



See a Social Security Number? Say Something!
Report Privacy Problems to <https://public.resource.org/privacy>
Or call the IRS Identity Theft Hotline at 1-800-908-4490



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**

OMB No 1545-0052

2012

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

For calendar year 2012, or tax year beginning 7/01, 2012, and ending 6/30, 2013

Rossi Family Foundation
Janeen Tuitupou
1100 Sharon Park Drive #2
Menlo Park, CA 94025**A** Employer identification number
94-3106122**B** Telephone number (see the instructions)
650-854-3639**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
☐ Final return
☐ Address change
☐ Initial return of a former public charity
☐ Amended return
☐ Name change**H** Check type of organization ☒ Section 501(c)(3) exempt private foundation
☐ Section 4947(a)(1) nonexempt charitable trust ☐ Other taxable private foundation**I** Fair market value of all assets at end of year (from Part II, column (c), line 16)
\$ 2,419,640.**J** Accounting method: ☒ Cash ☐ Accrual
☐ Other (specify) _____
(Part I, column (d) must be on cash basis)**Part I Analysis of Revenue and Expenses**

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

	(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
REVENUE				
1 Contributions, gifts, grants, etc. received (att sch)				
2 Ck <input checked="" type="checkbox"/> if the foundn is not req to att Sch B				
3 Interest on savings and temporary cash investments				
4 Dividends and interest from securities	66,979.	66,979.	66,979.	
5a Gross rents				
b Net rental income or (loss)				
6a Net gain/(loss) from sale of assets not on line 10	65,231.			
b Gross sales price for all assets on line 6a 256,943.				
7 Capital gain net income (from Part IV, line 2)		65,231.		
8 Net short-term capital gain			226.	
9 Income modifications				
10a Gross sales less returns and allowances				
b Less Cost of goods sold				
c Gross profit/(loss) (att sch)				
11 Other income (attach schedule)				
12 Total. Add lines 1 through 11	132,210.	132,210.	67,205.	
ADMINISTRATIVE AND OPERATING EXPENSES				
13 Compensation of officers, directors, trustees, etc	0.			
14 Other employee salaries and wages				
15 Pension plans, profit-sharing benefits				
16a Legal fees (attach schedule)				
b Accounting fees (attach sch) See Stmt 1	2,992.			
c Other professional fees (attach sch) See Stmt 2	16,880.	16,880.		
17 Interest				
18 Taxes (attach schedule) See Stmt 3	35.			
19 Depreciation (attach sch) and depletion				
20 Occupancy				
21 Travel, conferences, and meetings				
22 Printing and publications				
23 Other expenses (attach schedule) See Statement 4	4,890.			
24 Total operating and administrative expenses. Add lines 13 through 23	24,797.	16,880.		
25 Contributions, gifts, grants paid Part XV	146,450.			146,450.
26 Total expenses and disbursements. Add lines 24 and 25	171,247.	16,880.	0.	146,450.
27 Subtract line 26 from line 12:				
a Excess of revenue over expenses and disbursements	-39,037.			
b Net investment income (if negative, enter -0-)		115,330.		
c Adjusted net income (if negative, enter -0-)			67,205.	

BAA For Paperwork Reduction Act Notice, see instructions.

TEEA0504L 12/23/12

Form 990-PF (2012)

SCANNED DEC 02 2013

11P

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	4,696.	10,823.	10,823.
	3	Accounts receivable			
		Less: allowance for doubtful accounts			
	4	Pledges receivable			
		Less: allowance for doubtful accounts			
	5	Grants receivable			
	6	Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see instructions)			
	7	Other notes and loans receivable (attach sch)			
		Less: allowance for doubtful accounts			
	8	Inventories for sale or use			
	9	Prepaid expenses and deferred charges			
	10a	Investments — U S and state government obligations (attach schedule)			
	b	Investments — corporate stock (attach schedule)			
	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) Statement 5	2,105,900.	2,060,735.	2,408,817.	
14	Land, buildings, and equipment basis				
	Less: accumulated depreciation (attach schedule)				
15	Other assets (describe)				
16	Total assets (to be completed by all filers — see the instructions. Also, see page 1, item I)	2,110,596.	2,071,558.	2,419,640.	
LIABILITIES	17	Accounts payable and accrued expenses			
	18	Grants payable			
	19	Deferred revenue			
	20	Loans from officers, directors, trustees, & other disqualified persons			
	21	Mortgages and other notes payable (attach schedule)			
	22	Other liabilities (describe)			
	23	Total liabilities (add lines 17 through 22)	0.	0.	
NET ASSETS OR FUND BALANCES	Foundations that follow SFAS 117, check here and complete lines 24 through 26 and lines 30 and 31.				
	24	Unrestricted			
	25	Temporarily restricted			
	26	Permanently restricted			
	Foundations that do not follow SFAS 117, check here and complete lines 27 through 31. X				
	27	Capital stock, trust principal, or current funds			
	28	Paid-in or capital surplus, or land, building, and equipment fund			
	29	Retained earnings, accumulated income, endowment, or other funds	2,110,596.	2,071,558.	
	30	Total net assets or fund balances (see instructions)	2,110,596.	2,071,558.	
	31	Total liabilities and net assets/fund balances (see instructions)	2,110,596.	2,071,558.	

