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

2012

Department of the Treasury  
Internal Revenue Service

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

**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, column (c), line 16) **J** Accounting method:  Cash  Accrual  
 Other (specify) (Part I, column (d) must be on cash basis) -- **► \$ 2,419,640.**

**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 ►

**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)
R E V E N U E	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				
O P E R A T I N G A N D E X P E N S E S	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.	
	13 Compensation of officers, directors, trustees, etc	0.			
	14 Other employee salaries and wages				
	15 Pension plans (Employer Benefits)				
	16a Legal fees (attach schedule)				
	b Accounting fees (attach sch) See Stm 1 2,992.				
A D M I N I S T R A T I V E O P E R A T I N G A N D E X P E N S E S	c Other professional fees (attach sch) See Stm 2 16,880.		16,880.		
	17 Interest	35.			
	18 Taxes (attach schedule) See Stm 3				
	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: <b>a Excess of revenue over expenses and disbursements</b>	-39,037.			
	<b>b Net investment income (if negative, enter -0-)</b>		115,330.		
	<b>c Adjusted net income (if negative, enter -0-)</b>			67,205.	

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.	
	Foundations that follow SFAS 117, check here and complete lines 24 through 26 and lines 30 and 31. ►				
	24 Unrestricted				
	25 Temporarily restricted				
NET FUND BALANCES	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, 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) 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	(l) Gains (Column (h)) gain minus column (k), but not less than -0- or Losses (from column (h))		
a			43,973.		
b			226.		
c			21,032.		
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	65,231.	
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	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

**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, 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-)	0.
3	Add lines 1 and 2	1, 153.
4	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)	0.
5	<b>Tax based on investment income.</b> Subtract line 4 from line 3. If zero or less, enter -0-	1, 153.
6	<b>Credits/Payments:</b>	
a	2012 estimated tax pmts and 2011 overpayment credited to 2012	1, 238.
b	Exempt foreign organizations – tax withheld at source	
c	Tax paid with application for extension of time to file (Form 8868)	
d	Backup withholding erroneously withheld	
7	Total credits and payments Add lines 6a through 6d	1, 238.
8	Enter any <b>penalty</b> 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 <b>amount owed</b>	0.
10	Overpayment. If line 7 is more than the total of lines 5 and 8, enter the <b>amount overpaid</b>	85.
11	Enter the amount of line 10 to be Credited to 2013 estimated tax ► 85. Refunded ► 0.	

**Part VII-A Statements Regarding Activities**

	Yes	No
1 a	X	
1 b	X	
1 c	X	
2	X	
3	X	
4 a	X	
4 b	N/A	
5	X	
6	X	
7	X	
8 a		
CA		
b	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	
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	
10	Did any persons become substantial contributors during the tax year? If 'Yes,' attach a schedule listing their names and addresses	

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?

1 b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see the instructions for definition)?

1 c Did the foundation file **Form 1120-POL** for this year?

2 Has the foundation engaged in any activities that have not previously been reported to the IRS? If 'Yes,' attach a detailed description of the activities

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

4 a Did the foundation have unrelated business gross income of \$1,000 or more during the year?

b If 'Yes,' has it filed a tax return on **Form 990-T** for this year?

5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? 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?

7 Did the foundation have at least \$5,000 in assets at any time during the year? If 'Yes,' complete Part II, column (c), and Part XV

8 a Enter the states to which the foundation reports or with which it is registered (see instructions) ► \_\_\_\_\_

b If the answer is 'Yes' to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by General Instruction G? If 'No,' attach explanation

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

10 Did any persons become substantial contributors during the tax year? If 'Yes,' attach a schedule listing their names and addresses

**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	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 and enter the amount of tax-exempt interest received or accrued during the year	15	N/A	□
•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 ►			

**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
1 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	1 b	N/A
1 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?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
If 'Yes,' list the years ► <u>20 ___, 20 ___, 20 ___, 20 ___</u>		
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 ___, 20 ___, 20 ___, 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

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

<b>5 a</b> 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))?		<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No	
(2) Influence the outcome of any specific public election (see section 4955), or to carry on, directly or indirectly, any voter registration drive?		<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No	
(3) Provide a grant to an individual for travel, study, or other similar purposes?		<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> 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)		<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> 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?		<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No	
<b>b</b> If any answer is 'Yes' to 5a(1)-(5), did <b>any</b> 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)?				<b>5 b</b> N/A
Organizations relying on a current notice regarding disaster assistance check here		> <input type="checkbox"/>		
<b>c</b> 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	<input type="checkbox"/> Yes	<input type="checkbox"/> No
<i>If 'Yes,' attach the statement required by Regulations section 53.4945-5(d).</i>				
<b>6 a</b> Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract?		<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No	
<b>b</b> Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract?				<b>6 b</b> X
<i>If 'Yes' to 6b, file Form 8870.</i>				
<b>7 a</b> At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction?		<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No	
<b>b</b> If 'Yes,' did the foundation receive any proceeds or have any net income attributable to the transaction?				<b>7 b</b> N/A

**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).**

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**

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

**3 Five highest-paid independent contractors for professional services (see instructions). If none, enter 'NONE.'**

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

## **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.

Organizations and other scholarly societies served, conferences convened, research papers produced, etc.	
1	<u>N/A</u>
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.

1	<u>N/A</u>
2	

---

All other program-related investments. See instructions.

