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

Department of the Treasury
Internal Revenue Service

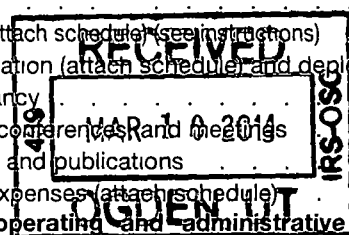
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Open to Public Inspection

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

Name of foundation BARBARA H. MCCLELLAN CHARITABLE FOUNDATION		A Employer identification number 77-0527852
Number and street (or P O box number if mail is not delivered to street address) 1331 Egret Drive	Room/suite	B Telephone number (see instructions) 408-739-6030
City or town, state or province, country, and ZIP or foreign postal code Sunnyvale CA 94087-3444		C If exemption application is pending, check here <input type="checkbox"/>
G Check all that apply: <input type="checkbox"/> Initial return <input type="checkbox"/> Initial return of a former public charity <input type="checkbox"/> Final return <input type="checkbox"/> Amended return <input type="checkbox"/> Address change <input type="checkbox"/> Name change		D 1. Foreign organizations, check here <input type="checkbox"/> 2. Foreign organizations meeting the 85% test, check here and attach computation <input type="checkbox"/>
H Check type of organization: <input checked="" type="checkbox"/> Section 501(c)(3) exempt private foundation <input type="checkbox"/> Section 4947(a)(1) nonexempt charitable trust <input type="checkbox"/> Other taxable private foundation		E If private foundation status was terminated under section 507(b)(1)(A), check here <input type="checkbox"/>
I Fair market value of all assets at end of year (from Part II, col. (c), line 16) ▶ \$ 671,693	J Accounting method: <input checked="" type="checkbox"/> Cash <input type="checkbox"/> Accrual <input type="checkbox"/> Other (specify) _____ (Part I, column (d) must be on cash basis)	
		F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here <input type="checkbox"/>

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 (attach schedule)				
	2 Check <input checked="" type="checkbox"/> if the foundation is not required to attach Sch. B				
	3 Interest on savings and temporary cash investments				
	4 Dividends and interest from securities	16,409	16,409		
	5a Gross rents				
	b Net rental income or (loss)				
	6a Net gain or (loss) from sale of assets not on line 10	4,957			
	b Gross sales price for all assets on line 6a 4,957				
	7 Capital gain net income (from Part IV, line 2)		4,957		
	8 Net short-term capital gain				
	9 Income modifications				
	10a Gross sales less returns and allowances				
b Less: Cost of goods sold					
c Gross profit or (loss) (attach schedule)	0				
11 Other income (attach schedule)					
12 Total. Add lines 1 through 11	21,366	21,366	0		
Operating and Administrative Expenses	13 Compensation of officers, directors, trustees, etc.				
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits				
	16a Legal fees (attach schedule)	4,256			4,256
	b Accounting fees (attach schedule)	7,380			7,380
	c Other professional fees (attach schedule)				
	17 Interest				
	18 Taxes (attach schedule) (see instructions)	362	196		
	19 Depreciation (attach schedule) and depletion				
	20 Occupancy				
	21 Travel, conferences and meetings				
	22 Printing and publications				
	23 Other expenses (attach schedule)	8,042			8,042
	24 Total operating and administrative expenses. Add lines 13 through 23	20,040	196	0	19,678
	25 Contributions, gifts, grants paid	19,747			19,747
26 Total expenses and disbursements. Add lines 24 and 25	39,787	196	0	39,425	
27 Subtract line 26 from line 12:					
a Excess of revenue over expenses and disbursements	(18,421)				
b Net investment income (if negative, enter -0-)		21,170			
c Adjusted net income (if negative, enter -0-)			0		



