Form **990-PF**

Department of the Treasury
Internal Revenue Service

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

► **Do not enter Social Security numbers on this form as it may be made public.**
► Information about Form 990-PF and its separate instructions is at *www.irs.gov/form990pf.*

OMB No 1545-0052

2013

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

Philanthropy International
333 N Indian Hill Blvd
Claremont, CA 91711

A Employer identification number 87-0643877

B Telephone number (see the instructions) 909-625-4511

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 ► ☐

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)* ► $ 12,174,502.

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

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)	1,014,995.			
2	Ck ► ☒ if the foundn is **not** req to att Sch B				
3	Interest on savings and temporary cash investments	68,629.	68,629.	68,629.	
4	Dividends and interest from securities	122,597.	122,597.	122,597.	
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	144,558.			
12	**Total.** Add lines 1 through 11	1,350,779.	191,226.	191,226.	
OPERATING AND ADMINISTRATIVE EXPENSES 13	Compensation of officers, directors, trustees, etc	71,802.	35,901.		
14	Other employee salaries and wages				
15	Pension plans, employee benefits				
16a	Legal fees (attach schedule)				
b	Accounting fees (attach sch) See St 2	1,683.			
c	Other prof fees (attach sch)				
17	Interest				
18	Taxes (attach schedule)(see instrs) See Stm 3	800.			
19	Depreciation (attach sch) and depletion See Stmt 4	752.	376.		
20	Occupancy				
21	Travel, conferences, and meetings	1,466.			
22	Printing and publications				
23	Other expenses (attach schedule) See Statement 5	177,102.	112,124.		
24	**Total operating and administrative expenses.** Add lines 13 through 23	253,605.	148,401.		
25	Contributions, gifts, grants paid Part XV	939,133.			939,133.
26	**Total expenses and disbursements.** Add lines 24 and 25	1,192,738.	148,401.	0.	939,133.
27	Subtract line 26 from line 12:				
a	**Excess of revenue over expenses and disbursements**	158,041.			
b	**Net investment income** (if negative, enter -0-)		42,825.		
c	**Adjusted net income** (if negative, enter -0-)			191,226.	

P 10

		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	223,138.	693,540.	693,540.
	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) ▶ 1,857,035. Less: allowance for doubtful accounts ▶	2,089,151.	1,857,035.	1,857,035.
	8	Inventories for sale or use			
	9	Prepaid expenses and deferred charges	1,000.		
	10a	Investments – U.S. and state government obligations (attach schedule)			
	b	Investments – corporate stock (attach schedule) Statement 6	5,414,653.	5,146,349.	5,146,349.
	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) Statement 7	3,565,978.	4,476,450.	4,476,450.
	14	Land, buildings, and equipment. basis ▶ 2,350. Less· accumulated depreciation (attach schedule) See Stmt 8 ▶ 1,222.	1,880.	1,128.	1,128.
	15	Other assets (describe ▶)			
	16	**Total assets** (to be completed by all filers – see the instructions Also, see page 1, item I)	11,295,800.	12,174,502.	12,174,502.
LIABILITIES	17	Accounts payable and accrued expenses	1,818.	1,818.	
	18	Grants payable			
	19	Deferred revenue			
	20	Loans from officers, directors, trustees, & other disqualified persons			
	21	Mortgages and other notes payable (attach schedule)	63,536.	61,924.	
	22	Other liabilities (describe ▶)			
	23	**Total liabilities** (add lines 17 through 22)	65,354.	63,742.	
NET ASSETS OR FUND BALANCES		**Foundations that follow SFAS 117, check here ▶ ☒ and complete lines 24 through 26 and lines 30 and 31.**			
	24	Unrestricted	11,230,446.	12,110,760.	
	25	Temporarily restricted			
	26	Permanently restricted			
		Foundations that do not follow SFAS 117, check here ▶ ☐ and complete lines 27 through 31.			
	27	Capital stock, trust principal, or current funds			
	28	Paid-in or capital surplus, or land, building, and equipment fund			
	29	Retained earnings, accumulated income, endowment, or other funds			
	30	**Total net assets or fund balances** (see instructions).	11,230,446.	12,110,760.	
	31	**Total liabilities and net assets/fund balances** (see instructions)	11,295,800.	12,174,502.	

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	11,230,446.
2	Enter amount from Part I, line 27a	2	158,041.
3	Other increases not included in line 2 (itemize) ▶ See Statement 9	3	722,273.
4	Add lines 1, 2, and 3	4	12,110,760.
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	12,110,760.

