



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

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

OMB No 1545-0052

2012

Open to Public Inspection

For calendar year 2012, or tax year beginning 12-01-2012 , and ending 11-30-2013

Name of foundation THE SHEA FOUNDATION		A Employer identification number 95-6027824	
Number and street (or P O box number if mail is not delivered to street address) 655 BREA CANYON ROAD		B Telephone number (see instructions) (909) 594-0941	
City or town, state, and ZIP code WALNUT, CA 91789		C If exemption application is pending, check here <input type="checkbox"/>	
G Check all that apply <input type="checkbox"/> Initial return <input type="checkbox"/> Final return <input type="checkbox"/> Address change		D 1. Foreign organizations, check here <input type="checkbox"/> 2. Foreign organizations meeting the 85% test, check here and attach computation <input type="checkbox"/>	
H Check type of organization <input checked="" type="checkbox"/> Section 501(c)(3) exempt private foundation <input type="checkbox"/> Section 4947(a)(1) nonexempt charitable trust <input type="checkbox"/> Other taxable private foundation		E If private foundation status was terminated under section 507(b)(1)(A), check here <input type="checkbox"/>	
I Fair market value of all assets at end of year (from Part II, col. (c), line 16) \$ 2,553,217		F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here <input type="checkbox"/>	
J Accounting method <input checked="" type="checkbox"/> Cash <input type="checkbox"/> Accrual <input type="checkbox"/> Other (specify) _____ (Part I, column (d) must be on cash basis.)			

Part I Analysis of Revenue and Expenses <small>(The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see instructions))</small>		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
Revenue	1 Contributions, gifts, grants, etc , received (attach schedule)				
	2 Check <input checked="" type="checkbox"/> if the foundation is not required to attach Sch B				
	3 Interest on savings and temporary cash investments	6	6		
	4 Dividends and interest from securities.	109,049	109,049		
	5a Gross rents				
	b Net rental income or (loss) _____				
	6a Net gain or (loss) from sale of assets not on line 10	79,289			
	b Gross sales price for all assets on line 6a _____ 982,252				
	7 Capital gain net income (from Part IV , line 2)		79,289		
	8 Net short-term capital gain				
	9 Income modifications				
	10a Gross sales less returns and allowances				
Operating and Administrative Expenses	b Less Cost of goods sold				
	c Gross profit or (loss) (attach schedule)				
	11 Other income (attach schedule)	1,199	0		
	12 Total. Add lines 1 through 11	189,543	188,344		
	13 Compensation of officers, directors, trustees, etc	0	0		0
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits				
	16a Legal fees (attach schedule)				
	b Accounting fees (attach schedule)				
	c Other professional fees (attach schedule)	4,779	4,779		0
	17 Interest				
	18 Taxes (attach schedule) (see instructions)	3,260	10		0
	19 Depreciation (attach schedule) and depletion				
	20 Occupancy				
	21 Travel, conferences, and meetings				
	22 Printing and publications				
	23 Other expenses (attach schedule)	1,318	1,318		0
	24 Total operating and administrative expenses. Add lines 13 through 23	9,357	6,107		0
	25 Contributions, gifts, grants paid	125,000			125,000
	26 Total expenses and disbursements. Add lines 24 and 25	134,357	6,107		125,000
	27 Subtract line 26 from line 12				
	a Excess of revenue over expenses and disbursements	55,186			
	b Net investment income (if negative, enter -0-)		182,237		
	c Adjusted net income (if negative, enter -0-)				

Part II Balance Sheets		Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions)	Beginning of year	End of year	
			(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1	Cash—non-interest-bearing			
	2	Savings and temporary cash investments	29,470	54,622	54,622
	3	Accounts receivable ▶ _____ Less allowance for doubtful accounts ▶ _____			
	4	Pledges receivable ▶ _____ Less allowance for doubtful accounts ▶ _____			
	5	Grants receivable			
	6	Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see page 15 of the instructions)			
	7	Other notes and loans receivable (attach schedule) ▶ _____ 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)	2,054,479	2,084,513	2,498,595
	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)			
	14	Land, buildings, and equipment basis ▶ _____ Less accumulated depreciation (attach schedule) ▶ _____			
Liabilities	15	Other assets (describe ▶ _____)			
	16	Total assets (to be completed by all filers—see the instructions Also, see page 1, item I)	2,083,949	2,139,135	2,553,217
	17	Accounts payable and accrued expenses			
	18	Grants payable			
	19	Deferred revenue			
	20	Loans from officers, directors, trustees, and other disqualified persons			
	21	Mortgages and other notes payable (attach schedule)			
	22	Other liabilities (describe ▶ _____)			
Net Assets or Fund Balances	23	Total liabilities (add lines 17 through 22)	0	0	
		Foundations that follow SFAS 117, check here ▶ <input type="checkbox"/> and complete lines 24 through 26 and lines 30 and 31.			
	24	Unrestricted			
	25	Temporarily restricted			
	26	Permanently restricted			
		Foundations that do not follow SFAS 117, check here ▶ <input checked="" type="checkbox"/> and complete lines 27 through 31.			
	27	Capital stock, trust principal, or current funds	0	0	
	28	Paid-in or capital surplus, or land, bldg , and equipment fund	0	0	
	29	Retained earnings, accumulated income, endowment, or other funds	2,083,949	2,139,135	
	30	Total net assets or fund balances (see page 17 of the instructions)	2,083,949	2,139,135	
	31	Total liabilities and net assets/fund balances (see page 17 of the instructions)	2,083,949	2,139,135	

