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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.

Information about Form 990-PF and its separate instructions is at [www.irs.gov/form990pf](http://www.irs.gov/form990pf).

OMB No 1545-0052

2013

Open to Public Inspection

For calendar year 2013 or tax year beginning

, and ending

Name of foundation

HENRY T. NICHOLAS, III FOUNDATION

A Employer identification number

20-7201390

Number and street (or P O box number if mail is not delivered to street address)

15 ENTERPRISE

Room/suite

550

B Telephone number

949-448-4300

City or town, state or province, country, and ZIP or foreign postal code

ALISO VIEJO, CA 92656

G Check all that apply:

☐ Initial return☐ Initial return of a former public charity☐ Final return☐ Amended return☐ Address change☐ Name change

H Check type of organization:

☒ Section 501(c)(3) exempt private foundation☐ Section 4947(a)(1) nonexempt charitable trust☐ Other taxable private foundation

I Fair market value of all assets at end of year

(from Part II, col (c), line 16)

\$ 10,461,328. (Part I, column (d) must be on cash basis.)

J Accounting method:

☐ Cash☒ Accrual☐ Other (specify)C If exemption application is pending, check here ☐D 1 Foreign organizations, check here ☐2. Foreign organizations meeting the 85% test, check here and attach computation ☐E If private foundation status was terminated under section 507(b)(1)(A), check here ☐F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here ☐

## Part I Analysis of Revenue and Expenses

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

(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	8,046,264.		N/A	
	2 Check <input type="checkbox"/> if the foundation is not required to attach Sch B				
	3 Interest on savings and temporary cash investments	13,983.	13,983.		STATEMENT 1
	4 Dividends and interest from securities	7,024.	7,024.		STATEMENT 2
	5a Gross rents				
	b Net rental income or (loss)				
	6a Net gain or (loss) from sale of assets not on line 10	-18,559.			
	b Gross sales price for all assets on line 6a	-18,559.			
	7 Capital gain net income (from Part IV, line 2)		0.		
	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)					
11 Other income	-14,187.	-14,187.		STATEMENT 3	
12 Total Add lines 1 through 11	8,034,525.	6,820.			
Operating and Administrative Expenses	13 Compensation of officers, directors, trustees, etc	0.	0.		0.
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits				
	16a Legal fees STMT 4	5,961.	0.		5,961.
	b Accounting fees STMT 5	4,500.	2,250.		6,250.
	c Other professional fees STMT 6	12,680.	12,680.		0.
	17 Interest				
	18 Taxes STMT 7	43.	43.		0.
	19 Depreciation and depletion	103.	103.		
	20 Occupancy				
	21 Travel, conferences, and meetings				
	22 Printing and publications				
	23 Other expenses STMT 8	2,518.	2,458.		60.
	24 Total operating and administrative expenses Add lines 13 through 23	25,805.	17,534.		12,271.
	25 Contributions, gifts, grants paid	2,446,069.			2,446,069.
26 Total expenses and disbursements Add lines 24 and 25	2,471,874.	17,534.		2,458,340.	
27 Subtract line 26 from line 12:					
a Excess of revenue over expenses and disbursements	5,562,651.				
b Net investment income (if negative, enter -0-)		0.			
c Adjusted net income (if negative, enter -0-)			N/A		

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10-10-13

LHA For Paperwork Reduction Act Notice, see instructions.

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**Part II Balance Sheets**

Attached schedules and amounts in the description column should be for end-of-year amounts only

		Beginning of year	End of year	
		(a) Book Value	(b) Book Value	(c) Fair Market Value
<b>Assets</b>	1 Cash - non-interest-bearing			
	2 Savings and temporary cash investments	4,133,840.	1,787,506.	1,787,506.
	3 Accounts receivable ▶			
	Less: allowance for doubtful accounts ▶	56.		
	4 Pledges receivable ▶			
	Less: allowance for doubtful accounts ▶			
	5 Grants receivable			
	6 Receivables due from officers, directors, trustees, and other disqualified persons			
	7 Other notes and loans receivable ▶			
	Less: allowance for doubtful accounts ▶			
	8 Inventories for sale or use			
	9 Prepaid expenses and deferred charges	27,932.	25,083.	25,083.
	10a Investments - U.S. and state government obligations			
	b Investments - corporate stock			
	c Investments - corporate bonds			
	11 Investments - land, buildings, and equipment basis ▶			
Less: accumulated depreciation ▶				
12 Investments - mortgage loans				
13 Investments - other <b>STMT 10</b>	552,315.	8,648,739.	8,648,739.	
14 Land, buildings, and equipment: basis ▶				
Less: accumulated depreciation ▶				
15 Other assets (describe ▶)				
16 <b>Total assets</b> (to be completed by all filers - see the instructions. Also, see page 1, item 1)	4,714,143.	10,461,328.	10,461,328.	
<b>Liabilities</b>	17 Accounts payable and accrued expenses	8,000.		
	18 Grants payable			
	19 Deferred revenue			
	20 Loans from officers, directors, trustees, and other disqualified persons			
	21 Mortgages and other notes payable			
	22 Other liabilities (describe ▶)			
	23 <b>Total liabilities</b> (add lines 17 through 22)	8,000.	0.	
<b>Net Assets or Fund Balances</b>	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	15,882,006.	15,882,006.	
	28 Paid-in or capital surplus, or land, bldg., and equipment fund	0.	0.	
	29 Retained earnings, accumulated income, endowment, or other funds	-11,175,863.	-5,420,678.	
30 <b>Total net assets or fund balances</b>	4,706,143.	10,461,328.		
31 <b>Total liabilities and net assets/fund balances</b>	4,714,143.	10,461,328.		