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)
1a	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) 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	(l) Gains (Column (h) gain minus column (k), but not less than -0-) or Losses (from column (h))
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

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) N/A

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			
2011			
2010			
2009			
2008			

2 **Total** of line 1, column (d) — 2

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

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

5 Multiply line 4 by line 3 — 5

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

7 Add lines 5 and 6 — 7

8 Enter qualifying distributions from Part XII, line 4 — 8

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 . . . ► ☐ 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. ► ☐ and enter 1% of Part I, line 27b	1	857.
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	857.
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	857.
6	Credits/Payments:		
a	2013 estimated tax pmts and 2012 overpayment credited to 2013 . . . **6a** 1,840.		
b	Exempt foreign organizations – tax withheld at source **6b**		
c	Tax paid with application for extension of time to file (Form 8868) **6c**		
d	Backup withholding erroneously withheld **6d**		
7	Total credits and payments. Add lines 6a through 6d	7	1,840.
8	Enter any **penalty** for underpayment of estimated tax. Check here ☐ if Form 2220 is attached	8	
9	**Tax due** If the total of lines 5 and 8 is more than line 7, enter **amount owed** ►	9	0.
10	**Overpayment** If line 7 is more than the total of lines 5 and 8, enter the **amount overpaid** ►	10	983.
11	Enter the amount of line 10 to be: **Credited to 2014 estimated tax** ► 983. **Refunded** ►	11	0.

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?	1a		X
b	Did it spend more than $100 during the year (either directly or indirectly) for political purposes (see the instructions for definition)?	1b		X
	*If the answer is 'Yes' to **1a** or **1b**, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities*			
c	Did the foundation file **Form 1120-POL** for this year?	1c		X
d	Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year: **(1)** On the foundation ► $ 0. **(2)** On foundation managers ► $ 0.			
e	Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers ► $ 0.			
2	Has the foundation engaged in any activities that have not previously been reported to the IRS? *If 'Yes,' attach a detailed description of the activities.*	2		X
3	Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? *If 'Yes,' attach a conformed copy of the changes*	3		X
4 a	Did the foundation have unrelated business gross income of $1,000 or more during the year?	4a		X
b	If 'Yes,' has it filed a tax return on **Form 990-T** for this year?	4b	N/A	
5	Was there a liquidation, termination, dissolution, or substantial contraction during the year? *If 'Yes,' attach the statement required by General Instruction T.*	5		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?	6		X
7	Did the foundation have at least $5,000 in assets at any time during the year? *If 'Yes,' complete Part II, column (c), and Part XV*	7	X	
8 a	Enter the states to which the foundation reports or with which it is registered (see instructions) ► CA			
b	If the answer is 'Yes' to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by *General Instruction G? If 'No,' attach explanation*	8b	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)? *If 'Yes,' complete Part XIV*	9		X
10	Did any persons become substantial contributors during the tax year? *If 'Yes,' attach a schedule listing their names and addresses*	10		X

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

			Yes	No
11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If 'Yes', attach schedule (see instructions)	11		X
12	Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If 'Yes,' attach statement (see instructions)	12		X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application?	13	X	

Website address ► www.picharity.org

14 The books are in care of ► Duke Draeger Telephone no ► 909-625-4511

Located at ► 333 N Indian Hill Blvd Claremont CA ZIP + 4 ► 91711

15 Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of **Form 1041** – Check here N/A ► ☐

and enter the amount of tax-exempt interest received or accrued during the year ► 15 N/A

			Yes	No
16	At any time during calendar year 2013, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country?	16		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? ☐ **Yes** ☒ **No**			
	(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? ☐ **Yes** ☒ **No**			
	(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? ☐ **Yes** ☒ **No**			
	(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? ☐ **Yes** ☒ **No**			
	(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)? ☐ **Yes** ☒ **No**			
	(6) Agree to pay money or property to a government official? **(Exception.** Check 'No' if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days.) ☐ **Yes** ☒ **No**			
b	If any answer is 'Yes' to 1a(1)-(6), did **any** of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see instructions)?	1 b	N/A	
	Organizations relying on a current notice regarding disaster assistance check here ► ☐			
c	Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2013?	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? ☐ **Yes** ☒ **No**			
	If 'Yes,' list the years ► 20__ , 20__ , 20__ , 20__ .			
b	Are there any years listed in 2a for which the foundation is **not** applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to **all** years listed, answer 'No' and attach statement – see instructions).	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. ► 20__ , 20__ , 20__ , 20__ .			
3 a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? ☐ **Yes** ☒ **No**			
b	If 'Yes,' did it have excess business holdings in 2013 as a result of **(1)** any purchase by the foundation or disqualified persons after May 26, 1969, **(2)** the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest, or **(3)** the lapse of the 10-, 15-, or 20-year first phase holding period? *(Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2013)*	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

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

5 a During the year did the foundation pay or incur any amount to.