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	2,083,949
2	Enter amount from Part I, line 27a	2	55,186
3	Other increases not included in line 2 (itemize) ▶ _____	3	0
4	Add lines 1, 2, and 3	4	2,139,135
5	Decreases not included in line 2 (itemize) ▶ _____	5	0
6	Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30	6	2,139,135

Part IV Capital Gains and Losses for Tax on Investment Income

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

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

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

(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
a See Additional Data Table			
b			
c			
d			
e			

2 Capital gain net income or (net capital loss)	{ If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7 }	2	79,289
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6) If gain, also enter in Part I, line 8, column (c) (see instructions) If (loss), enter -0- in Part I, line 8		3	

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

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

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

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

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

1 Enter the appropriate amount in each column for each year, see page 18 of the instructions before making any entries

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col (b) divided by col (c))
2011	123,903	2,229,698	0 055569
2010	124,034	2,271,162	0 054613
2009	103,979	2,025,014	0 051347
2008	65,000	1,554,271	0 041820
2007	124,229	2,199,134	0 056490

2 Total of line 1, column (d).	2	0 259839
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 051968
4 Enter the net value of noncharitable-use assets for 2012 from Part X, line 5.	4	2,367,108
5 Multiply line 4 by line 3.	5	123,014
6 Enter 1% of net investment income (1% of Part I, line 27b).	6	1,822
7 Add lines 5 and 6.	7	124,836
8 Enter qualifying distributions from Part XII, line 4.	8	125,000

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

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

1a		Exempt operating foundations described in section 4940(d)(2), check here <input type="checkbox"/> and enter "N/A" on line 1				
		Date of ruling or determination letter _____ (attach copy of letter if necessary—see instructions)				
b		Domestic foundations that meet the section 4940(e) requirements in Part V, check here <input checked="" type="checkbox"/> and enter 1% of Part I, line 27b		1	1,822	
c		All other domestic foundations enter 2% of line 27b Exempt foreign organizations enter 4% of Part I, line 12, col (b)				
2		Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)		2	0	
3		Add lines 1 and 2.		3	1,822	
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	1,822	
6		Credits/Payments				
a		2012 estimated tax payments and 2011 overpayment credited to 2012	6a	2,027		
b		Exempt foreign organizations—tax withheld at source	6b			
c		Tax paid with application for extension of time to file (Form 8868)	6c			
d		Backup withholding erroneously withheld	6d			
7		Total credits and payments Add lines 6a through 6d.		7	2,027	
8		Enter any penalty for underpayment of estimated tax Check here <input checked="" type="checkbox"/> if Form 2220 is attached		8	11	
9		Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed		9		
10		Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid.		10	194	
11		Enter the amount of line 10 to be Credited to 2013 estimated tax	194	Refunded	11	0

Part VII-AStatements Regarding Activities

1a	During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?		Yes	No
		1a		No
b	Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see page 19 of the instructions for definition)?			No
	If the answer is "Yes" to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities.			
c	Did the foundation file Form 1120-POL for this year?	1c		No
d	Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year (1) On the foundation \$ _____ 0 (2) On foundation managers \$ _____ 0			
e	Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers \$ _____ 0			
2	Has the foundation engaged in any activities that have not previously been reported to the IRS? If "Yes," attach a detailed description of the activities.	2		No
3	Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? If "Yes," attach a conformed copy of the changes	3		No
4a	Did the foundation have unrelated business gross income of \$1,000 or more during the year?	4a		No
b	If "Yes," has it filed a tax return on Form 990-T for this year?	4b		
5	Was there a liquidation, termination, dissolution, or substantial contraction during the year? If "Yes," attach the statement required by General Instruction T.	5		No
6	Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	6	Yes	
7	Did the foundation have at least \$5,000 in assets at any time during the year? If "Yes," complete Part II, col (c), and Part XV	7	Yes	
8a	Enter the states to which the foundation reports or with which it is registered (see instructions) CA _____			
b	If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by General Instruction G? If "No," attach explanation .	8b	Yes	
9	Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2012 or the taxable year beginning in 2012 (see instructions for Part XIV)? If "Yes," complete Part XIV	9		No
10	Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses	10		No

Part VII-A

Statements Regarding Activities *(continued)*

11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions).	11		No
12	Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement (see instructions)	12		No
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application?	13	Yes	
Website address ▶N/A				
14	The books are in care of ▶RONALD L LAKEY Telephone no ▶(909) 594-0941 Located at ▶655 BREYA CANYON ROAD WALNUT CA ZIP +4 ▶91789			
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 —Check here ▶ <input type="checkbox"/>			
	and enter the amount of tax-exempt interest received or accrued during the year ▶	15		
16	At any time during calendar year 2012, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country?	16		No
See instructions for exceptions and filing requirements for Form TD F 90-22.1 If "Yes", enter the name of the foreign country ▶				

