSA FOUNDATION 900 SANFORD ROAD SANTA ROSA, CA 95401		170 (B)(1)(A)(VI)	GENERAL OPERATING SUPPORT	1,000.
LAMPLIGHTERS MUSIC THEATRE 469 BRYANT STREET SAN FRANCISCO, CA 94107		509(A)(2)	GENERAL OPERATING SUPPORT	1,000.
LIGHTHOUSE MINISTRIES OF THE VALLEY INC. 3620 HAPPY VALLEY ROAD, SUITE 200 LAFAYETTE, CA 94549		509(A)(1)	THE BRIDGE MINISTRY	2,000.
Total from continuation sheets				

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

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
MUSIC FROM BEAR VALLEY PO BOX 5068 BEAR VALLEY, CA 95223		509(A)(2)	BEAR VALLEY MUSIC FESTIVAL	5,000.
NAMI SONOMA COUNTY 1300 N. DUTTON AVENUE, SUITE A SANTA ROSA, CA 95401		509(A)(2)	GENERAL OPERATING SUPPORT	1,000.
NATIONAL MULTIPLE SCLEROSIS SOCIETY 1700 OWENS STREET, SUITE 190 SAN FRANCISCO, CA 94158		170 (B)(1)(A)(VI)	GENERAL OPERATING SUPPORT	1,000.
NEW YORK CARES, INC. 214 WEST 29TH STREET, 5TH FLOOR NEW YORK, NY 10001		170 (B)(1)(A)(VI)	GENERAL OPERATING SUPPORT	1,000.
NEXT STEP LEARNING CENTER, INC. 2222 CURTIS STREET OAKLAND, CA 94607		170 (B)(1)(A)(VI)	GENERAL OPERATING SUPPORT	1,000.
NEXT STEP LEARNING CENTER, INC. 2222 CURTIS STREET OAKLAND, CA 94607		170 (B)(1)(A)(VI)	GENERAL OPERATING SUPPORT	2,000.
NEXT STEP LEARNING CENTER, INC. 2222 CURTIS STREET OAKLAND, CA 94607		170 (B)(1)(A)(VI)	IN MEMORY OF NEIL & AMELIA	10,000.
NORTHERN LIGHT SCHOOL 3710 DORISA AVENUE OAKLAND, CA 94605		170 (B)(1)(A)(II)	IN MEMORY OF NEIL & AMELIA	5,000.
NURSE FAMILY PARTNERSHIP 1900 GRANT STREET, SUITE 400 DENVER, CO 80203		170 (B)(1)(A)(VI)	GENERAL OPERATING SUPPORT	1,000.
OXFAM - AMERICA, INC P.O. BOX 7011 ALBERT LEA, MN 56007		170 (B)(1)(A)(VI)	GENERAL OPERATING SUPPORT	1,000.
Total from continuation sheets				

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

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
PLANNED PARENTHOOD SHASTA PACIFIC 2185 PACHECO STREET CONCORD, CA 94520		509(A)(2)	GENERAL OPERATING SUPPORT	1,000.
PLANNED PARENTHOOD SHASTA PACIFIC 2185 PACHECO STREET CONCORD, CA 94520		509(A)(2)	GENERAL OPERATING SUPPORT	2,000.
RAINFOREST ACTION NETWORK 221 PINE STREET, SUITE 500 SAN FRANCISCO, CA 94101		170 (B)(1)(A)(VI)	GENERAL OPERATING SUPPORT	1,000.
RANCHO CIELO INC. P.O. BOX 6948 SALINAS, CA 93912		170 (B)(1)(A)(VI)	GENERAL OPERATING SUPPORT	1,000.
REGENTS OF THE UNIVERSITY OF CALIFORNIA AT BERKELEY HAVILAND HALL #7400 BERKELEY, CA 94720-7400		170 (B)(1)(A)(II)	JEFF JUE MEMORIAL SCHOLARSHIP FUND	1,000.
ROTACARE BAY AREA, INC. P.O. BOX 6461 SAN RAFAEL, CA 94903		170 (B)(1)(A)(VI)	GENERAL OPERATING SUPPORT	2,000.
RUBICON PROGRAMS, INC. 2500 BISSELL AVENUE RICHMOND, CA 94804		509(A)(2)	GENERAL OPERATING SUPPORT	2,000.
RUSSIAN RIVER KEEPER P. O. BOX 1335 HEALDSBURG, CA 95448		170 (B)(1)(A)(VI)	GENERAL OPERATING SUPPORT	1,000.
SAN RAMON VALLEY EDUCATION FOUNDATION P.O. BOX 231 DANVILLE, CA 94526		170 (B)(1)(A)(VI)	ENDOWMENT FUND	5,000.
SEBASTOPOL CENTER FOR THE ARTS 6780 DEPOT STREET SEBASTOPOL, CA 95472-3475		509(A)(2)	PROGRAM SUPPORT	3,000.
Total from continuation sheets				