(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))? ☐ **Yes** ☒ **No**

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

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

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

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

b If any answer is 'Yes' to 5a(1)-(5), did **any** of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance (see instructions)? **5b** N/A

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? N/A ☐ **Yes** ☐ **No**

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

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

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

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

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

b If 'Yes,' did the foundation receive any proceeds or have any net income attributable to the transaction? N/A **7b**

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

1 List all officers, directors, trustees, foundation managers and their compensation (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
Cristina M. Kidwell 333 N. Indian Hill Blvd Claremont, CA 91711	Director 5.00	0.	0.	0.
Duaine Draeger 333 N Indian Hill Claremont, CA 91711	Dir Finance 24.00	37,353.	0.	0.
Tracy Haraksin 1414 Winston Ct Upland, CA 91786	Trustee 40.00	34,449.	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 Support various organizations to further their charitable purposes in accordance with the wishes of donors to the Foundation. Charitable support was provided to 184 organizations.	939,133.
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.

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	
c Fair market value of all other assets (see instructions)			1 c	
d **Total** (add lines 1a, b, and c)			1 d	0.
e Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	1 e			
2 Acquisition indebtedness applicable to line 1 assets			2	
3 Subtract line 2 from line 1d			3	
4 Cash deemed held for charitable activities Enter 1-1/2% of line 3 (for greater amount, see instructions)			4	
5 **Net value of noncharitable-use assets.** Subtract line 4 from line 3. Enter here and on Part V, line 4			5	0.
6 **Minimum investment return.** Enter 5% of line 5			6	0.

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	
2a Tax on investment income for 2013 from Part VI, line 5	2a	857.		
b Income tax for 2013. (This does not include the tax from Part VI.)	2b			
c Add lines 2a and 2b			2c	857.
3 Distributable amount before adjustments. Subtract line 2c from line 1			3	-857.
4 Recoveries of amounts treated as qualifying distributions			4	
5 Add lines 3 and 4			5	-857.
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	0.

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	939,133.
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	939,133.
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	939,133.

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					0.
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	723,942.				
b From 2009	634,180.				
c From 2010	683,419.				
d From 2011	11,014,403.				
e From 2012	1,442,870.				
f **Total** of lines 3a through e		14,498,814.			
4 Qualifying distributions for 2013 from Part XII, line 4: ► $ 939,133.					
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					0.
e Remaining amount distributed out of corpus		939,133.			
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		15,437,947.			
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)		723,942.			
9 **Excess distributions carryover to 2014.** Subtract lines 7 and 8 from line 6a		14,714,005.			
10 Analysis of line 9:					
a Excess from 2009	634,180.				
b Excess from 2010	683,419.				
c Excess from 2011	11,014,403.				
d Excess from 2012	1,442,870.				
e Excess from 2013	939,133.				

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

1 a 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	Prior 3 years			
	(a) 2013	**(b)** 2012	**(c)** 2011	**(d)** 2010	**(e) Total**
2 a Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed					
b 85% of line 2a					
c Qualifying distributions from Part XII, line 4 for each year listed . . .					
d Amounts included in line 2c not used directly for active conduct of exempt activities					
e Qualifying distributions made directly for active conduct of exempt activities. Subtract line 2d from line 2c . .					
3 Complete 3a, b, or c for the alternative test relied upon **a** 'Assets' alternative test – enter: **(1)** Value of all assets . .					
(2) Value of assets qualifying under section 4942(j)(3)(B)(i) .					
b 'Endowment' alternative test – enter 2/3 of minimum investment return shown in Part X, line 6 for each year listed					
c 'Support' alternative test – enter: **(1)** Total support other than gross investment income (interest, dividends, rents, payments on securities loans (section 512(a)(5)), or royalties)					
(2) Support from general public and 5 or more exempt organizations as provided in section 4942(j)(3)(B)(iii) . . .					
(3) Largest amount of support from an exempt organization . .					
(4) Gross investment income . . .					