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	2,110,596.
2	Enter amount from Part I, line 27a	2	-39,037.
3	Other increases not included in line 2 (itemize)	3	
4	Add lines 1, 2, and 3	4	2,071,559.
5	Decreases not included in line 2 (itemize) See Statement 6	5	1.
6	Total net assets or fund balances at end of year (line 4 minus line 5) — Part II, column (b), line 30	6	2,071,558.

Part IV Capital Gains and Losses for Tax on Investment Income

(a) List and describe the kind(s) of property sold (e.g., real estate, 2-story brick warehouse, or common stock, 200 shares MLC Company)		(b) How acquired P — Purchase D — Donation	(c) Date acquired (month, day, year)	(d) Date sold (month, day, year)
1 a Kaspick gains- see attached		P	Various	Various
b Kaspick gains- see attached		P	Various	Various
c Capital Gain Distributions		P	Various	Various
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 227,238.		183,265.	43,973.
b 8,673.		8,447.	226.
c 21,032.			21,032.
d			
e			

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(i) Gains (Column (h) gain minus column (k), but not less than -0-) or Losses (from column (h))
(i) Fair Market Value as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of column (i) over column (j), if any	
a			43,973.
b			226.
c			21,032.
d			
e			

2 Capital gain net income or (net capital loss)	<div style="border: 1px solid black; padding: 2px;"> If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7 </div>		2	65,231.
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6):	<div style="border: 1px solid black; padding: 2px;"> If gain, also enter in Part I, line 8, column (c) (see instructions) If (loss), enter -0- in Part I, line 8 </div>		3	226.

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

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

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

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

☐ Yes☒ No

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

1 Enter the appropriate amount in each column for each year; see the instructions before making any entries			
(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (column (b) divided by column (c))
2011	160,566.	2,236,874.	0.071781
2010	101,985.	2,352,128.	0.043359
2009	110,508.	2,085,718.	0.052983
2008	92,984.	1,790,798.	0.051923
2007	124,230.	2,626,654.	0.047296

2 Total of line 1, column (d)	2	0.267342
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	0.053468
4 Enter the net value of noncharitable-use assets for 2012 from Part X, line 5	4	2,383,255.
5 Multiply line 4 by line 3	5	127,428.
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	1,153.
7 Add lines 5 and 6	7	128,581.
8 Enter qualifying distributions from Part XII, line 4	8	146,450.

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

BAA

Form 990-PF (2012)

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

1 a Exempt operating foundations described in section 4940(d)(2), check here <input type="checkbox"/> and enter 'N/A' on line 1 Date of ruling or determination letter: _____ (attach copy of letter if necessary – see instrs)			
b Domestic foundations that meet the section 4940(e) requirements in Part V, check here <input checked="" type="checkbox"/> and enter 1% of Part I, line 27b		1	1,153.
c All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, column (b)			
2 Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)		2	0.
3 Add lines 1 and 2		3	1,153.
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	1,153.
6 Credits/Payments:			
a 2012 estimated tax pmts and 2011 overpayment credited to 2012	6 a	1,238.	
b Exempt foreign organizations – tax withheld at source	6 b		
c Tax paid with application for extension of time to file (Form 8868)	6 c		
d Backup withholding erroneously withheld	6 d		
7 Total credits and payments. Add lines 6a through 6d	7	1,238.	
8 Enter any penalty for underpayment of estimated tax. Check here <input type="checkbox"/> if Form 2220 is attached	8		
9 Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed	9	0.	
10 Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10	85.	
11 Enter the amount of line 10 to be Credited to 2013 estimated tax	11	85.	Refunded

Part VII-A Statements Regarding Activities

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

BAA

Form 990-PF (2012)

