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 07/01 **, 2012, and ending** 06/30, 20 13

Name of foundation
ALLIANCE HEALTHCARE FOUNDATION

Number and street (or P O box number if mail is not delivered to street address)
5060 SHOREHAM DRIVE SUITE 350

Room/suite

City or town, state, and ZIP code
SAN DIEGO, CA 92122

A Employer identification number
33-0340635

B Telephone number (see instructions)
(858) 874-3788

C If exemption application is pending, check here ▶ ☐

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

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

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

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

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

I Fair market value of all assets at end of year *(from Part II, col (c), line 16)* ▶ $ 68,357,370

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

Part I **Analysis of Revenue and Expenses** *(The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see instructions))*

		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
Revenue	1 Contributions, gifts, grants, etc , received (attach schedule)				
	2 Check ▶ ☒ if the foundation is **not** required to attach Sch B				
	3 Interest on savings and temporary cash investments				
	4 Dividends and interest from securities	1,583,465	1,751,341		
	5a Gross rents				
	b Net rental income or (loss)				
	6a Net gain or (loss) from sale of assets not on line 10	3,294,749			
	b Gross sales price for all assets on line 6a 34,347,072				
	7 Capital gain net income (from Part IV, line 2)		3,988,618		
	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) (attach schedule)				
	11 Other income (attach schedule) ATCH 1		151,058		
	12 **Total** Add lines 1 through 11	4,878,214	5,891,017		
Operating and Administrative Expenses	13 Compensation of officers, directors, trustees, etc	433,876	117,258		316,617
	14 Other employee salaries and wages	97,473	13,452		84,021
	15 Pension plans, employee benefits	71,946	3,597		68,349
	16a Legal fees (attach schedule)	3,785			3,785
	b Accounting fees (attach schedule)	31,904	15,952		15,952
	c Other professional fees (attach schedule) *	154,287	6,132		148,155
	17 Interest				
	18 Taxes (attach schedule) (see instructions) ATCH 3	120,440			
	19 Depreciation (attach schedule) and depletion	31,330			
	20 Occupancy	103,864	10,386		93,478
	21 Travel, conferences, and meetings	55,780	5,578		50,202
	22 Printing and publications				
	23 Other expenses (attach schedule) ATCH 4	86,243	285,631		141,108
	24 **Total operating and administrative expenses** Add lines 13 through 23	1,190,928	457,986		921,667
	25 Contributions, gifts, grants paid	2,339,024			2,339,024
	26 **Total expenses and disbursements** Add lines 24 and 25	3,529,952	457,986		3,260,691
	27 Subtract line 26 from line 12				
	a **Excess of revenue over expenses and disbursements**	1,348,262			
	b **Net investment income** (if negative, enter -0-)		5,433,031		
	c **Adjusted net income** (if negative, enter -0-)				

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Part II Balance Sheets

		Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions)	Beginning of year	End of year	
			(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1	Cash - non-interest-bearing			
	2	Savings and temporary cash investments	158,997	263,563	263,563
	3	Accounts receivable ▶ Less allowance for doubtful accounts ▶			
	4	Pledges receivable ▶ Less allowance for doubtful accounts ▶			
	5	Grants receivable			
	6	Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see instructions)			
	7	Other notes and loans receivable (attach schedule) ▶ Less allowance for doubtful accounts ▶			
	8	Inventories for sale or use			
	9	Prepaid expenses and deferred charges	31,919	29,015	29,015
	10 a	Investments - U S and state government obligations (attach schedule)			
	b	Investments - corporate stock (attach schedule) ATCH 5	25,863,318	25,441,655	25,441,655
	c	Investments - corporate bonds (attach schedule)			
	11	Investments - land, buildings, and equipment basis ▶ Less accumulated depreciation (attach schedule) ▶			
	12	Investments - mortgage loans			
	13	Investments - other (attach schedule) ATCH 6	39,958,075	41,399,759	41,399,759
	14	Land, buildings, and equipment basis ▶ 196,877 Less accumulated depreciation (attach schedule) ▶ 131,211	88,116	65,666	65,666
	15	Other assets (describe ▶ ATCH 7)	1,157,712	1,157,712	1,157,712
	16	**Total assets** (to be completed by all filers - see the instructions Also, see page 1, item I)	67,258,137	68,357,370	68,357,370
Liabilities	17	Accounts payable and accrued expenses	206,950	152,869	
	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)	206,950	152,869	
Net Assets or Fund Balances		**Foundations that follow SFAS 117, check here ▶ ☒ and complete lines 24 through 26 and lines 30 and 31.**			
	24	Unrestricted	66,863,477	68,081,020	
	25	Temporarily restricted	187,710	123,481	
	26	Permanently restricted			
		Foundations that do not follow SFAS 117, check here and complete lines 27 through 31. ▶ ☐			
	27	Capital stock, trust principal, or current funds			
	28	Paid-in or capital surplus, or land, bldg , and equipment fund			
	29	Retained earnings, accumulated income, endowment, or other funds			
	30	**Total net assets or fund balances** (see instructions)	67,051,187	68,204,501	
	31	**Total liabilities and net assets/fund balances** (see instructions)	67,258,137	68,357,370	