Part XV Supplementary Information (Complete this part only if the 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 of the person to whom applications should be addressed:

See Statement 10

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

See Statement for Line 2a

c Any submission deadlines:

See Statement for Line 2a

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

See Statement for Line 2a

Part XV **Supplementary Information** (continued)

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

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a *Paid during the year* See Statement 11				
Total ► **3a**				939,133.
b *Approved for future payment*				
Total ► **3b**				

Part XVI-A Analysis of Income-Producing Activities

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) Exclusion code	(d) Amount	
1 Program service revenue:					
a Legacy Partner Charity					30,581.
b Management Fees					113,977.
c					
d					
e					
f					
g Fees and contracts from government agencies					
2 Membership dues and assessments					
3 Interest on savings and temporary cash investments					68,629.
4 Dividends and interest from securities					122,597.
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					
b					
c					
d					
e					
12 Subtotal Add columns (b), (d), and (e)					335,784.

13 **Total.** Add line 12, columns (b), (d), and (e) 13 335,784.

(See worksheet in line 13 instructions to verify calculations.)

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

Line No. ▼	Explain below how each activity for which income is reported in column (e) of Part XVI-A contributed importantly to the accomplishment of the foundation's exempt purposes (other than by providing funds for such purposes). (See instructions)
1a	Advisory membership provides resources to aid financial professional in the encouragement and edudcation of the use of various tools for philanthropic purposes.
1b	Legacy Partners are provided tools for the education and enhancement of establishing a legacy of philanthropy across family generations.
3,4	This represents the income from invested funds designated to be used for philanthropic purposes by the donors.

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

		Yes	No
1 Did the organization directly or indirectly engage in any of the following with any other organization described in section 501(c) of the Code (other than section 501(c)(3) organizations) or in section 527, relating to political organizations?			
a Transfers from the reporting foundation to a noncharitable exempt organization of:			
(1) Cash	**1 a (1)**		X
(2) Other assets	**1 a (2)**		X
b Other transactions:			
(1) Sales of assets to a noncharitable exempt organization	**1 b (1)**		X
(2) Purchases of assets from a noncharitable exempt organization	**1 b (2)**		X
(3) Rental of facilities, equipment, or other assets	**1 b (3)**		X
(4) Reimbursement arrangements	**1 b (4)**		X
(5) Loans or loan guarantees	**1 b (5)**		X
(6) Performance of services or membership or fundraising solicitations	**1 b (6)**		X
c Sharing of facilities, equipment, mailing lists, other assets, or paid employees	**1 c**		X

d If the answer to any of the above is 'Yes,' complete the following schedule. Column **(b)** should always show the fair market value of the goods, other assets, or services given by the reporting foundation. If the foundation received less than fair market value in any transaction or sharing arrangement, show in column **(d)** the value of the goods, other assets, or services received.

(a) Line no	**(b)** Amount involved	**(c)** Name of noncharitable exempt organization	**(d)** Description of transfers, transactions, and sharing arrangements
N/A			

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

b If 'Yes,' complete the following schedule

(a) Name of organization	**(b)** Type of organization	**(c)** Description of relationship
N/A		

Sign Here

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

TTEE X 11-15-14 ▶ Dir Finance

Signature of officer or trustee — Date — Title

May the IRS discuss this return with the preparer shown below (see instructions)? ☒ Yes ☐ No

Paid Preparer Use Only

Print/Type preparer's name Brewster A. Gray, CPA CGMA	Preparer's signature Brewster A Gray, CPA Brewster A. Gray, CPA CGMA	Date 11/14/14	Check ☒ if self-employed	PTIN P00388792
Firm's name ▶ Gray, Salt & Associates, LLP			Firm's EIN ▶ 45-0606931	
Firm's address ▶ 201 W. 4th St., Ste. 100 - PO Box 2018 Claremont, CA 91711-8018			Phone no (909) 626-6462	

Statement 1
Form 990-PF, Part I, Line 11
Other Income

	(a) Revenue per Books	(b) Net Investment Income	(c) Adjusted Net Income
Legacy Partner Charity	$ 30,581.		
Management Fees	113,977.		
Total	$ 144,558.	$ 0.	$ 0.

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
Accounting	$ 1,683.			
Total	$ 1,683.	$ 0.	$ 0.	$ 0.

Statement 3
Form 990-PF, Part I, Line 18
Taxes

	(a) Expenses per Books	(b) Net Investment Income	(c) Adjusted Net Income	(d) Charitable Purposes
State franchise tax	$ 800.			
Total	$ 800.	$ 0.	$ 0.	$ 0.