**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	4,706,143.
2 Enter amount from Part I, line 27a	2	5,562,651.
3 Other increases not included in line 2 (itemize) ▶ <b>SEE STATEMENT 9</b>	3	192,534.
4 Add lines 1, 2, and 3	4	10,461,328.
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	10,461,328.

**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			
b <b>SEE ATTACHED STATEMENT</b>			
c			
d			
e			

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
a			
b			
c			
d			
e <b>-18,559.</b>			<b>-18,559.</b>

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			
b			
c			
d			
e			<b>-18,559.</b>

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** **-18,559.**

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).

If (loss), enter -0- in Part I, line 8

**3** **N/A****Part V Qualification Under Section 4940(e) for Reduced Tax on Net Investment Income**

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

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

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

☐ Yes ☒ No

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

1 Enter the appropriate amount in each column for each year; see the instructions before making any entries.

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col. (b) divided by col. (c))
2012	<b>1,536,427.</b>	<b>5,212,833.</b>	<b>.294739</b>
2011	<b>1,383,736.</b>	<b>8,073,463.</b>	<b>.171393</b>
2010	<b>883,507.</b>	<b>8,946,771.</b>	<b>.098751</b>
2009	<b>1,694,036.</b>	<b>10,773,769.</b>	<b>.157237</b>
2008	<b>7,978,587.</b>	<b>14,663,359.</b>	<b>.544117</b>

2 Total of line 1, column (d) **2** **1.266237**

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** **.253247**

4 Enter the net value of noncharitable-use assets for 2013 from Part X, line 5

**4** **3,983,953.**

5 Multiply line 4 by line 3

**5** **1,008,924.**

6 Enter 1% of net investment income (1% of Part I, line 27b)

**6** **0.**

7 Add lines 5 and 6

**7** **1,008,924.**

8 Enter qualifying distributions from Part XII, line 4

**8** **2,458,340.**

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

See the Part VI instructions.

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

1a Exempt operating foundations described in section 4940(d)(2), check here <input type="checkbox"/> and enter "N/A" on line 1. Date of ruling or determination letter: _____ (attach copy of letter if necessary-see instructions)		1	0.
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		2	0.
c All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, col. (b).		3	0.
2 Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)		4	0.
3 Add lines 1 and 2		5	0.
4 Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)			
5 <b>Tax based on investment income.</b> Subtract line 4 from line 3. If zero or less, enter -0-			
6 Credits/Payments:			
a 2013 estimated tax payments and 2012 overpayment credited to 2013	6a 24,674.	7	24,674.
b Exempt foreign organizations - tax withheld at source	6b	8	
c Tax paid with application for extension of time to file (Form 8868)	6c	9	
d Backup withholding erroneously withheld	6d	10	24,674.
7 Total credits and payments. Add lines 6a through 6d		11	0.
8 Enter any <b>penalty</b> for underpayment of estimated tax. Check here <input type="checkbox"/> if Form 2220 is attached			
9 <b>Tax due.</b> If the total of lines 5 and 8 is more than line 7, enter <b>amount owed</b>			
10 <b>Overpayment.</b> If line 7 is more than the total of lines 5 and 8, enter the <b>amount overpaid</b>			
11 Enter the amount of line 10 to be: <b>Credited to 2014 estimated tax</b> 24,674. <b>Refunded</b>			

**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?		X
1b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see instructions for the definition)? 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		X
1c Did the foundation file <b>Form 1120-POL</b> for this year?		X
d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year: (1) On the foundation. \$ 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.		X
3 Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? If "Yes," attach a conformed copy of the changes		X
4a Did the foundation have unrelated business gross income of \$1,000 or more during the year?		X
b If "Yes," has it filed a tax return on <b>Form 990-T</b> for this year?		
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? If "Yes," attach the statement required by <b>General Instruction T</b> .		X
6 Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either: • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	X	
7 Did the foundation have at least \$5,000 in assets at any time during the year? If "Yes," complete <b>Part II, col (c), and Part XV</b>	X	
8a Enter the states to which the foundation reports or with which it is registered (see instructions) CA		
b If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by <b>General Instruction G</b> ? If "No," attach explanation	X	
9 Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2013 or the taxable year beginning in 2013 (see instructions for <b>Part XIV</b> )? If "Yes," complete <b>Part XIV</b>		X
10 Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses		X

N/A

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

11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions)	11		X
12	Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement (see instructions)	12		X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application?	13	X	

Website address ► **WWW.HTNFOUNDATION.ORG**

14 The books are in care of ► **GOSHA ZANDT** Telephone no. ► **(949) 448-4300**  
 Located at ► **15 ENTERPRISE, SUITE 550, ALISO VIEJO, CA** ZIP+4 ► **92656**

