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Form 990-PF

Return of Private Foundation

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

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

OMB No 1545-0052

2013

Open to Public Inspection

Department of the Treasury
Internal Revenue Service

For calendar year 2013, or tax year beginning 01-01-2013 , and ending 12-31-2013

Name of foundation SAUL BRANDMAN FOUNDATION		A Employer identification number 95-4456430	
Number and street (or P O box number if mail is not delivered to street address) 9595 WILSHIRE BLVD		Room/suite	B Telephone number (see instructions) (310) 777-8395
City or town, state or province, country, and ZIP or foreign postal code BEVERLY HILLS, CA 90210		C If exemption application is pending, check here ☐	
G Check all that apply ☐ Initial return ☐ Final return ☐ Address change ☐ Initial return of a former public charity ☐ Amended return ☐ Name change		D 1. Foreign organizations, check here ☐ 2. Foreign organizations meeting the 85% test, check here and attach computation ☐	
H Check type of organization ☒ Section 501(c)(3) exempt private foundation ☐ Section 4947(a)(1) nonexempt charitable trust ☐ Other taxable private foundation		E If private foundation status was terminated under section 507(b)(1)(A), check here ☐	
I Fair market value of all assets at end of year (from Part II, col. (c), line 16) ☒ \$ 31,372,435		F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here ☐	
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 (attach schedule)	6,157,498			
	2 Check ☒ if the foundation is not required to attach Sch B				
	3 Interest on savings and temporary cash investments				
	4 Dividends and interest from securities.	839,011	839,011	839,011	
	5a Gross rents				
	b Net rental income or (loss) _____				
	6a Net gain or (loss) from sale of assets not on line 10	39,086			
	b Gross sales price for all assets on line 6a _____				
	7 Capital gain net income (from Part IV, line 2)		160,462		
	8 Net short-term capital gain				
	9 Income modifications				
	10a Gross sales less returns and allowances				
	b Less Cost of goods sold				
Operating and Administrative Expenses	c Gross profit or (loss) (attach schedule)				
	11 Other income (attach schedule)	699,230			
	12 Total. Add lines 1 through 11	7,734,825	999,473	839,011	
	13 Compensation of officers, directors, trustees, etc	150,000		150,000	150,000
	14 Other employee salaries and wages	95,120		95,120	95,120
	15 Pension plans, employee benefits				
	16a Legal fees (attach schedule)	131,912	3,520	131,912	131,912
	b Accounting fees (attach schedule)				
	c Other professional fees (attach schedule)				
	17 Interest				
	18 Taxes (attach schedule) (see instructions)	17,125		17,125	17,125
	19 Depreciation (attach schedule) and depletion . . .	2,733		2,733	
	20 Occupancy	95,644		95,644	95,644
	21 Travel, conferences, and meetings	29,040		29,040	29,040
	22 Printing and publications				
	23 Other expenses (attach schedule)	770,227	89,618	770,227	770,227
	24 Total operating and administrative expenses. Add lines 13 through 23	1,291,801	93,138	1,291,801	1,289,068
	25 Contributions, gifts, grants paid	649,767			649,767
	26 Total expenses and disbursements. Add lines 24 and 25	1,941,568	93,138	1,291,801	1,938,835
	27 Subtract line 26 from line 12				
	a Excess of revenue over expenses and disbursements	5,793,257			
	b Net investment income (if negative, enter -0-)		906,335		
	c Adjusted net income (if negative, enter -0-)				

Part II Balance Sheets		Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions)	Beginning of year	End of year	
			(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1	Cash—non-interest-bearing			
	2	Savings and temporary cash investments	5,976,285	4,622,026	4,622,026
	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)	22,722,625	24,123,499	26,156,010
	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)			
	14	Land, buildings, and equipment basis ▶ _____ 594,399 Less accumulated depreciation (attach schedule) ▶ _____ 10,064	584,386	584,335	594,399
15	Other assets (describe ▶ _____)				
16	Total assets (to be completed by all filers—see the instructions Also, see page 1, item I)	29,283,296	29,329,860	31,372,435	
Liabilities	17	Accounts payable and accrued expenses			
	18	Grants payable	28,537,249	22,790,556	
	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)	28,537,249	22,790,556	
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			
	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, bldg , and equipment fund			
	29	Retained earnings, accumulated income, endowment, or other funds	746,047	6,539,304	
	30	Total net assets or fund balances (see page 17 of the instructions)	746,047	6,539,304	
	31	Total liabilities and net assets/fund balances (see page 17 of the instructions)	29,283,296	29,329,860	

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)	1 746,047
2	Enter amount from Part I, line 27a	2 5,793,257
3	Other increases not included in line 2 (itemize) ▶ _____	3
4	Add lines 1, 2, and 3	4 6,539,304
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 6,539,304