Statement 4
Form 990-PF, Part I, Line 19
Allocated Depreciation

Date Acquired	Cost Basis	Prior Yr Depr	Method	Rate	Life	Current Yr Depr	Net Invest Income	Adjusted Net Income
Office Equipment								
7/01/12	2,350	470	200DB	0.32		752	376	0

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
Bank Charges	$ 293.			
Computer and Web expense	1,488.			
Dues and Subscriptions	45.			
Expenses paid on behalf of DAF	94,458.	$ 94,458.		
Insurance	1,131.			
Leased Employee Fees	70,664.	17,666.		
Marketing & Promotion	650.			
Meals and Entertainment	45.			
Miscellaneous expense	411.			
Office expense	318.			
Outside Consultants	4,275.			
Postage and Delivery	907.			
Telecommunications	2,417.			
Total	$ 177,102.	$ 112,124.	$ 0.	$ 0.

Statement 6
Form 990-PF, Part II, Line 10b
Investments - Corporate Stocks

Corporate Stocks	Valuation Method	Book Value	Fair Market Value
Publicly Traded Securities	Mkt Val	$ 5,146,349.	$ 5,146,349.
	Total	$ 5,146,349.	$ 5,146,349.

Statement 7
Form 990-PF, Part II, Line 13
Investments - Other

	Valuation Method	Book Value	Fair Market Value
Other Investments			
Partnership Interest	Mkt Val	$ 2,439,668.	$ 2,439,668.
Total Other Investments		$ 2,439,668.	$ 2,439,668.
Other Securities			
Annuity Contracts	Mkt Val	2,036,782.	2,036,782.
Total Other Securities		$ 2,036,782.	$ 2,036,782.
Total		$ 4,476,450.	$ 4,476,450.

Statement 8
Form 990-PF, Part II, Line 14
Land, Buildings, and Equipment

Category	Basis	Accum. Deprec.	Book Value	Fair Market Value
Machinery and Equipment	$ 2,350.	$ 1,222.	$ 1,128.	$ 1,128.
Total	$ 2,350.	$ 1,222.	$ 1,128.	$ 1,128.

Statement 9
Form 990-PF, Part III, Line 3
Other Increases

Net Unrealized Gains or Losses on Investments	$ 722,273.
Total	$ 722,273.

Statement 10
Form 990-PF, Part XV, Line 2a-d
Application Submission Information

Name of Grant Program: Philanthropy International
Name: Duke Draeger
Care Of:
Street Address: 333 N. Indian Hill Blvd
City, State, Zip Code: Claremont, CA 91711
Telephone: (909) 399-1100
E-Mail Address:
Form and Content: Applications can be submitted in letter form.
Submission Deadlines: None
Restrictions on Awards: Recipients must be qualified charities under Section 501(a) of the Internal Revenue Code.

Statement 11
Form 990-PF, Part XV, Line 3a
Recipient Paid During the Year

Name and Address	Donee Relationship	Found-ation Status	Purpose of Grant	Amount
St. Dorothy's Catholic Church ,			Support of religious practices and teachings	$ 1,000.
Tierra del Sol Foundation ,			Support relief efforts and humanitarian aid.	1,000.

Statement 11 (continued)
Form 990-PF, Part XV, Line 3a
Recipient Paid During the Year

Name and Address	Donee Relationship	Foundation Status	Purpose of Grant	Amount
Juvenile Diabetes Research Foundation ,			Support research efforts toward cure for juvenile diabetes.	$ 5,000.
Convelescent Aid Society ,			Advocacy for Elder Care	500.
The Salvation Army ,			Support shelters for homeless	4,000.
St Anne's Catholic Church ,			Support religious teachings and activities	5,000.
Trinity Presbyterian Church ,			Support religious teachings and activities	6,000.
Compassion International ,			Support for education of children in third world countries	942.
Coral Ridge Ministries ,			Support religious education and evangelism	2,400.
Alzheimers Association ,			Support research and aid to victims of Alzheimers disease	30,000.
Doctors without Borders ,			Support sending physicians to care for patients in third world countries	9,450.
Arrowhead Christian Academy ,			Support Christian education	30,000.

Statement 11 (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
Campus Crusade for Christ ,			Support evangelistic efforts on college campuses	$ 1,000.
New Song Church ,			Support religious teaching and activities	6,400.
Taller San Jose ,			Support aid for disadvantaged individuals in the community	40,000.
Boys & Girls Club Santa Ana, CA			Support programs for disadvantaged youth	25,000.
Boys & Girls Clubs Tustin, CA			Support activities for disadvantaged youth	42,500.
North County Rape Council ,			Support for victims of rape and sexual abuse	250.
Boys & Girls Clubs Santa Maria, CA			Support programs for disadvantaged youth	689.
Samaritans Purse ,			Support community humanitarian aid	400.
Big Island Liturgy & Arts Center , HI			Support preservation of local culture	1,000.
Blackburn College ,			To support higher education	500.
Spring Hills Community Church ,			To support religious teachings and activities	19,500.