15 Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 - Check here  
 and enter the amount of tax-exempt interest received or accrued during the year ► **15** N/A

16 At any time during calendar year 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?  
 See the instructions for exceptions and filing requirements for Form TD F 90-22.1. If "Yes," enter the name of the foreign country ►

16	Yes	No
		X

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

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

	Yes	No
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 checked="" type="checkbox"/> Yes <input type="checkbox"/> No	
(6) Agree to pay money or property to a government official? (Exception Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days.)	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
b If any answer is "Yes" to 1a(1)-(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see instructions)? Organizations relying on a current notice regarding disaster assistance check here		X
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?		X
2 Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5)):		
a At the end of tax year 2013, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2013? If "Yes," list the years ►	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
b Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement - see instructions.)	N/A	
c If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here. ►		
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 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)	N/A	
4a Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?		X
b Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2013?		X

**Part VII-B** Statements Regarding Activities for Which Form 4720 May Be Required (continued)**5a** During the year did the foundation pay or incur any amount to:

(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))?

☐ Yes ☒ No

(2) Influence the outcome of any specific public election (see section 4955); or to carry on, directly or indirectly, any voter registration drive?

☐ Yes ☒ No

(3) Provide a grant to an individual for travel, study, or other similar purposes?

☐ Yes ☒ No

(4) Provide a grant to an organization other than a charitable, etc., organization described in section 509(a)(1), (2), or (3), or section 4940(d)(2)?

☒ 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)?

Organizations relying on a current notice regarding disaster assistance check here

☒**5b****X****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?

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

**6b****X****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?**N/A****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.

(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
HENRY T. NICHOLAS III 15 ENTERPRISE, SUITE 550 ALISO VIEJO, CA 92656	TRUSTEE - HRS	DEVOTED	AS NEEDED	
	0.00	0.	0.	0.

**2** Compensation of five highest-paid employees (other than those included on line 1). 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

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

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

0

## Expenses

1	N/A
---	-----

2

3

4

Amount

1	N/A
---	-----

2

All other program-related investments. See instructions.

3

0.



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

<b>1</b>	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes:		
<b>a</b>	Average monthly fair market value of securities	<b>1a</b>	448,076.
<b>b</b>	Average of monthly cash balances	<b>1b</b>	3,169,909.
<b>c</b>	Fair market value of all other assets	<b>1c</b>	426,637.
<b>d</b>	<b>Total</b> (add lines 1a, b, and c)	<b>1d</b>	4,044,622.
<b>e</b>	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	<b>1e</b>	0.
<b>2</b>	Acquisition indebtedness applicable to line 1 assets	<b>2</b>	0.
<b>3</b>	Subtract line 2 from line 1d	<b>3</b>	4,044,622.
<b>4</b>	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	<b>4</b>	60,669.
<b>5</b>	<b>Net value of noncharitable-use assets.</b> Subtract line 4 from line 3. Enter here and on Part V, line 4	<b>5</b>	3,983,953.
<b>6</b>	<b>Minimum investment return.</b> Enter 5% of line 5	<b>6</b>	199,198.

**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.)

<b>1</b>	Minimum investment return from Part X, line 6	<b>1</b>	199,198.
<b>2a</b>	Tax on investment income for 2013 from Part VI, line 5	<b>2a</b>	
<b>b</b>	Income tax for 2013. (This does not include the tax from Part VI.)	<b>2b</b>	
<b>c</b>	Add lines 2a and 2b	<b>2c</b>	0.
<b>3</b>	Distributable amount before adjustments. Subtract line 2c from line 1	<b>3</b>	199,198.
<b>4</b>	Recoveries of amounts treated as qualifying distributions	<b>4</b>	0.
<b>5</b>	Add lines 3 and 4	<b>5</b>	199,198.
<b>6</b>	Deduction from distributable amount (see instructions)	<b>6</b>	0.
<b>7</b>	<b>Distributable amount as adjusted.</b> Subtract line 6 from line 5. Enter here and on Part XIII, line 1	<b>7</b>	199,198.

**Part XII****Qualifying Distributions** (see instructions)

<b>1</b>	Amounts paid (including administrative expenses) to accomplish charitable, etc., purposes:		
<b>a</b>	Expenses, contributions, gifts, etc. - total from Part I, column (d), line 26	<b>1a</b>	2,458,340.
<b>b</b>	Program-related investments - total from Part IX-B	<b>1b</b>	0.
<b>2</b>	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	<b>2</b>	
<b>3</b>	Amounts set aside for specific charitable projects that satisfy the:		
<b>a</b>	Suitability test (prior IRS approval required)	<b>3a</b>	
<b>b</b>	Cash distribution test (attach the required schedule)	<b>3b</b>	
<b>4</b>	<b>Qualifying distributions.</b> Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	<b>4</b>	2,458,340.
<b>5</b>	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income. Enter 1% of Part I, line 27b	<b>5</b>	0.
<b>6</b>	<b>Adjusted qualifying distributions.</b> Subtract line 5 from line 4	<b>6</b>	2,458,340.