3 \_\_\_\_\_  
\_\_\_\_\_

**Total.** Add lines 1 through 3

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**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	2,401,688.
b Average of monthly cash balances	1b	17,860.
c Fair market value of all other assets (see instructions)	1c	
<b>d Total</b> (add lines 1a, b, and c)	1d	2,419,548.
e Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	1e	0.
2 Acquisition indebtedness applicable to line 1 assets	2	0.
3 Subtract line 2 from line 1d	3	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.
<b>5 Net value of noncharitable-use assets.</b> Subtract line 4 from line 3. Enter here and on Part V, line 4	5	2,383,255.
<b>6 Minimum investment return.</b> 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.
2a Tax on investment income for 2012 from Part VI, line 5	2a	1,153.
b Income tax for 2012. (This does not include the tax from Part VI.)	2b	
c Add lines 2a and 2b	2c	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	
<b>7 Distributable amount as adjusted</b> 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	1a	146,450.
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	
<b>4 Qualifying distributions.</b> 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.
<b>6 Adjusted qualifying distributions.</b> 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			0.	
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.			0.	
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)

**Part XIV Private Operating Foundations** (see instructions and Part VII-A, question 9)

N/A

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 <input type="checkbox"/> 4942(j)(3) or <input type="checkbox"/> 4942(j)(5)			
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))

Marjorie Rossi

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

None

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

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

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

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

c Any submission deadlines

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

**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
<i>a Paid during the year</i> See Statement 8				
<b>Total</b>			► 3a	<b>146,450.</b>
<i>b Approved for future payment</i>				
<b>Total</b>			► 3b	

## Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated.

	Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income (See instructions )
	(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					
5 Net rental income or (loss) from real estate				14	66,979.
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**

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

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
- (2) Other assets

**b Other transactions**

- (1) Sales of assets to a noncharitable exempt organization
- (2) Purchases of assets from a noncharitable exempt organization
- (3) Rental of facilities, equipment, or other assets
- (4) Reimbursement arrangements
- (5) Loans or loan guarantees
- (6) Performance of services or membership or fundraising solicitations

c Sharing of facilities, equipment, mailing lists, other assets, or paid employees

	Yes	No
1 a (1)		X
1 a (2)		X
1 b (1)		X
1 b (2)		X
1 b (3)		X
1 b (4)		X
1 b (5)		X
1 b (6)		X
1 c		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.

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

<b>(a) Name of organization</b>	<b>(b) Type of organization</b>	<b>(c) Description of relationship</b>
N/A		

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.

**Sign  
Here**

*Alfred Post Jr. Jr.*  
Signature of officer or trustee

4 11/15/13

## Executive Director

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

<b>Paid Preparer Use Only</b>	Print/Type preparer's name <i>Kimberly A. Totah</i>	Preparer's signature <i>Kimberly A. Totah</i>	Date <i>11/12/13</i>	Check <input type="checkbox"/> if self-employed	PTIN <i>P01330762</i>
	Firm's name ► <b>McCabe &amp; Totah, LLP</b>	Firm's EIN ► <b>77-0368613</b>			
	Firm's address ► <b>1760 The Alameda #300 San Jose, CA 95126</b>	Phone no <b>(408) 977-7090</b>			

**BAA**

**Form 990-PF (2012)**

2012

## Federal Statements

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Rossi Family Foundation  
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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.	\$ 0.	\$ 0.	\$ 0.
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.	\$ 0.	\$ 0.
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 Franchise Tax Board	\$ 25. 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.	\$ 0.	\$ 0.	\$ 0.
Total	<u>\$ 4,890.</u>	<u>\$ 0.</u>	<u>\$ 0.</u>	<u>\$ 0.</u>

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**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		\$ 1.
	Total	<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 &amp; 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>

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

Name and Address	Donee Relationship	Found- ation Status	Purpose of Grant	Amount
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 financial 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.

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

Name and Address	Donee Relationship	Found- ation Status	Purpose of Grant	Amount
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 impoverished areas.	1,000.
San Francisco State University 1600 Holloway Ave, Rm LVC-116 San Francisco, CA 94132	None	Education	To provide teaching equipment to Exercise Physiology Lab.	4,500.

Total \$ 146,450.

**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
<b>Small Company Stocks</b>							
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	11.6	1.1
<b>Int'l Small Co. Stocks</b>							
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	3.6	1.9
<b>Emerging Markets Stocks</b>							
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	6.1	1.6
<b>Large Company Stocks</b>							
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	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
<b>International Stocks</b>							
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
<b>Domestic REITs</b>							
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
<b>International REITs</b>							
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
<b>High Quality Bond Funds</b>							
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
<i><math>\Sigma 1 = 1,710,678</math></i>							
<i><math>\Sigma 3 = 2,051,375</math></i>							

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
<b>Investment Grade Bond Funds</b>							
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
			108,506.83		107,097.51	4.4	3.2
	Investment Grade Bond Total $\Sigma (2) 350,057$		108,506.83	(2)	107,097.51 (4)	4.4	3.2
<b>Cash and Equivalents</b>							
	Schwab Cash		10,823.41		10,823.41	0.4	0.0
			10,823.41		10,823.41	0.4	0.0
<b>TOTAL PORTFOLIO</b>							
			2,071,558.29		2,419,640.15	100.0	1.7

**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
<b>TOTAL GAINS</b>						<b>241.13</b>	<b>46,942.35</b>
<b>TOTAL LOSSES</b>						<b>-15.41</b>	<b>-2,968.82</b>
				<b>191,711.68</b>	<b>235,910.94</b>	<b>225.72</b>	<b>43,973.53</b>

TOTAL REALIZED GAIN/LOSS 44,199.26

*Short Term*      *Proceeds*      *Basis*      *G/L*  
*8672.93*      *8447.21*      *225.75*  
*227238.01*      *183,264.47*      *48,973.54*  
*235,910.94*      *191,711.68*