Form **990-PF**

Department of the Treasury
Internal Revenue Service

Return of Private Foundation

or Section 4947(a)(1) Trust Treated as Private Foundation

▶ **Do not enter Social Security numbers on this form as it may be made public. By law, the IRS cannot redact the information on the form.**

▶ **Information about Form 990-PF and its instructions is at *www.irs.gov/form990pf*.**

OMB No 1545-0052

2013

Open to Public Inspection

For calendar year 2013, or tax year beginning 01-01-2013 , and ending 12-31-2013

Name of foundation
THE RONALD DAVIS FAMILY FOUNDATION

A Employer identification number
06-1395552

Number and street (or P O box number if mail is not delivered to street address) | Room/suite
11100 SANTA MONICA BLVD
ROOM/SUITE 600

B Telephone number (see instructions)
(310) 806-4000

City or town, state or province, country, and ZIP or foreign postal code
LOS ANGELES, CA 90025

C If exemption application is pending, check here ▶ ☐

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

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

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

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

I Fair market value of all assets at end of year *(from Part II, col. (c), line 16)*▶$ 798,105

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

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))*

	Line	Description	(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)	3,356			
	2	Check ▶ ☑ if the foundation is **not** required to attach Sch B				
	3	Interest on savings and temporary cash investments				
	4	Dividends and interest from securities	10,371	10,367		
	5a	Gross rents				
	b	Net rental income or (loss)				
	6a	Net gain or (loss) from sale of assets not on line 10	17,557			
	b	Gross sales price for all assets on line 6a 133,889				
	7	Capital gain net income (from Part IV, line 2)		17,557		
	8	Net short-term capital gain				
	9	Income modifications				
	10a	Gross sales less returns and allowances				
	b	Less Cost of goods sold				
	c	Gross profit or (loss) (attach schedule)				
	11	Other income (attach schedule)	3,317	519		
	12	**Total.** Add lines 1 through 11	34,601	28,443		
Operating and Administrative Expenses	13	Compensation of officers, directors, trustees, etc				
	14	Other employee salaries and wages				
	15	Pension plans, employee benefits				
	16a	Legal fees (attach schedule)	1,750			1,750
	b	Accounting fees (attach schedule)				
	c	Other professional fees (attach schedule)	4,493	4,493		
	17	Interest				
	18	Taxes (attach schedule) (see instructions)	641	343		
	19	Depreciation (attach schedule) and depletion	176			
	20	Occupancy				
	21	Travel, conferences, and meetings	4,484			4,484
	22	Printing and publications	26			26
	23	Other expenses (attach schedule)	17,355	13,413		3,057
	24	**Total operating and administrative expenses.** Add lines 13 through 23	28,925	18,249		9,317
	25	Contributions, gifts, grants paid	117,240			117,240
	26	**Total expenses and disbursements.** Add lines 24 and 25	146,165	18,249		126,557
	27	Subtract line 26 from line 12				
	a	**Excess of revenue over expenses and disbursements**	-111,564			
	b	**Net investment income** (if negative, enter -0-)		10,194		
	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 (a) Book Value	End of year (b) Book Value	(c) Fair Market Value
Assets	1	Cash—non-interest-bearing			
	2	Savings and temporary cash investments	52,033	66,083	66,083
	3	Accounts receivable ▶ Less allowance for doubtful accounts ▶			
	4	Pledges receivable ▶ Less allowance for doubtful accounts ▶			
	5	Grants receivable			
	6	Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see instructions)			
	7	Other notes and loans receivable (attach schedule) ▶ 10,000 Less allowance for doubtful accounts ▶	10,000	10,000	10,000
	8	Inventories for sale or use			
	9	Prepaid expenses and deferred charges	1,774	1,479	1,479
	10a	Investments—U S and state government obligations (attach schedule)			
	b	Investments—corporate stock (attach schedule)	344,410	317,703	317,703
	c	Investments—corporate bonds (attach schedule)	60,803	65,324	65,324
	11	Investments—land, buildings, and equipment basis ▶ Less accumulated depreciation (attach schedule) ▶			
	12	Investments—mortgage loans			
	13	Investments—other (attach schedule)	400,213	337,516	337,516
	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)	869,233	798,105	798,105
Liabilities	17	Accounts payable and accrued expenses		1,927	
	18	Grants payable			
	19	Deferred revenue			
	20	Loans from officers, directors, trustees, and other disqualified persons			
	21	Mortgages and other notes payable (attach schedule)			
	22	Other liabilities (describe ▶)			
	23	**Total liabilities** (add lines 17 through 22)		1,927	
Net Assets or Fund Balances		**Foundations that follow SFAS 117, check here ▶ ☐** **and complete lines 24 through 26 and lines 30 and 31.**			
	24	Unrestricted			
	25	Temporarily restricted			
	26	Permanently restricted			
		Foundations that do not follow SFAS 117, check here ▶ ☑ **and complete lines 27 through 31.**			
	27	Capital stock, trust principal, or current funds			
	28	Paid-in or capital surplus, or land, bldg , and equipment fund			
	29	Retained earnings, accumulated income, endowment, or other funds	869,233	796,178	
	30	**Total net assets or fund balances** (see page 17 of the instructions)	869,233	796,178	
	31	**Total liabilities and net assets/fund balances** (see page 17 of the instructions)	869,233	798,105	