**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
<b>1</b> Distributable amount for 2013 from Part XI, line 7				<b>199,198.</b>
<b>2</b> Undistributed income, if any, as of the end of 2013				
<b>a</b> Enter amount for 2012 only			<b>0.</b>	
<b>b</b> Total for prior years:		<b>0.</b>		
<b>3</b> Excess distributions carryover, if any, to 2013:				
<b>a</b> From 2008	<b>7,343,660.</b>			
<b>b</b> From 2009	<b>1,205,026.</b>			
<b>c</b> From 2010	<b>492,948.</b>			
<b>d</b> From 2011	<b>1,046,550.</b>			
<b>e</b> From 2012	<b>1,277,483.</b>			
<b>f</b> Total of lines 3a through e	<b>11,365,667.</b>			
<b>4</b> Qualifying distributions for 2013 from Part XII, line 4: <b>► \$ 2,458,340.</b>				
<b>a</b> Applied to 2012, but not more than line 2a			<b>0.</b>	
<b>b</b> Applied to undistributed income of prior years (Election required - see instructions)		<b>0.</b>		
<b>c</b> Treated as distributions out of corpus (Election required - see instructions)	<b>0.</b>			
<b>d</b> Applied to 2013 distributable amount				<b>199,198.</b>
<b>e</b> Remaining amount distributed out of corpus	<b>2,259,142.</b>			
<b>5</b> Excess distributions carryover applied to 2013 (If an amount appears in column (d), the same amount must be shown in column (a))	<b>0.</b>			<b>0.</b>
<b>6</b> Enter the net total of each column as indicated below:	<b>13,624,809.</b>			
<b>a</b> Corpus Add lines 3f, 4c, and 4e Subtract line 5				
<b>b</b> Prior years' undistributed income. Subtract line 4b from line 2b		<b>0.</b>		
<b>c</b> 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		<b>0.</b>		
<b>d</b> Subtract line 6c from line 6b. Taxable amount - see instructions		<b>0.</b>		
<b>e</b> Undistributed income for 2012. Subtract line 4a from line 2a. Taxable amount - see instr.			<b>0.</b>	
<b>f</b> Undistributed income for 2013. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2014				<b>0.</b>
<b>7</b> Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3)	<b>0.</b>			
<b>8</b> Excess distributions carryover from 2008 not applied on line 5 or line 7	<b>7,343,660.</b>			
<b>9</b> Excess distributions carryover to 2014. Subtract lines 7 and 8 from line 6a	<b>6,281,149.</b>			
<b>10</b> Analysis of line 9:				
<b>a</b> Excess from 2009	<b>1,205,026.</b>			
<b>b</b> Excess from 2010	<b>492,948.</b>			
<b>c</b> Excess from 2011	<b>1,046,550.</b>			
<b>d</b> Excess from 2012	<b>1,277,483.</b>			
<b>e</b> Excess from 2013	<b>2,259,142.</b>			



**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
<b>a Paid during the year</b>				
CALIFORNIA CRIME VICTIMS UNITED CHARITABLE FOUNDATION 11400 ATWOOD RD AUBURN, CA 95603	NONE	PC	ASSIST VICTIMS OF DOMESTIC VIOLENCE AND SEXUAL ABUSE	5,000.
HENRY T. NICHOLAS EDUCATIONAL FOUNDATION 412 W. 4TH STREET, 1ST FLOOR SANTA ANA, CA 92701	NONE	POF	YOUTH EDUCATION PROGRAMS ADVANCING STUDENT ACADEMICS	2,166,069.
NATIONAL CRIME VICTIM LAW INSTITUTE 310 SW 4TH AVE, SUITE 540 PORTLAND, OR 97204	NONE	PC	TO FURTHER THE PURPOSE OF PROTECTING, ENFORCING, AND ADVANCING VICTIMS' RIGHTS	10,000.
ST. MARGARET'S EPISCOPAL CHURCH 31641 LA NOVIA AVE SAN JUAN CAPISTRANO, CA 92675	NONE	PC	TO PROVIDE FUNDS FOR FINANCIAL AID PROGRAMS	15,000.
UCI FOUNDATION 41100 THEORY, SUITE 250 IRVINE, CA 92617	NONE	PC	SUPPORT INTERNATIONAL FELLOWS PROGRAM IN ENDOSCOPIC ULTRASOUND	250,000.
<b>Total</b>				<b>3a</b> 2,446,069.
<b>b Approved for future payment</b>				
NONE				
<b>Total</b>				<b>3b</b> 0.





**Schedule B**(Form 990, 990-EZ,  
or 990-PF)Department of the Treasury  
Internal Revenue Service**Schedule of Contributors**

▶ Attach to Form 990, Form 990-EZ, or Form 990-PF.  
▶ Information about Schedule B (Form 990, 990-EZ, or 990-PF) and  
its instructions is at [www.irs.gov/form990](http://www.irs.gov/form990).

OMB No 1545-0047

**2013**

Name of the organization

**HENRY T. NICHOLAS, III FOUNDATION**

Employer identification number

**20-7201390**

Organization type (check one).