Statement 11 (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
Redwood Gospel Missions Santa Rosa, CA			To support evangelistic efforts	$ 4,000.
Amateur Baseball Development ,			To support training of youth in the enjoyment and participation in baseball	5,000.
A Foundation for Building Strength ,			Support treatment of myopathies.	2,000.
City of Hope Duarte, CA 91010			To support research on cancer treatment and cures.	5,100.
Immaculate Conception Monastery ,			Support monastic lifestyle	1,000.
American Heart Association ,			Support research toward treatment and awareness of heart disease.	1,200.
Anteaus Company ,			To encourage enjoyment and participation in theater arts.	5,300.
Baseline Church ,			Support religious education and practices.	2,894.
Loyola Marymount University ,			Support higher education.	10,000.
National Multiple Sclerosis Society ,			Support research toward a cure for multiple sclerosis.	500.
Redwood Empire Food Bank ,			Support programs for the poor and hungry.	4,000.

Statement 11 (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
Union Rescue Mission Los Angeles, CA			Support programs feeding the homeless and hungry.	$ 4,000.
Universal Health Care Action Network ,			To support health care awareness.	6,000.
Amer Inst for Cancer Research ,			Support Cancer Research.	6,000.
Biking for Fun ,			Encourage the enjoyment of bicycling and educate about health benefits	55,053.
Bob Tebow Evangelistic Assoc ,			Support evangelistic crusades	200.
Born Again Ministries ,			Support religious education and activities	5,000.
Church of the Resurrection ,			Support religious education and activities	1,200.
Cross Walk Fellowship ,			Support religious education and activities	500.
Earthwatch Institute ,			Research and education regarding environmental issues	2,175.
Gulf of Catalina Grey Whales ,			Support efforts to preserve grey whales off the California coast	16,700.
Helping Homeless Help Themselves ,			Education and retraining of homeless	2,000.

Statement 11 (continued)
Form 990-PF, Part XV, Line 3a
Recipient Paid During the Year

Name and Address	Donee Relationship	Foundation Status	Purpose of Grant	Amount
Huntington Memorial Hospital ,			Support hospital capital and operating activities	$ 3,000.
Last Chance for Animals ,			Support animal rescue efforts	1,000.
Macular Degeneration ,			Support research into treatment of macular degeneration	5,000.
Malamalama Waldorf School ,			Provide support for education	1,000.
Minnesota Medical Foundation ,			Support general medical research	1,000.
National Federation for the Blind ,			Support assistance programs for the blind	2,000.
Oregon Health & Science Univ Fdtn ,			Support general medical research	3,000.
Riverside Community Church ,			Support religious education and activities	2,000.
Sisters of Rolling Hills ,			Support religious activities	2,000.
SPCA Los Angeles, CA			Support efforts to prevent cruelty to animals.	1,000.
USC Norris Cancer Research , CA			Support cancer research efforts	3,000.
American Cancer Society ,			Fund cancer research	3,000.
Delta Animal Rescue ,			Fund animal rescue	2,000.

Statement 11 (continued)
Form 990-PF, Part XV, Line 3a
Recipient Paid During the Year

Name and Address	Donee Relationship	Foundation Status	Purpose of Grant	Amount
Downtown Soup Kitchen ,			Support feeding of homeless	$ 1,000.
Food Bank of Alaska ,			Support feeding of the homeless	1,000.
Friendly Center ,			Providing humanitarian support	450.
Guide Dog Foundation ,			Provide funding for training of guide dogs for the blind	1,000.
Health Access Foundation ,			Support public access to healthcare	500.
Loloma Foundation ,			Support humanitarian relief in Fiji	10,000.
Love INC ,			Provide support for those in need, encourage community outreach and support	3,000.
Pat Tillman Foundation ,			Supporting military veterans and their families	3,800.
Santa Ana Unified School District ,			Support public education	20,000.
Scholarship America ,			Support education	1,000.
So Cal Amer for Democratic Action ,			Encourage participation in the political system	1,250.
St Anthony's School ,			Support parochial education	2,000.