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 <u>N/A</u>	13	X	
14	The books are in care of <u>Janeen Tuitupou</u> Telephone no <u>650-854-3639</u> Located at <u>1100 Sharon Park Drive, #2 Menlo Park CA</u> ZIP + 4 <u>94025</u>			
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 - Check here <u>N/A</u> and enter the amount of tax-exempt interest received or accrued during the year <u>15</u> <u>N/A</u>			
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	Yes	No
	See the instructions for exceptions and filing requirements for Form TD F 90-22.1 If 'Yes,' enter the name of the foreign country			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
1 a During the year did the foundation (either directly or indirectly):		
(1) Engage in the sale or exchange, or leasing of property with a disqualified person?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
(6) Agree to pay money or property to a government official? (Exception. Check 'No' if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days)	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
b If any answer is 'Yes' to 1a(1)-(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see instructions)? Organizations relying on a current notice regarding disaster assistance check here <input type="checkbox"/>	1 b	N/A
c Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2012?	1 c	X
2 Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5)).		
a At the end of tax year 2012, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2012? If 'Yes,' list the years <u>20__</u> , <u>20__</u> , <u>20__</u> , <u>20__</u>	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
b Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer 'No' and attach statement - see instructions)	2 b	N/A
c If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here. <u>20__</u> , <u>20__</u> , <u>20__</u> , <u>20__</u>		
3 a Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
b If 'Yes,' did it have excess business holdings in 2012 as a result of (1) any purchase by the foundation or disqualified persons after May 26, 1969; (2) the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest, or (3) the lapse of the 10-, 15-, or 20-year first phase holding period? (Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2012)	3 b	N/A
4 a Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4 a	X
b Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2012?	4 b	X

BAA

Form 990-PF (2012)

Part VII-B Statements Regarding Activities for Which Form 4720 May Be Required (continued)**5 a** During the year did the foundation pay or incur any amount to**(1)** Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))?☐ Yes ☒ No**(2)** Influence the outcome of any specific public election (see section 4955), or to carry on, directly or indirectly, any voter registration drive?☐ Yes ☒ No**(3)** Provide a grant to an individual for travel, study, or other similar purposes?☐ Yes ☒ No**(4)** Provide a grant to an organization other than a charitable, etc., organization described in section 509(a)(1), (2), or (3), or section 4940(d)(2)? (see instructions)☐ Yes ☒ No**(5)** Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals?☐ Yes ☒ No**b** If any answer is 'Yes' to 5a(1)-(5), did **any** of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance (see instructions)?

5 b N/A

Organizations relying on a current notice regarding disaster assistance check here

☐**c** If the answer is 'Yes' to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant?N/A ☐ Yes ☐ No

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

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

6 b X

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

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

N/A

7 b

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

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
See Statement 7		0.	0.	0.

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

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

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

0

BAA

Part VIII Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors (continued)**3 Five highest-paid independent contractors for professional services (see instructions). If none, enter 'NONE.'**

(a) Name and address of each person paid more than \$50,000	(b) Type of service	(c) Compensation
None		

Total number of others receiving over \$50,000 for professional services 0

Part IX-A Summary of Direct Charitable Activities

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

	Expenses
1 N/A	
2	
3	
4	

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

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

BAA

Form 990-PF (2012)

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

1 Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes		
a Average monthly fair market value of securities	1 a	2,401,688.
b Average of monthly cash balances	1 b	17,860.
c Fair market value of all other assets (see instructions)	1 c	
d Total (add lines 1a, b, and c)	1 d	2,419,548.
e Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	1 e	0.
2 Acquisition indebtedness applicable to line 1 assets	2	0.
3 Subtract line 2 from line 1d	3	2,419,548.
4 Cash deemed held for charitable activities. Enter 1-1/2% of line 3 (for greater amount, see instructions)	4	36,293.
5 Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	2,383,255.
6 Minimum investment return. Enter 5% of line 5	6	119,163.

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	119,163.
2 a Tax on investment income for 2012 from Part VI, line 5	2 a	1,153.	
b Income tax for 2012. (This does not include the tax from Part VI.)	2 b		
c Add lines 2a and 2b		2 c	1,153.
3 Distributable amount before adjustments. Subtract line 2c from line 1		3	118,010.
4 Recoveries of amounts treated as qualifying distributions		4	
5 Add lines 3 and 4		5	118,010.
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	118,010.

Part XII Qualifying Distributions (see instructions)

1 Amounts paid (including administrative expenses) to accomplish charitable, etc., purposes.		
a Expenses, contributions, gifts, etc. — total from Part I, column (d), line 26	1 a	146,450.
b Program-related investments — total from Part IX-B	1 b	
2 Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	2	
3 Amounts set aside for specific charitable projects that satisfy the:		
a Suitability test (prior IRS approval required)	3 a	
b Cash distribution test (attach the required schedule)	3 b	
4 Qualifying distributions. Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	4	146,450.
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	1,153.
6 Adjusted qualifying distributions. Subtract line 5 from line 4	6	145,297.