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	869,233
2	Enter amount from Part I, line 27a	2	-111,564
3	Other increases not included in line 2 (itemize) ▶	3	38,509
4	Add lines 1, 2, and 3	4	796,178
5	Decreases not included in line 2 (itemize) ▶	5	
6	Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30	6	796,178

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)
1 a	PUBLICLY TRADED SECURITIES	P		
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	130,679		116,332	14,347
b				
c				
d				
e				

	Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col (h) gain minus col (k), but not less than -0-) **or** Losses (from col (h))
	(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
a				14,347
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	17,557
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	14,347

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))
2012	109,039	880,881	0 123784
2011	103,154	947,312	0 108891
2010	131,397	1,085,782	0 121016
2009	95,005	1,182,082	0 080371
2008	203,224	552,210	0 368019

2	**Total** of line 1, column (d).	2	0 802081
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 160416
4	Enter the net value of noncharitable-use assets for 2013 from Part X, line 5.	4	813,097
5	Multiply line 4 by line 3.	5	130,434
6	Enter 1% of net investment income (1% of Part I, line 27b).	6	102
7	Add lines 5 and 6.	7	130,536
8	Enter qualifying distributions from Part XII, line 4.	8	126,557

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 page 18 of the instructions)**

1a	Exempt operating foundations described in section 4940(d)(2), check here ▶ ☐ and enter "N/A" on line 1 Date of ruling or determination letter ________ **(attach copy of letter if necessary–see instructions)**		
b	Domestic foundations that meet the section 4940(e) requirements in Part V, check here ▶ ☐ and enter 1% of Part I, line 27b	1	204
c	All other domestic foundations enter 2% of line 27b Exempt foreign organizations enter 4% of Part I, line 12, col (b)		
2	Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)	2	
3	Add lines 1 and 2	3	204
4	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)	4	
5	**Tax based on investment income.** Subtract line 4 from line 3 If zero or less, enter -0-	5	204
6	Credits/Payments		
a	2013 estimated tax payments and 2012 overpayment credited to 2013 — 6a: 1,479		
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	1,479
8	Enter any **penalty** for underpayment of estimated tax Check here ☐ if Form 2220 is attached	8	
9	**Tax due.** If the total of lines 5 and 8 is more than line 7, enter **amount owed** ▶	9	
10	**Overpayment.** If line 7 is more than the total of lines 5 and 8, enter the **amount overpaid** ▶	10	1,275
11	Enter the amount of line 10 to be **Credited to 2014 estimated tax** ▶ 1,275 **Refunded** ▶	11	

Part VII-A **Statements Regarding Activities**

			Yes	No
1a	During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?	1a		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)?	1b		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 ▶ $ ________ **(2)** On foundation managers ▶ $ ________			
e	Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers ▶ $ ________			
2	Has the foundation engaged in any activities that have not previously been reported to the IRS? *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	Yes	
b	If "Yes," has it filed a tax return on **Form 990-T** for this year?	4b	Yes	
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) ▶CO			
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 2013 or the taxable year beginning in 2013 (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 ▶ASPIRIANT LLC Telephone no ▶(310) 806-4000