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	67,051,187
2	Enter amount from Part I, line 27a	2	1,348,262
3	Other increases not included in line 2 (itemize) ▶	3	
4	Add lines 1, 2, and 3	4	68,399,449
5	Decreases not included in line 2 (itemize) ▶ ATCH 8	5	194,948
6	Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	68,204,501

Part IV Capital Gains and Losses for Tax on Investment Income

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

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

	Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (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				
b				
c				
d				
e				

2	Capital gain net income or (net capital loss) { If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7 }	2	3,988,618
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	0

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	2,298,230	64,488,734	0 035638
2010	3,177,583	61,336,200	0 051806
2009	2,683,926	60,361,812	0 044464
2008	4,446,553	62,153,185	0 071542
2007	5,382,625	80,586,452	0 066793

2	Total of line 1, column (d)	2	0 270243
3	Average distribution ratio for the 5-year base period - divide the total on line 2 by 5, or by the number of years the foundation has been in existence if less than 5 years	3	0.054049
4	Enter the net value of noncharitable-use assets for 2012 from Part X, line 5	4	67,720,609
5	Multiply line 4 by line 3	5	3,660,231
6	Enter 1% of net investment income (1% of Part I, line 27b)	6	54,330
7	Add lines 5 and 6	7	3,714,561
8	Enter qualifying distributions from Part XII, line 4	8	3,260,691

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

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

1a	Exempt operating foundations described in section 4940(d)(2), check here ▶ ☐ and enter "N/A" on line 1 . . . Date of ruling or determination letter _______________ (attach copy of letter if necessary - see instructions)				
b	Domestic foundations that meet the section 4940(e) requirements in Part V, check here ▶ ☐ and enter 1% of Part I, line 27b			1	108,661
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	108,661
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	108,661
6	Credits/Payments				
a	2012 estimated tax payments and 2011 overpayment credited to 2012 . . .	6a	117,694		
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	117,694
8	Enter any **penalty** for underpayment of estimated tax Check here ☒ if Form 2220 is attached			8	122
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	8,911
11	Enter the amount of line 10 to be **Credited to 2013 estimated tax** ▶ 8,911 **Refunded** ▶			11	

Part VII-A Statements Regarding Activities

			Yes	No
1a	During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?	1a		X
b	Did it spend more than $100 during the year (either directly or indirectly) for political purposes (see Instructions for the definition)?	1b		X
	*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		X
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?	2		X
	If "Yes," attach a detailed description of the activities			
3	Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? *If "Yes," attach a conformed copy of the changes*	3		X
4a	Did the foundation have unrelated business gross income of $1,000 or more during the year?	4a	X	
b	If "Yes," has it filed a tax return on **Form 990-T** for this year?	4b	X	
5	Was there a liquidation, termination, dissolution, or substantial contraction during the year?	5		X
	If "Yes," attach the statement required by General Instruction T			
6	Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	6	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*	7	X	
8a	Enter the states to which the foundation reports or with which it is registered (see instructions) ▶ CA,			
b	If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by *General Instruction G? If "No," attach explanation*	8b	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*	9		X
10	Did any persons become substantial contributors during the tax year? *If "Yes," attach a schedule listing their names and addresses*	10		X

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

			Yes	No
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?	13	X	

Website address ▶ WWW ALLIANCEHF ORG

14 The books are in care of ▶ ALLIANCE HEALTHCARE FOUNDATION Telephone no ▶ 858-678-0974

Located at ▶ 5060 SHOREHAM PLACE, STE 350 SAN DIEGO, CA ZIP+4 ▶ 92122

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

			Yes	No
16	At any time during calendar year 2012, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country?	16		X
	See the instructions for exceptions and filing requirements for Form TD F 90-22 1 If "Yes," enter the name of the foreign country ▶			