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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	4,173	5,528	5,528		
	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 ▶					
	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 ▶					
Less: accumulated depreciation (attach schedule) ▶						
12 Investments—mortgage loans						
13 Investments—other (attach schedule)	521,326	502,330	666,165			
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)	525,499	507,858	671,693			
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 ▶)					
	23 Total liabilities (add lines 17 through 22)	0	0			
Net Assets or Fund Balances	Foundations that follow SFAS 117, check here and complete lines 24 through 26 and lines 30 and 31. <input checked="" type="checkbox"/>					
	24 Unrestricted	525,499	507,858			
	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, bldg., and equipment fund					
29 Retained earnings, accumulated income, endowment, or other funds						
30 Total net assets or fund balances (see instructions)	525,499	507,858				
31 Total liabilities and net assets/fund balances (see instructions)	525,499	507,858				

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	525,499
2 Enter amount from Part I, line 27a		2	(18,421)
3 Other increases not included in line 2 (itemize) ▶ check cleared after year-end		3	780
4 Add lines 1, 2, and 3		4	507,858
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	507,858

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 Distributions		P		
b				
c				
d				
e				
(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)	
a 4,957			4,957	
b				
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				
b				
c				
d				
e				
2 Capital gain net income or (net capital loss)	{ If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7 }			2 4,957
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6): If gain, also enter in Part I, line 8, column (c) (see instructions). If (loss), enter -0- in Part I, line 8				3

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

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

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

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

1 Enter the appropriate amount in each column for each year; see 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	24,417	554,871	0.0440
2011	18,204	532,262	0.0342
2010	17,895	499,827	0.0358
2009	20,528	569,042	0.0361
2008	20,425	545,099	0.0375
2 Total of line 1, column (d)			2 0.1876
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 .03752
4 Enter the net value of noncharitable-use assets for 2013 from Part X, line 5			4 613,272
5 Multiply line 4 by line 3			5 23,010
6 Enter 1% of net investment income (1% of Part I, line 27b)			6 212
7 Add lines 5 and 6			7 23,222
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 39,425

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 checked="" 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	212
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	212
4	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)	4	
5	Tax based on investment income. Subtract line 4 from line 3. If zero or less, enter -0-	5	212
6	Credits/Payments:		
a	2013 estimated tax payments 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 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	212
10	Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10	0
11	Enter the amount of line 10 to be: Credited to 2014 estimated tax Refunded	11	0

Part VII-A Statements Regarding Activities

	Yes	No
1a		X
b		X
<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>		
c		X
d		
e		
2		X
3		X
4a		X
4b		
5		X
6	X	
7	X	
8a		
b	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 ▶	X		
14	The books are in care of ▶ <u>Barbara McClellan</u> Telephone no. ▶ <u>408-739-6030</u> Located at ▶ <u>1331 Egret Dr, Sunnyvale CA</u> ZIP+4 ▶ <u>94087-3444</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		15	<input type="checkbox"/>
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 ▶		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 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	
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 ▶ 20____, 20____, 20____, 20____		
b	Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement—see instructions.)	2b	
c	If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here. ▶ 20____, 20____, 20____, 20____		
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
b	If "Yes," did it have excess business holdings in 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? (<i>Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2013.</i>)	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) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
Barbara McClellan 1331 Egret Dr, Sunnyvale CA 94087-3444	President, Dir 3 hrs.	0	0	4,016
William Schooley same address	Secy, CFO 1 hr.	0	0	4,016

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

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

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

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

3 Five highest-paid independent contractors for professional services (see instructions). If none, enter "NONE."

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

Part IX-A Summary of Direct Charitable Activities

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

	Expenses
1	
2	
3	
4	

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

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2

	Amount	
1		
2		
All other program-related investments See instructions		
3		
Total. Add lines 1 through 3 ▶		0

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

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes:		
a	Average monthly fair market value of securities	1a	613,200
b	Average of monthly cash balances	1b	9,411
c	Fair market value of all other assets (see instructions)	1c	
d	Total (add lines 1a, b, and c)	1d	622,611
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	1e	
2	Acquisition indebtedness applicable to line 1 assets	2	
3	Subtract line 2 from line 1d	3	622,611
4	Cash deemed held for charitable activities. Enter 1 1/2 % of line 3 (for greater amount, see instructions)	4	9,339
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	613,272
6	Minimum investment return. Enter 5% of line 5	6	30,664

