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

OMB No 1545-0052

2013

Department of the Treasury
Internal Revenue Service

- 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.

For calendar year 2013, or tax year beginning , 2013, and ending ,

THE DOCTORS COMPANY FOUNDATION
185 GREENWOOD ROAD
NAPA, CA 94558

A Employer identification number
26-1636256

B Telephone number (see the instructions)
707-226-0100

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

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

I Fair market value of all assets at end of year (from Part II, column (c), line 16) \$ 1,188,167.
J Accounting method: ☒ Cash ☐ Accrual
☐ Other (specify) (Part I, column (d) must be on cash basis.)

C If exemption application is pending, check here ☐

D 1 Foreign organizations, check here ☐

2 Foreign organizations meeting the 85% test, check here and attach computation ☐

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

F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here ☐

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

	(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
--	------------------------------------	---------------------------	-------------------------	---

REVENUE	1	Contributions, gifts, grants, etc., received (att sch)			
	2	Ck <input checked="" type="checkbox"/> if the foundn is not req to att Sch B			
	3	Interest on savings and temporary cash investments	2,585.	2,585.	N/A
	4	Dividends and interest from securities			
	5a	Gross rents			
	b	Net rental income or (loss)			
	6a	Net gain/(loss) from sale of assets not on line 10			
	b	Gross sales price for all assets on line 6a			
	7	Capital gain net income (from Part IV, line 2)			
	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/(loss) (att sch)				
11	Other income (attach schedule)				
	SEE STATEMENT 1	19,288.			
12	Total. Add lines 1 through 11	21,873.	2,585.		
ADMINISTRATIVE AND OPERATING EXPENSES	13	Compensation of officers, directors, trustees, etc	0.		
	14	Other employee salaries and wages			
	15	Pension plans, employee benefits			
	16a	Legal fees (attach schedule)			
	b	Accounting fees (attach sch) SEE ST 2	2,485.	1,082.	1,083.
	c	Other prof fees (attach sch) SEE ST 3	250.		250.
	17	Interest			
	18	Taxes (attach schedule)(see instrs) SEE STM 4	2.		
	19	Depreciation (attach sch) and depletion			
	20	Occupancy			
	21	Travel, conferences, and meetings	4,807.		4,807.
	22	Printing and publications			
	23	Other expenses (attach schedule)			
		SEE STATEMENT 5	477.		477.
	24	Total operating and administrative expenses. Add lines 13 through 23	8,021.	1,082.	6,617.
	25	Contributions, gifts, grants paid PART XV	478,332.		478,332.
	26	Total expenses and disbursements. Add lines 24 and 25	486,353.	1,082.	484,949.
27	Subtract line 26 from line 12:				
a	Excess of revenue over expenses and disbursements	-464,480.			
b	Net investment income (if negative, enter -0-)		1,503.		
c	Adjusted net income (if negative, enter -0-)				

Part II Balance Sheets

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

		Beginning of year	End of year	
		(a) Book Value	(b) Book Value	(c) Fair Market Value
ASSETS	1 Cash — non-interest-bearing	1,322,396.	856,577.	856,577.
	2 Savings and temporary cash investments	330,251.	331,590.	331,590.
	3 Accounts receivable			
	Less: allowance for doubtful accounts			
	4 Pledges receivable			
	Less: allowance for doubtful accounts			
	5 Grants receivable			
	6 Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see instructions)			
	7 Other notes and loans receivable (attach sch)			
	Less: allowance for doubtful accounts			
	8 Inventories for sale or use			
	9 Prepaid expenses and deferred charges			
	10a Investments — U S and state government obligations (attach schedule)			
	b Investments — corporate stock (attach schedule)			
	c Investments — corporate bonds (attach schedule)			
	11 Investments — land, buildings, and equipment: basis			
LIABILITIES	Less: accumulated depreciation (attach schedule)			
	12 Investments — mortgage loans			
	13 Investments — other (attach schedule)			
	14 Land, buildings, and equipment: basis			
	Less: accumulated depreciation (attach schedule)			
	15 Other assets (describe)			
	16 Total assets (to be completed by all filers — see the instructions Also, see page 1, item I)	1,652,647.	1,188,167.	1,188,167.
	17 Accounts payable and accrued expenses			
	18 Grants payable			
	19 Deferred revenue			
FUND ASSETS	20 Loans from officers, directors, trustees, & other disqualified persons			
	21 Mortgages and other notes payable (attach schedule)			
	22 Other liabilities (describe)			
	23 Total liabilities (add lines 17 through 22)	0.	0.	
FUND ASSETS	Foundations that follow SFAS 117, check here and complete lines 24 through 26 and lines 30 and 31. <input checked="" type="checkbox"/>			
	24 Unrestricted	1,652,647.	1,188,167.	
	25 Temporarily restricted			
	26 Permanently restricted			
	Foundations that do not follow SFAS 117, check here and complete lines 27 through 31. <input type="checkbox"/>			
	27 Capital stock, trust principal, or current funds			
	28 Paid-in or capital surplus, or land, building, and equipment fund			
	29 Retained earnings, accumulated income, endowment, or other funds			
	30 Total net assets or fund balances (see instructions)	1,652,647.	1,188,167.	
	31 Total liabilities and net assets/fund balances (see instructions)	1,652,647.	1,188,167.	