Filers of:

Section:

Form 990 or 990-EZ

☐ 501(c)( ) (enter number) organization☐ 4947(a)(1) nonexempt charitable trust **not** treated as a private foundation☐ 527 political organization

Form 990-PF

☒ 501(c)(3) exempt private foundation☐ 4947(a)(1) nonexempt charitable trust treated as a private foundation☐ 501(c)(3) taxable private foundationCheck if your organization is covered by the **General Rule** or a **Special Rule**.**Note.** Only a section 501(c)(7), (8), or (10) organization can check boxes for both the General Rule and a Special Rule. See instructions**General Rule**

- ☒ For an organization filing Form 990, 990-EZ, or 990-PF that received, during the year, \$5,000 or more (in money or property) from any one contributor. Complete Parts I and II

**Special Rules**

- ☐ For a section 501(c)(3) organization filing Form 990 or 990-EZ that met the 33 1/3% support test of the regulations under sections 509(a)(1) and 170(b)(1)(A)(vi) and received from any one contributor, during the year, a contribution of the greater of (1) \$5,000 or (2) 2% of the amount on (i) Form 990, Part VIII, line 1h, or (ii) Form 990-EZ, line 1. Complete Parts I and II.
- ☐ For a section 501(c)(7), (8), or (10) organization filing Form 990 or 990-EZ that received from any one contributor, during the year, total contributions of more than \$1,000 for use *exclusively* for religious, charitable, scientific, literary, or educational purposes, or the prevention of cruelty to children or animals. Complete Parts I, II, and III
- ☐ For a section 501(c)(7), (8), or (10) organization filing Form 990 or 990-EZ that received from any one contributor, during the year, contributions for use *exclusively* for religious, charitable, etc., purposes, but these contributions did not total to more than \$1,000. If this box is checked, enter here the total contributions that were received during the year for an *exclusively* religious, charitable, etc., purpose. Do not complete any of the parts unless the **General Rule** applies to this organization because it received *nonexclusively* religious, charitable, etc., contributions of \$5,000 or more during the year ▶ \$ \_\_\_\_\_

**Caution.** An organization that is not covered by the General Rule and/or the Special Rules does not file Schedule B (Form 990, 990-EZ, or 990-PF), but it **must** answer "No" on Part IV, line 2, of its Form 990, or check the box on line H of its Form 990-EZ or on its Form 990-PF, Part I, line 2, to certify that it does not meet the filing requirements of Schedule B (Form 990, 990-EZ, or 990-PF)

**LHA For Paperwork Reduction Act Notice, see the Instructions for Form 990, 990-EZ, or 990-PF. Schedule B (Form 990, 990-EZ, or 990-PF) (2013)**

Name of organization

Employer identification number

**HENRY T. NICHOLAS, III FOUNDATION****20-7201390****Part I Contributors** (see instructions). Use duplicate copies of Part I if additional space is needed

(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
<b>1</b>	<b>HENRY T. NICHOLAS, III</b> <b>15 ENTERPRISE, STE 550</b> <b>ALISO VIEJO, CA 92656</b>	\$ <b>8,043,191.</b>	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input checked="" type="checkbox"/> (Complete Part II for noncash contributions)
<b>2</b>	<b>NICHOLAS FOUNDATION</b> <b>15 ENTERPRISE, STE 550</b> <b>ALISO VIEJO, CA 92656</b>	\$ <b>3,073.</b>	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions)
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions)
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions)
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions)
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions)
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions)



Employer identification number

20-7201390

[illegible]

ATTACHMENT TO FORM 990-PF  
PART VII-B, QUESTION 5C ON PAGE 6

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EXPENDITURE RESPONSIBILITY REPORT  
TO BE ATTACHED TO FORM 990-PF  
FOR THE TAXABLE YEAR ENDED 12/31/13

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PURSUANT TO IRC REGULATION SECTION 53.4945-5(d)(2), THE HENRY T. NICHOLAS, III FOUNDATION PROVIDES THE FOLLOWING INFORMATION:

GRANTEE: HENRY T. NICHOLAS EDUCATION FOUNDATION, INC.

GRANTEE ADDRESS: 412 W. 4TH STREET, SANTA ANA, CA 92701

DATE OF GRANT(S): SEE BREAKDOWN OF GRANTS ATTACHED

TOTAL AMOUNT OF GRANT(S): SEE BREAKDOWN OF GRANTS ATTACHED

PURPOSE OF THE GRANT: (A) WORK STUDY AWARDS FOR STUDENTS

(B) TO ASSIST STUDENTS DEVELOP THE NECESSARY ACADEMIC SKILLS THAT INCREASE THE QUALITY OF THEIR ACADEMIC PERFORMANCE WITH THE NICHOLAS ACADEMIC CENTER I AND NICHOLAS ACADEMIC CENTER II

AMOUNT SPENT BY GRANTEE: \$2,166,069

PURPOSE OF FUNDS: TO THE KNOWLEDGE OF THE GRANTOR, THE GRANTEE HAS NOT DIVERTED ANY PORTION OF THE FUNDS FROM THE PURPOSE OF THE GRANT.