Located at ▶11100 SANTA MONICA BLVD SUITE 600 LOS ANGELES CA ZIP+4 ▶90025

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 |

		Line	Yes	No
16	At any time during calendar year 2013, 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.		Line	Yes	No
1a	During the year did the foundation (either directly or indirectly)				
	(1) Engage in the sale or exchange, or leasing of property with a disqualified person?	☐ Yes ☑ No			
	(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person?	☐ Yes ☑ No			
	(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person?	☐ Yes ☑ No			
	(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person?	☐ Yes ☑ No			
	(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)?	☐ Yes ☑ No			
	(6) Agree to pay money or property to a government official? (**Exception.** Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days).	☐ Yes ☑ No			
b	If any answer is "Yes" to 1a(1)–(6), did **any** of the acts fail to qualify under the exceptions described in Regulations section 53 4941(d)-3 or in a current notice regarding disaster assistance (see page 20 of the instructions)?		1b		
	Organizations relying on a current notice regarding disaster assistance check here.	▶ ☐			
c	Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2013?		1c		
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 2013, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2013?	☐ Yes ☑ 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?	☐ Yes ☑ No			
b	If "Yes," did it have excess business holdings in 2013 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 2013.)*.		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 2013?		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))? ☐ Yes ☑ No

(2) Influence the outcome of any specific public election (see section 4955), or to carry on, directly or indirectly, any voter registration drive? ☐ Yes ☑ No

(3) Provide a grant to an individual for travel, study, or other similar purposes? ☐ Yes ☑ No

(4) Provide a grant to an organization other than a charitable, etc , organization described in section 509(a)(1), (2), or (3), or section 4940(d)(2)? (see instructions) ☐ Yes ☑ No

(5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals? ☐ Yes ☑ No

b If any answer is "Yes" to 5a(1)–(5), did **any** of the transactions fail to qualify under the exceptions described in Regulations section 53 4945 or in a current notice regarding disaster assistance (see instructions)? **5b**

Organizations relying on a current notice regarding disaster assistance check here ▶ ☐

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

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

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

b Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract? **6b** No

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

7a At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction? ☐ Yes ☑ No

b If yes, did the foundation receive any proceeds or have any net income attributable to the transaction? **7b**

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

1 List all officers, directors, trustees, foundation managers and their compensation (see instructions).

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
RONALD V DAVIS 11100 SANTA MONICA BLVD SUITE 600 LOS ANGELES, CA 90025	PRESIDENT 0 00	0	0	0
LUCINDA DAVIS 11100 SANTA MONICA BLVD SUITE 600 LOS ANGELES, CA 90025	SECRETARY 0 00	0	0	0

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

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

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

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 . . . . ▶		

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	
2	
3	
4	

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

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2	Amount
1 N/A	
2	
All other program-related investments See page 24 of the instructions	
3	
Total. Add lines 1 through 3 . . . . ▶	

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

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc , purposes		
a	Average monthly fair market value of securities	1a	410,738
b	Average of monthly cash balances	1b	67,225
c	Fair market value of all other assets (see instructions)	1c	347,516
d	**Total** (add lines 1a, b, and c)	1d	825,479
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation) — 1e		
2	Acquisition indebtedness applicable to line 1 assets	2	
3	Subtract line 2 from line 1d	3	825,479
4	Cash deemed held for charitable activities Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	12,382
5	**Net value of noncharitable-use assets.** Subtract line 4 from line 3 Enter here and on Part V, line 4	5	813,097
6	**Minimum investment return.** Enter 5% of line 5	6	40,655

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	40,655
2a	Tax on investment income for 2013 from Part VI, line 5	2a	204		
b	Income tax for 2013 (This does not include the tax from Part VI)	2b			
c	Add lines 2a and 2b			2c	204
3	Distributable amount before adjustments Subtract line 2c from line 1			3	40,451
4	Recoveries of amounts treated as qualifying distributions			4	
5	Add lines 3 and 4			5	40,451
6	Deduction from distributable amount (see instructions)			6	
7	**Distributable amount** as adjusted Subtract line 6 from line 5 Enter here and on Part XIII, line 1			7	40,451