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

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

			Yes	No
1a	During the year did the foundation (either directly or indirectly)			
	(1) Engage in the sale or exchange, or leasing of property with a disqualified person? ☐ Yes ☒ No			
	(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? ☐ Yes ☒ No			
	(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? ☐ Yes ☒ No			
	(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? ☒ Yes ☐ No			
	(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)? ☐ Yes ☒ No			
	(6) Agree to pay money or property to a government official? (**Exception.** Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days) ☐ Yes ☒ No			
b	If any answer is "Yes" to 1a(1)-(6), did **any** of the acts fail to qualify under the exceptions described in Regulations section 53 4941(d)-3 or in a current notice regarding disaster assistance (see instructions)?	1b		X
	Organizations relying on a current notice regarding disaster assistance check here ▶ ☐			
c	Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2012?	1c		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? ☐ Yes ☒ 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)	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? ☐ Yes ☒ No			
b	If "Yes," did it have excess business holdings in 2012 as a result of **(1)** any purchase by the foundation or disqualified persons after May 26, 1969, **(2)** the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest, or **(3)** the lapse of the 10-, 15-, or 20-year first phase holding period? *(Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2012)*	3b		
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

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: X

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
ATCH 9		396,865	17,451	0

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

(a) Name and address of each employee paid more than $50,000	(b) Title, and average hours per week devoted to position	(c) Compensation	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
ATCH 10		75,000	14,361	0

Total number of other employees paid over $50,000 ▶ 1

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
ATCH 11		407,041
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 N/A	
2	
3	
4	

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

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2	Amount
1 NONE	
2	
All other program-related investments See instructions 3 NONE	
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	67,546,149
b	Average of monthly cash balances			1b	165,237
c	Fair market value of all other assets (see instructions)			1c	1,040,501
d	**Total** (add lines 1a, b, and c)			1d	68,751,887
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	68,751,887
4	Cash deemed held for charitable activities Enter 1 1/2 % of line 3 (for greater amount, see instructions)			4	1,031,278.
5	**Net value of noncharitable-use assets.** Subtract line 4 from line 3 Enter here and on Part V, line 4			5	67,720,609
6	**Minimum investment return.** Enter 5% of line 5			6	3,386,030

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	3,386,030
2a	Tax on investment income for 2012 from Part VI, line 5	2a	108,661		
b	Income tax for 2012 (This does not include the tax from Part VI)	2b			
c	Add lines 2a and 2b			2c	108,661.
3	Distributable amount before adjustments Subtract line 2c from line 1			3	3,277,369
4	Recoveries of amounts treated as qualifying distributions			4	
5	Add lines 3 and 4			5	3,277,369
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	3,277,369.

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	3,260,691
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	3,260,691
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	0
6	**Adjusted qualifying distributions.** Subtract line 5 from line 4	6	3,260,691

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					3,277,369
2	Undistributed income, if any, as of the end of 2012					
a	Enter amount for 2011 only					
b	Total for prior years 20 10 ,20 09 ,20 08					
3	Excess distributions carryover, if any, to 2012					
a	From 2007	1,096,553				
b	From 2008	1,353,966				
c	From 2009					
d	From 2010	194,170				
e	From 2011					
f	**Total** of lines 3a through e		2,644,689			
4	Qualifying distributions for 2012 from Part XII, line 4 ▶ $ 3,260,691					
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					3,260,691
e	Remaining amount distributed out of corpus					
5	Excess distributions carryover applied to 2012 *(If an amount appears in column (d), the same amount must be shown in column (a))*		16,678			16,678
6	**Enter the net total of each column as indicated below:**					
a	Corpus Add lines 3f, 4c, and 4e Subtract line 5		2,628,011			
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					
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)		1,079,875			
9	**Excess distributions carryover to 2013.** Subtract lines 7 and 8 from line 6a		1,548,136			
10	Analysis of line 9					
a	Excess from 2008	1,353,966				
b	Excess from 2009					
c	Excess from 2010	194,170				
d	Excess from 2011					
e	Excess from 2012					

Part XIV Private Operating Foundations (see instructions and Part VII-A, question 9) NOT APPLICABLE

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

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

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

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

1 **Information Regarding Foundation Managers:**

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

NONE

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

NONE

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

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

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

N/A

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

ATCH 12

c Any submission deadlines

ATCH 13

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

ATCH 14

Part XV · **Supplementary Information** (continued)

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

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a *Paid during the year*				
SEE ATTACHMENT A				2,339,024
Total . . . . ▶ **3a**				2,339,024
b *Approved for future payment*				
SEE ATTACHMENT B				1,546,000
Total . . . . ▶ **3b**				1,546,000