Part VII-B

Statements Regarding Activities for Which Form 4720 May Be Required

File Form 4720 if any item is checked in the "Yes" column, unless an exception applies.			Yes	No
1a	During the year did the foundation (either directly or indirectly)			
	(1) Engage in the sale or exchange, or leasing of property with a disqualified person? <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 page 20 of the instructions)?	1b		
	Organizations relying on a current notice regarding disaster assistance check here. ▶ <input type="checkbox"/>			
c	Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2012?	1c		No
2	Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5))			
a	At the end of tax year 2012, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2012? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No If "Yes," list the years ▶ 20____, 20____, 20____, 20____			
b	Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement—see instructions).	2b		
c	If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here ▶ 20____, 20____, 20____, 20____			
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? <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? (<i>Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2012.</i>).	3b		
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a		No
b	Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2012?	4b		No

Part VII-B

Statements Regarding Activities for Which Form 4720 May Be Required (continued)

5a	During the year did the foundation pay or incur any amount to			
	(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))?	<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	If any answer is "Yes" to 5a(1)–(5), did any of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance (see instructions)?	5b		
	Organizations relying on a current notice regarding disaster assistance check here.	<input checked="" type="checkbox"/>		
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?	<input type="checkbox"/> Yes <input type="checkbox"/> No		
	If "Yes," attach the statement required by Regulations section 53.4945–5(d).			
6a	Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
b	Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract?	6b		No
	If "Yes" to 6b, file Form 8870.			
7a	At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
b	If yes, did the foundation receive any proceeds or have any net income attributable to the transaction?	7b		

Part VIII

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

1 List all officers, directors, trustees, foundation managers and their compensation (see instructions).				
(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
JOHN F SHEA	PRESIDENT	0	0	0
655 BREA CANYON ROAD WALNUT, CA 91789	1 00			
JAMES G SHONTERE	SECRETARY	0	0	0
655 BREA CANYON ROAD WALNUT, CA 91789	1 00			
RONALD L LAKEY	CHIEF FINANCIAL OFFICER	0	0	0
655 BREA CANYON ROAD WALNUT, CA 91789	1 00			
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

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	0
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	0
2	
All other program-related investments. See page 24 of the instructions.	
3	0
Total. Add lines 1 through 3.	0

Part X

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

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc , purposes		
a	Average monthly fair market value of securities.	1a	2,322,127
b	Average of monthly cash balances.	1b	81,028
c	Fair market value of all other assets (see instructions).	1c	0
d	Total (add lines 1a, b, and c).	1d	2,403,155
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	2,403,155
4	Cash deemed held for charitable activities Enter 1 1/2% of line 3 (for greater amount, see instructions).	4	36,047
5	Net value of noncharitable-use assets. Subtract line 4 from line 3 Enter here and on Part V, line 4	5	2,367,108
6	Minimum investment return. Enter 5% of line 5.	6	118,355

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	118,355
2a	Tax on investment income for 2012 from Part VI, line 5.	2a	1,822
b	Income tax for 2012 (This does not include the tax from Part VI).	2b	
c	Add lines 2a and 2b.	2c	1,822
3	Distributable amount before adjustments Subtract line 2c from line 1.	3	116,533
4	Recoveries of amounts treated as qualifying distributions.	4	0
5	Add lines 3 and 4.	5	116,533
6	Deduction from distributable amount (see instructions).	6	0
7	Distributable amount as adjusted Subtract line 6 from line 5 Enter here and on Part XIII, line 1.	7	116,533

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	125,000
b	Program-related investments—total from Part IX-B.	1b	0
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc , purposes.	2	
3	Amounts set aside for specific charitable projects that satisfy the		
a	Suitability test (prior IRS approval required).	3a	
b	Cash distribution test (attach the required schedule).	3b	
4	Qualifying distributions. Add lines 1a through 3b Enter here and on Part V, line 8, and Part XIII, line 4	4	125,000
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	1,822
6	Adjusted qualifying distributions. Subtract line 5 from line 4.	6	123,178
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				116,533
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.	15,814			
b From 2008.				
c From 2009.	4,770			
d From 2010.	12,408			
e From 2011.	14,612			
f Total of lines 3a through e.	47,604			
4 Qualifying distributions for 2012 from Part XII, line 4 ▶ \$ 125,000				
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.				116,533
e Remaining amount distributed out of corpus	8,467			
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	56,071			
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). . .	15,814			
9 Excess distributions carryover to 2013. Subtract lines 7 and 8 from line 6a.	40,257			
10 Analysis of line 9				
a Excess from 2008. . . .				
b Excess from 2009. . . .	4,770			
c Excess from 2010. . . .	12,408			
d Excess from 2011. . . .	14,612			
e Excess from 2012. . . .	8,467			

Part XIVPrivate Operating Foundations (see instructions and Part VII-A, question 9)

1a

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

b

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

☐ 4942(j)(3) or ☐ 4942(j)(5)

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

Part XVSupplementary Information (Complete this part only if the organization had \$5,000 or more in assets at any time during the year—see instructions.)