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	30,664
2a	Tax on investment income for 2013 from Part VI, line 5	2a	212
b	Income tax for 2013. (This does not include the tax from Part VI.)	2b	
c	Add lines 2a and 2b	2c	212
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	30,452
4	Recoveries of amounts treated as qualifying distributions	4	
5	Add lines 3 and 4	5	30,452
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	30,452

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	39,425
b	Program-related investments—total from Part IX-B	1b	
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	2	
3	Amounts set aside for specific charitable projects that satisfy the:		
a	Suitability test (prior IRS approval required)	3a	
b	Cash distribution test (attach the required schedule)	3b	
4	Qualifying distributions. Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	4	39,425
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	212
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	39,213

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				30,452
2 Undistributed income, if any, as of the end of 2013:				
a Enter amount for 2012 only				
b Total for prior years: 20__ , 20__ , 20__				
3 Excess distributions carryover, if any, to 2013:				
a From 2008				
b From 2009				
c From 2010				
d From 2011				
e From 2012				
f Total of lines 3a through e	0			
4 Qualifying distributions for 2013 from Part XII, line 4: ► \$ 39,425				
a Applied to 2012, but not more than line 2a				
b Applied to undistributed income of prior years (Election required—see instructions)				
c Treated as distributions out of corpus (Election required—see instructions)				
d Applied to 2013 distributable amount				30,452
e Remaining amount distributed out of corpus	8,973			
5 Excess distributions carryover applied to 2013 (If an amount appears in column (d), the same amount must be shown in column (a).)				
6 Enter the net total of each column as indicated below:				
a Corpus. Add lines 3f, 4c, and 4e. Subtract line 5	8,973			
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				
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)				
8 Excess distributions carryover from 2008 not applied on line 5 or line 7 (see instructions)				
9 Excess distributions carryover to 2014. Subtract lines 7 and 8 from line 6a	8,973			
10 Analysis of line 9:				
a Excess from 2009				
b Excess from 2010				
c Excess from 2011				
d Excess from 2012				
e Excess from 2013	8,973			

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

- 1a** If the foundation has received a ruling or determination letter that it is a private operating foundation, and the ruling is effective for 2013, enter the date of the ruling ▶
- b** Check box to indicate whether the 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					0
b 85% of line 2a	0	0	0	0	0
c Qualifying distributions from Part XII, line 4 for each year listed					0
d Amounts included in line 2c not used directly for active conduct of exempt activities					0
e Qualifying distributions made directly for active conduct of exempt activities. Subtract line 2d from line 2c	0	0	0	0	0
3 Complete 3a, b, or c for the alternative test relied upon:					
a "Assets" alternative test—enter:					
(1) Value of all assets					0
(2) Value of assets qualifying under section 4942(j)(3)(B)(i)					0
b "Endowment" alternative test—enter 2/3 of minimum investment return shown in Part X, line 6 for each year listed					0
c "Support" alternative test—enter:					
(1) Total support other than gross investment income (interest, dividends, rents, payments on securities loans (section 512(a)(5)), or royalties)					0
(2) Support from general public and 5 or more exempt organizations as provided in section 4942(j)(3)(B)(iii)					0
(3) Largest amount of support from an exempt organization					0
(4) Gross investment income					0

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))

Barbara H. McClellan

- 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 Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a Paid during the year				
Several low-income individuals or couples in Sunnyvale CA	none		rent, food, med. assistance	6,122
Several individuals in Sunnyvale CA	none		food for Thanksgiving dinner	600
Sunnyvale Community Services Sunnyvale CA		501c3	general fund	3,025
Sunnyvale Presbyterian Church Sunnyvale CA		501c3	general fund	9,000
Second Harvest Food Bank San Jose CA		501c3	general fund	1,000
Total				19,747
b Approved for future payment				
NONE				
Total				0

Barbara H. McClellan Charitable Foundation
1331 Egret Drive, Sunnyvale, California 94087-3444
77-0527852
2013