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

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
SEBASTOPOL COMMUNITY CULTURAL CENTER P.O. BOX 2028 SEBASTOPOL, CA 95473		509(A)(2)	PROGRAM SUPPORT	1,000.
SHELTER INC OF CONTRA COSTA COUNTY 1815 ARNOLD DRIVE MARTINEZ, CA 94553		170 (B)(1)(A)(VI)	PROJECT HEARTH	1,000.
SONOMA COUNTY VET CONNECT 465 STONY POINT ROAD, SUITE 257 SANTA ROSA, CA 95401		170 (B)(1)(A)(VI)	PROGRAM SUPPORT	4,000.
SONOMA STATE UNIVERSITY ATHLETICS/MEN'S AND 1801 EAST COTATI AVENUE ROHNERT PARK, CA 94928-3009		170 (B)(1)(A)(II)	SCHOLARSHIP FUND	5,000.
SOUTHERN POVERTY LAW CENTER 400 WASHINGTON AVENUE MONTGOMERY, AL 36104		170 (B)(1)(A)(VI)	GENERAL OPERATING SUPPORT	1,000.
ST MARY'S CENTER 925 BROCKHURST STREET OAKLAND, CA 94608		170 (B)(1)(A)(VI)	GENERAL OPERATING SUPPORT	1,000.
ST. JUDE CHILDREN'S RESEARCH HOSPITAL 12365 LEWIS STREET SUITE 101 GARDEN GROVE, CA 92840		501 (C) 3, S170	PROGRAM SUPPORT	1,000.
STAND! FOR FAMILIES FREE OF VIOLENCE 1410 DANZIG PLAZA, SUITE 200 CONCORD, CA 94520		170 (B)(1)(A)(VI)	GENERAL OPERATING SUPPORT	1,000.
STEWARDS OF THE COAST AND REDWOODS P.O. BOX 2 DUNCANS MILLS, CA 95430		509(A)(2)	GENERAL OPERATING SUPPORT	1,000.
THE BAY AREA URBAN NETWORK/POINTS OF LIGHT YOUTH MINISTRIES 735 - 105 TH AVENUE OAKLAND, CA 94603		509(A)(2)	GENERAL OPERATING SUPPORT	2,000.
Total from continuation sheets				



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

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
THE COLORADO COLLEGE P.O. BOX 1117 COLORADO SPRINGS, CO 80901		170 (B)(1)(A)(II)	GENERAL OPERATING SUPPORT	1,000.
THE LIVING ROOM CENTER 636 CHERRY ST. SANTA ROSA, CA 95404		509(A)(2)	GENERAL OPERATING SUPPORT	1,500.
UNIVERSITY OF CALIFORNIA BERKELEY FOUNDATION GIFT PROCESSING PO BOX 60000 SAN FRANCISCO, CA 94160-1932		170(B)(1)(A)(IV)	COLLEGE OF LETTERS AND SCIENCES	1,000.
UNIVERSITY OF CALIFORNIA, SAN FRANCISCO FOUNDATION 220 MONTGOMERY ST. 5TH FLOOR SAN FRANCISCO, CA 94104-4709		170 (B)(1)(A)(VI)	DR. AI'S LYMPHOMA RESEARCH FUND	1,000.
UNIVERSITY OF PUGET SOUND 1500 N. WARNER STREET CMB1056 TACOMA, CA 98416-1056		170 (B)(1)(A)(II)	PUGET SOUND PARENTS	1,000.
WESTAR INSTITUTE INC. WILLAMETTE UNIVERSITY 900 STATE ST. SALEM, OR 97301		509(A)(2)	GENERAL OPERATING SUPPORT	1,000.
WOMENSING P.O. BOX 2014 ORINDA, CA 94563		509(A)(2)	IN HONOR OF ANN AND JIM PEARSON	10,000.
Total from continuation sheets				