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated	Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income (See instructions)
	(a) Business code	(b) Amount	(c) Exclusion code	(d) Amount	
1 Program service revenue					
a					
b					
c					
d					
e					
f					
g Fees and contracts from government agencies					
2 Membership dues and assessments					
3 Interest on savings and temporary cash investments					
4 Dividends and interest from securities			14	1,583,465	
5 Net rental income or (loss) from real estate					
a Debt-financed property					
b Not debt-financed property					
6 Net rental income or (loss) from personal property					
7 Other investment income					
8 Gain or (loss) from sales of assets other than inventory			18	3,294,749	
9 Net income or (loss) from special events					
10 Gross profit or (loss) from sales of inventory					
11 Other revenue a					
b					
c					
d					
e					
12 Subtotal Add columns (b), (d), and (e)				4,878,214	

13 **Total.** Add line 12, columns (b), (d), and (e) 13 4,878,214

(See worksheet in line 13 instructions to verify calculations)

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

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

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

			Yes	No
1	Did the organization directly or indirectly engage in any of the following with any other organization described in section 501(c) of the Code (other than section 501(c)(3) organizations) or in section 527, relating to political organizations?			
a	Transfers from the reporting foundation to a noncharitable exempt organization of			
	(1) Cash	1a(1)		X
	(2) Other assets	1a(2)		X
b	Other transactions			
	(1) Sales of assets to a noncharitable exempt organization	1b(1)		X
	(2) Purchases of assets from a noncharitable exempt organization	1b(2)		X
	(3) Rental of facilities, equipment, or other assets	1b(3)		X
	(4) Reimbursement arrangements	1b(4)		X
	(5) Loans or loan guarantees	1b(5)		X
	(6) Performance of services or membership or fundraising solicitations	1b(6)		X
c	Sharing of facilities, equipment, mailing lists, other assets, or paid employees	1c		X

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

(a) Line no	(b) Amount involved	(c) Name of noncharitable exempt organization	(d) Description of transfers, transactions, and sharing arrangements
	N/A		N/A

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

b If "Yes," complete the following schedule

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

Sign Here

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

Signature of officer or trustee | 4/28/14 Date | ▶ CFO Title

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

Paid Preparer Use Only

Print/Type preparer's name	Preparer's signature	Date	Check ☐ if self-employed	PTIN
JOSEPH S DE TRANE	Digitally signed by De Trane Joe Date 2014 04 24 11 45 47-07'00'			P00329386

Firm's name ▶ GRANT THORNTON LLP | Firm's EIN ▶ 36-6055558

Firm's address ▶ ONE CALIFORNIA STREET, SUITE 2300
SAN FRANCISCO, CA 94111 | Phone no 415-986-3900

ALLIANCE HEALTHCARE FOUNDATION 33-0340635

FORM 990-PF - PART IV

CAPITAL GAINS AND LOSSES FOR TAX ON INVESTMENT INCOME

Kind of Property		Description				P or D	Date acquired	Date sold
Gross sale price less expenses of sale	Depreciation allowed/ allowable	Cost or other basis	FMV as of 12/31/69	Adj basis as of 12/31/69	Excess of FMV over adj basis		Gain or (loss)	
		BOOK REALIZED GAIN ON INVESTMENTS				P	VAR	VAR
33653203		30358454					3,294,749	
		K-1 REALIZED GAIN				P	VAR	VAR
693,869							693,869	
TOTAL GAIN(LOSS)							3,988,618	

ATTACHMENT 1

FORM 990PF, PART I - OTHER INCOME

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
UNRECORDED K-1 PASS THROUGH UBI	69,463.	
UNRECORDED K-1 PASS THROUGH UBI	-69,463.	
UNRECORDED K-1 PASSTHROUGH OTHER INCOME	151,058.	151,058.
UNRECORDED K-1 PASSTHROUGH OTHER INCOME	-151,058.	
TOTALS		151,058

ATTACHMENT 2

FORM 990PF, PART I - OTHER PROFESSIONAL FEES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME	CHARITABLE PURPOSES
INVESTMENT FEES	3,237.	3,237.	
CONSULTING FEES	122,098.		122,098.
PROFESSIONAL SERVICES	28,952.	2,895	26,057.
TOTALS	154,287.	6,132.	148,155

ATTACHMENT 3

FORM 990PF, PART I - TAXES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS
FEDERAL EXCISE TAXES	120,440.
TOTALS	120,440.