Part I. Revenue & Expense

Expenses

Legal fees: annual meeting, minutes, resolutions, consultations	4,256
--	-------

Accounting fees: annual tax return preparation	7,380
---	-------

Taxes:

foreign tax	196
excise tax	<u>166</u>
	362

Other expenses:

filing fees	10
medical expense reimbursement	<u>8,032</u>
	8,042

Part II. Balance Sheet

See schedule attached

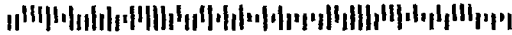


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BARBARA H MC CLELLAN CHARITABLE
FOUNDATION INC
1331 EGRET DR
SUNNYVALE CA 94087-3444

Year-End Statement

December 31, 2013

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Primary account number: **64457644**

Best wishes for the New Year

This statement shows your complete account activity for 2013. We recommend you keep it for your tax records. See our online Tax Center for tax information, including forms, worksheets, cost basis information, how to make IRA contributions, and more. Visit us at americanfunds.com/taxes.

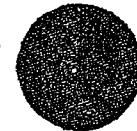
Portfolio value of all accounts \$671,693.40

	Since initial investment on 1/1/2003*	Year-to-date since 1/1/2013
Beginning value	\$423,613.70	\$580,480.82
+ Additions	\$2,400.65	\$0.00
- Withdrawals	-\$252,685.31	-\$38,644.61
+/- Investment gain/decline	\$498,364.36	\$129,857.19
Ending value as of 12/31/2013	\$671,693.40	\$671,693.40
Dividends and capital gains paid in cash	\$0.71	\$0.00

*For accounts opened prior to 2003, an initial investment date of January 1, 2003, is used. More information is available at americanfunds.com/statement

Questions about your statement? For a description of what's included in the above numbers, go to americanfunds.com/statement.

Portfolio allocation

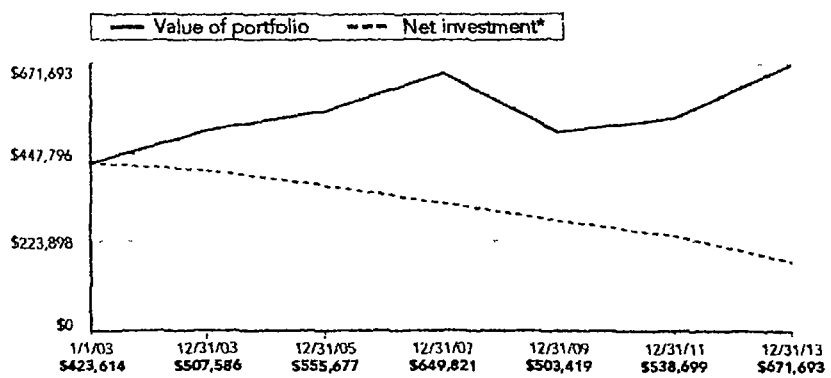


Growth	15.62%
Growth-and-income	38.13%
Equity-income	45.43%
Money market	0.82%
Total	100.00%

Portfolio rate of return

Annualized since initial investment on 1/1/2003*	9.17%
Year-to-date since 1/1/2013	23.07%

Portfolio value history



* Net investment is the total amount you invested minus the total amount you withdrew (including any dividends and capital gains paid to you in cash)

How to contact us

Through your financial advisor
Wolfgang Remkes
(408) 376-0660
ROYAL ALLIANCE ASSOCIATES INC
PO BOX 1825
CAMPBELL CA 95009-1825

americanfunds.com

FundsLine® 24-hour automated service
(800) 325-3590

Shareholder Services Representative
(800) 421-4225 (M-F 8 a.m. to 8 p.m. Eastern time)

Mail

American Funds
PO Box 6007
Indianapolis IN 46206-6007

Overnight courier

American Funds
12711 N. Meridian St
Carmel IN 46032-9181

Questions about your statement
americanfunds.com/statement



AMERICAN FUNDS®

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Primary account number: **64457644**