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				118,010.
2 Undistributed income, if any, as of the end of 2012				
a Enter amount for 2011 only			0.	
b Total for prior years: 20 __, 20 __, 20 __		0.		
3 Excess distributions carryover, if any, to 2012:				
a From 2007				
b From 2008	2,685.			
c From 2009	7,506.			
d From 2010				
e From 2011	50,230.			
f Total of lines 3a through e	60,421.			
4 Qualifying distributions for 2012 from Part XII, line 4: ► \$ 146,450.				
a Applied to 2011, but not more than line 2a			0.	
b Applied to undistributed income of prior years (Election required — see instructions)		0.		
c Treated as distributions out of corpus (Election required — see instructions)	0.			
d Applied to 2012 distributable amount				118,010.
e Remaining amount distributed out of corpus	28,440.			
5 Excess distributions carryover applied to 2012 (If an amount appears in column (d), the same amount must be shown in column (a))	0.			0.
6 Enter the net total of each column as indicated below:				
a Corpus. Add lines 3f, 4c, and 4e. Subtract line 5	88,861.			
b Prior years' undistributed income. Subtract line 4b from line 2b		0.		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed		0.		
d Subtract line 6c from line 6b. Taxable amount — see instructions		0.		
e Undistributed income for 2011. Subtract line 4a from line 2a. Taxable amount — see instructions			0.	
f Undistributed income for 2012. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2013				0.
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see instructions)	0.			
8 Excess distributions carryover from 2007 not applied on line 5 or line 7 (see instructions)	0.			
9 Excess distributions carryover to 2013. Subtract lines 7 and 8 from line 6a	88,861.			
10 Analysis of line 9				
a Excess from 2008	2,685.			
b Excess from 2009	7,506.			
c Excess from 2010				
d Excess from 2011	50,230.			
e Excess from 2012	28,440.			

BAA

Form 990-PF (2012)

N/A

- (4) Gross investment income.**

[illegible]

Part XV Supplementary Information (continued)**3 Grants and Contributions Paid During the Year or Approved for Future Payment**

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a Paid during the year See Statement 8				
Total			3 a	146,450.
b Approved for future payment				
Total			3 b	

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated.

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) Exclu- sion 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	66,979.	
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	65,231.	
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)				132,210.	
13	Total. Add line 12, columns (b), (d), and (e)				13	132,210.

(See worksheet in line 13 instructions to verify calculations)

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

[illegible]

2012

Federal Statements

Page 1

Client T97204

Rossi Family Foundation
Janeen Tuitupou

94-3106122

11/12/13

08 20PM

Statement 1
Form 990-PF, Part I, Line 16b
Accounting Fees

	(a) Expenses per Books	(b) Net Investment Income	(c) Adjusted Net Income	(d) Charitable Purposes
M&T	\$ 2,992.			
Total	<u>\$ 2,992.</u>	<u>\$ 0.</u>	<u>\$ 0.</u>	<u>\$ 0.</u>

Statement 2
Form 990-PF, Part I, Line 16c
Other Professional Fees

	(a) Expenses per Books	(b) Net Investment Income	(c) Adjusted Net Income	(d) Charitable Purposes
Investment expenses	\$ 16,880.	\$ 16,880.		
Total	<u>\$ 16,880.</u>	<u>\$ 16,880.</u>	<u>\$ 0.</u>	<u>\$ 0.</u>

Statement 3
Form 990-PF, Part I, Line 18
Taxes

	(a) Expenses per Books	(b) Net Investment Income	(c) Adjusted Net Income	(d) Charitable Purposes
CA Dept. of Justice	\$ 25.			
Franchise Tax Board	10.			
Total	<u>\$ 35.</u>	<u>\$ 0.</u>	<u>\$ 0.</u>	<u>\$ 0.</u>

Statement 4
Form 990-PF, Part I, Line 23
Other Expenses

	(a) Expenses per Books	(b) Net Investment Income	(c) Adjusted Net Income	(d) Charitable Purposes
Board Meeting Expenses	\$ 4,890.			
Total	<u>\$ 4,890.</u>	<u>\$ 0.</u>	<u>\$ 0.</u>	<u>\$ 0.</u>

Client T97204

Rossi Family Foundation
Janeen Tuitupou

94-3106122

11/12/13

08:20PM

Statement 5
Form 990-PF, Part II, Line 13
Investments - Other

	<u>Valuation Method</u>	<u>Book Value</u>	<u>Fair Market Value</u>
<u>Other Publicly Traded Securities</u>			
Mutual Funds-Detail Attached	Cost	\$ 1,710,678.	\$ 2,051,395.
Bond Funds-Detail Attached	Cost	350,057.	357,422.
Total		<u>\$ 2,060,735.</u>	<u>\$ 2,408,817.</u>

Statement 6
Form 990-PF, Part III, Line 5
Other Decreases

Rounding	Total	\$ <u>1.</u>
		\$ <u>1.</u>

Statement 7
Form 990-PF, Part VIII, Line 1
List of Officers, Directors, Trustees, and Key Employees