ATTACHMENT 4

FORM 990PF, PART I - OTHER EXPENSES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME	CHARITABLE PURPOSES
K-1 PASS THROUGH DEDUCTIONS	285,631.	285,631.	
ADJUSTMENT TO PASSTHROUGH	-285,631.		
MEMBERSHIPS & SUBSCRIPTIONS	9,691.		9,691.
INSURANCE	23,454.		23,454.
EQUIPMENT RENTALS	6,411.		6,411
IT/SOFTWARE SUPPORT	25,717.		25,717.
MEALS & ENTERTAINMENT	5,948		5,951
OFFICE EXPENSES	14,897		14,897.
REPAIRS AND MAINTENANCE	125.		125.
ACCRUAL TO CASH ADJUSTMENT			54,862.
TOTALS	86,243.	285,631	141,108

ATTACHMENT 5

FORM 990PF, PART II - CORPORATE STOCK

DESCRIPTION		ENDING BOOK VALUE	ENDING FMV
LARGE CAP EQUITIES		25,441,655.	25,441,655.
	TOTALS	25,441,655.	25,441,655.

ATTACHMENT 6

FORM 990PF, PART II - OTHER INVESTMENTS

DESCRIPTION	ENDING BOOK VALUE	ENDING FMV
FIXED INCOME	30,309,339	30,309,339
PRIVATE EQUITY FUNDS	11,090,420	11,090,420.
TOTALS	41,399,759.	41,399,759.

ATTACHMENT 7

FORM 990PF, PART II - OTHER ASSETS

DESCRIPTION	ENDING BOOK VALUE	ENDING FMV
CHARITABLE REMAINDER TRUST	52,982.	52,982.
CHARITABLE GIFT ANNUITY	1,104,730.	1,104,730.
TOTALS	1,157,712	1,157,712.

ATTACHMENT 8

FORM 990PF, PART III - OTHER DECREASES IN NET WORTH OR FUND BALANCES

DESCRIPTION	AMOUNT
UNREALIZED LOSS	130,719.
CHANGE IN VALUE OF SPLIT INT AGREEMENTS	64,229.
TOTAL	194,948.

FORM 990PF, PART VIII - LIST OF OFFICERS, DIRECTORS, AND TRUSTEES

ATTACHMENT 9

NAME AND ADDRESS	TITLE AND AVERAGE HOURS PER WEEK DEVOTED TO POSITION	COMPENSATION	CONTRIBUTIONS TO EMPLOYEE BENEFIT PLANS	EXPENSE ACCT AND OTHER ALLOWANCES
NANCY SASAKI 5060 SHOREHAM DRIVE SUITE 350 SAN DIEGO, CA 92122	EXECUTIVE DIRECTOR 40 00	157,917	17,317	0
ARTHUR ROKE 5060 SHOREHAM DRIVE SUITE 350 SAN DIEGO, CA 92122	CFO 30 00	116,578	134	0
ROBERT B MCCRAY 5060 SHOREHAM DRIVE SUITE 350 SAN DIEGO, CA 92122	TRUSTEE 2 00	14,780	0	0
KATHLYN MEAD 5060 SHOREHAM DRIVE SUITE 350 SAN DIEGO, CA 92122	TRUSTEE 2.00	11,320	0	0
ELIZABETH DREICER 5060 SHOREHAM DRIVE SUITE 350 SAN DIEGO, CA 92122	TRUSTEE 2 00	15,000	0	0
JOE RAMSDELL 5060 SHOREHAM DRIVE SUITE 350 SAN DIEGO, CA 92122	TRUSTEE 2.00	16,340	0	0

FORM 990PF, PART VIII - LIST OF OFFICERS, DIRECTORS, AND TRUSTEES

ATTACHMENT 9 (CONT'D)

NAME AND ADDRESS	TITLE AND AVERAGE HOURS PER WEEK DEVOTED TO POSITION	COMPENSATION	CONTRIBUTIONS TO EMPLOYEE BENEFIT PLANS	EXPENSE ACCT AND OTHER ALLOWANCES
DONALD JONES 5060 SHOREHAM DRIVE SUITE 350 SAN DIEGO, CA 92122	TRUSTEE 2 00	8,000.	0	0
ROSEMARIE MARSHALL JOHNSON, M D 5060 SHOREHAM DRIVE SUITE 350 SAN DIEGO, CA 92122	TRUSTEE 2 00	14,200	0	0
JEFFREY S WILLMANN 5060 SHOREHAM DRIVE SUITE 350 SAN DIEGO, CA 92122	TRUSTEE 2 00	8,800	0	0
ATUL PATEL 5060 SHOREHAM DRIVE SUITE 350 SAN DIEGO, CA 92122	TRUSTEE 2 00	11,130	0	0
DWIGHT SMITH 5060 SHOREHAM DRIVE SUITE 350 SAN DIEGO, CA 92122	TRUSTEE 2 00	11,200.	0	0
STANLEY LEWIS 5060 SHOREHAM DRIVE SUITE 350 SAN DIEGO, CA 92122	TRUSTEE 2 00	11,600	0	0
	GRAND TOTALS	396,865.	17,451	0