Statement 11 (continued)
Form 990-PF, Part XV, Line 3a
Recipient Paid During the Year

Name and Address	Donee Relationship	Foundation Status	Purpose of Grant	Amount
St Mary's Academy ,			Support parochial education	$ 1,800.
Tulane University School of Medicine ,			Support higher education	4,000.
Westlake High Football Boosters ,			Support extra curricular educational activities	20,000.
Wounded Warrior Project ,			Support wounded veterans and their families	15,550.
Alpha Delta Pi Foundation ,			Provide academic scholarships.	3,000.
American Diabetes Association ,			Support research to find a cure for diabetes.	5,000.
American Red Cross-Central Texas ,			Support disaster relief efforts.	2,000.
Austin Humane Society ,			Provide support to neglected and abandoned animals.	1,000.
Ausitn Ridge Bible Church ,			Support religious education and activities.	5,000.
Biola University ,			Support higher education.	6,000.
Cal Farley's Ranch ,			Support extra-curricular education activities for underprivileged youth.	50.
Capital Area Food Bank ,			Provide support for hungry and homeless population.	2,000.

Statement 11 (continued)
Form 990-PF, Part XV, Line 3a
Recipient Paid During the Year

Name and Address	Donee Relationship	Foundation Status	Purpose of Grant	Amount
Grace Haven Adoption ,			Support adoption services for orphans.	$ 4,500.
Center for Child Protection ,			Support for victims of child sexual abuse.	1,000.
Coronado Hospital ,			Provide support for medical care.	5,000.
Disabled American Veterans ,			Provide support services to those disabled in military service.	1,000.
LA Maritime Museum Foundation ,			Support education and preservation of cultural history surrounding the maritime industry in Southern California.	2,000.
Good News Community Church ,			Support religious education and activities.	50.
Holy Family Cathedral School ,			Support parochial education.	3,500.
Illumination Foundation ,			Support efforts to break the cycle of homelessness in Orange County, CA	10,000.
Living Stones Church ,			Support religious education and activities.	8,000.

Statement 11 (continued)
Form 990-PF, Part XV, Line 3a
Recipient Paid During the Year

Name and Address	Donee Relationship	Foundation Status	Purpose of Grant	Amount
Mariners Church ,			Support religious education and activities.	$ 3,000.
Meals on Wheels ,			Support program that provides meals to shut-ins.	1,000.
Missoula Gospel Assembly ,			Support religious education and activities.	500.
Path to Recovery for Women ,			Support women in recovery from substance abuse and addiction.	5,000.
Pepperdine University ,			Supporting higher education.	8,000.
Samuel Perry Natural Museum ,			Support for education regarding natural history.	300.
Special Olympics Texas ,			Support athletic programs for individuals with disabilities.	1,000.
Sage Hill School ,			Support education.	3,000.
Smile Train ,			Provide dental care for those who can't afford it.	250.
Western Diocese Endowment Fund ,			Support religious education and activities.	2,000.
Second Harvest Food Bank ,			Relief for hungry and homeless.	1,500.

Statement 11 (continued)
Form 990-PF, Part XV, Line 3a
Recipient Paid During the Year

Name and Address	Donee Relationship	Foundation Status	Purpose of Grant	Amount
Alliance Defending Freedom ,			Civil Liberties Advocacy	$ 1,000.
Altrusa International Foundation ,			Community service club	500.
AMC Cancer Federation ,			Cancer research	1,000.
American Golf Foundation ,			Youth Development via golf	800.
Bakersfield Christian Church ,			Religious education and practice	25,000.
Bakersfield Christian High School ,			Education	20,000.
Beach United Methodist Church ,			Religious education and practice	4,000.
Billy Graham Evangelistic Association ,			Religious education	200.
Boy Scout Troop 750 ,			Youth development	500.
CA Federation of Women's Clubs ,			Philanthropic funding	500.
California Trout ,			Wildlife preservation	1,500.
Caltech Y ,			Promote responsible citizenship	1,000.
Calvary Chapel Chino Hills, CA 91709			Religious education and practice	2,100.
Campus Outreach ,			College religious ministry	1,200.

Statement 11 (continued)
Form 990-PF, Part XV, Line 3a
Recipient Paid During the Year

Name and Address	Donee Relationship	Foundation Status	Purpose of Grant	Amount
Cedars-Sinai Los Angeles, CA			Medical research	$ 1,500.
Chapelwood United Methodist Church ,			Religious education and practice	7,100.
Chi Omega Foundation ,			Education	1,000.
Christian Church of Los Gatos Los Gatos, CA			Religious education and practice	2,500.
Christmas Cheer All Year ,			Assitance to poor	5,000.
Church of Eleven 22 ,			Religious education and practice	10,000.
Church of the Brethren ,			Religious education and practice	100.
Claremont Stars Soccer Club ,			Athletics	2,150.
Coalition for the Adv of Reg Trans ,			Support regional transportation projects	2,000.
Council on Aging of Sonoma City Sonoma, CA			Senior advocacy	4,000.
CRU ,			Campus ministries	10,000.
Crusade for Cures Foundation ,			Kidney disease research	700.
Cure Alzheimers Fund ,			Alzheimers research	1,000.
Disabled Veterans National Foundation ,			Veterans support	1,200.
Dreamcatcher Foundation ,			Humanitarian aid	1,500.