<u>Name and Address</u>	<u>Title and Average Hours Per Week Devoted</u>	<u>Compen- sation</u>	<u>Contri- bution to EBP & DC</u>	<u>Expense Account/ Other</u>
Marjorie Rossi 18 Ohlone Portola Valley, CA 94028	President 0	\$ 0.	\$ 0.	\$ 0.
Safford J. Rossi 8884 Cortina Circle Roseville, CA 95678	Secretary 0	0.	0.	0.
Janeen Rossi Tuitupou 1100 Sharon Park Dr. #2 Menlo Park, CA 94025	Executive Dir. 0	0.	0.	0.
Craig Hall Rossi 13219 Valley Vista Blvd Sherman Oaks, CA 91423	Treasurer 0	0.	0.	0.
Lizabeth Rossi Schuetz 40 Oak Terrace Lake Bluff, IL 60044	Director 0	0.	0.	0.
Merilee Rossi 9 Jeffrey Court Novato, CA 94945	Director 0	0.	0.	0.
Total		<u>\$ 0.</u>	<u>\$ 0.</u>	<u>\$ 0.</u>

Client T97204

Rossi Family Foundation
Janeen Tuitupou

94-3106122

11/12/13

08 20PM

Statement 8
Form 990-PF, Part XV, Line 3a
Recipient Paid During the Year

<u>Name and Address</u>	<u>Donee Relationship</u>	<u>Found- ation Status</u>	<u>Purpose of Grant</u>	<u>Amount</u>
Stanford University 326 Galvez St Stanford, CA 94305	N/A	501(c) (3)	Grants to the school to support graduate, athletic and artistic programs.	\$ 17,000.
Avenidas Senior Center 450 Bryant Street Palo Alto, CA 94301	N/A	501(c) (3)	General support for community health services for senior citizens.	2,000.
Yosemite Conservancy 155 Montgomery St., #1104 San Francisco, CA 94104	N/A	501(c) (3)	to support Youth in Yosemite programs	5,000.
Sustainable Conservation 98 Battery Street Ste 302 San Francisco, CA 94111	N/A	501(c) (3)	General support of programs for a clean environment	5,000.
The Wesley School 4832 Tujunga Avenue North Hollywood, CA 91601	N/A	501(c) (3)	Faculty Development Support	2,400.
Children of Strength 1325 Valencia St San Francisco, CA 94110	N/A	501(c) (3)	To support programs for disadvantaged children	27,600.
Marine Science Institute 500 Discovery Parkway Redwood City, CA 94063	N/A	501(c) (3)	To give finanacial assistance in support of summer camps	51,200.
Monterey Bay Aquarium 8886 Cannery Row Monterey, CA 93940	N/A	501c3	To support educational programs	10,000.
USO P.O.Box 96355 Washington, DC 20090	N/A	501c3	To support programs for military personnel and their families	10,000.
Charles Armstrong School 1405 Solana Drive Belmont, CA 94002	N/A	501(c) (3)	To support scholarship fund	500.

Client T97204

Rossi Family Foundation
Janeen Tuitupou

94-3106122

11/12/13

08 20PM

**Statement 8 (continued)
Form 990-PF, Part XV, Line 3a
Recipient Paid During the Year**

<u>Name and Address</u>	<u>Donee Relationship</u>	<u>Found- ation Status</u>	<u>Purpose of Grant</u>	<u>Amount</u>
Portola Valley Schools Foundation 4575 Alpine Rd Portola Valley, CA 94028	N/A	501(c)(3)	To support programs in Portola Valley School District	\$ 250.
TreePeople 12601 Mulholland Dr Beverly Hills, CA 90201	N/A	501(c)(3)	To support Eco Tours for school children	7,500.
Bernard P Floriani Fnd Bernie's Book Bnk 28101 Ballard Dr Unit A Lake Forest, IL 60045	N/A	501(c)(3)	To support providing books to low income children	2,500.
Lifewater P.O. Box 3131 San Luis Obispo, CA 93403	None	501(c)(3)	To support sustainable water development, sanitation, and hygiene practices in improverished areas.	1,000.
San Francisco State University 1600 Holloway Ave, Rm LVC-116 Sn Francisco, CA 94132	None	Education	To provide teaching equipment to Exercise Physiology Lab.	4,500.
Total				\$ <u>146,450.</u>

Kaspick & Company
PORTFOLIO APPRAISAL
Rossi Family Foundation
Exempt Organization
June 30, 2013