990PF, PART VIII - COMPENSATION OF THE FIVE HIGHEST PAID EMPLOYEES

ATTACHMENT 10

NAME AND ADDRESS	TITLE AND AVERAGE HOURS PER WEEK DEVOTED TO POSITION	COMPENSATION	CONTRIBUTIONS TO EMPLOYEE BENEFIT PLANS
SYLVIA BARRON 5060 SHOREHAM DRIVE SUITE 350 SAN DIEGO, CA 92122	GRANT OFFICER 40.00	75,000.	14,361.
	TOTAL COMPENSATION	75,000.	14,361.

990PF, PART VIII- COMPENSATION OF THE FIVE HIGHEST PAID PROFESSIONALS

ATTACHMENT 11

NAME AND ADDRESS	TYPE OF SERVICE	COMPENSATION
GOVERNOR PARK, ASSOCIATES PO BOX 844218 LOS ANGELES, CA 90084-4218	LEASE	172,916
SWG LLC 3219 E CAMELBACK RD, STE 448 PHOENIX, AZ 85018	PROFESSIONAL	112,125.
IDEAHAUS LLC 10188 TELESIS CT. STE 130 SAN DIEGO, CA 92121	CONSULTING	122,000.
TOTAL COMPENSATION		407,041

ATTACHMENT 12

990PF, PART XV - FORM AND CONTENTS OF SUBMITTED APPLICATIONS

PROVIDE A LETTER OF INTENT (DETAILING PROJECT, RATIONALE AND BUDGET), AND A COPY OF THE IRS EXEMPT STATUS DETERMINATION LETTER. UPON REVIEW, APPLICANTS WILL BE REQUIRED TO SUBMIT A FULL PROPOSAL REQUEST INCLUDING SUPPORTING DOCUMENTATION

ATTACHMENT 13

990PF, PART XV - SUBMISSION DEADLINES

FALL AND SPRING DUE DATES TO APPLY. SEE WEBSITE (WWW ALLIANCEHF.ORG) FOR DETAILS.

ATTACHMENT 14

990PF, PART XV - RESTRICTIONS OR LIMITATIONS ON AWARDS

THERE ARE LIMITATIONS ON FUNDS FOR RESEARCH, LOBBYING AND PROJECT CONTINUATION FUNDING IS PROVIDED PRIMARILY TO HEALTHCARE PROGRAMS THAT PROMOTE ACCESS TO HEALTHCARE FOR THE MEDICALLY UNDERSERVED IN SAN DIEGO COUNTY.