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

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SOURCE	AMOUNT
INTEREST	4,910.
TOTAL TO FORM 990-PF, PART I, LINE 3, COLUMN A	4,910.

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FORM 990-PF DIVIDENDS AND INTEREST FROM SECURITIES STATEMENT 2

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SOURCE	GROSS AMOUNT	CAPITAL GAINS DIVIDENDS	COLUMN (A) AMOUNT
DIVIDEND INCOME	149,189.	0.	149,189.
TOTAL TO FM 990-PF, PART I, LN 4	149,189.	0.	149,189.

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FORM 990-PF OTHER INCOME STATEMENT 3

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DESCRIPTION	(A) REVENUE PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME
BUCKEYE PARTNERS	4,557.	4,557.	
STONEMOR PARTNERS	1,450.	1,450.	
ARAPAHOE PARTNERS	6,827.	6,827.	
TOTAL TO FORM 990-PF, PART I, LINE 11	12,834.	12,834.	

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FORM 990-PF LEGAL FEES STATEMENT 4

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DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
MISCELLANEOUS	291.	58.		233.
TO FM 990-PF, PG 1, LN 16A	291.	58.		233.

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FORM 990-PF	ACCOUNTING FEES			STATEMENT 5
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
ACCOUNTING FEES	9,990.	0.		9,990.
TO FORM 990-PF, PG 1, LN 16B	9,990.	0.		9,990.

FORM 990-PF	OTHER PROFESSIONAL FEES			STATEMENT 6
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
WTC ADMINISTRATION	101,363.	30,408.		70,955.
TO FORM 990-PF, PG 1, LN 16C	101,363.	30,408.		70,955.

FORM 990-PF	TAXES			STATEMENT 7
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
FOREIGN TAXES PAID	3,183.	637.		2,228.
FEDERAL, STATE AND OTHER TAXES	29,102.	0.		29,102.
TO FORM 990-PF, PG 1, LN 18	32,285.	637.		31,330.

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FORM 990-PF	U.S. AND STATE/CITY GOVERNMENT OBLIGATIONS	STATEMENT	8
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DESCRIPTION	U.S. GOV'T	OTHER GOV'T	BOOK VALUE	FAIR MARKET VALUE
MUNICIPAL BOND NOTES		X	479,525.	476,608.
TOTAL U.S. GOVERNMENT OBLIGATIONS				
TOTAL STATE AND MUNICIPAL GOVERNMENT OBLIGATIONS			479,525.	476,608.
TOTAL TO FORM 990-PF, PART II, LINE 10A			479,525.	476,608.

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FORM 990-PF	CORPORATE STOCK	STATEMENT	9
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DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
FIXED INCOME	405,500.	411,433.
FOREIGN INCOME	169,554.	177,754.
FOREIGN EQUITIES	957,652.	1,045,104.
US LARGE CAP	2,848,891.	3,107,430.
US SMALL & MIDCAP	551,102.	601,194.
PREFERRED STOCK	362,796.	372,130.
TOTAL TO FORM 990-PF, PART II, LINE 10B	5,295,495.	5,715,045.

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FORM 990-PF	CORPORATE BONDS	STATEMENT	10
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DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
CORPORATE BONDS	255,193.	258,626.
TOTAL TO FORM 990-PF, PART II, LINE 10C	255,193.	258,626.