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	126,557
b	Program-related investments—total from Part IX-B	1b	
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc , purposes	2	
3	Amounts set aside for specific charitable projects that satisfy the		
a	Suitability test (prior IRS approval required)	3a	
b	Cash distribution test (attach the required schedule)	3b	
4	**Qualifying distributions.** Add lines 1a through 3b Enter here and on Part V, line 8, and Part XIII, line 4	4	126,557
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	
6	**Adjusted qualifying distributions.** Subtract line 5 from line 4	6	126,557

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 2012	(c) 2012	(d) 2013
1 Distributable amount for 2013 from Part XI, line 7				40,451
2 Undistributed income, if any, as of the end of 2013				
a Enter amount for 2012 only.				
b Total for prior years 20___, 20___, 20___				
3 Excess distributions carryover, if any, to 2013				
a From 2008. 175,765				
b From 2009. 35,901				
c From 2010. 78,927				
d From 2011. 56,146				
e From 2012. 65,290				
f Total of lines 3a through e.	412,029			
4 Qualifying distributions for 2013 from Part XII, line 4 ▶ $ 126,557				
a Applied to 2012, but not more than line 2a				
b Applied to undistributed income of prior years (Election required—see instructions).				
c Treated as distributions out of corpus (Election required—see instructions).				
d Applied to 2013 distributable amount.				40,451
e Remaining amount distributed out of corpus	86,106			
5 Excess distributions carryover applied to 2013				
(If an amount appears in column (d), the same amount must be shown in column (a).)				
6 Enter the net total of each column as indicated below:				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5	498,135			
b Prior years' undistributed income Subtract line 4b from line 2b				
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed.				
d Subtract line 6c from line 6b Taxable amount —see instructions				
e Undistributed income for 2012 Subtract line 4a from line 2a Taxable amount—see instructions				
f Undistributed income for 2013 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2014				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)				
8 Excess distributions carryover from 2008 not applied on line 5 or line 7 (see instructions) . . .	175,765			
9 Excess distributions carryover to 2014. Subtract lines 7 and 8 from line 6a	322,370			
10 Analysis of line 9				
a Excess from 2009. . . . 35,901				
b Excess from 2010. . . . 78,927				
c Excess from 2011. . . . 56,146				
d Excess from 2012. . . . 65,290				
e Excess from 2013. . . . 86,106				

Part XIV Private 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 2013, 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)

	Tax year	Prior 3 years			(e) Total
	(a) 2013	**(b)** 2012	**(c)** 2011	**(d)** 2010	
2a 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 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))

See Additional Data Table

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 Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a *Paid during the year* See Additional Data Table				
Total . . . . ▶ 3a				117,240
b *Approved for future payment*				
Total . . . . ▶ 3b				

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated	Unrelated business income (a) Business code	Unrelated business income (b) Amount	Excluded by section 512, 513, or 514 (c) Exclusion code	Excluded by section 512, 513, or 514 (d) Amount	(e) Related or exempt function income (See instructions)
1 Program service revenue					
a					
b					
c					
d					
e					
f					
g Fees and contracts from government agencies					
2 Membership dues and assessments					
3 Interest on savings and temporary cash investments					
4 Dividends and interest from securities			14	10,371	
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			14	17,557	
9 Net income or (loss) from special events					
10 Gross profit or (loss) from sales of inventory					
11 Other revenue a See Additional Data Table					
b					
c					
d					
e					
12 Subtotal Add columns (b), (d), and (e)		2,798		28,447	

13 Total. Add line 12, columns (b), (d), and (e) **13** 31,245

(See worksheet in line 13 instructions to verify calculations)

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

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

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

		Yes	No
1 Did the organization directly or indirectly engage in any of the following with any other organization described in section 501(c) of the Code (other than section 501(c)(3) organizations) or in section 527, relating to political organizations?			
a Transfers from the reporting foundation to a noncharitable exempt organization of			
(1) Cash.	**1a(1)**		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