Your portfolio at a glance **\$671,693.40**

Non-retirement	Fund	Initial investment date	Value on 12/31/13	Change in value for the quarter	YTD return since 1/1/13	Annualized return since initial investment
BARBARA H MC CLELLAN CHARITABLE FOUNDATION INC Account #64457644	American Funds Money Market Fund-A	7/10/09	\$5,528.14	-\$16,698.61	0.00%	0.00%
	EuroPacific Growth Fund-A	1/1/03*	\$104,908.62	\$7,448.21	20.15%	11.03%
	The Income Fund of America-A	1/1/03*	\$305,137.14	\$17,255.12	18.29%	9.41%
	Washington Mutual Investors Fund-A	1/1/03*	\$256,119.50	\$22,874.98	32.05%	8.75%
Total portfolio			\$671,693.40	\$30,879.70	23.07%	9.17%

Historical transaction information: To view historical purchases, withdrawals, exchanges, dividends and capital gains since your initial investment date shown above, log in to your account at americanfunds.com and click on "View transactions" for more details.

* For accounts opened prior to 2003, an initial investment date of January 1, 2003, is used.

Fund results from a long-term perspective

We believe investing should have a long-term focus and that one year is not long-term. Therefore, results should be measured over meaningful periods of time. Below, you will find the funds' average annual total returns for periods ended 12/31/13, reflecting the deduction of the maximum sales charge.

	Fund inception date	Fund lifetime	10 years	5 years	1 year	Expense ratio
American Funds Money Market Fund-A	5/1/09	0.00%	— %	— %	0.00%	0.10%
EuroPacific Growth Fund-A	4/16/84	11.46	8.30	12.16	13.26	0.86
The Income Fund of America-A	12/1/73	11.27	6.66	12.93	11.47	0.58
Washington Mutual Investors Fund-A	7/31/52	11.89	6.55	15.08	24.34	0.62

Fund results above are preliminary and may be subject to change. Figures shown are past results for the funds and are not predictive of results in future periods nor do they reflect your personal rate of return. Current and future results may be lower or higher than those shown. Share prices and returns will vary, so investors may lose money. Investing for short periods makes losses more likely. Fund results for Class A shares of the American Funds reflect deduction of the funds' maximum sales charge (5.75% for equity funds and target date funds; 3.75% for most bond funds; 2.50% for intermediate and short-term bond funds). There is no sales charge for American Funds Money Market Fund Class A shares. Results for other share classes are at net asset value. If a sales charge had been deducted, results would have been lower. Investment results assume all distributions are reinvested and reflect applicable fees and expenses. For current information, including month-end results, results that reflect the impact of sales charges and results for Class A shares at net asset value, please visit americanfunds.com. Expense ratios are as of each fund's most recent prospectus. Expense ratios reflect any applicable fee waivers or expense reimbursements. Please see the fund's most recent shareholder report or prospectus for details. Investment results reflect the waivers and/or reimbursements, without which they would have been lower.

Activity detail for account #64457644 **Account value: \$671,693.40**

0.82% of the account's assets are in this fund

Year-to-date transaction history

Trade date	Description	Dollar amount	Share price	Shares transacted	Share balance
01/01/13	Beginning balance	\$4,172.75	\$1.00		4,172.750
01/11/13	Exchange From WMIF-A	\$10,000.00	\$1.00	10,000.000	14,172.750
01/11/13	Exchange From IFA-A	\$10,000.00	\$1.00	10,000.000	24,172.750
01/16/13	Write-A-Check Redempt 1089	-\$440.00	\$1.00	-440.000	23,732.750
01/16/13	Write-A-Check Redempt 1090	-\$440.00	\$1.00	-440.000	23,292.750
01/28/13	Write-A-Check Redempt 1092	-\$4,256.00	\$1.00	-4,256.000	19,036.750
02/06/13	Write-A-Check Redempt 1091	-\$750.00	\$1.00	-750.000	18,286.750
02/26/13	Write-A-Check Redempt 1093	-\$2,250.00	\$1.00	-2,250.000	16,036.750
03/06/13	Write-A-Check Redempt 1094	-\$750.00	\$1.00	-750.000	15,286.750
03/25/13	Write-A-Check Redempt 1095	-\$5,860.00	\$1.00	-5,860.000	9,426.750
05/07/13	Write-A-Check Redempt 1096	-\$700.00	\$1.00	-700.000	8,726.750