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	1,652,647.
2 Enter amount from Part I, line 27a	2	-464,480.
3 Other increases not included in line 2 (itemize)	3	
4 Add lines 1, 2, and 3	4	1,188,167.
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	1,188,167.

Part IV Capital Gains and Losses for Tax on Investment Income

(a) List and describe the kind(s) of property sold (e.g., real estate, 2-story brick warehouse, or common stock, 200 shares MLC Company)		(b) How acquired P — Purchase D — Donation	(c) Date acquired (month, day, year)	(d) Date sold (month, day, year)
1 a N/A				
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			

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

2 Capital gain net income or (net capital loss)	<div style="border: 1px solid black; padding: 2px;"> If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7 </div>		2	
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	<div style="border: 1px solid black; padding: 2px;"> If gain, also enter in Part I, line 8, column (c) (see instructions). If (loss), enter -0- in Part I, line 8 </div>		3	

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

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

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

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

☐ Yes☒ No

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

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

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (column (b) divided by column (c))
2012	822,145.	1,140,133.	0.721096
2011	752,366.	401,433.	1.874201
2010	502,466.	474,598.	1.058719
2009	194,171.	825,113.	0.235327
2008	67,000.	462,018.	0.145016

2 Total of line 1, column (d)	2	4.034359
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	0.806872
4 Enter the net value of noncharitable-use assets for 2013 from Part X, line 5	4	1,403,592.
5 Multiply line 4 by line 3	5	1,132,519.
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	15.
7 Add lines 5 and 6	7	1,132,534.
8 Enter qualifying distributions from Part XII, line 4	8	484,949.

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

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

1 a Exempt operating foundations described in section 4940(d)(2), check here <input type="checkbox"/> and enter 'N/A' on line 1 Date of ruling or determination letter _____ (attach copy of letter if necessary – see instrs)			
b Domestic foundations that meet the section 4940(e) requirements in Part V, check here. <input type="checkbox"/> and enter 1% of Part I, line 27b		1	30.
c All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, column (b)			
2 Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)		2	0.
3 Add lines 1 and 2		3	30.
4 Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)		4	0.
5 Tax based on investment income. Subtract line 4 from line 3. If zero or less, enter -0-		5	30.
6 Credits/Payments:			
a 2013 estimated tax pmts and 2012 overpayment credited to 2013	6a		
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		0.
8 Enter any penalty for underpayment of estimated tax. Check here <input checked="" type="checkbox"/> if Form 2220 is attached	8		
9 Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed	9		30.
10 Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10		
11 Enter the amount of line 10 to be Credited to 2014 estimated tax	11		
	Refunded		

Part VII-A Statements Regarding Activities

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

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Part VII-A Statements Regarding Activities (continued)