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

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

b If "Yes," complete the following schedule

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

Sign Here

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

****** | 2014-11-11 | ******
Signature of officer or trustee | Date | Title

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 ▶ ☐	PTIN
RAYMOND EDWARDS		2014-11-14		P00106630
Firm's name ▶ ASPIRIANT LLC			Firm's EIN ▶ 26-1518255	
Firm's address ▶ 11100 SANTA MONICA BLVD STE 600 LOS ANGELES, CA 900253392			Phone no (310) 806-4000	

Form 990PF Part XV Line 1a - 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).

RONALD V DAVIS
LUCINDA DAVIS

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

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a *Paid during the year*				
BLACK TIE 8107 EASTERN AVENUE APT D113 SILVER SPRING, MD 20910	NONE	501(C)(3)	UNRESTRICTED	1,950
BRIGHT FUTURES FOUNDATION BRIGHT FUTURES FOUNDATION PO BOX 2558 PO BOX 2558 AVON, CO 81620	NONE	501(C)(3)	UNRESTRICTED	1,000
CAL STATE FULLERTON 800 N STATE COLLEGE BLVD FULLERTON, CA 92831	NONE	501(C)(3)	UNRESTRICTED	11,500
COLORADO SKI MUSEUM COLORADO SKI MUSEUM 231 S FRONTAGE ROAD EAST 231 S FRONTAGE ROAD EAST VAIL, CO 81657	NONE	501(C)(3)	UNRESTRICTED	1,000
EDWARDS INTERFAITH CHAPEL EDWARDS INTERFAITH CHAPEL 32138 US HIGHWAY 6 32138 US HIGHWAY 6 EDWARDS, CO 81632	NONE	501(C)(3)	UNRESTRICTED	5,000
EV FREE CHURCH OF AMBLOOMINGTON 2910 E LINCOLN ST BLOOMINGTON, IL 61704	NONE	501(C)(3)	UNRESTRICTED	1,200
FROM K-1-K ANDERSON II FROM K-1-KAYNE ANDERSON PRIVATE INVESTORS II(QP)LP FEIN 20-3795759 1800AVENUE OF THE STARS2 LOS ANGELES, CA 90067	NONE	501(C)(3)	UNRESTRICTED	12
FROM K-1-K ANDERSON PRV FROM K-1-KAYNE ANDERSON PRIVATE INVESTORS LP FEIN 01-0637896 1800AVENUE OF THE STARS3 LOS ANGELES, CA 90067	NONE	501(C)(3)	UNRESTRICTED	45
GIVE FORWARD 1564 N DAMEN SUITE 303 CHICAGO, IL 60622	NONE	501(C)(3)	UNRESTRICTED	250
GUARDIAN SCHOLARS 855 NORTH VERMONT AVENUE LOS ANGELES, CA 90029	NONE	501(C)(3)	UNRESTRICTED	10,000
HIDDEN HARVEST 85-711 PETER RABBIT LANE COACHELLA, CA 92236	NONE	501(C)(3)	UNRESTRICTED	5,000
LPGA 100 INTERNATIONAL GOLF DR DAYTONA BEACH, FL 32124	NONE	501(C)(3)	UNRESTRICTED	2,000
NEW ENGLAND SKI MUSEUM NEW ENGLAND SKI MUSEUM 11 FRANCONIA NOTCH PKWY 11 FRANCONIA NOTCH PKWY FRANCONIA, NH 03580	NONE	501(C)(3)	UNRESTRICTED	75
SMOKEY HOUSE 426 DANBY MOUNTAIN ROAD DANBY, VT 05739	NONE	501(C)(3)	UNRESTRICTED	100
SOS OUTREACH 110 3RD AVENUE PO BOX 2092 FRISCO, CO 80443	NONE	501(C)(3)	UNRESTRICTED	100
Total . . . . ▶ 3a				117,240

