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990-PF

Return of Private Foundation

OMB No 1545 0052

Form

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

2013

Part of the Treasury Department

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

Open to Public Inspection

For calendar year 2013 or tax year beginning 2013 and ending 20

Name of foundation: RIEGER FOUNDATION. Employer identification number: 77-0159141. Telephone number: 805-564-6211. City: SAN FRANCISCO, CA 94145-0174.

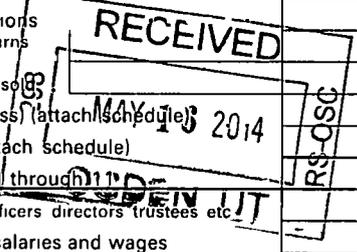
Part I Analysis of Revenue and Expenses (The total of amounts in columns (b) (c) and (d) may not necessarily equal the amounts in column (a) (see instructions))

Table with 5 columns: (a) Revenue and expenses per books, (b) Net investment income, (c) Adjusted net income, (d) Disbursements for charitable purposes. Rows include interest, dividends, rents, capital gain, and various administrative expenses.

71029, 154, 300

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SCANNED MAY 29 2014



Part II Balance Sheets		Attached schedules and amounts in the description column should be for end of year amounts only (See instructions)			
		Beginning of year	End of year		
		(a) Book Value	(b) Book Value	(c) Fair Market Value	
Assets	1	Cash non interest bearing			
	2	Savings and temporary cash investments	121,651	189,471	189,471
	3	Accounts receivable ▶			
		Less allowance for doubtful accounts ▶			
	4	Pledges receivable ▶			
		Less allowance for doubtful accounts ▶			
	5	Grants receivable			
	6	Receivables due from officers directors trustees and other disqualified persons (attach schedule) (see instructions)			
	7	Other notes and loans receivable (attach schedule) ▶			
		Less allowance for doubtful accounts ▶	NONE		
	8	Inventories for sale or use			
	9	Prepaid expenses and deferred charges			
	10 a	Investments U S and state government obligations(attach schedule)			
	b	Investments corporate stock (attach schedule) STMT 7	1,462,782	1,314,811	2,165,870
	c	Investments corporate bonds (attach schedule) STMT 8	527,274	521,062	536,891
	11	Investments land buildings and equipment bas s ▶	1,138,846		
	Less accumulated depreciation (attach schedule) ▶	404,900			
		756,736	733,946	STMT 9 1,650,000	
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)	2,868,443	2,759,290	4,542,232	
Liabilities	17	Accounts payable and accrued expenses			
	18	Grants payable			
	19	Deferred revenue			
	20	Loans from officers directors trustees and other disqualified persons			
	21	Mortgages and other notes payable (attach schedule)			
	22	Other liabilities (describe ▶ LEASE LIABILITY SECURITY D)	29,288	29,288	
	23	Total liabilities (add lines 17 through 22)	29,288	29,288	
Net Assets or Fund Balances	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 and complete lines 27 through 31 ▶ <input checked="" type="checkbox"/>				
	27	Capital stock trust principal or current funds	2,839,155	2,730,002	
	28	Paid in or capital surplus or land bldg and equipment fund			
29	Retained earnings accumulated income endowment or other funds				
30	Total net assets or fund balances (see instructions)	2,839,155	2,730,002		
31	Total liabilities and net assets/fund balances (see instructions)	2,868,443	2,759,290		

Part III Analysis of Changes in Net Assets or Fund Balances

1	Total net assets or fund balances at beginning of year Part II column (a) line 30 (must agree with end of year figure reported on prior year's return)	1	2,839,155
2	Enter amount from Part I line 27a	2	-77,225
3	Other increases not included in line 2 (itemize) ▶ ROUNDING	3	3
4	Add lines 1 2 and 3	4	2,761,933
5	Decreases not included in line 2 (itemize) ▶ SEE STATEMENT 10	5	31,931
6	Total net assets or fund balances at end of year (line 4 minus line 5) Part II column (b) line 30	6	2,730,002