FORM 990-PF

OTHER INVESTMENTS

STATEMENT 11

DESCRIPTION	VALUATION METHOD	BOOK VALUE	FAIR MARKET VALUE
BUCKEYE PARTNERS	COST	-3,719.	45,410.
ARAPAHOE PARTNERS	COST	12,710.	33,193.
MUTUAL FUNDS	COST	275,000.	273,311.
TOTAL TO FORM 990-PF, PART II, LINE 13		283,991.	351,914.

FORM 990-PF

PART VIII - LIST OF OFFICERS, DIRECTORS  
TRUSTEES AND FOUNDATION MANAGERS

STATEMENT 12

NAME AND ADDRESS	TITLE AND AVRG HRS/WK	COMPEN- SATION	EMPLOYEE BEN PLAN CONTRIB	EXPENSE ACCOUNT
JULIE LYTTLE NESBIT 625 FAIR OAKS AVE. #360 SOUTH PASADENA, CA 91030	SECRETARY 2.00	0.	0.	0.
WILLIAM GAGEN 625 FAIR OAKS AVE. #360 SOUTH PASADENA, CA 91030	TREASURER 2.00	0.	0.	0.
MARIANNE GAGEN 625 FAIR OAKS AVE. #360 SOUTH PASADENA, CA 91030	VICE PRESIDENT 2.00	0.	0.	0.
JOANNE DALE 625 FAIR OAKS AVE. #360 SOUTH PASADENA, CA 91030	PRESIDENT 2.00	0.	0.	0.
TERRY DALE 625 FAIR OAKS AVE. #360 SOUTH PASADENA, CA 91030	TRUSTEE 2.00	0.	0.	0.
TOTALS INCLUDED ON 990-PF, PAGE 6, PART VIII		0.	0.	0.

Form **990-W****Estimated Tax on Unrelated Business Taxable  
Income for Tax-Exempt Organizations**

OMB No 1545-0976

(Worksheet)

Department of the Treasury  
Internal Revenue Service

(and on Investment Income for Private Foundations)

FORM 990-T

(Keep for your records. Do not send to the Internal Revenue Service.)

**2013**

1	Unrelated business taxable income expected in the tax year	1				
2	Tax on the amount on line 1. See instructions for tax computation	2				
3	Alternative minimum tax (see instructions)	3				
4	Total Add lines 2 and 3	4				
5	Estimated tax credits (see instructions)	5				
6	Subtract line 5 from line 4	6				
7	Other taxes (see instructions)	7				
8	Total Add lines 6 and 7	8				
9	Credit for federal tax paid on fuels (see instructions)	9				
10a	Subtract line 9 from line 8 <b>Note</b> If less than \$500, the organization is not required to make estimated tax payments Private foundations, see instructions	10a				
b	Enter the tax shown on the 2012 return (see instructions) <b>Caution.</b> If zero or the tax year was for less than 12 months, skip this line and enter the amount from line 10a on line 10c	10b	2,961.			
c	<b>2013 Estimated Tax.</b> Enter the smaller of line 10a or line 10b If the organization is required to skip line 10b, enter the amount from line 10a on line 10c	10c	3,000.			
		<b>ADJUSTED TO</b>				
11	Installment due dates (see instructions)	(a)	(b)	(c)	(d)	
		11	05/15/13	06/17/13	09/16/13	12/16/13
12	Required installments. Enter 25% of line 10c in columns (a) through (d) unless the organization uses the annualized income installment method, the adjusted seasonal installment method, or is a "large organization" (see instructions)	12	750.	750.	750.	750.
13	2012 Overpayment (see instructions)	13	750.	750.	29.	
14	Payment due. (Subtract line 13 from line 12.)	14			721.	750.

LHA For Paperwork Reduction Act Notice, see instructions.

Form **990-W** (2013)

ESTIMATED TAX	3,000.
OVERPAYMENT APPLIED	1,529.
AMOUNT DUE	1,471.