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

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a *Paid during the year*				
THE EPISCOPAL CHURCH THE EPISCOPAL CHURCH 815 SECOND AVENUE 815 SECOND AVENUE NEW YORK, NY 10017	NONE	501(C)(3)	UNRESTRICTED	18,025
THE YOUTH FOUNDATION THE YOUTH FOUNDATION PO BOX 2761 PO BOX 2761 EDWARDS, CO 81632	NONE	501(C)(3)	UNRESTRICTED	375
UNITED WAY UNITED WAY PO BOX 1833 PO BOX 1833 EAGLE, CO 81631	NONE	501(C)(3)	UNRESTRICTED	100
USC MARSHALL PARTNERS UNIVERSITY PARK CAMPUS ADM 160 MC 4017 LOS ANGELES, CA 90089	NONE	501(C)(3)	UNRESTRICTED	3,500
VAIL PET PARTNERS VAIL PET PARTNERS 322 BEARD CREEK RD 322 BEARD CREEK RD EDWARDS, CO 81632	NONE	501(C)(3)	UNRESTRICTED	350
VAIL VALLEY FOUNDATION VAIL VALLEY FOUNDATION PO BOX 309 PO BOX 309 VAIL, CO 81658	NONE	501(C)(3)	UNRESTRICTED	55,498
VAIL VALLEY MED CTR FDN VAIL VALLEY MEDICAL CENTER FOUNDATION PO BOX 1529 PO BOX 1529 VAIL, CO 81658	NONE	501(C)(3)	UNRESTRICTED	160
Total . . . . ▶ **3a**				117,240

Form 990PF Part XVI-A Line 11 - Other revenue:

Enter gross amounts unless otherwise indicated	Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income (See the instructions)
11 Other revenue	**(a)** Business code	**(b)** Amount	**(c)** Exclusion code	**(d)** Amount	
a ARCADIA IREO II INV-OTH INC			14	227	
b ARCADIA IREO II INV-RENTAL			14	294	
c ARCADIA IREO II INV-RENTAL	900001	44	14		
d ARCADIA ENVIRONMENTAL-ORD I			14	-2	
e KAYNE ANDERSON PRV INV-ORD	900001	1,225	14		
f KAYNE ANDERSON PRV II-ORD I	900001	1,529	14		

TY 2013 Compensation Explanation

Name: THE RONALD DAVIS FAMILY FOUNDATION

EIN: 06-1395552

Person Name	Explanation
RONALD V DAVIS	
LUCINDA DAVIS	

Note: To capture the full content of this document, please select landscape mode (11" x 8.5") when printing.

TY 2013 Depreciation Schedule

Name: THE RONALD DAVIS FAMILY FOUNDATION

EIN: 06-1395552

Description of Property	Date Acquired	Cost or Other Basis	Prior Years' Depreciation	Computation Method	Rate / Life (# of years)	Current Year's Depreciation Expense	Net Investment Income	Adjusted Net Income	Cost of Goods Sold Not Included
FROM K-1'S - SEC 179 EXPENSE			819			176			

TY 2013 Investments Corporate Bonds Schedule

Name: THE RONALD DAVIS FAMILY FOUNDATION

EIN: 06-1395552

Name of Bond	End of Year Book Value	End of Year Fair Market Value
PIMCO TOTAL RETURN	55,459	55,459
VANGUARD INFLATION	9,865	9,865

TY 2013 Investments Corporate Stock Schedule

Name: THE RONALD DAVIS FAMILY FOUNDATION

EIN: 06-1395552

Name of Stock	End of Year Book Value	End of Year Fair Market Value
BERKSHIRE HATHAWAY	9,840	9,840
SCHWAB S&P 500 SELECT	24,050	24,050
DFA US LARGE CAP VALUE	30,253	30,253
VANGUARD TOTAL INT'L STOCK	27,239	27,239
DFA INTERNATIONAL VALUE	13,111	13,111
DFA US SMALL CAP	12,222	12,222
DFA US SMALL CAP VALUE	24,803	24,803
DFA US MICRO CAP	5,470	5,470
DFA INT'L SMALL COMPANY	11,695	11,695
DFA INT'L SMALL CAP VALUE	9,750	9,750
DFA EMERGING MARKETS	49,873	49,873
GS CONNECT S&P GSCI E	19,911	19,911
S P D R TUST UNIT SR/S&P 500	21,239	21,239
COHEN & STEERS INST	19,124	19,124
SPDR DJ WILSHIRE INTL RE	23,072	23,072
ISHARES CORE S&P	10,953	10,953
DFA TAX MANAGED	5,098	5,098
SPDR S&P INT'L		