DATE OF ANNUAL REPORT  
RECEIVED FROM GRANTEE: 2/19/2014

Grants from Henry T. Nicholas, III Foundation to Henry T. Nicholas Education Foundation

Date	NAC I & II	Work Study	Other	Total	
1/3/2013	116,222	186,778		303,000	Jan. operations
2/4/2013	89,214			89,214	Feb. operations
3/4/2013	95,961			95,961	Mar. operations
4/2/2013	98,808			98,808	Apr. operations
5/1/2013	104,569			104,569	May operations
6/4/2013	122,417		105,000	227,417	June operations & graduation
7/2/2013	94,787			94,787	July operations
8/5/2013	104,309	253,214		357,523	Aug operations
9/3/2013	109,847	26,676		136,523	Sep. operations
10/3/2013	124,745		18,000	142,745	Oct. operations
11/8/2013	135,642			135,642	Nov. operations
12/2/2013	126,880	253,000		379,880	Dec. operations
	1,323,401	719,668	123,000	2,166,069	

## FORM 990-PF INTEREST ON SAVINGS AND TEMPORARY CASH INVESTMENTS STATEMENT 1

SOURCE	(A) REVENUE PER BOOKS	(B) NET INVESTMENT INCOME	(C) ADJUSTED NET INCOME
NORTHERN TRUST MONEY MARKET ACCOUNTS	13,983.	13,983.	
TOTAL TO PART I, LINE 3	13,983.	13,983.	

## FORM 990-PF DIVIDENDS AND INTEREST FROM SECURITIES STATEMENT 2

SOURCE	GROSS AMOUNT	CAPITAL GAINS DIVIDENDS	(A) REVENUE PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME
NORTHERN TRUST STOCK DIVIDENDS	7,024.	0.	7,024.	7,024.	
TO PART I, LINE 4	7,024.	0.	7,024.	7,024.	

## FORM 990-PF OTHER INCOME STATEMENT 3

DESCRIPTION	(A) REVENUE PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME
OPERATING INCOME FROM ALTERNATIVE INVESTMENTS	-14,397.	-14,397.	
FOREIGN TAX REFUND	210.	210.	
TOTAL TO FORM 990-PF, PART I, LINE 11	-14,187.	-14,187.	

FORM 990-PF	LEGAL FEES			STATEMENT 4
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
LEGAL FEES	5,961.	0.		5,961.
TO FM 990-PF, PG 1, LN 16A	5,961.	0.		5,961.

FORM 990-PF	ACCOUNTING FEES			STATEMENT 5
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
TAX COMPLIANCE FEES	4,500.	2,250.		6,250.
TO FORM 990-PF, PG 1, LN 16B	4,500.	2,250.		6,250.

FORM 990-PF	OTHER PROFESSIONAL FEES			STATEMENT 6
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
MISC PROF FEES FROM K-1 (RCP FUND III, LP)	2,252.	2,252.		0.
MISC PROF FEES FROM K-1 (RCP FUND IV, LP)	7,094.	7,094.		0.
MISC PROF FEES FROM K-1 (MARATHON INDIA REAL ESTATE FUND, LP)	1,827.	1,827.		0.
MISC PROF FEES FROM K-1 (GS MEZZ)	1,507.	1,507.		0.
TO FORM 990-PF, PG 1, LN 16C	12,680.	12,680.		0.

FORM 990-PF	TAXES			STATEMENT	7
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES	
STATE WITHHOLDINGS FROM K-1S	43.	43.		0.	
TO FORM 990-PF, PG 1, LN 18	43.	43.		0.	

FORM 990-PF	OTHER EXPENSES			STATEMENT	8
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES	
INVESTMENT CUSTODY FEES	2,438.	2,438.		0.	
CHARITABLE CONTRIBUTIONS - FROM K-1	15.	15.		0.	
TAXES AND LICENSES	60.	0.		60.	
BANK CHARGES	5.	5.		0.	
TO FORM 990-PF, PG 1, LN 23	2,518.	2,458.		60.	

FORM 990-PF	OTHER INCREASES IN NET ASSETS OR FUND BALANCES			STATEMENT	9
DESCRIPTION	AMOUNT				
BOOK TO TAX ADJUSTMENT	143,048.				
UNREALIZED GAINS	49,486.				
TOTAL TO FORM 990-PF, PART III, LINE 3	192,534.				

FORM 990-PF

OTHER INVESTMENTS

STATEMENT 10

DESCRIPTION	VALUATION METHOD	BOOK VALUE	FAIR MARKET VALUE
GS MEZZANINE PARTNERS 2006	FMV	87,918.	87,918.
RCP FUND III, L.P.	FMV	101,094.	101,094.
RCP FUND IV, L.P.	FMV	286,792.	286,792.
MARATHON INDIA REAL ESTATE, L.P.	FMV	38,752.	38,752.
CREDIT SUISSE #3165	FMV	8,133,976.	8,133,976.
HTN III FNDN - 2690549	FMV	207.	207.
TOTAL TO FORM 990-PF, PART II, LINE 13		8,648,739.	8,648,739.