11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If 'Yes', attach schedule (see instructions)	11		X
12	Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If 'Yes,' attach statement (see instructions)	12		X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address <u>WWW.TDCFOUNDATION.COM</u>	13	X	
14	The books are in care of <u>LEONA EGELAND SIADK</u> Telephone no. <u>707-226-0373</u> Located at <u>185 GREENWOOD ROAD NAPA CA</u> ZIP + 4 <u>94558</u>			
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 - Check here and enter the amount of tax-exempt interest received or accrued during the year <u>N/A</u>	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?	16		X
	See the instructions for exceptions and filing requirements for Form TD F 90-22.1. If 'Yes,' enter the name of the foreign country			

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

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

	Yes	No
1 a During the year did the foundation (either directly or indirectly):		
(1) Engage in the sale or exchange, or leasing of property with a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? See Stmt 9 <input checked="" type="checkbox"/> Yes <input type="checkbox"/> No		
(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(6) Agree to pay money or property to a government official? (Exception. Check 'No' if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days.) <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
b If any answer is 'Yes' to 1a(1)-(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see instructions)? Organizations relying on a current notice regarding disaster assistance check here <input type="checkbox"/>	1 b	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?	1 c	X
2 Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5)):		
a At the end of tax year 2013, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2013? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No If 'Yes,' list the years <u>20</u> , <u>20</u> , <u>20</u> , <u>20</u>		
b Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer 'No' and attach statement - see instructions)	2 b	N/A
c If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here. <u>20</u> , <u>20</u> , <u>20</u> , <u>20</u>		
3 a Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
b If 'Yes,' did it have excess business holdings in 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)	3 b	N/A
4 a Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4 a	X
b Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2013?	4 b	X

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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)?

Organizations relying on a current notice regarding disaster assistance check here

☐

5 b

N/A

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

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

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

6 b

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

7 b

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

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
SEE STATEMENT 6		0.	0.	0.

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

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

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

0

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

(a) Name and address of each person paid more than \$50,000	(b) Type of service	(c) Compensation
NONE		
Total number of others receiving over \$50,000 for professional services		0

Part IX-A Summary of Direct Charitable Activities

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

	Expenses
1 N/A	
2	
3	
4	

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

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

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

1 Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes:		
a Average monthly fair market value of securities	1 a	
b Average of monthly cash balances	1 b	1,424,966.
c Fair market value of all other assets (see instructions)	1 c	
d Total (add lines 1a, b, and c)	1 d	1,424,966.
e Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	1 e	0.
2 Acquisition indebtedness applicable to line 1 assets	2	0.
3 Subtract line 2 from line 1d	3	1,424,966.
4 Cash deemed held for charitable activities. Enter 1-1/2% of line 3 (for greater amount, see instructions)	4	21,374.
5 Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	1,403,592.
6 Minimum investment return. Enter 5% of line 5	6	70,180.

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	70,180.
2a Tax on investment income for 2013 from Part VI, line 5	2 a	30.
b Income tax for 2013 (This does not include the tax from Part VI)	2 b	
c Add lines 2a and 2b	2 c	30.
3 Distributable amount before adjustments. Subtract line 2c from line 1	3	70,150.
4 Recoveries of amounts treated as qualifying distributions	4	19,288.
5 Add lines 3 and 4	5	89,438.
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	89,438.

Part XII Qualifying Distributions (see instructions)

1 Amounts paid (including administrative expenses) to accomplish charitable, etc., purposes:		
a Expenses, contributions, gifts, etc. — total from Part I, column (d), line 26	1 a	484,949.
b Program-related investments — total from Part IX-B	1 b	
2 Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	2	
3 Amounts set aside for specific charitable projects that satisfy the:		
a Suitability test (prior IRS approval required)	3 a	
b Cash distribution test (attach the required schedule)	3 b	
4 Qualifying distributions. Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	4	484,949.
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	484,949.