TY 2013 Investments - Other Schedule

Name: THE RONALD DAVIS FAMILY FOUNDATION

EIN: 06-1395552

Category/ Item	Listed at Cost or FMV	Book Value	End of Year Fair Market Value
KAYNE ANDERSON PRV INVESTORS	FMV	46,394	46,394
KAYNE ANDERSON PRV INVESTOR II	FMV	7,087	7,087
ARCADIA ENVIRONMNTL OPPORTNTY FD I	FMV	53,153	53,153
ARCADIA IREO II INVESTORS LLC	FMV	230,882	230,882

TY 2013 Legal Fees Schedule

Name: THE RONALD DAVIS FAMILY FOUNDATION

EIN: 06-1395552

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
LEGAL FEES	1,750			1,750

TY 2013 Other Expenses Schedule

Name: THE RONALD DAVIS FAMILY FOUNDATION

EIN: 06-1395552

Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
EXPENSES				
KAYNE ANDERSON PRV INV-PORTFO	1,773	1,773		
KAYNE ANDERSON PRV INV-OTHER	65			
KAYNE ANDERSON PRV INV-NONDED	15			
KAYNE ANDERSON PRV INV II-POR	917	917		
KAYNE ANDERSON PRV INV II-OTH	629			
KAYNE ANDERSON PRV INV II-NON	118			
ARCADIA ENV OPP FD-PORTFOLIO	3,126	3,126		
ARCADIA ENV OPP FD II-PORTFOL	7,597	7,597		
MEALS & ENTERTAINMENT	2,925			2,925
FINANCE CHARGES	58			
OFFICE SUPPLIES	58			58
POSTAGE & DELIVERY	74			74

TY 2013 Other Income Schedule

Name: THE RONALD DAVIS FAMILY FOUNDATION

EIN: 06-1395552

Description	Revenue And Expenses Per Books	Net Investment Income	Adjusted Net Income
ARCADIA IREO II INV-OTH INC	227	227	
ARCADIA IREO II INV-RENTAL	294	294	
ARCADIA IREO II INV-RENTAL	44		
ARCADIA ENVIRONMENTAL-ORD INC	-2	-2	
KAYNE ANDERSON PRV INV-ORD IN	1,225		
KAYNE ANDERSON PRV II-ORD INC	1,529		

TY 2013 Other Increases Schedule

Name: THE RONALD DAVIS FAMILY FOUNDATION

EIN: 06-1395552

Description	Amount
CHANGE IN UNREALIZED GAIN/LOSS	38,509

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TY 2013 Other Notes/Loans Receivable Long Schedule

Name: THE RONALD DAVIS FAMILY FOUNDATION

EIN: 06-1395552

Borrower's Name	Relationship to Insider	Original Amount of Loan	Balance Due	Date of Note	Maturity Date	Repayment Terms	Interest Rate	Security Provided by Borrower	Purpose of Loan	Description of Lender Consideration	Consideration FMV
QUALITY FILM CONTENT INC	NONE	10,000	10,000	2011-03	2011-08	SIMPLE ANNUAL INTEREST	7 00 %	NONE	INVESTMENT LOAN	CASH	10,000

TY 2013 Other Professional Fees Schedule

Name: THE RONALD DAVIS FAMILY FOUNDATION

EIN: 06-1395552

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
INVESTMENT MANAGEMENT FEES	4,493	4,493		

TY 2013 Taxes Schedule

Name: THE RONALD DAVIS FAMILY FOUNDATION

EIN: 06-1395552

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
FOREIGN TAXES WITHHELD	343	343		
PY U S EXCISE TAX	295			
KAYNE ANDERSON II - STATE TAXES	1			
KAYNE ANDERSON I - STATE TAXES W	2			