FORM 990-PF

GRANT APPLICATION SUBMISSION INFORMATION  
PART XV, LINES 2A THROUGH 2D

STATEMENT 11

NAME AND ADDRESS OF PERSON TO WHOM APPLICATIONS SHOULD BE SUBMITTED

HENRY T. NICHOLAS, III FOUNDATION  
15 ENTERPRISE, SUITE 550  
ALISO VIEJO, CA 92656

TELEPHONE NUMBER

949-448-4480

FORM AND CONTENT OF APPLICATIONS

SEE GRANT APPLICATION ATTACHED

ANY SUBMISSION DEADLINES

NONE

RESTRICTIONS AND LIMITATIONS ON AWARDS

THE HENRY T. NICHOLAS, III FOUNDATION FOCUSES ITS GRANTS IN AREAS OF  
EDUCATION, YOUTH SPORTS, TECHNOLOGY, SCIENCE, MEDICAL RESEARCH, VICTIM'S  
RIGHTS, AND NATIONAL DEFENSE.



HENRY T. NICHOLAS, III FOUNDATION

20-7201390

ATTACHMENT TO FORM 990-PF  
SCHEDULE B, PART II

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DESCRIPTION OF NONCASH PROPERTY CONTRIBUTED TO THE FOUNDATION  
TO BE ATTACHED TO FORM 990-PF  
FOR THE TAXABLE YEAR ENDED 12/31/13

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DESCRIPTION	VALUE
27,164 SHARES OF DOLLAR TREE INC COM (DLTR)	1,529,741
15,898 SHARES OF CHUBB CORP (CB)	1,519,133
26,128 SHARES OF MARRIOTT INTL INC NEW CL A (MAR)	1,285,890
69,479 SHARES OF DEUTSCHE TELEKOM AG (DTEGF)	1,191,565
16,930 SHARES OF COLGATE PALMOLIVE CO COM (CL)	1,095,032
130,095 SHARES OF HAVAS ACT SHS (HAVSF)	1,035,556
9,532 SHARES OF FEDERATED INVESTORS INC (FII)	270,423
8,062 SHARES OF NOBEL BIO CARE (NBHGF)	<u>115,851</u>
TOTAL	8,043,191

HENRY T. NICHOLAS, III FOUNDATION

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	RCP FUND III	P	VARIOUS	12/31/13
b	RCP FUND III	P	VARIOUS	12/31/13
c	RCP FUND IV	P	VARIOUS	12/31/13
d	RCP FUND IV	P	VARIOUS	12/31/13
e	GS MEZZANINE	P	VARIOUS	12/31/13
f	NT #26-90549 CAPITAL GAIN	P	VARIOUS	12/31/13
g	NT #26-90549 CAPITAL GAIN	P	VARIOUS	12/31/13
h				
i				
j				
k				
l				
m				
n				
o				

(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 -85.			-85.
b 17,644.			17,644.
c -393.			-393.
d 18,615.			18,615.
e -54,426.			-54,426.
f 43.			43.
g 43.			43.
h			
i			
j			
k			
l			
m			
n			
o			

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) Losses (from col. (h)) Gains (excess of col. (h) gain over col. (k), but not less than "-0-")
a			-85.
b			17,644.
c			-393.
d			18,615.
e			-54,426.
f			43.
g			43.
h			
i			
j			
k			
l			
m			
n			
o			

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	-18,559.
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). If (loss), enter "-0-" in Part I, line 8 }	3	N/A

THE  
HENRY T. NICHOLAS, III  
FOUNDATION

## Grant Application Form

The Henry T. Nicholas, III Foundation is a California charitable trust organized and operated exclusively for charitable, scientific or education purposes within the meaning of Internal Revenue Code section IRC § 501(c)(3).

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**Important Notes for this Application:**

1. This form must be completed in its entirety and must accompany the grant proposal. Applications for funding are only considered complete if they include this form, a grant proposal, and a copy of your IRS tax exemption letter and grant supporting documents.
2. Your grant proposal must use the format outlined on page 5. Please only submit proposals that strategically relate to the Henry T. Nicholas, III Foundation's mission.

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**GRANT REQUEST**

**Amount Requested: \$** \_\_\_\_\_

This request is for: ☐ General operating support ☐ Capital

☐ Program/project title \_\_\_\_\_

---

**Organizational Information:**

Organization's Name: \_\_\_\_\_

Address, city, state & zip code: \_\_\_\_\_

Organization's URL: \_\_\_\_\_

Applicant Contact Name & Title: \_\_\_\_\_

Applicant's Phone: \_\_\_\_\_ Email \_\_\_\_\_

Total Organizational Budget for current year \$: \_\_\_\_\_ Year of  
Incorporation \_\_\_\_\_

**Staff Composition in Numbers**

Paid Full-time \_\_\_\_\_ Paid Part-time \_\_\_\_\_ Volunteer \_\_\_\_\_

Intern \_\_\_\_\_ Board of Directors \_\_\_\_\_ Other \_\_\_\_\_

**Organizational Information (continued)**

**Is your organization exempt under the Section 501(c)(3) of the Internal Revenue Code?**

☐ Yes      Date of Exemption Ruling: \_\_\_\_\_ (Include copy of exemption letter)

☐ No      *Note: The Foundation cannot fund any organization that is NOT a 501(c)(3)*

**Is your organization a public charity by virtue of its being an organization described in Section 509(a) of the Internal Revenue Code?**