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				89,438.
2 Undistributed income, if any, as of the end of 2013:				
a Enter amount for 2012 only			0.	
b Total for prior years. 20____, 20____, 20____		0.		
3 Excess distributions carryover, if any, to 2013.				
a From 2008	67,000.			
b From 2009	194,171.			
c From 2010	502,466.			
d From 2011	732,304.			
e From 2012	757,566.			
f Total of lines 3a through e	2,253,507.			
4 Qualifying distributions for 2013 from Part XII, line 4 ▶ \$ 484,949.				
a Applied to 2012, but not more than line 2a			0.	
b Applied to undistributed income of prior years (Election required — see instructions)		0.		
c Treated as distributions out of corpus (Election required — see instructions)	0.			
d Applied to 2013 distributable amount				89,438.
e Remaining amount distributed out of corpus	395,511.			
5 Excess distributions carryover applied to 2013 (If an amount appears in column (d), the same amount must be shown in column (a))	0.			0.
6 Enter the net total of each column as indicated below:				
a Corpus Add lines 3f, 4c, and 4e. Subtract line 5	2,649,018.			
b Prior years' undistributed income Subtract line 4b from line 2b		0.		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed		0.		
d Subtract line 6c from line 6b Taxable amount — see instructions.		0.		
e Undistributed income for 2012 Subtract line 4a from line 2a. Taxable amount — see instructions.			0.	
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)	0.			
8 Excess distributions carryover from 2008 not applied on line 5 or line 7 (see instructions)	67,000.			
9 Excess distributions carryover to 2014. Subtract lines 7 and 8 from line 6a	2,582,018.			
10 Analysis of line 9:				
a Excess from 2009	194,171.			
b Excess from 2010	502,466.			
c Excess from 2011	732,304.			
d Excess from 2012	757,566.			
e Excess from 2013	395,511.			

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

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a Paid during the year SEE STATEMENT 8				
Total			3 a	478,332.
b Approved for future payment				
Total			3 b	

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated.

Enter gross amounts unless otherwise indicated.		Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income (See instructions)
	(a) Business code	(b) Amount	(c) Exclu- sion code	(d) Amount		
1 Program service revenue:						
a						
b						
c						
d						
e						
f						
g Fees and contracts from government agencies						
2 Membership dues and assessments						
3 Interest on savings and temporary cash investments			14	2,585.		
4 Dividends and interest from securities						
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						
9 Net income or (loss) from special events						
10 Gross profit or (loss) from sales of inventory						
11 Other revenue						
a <u>RETURN OF GRANT</u>						19,288.
b						
c						
d						
e						
12 Subtotal. Add columns (b), (d), and (e)				2,585.		19,288.
13 Total. Add line 12, columns (b), (d), and (e)				13		21,873.

(See worksheet in line 13 instructions to verify calculations)

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

[illegible]

2013

FEDERAL STATEMENTS

PAGE 1

THE DOCTORS COMPANY FOUNDATION

26-1636256

STATEMENT 1
FORM 990-PF, PART I, LINE 11
OTHER INCOME

	(A) REVENUE PER BOOKS	(B) NET INVESTMENT INCOME	(C) ADJUSTED NET INCOME
RETURN OF GRANT	\$ 19,288.		
TOTAL	<u>\$ 19,288.</u>	<u>\$ 0.</u>	<u>\$ 0.</u>

STATEMENT 2
FORM 990-PF, PART I, LINE 16B
ACCOUNTING FEES

	(A) EXPENSES PER BOOKS	(B) NET INVESTMENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
TAX RETURN REVIEW	\$ 2,165.	\$ 1,082.		\$ 1,083.
TAX SOFTWARE	320.			
TOTAL	<u>\$ 2,485.</u>	<u>\$ 1,082.</u>	<u></u>	<u>\$ 1,083.</u>

STATEMENT 3
FORM 990-PF, PART I, LINE 16C
OTHER PROFESSIONAL FEES

	(A) EXPENSES PER BOOKS	(B) NET INVESTMENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
CORPORATION SERVICE COMPANY	\$ 250.			\$ 250.
TOTAL	<u>\$ 250.</u>	<u>\$ 0.</u>	<u></u>	<u>\$ 250.</u>

STATEMENT 4
FORM 990-PF, PART I, LINE 18
TAXES

	(A) EXPENSES PER BOOKS	(B) NET INVESTMENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
EXCISE TAX	\$ 2.			
TOTAL	<u>\$ 2.</u>	<u>\$ 0.</u>	<u></u>	<u>\$ 0.</u>

THE DOCTORS COMPANY FOUNDATION

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STATEMENT 5
FORM 990-PF, PART I, LINE 23
OTHER EXPENSES

	(A) EXPENSES PER BOOKS	(B) NET INVESTMENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
FILING FEES	\$ 477.			\$ 477.
TOTAL	\$ 477.	\$ 0.		\$ 477.