1

Information Regarding Foundation Managers:

a

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

b

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

2

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

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

a

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

b

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

c

Any submission deadlines

d

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

Part XV

Supplementary Information (continued)

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

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a Paid during the year See Additional Data Table				
Total			3a	125,000
b Approved for future payment				
Total			3b	0

Enter gross amounts unless otherwise indicated		Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income (See instructions)
		(a) Business code	(b) Amount	(c) Exclusion code	(d) Amount	
1	Program service revenue					
a	_____					
b	_____					
c	_____					
d	_____					
e	_____					
f	_____					
g	Fees and contracts from government agencies					
2	Membership dues and assessments. . . .					
3	Interest on savings and temporary cash investments			14	6	
4	Dividends and interest from securities. . . .			14	109,049	
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	79,289	
9	Net income or (loss) from special events					
10	Gross profit or (loss) from sales of inventory. .					
11	Other revenue a TAX REFUND _____			01	1,199	
b	_____					
c	_____					
d	_____					
e	_____					
12	Subtotal Add columns (b), (d), and (e). .		0		189,543	0
13	Total. Add line 12, columns (b), (d), and (e).			13	189,543	

[illegible]

1 Did the organization directly or indirectly engage in any of the following with any other organization described in section 501(c) of the Code (other than section 501(c)(3) organizations) or in section 527, relating to political organizations?		Yes	No
a Transfers from the reporting foundation to a noncharitable exempt organization of			
(1) Cash.	1a(1)		No
(2) Other assets.	1a(2)		No
b Other transactions			
(1) Sales of assets to a noncharitable exempt organization.	1b(1)		No
(2) Purchases of assets from a noncharitable exempt organization.	1b(2)		No
(3) Rental of facilities, equipment, or other assets.	1b(3)		No
(4) Reimbursement arrangements.	1b(4)		No
(5) Loans or loan guarantees.	1b(5)		No
(6) Performance of services or membership or fundraising solicitations.	1b(6)		No
c Sharing of facilities, equipment, mailing lists, other assets, or paid employees.	1c		No
d If the answer to any of the above is "Yes," complete the following schedule. Column (b) should always show the fair market value of the goods, other assets, or services given by the reporting foundation. If the foundation received less than fair market value in any transaction or sharing arrangement, show in column (d) the value of the goods, other assets, or services received.			

[illegible]

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

b If "Yes," complete the following schedule

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

Sign Here	<p>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 or fiduciary) is based on all information of which preparer has any knowledge.</p>
<div style="border-bottom: 1px solid black; height: 40px; width: 100%;"></div> <p>Signature of officer or trustee</p>	<div style="display: flex; justify-content: space-between;"> <div style="width: 45%;"> <div style="border-bottom: 1px solid black; height: 40px; width: 100%;"></div> <p>2014-07-10</p> <p>Date</p> </div> <div style="width: 45%; text-align: right;"> <div style="border-bottom: 1px solid black; height: 40px; width: 100%;"></div> <p>Title</p> </div> </div>

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

Paid Preparer Use Only	Print/Type preparer's name	Preparer's Signature	Date	Check if self-employed <input checked="checked" type="checkbox"/>	PTIN P01251459
	RONALD L LAKEY	RONALD L LAKEY			
	Firm's name <input type="checkbox"/>	JF SHEA CO INC		Firm's EIN <input type="checkbox"/> 94-1530032	
		655 BREA CANYON ROAD			
	Firm's address <input type="checkbox"/>	WALNUT, CA 91789		Phone no (909) 594-9500	

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns a - d

(a) List and describe the kind(s) of property sold (e g , real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co)	(b) How acquired P—Purchase D—Donation	(c) Date acquired (mo , day, yr)	(d) Date sold (mo , day, yr)
1600 SHS LINN CO LLC	P	2012-10-12	2013-01-22
2600 SHS ATLAS RESOURCE PARTNERS LP	P	2013-01-22	2013-03-15
1100 SHS QUALCOMM INC	P	2012-05-08	2013-05-20
4800 SHS PERMIAN BASIN ROYALTY TRUST	P	2013-03-18	2013-05-22
1300 SHS GULFPORT ENERGY CORP	P	2013-05-23	2013-07-09
4000 SHS BREITBURN ENERGY PARTNERS LP	P	2013-07-09	2013-07-16
1500 SHS GULFPORT ENERGY CORP	P	2013-07-16	2013-08-01
400 SHS VANGUARD 500 INDEX FUND	P	2000-08-15	2013-08-09
2000 SHS LINN CO LLC	P	2013-08-01	2013-09-11
1600 SHS BERRY PETROLEUM CO	P	2013-05-20	2013-09-17
600 SHS CONTINENTAL RESOURCES INC	P	2013-09-11	2013-10-04
1500 SHS DIAMONDBACK ENERGY INC	P	2013-08-15	2013-10-16
200 SHS CARBO CERAMICS INC	P	2013-09-17	2013-10-31
3000 SHS WEATHERFORD INTERNATIONAL LTD	P	2013-10-04	2013-11-05
400 SHS CARBO CERAMICS INC	P	2013-09-17	2013-11-15
125 SHS CAVIUM INC	P	2007-08-22	2013-02-06
45 SHS CAVIUM INC	P	2008-05-12	2013-02-06
60 SHS NETAPP INC	P	2000-08-22	2013-02-12
40 SHS NETAPP INC	P	2005-11-14	2013-02-12
30 SHS LULULEMON ATHLETICA INC	P	2008-01-30	2013-04-10
75 SHS POWER INTEGRATIONS INC	P	2010-01-13	2013-04-10
150 SHS NETAPP INC	P	2005-11-14	2013-08-01
125 SHS AMERICAN PUBLIC EDUCATION INC	P	2008-07-24	2013-09-06
80 SHS AMERICAN PUBLIC EDUCATION INC	P	2010-12-15	2013-09-06
370 SHS CLEAN ENERGY FUELS CORP	P	2010-01-13	2013-09-23
130 SHS VERA BRADLEY INC	P	2011-05-06	2013-09-23