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 (Purchase Date)	(c) Date acquired (mo day yr)	(d) Date sold (mo day yr)
1a	PUBLICLY TRADED SECURITIES			
b	OTHER GAINS AND LOSSES			
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 518,295		356,110	162,185	
b 71,325			71,325	
c				
d				
e				
Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(i) Gains (Col (h) gain minus col (k) but not less than 0) or Losses (from col (h))	
(i) FMV as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j) if any		
a			162,185	
b			71,325	
c				
d				
e				
2 Capital gain net income or (net capital loss)	{ If gain also enter in Part I line 7 If (loss) enter 0 in Part I line 7 }		2	233,510
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	{ If gain also enter in Part I line 8 column (c) (see instructions) If (loss) enter 0 in Part I line 8 }		3	

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

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

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

Was the foundation liable for the section 4942 tax on the distributable amount of any year in the base period? Yes No
 If Yes the foundation does not qualify under section 4940(e) Do not complete this part

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

(a) Base period years Calendar year (start year beginning)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable use assets	(d) Distribution ratio (col (b) divided by col (c))
2012	344,096	4,401,706	0.078173
2011	329,860	4,567,726	0.072215
2010	462,481	4,540,779	0.101851
2009	323,585	4,840,679	0.066847
2008	361,476	5,791,947	0.062410
2 Total of line 1 column (d)			2 0.381496
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 0.076299
4 Enter the net value of noncharitable use assets for 2013 from Part X line 5			4 4,454,641
5 Multiply line 4 by line 3			5 339,885
6 Enter 1% of net investment income (1% of Part I line 27b)			6 3,451
7 Add lines 5 and 6			7 343,336
8 Enter qualifying distributions from Part XII line 4 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			8 422,638

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)		
b	Domestic foundations that meet the section 4940(e) requirements in Part V check here <input checked="" type="checkbox"/> and enter 1/ of Part I line 27b	1	3,451
c	All other domestic foundations enter 2% of line 27b Exempt foreign organizations enter 4% of Part I line 12 col (b)		
2	Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only Others enter 0)	2	
3	Add lines 1 and 2	3	3,451
4	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only Others enter 0)	4	NONE
5	Tax based on investment income Subtract line 4 from line 3 If zero or less enter 0	5	3,451
6	Credits/Payments		
a	2013 estimated tax payments and 2012 overpayment credited to 2013	6a	1,176
b	Exempt foreign organizations tax withheld at source	6b	NONE
c	Tax paid with application for extension of time to file (Form 8868)	6c	NONE
d	Backup withholding erroneously withheld	6d	
7	Total credits and payments Add lines 6a through 6d	7	1,176
8	Enter any penalty for underpayment of estimated tax Check here <input type="checkbox"/> if Form 2220 is attached	8	
9	Tax due If the total of lines 5 and 8 is more than line 7 enter amount owed	9	2,275
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 <input type="checkbox"/> NONE Refunded <input checked="" type="checkbox"/>	11	

Part VII-A Statements Regarding Activities

	Yes	No
1a		X
1b		X
1c		X
2		X
3		X
4a		X
4b		
5		X
6	X	
7	X	
8a		
8b	X	
9		X
10		X

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)			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)			X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address <input type="checkbox"/> N/A	X		
14	The books are in care of <input type="checkbox"/> UNION BANK, N A Telephone no <input type="checkbox"/> (805) 564-6211 Located at <input type="checkbox"/> 1021 ANACAPA STREET, SANTA BARBARA, CA ZIP+4 <input type="checkbox"/> 93101			
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 <input type="checkbox"/>		15	
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 90221 If Yes enter the name of the foreign country <input type="checkbox"/>			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 checked="" type="checkbox"/> Yes <input 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"/>	1b	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?	1c	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 <input type="checkbox"/>		
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 years undistributed income? (If applying section 4942(a)(2) to all years listed answer No and attach statement see instructions) STMT 12	2b	X
c	If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a list the years here <input type="checkbox"/>		
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)	3b	
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a	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?	4b	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)? (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)? Yes No
 Organizations relying on a current notice regarding disaster assistance check here

c If the answer is Yes to question 5a(4) does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant? Yes No
 If Yes attach the statement required by Regulations section 53.4945-5(d)

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

b Did the foundation during the year pay premiums directly or indirectly on a personal benefit contract? Yes No
 If Yes to 6b file Form 8870

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

b If Yes did the foundation receive any proceeds or have any net income attributable to the transaction? Yes No