Statement 11 (continued)
Form 990-PF, Part XV, Line 3a
Recipient Paid During the Year

Name and Address	Donee Relationship	Foundation Status	Purpose of Grant	Amount
Families 4 Families ,			Humanitarian support for families	$ 8,500.
First Coast Women's Services ,			Reproductive care and health center	5,500.
Focus on the Family ,			Family advocacy and support	200.
Foster Angels of Central Texas ,			Youth Development programs	1,000.
Grace Community Church ,			Religious education and practice	500.
Grace Lutheran Church of Opheim ,			Religious education and practice	500.
Hawaii Public Radio ,			Educational programming via public access radio	200.
Heart of Hope Ministries Int'l ,			Support orphans and low income families	10,000.
High Hopes Neurological Recovery ,			Head injury rehabilitation and training	3,000.
Himalayan Cataract Project ,			Medical blindness prevention	250.
Wheat Ridge Ministries ,			Philanthropy and volunteerism education and support	70,000.
Homes for our Troops ,			Veterans support	1,000.
Hospice Austin ,			Hospice care	1,000.

Statement 11 (continued)
Form 990-PF, Part XV, Line 3a
Recipient Paid During the Year

Name and Address	Donee Relationship	Foundation Status	Purpose of Grant	Amount
I. M. Sulzbacher Center ,			Humanitarian aid - shelter & food	$ 1,000.
International Rescue Committee ,			International relief	1,000.
Iraq & Afghanistan Veterans of America ,			Support of Veterans	1,000.
Kidder Creek Orchard Camp ,			Recreational and sporting activities	100.
King of Kings Lutheran Church ,			Religious education and practice	50,000.
Lake City High School ,			Education	500.
Los Angeles Regional Food Bank ,			Food pantry	1,500.
Love Your Neighbor ,			Food pantry	4,000.
Mary Magdeline Project ,			Rehabilitiation for offenders	250.
Mordecai Network ,			Non-monetary support	500.
Multiple Myeloma Research Foundation ,			Medical research	200.
Music Ministry Alive ,			Music education	1,000.
Neigh Savers Foundation ,			Animal Services	2,500.
Northeast Santa Ana Little League ,			Youth sporting programs	5,000.
Oasis Community Christian Church ,			Religious education and practice	2,050.

Statement 11 (continued)
Form 990-PF, Part XV, Line 3a
Recipient Paid During the Year

Name and Address	Donee Relationship	Foundation Status	Purpose of Grant	Amount
Philanthropy Interational ,			Philanthropic education	$ 400.
Pound Puppy Rescue ,			Animal services	3,000.
Prison Fellowship ,			Prison ministries	200.
Sage Ridge School ,			Education	500.
Samaritan Center ,			Mental Health and family counseling	1,000.
Santa Ana Public School Foundation ,			Education	10,000.
Save the Children ,			International disaster relief	1,000.
Sierra Vista Community Church ,			Religious education and practice	1,000.
Smile Again Ministries ,			Spiritual development	1,215.
St. Jude Children's Hospital ,			Health services and medical research	20,000.
Starlight Children's Foundation ,			Child & Youth services	1,200.
Student Bodies of Bonita USD ,			Education	50.
Talbert Family Foundation ,			Support Fitness	2,000.
The Claremont Institute ,			Advocacy and education in political process	1,000.
The Jesus Film Project ,			Religious education	2,000.

Statement 11 (continued)
Form 990-PF, Part XV, Line 3a
Recipient Paid During the Year

Name and Address	Donee Relationship	Foundation Status	Purpose of Grant	Amount
USO ,			Support of armed services personnel	$ 2,000.
Thousand Oaks Police Charitable Fdtn ,			Community welfare and volunteerism	6,000.
Tragedy Assistance Program for Survivors ,			Crisis intervention	1,000.
Transitional Living Services ,			Humanitarian support	5,000.
Trinity Evangelical Free Church ,			Religious education and practice	10,000.
Trout Unlimited ,			Wetlands preservation	1,000.
True to Life Ministries ,			Financial Counseling and money management	2,900.
United Methodist Church ,			Religious education and practice	5,000.
Ventura County Sheriffs Fdtn ,			Support and Public Safety	6,500.
Reno Athletics Baseball ,			Sports and recreation	1,515.
			Total	$ 939,133.