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns e - h

(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)
62,559		58,682	3,877
61,853		58,869	2,984
72,972		67,865	5,107
65,415		60,528	4,887
66,459		63,735	2,724
71,199		65,321	5,878
84,273		71,425	12,848
62,496		54,880	7,616
62,379		59,629	2,750
71,659		71,460	199
68,089		61,405	6,684
73,999		60,700	13,299
23,900		20,009	3,891
50,573		47,809	2,764
48,199		40,017	8,182
4,348		3,843	505
1,565		948	617
2,138		5,831	-3,693
1,425		1,133	292
2,002		470	1,532
3,198		2,632	566
6,207		4,250	1,957
4,860		5,269	-409
3,110		2,857	253
4,776		7,077	-2,301
2,599		6,319	-3,720

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns i - l

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
			3,877
			2,984
			5,107
			4,887
			2,724
			5,878
			12,848
			7,616
			2,750
			199
			6,684
			13,299
			3,891
			2,764
			8,182
			505
			617
			-3,693
			292
			1,532
			566
			1,957
			-409
			253
			-2,301
			-3,720

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

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
ALAGILLE SYNDROME ALLIANCE 10500 SW STARR DRIVE TUALATIN,OR 97062	NONE	PUBLIC CHARITY	TO FURTHER EXEMPT PURPOSE	15,030
ALL HALLOWS INSTITUTE 111 EAST 164TH STREET BRONX,NY 10452	NONE	PUBLIC CHARITY	TO FURTHER EXEMPT PURPOSE	4,280
AMERICAN HEART ASSOCIATION PO BOX 6046 IRVINE,CA 92616	NONE	PUBLIC CHARITY	TO FURTHER EXEMPT PURPOSE	670
ARIZONA KIDNEY FOUNDATION 4203 EAST INDIAN SCHOOL RD 140 PHOENIX,AZ 85018	NONE	PUBLIC CHARITY	TO FURTHER EXEMPT PURPOSE	1,341
ASSISTANCE LEAGUE COLUMBIA PACIFIC POB 596 ASTORIA,OR 97103	NONE	PUBLIC CHARITY	TO FURTHER EXEMPT PURPOSE	1,500
BELLARMINE COLLEGE PREPARATORY 960 WHEDDING ST SAN JOSE,CA 95126	NONE	PUBLIC CHARITY	TO FURTHER EXEMPT PURPOSE	400
BOULDER SCHOOL FOR THE STUDY OF URANTIA BOOK 1430 HIGH STREET BOULDER,CO 80304	NONE	PUBLIC CHARITY	TO FURTHER EXEMPT PURPOSE	2,565
BOYS & GIRLS CLUB OF CAPISTRANO VALLEY 1 VIA POSITIVA SAN JUAN CAPISTRANO,CA 92675	NONE	PUBLIC CHARITY	TO FURTHER EXEMPT PURPOSE	270
BOYS & GIRLS CLUB OF LA HARBOR 1200 S CABRILLO AVENUE SAN PEDRO,CA 90731	NONE	PUBLIC CHARITY	TO FURTHER EXEMPT PURPOSE	500
CARDINAL MINDSZENTY FOUNDATION PO BOX 11321 ST LOUIS,MO 63105	NONE	PUBLIC CHARITY	TO FURTHER EXEMPT PURPOSE	1,000
CAROLINAS HEALTH CARE FOUNDATION PO BOX 32861 CHARLOTTE,NC 28232	NONE	PUBLIC CHARITY	TO FURTHER EXEMPT PURPOSE	900
CATHOLIC CHARITIES 1531 JAMES M WOOD BLVD LOS ANGELES,CA 90015	NONE	PUBLIC CHARITY	TO FURTHER EXEMPT PURPOSE	500
CATHOLIC EDUCATION FOUNDATION 3424 WILSHIRE BLVD 5TH FLOOR LOS ANGELES,CA 90010	NONE	PUBLIC CHARITY	TO FURTHER EXEMPT PURPOSE	3,500
CHURCH OF THE PRESENTATION 6715 LEESBURG PLACE STOCKTON,CA 95207	NONE	PUBLIC CHARITY	TO FURTHER EXEMPT PURPOSE	900
CORPUS CHRISTI CATHOLIC CHURCH 887 TOYOPA DRIVE PACIFIC PALISADES,CA 90272	NONE	PUBLIC CHARITY	TO FURTHER EXEMPT PURPOSE	3,000