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Primary account number: **64457644**

Activity detail for account #64457644 (continued)

Account value: \$671,693.40

Year-to-date transaction history

Trade date	Description	Dollar amount	Share price	Shares transacted	Share balance
05/29/13	Write-A-Check Redempt 1097	-\$2,250.00	\$1.00	-2,250.000	6,476.750
07/15/13	Write-A-Check Redempt 1098	-\$1,000.00	\$1.00	-1,000.000	5,476.750
07/31/13	Write-A-Check Redempt 1099	-\$1,000.00	\$1.00	-1,000.000	4,476.750
09/16/13	Exchange From WMIF-A	\$10,000.00	\$1.00	10,000.000	14,476.750
09/16/13	Exchange From IFA-A	\$10,000.00	\$1.00	10,000.000	24,476.750
09/17/13	Write-A-Check Redempt 1100	-\$2,250.00	\$1.00	-2,250.000	22,226.750
10/08/13	Write-A-Check Redempt 1101	-\$1,000.00	\$1.00	-1,000.000	21,226.750
11/26/13	Write-A-Check Redempt 1103	-\$2,250.00	\$1.00	-2,250.000	18,976.750
11/27/13	Write-A-Check Redempt 1102	-\$1,000.00	\$1.00	-1,000.000	17,976.750
12/09/13	Write-A-Check Redempt 1105	-\$3,025.00	\$1.00	-3,025.000	14,951.750
12/10/13	Write-A-Check Redempt 1104	-\$792.00	\$1.00	-792.000	14,159.750
12/13/13	Write-A-Check Redempt 1106	-\$599.13	\$1.00	-599.130	13,560.620
12/23/13	Write-A-Check Redempt 1107	-\$8,032.48	\$1.00	-8,032.480	5,528.140
12/31/13	Ending balance	\$5,528.14	\$1.00		5,528.140

European Growth Fund - Euro Shares - 1 - Swiss American Classic Growth

15.62% of the account's assets are in this fund
 Cost basis: Noncovered shares (prior to 2012) Not available
 Cost basis: Covered shares (2012 and later) Total cost basis: \$2,392.62
 Cost per share: \$43.62
 Calculation method: Average Cost

Year-to-date: Dividends \$1,149.57 Short-term capital gains \$0.00 Long-term capital gains \$0.00

Year-to-date transaction history

Trade date	Description	Dollar amount	Share price	Shares transacted	Share balance
01/01/13	Beginning balance	\$87,314.02	\$41.22		2,118.244
12/26/13	Income Dividend 0.45	\$953.21	\$48.40	19.694	2,137.938
12/26/13	Foreign Tax Paid	\$196.36			2,137.938
12/31/13	Ending balance	\$104,908.62	\$49.07		2,137.938

The Beacon Fund - Beacon A - 1 - Financial America - Beacon Equity Income

45.45% of the account's assets are in this fund
 Cost basis: Noncovered shares (prior to 2012) Not available
 Cost basis: Covered shares (2012 and later) Total cost basis: \$20,166.61
 Cost per share: \$18.54
 Calculation method: Average Cost

Year-to-date: Dividends \$9,800.15 Short-term capital gains \$0.00 Long-term capital gains \$0.00

Year-to-date transaction history

Trade date	Description	Dollar amount	Share price	Shares transacted	Share balance
01/01/13	Beginning balance	\$276,824.01	\$18.06		15,328.018
01/11/13	Exchange To MMF-A	-\$10,000.00	\$18.38	-544.070	14,783.948
03/15/13	Income Dividend 0.165	\$2,439.35	\$18.94	128.794	14,912.742
06/14/13	Income Dividend 0.165	\$2,460.60	\$19.30	127.492	15,040.234
09/13/13	Income Dividend 0.165	\$2,481.64	\$19.48	127.394	15,167.628
09/16/13	Exchange To MMF-A	-\$10,000.00	\$19.62	-509.684	14,657.944
12/20/13	Income Dividend 0.165	\$2,418.56	\$20.38	118.673	14,776.617
12/31/13	Ending balance	\$305,137.14	\$20.65		14,776.617