Alliance Healthcare Foundation, Grant Payments Fiscal Year 2013

Recipient Name	Recipient Address	Recipient Relationship and Purpose of Grant	Recipient Status	Payment Amount
A New PATH - Strut for Sobriety	2527 DOUBLETREE RD SPRING VALLEY, CA 91978-	Not Related Health Care Programs	170(b)(1)(A)(vi)	$170 00
Alliance Health Clinic	5952 EL CAJON BLVD SAN DIEGO CA 92115-3828	Not Related Health Care Programs	170(b)(1)(A)(vi)	$50,000 00
Athletes for Education	4964 WARING ROAD A SAN DIEGO, CA 92120-2733	Not Related Health Care Programs	170(b)(1)(A)(vi)	$25,000 00
Bayside Community Center	2202 Comstock St, San Diego, CA 92111	Not Related Health Care Programs	170(b)(1)(A)(vi)	$60 00
Bayside Community Center	2202 Comstock St, San Diego, CA 92111	Not Related Health Care Programs	170(b)(1)(A)(vi)	$25,000 00
Bayside Community Center (freezer)	2202 Comstock St, San Diego, CA 92111	Not Related Health Care Programs	170(b)(1)(A)(vi)	$824 98
Bayside Community Center (fridge)	2202 Comstock St, San Diego, CA 92111	Not Related Health Care Programs	170(b)(1)(A)(vi)	$2,616 00
Calexico New River Committee, Inc	PO BOX 2374 CALEXICO, CA 92232-2374	Not Related Health Care Programs	170(b)(1)(A)(vi)	$10,000 00
Cancer Resource Center of the Desert	PO BOX 513 EL CENTRO, CA 92244-0513	Not Related Health Care Programs	170(b)(1)(A)(vi)	$25,000 00
Casa de Amparo	P O Box 410, San Luis Rey, CA 92068-9897	Not Related Health Care Programs	170(b)(1)(A)(vi)	$300 00
Center for Community Solutions	4508 MISSION BAY DR SAN DIEGO, CA 92109-4919	Not Related Health Care Programs	170(b)(1)(A)(vi)	$25,450 00
CHIP - Crew Rendevous	5095 MURPHY CANYON ROAD NO 105 SAN DIEGO, CA 92123-4348	Not Related Health Care Programs	170(b)(1)(A)(iv)	$1,500 00
Christie's Place, Inc	2440 3RD AVE SAN DIEGO, CA 92101-1516	Not Related Health Care Programs	170(b)(1)(A)(iv)	$50,000 00
Comite Civico del Valle Inc	699 E ST BRAWLEY, CA 92227-1932	Not Related Health Care Programs	170(b)(1)(A)(vi)	$25,000 00
Court Appointed Special Advocates, Imperial County	229 S 8TH ST SUITE B EL CENTRO, CA 92243-2902	Not Related Health Care Programs	170(b)(1)(A)(vi)	$25,000 00
Elder Help of San Diego	4069 30th Street, San Diego, CA 92104	Not Related Health Care Programs	170(b)(1)(A)(vi)	$75,000 00
Environmental Health Coalition	2727 Hoover Ave, National City, CA 91950	Not Related Health Care Programs	170(b)(1)(A)(vi)	$50,150 00
Fresh Start Surgical Gifts	2011 PALOMAR AIRPORT ROAD 206 CARLSBAD, CA 92011-1432	Not Related Health Care Programs	170(b)(1)(A)(vi)	$5,000 00
Healthy Mothers, Healthy Babies Coalition, Incorporated	121 N WASHINGTON ST STE 300 ALEXANDRIA, VA 22314-3174	Not Related Health Care Programs	170(b)(1)(A)(vi)	$100,000 00
Heffernan Memorial Healthcare District	601 HEBER AVE CALEXICO, CA 92231-2813	Not Related Health Care Programs	170(b)(1)(A)(vi)	$25,000 00
Home Start	5005 TEXAS ST STE 203 SAN DIEGO, CA 92108-3723	Not Related Health Care Programs	170(b)(1)(A)(vi)	$300 00
Imperial Valley Food Pantry	PO BOX 4406 EL CENTRO, CA 92244-4406	Not Related Health Care Programs	170(b)(1)(A)(vi)	$25.000 00
INFO LINE of San Diego County	5251 Viewridge Court, San Diego, CA 92123	Not Related Health Care Programs	170(b)(1)(A)(vi)	$378,500 00
IRC - A Taste of the IRC	122 EAST 42ND STREET NEW YORK, NY 10168-0002	Not Related Health Care Programs	170(b)(1)(A)(vi)	$200 00
IVFB Harvest Bowl	PO BOX 4406 EL CENTRO, CA 92244-4406	Not Related Health Care Programs	170(b)(1)(A)(vi)	$200 00
JACOBS & CUSHMAN SAN DIEGO FOOD BANK	9850 DISTRIBUTION AVE SAN DIEGO, CA 92121-2320	Not Related Health Care Programs	170(b)(1)(A)(vi)	$25,000 00
Mental Health America	4069 30TH ST SAN DIEGO, CA 92104-2601	Not Related Health Care Programs	170(b)(1)(A)(vi)	$500 00
Mental Health Systems	9465 Farnham Street, San Diego, CA 92123	Not Related Health Care Programs	509(a)(2)	$5,650 00
Mountain Health & Community Services	31115 HIGHWAY 94 CAMPO, CA 91906-3133	Not Related Health Care Programs	170(b)(1)(A)(vi)	$10.000 00
Neighborhood House of Calexico, Inc	506 E 4TH ST CALEXICO, CA 92231-2825	Not Related Health Care Programs	170(b)(1)(A)(vi)	$25,000 00