Quantity	Security	Unit Cost	Total Cost	Price	Market Value	Pct. Assets	Cur. Yield
Small Company Stocks							
Mutual Funds							
3,120.953	DFA US Small Cap Value Fund	21.75	67,895.74	30.81	96,156.56	4.0	1.0
4,540.794	Vanguard Small Cap Index Fund Signal	24.82	112,689.20	40.49	183,856.75	7.6	1.2
			180,584.94		280,013.31	11.6	1.1
	Small Company Stocks Total		180,584.94 (1)		280,013.31 (3)	11.6	1.1
Int'l Small Co. Stocks							
Mutual Funds							
5,194.282	DFA Int'l Small Cap Value Portfolio	15.85	82,345.14	16.63	86,380.91	3.6	1.9
			82,345.14		86,380.91	3.6	1.9
	Int'l Small Co. Stocks Total		82,345.14 (1)		86,380.91 (3)	3.6	1.9
Emerging Markets Stocks							
Mutual Funds							
6,006.995	DFA Emerging Markets Portfolio	23.42	140,713.45	24.48	147,051.24	6.1	1.6
			140,713.45		147,051.24	6.1	1.6
	Emerging Markets Stock Total		140,713.45 (1)		147,051.24 (3)	6.1	1.6
Large Company Stocks							
Mutual Funds							
2,599.498	DFA US Large Cap Value Portfolio	17.15	44,588.50	26.83	69,744.53	2.9	1.3
20,688.150	DFA US Large Company Portfolio	9.32	192,824.00	12.67	262,118.86	10.8	1.7
1,349.538	Dodge & Cox Stock	107.47	145,039.56	142.06	191,715.37	7.9	1.3
8,151.326	Mutual Series Quest Z	17.33	141,237.33	18.51	150,881.04	6.2	2.1
4,208.627	T. Rowe Price Growth Stock Fund	28.66	120,639.28	41.99	176,720.25	7.3	0.2
			644,328.68		851,180.05	35.2	1.3
	Large Company Stocks Total		644,328.68 (1)		851,180.05 (3)	35.2	1.3

Kaspick & Company
PORTFOLIO APPRAISAL
Rossi Family Foundation
Exempt Organization
June 30, 2013

Quantity	Security	Unit Cost	Total Cost	Price	Market Value	Pct. Assets	Cur. Yield
International Stocks							
Mutual Funds							
6,112.138	GMO Int'l Intrinsic Value III	22.90	139,978.36	21.51	131,472.09	5.4	2.6
2,072.998	Harbor Int'l Inst'l	39.47	81,810.95	62.35	129,251.43	5.3	1.7
8,632.909	Morgan Stanley Inst'l Int'l Equity I	16.60	143,271.86	15.09	130,270.60	5.4	1.7
			365,061.17		390,994.11	16.2	2.0
	International Stocks Total		365,061.17 (1)		390,994.11 (3)	16.2	2.0
Domestic REITs							
Mutual Funds							
4,228.327	Cohen & Steers Inst'l Realty Shares	40.37	170,689.20	44.00	186,046.39	7.7	1.0
			170,689.20		186,046.39	7.7	1.0
	Domestic REITs Total		170,689.20 (1)		186,046.39 (3)	7.7	1.0
International REITs							
Mutual Funds							
10,030.047	Cohen & Steers International Realty Fund I	12.66	126,955.32	10.94	109,728.71	4.5	2.1
			126,955.32		109,728.71	4.5	2.1
	International REITs Total		126,955.32 (1)		109,728.71 (3)	4.5	2.1
High Quality Bond Funds							
Intermediate Term							
20,074.139	DFA Intermediate Government Bond Portfolio	12.03	241,550.15	12.47	250,324.51	10.3	2.5
			241,550.15		250,324.51	10.3	2.5
	High Quality Bond Fund Total		241,550.15 (2)		250,324.51 (4)	10.3	2.5

Σ① = 1,710,678

Σ③ = 2,051,395

Kaspick & Company
PORTFOLIO APPRAISAL
Rossi Family Foundation
Exempt Organization
June 30, 2013

Quantity	Security	Unit Cost	Total Cost	Price	Market Value	Pct. Assets	Cur. Yield
Investment Grade Bond Funds							
Intermediate Term							
9,953.300	PIMCO Total Return Fund Inst'l	10.90	108,506.83	10.76	107,097.51	4.4	3.2
			<u>108,506.83</u>		<u>107,097.51</u>	<u>4.4</u>	<u>3.2</u>
	Investment Grade Bond Total		<u>108,506.83</u>	(2)	<u>107,097.51</u>	(4) 4.4	3.2
Cash and Equivalents							
	Σ (2) 350,057				(4) = 357,422		
	Schwab Cash		<u>10,823.41</u>		<u>10,823.41</u>	<u>0.4</u>	<u>0.0</u>
			<u>10,823.41</u>		<u>10,823.41</u>	<u>0.4</u>	<u>0.0</u>
TOTAL PORTFOLIO			<u>2,071,558.29</u>		<u>2,419,640.15</u>	<u>100.0</u>	<u>1.7</u>