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				
(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)	
a				
b				
c				
d				
e				
Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(i) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))	
(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any		
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	160,462
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 page 18 of 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			
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 page 18 of the instructions)			
1a Exempt operating foundations described in section 4940(d)(2), check here ☐ and enter "N/A" on line 1		1	18,127
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 ☐ and enter 1% of Part I, line 27b			
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	18,127
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	18,127
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	
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	18,127
10 Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid.		10	
11 Enter the amount of line 10 to be Credited to 2014 estimated tax Refunded		11	

Part VII-A Statements Regarding Activities

1a	During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?	1a	Yes	No
b	Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see page 19 of the instructions for definition)? <i>If the answer is "Yes" to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities.</i>	1b		No
c	Did the foundation file Form 1120-POL for this year?.	1c		No
d	Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year (1) On the foundation \$ (2) On foundation managers \$			
e	Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers \$			
2	Has the foundation engaged in any activities that have not previously been reported to the IRS? <i>If "Yes," attach a detailed description of the activities.</i>	2		No
3	Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? <i>If "Yes," attach a conformed copy of the changes</i>	3		No
4a	Did the foundation have unrelated business gross income of \$1,000 or more during the year?.	4a		No
b	If "Yes," has it filed a tax return on Form 990-T for this year?.	4b		No
5	Was there a liquidation, termination, dissolution, or substantial contraction during the year? <i>If "Yes," attach the statement required by General Instruction T.</i>	5		No
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	Yes	
7	Did the foundation have at least \$5,000 in assets at any time during the year? <i>If "Yes," complete Part II, col. (c), and Part XV.</i>	7	Yes	
8a	Enter the states to which the foundation reports or with which it is registered (see instructions) CA			
b	If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by General Instruction G? <i>If "No," attach explanation .</i>	8b	Yes	
9	Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2013 or the taxable year beginning in 2013 (see instructions for Part XIV)? <i>If "Yes," complete Part XIV</i>	9		No
10	Did any persons become substantial contributors during the tax year? <i>If "Yes," attach a schedule listing their names and addresses.</i>	10		No

Part VII-A

Statements Regarding Activities *(continued)*

11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions).	11		No
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		No
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application?	13	Yes	
Website address N/A				
14	The books are in care of LISA MORGAN Telephone no (310) 777-8395 Located at 9595 WILSHIRE BLVD SUITE 200 BEVERLY HILLS CA ZIP+4 90212			
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		
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	Yes	No
See 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
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? (2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? (3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? (4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? (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)? (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).			
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 page 20 of the instructions)? Organizations relying on a current notice regarding disaster assistance check here.	1b		No
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		No
2	Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5))			
a	At the end of tax year 2013, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2013? If "Yes," list the years 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		No
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?			
b	If "Yes," did it have excess business holdings in 2013 as a result of (1) any purchase by the foundation or disqualified persons after May 26, 1969, (2) the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest, or (3) the lapse of the 10-, 15-, or 20-year first phase holding period? (Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2013.).	3b		No
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a		No
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		No

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)?	5b		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?			
	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?			
b	Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract?	6b		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?			
b	If yes, did the foundation receive any proceeds or have any net income attributable to the transaction?	7b		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
JOYCE O'DONNELL	President	150,000		
9595 WILSHIRE BLVD SUITE 200 BEVERLY HILLS, CA 90212	40 00			
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
LISA MORGAN	CFO	95,120		
9595 WILSHIRE BLVD SUITE 200 BEVERLY HILLS, CA 90212	40 00			
Total number of other employees paid over \$50,000.				

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.		

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 FOUNDATION ONLY MAKES GIFTS TO SECTION 501(c)(3) ORGANIZATIONS	0
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 page 24 of the instructions.	
3	
Total. Add lines 1 through 3.	

Part X

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

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc , purposes		
a	Average monthly fair market value of securities.	1a	22,722,625
b	Average of monthly cash balances.	1b	5,976,284
c	Fair market value of all other assets (see instructions).	1c	576,526
d	Total (add lines 1a, b, and c).	1d	29,275,435
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation).	1e	0
2	Acquisition indebtedness applicable to line 1 assets.	2	
3	Subtract line 2 from line 1d.	3	29,275,435
4	Cash deemed held for charitable activities Enter 1 1/2% of line 3 (for greater amount, see instructions).	4	439,132
5	Net value of noncharitable-use assets. Subtract line 4 from line 3 Enter here and on Part V, line 4	5	28,836,303
6	Minimum investment return. Enter 5% of line 5.	6	1,441,815

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	1,441,815
2a	Tax on investment income for 2013 from Part VI, line 5.	2a	18,127
b	Income tax for 2013 (This does not include the tax from Part VI).	2b	
c	Add lines 2a and 2b.	2c	18,127
3	Distributable amount before adjustments Subtract line 2c from line 1.	3	1,423,688
4	Recoveries of amounts treated as qualifying distributions.	4	
5	Add lines 3 and 4.	5	1,423,688
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	1,423,688