ATTACHMENT A

New Path	2527 Doubletree Road, Spring Valley CA 91978	Not Related Health Care Programs	170(b)(1)(A)(vi)	$25 000 00
Outdoor Outreach	5275 MARKET ST STE 21 SAN DIEGO, CA 92114-2217	Not Related Health Care Programs	170(b)(1)(A)(vi)	$50.000 00
Regional Task Force on the Homeless	4699 MURPHY CANYON RD SAN DIEGO, CA 92123-4320	Not Related Health Care Programs	170(b)(1)(A)(vi)	$25.000 00
San Diego County Medical Society Foundation	5575 Ruffin Road #250, San Diego, CA 92123	Not Related Health Care Programs	509(a)(2)	$80,319 00
San Diego Foundation for Change	3858 30th Street. San Diego, CA 92104	Not Related Health Care Programs	170(b)(1)(A)(vi)	$25,000 00
San Diego Grantmakers	5060 SHOREHAM PLACE SAN DIEGO, CA 92122-5903	Not Related Health Care Programs	170(b)(1)(A)(vi)	$2,500 00
San Diego Human Dignity Foundation	P O Box 33245, San Diego, CA 92163	Not Related Health Care Programs	170(b)(1)(A)(vi)	$25,000 00
San Diego Youth Services	3255 WING ST STE 550 SAN DIEGO, CA 92110-4641	Not Related Health Care Programs	509(a)(2)	$63,508 00
Shakti Rising, Inc	PO Box 5655 San Diego CA 92164-5655	Not Related Health Care Programs	170(b)(1)(A)(vi)	$25,000 00
Shep-ty, Inc	705 16th Street, Suite 100, San Diego, CA 92101	Not Related Health Care Programs	509(a)(2)	$125,000 00
Social Interest Solutions	1333 Broadway, Suite 12020, Oakland, CA 94612	Not Related Health Care Programs	509(a)(2)	$71,000 00
Somali Family Service	6035 University Ave #6, San Diego, CA 92115	Not Related Health Care Programs	170(b)(1)(A)(vi)	$51,000 00
TACO	1420 3RD AVE SAN DIEGO, CA 92101-3103	Not Related Health Care Programs	170(b)(1)(A)(vi)	$300 00
TERI, Inc	251 AIRPORT RD OCEANSIDE, CA 92058-1201	Not Related Health Care Programs	170(b)(1)(A)(vi)	$250 00
The Center Gala	3909 CENTRE ST SAN DIEGO, CA 92103-3410	Not Related Health Care Programs	509(a)(2)	$400 00
The Children's Initiative	4438 INGRAHAM ST SAN DIEGO, CA 92109-4404	Not Related Health Care Programs	170(b)(1)(A)(vi)	$75,000 00
The Clearity Foundation	7514 GIRARD STE 1-28 LA JOLLA, CA 92037-5149	Not Related Health Care Programs	170(b)(1)(A)(vi)	$25 00
The Family Treehouse Project, Inc	200 N IMPERIAL AVE IMPERIAL, CA 92251-1265	Not Related Health Care Programs	170(b)(1)(A)(vi)	$25,000 00
The San Diego LGBT Community Center	3909 CENTRE ST SAN DIEGO, CA 92103-3410	Not Related Health Care Programs	509(a)(2)	$50,000 00
UAAMAC (Check #15876)	4981 Market Street San Diego CA 92102	Not Related Health Care Programs	509(a)(2)	$900 00
UCSD - Student Run Clinic	9500 Gilman Dr , MC 0696, La Jolla, CA 92093	Not Related Health Care Programs	170(b)(1)(A)(vi)	$700 00
UCSD Foundation	UCSD Student-Run Free Clinic, 9500 Gilman Dr , MC 0696, La Jolla, CA 92093	Not Related Health Care Programs	170(b)(1)(A)(vi)	$622,689 00
Vista Community Clinic	981 Vale Terrace, Vista, CA 92084	Not Related Health Care Programs	170(b)(1)(A)(vi)	$400 00
Miscellaneous				$3,611 74
	Grants Paid during the year			**$2,339,024**

Alliance Healthcare Foundation
Grant Payments Fiscal Year 2013

Recipient Name	Recipient Address	Recipient Relationship and Purpose of Grant	Recipient Status	Payment Amount
INFO LINE of San Diego County	P O Box 420039 San Diego CA 92142	Not Related Health Care Programs	170(b)(1)(A)(vi)	$750,000 00
Healthy Mothers, Healthy Babies Coalition, Incorporated	121 N WASHINGTON ST STE 300 ALEXANDRIA, VA 22314-3174	Not Related Health Care Programs	170(b)(1)(A)(vi)	$100.000 00
Regents of the University of California	9500 GILMAN DR STE 0696 LA JOLLA CA 92093-0696	Not Related Health Care Programs	170(b)(1)(a)(iv)	$625,000 00
The Center to Promote Healthcare Access, Inc	1333 Broadway, Suite 1020 Oakland CA 94612	Not Related Health Care Programs	509(a)(2)	$71,000 00
Grants approved for future payment		Total to Form 990-PF, Part XV, Line 3b		$1.546,000 00

ATTACHMENT B