STATEMENT 6
FORM 990-PF, PART VIII, LINE 1
LIST OF OFFICERS, DIRECTORS, TRUSTEES, AND KEY EMPLOYEES

NAME AND ADDRESS	TITLE AND AVERAGE HOURS PER WEEK DEVOTED	COMPEN- SATION	CONTRI- BUTION TO EBP & DC	EXPENSE ACCOUNT/ OTHER
RICHARD E. ANDERSON, M.D. 185 GREENWOOD ROAD NAPA, CA 94558	DIRECTOR 1.00	\$ 0.	\$ 0.	\$ 0.
DONALD J. PALMISANO, M.D. 185 GREENWOOD ROAD NAPA, CA 94558	DIRECTOR 1.00	0.	0.	0.
CHARLES R. KOSSMAN, M.D. 185 GREENWOOD ROAD NAPA, CA 94558	DIRECTOR 1.00	0.	0.	0.
DAVID. B. TROXEL, M.D. 185 GREENWOOD ROAD NAPA, CA 94558	CHAIRMAN 1.00	0.	0.	0.
KATHLEEN D. RICORD 185 GREENWOOD ROAD NAPA, CA 94558	DIRECTOR 1.00	0.	0.	0.
ROBERT D. FRANCIS 185 GREENWOOD ROAD NAPA, CA 94558	VICE CHAIRMAN 1.00	0.	0.	0.
ROBIN DIAMOND 185 GREENWOOD ROAD NAPA, CA 94558	DIRECTOR 1.00	0.	0.	0.
DAVID G. PREIMESBERGER 185 GREENWOOD ROAD NAPA, CA 94558	SEC / TREASURER 1.00	0.	0.	0.
LEONA EGELAND SIADEK 185 GREENWOOD ROAD NAPA, CA 94558	EXECUTIVE DIREC 16.00	0.	0.	0.
TOTAL		\$ 0.	\$ 0.	\$ 0.

THE DOCTORS COMPANY FOUNDATION

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STATEMENT 7
FORM 990-PF, PART XV, LINE 2A-D
APPLICATION SUBMISSION INFORMATION

NAME OF GRANT PROGRAM:

NAME:

CARE OF:

STREET ADDRESS:

CITY, STATE, ZIP CODE:

TELEPHONE:

E-MAIL ADDRESS:

FORM AND CONTENT:

LEONA EGELAND SIADEK, ED

THE DOCTORS COMPANY

185 GREENWOOD ROAD

NAPA, CA 94558

(707) 226-0373

COVER LETTER: SIGNED BY AN AUTHORIZED OFFICER REQUESTING SUPPORT

BACKGROUND: STATEMENT OF THE ORGANIZATION'S HISTORY, MISSION AND GOAL. BACKGROUND ON STAFF CARRYING OUT THE PROJECT.

DESCRIPTION: OF THE PROPOSED WORK, THE PROJECT'S NECESSITY AND THE TARGET POPULATION.

BUDGET: FOR THE PROJECT; AMOUNT REQUESTED AND OTHER SOURCES OF INCOME.

SUBMISSION DEADLINES:

RESTRICTIONS ON AWARDS:

TIME LINE: FOR SCHEDULED BENCHMARKS INCLUDING EVALUATION REQUESTS AFTER 11/1 WILL BE CONSIDERED THE FOLLOWING YR. OUR FOUNDATION ISSUES GRANTS TO QUALIFIED ENTITIES OR INDIVIDUALS THAT ASSIST IN CARRYING OUT OUR MISSION AND EMPHASIS IS PLACED ON PROMOTING AND SUPPORTING RESEARCH THAT WILL ENHANCE PATIENT SAFETY OR LEGAL REFORM. WE WILL CONSIDER PROGRAMS THAT HIGHLIGHT PHYSICIAN EDUCATION OR LIABILITY ISSUES, AS WELL.