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) Cost but only to employee benefit plans and deferred compensation	(e) Expense account other allowances
UNION BANK, N A PO BOX 45174, SAN FRANCISCO, CA 94145 0174	TRUSTEE 4	56,408	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		NONE	NONE	NONE

Total number of other employees paid over \$50,000 NONE

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		NONE
Total number of others receiving over \$50 000 for professional services		NONE

Part IX-A Summary of Direct Charitable Activities

List the foundation's four largest direct charitable activities during the tax year. Include relevant statistical information such as the number of organizations and other beneficiaries served, conferences convened, research papers produced, etc.	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 NONE	
Total Add lines 1 through 3	

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

1	Fair market value of assets not used (or held for use) directly in carrying out charitable etc purposes		
a	Average monthly fair market value of securities	1a	2,721,567
b	Average of monthly cash balances	1b	150,911
c	Fair market value of all other assets (see instructions)	1c	1,650,000
d	Total (add lines 1a b and c)	1d	4,522,478
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	1e	
2	Acquisition indebtedness applicable to line 1 assets	2	NONE
3	Subtract line 2 from line 1d	3	4,522,478
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount see instructions)	4	67,837
5	Net value of noncharitable use assets. Subtract line 4 from line 3. Enter here and on Part V line 4	5	4,454,641
6	Minimum investment return. Enter 5% of line 5	6	222,732

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	222,732
2a	Tax on investment income for 2013 from Part VI line 5	2a	3,451
b	Income tax for 2013 (This does not include the tax from Part VI)	2b	
c	Add lines 2a and 2b	2c	3,451
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	219,281
4	Recoveries of amounts treated as qualifying distributions	4	NONE
5	Add lines 3 and 4	5	219,281
6	Deduction from distributable amount (see instructions)	6	NONE
7	Distributable amount as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII line 1	7	219,281

Part XII Qualifying Distributions (see instructions)

1	Amounts paid (including administrative expenses) to accomplish charitable etc purposes		
a	Expenses contributions gifts etc total from Part I column (d) line 26	1a	422,638
b	Program related investments total from Part IX B	1b	
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable etc purposes	2	NONE
3	Amounts set aside for specific charitable projects that satisfy the		
a	Suitability test (prior IRS approval required)	3a	NONE
b	Cash distribution test (attach the required schedule)	3b	NONE
4	Qualifying distributions. Add lines 1a through 3b. Enter here and on Part V line 8 and Part XIII line 4	4	422,638
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income. Enter 1/6 of Part I line 27b (see instructions)	5	3,451
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	419,187

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				219,281
2 Undistributed income if any as of the end of 2013				
a Enter amount for 2012 only			NONE	
b Total for prior years 20__ 20__ 20__		NONE		
3 Excess distributions carryover if any to 2013				
a From 2008	75,805			
b From 2009	85,169			
c From 2010	237,824			
d From 2011	104,412			
e From 2012	126,363			
f Total of lines 3a through e	629,573			
4 Qualifying distributions for 2013 from Part XII line 4 ▶ \$ 422,638				
a Applied to 2012 but not more than line 2a			NONE	
b Applied to undistributed income of prior years (Election required see instructions)		NONE		
c Treated as distributions out of corpus (Election required see instructions)	NONE			
d Applied to 2013 distributable amount				219,281
e Remaining amount distributed out of corpus	203,357			
5 Excess distributions carryover applied to 2013 (If an amount appears in column (d) the same amount must be shown in column (a))	NONE			NONE
6 Enter the net total of each column as indicated below				
a Corpus Add lines 3f 4c and 4e Subtract line 5	832,930			
b Prior years undistributed income Subtract line 4b from line 2b		NONE		
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		NONE		
d Subtract line 6c from line 6b Taxable amount see instructions		NONE		
e Undistributed income for 2012 Subtract line 4a from line 2a Taxable amount see instructions			NONE	
f Undistributed income for 2013 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2014				NONE
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see instructions)	NONE			
8 Excess distributions carryover from 2008 not applied on line 5 or line 7 (see instructions)	75,805			
9 Excess distributions carryover to 2014 Subtract lines 7 and 8 from line 6a	757,125			
10 Analysis of line 9				
a Excess from 2009	85,169			
b Excess from 2010	237,824			
c Excess from 2011	104,412			
d Excess from 2012	126,363			
e Excess from 2013	203,357			