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

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
CORPUS CHRISTI SCHOOL 890 TOYOPA DRIVE PACIFIC PALISADES,CA 90272	NONE	PUBLIC CHARITY	TO FURTHER EXEMPT PURPOSE	1,000
EAGLE FORUM EDUCATION & LEGAL DEFENSE FUND PO BOX 618 322 STATE ST 301 ALTON,IL 62002	NONE	PUBLIC CHARITY	TO FURTHER EXEMPT PURPOSE	1,000
FATHER SERRA'S FOOD PANTRY 31611 EL CAMINO REAL SAN JUAN CAPISTRANO,CA 92675	NONE	PUBLIC CHARITY	TO FURTHER EXEMPT PURPOSE	501
FISHER HOUSE FOUNDATION INC 111 ROCKVILLE PIKE SUITE 420 ROCKVILLE,MD 20850	NONE	PUBLIC CHARITY	TO FURTHER EXEMPT PURPOSE	3,830
FREDERICK J ARTZ CENTER 1675 SW MARLOW AVE 200 PORTLAND,OR 97225	NONE	PUBLIC CHARITY	TO FURTHER EXEMPT PURPOSE	500
FRIENDS OF BANNING MUSEUM PO BOX 1927 401 EAST M STREET WILMINGTON,CA 90748	NONE	PUBLIC CHARITY	TO FURTHER EXEMPT PURPOSE	845
HILLSDALE COLLEGE PO BOX 96607 WASHINGTON,DC 20090	NONE	PUBLIC CHARITY	TO FURTHER EXEMPT PURPOSE	2,000
HUNTINGTON LIBRARY 1151 OXFORD ROAD SAN MARINO,CA 91108	NONE	PUBLIC CHARITY	TO FURTHER EXEMPT PURPOSE	2,000
INTREPID FALLEN HEROES FUND 1 INTREPID SQUARE WEST 46TH ST AND 12TH AVE NEWYORK,NY 10036	NONE	PUBLIC CHARITY	TO FURTHER EXEMPT PURPOSE	5,000
JESUIT HIGH SCHOOL 9000 SW BEAVERTON HILLSDALE HWY PORTLAND,OR 97225	NONE	PUBLIC CHARITY	TO FURTHER EXEMPT PURPOSE	3,000
LAS MADRINAS - CHLA C/O MRS MONTOYA DEPT 6778 LOS ANGELES,CA 900846778	NONE	PUBLIC CHARITY	TO FURTHER EXEMPT PURPOSE	180
LIBERTY RESTORATION INC 1203 COMMERCIAL STREET ASTORIA,OR 97103	NONE	PUBLIC CHARITY	TO FURTHER EXEMPT PURPOSE	3,000
LOS ANGELES COUNTY MUSEUM OF ART 5905 WILSHIRE BLVD LOS ANGELES,CA 90036	NONE	PUBLIC CHARITY	TO FURTHER EXEMPT PURPOSE	2,500
LOWER COLUMBIA HOSPICE 2111 EXCHANGE ST ASTORIA,OR 97103	NONE	PUBLIC CHARITY	TO FURTHER EXEMPT PURPOSE	200
LOYOLA HIGH SCHOOL 1901 VENICE BLVD LOS ANGELES,CA 90006	NONE	PUBLIC CHARITY	TO FURTHER EXEMPT PURPOSE	500