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Primary account number: **64457644**

Activity detail for account #64457644 (continued)

Account value: \$671,693.40

38.13% of the account's assets are in this fund

Cost basis: **Noncovered shares (prior to 2012)**
Not available

Cost basis: **Covered shares (2012 and later)**

Total cost basis: \$15,240.20

Cost per share: \$35.11

Calculation method: Average Cost

Year-to-date: **Dividends**

\$5,459.51

Short-term capital gains

\$0.00

Long-term capital gains

\$4,956.60

Year-to-date transaction history

Trade date	Description	Dollar amount	Share price	Shares transacted	Share balance
01/01/13	Beginning balance	\$212,170.04	\$31.21		6,798.143
01/11/13	Exchange To MMF-A	-\$10,000.00	\$32.04	-312.110	6,486.033
03/22/13	Income Dividend 0.175	\$1,135.06	\$33.77	33.611	6,519.644
06/21/13	Income Dividend 0.175	\$1,140.94	\$35.05	32.552	6,552.196
09/16/13	Exchange To MMF-A	-\$10,000.00	\$37.40	-267.380	6,284.816
09/20/13	Income Dividend 0.175	\$1,099.84	\$37.50	29.329	6,314.145
12/20/13	Special Dividend 0.15	\$947.12	\$38.81	24.404	6,338.549
12/20/13	Income Dividend 0.18	\$1,136.55	\$38.81	29.285	6,367.834
12/20/13	Capital Gain 0.785	\$4,956.60	\$38.81	127.715	6,495.549
12/31/13	Ending balance	\$256,119.50	\$39.43		6,495.549

Dividend change, special dividend and capital gain. Beginning with the December payment, the fund increased its quarterly dividend by approximately \$0.005 per share. This payment also included a one-time special dividend of \$0.150 per share and a long-term capital gain distribution of \$0.785 per share.

About your accounts

Information about your investments

Your responsibilities. Please review this statement carefully to confirm that we have accurately acted on your instructions. If you identify any discrepancies, please immediately notify your financial advisor or call us at (800) 421-4225. If you delay in reporting an error, we may be unable to adjust your account.

Personal rate of return. American Funds uses the Modified Dietz method to calculate the rates of return for your fund holdings, accounts and portfolio. This time-weighted calculation does not treat withdrawals as losses or investment amounts as gains. The formula factors in the amounts and daily prices of your account activity; the returns, fees and expenses of your specific funds; and applicable sales charges. Calculations may include closed and previously owned funds. Portfolio rate of return is the combined return for all of the accounts on this statement. Returns for investments made before 2003 are calculated with an initial investment date of January 1, 2003, and the investment value as of that date. Returns for periods less than a year are cumulative total returns and not annualized. Your personal returns may differ from fund results shown on this statement and online. You can view your fund and account personal rates of return, updated after each business day, by logging in to your account at americanfunds.com. For more information, please visit americanfunds.com/statement or call Shareholder Services at (800) 421-4225.

Cost basis. Effective January 1, 2012, the IRS requires American Funds to report cost basis information to both investors and the IRS on the sale or exchange of mutual fund shares acquired on or after January 1, 2012, called "covered" shares. The IRS requirements apply only to taxable accounts. Tax-favored accounts, including 529 and retirement accounts, are not included in the requirements.

American Funds uses Average Cost as the default cost basis method for covered shares unless you have selected another method for your account. For more information on cost basis, including other methods supported by American Funds and ways to select a cost basis method other than Average Cost, please go to our Tax Center at americanfunds.com or consult your financial advisor or tax professional.

Stay connected. For the latest fund information, commentaries and updates, follow us on Facebook (facebook.com/americanfunds) or YouTube (youtube.com/americanfunds)