Part XIV Private Operating Foundations (see instructions and Part VII A question 9) NOT APPLICABLE

1a If the foundation has received a ruling or determination letter that it is a private operating foundation and the ruling is effective for 2013 enter the date of the ruling ▶

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

	Tax year				(e) Total
	(a) 2013	(b) 2012	(c) 2011	(d) 2010	
2a Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed					
b 85% of line 2a					
c Qualifying distributions from Part XII					
d Amounts included in 2c of exempt activities					
e Qualifying distributions made directly for the production of exempt activities					
3 Complete 3a-b-c for the alternate tested upon					
a Assets alternate tested					
(1) Value of all assets					
(2) Value of asset qualifying deduction 4942(j)(3)(B)(i)					
b Endowment alternative test 2/3 of minimum investment return show Part X list for each year listed					
c Support alternative test					
(1) Total support other than gross investment income (test depends on payments or securities losses (section 512(a)(5) ordinary))					
(2) Support from general public under 501(c)(3) or 501(c)(29) or 501(c)(28) or 501(c)(27) or 501(c)(26) or 501(c)(25) or 501(c)(24) or 501(c)(23) or 501(c)(22) or 501(c)(21) or 501(c)(20) or 501(c)(19) or 501(c)(18) or 501(c)(17) or 501(c)(16) or 501(c)(15) or 501(c)(14) or 501(c)(13) or 501(c)(12) or 501(c)(11) or 501(c)(10) or 501(c)(9) or 501(c)(8) or 501(c)(7) or 501(c)(6) or 501(c)(5) or 501(c)(4) or 501(c)(3) or 501(c)(2) or 501(c)(1) or 501(c)(0)					
(3) Largest amount of support from exempt organization					
(4) Gross investment income					

Part XV Supplementary Information (Complete this part only if the foundation had \$5 000 or more in assets at any time during the year see instructions)

1 Information Regarding Foundation Managers

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

NONE

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

NONE

2 Information Regarding Contribution Grant Gift Loan Scholarship etc Programs

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

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

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

c Any submission deadlines

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

Part XV Supplementary Information (continued)

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

Recipient	If recipient is an individual show whether it is a 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				
AMERICAN SOCIETY OF HAIFA				195,000
SANTA BARBARA FAMILY SERVICE AGENCY				6,678
CONGREGATION B NAI B RITH				16,355
LOS ANGELES CHILD DEVELOPMENT CENTER				3,544
AMERICAN ACADEMY OF CHILD AND ADOLESCENT PSYC				15,000
JEWISH NATIONAL FUND				143,000
Total			▶ 3a	379,577
b Approved for future payment				
Total			▶ 3b	

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

- 1 Did the organization directly or indirectly engage in any of the following with any other organization described in section 501(c) of the Code... a Transfers from the reporting foundation to a noncharitable exempt organization of (1) Cash (2) Other assets b Other transactions (1) Sales of assets to a noncharitable exempt organization (2) Purchases of assets from a noncharitable exempt organization (3) Rental of facilities equipment or other assets (4) Reimbursement arrangements (5) Loans or loan guarantees (6) Performance of services or membership or fundraising solicitations c Sharing of facilities equipment mailing lists other assets or paid employees d If the answer to any of the above is Yes complete the following schedule...

Table with 3 columns: Question ID, Yes, No. Rows include 1a(1), 1a(2), 1b(1), 1b(2), 1b(3), 1b(4), 1b(5), 1b(6), and 1c.

Table with 4 columns: (a) Line no, (b) Amount involved, (c) Name of noncharitable exempt organization, (d) Description of transfers transactions and sharing arrangements.

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

b If Yes, complete the following schedule

Table with 3 columns: (a) Name of organization, (b) Type of organization, (c) Description of relationship.

Under penalty of perjury I declare that I have examined this return and to the best of my knowledge and belief it is true, correct, and complete. I declare under penalty of perjury that I am the preparer of this return and I am not a disqualified preparer.