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

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a Paid during the year				
MAUREEN SHEA SCHOLARSHIP FUND 500 BELLEFONTAINE PASADENA,CA 91105	NONE	PUBLIC CHARITY	TO FURTHER EXEMPT PURPOSE	900
MAYFIELD SENIOR SCHOOL 500 BELLEFONTAINE STREET PASADENA,CA 91105	NONE	PUBLIC CHARITY	TO FURTHER EXEMPT PURPOSE	1,000
MENLO COLLEGE ALUMNI MEMORIAL SCHOLARSHIP FUND 1000 EL CAMINO REAL ATHERTON,CA 94027	NONE	PUBLIC CHARITY	TO FURTHER EXEMPT PURPOSE	500
NAVY SEAL FOUNDATION 1619 D SREET BLDG 5326 VIRGINIA BEACH,VA 23459	NONE	PUBLIC CHARITY	TO FURTHER EXEMPT PURPOSE	2,000
NAZARETH HOUSE 3333 MANNING AVENUE LOS ANGELES,CA 90064	NONE	PUBLIC CHARITY	TO FURTHER EXEMPT PURPOSE	900
NEW DIRECTIONS FOR WOMEN 2607 WILLO LANE COSTA MESA,CA 92627	NONE	PUBLIC CHARITY	TO FURTHER EXEMPT PURPOSE	1,341
NORTH COAST LAND CONSERVANCY PO BOX 566 ASTORIA,OR 97103	NONE	PUBLIC CHARITY	TO FURTHER EXEMPT PURPOSE	200
OCEAN INSTITUTE OF DANA POINT 24200 DANA POINT HARBOR DRIVE DANA POINT,CA 92629	NONE	PUBLIC CHARITY	TO FURTHER EXEMPT PURPOSE	270
OPERATION HOMEFRONT SOUTHERN CALIFORNIA PO BOX 26747 SAN DIEGO,CA 92196	NONE	PUBLIC CHARITY	TO FURTHER EXEMPT PURPOSE	1,000
OPTIONS UNITED 690 VISTA DEL SOL CAMARILLO,CA 93010	NONE	PUBLIC CHARITY	TO FURTHER EXEMPT PURPOSE	1,000
PASADENA HUMANE SOCIETY 361 SOUTH RAYMOND AVE PASADENA,CA 91105	NONE	PUBLIC CHARITY	TO FURTHER EXEMPT PURPOSE	3,945
PRESENTATION LIFE TEEN LOUNGE 6715 LEESBURG PLACE STOCKTON,CA 95207	NONE	PUBLIC CHARITY	TO FURTHER EXEMPT PURPOSE	400
PRESENTATION SCHOOL 1635 W BENJAMIN HOLT DR STOCKTON,CA 95207	NONE	PUBLIC CHARITY	TO FURTHER EXEMPT PURPOSE	400
PRIDE OF PAUL REVERE MIDDLE CHARTER SCHOOL 1450 ALLENFORD AVE LOS ANGELES,CA 90049	NONE	PUBLIC CHARITY	TO FURTHER EXEMPT PURPOSE	750
RANDY E CARPENTER MEMORIAL FOUNDATION PO BOX 921 BAKER CITY,OR 97814	NONE	PUBLIC CHARITY	TO FURTHER EXEMPT PURPOSE	500

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

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
SANTA CLARA UNIVERSITY 500 EL CAMINO REAL SANTA CLARA,CA 95053	NONE	PUBLIC CHARITY	TO FURTHER EXEMPT PURPOSE	800
SANTA TERESITA HOSPITAL FOUNDATION 819 BUENA VISTA ST DUARTE,CA 91010	NONE	PUBLIC CHARITY	TO FURTHER EXEMPT PURPOSE	900
SAVE ONE LIFE INC 65 CENTRAL ST 204 GEORGETOWN,MA 01833	NONE	PUBLIC CHARITY	TO FURTHER EXEMPT PURPOSE	300
SEASIDE HEAD START 1225 2ND AVENUE SEASIDE,OR 97138	NONE	PUBLIC CHARITY	TO FURTHER EXEMPT PURPOSE	500
SEASIDE KIDS INC PO BOX 275 SEASIDE,OR 97138	NONE	PUBLIC CHARITY	TO FURTHER EXEMPT PURPOSE	500
SERVITE HIGH SCHOOL 1952 W LA PALMA AVENUE ANAHEIM,CA 92808	NONE	PUBLIC CHARITY	TO FURTHER EXEMPT PURPOSE	4,291
SISTERS OF ST LOUIS 875 TOYOPA DR PACIFIC PASLISADES,CA 90272	NONE	PUBLIC CHARITY	TO FURTHER EXEMPT PURPOSE	2,330
SPECIAL OPERATIONS WARRIOR FOUNDATION POB 13483 TAMPA,FL 33629	NONE	PUBLIC CHARITY	TO FURTHER EXEMPT PURPOSE	2,000
ST BRENDAN SCHOOL 238 S MANHATTAN PLACE LOS ANGELES,CA 90004	NONE	PUBLIC CHARITY	TO FURTHER EXEMPT PURPOSE	3,600
ST JOHN OF GOD RETIREMENT AND CARE CENTER 2035 W ADAMS BLVD LOS ANGELES,CA 90018	NONE	PUBLIC CHARITY	TO FURTHER EXEMPT PURPOSE	900
ST MARY'S HIGH SCHOOL POB 7247 5648 N EL DORADO ST STOCKTON,CA 952670247	NONE	PUBLIC CHARITY	TO FURTHER EXEMPT PURPOSE	1,380
ST PHILIP THE APOSTLE CHURCH 151 S HILL AVE PASADENA,CA 91106	NONE	PUBLIC CHARITY	TO FURTHER EXEMPT PURPOSE	2,830
ST VINCENT DE PAUL SOCIETY 1964 ORANGE AVE COSTA MESA,CA 92627	NONE	PUBLIC CHARITY	TO FURTHER EXEMPT PURPOSE	671
STANFORD UNIVERSITY ATHLETIC DEPT ARRILLAGA FAMILY SPORTS CENTER PO BOX 20466 STANFORD,CA 94305	NONE	PUBLIC CHARITY	TO FURTHER EXEMPT PURPOSE	500
TOGETHER IN MISSION 3424 WILSHIRE BLVD LOS ANGELES,CA 90010	NONE	PUBLIC CHARITY	TO FURTHER EXEMPT PURPOSE	1,000