☐ Yes

- Classification:      ☐ IRC § 509(a)(1)      ☐ IRC § 509(a)(2)      ☐ IRC § 509(a)(3)

- If your organization is an IRC § 509(a)(1) or a IRC § 509(a)(2), will the amount of funds requested in this application adversely affect your organization's status as a publically supported organization?      ☐ Yes      ☐ No

- Please estimate the percentage of total qualifying public support that your organization has received over its past two fiscal years from:

- ☐ Contributions from the general public: \_\_\_\_\_ %
- ☐ Grants from governmental units: \_\_\_\_\_ %
- ☐ Grants from other charities: \_\_\_\_\_ %
- ☐ Receipts from exempt function income \_\_\_\_\_ %
- ☐ Investment income \_\_\_\_\_ %

☐ No Classification is: \_\_\_\_\_

**Primary service category of organization**

- ☐ Arts & Culture      ☐ Health & Human Services      ☐ Military Services      ☐ Education
- ☐ Civic/ economic development      ☐ Sports & Recreation      ☐ Other: \_\_\_\_\_

**Geographic service areas:**

- ☐ Orange County, CA      ☐ Los Angeles County, CA      ☐ Riverside County, CA
- ☐ Statewide California      ☐ Outside California      ☐ Nationwide      ☐ International

**Organizational Information *(continued)***

**Summarize the organization's mission (2-3 sentences):**

---

**Funding Request:**

**Summarize the purpose of your request (1-5 sentences):**

**List other private and public funding sources for this request.**

☐ There are no other funding sources for this request.

***Funding Sources – to date***

***Amount***

***Date received***

---

---

---

**Funding Sources – to date**

**Amount**

**Anticipated receipt date**

---

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**Funding Request (continued):**

Does this grant qualify for matching funds with another organization?

☐ Yes

☐ No

Time Frame in which the funds will be used: From \_\_\_\_\_ to \_\_\_\_\_

Is this a multi-year grant request?

☐ Yes, for \_\_\_\_\_ years

☐ No

**Note: The Foundation will consider multi-year grant requests but will not necessarily award multi-year funding.**

Program/project budget \$ \_\_\_\_\_

Percent request represents: \_\_\_\_\_%

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**The information provided in this application and proposal is furnished in consideration of a proposed grant, and it is intended that it may be relied upon by the Henry T. Nicholas, III Foundation as of this date. The Henry T. Nicholas, III Foundation is under no obligation to fund this request at this time. By submitting this request, the applicant and the**

*organization agree to disclose information about the grant project as reasonably requested from the Foundation, including a possible pre-grant interview or site visit, as the Foundation considers the grant proposal. Due to the requirements of the Foundation for the due diligence process, failure to provide the requested information may result in rejection of the grant proposal. The applicant will notify the Henry T. Nicholas, III Foundation of any material change in the information provided herein.*

Signed: \_\_\_\_\_

(Designated grant applicant)

Name: \_\_\_\_\_

Date: \_\_\_\_\_

**SEE NEXT PAGE FOR PROPOSAL GUIDELINES. A GRANT PROPOSAL MUST BE SUBMITTED WITH THIS APPLICATION FORM AND A COPY OF YOUR ORGANIZATION'S TAX EXEMPT LETTER.**

## **Grant Proposal Guidelines**



**Proposal Narrative: Please provide the following information to the Henry T. Nicholas, III Foundation in this order. Do not use more than 4 single-spaced pages, exclusive of attachments. Please staple, do not bind your application.**

**A. Background**

1. Organization's mission, history, overall goals and/or objectives
2. Description of current programs and activities, emphasizing major achievements of the past two years.
3. Description of any past work or relationships with the Henry T. Nicholas III, Foundation.

**B. Purpose of Funding Request**

1. Description of how the grant request relates to the mission of the Henry T. Nicholas III, Foundation.
2. If applying for a general operating support grant, briefly state how this grant could be used.
3. If applying for a specific project or capital campaign, please provide the following information:
  - The needs or problems that this effort will address and the population that is will be served.
  - Description of how the project addresses the above identified needs.
  - Description of the goals and objectives and timetable for achieving these.
  - If for a program, explain the implementation, methodology and staffing of program.
  - Outline any collaboration with other organizations (include both funding, support and service partners) and include a description of their roles.
  - If for a program, explain if and how it can be supported beyond an initial grant.
  - Additional outcomes and benefits of funding the request, if any (i.e. matching funds or tax credits).
4. Any deadlines or conditions to funding this request.

**C. Evaluation**

1. Explain how you will measure the effectiveness of your activities.
2. Describe your criteria for success.
3. Describe the results you expect to have achieved by the end of the funding period.

**Required Attachments: *Please provide in the following order.***

**A. Finances**

1. Program budget (with narrative or description, if applicable) with line items, noting where requested funds would be used.
2. If a multi-year grant request, include multi-year program budget.
3. If a capital campaign, provide capital budget and list of campaign committee members.

**B. Supporting Materials**

1. Grantee Report (if program previously funded from other sources).
2. Latest annual report or summary of organization's prior year's activities.
3. If the requested project is a collaboration with other organizations, include letters of agreement.
4. A timetable outlining project implementation and/or achieving goals of this request.