Sign Here

Signature of officer or trustee: [Signature] Date: 05/09/2014 Title: VICE PRESIDENT

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

Paid Preparer Use Only

Print/Type preparer's name: JEFFREY E KUHLIN Preparer's signature: [Signature] Date: 05/09/2014 Check [] if self employed PTIN: P00353001 Firm's name: KPMG LLP Firm's address: 2020 N CENTRAL AVE, STE 700 PHOENIX, AZ 85004 Firm's EIN: 13-5565207 Phone no: 800-810-2207

SUPPLEMENT TO RENT AND ROYALTY SCHEDULE
=====

OTHER INCOME

OTHER RENTAL INCOME	7,971

	7,971
	=====

OTHER DEDUCTIONS

OTHER RENTAL EXPENSES	1,774

	1,774
	=====

FORM 990PF, PART I - DIVIDENDS AND INTEREST FROM SECURITIES
=====

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
-----	-----	-----
USGI REPORTED AS NONQUALIFIED DIVIDENDS	226	226
FOREIGN DIVIDENDS	8,133	8,133
NONDIVIDEND DISTRIBUTIONS	314	
DOMESTIC DIVIDENDS	23,783	23,783
OTHER INTEREST	2,994	2,994
EXEMPT INTEREST NOT SUBJECT TO AMT - STA	890	
US GOVERNMENT INTEREST REPORTED AS QUALI	1	1
NONQUALIFIED FOREIGN DIVIDENDS	7,554	7,554
NONQUALIFIED DOMESTIC DIVIDENDS	22,043	22,043
	-----	-----
TOTAL	65,938	64,734
	=====	=====

FORM 990PF, PART I - LEGAL FEES
=====

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME	ADJUSTED NET INCOME	CHARITABLE PURPOSES
LEGAL FEES - PRINCIPAL (ALLOCA	1,673			1,673
LEGAL FEES - INCOME (ALLOCABLE	5,975			5,975
TOTALS	7,648	NONE	NONE	7,648

FORM 990PF, PART I - ACCOUNTING FEES
=====

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME	ADJUSTED NET INCOME	CHARITABLE PURPOSES
TAX PREPARATION FEE (NON-ALLOC)	1,500			1,500
TOTALS	1,500	NONE	NONE	1,500

FORM 990PF, PART I - OTHER PROFESSIONAL FEES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	CHARITABLE PURPOSES
TEMPLE B'NAI B'RITH DINNER / R	1,073	1,073
FOUR SEASONS RESORT / MEETING	155	155
FOUR SEASONS RESORT / MEETING	1,000	1,000
FOUR SEASONS RESORT / MEETING	691	691
TRAVEL EXP / BOARD ADV	345	345
ENVIRONMENTAL STUDIES ASSISTANT	303	303
REFUND / DOUBLE TREE	-146	-146
ISRAEL TRIP	2,900	2,900
AACAP MEETING	6,387	6,387
FOUR SEASONS / DEPOSIT	1,000	1,000
FOUR SEASONS / MEETING EXPENSE	33	33
TOTALS	13,741	13,741

FORM 990PF, PART I - TAXES
=====

DESCRIPTION -----	REVENUE AND EXPENSES PER BOOKS -----	NET INVESTMENT INCOME -----
FEDERAL ESTIMATES - PRINCIPAL	880	
FOREIGN TAXES ON QUALIFIED FOR	577	577
FOREIGN TAXES ON NONQUALIFIED	329	329
TOTALS	1,786	906
	=====	=====

FORM 990PF, PART I - OTHER EXPENSES
=====

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME	CHARITABLE PURPOSES
RENT AND ROYALTY EXPENSES	14,162	14,162	
FEE FOR SECRETARIAL SERVICES CALIFORNIA STATE FILING FEES	3,240 10		3,240 10
TOTALS	17,412	14,162	3,250