Kaspick & Company
REALIZED GAINS AND LOSSES
Rossi Family Foundation
Exempt Organization
From 07-01-12 Through 06-30-13

Open Date	Close Date	Quantity	Security	Cost Basis	Proceeds	Gain Or Loss	
						Short Term	Long Term
06-18-04	09-06-12	31 813	Cohen & Steers Inst'l Realty Shares	1,179 21	1,444 60		265 39
09-17-04	09-06-12	77 670	Cohen & Steers Inst'l Realty Shares	3,209 17	3,526 92		317 75
12-23-04	09-06-12	34 737	Cohen & Steers Inst'l Realty Shares	1,510 64	1,577 38		66 74
09-10-01	09-12-12	15 470	DFA US Large Cap Value Portfolio	258 54	344 60		86 06
12-17-01	09-12-12	151 364	DFA US Large Cap Value Portfolio	2,255 58	3,371 68		1,116 10
01-27-00	09-12-12	332 295	DFA US Large Company Portfolio	3,639 17	3,754 06		114 89
12-12-05	09-12-12	513 168	Cohen & Steers International Realty Fund I	6,482 58	5,490 16		-992 42
09-28-98	09-12-12	1 928	Dodge & Cox Stock	170 41	230 92		60 51
12-29-98	09-12-12	52 636	Dodge & Cox Stock	4,744 05	6,304 17		1,560 12
12-17-99	09-12-12	229 275	Mutual Series Quest Z	3,778 46	4,070 64		292 18
12-28-01	09-12-12	2 811	Vanguard Small Cap Index Fund Signal	50 82	98 16		47 34
10-30-02	09-12-12	159 409	Vanguard Small Cap Index Fund Signal	2,225 01	5,566 57		3,341 56
04-02-12	12-26-12	189 633	DFA Int'l Small Cap Value Portfolio	3,018 87	3,003 46	-15 41	
12-12-05	12-26-12	938 338	Cohen & Steers International Realty Fund I	11,853 52	10,531 10		-1,322 42
04-02-12	01-11-13	340 986	DFA Int'l Small Cap Value Portfolio	5,428 34	5,669 47	241 13	
12-29-98	01-11-13	4 257	Dodge & Cox Stock	383 68	539 85		156 17
12-29-98	01-11-13	5 742	Dodge & Cox Stock	517 57	728 17		210 60
12-29-98	01-11-13	4 041	Dodge & Cox Stock	364 21	512 46		148 25
03-29-99	01-11-13	13 932	Dodge & Cox Stock	1,322 42	1,766 79		444 37
03-29-99	01-11-13	4 104	Dodge & Cox Stock	389 55	520 45		130 90
06-28-99	01-11-13	3 232	Dodge & Cox Stock	344 24	409 87		65 63
09-28-99	01-11-13	3 752	Dodge & Cox Stock	366 24	475 81		109 57
12-28-99	01-11-13	16 041	Dodge & Cox Stock	1,590 95	2,034 23		443 28
12-20-04	01-11-13	0 976	DFA US Small Cap Value Fund	25 55	26 41		0 86
03-08-05	01-11-13	0 164	DFA US Small Cap Value Fund	4 42	4 44		0 02
06-08-05	01-11-13	10 156	DFA US Small Cap Value Fund	265 08	274 78		9 70
09-08-05	01-11-13	24 683	DFA US Small Cap Value Fund	700 49	667 82		-32 67
12-19-05	01-11-13	185 086	DFA US Small Cap Value Fund	4,871 47	5,007 62		136 15
12-17-01	01-11-13	126 156	DFA US Large Cap Value Portfolio	1,879 94	2,987 69		1,107 75
09-15-03	01-11-13	435 987	DFA Emerging Markets Portfolio	4,809 38	12,128 37		7,318 99
10-30-02	01-11-13	136 333	Morgan Stanley Inst'l Int'l Equity I	1,989 04	1,996 00		6 96
12-27-01	01-11-13	25 439	Harbor Int'l Inst'l	746 12	1,602 98		856 86
12-27-01	01-11-13	6 212	Harbor Int'l Inst'l	182 20	391 44		209 24
12-12-05	01-11-13	234 174	Cohen & Steers International Realty Fund I	2,958 19	2,673 59		-284 60
12-26-00	01-11-13	94 348	GMO Int'l Intrinsic Value III	1,911 49	2,038 55		127 06
12-26-00	01-11-13	43 257	GMO Int'l Intrinsic Value III	876 39	934 64		58 25
12-26-00	01-11-13	0 191	GMO Int'l Intrinsic Value III	3 86	4 13		0 27
05-24-01	01-11-13	70 315	GMO Int'l Intrinsic Value III	1,416 15	1,519 28		103 13
12-17-99	03-13-13	46 672	Mutual Series Quest Z	769 16	828 63		59 47
12-17-99	03-13-13	111 700	Mutual Series Quest Z	1,840 81	1,983 17		142 36