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

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
UNITY CARE GROUP - CHARLIE SHEA HOME FUND PO BOX 730276 237 RACE STREET SAN JOSE,CA 95126	NONE	PUBLIC CHARITY	TO FURTHER EXEMPT PURPOSE	1,000
UNIVERSITY OF OREGON FOUNDATION-DUCK ATHLETIC CLUB 360 E 10TH AVE 202 EUGENE,OR 97401	NONE	PUBLIC CHARITY	TO FURTHER EXEMPT PURPOSE	300
WARRENTON-HAMMOND HEALTHY KIDS INC POB 2426 GEARHART,OR 97138	NONE	PUBLIC CHARITY	TO FURTHER EXEMPT PURPOSE	675
WELCOME HOME VETS PO BOX 189 GROSS VALLEY,CA 95945	NONE	PUBLIC CHARITY	TO FURTHER EXEMPT PURPOSE	4,292
WOUNDED WARRIOR PROJECT PO BOX 758517 TOPEKA,KS 66675	NONE	PUBLIC CHARITY	TO FURTHER EXEMPT PURPOSE	10,122
YOSEMITE CONSERVANCY 101 MONTGOMERY ST 1700 SAN FRANCISCO,CA 94104	NONE	PUBLIC CHARITY	TO FURTHER EXEMPT PURPOSE	591
YOUNG AMERICA'S FOUNDATION THE REAGAN RANCH 217 STATE STREET SANTA BARBARA,CA 93101	NONE	PUBLIC CHARITY	TO FURTHER EXEMPT PURPOSE	8,000
Total.  3a				125,000

**TY 2012 All Other Program
Related Investments Schedule**

Name: THE SHEA FOUNDATION

EIN: 95-6027824

Category	Amount
N/A	0

TY 2012 Investments Corporate

Stock Schedule

Name: THE SHEA FOUNDATION

EIN: 95-6027824

Name of Stock	End of Year Book Value	End of Year Fair Market Value
180 SHS VMWARE INC	10,540	14,513
22,500 SHS KAYNE ANDERSON MLP INVEST	602,669	837,675
250 SHS LULULEMON ATHLETICA INC	3,921	17,430
175 SHS POWER INTEGRATIONS INC	5,671	9,356
175 SHS QUALCOMM INC	5,058	12,877
190 SHS CELGENE CORPORATION	10,689	30,736
200 SHS COACH INC	6,920	11,580
25 SHS GOOGLE INC	9,835	26,490
1,680 SHS VANGUARD 500 INDEX FUND	230,563	280,709
280 SHS BROADCOM CORP	3,151	7,473
300 SHS ILLUMINA INC	8,288	29,400
280 SHS COGNIZANT TECHNOLOGY SOLUTIONS CORP	5,253	26,289
220 SHS STARBUCKS CORP	2,093	17,921
440 SHS GILEAD SCIENCES INC	3,615	32,916
44,500 SHS PIMCO HIGH INCOME FUND	637,937	523,765
380 SHS CAVIUM NETWORKS INC	6,183	13,756
70 SHS INTUITIVE SURGICAL INC	6,895	26,383
400 SHS NEW ORIENTAL EDUCATION & TECHNOLOGY GROUP	6,340	11,876
4,425 SHS CGM FOCUS FUND	160,390	170,092
80 SHS APPLE INC	5,206	44,486
120 SHS CREE INC	6,144	6,696
200 SHS SOUTHWESTERN ENERGY CO	9,295	7,732
140 SHS ALEXION PHARMACEUTICALS INC	8,110	17,430
30 SHS AMAZON.COM INC	6,565	11,809
55 SHS BAIDU.COM	7,069	9,161
200 SHS APPLE INC	115,063	111,214
300 SHS ARCOS DORADOS HOLDINGS INC	5,880	3,660
70 SHS FRESH MARKET INC	4,036	2,850
80 SHS MERCADOLIBRE INC	7,202	8,857
110 SHS ULTA SALON COSMETICS & FRAGRANCE INC	10,145	13,963

Name of Stock	End of Year Book Value	End of Year Fair Market Value
1,000 SHS ATLAS ENERGY LP	47,099	44,380
100 SHS CARBO CERAMICS INC	10,004	12,303
3,500 SHS PERMIAN BASIN ROYALTY TRUST	51,485	48,615
170 SHS KINDER MORGAN INC	6,317	6,042
130 SHS NOODLES & CO	5,869	5,282
10 SHS PRICELINE.COM INC	7,069	11,923
260 SHS TILE SHOP HOLDINGS INC	7,522	4,355
2,500 SHS GSV CAPITAL CORP	38,422	26,600

TY 2012 Other Expenses Schedule

Name: THE SHEA FOUNDATION

EIN: 95-6027824

Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
INVESTMENT EXPENSES	1,318	1,318		0

TY 2012 Other Income Schedule

Name: THE SHEA FOUNDATION

EIN: 95-6027824

Description	Revenue And Expenses Per Books	Net Investment Income	Adjusted Net Income
TAX REFUND	1,199		1,199

TY 2012 Other Professional Fees Schedule

Name: THE SHEA FOUNDATION

EIN: 95-6027824

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
MANAGEMENT FEE	4,779	4,779		0

TY 2012 Taxes Schedule**Name:** THE SHEA FOUNDATION**EIN:** 95-6027824

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
FRANCHISE TAX BOARD	10	10		0
UNITED STATES TREASURY	3,250	0		0