FORM 990PF, PART II - CORPORATE STOCK
=====

DESCRIPTION	ENDING BOOK VALUE	ENDING FMV
AMERN FDS NEW WORLD FD	35,220	59,301
EATON VANCE GLBL MACR ABSOL	24,458	23,553
FROWTH STOCK FUND	183,191	231,681
GUGGENHEIM S&P 500 EQ WGT	94,666	222,656
ISHARES GLOBAL HLTHCARE ETF	29,546	47,355
ISHARES MSCI PACIFIC EX JPN	36,984	37,384
ISHARES S&P MID-CAP 400 GRWTH	24,708	90,114
ISHARES S&P SMALLCAP 600 GRWTH	39,573	88,958
ISHARES TR CORE S&P SCP ETF	75,317	201,891
ISHARES US PREFERRED STOCK	30,832	36,830
POWERSHARES QQQ ETF	74,554	175,920
PRIMECAP ODYSSEY AGGR	55,339	94,236
SCOUT INTERNATIONAL FD	53,973	69,863
SELECT SECTOR SPDR TR	27,380	42,042
SPDR S&P MIDCAP 400 ETF	68,051	189,255
T ROWE PRICE NEW HORIZONS VALUE STOCK FUND	32,169	32,392
VANGUARD FTSE ALL WO X-US	179,254	243,031
VANGUARD FTSE EMRG MRKTS	33,680	36,029
VNGRD FTSE ALL WORLD EX US	68,784	65,824
	147,132	177,555
	-----	-----
TOTALS	1,314,811	2,165,870
	=====	=====

FORM 990PF, PART II - CORPORATE BONDS
=====

DESCRIPTION	ENDING BOOK VALUE	ENDING FMV
ABERDEEN ASIA PACIFIC INCOME	34,597	33,120
LOOMIS SAYLES BOND INSTL	68,974	76,136
PAYDEN EMERG MKTS BD FD	57,392	53,899
PIMCO LOW DURATION FUND	21,026	20,673
SPDR BARCLAYS CAP CONV SEC	26,085	29,206
T ROWE PRICE INSTL HI YLD	81,606	82,596
TEMPLETON GLOBAL BOND FUND	70,407	80,093
OSTERWEIS STRATEGIC INCOME	44,393	44,431
VANGUARD INFLATION-PROT SEC FD		
CTF BOND FUND	116,582	116,737
	-----	-----
TOTALS	521,062	536,891
	=====	=====

INVESTMENTS LAND BUILDINGS EQUIPMENT
 = --- =

FIXED ASSET DETAIL ACCUMULATED DEPRECIATION DETAIL

ASSET DESCRIPTION	METHOD/ CLASS	BEGINNING BALANCE	ADDITIONS	DISPOSALS	ENDING BALANCE	BEGINNING BALANCE	ADDITIONS	DISPOSALS	ENDING BALANCE
BLDG 13 17 W FIGUREB	M39	550 000			550 000	262 650	14 102		276 752
LAND 13 17 W FIGUREL	L	250 000			250 000				
REMODEL	M39	338 846			338 846	119 460	8 688		128 148
TOTALS		1 138 846			1 138 846	382 110			404 900
		=====			=====	-----			=====

FORM 990PF, PART III - OTHER DECREASES IN NET WORTH OR FUND BALANCES

=====

DESCRIPTION

AMOUNT

MUTUAL FUND TIMING DIFFERENCES

233

COMMON TRUST FUND TIMING DIFFERENCES

31,698

TOTAL

31,931

=====

GAINS AND LOSSES FROM PASS-THRU ENTITIES
=====

NET SHORT-TERM GAIN (LOSS) FROM PARTNERSHIPS, S CORPORATIONS
AND OTHER FIDUCIARIES

COMMON TRUST FUNDS	277 00	-----

TOTAL NET SHORT-TERM GAIN OR LOSS (ROUNDED)		277 00
		=====

NET LONG-TERM GAIN (LOSS) FROM PARTNERSHIPS, S CORPORATIONS
AND OTHER FIDUCIARIES

COMMON TRUST FUNDS	71,048 00	-----

TOTAL NET LONG-TERM GAIN OR LOSS (ROUNDED)		71,048 00
		=====

990PF, PART VII-B LINE 2b - SECTION 4942a2 EXPLANATION STATEMENT
=====

THE QUESTION DOES NOT APPLY THE FOUNDATION DOES NOT HAVE ANY
UNDISTRIBUTED INCOME FROM PRIOR YEARS

RENT AND ROYALTY SUMMARY

=====

PROPERTY -----	TOTAL INCOME -----	DEPLETION/ DEPRECIATION -----	OTHER EXPENSES -----	ALLOWABLE NET INCOME -----
FIGUEROA 13-17 W	124,189		14,162	110,027
	-----	-----	-----	-----
TOTALS	124,189		14,162	110,027
	=====	=====	=====	=====