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	1,938,835
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	1,938,835
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	1,938,835
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				1,423,688
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.	1,620,661			
b From 2009.	11,607,917			
c From 2010.	3,023,795			
d From 2011.	8,859,809			
e From 2012.	5,007,543			
f Total of lines 3a through e.	30,119,725			
4 Qualifying distributions for 2013 from Part XII, line 4 ▶ \$ 1,938,835				
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).	0			
d Applied to 2013 distributable amount.				1,423,688
e Remaining amount distributed out of corpus	515,147			
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	30,634,872			
b Prior years' undistributed income Subtract line 4b from line 2b.				
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				
e Undistributed income for 2012 Subtract line 4a from line 2a Taxable amount—see instructions				
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). . .	1,620,661			
9 Excess distributions carryover to 2014. Subtract lines 7 and 8 from line 6a	29,014,211			
10 Analysis of line 9				
a Excess from 2009. . . .	11,607,917			
b Excess from 2010. . . .	3,023,795			
c Excess from 2011. . . .	8,859,809			
d Excess from 2012. . . .	5,007,543			
e Excess from 2013. . . .	515,147			

Part XIV

4942(j)(3) or 4942(j)(5)

3

Part XV

1

2

Part XV

Supplementary Information (continued)

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

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a Paid during the year See Additional Data Table				
Total			3a	649,767
b Approved for future payment				
Total			3b	

Enter gross amounts unless otherwise indicated

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

Form **990-PF** (2013)

[illegible]

b If "Yes," complete the following schedule		
(a) Name of organization	(b) Type of organization	(c) Description of relationship

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 or fiduciary) is based on all information of which preparer has any knowledge.		
	***** _____ Signature of officer or trustee	2014-05-15 _____ Date	***** _____ Title

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

Paid Preparer Use Only	Print/Type preparer's name Raymond Gaytan CPA	Preparer's Signature	Date	Check if self-employed ☒	PTIN P00599617
	Firm's name ☒	Gaytan & Leevan LLP			Firm's EIN ☒
	Firm's address ☒	11400 W Olympic Blvd 16th Floor Los Angeles, CA 90064			Phone no (310) 477-5252

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
AMERICAN FRIENDS OF THE HEBREW UNIV 11500 W OLYMPIC BL STE 512 LOS ANGELES, CA 90064	N/A	N/A	CHARITABLE	110,923
AMERICAN JEWISH UNIVERSITY 15600 MULHOLLAND DR LOS ANGELES, CA 90064	N/A	N/A	CHARITABLE	22,807
BEIT T SHUVAH 8831 VENICE BL LOS ANGELES, CA 90034	N/A	N/A	CHARITABLE	27,684
CEDAR SINAI IMAGING MEDICAL CENTER 8700 BEVERLY BLVD LOS ANGELES, CA 90048	N/A	N/A	CHARITABLE	8,984
CENTER THEATER GROUP 601 W TEMPLE ST LOS ANGELES, CA 90012	N/A	N/A	CHARITABLE	4,147
JEWISH FEDERATION LOS ANGELES 6505 WILSHIRE BL LOS ANGELES, CA 90048	N/A	N/A	CHARITABLE	69,111
JEWISH FREE LOAN ASSOCIATION 6505 WILSHIRE BL LOS ANGELES, CA 90048	N/A	N/A	CHARITABLE	119,354
JEWISH HOME FOR THE AGING WESTSIDE 7150 TAMPA AVE RESEDA, CA 91335	N/A	N/A	CHARITABLE	24,189
LA PHILHARMONIC ASSOCIATION 151 S GRAND AVE LOS ANGELES, CA 90012	N/A	N/A	CHARITABLE	34,555
AMERICAN FRIENDS OF THE ISRAEL PHIL 122 E 42ND ST STE 4507 NEW YORK, NY 10168	N/A	N/A	CHARITABLE	6,911
IMC ASSOCIATION UNIT 2 1 WILLIAM PICKERING DR ALBANY, AUCKLAND 0745 PO BOX 101-245 NZ	N/A	N/A	CHARITABLE	1,382
BRANDMAN BREAST CENTER 310 N SAN VICENTE BL WEST HOLLYWOOD, CA 90048	N/A	N/A	CHARITABLE	7,602
CONCERN FOUNDATION 1026 S ROBERTSON BL STE 300 LOS ANGELES, CA 90035	N/A	N/A	CHARITABLE	3,041
CROHN'S COLITIS FOUNDATION OF AMERI 1640 S SEPULVEDA BL LOS ANGELES, CA 90025	N/A	N/A	CHARITABLE	36,352
DOCTORS WITHOUT BORDERS 333 7TH AVE 2ND FL NEW YORK, NY 10001	N/A	N/A	CHARITABLE	1,382
Total  3a				649,767