Kaspick & Company
REALIZED GAINS AND LOSSES
Rossi Family Foundation
Exempt Organization
From 07-01-12 Through 06-30-13

Open Date	Close Date	Quantity	Security	Cost Basis	Proceeds	Gain Or Loss	
						Short Term	Long Term
06-23-00	03-13-13	13 967	Mutual Series Quest Z	226 54	247 98		21 44
10-30-02	03-13-13	145 310	Morgan Stanley Inst'l Int'l Equity I	2,120 01	2,185 45		65 44
12-28-99	03-13-13	33 830	Dodge & Cox Stock	3,355 26	4,556 59		1,201 33
12-28-99	03-13-13	5 776	Dodge & Cox Stock	572 85	777 97		205 12
12-19-05	03-13-13	158 860	DFA US Small Cap Value Fund	4,181 20	4,686 52		505 32
12-19-05	03-13-13	0 516	DFA US Small Cap Value Fund	13 58	15 22		1 64
12-17-01	03-13-13	122 186	DFA US Large Cap Value Portfolio	1,820 78	3,127 81		1,307 03
01-27-00	03-13-13	576 919	DFA US Large Company Portfolio	6,318 20	7,053 12		734 92
10-30-02	03-14-13	234 485	Vanguard Small Cap Index Fund Signal	3,272 91	9,192 14		5,919 23
10-30-02	04-08-13	500 820	Morgan Stanley Inst'l Int'l Equity I	7,306 74	7,617 23		310 49
06-23-00	04-08-13	292 010	Mutual Series Quest Z	4,736 40	5,175 74		439 34
06-23-00	04-08-13	56 048	Mutual Series Quest Z	909 10	993 42		84 32
12-12-05	04-08-13	155 165	T Rowe Price Growth Stock Fund	4,472 71	6,237 55		1,764 84
10-30-02	04-08-13	167 287	Vanguard Small Cap Index Fund Signal	2,334 97	6,464 40		4,129 43
08-21-09	04-08-13	590 827	PIMCO Total Return Fund Inst'l	6,306 38	6,662 99		356 61
12-28-99	04-08-13	1 636	Dodge & Cox Stock	162 26	219 98		57 72
12-28-99	04-08-13	4 447	Dodge & Cox Stock	441 06	597 94		156 88
01-26-00	04-08-13	54 940	Dodge & Cox Stock	5,306 93	7,387 21		2,080 28
05-24-01	04-08-13	207 823	GMO Int'l Intrinsic Value III	4,185 59	4,428 15		242 56
08-04-05	04-08-13	56 872	DFA Intermediate Government Bond Portfolio	660 14	740 50		80 36
09-08-05	04-08-13	329 138	DFA Intermediate Government Bond Portfolio	3,827 88	4,285 52		457 64
12-12-05	04-08-13	845 857	DFA Intermediate Government Bond Portfolio	9,691 12	11,013 43		1,322 31
12-17-01	04-08-13	112 654	DFA US Large Cap Value Portfolio	1,678 74	2,892 79		1,214 05
12-19-05	04-08-13	29 761	DFA US Small Cap Value Fund	783 30	867 28		83 98
03-08-06	04-08-13	6 534	DFA US Small Cap Value Fund	186 34	190 41		4 07
06-08-06	04-08-13	9 472	DFA US Small Cap Value Fund	272 69	276 03		3 34
09-08-06	04-08-13	12 485	DFA US Small Cap Value Fund	355 71	363 83		8 12
12-18-06	04-08-13	36 915	DFA US Small Cap Value Fund	1,079 76	1,075 77		-3 99
12-23-04	04-08-13	294 432	Cohen & Steers Inst'l Realty Shares	12,804 23	13,626 47		822 24
01-27-00	04-08-13	1,023 666	DFA US Large Company Portfolio	11,210 81	12,602 87		1,392 06
12-27-01	04-08-13	18 471	Harbor Int'l Inst'l	541 76	1,161 17		619 41
10-30-02	04-08-13	61 172	Harbor Int'l Inst'l	1,609 21	3,845 53		2,236 32
12-12-05	04-08-13	683 444	Cohen & Steers International Realty Fund I	8,633 58	8,300 87		-332 71
TOTAL GAINS						241 13	46,942 35
TOTAL LOSSES						-15 41	-2,968 82
						191,711 68	43,973 53

TOTAL REALIZED GAIN/LOSS 44,199 26

Short Term *Proceeds* *Basis* *G/L*
8692.93 *8447.21* *225.75*
LT *227238.01* *183,264.47* *48,973.54*
235,910.94 *191,711.68*