NAME OF GRANT PROGRAM:

NAME:

CARE OF:

STREET ADDRESS:

CITY, STATE, ZIP CODE:

TELEPHONE:

E-MAIL ADDRESS:

FORM AND CONTENT:

YOUNG PHYSICIANS AWARD

SARA REARDON

THE DOCTORS COMPANY

185 GREENWOOD ROAD

NAPA, CA 94558

(707) 226-0373

YOUNG PHYSICIANS AWARD CRITERIA:

THE DOCTORS COMPANY FOUNDATION IN PARTNERSHIP WITH THE LUCIAN LEAPE INSTITUTE AT THE NATIONAL PATIENT SAFETY FOUNDATION PRESENTS THE DOCTORS COMPANY FOUNDATION YOUNG PHYSICIANS PATIENT SAFETY AWARD - AN AWARD TO RECOGNIZE YOUNG PHYSICIANS FOR THEIR DEEP PERSONAL INSIGHT INTO THE SIGNIFICANCE OF PATIENT SAFETY WORK. INDIVIDUALS ARE INVITED TO SUBMIT ESSAYS THAT WILL BE JUDGED BY A PANEL IDENTIFIED BY NPSF. SIX WINNERS OF THIS PRESTIGIOUS AWARD WILL BE SELECTED.

ELIGIBILITY:

- AS OF JUNE 2012 AN APPLICANT MUST BE EITHER A 3RD- OR 4TH-YEAR MEDICAL STUDENT OR A 1ST-YEAR RESIDENT IN A HOSPITAL SETTING

- AWARD IS FOR THE BEST ESSAY ON THE MOST INSTRUCTIONAL PATIENT SAFETY EVENT THAT WAS A PERSONAL TRANSFORMATIONAL EXPERIENCE DURING THE 3RD OR 4TH CLINICAL YEAR IN MEDICAL SCHOOL OR 1ST YEAR IN RESIDENCY- AWARD WILL BE CONFERRED BY THE DOCTORS COMPANY FOUNDATION IN PARTNERSHIP WITH THE

STATEMENT 7 (CONTINUED)
FORM 990-PF, PART XV, LINE 2A-D
APPLICATION SUBMISSION INFORMATION

LUCIAN LEAPE INSTITUTE AT THE NATIONAL PATIENT SAFETY FOUNDATION

- ESSAYS WILL BE JUDGED AND WINNERS SELECTED BY THE NPSF REVIEW COMMITTEE, ALL REVIEW COMMITTEE DECISIONS ARE FINAL

- AWARD RECIPIENTS WILL BE ANNOUNCED AT THE ANNUAL NPSF PATIENT SAFETY CONGRESS, MAY 8-10, 2013, HYATT REGENCY HOTEL, NEW ORLEANS, LA

- CONGRESS REGISTRATION AND TRAVEL EXPENSES WILL BE COVERED FOR AWARD RECIPIENTS

SUBMISSION REQUIREMENTS:

IN 500 TO 1,000 WORDS DESCRIBE THE MOST INSTRUCTIONAL PATIENT SAFETY EVENT YOU HAVE EXPERIENCED, ONE THAT RESULTED IN A PERSONAL TRANSFORMATION. THE ESSAY SHOULD HAVE AN EMOTIONAL IMPACT ON THE READER AND PROVIDE A LESSON THAT IS TRANSFERABLE TO OTHER MEDICAL STUDENTS AND MEDICAL PROFESSIONALS. PLEASE EXPLAIN HOW THE EVENT IMPACTED YOUR LEARNING AND GROWTH AND HOW THE EXPERIENCE WILL HELP YOU TO PROVIDE THE SAFEST CARE TO YOUR CURRENT AND FUTURE PATIENTS. YOU MUST INCLUDE EXAMPLES OF HOW TO IMPROVE ANY PROCESSES THAT LED UP TO THE PATIENT SAFETY EVENT AND HOW YOU WILL WORK TO ENSURE THAT THE CHANGES ARE IMPLEMENTED.

DESCRIPTION OF RELEVANT EVENTS FOR THE ESSAY INCLUDES ANY PATIENT SAFETY EVENT. A PATIENT SAFETY EVENT IS A PROCESS OR AN ACT OF OMISSION OR COMMISSION THAT RESULTS IN HAZARDOUS HEALTH CARE CONDITIONS AND/OR UNINTENDED HARM TO THE PATIENT. THE EVENT IS OFTEN A CONSEQUENCE OF A SYSTEM FAILURE OR ERROR. EXAMPLES INCLUDE MEDICATION-RELATED ERRORS, COMMUNICATION ERRORS, HEALTH CARE-ASSOCIATED INFECTIONS, MEDICAL RECORD ERRORS, IDENTIFICATION ERRORS, AND DELAYS IN RESPONDING TO CRITICAL DIAGNOSTICS.

ESSAYS MUST MAINTAIN THE CONFIDENTIALITY AND INTEGRITY OF THE PATIENT AND LOCATION OF THE EVENT. PLEASE USE FICTITIOUS NAMES AND LOCATIONS IN YOUR ESSAY.
FEBRUARY 14, 2013, 5:00PM EST

SUBMISSION DEADLINES:
RESTRICTIONS ON AWARDS:

N/A

THE DOCTORS COMPANY FOUNDATION

26-1636256

STATEMENT 8
FORM 990-PF, PART XV, LINE 3A
RECIPIENT PAID DURING THE YEAR

NAME AND ADDRESS	DONEE RELATIONSHIP	FOUND- ATION STATUS	PURPOSE OF GRANT	AMOUNT
NATIONAL PATIENT SAFETY FOUNDATION 132 MASS MOCA WAY NORTH ADAMS, MA 01247	N/A	PC	TO SUPPORT THE ANNUAL LUCIAN LEAPE TOWN HALL PLENARY SESSION AT THE NATIONAL PATIENT SAFETY FOUNDATION CONGRESS MAY 8-10, 2013.	\$ 42,236.
ANESTHESIA PATIENT SAFETY FOUNDATION 520 N. NORTHWEST HIGHWAY PARK RIDGE, IL 60068	N/A	PC	\$5,000 TO SPONSOR THE ANN S. LOFSKY, MD RESEARCH AWARD AND \$5,000 EDUCATIONAL GRANT FOR THE ONE-DAY PRE AND POST-OPERATIVE CONFERENCE.	10,000.
SCRIPPS HEALTH FOUNDATION 4275 CAMPUS POINT COURT SAN DIEGO, CA 92121	N/A	SO III FI	ANNUAL SUPPORT OF THE QUALITY SUMMIT ON PATIENT-CENTERED CARE.	5,000.
STEPHANIE NG 11614 COACHFIELD LANE HOUSTON, TX 77035	NONE		YOUNG PHYSICIANS AWARD WINNER.	5,000.
STEPHEN NELSON 549 PROSPECT AVE #5 HARTFORD, CT 06032	NONE		YOUNG PHYSICIANS AWARD WINNER.	5,000.
RAJSHRI MAINTHIA 500 DOMINGO PLACE FULLERTON, CA 92538	NONE		YOUNG PHYSICIANS AWARD WINNER.	5,000.
LAUREN CHRISTINE BORETA 2853 TURK BLVD SAN FRANCISCO, CA 94118	NONE		YOUNG PHYSICIANS AWARD WINNER.	5,000.
CONSUELO VERONICA DAVID 3609 DUNN DRIVE #2 LOS ANGELES, CA 90034	NONE		YOUNG PHYSICIANS AWARD WINNER.	5,000.

THE DOCTORS COMPANY FOUNDATION

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STATEMENT 8 (CONTINUED)
 FORM 990-PF, PART XV, LINE 3A
 RECIPIENT PAID DURING THE YEAR

NAME AND ADDRESS	DONEE RELATIONSHIP	FOUND- ATION STATUS	PURPOSE OF GRANT	AMOUNT
SETON FUND OF THE DAUGHTERS OF CHARITY 1345 PHILOMENA STREET AUSTIN, TX 78723	N/A	SO I	TO FACILITATE THE DEVELOPMENT OF A SPECIALIZED SAFETY CURRICULUM BASED ON THE INSTITUTE FOR HEALTHCARE IMPROVEMENT OPEN SCHOOL COURSES FOR ROTATING RESIDENTS AND MEDICAL STUDENTS.	\$ 37,500.
MASSACHUSETTS GENERAL HOSPITAL 32 FRUIT STREET BOSTON, MA 02114	NONE	PC	FIRST YEAR PAYMENT FOR 2013-2014 GRANT/ASSESS	50,240.
YALE UNIVERSITY PO BOX 208239 NEW HAVEN, CT 06520	NONE	PC	PROJECT OF CREATING AN INTERDISCIPLINAR Y HEALTH PROFESSIONAL CURRICULUM.	66,667.
UNIVERSITY OF COLORADO FOUNDATION JUDY FARR CENTER 1620 RESEVOIR RD GREELEY, CO 80631	NONE	PC	TO ESTABLISH AND VALIDATE AN INDIVIDUAL ASSESSMENT RUBRIC FOR STUDENTS IN HEALTHCARE PROFESSIONS.	93,500.
WASHINGTON HOSPITAL CENTER FOUNDATION 110 IRVING STREET NW WASHINGTON, DC 20010	NONE	PC	TO SUPPORT MEDICAL STUDENT ROUNDTABLES IN TELLURIDE, CO AND WASHINGTON, DC.	148,189.
TOTAL				\$ 478,332.

THE DOCTORS COMPANY FOUNDATION

26-1636256

STATEMENT 8 (CONTINUED)
 FORM 990-PF, PART XV, LINE 3A
 RECIPIENT PAID DURING THE YEAR

NAME AND ADDRESS	DONEE RELATIONSHIP	FOUND- ATION STATUS	PURPOSE OF GRANT	AMOUNT
SETON FUND OF THE DAUGHTERS OF CHARITY 1345 PHILOMENA STREET AUSTIN, TX 78723	N/A	SO I	TO FACILITATE THE DEVELOPMENT OF A SPECIALIZED SAFETY CURRICULUM BASED ON THE INSTITUTE FOR HEALTHCARE IMPROVEMENT OPEN SCHOOL COURSES FOR ROTATING RESIDENTS AND MEDICAL STUDENTS.	\$ 37,500.
MASSACHUSETTS GENERAL HOSPITAL 32 FRUIT STREET BOSTON, MA 02114	N/A	PC	FIRST YEAR PAYMENT FOR 2013-2014 GRANT/ASSESS	50,240.
YALE UNIVERSITY PO BOX 208239 NEW HAVEN, CT 06520	N/A	PC	PROJECT OF CREATING AN INTERDISCIPLINAR Y HEALTH PROFESSIONAL CURRICULUM.	66,667.
UNIVERSITY OF COLORADO FOUNDATION JUDY FARR CENTER 1620 RESEVOIR RD GREELEY, CO 80631	N/A	PC	TO ESTABLISH AND VALIDATE AN INDIVIDUAL ASSESSMENT RUBRIC FOR STUDENTS IN HEALTHCARE PROFESSIONS.	93,500.
WASHINGTON HOSPITAL CENTER FOUNDATION 110 IRVING STREET NW WASHINGTON, DC 20010	N/A	PC	TO SUPPORT MEDICAL STUDENT ROUNDTABLES IN TELLURIDE, CO AND WASHINGTON, DC.	148,189.
TOTAL				\$ <u>478,332.</u>

THE DOCTORS COMPANY FOUNDATION

26-1636256

STATEMENT 9
FORM 990-PF, PART VII-B, QUESTION 1 (A) (3)

DURING 2013, THE DOCTORS COMPANY, INC. ("THE CORPORATION") PROVIDED STAFF SUPPORT TO THE DOCTORS COMPANY, INC. FOUNDATION ("THE FOUNDATION"). THE FOUNDATION DID NOT REIMBURSE THE CORPORATION FOR THIS SUPPORT. MOREOVER, THE CORPORATION PROVIDED THE FOUNDATION WITH SPACE RENT FREE. THE CORPORATION IS A DISQUALIFIED PERSON WITH RESPECT TO THE FOUNDATION UNDER U.S. TREASURY REGULATION SECTION 53.4941(D)-2(D)(3). HOWEVER, THE FURNISHING OF GOODS AND SERVICES BY A DISQUALIFIED PERSON FREE OF CHARGE IS NOT AN ACT OF SELF-DEALING.