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a Paid during the year				
HABITAT FOR HUMANITY 21031 VENTURA BL 610 WOODLAND HILLS,CA 91364	N/A	N/A	CHARITABLE	138
HAROLD ROBINSON FOUNDATION 10008 NATIONAL BL STE 324 LOS ANGELES,CA 90034	N/A	N/A	CHARITABLE	4,838
HELPS INTERNATIONAL 15301 DALLAS PARKWAY STE 200 ADDISON,TX 75001	N/A	N/A	CHARITABLE	92,705
HOLLYWOOD BOWL 2301 N HIGHLAND AVE LOS ANGELES,CA 90068	N/A	N/A	CHARITABLE	5,380
HOPE WORLDWIDE 4712 ADMIRALTY WAY 911 MARINA DEL REY,CA 90292	N/A	N/A	CHARITABLE	1,382
INTERNATIONAL HEARING DOG INC 5901 E 89TH AVE COMMERCE CITY,CO 80022	N/A	N/A	CHARITABLE	19,351
JEWISH BIG BROTHERS BIG SISTERS 6505 WILSHIRE BL LOS ANGELES,CA 90048	N/A	N/A	CHARITABLE	1,382
LA MISSION 303 E 5TH ST LOS ANGELES,CA 90013	N/A	N/A	CHARITABLE	968
MACCABI USA - SPORTS FOR ISRAEL 1926 ARCHER STREET 4R PHILADELPHIA,PA 19103	N/A	N/A	CHARITABLE	346
PALM SPRINGS ART MUSEUM 101 MUSEUM DRIVE PALM SPRINGS,CA 92262	N/A	N/A	CHARITABLE	13,822
PLANNED PARENTHOOD 1316 3RD ST PROMENADE 201 SANTA MONICA,CA 90401	N/A	N/A	CHARITABLE	4,147
SALVATION ARMY 1401 S SEPULVEDA BL LOS ANGELES,CA 90025	N/A	N/A	CHARITABLE	1,037
SOVA 8846 WPICO BL LOS ANGELES,CA 90035	N/A	N/A	CHARITABLE	691
ST JUDE CHILDREN'S RESEARCH HOSPITA 262 DANNY THOMAS PLACE MEMPHIS,TN 38105	N/A	N/A	CHARITABLE	1,382
AMERICAN CANCER SOCIETY 3333 WILSHIRE BL LOS ANGELES,CA 90010	N/A	N/A	CHARITABLE	1,728
Total ▶ 3a				649,767

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
THE ARTHRITIS FOUNDATION 800 W 6TH ST STE 1250 LOS ANGELES,CA 90017	N/A	N/A	CHARITABLE	207
TOWER CANCER RESEARCH FOUNDATION 9090 WILSHIRE BL STE 350 BEVERLY HILLS,CA 90211	N/A	N/A	CHARITABLE	14,237
UNION RESCUE MISSION 545 S SAN PEDRO ST LOS ANGELES,CA 90013	N/A	N/A	CHARITABLE	691
VARIETY BOYS AND GIRLS CLUB 2112 30TH ROAD ASTORIA,NY 11102	N/A	N/A	CHARITABLE	691
WALLIS ANNENBERG CENTER FOR THE PER 9390 N SANTA MONICA BLVD BEVERLY HILLS,CA 90210	N/A	N/A	CHARITABLE	3,456
STOP CANCER 2566 OVERLAND AVE STE790 LOS ANGELES,CA 90064	N/A	N/A	CHARITABLE	2,764
Total  3a				649,767

Note: To capture the full content of this document, please select landscape mode (11" x 8.5") when printing.

TY 2013 Depreciation Schedule

Name: SAUL BRANDMAN FOUNDATION

EIN: 95-4456430

Software ID: 13000170

Software Version: 2013v3.1

Description of Property	Date Acquired	Cost or Other Basis	Prior Years' Depreciation	Computation Method	Rate / Life (# of years)	Current Year's Depreciation Expense	Net Investment Income	Adjusted Net Income	Cost of Goods Sold Not Included
Computer Equipment	2009-03-04	1,798	1,380	91	5 0000	360			
Television	2009-03-04	1,750	1,342	91	5 0000	350			
Office Furniture	2009-02-05	3,699	2,068	91	7 0000	528			
Office Furniture - Tables	2009-12-02	1,642	725	91	7 0000	235			
Computer Equipment	2010-02-01	2,017	1,176	91	5 0000	403			
Computer Equipment	2010-12-14	1,418	592	91	5 0000	284			
Computer Equipment	2012-12-13	2,867	48	91	5 0000	573			

TY 2013 Land, Etc. Schedule**Name:** SAUL BRANDMAN FOUNDATION**EIN:** 95-4456430**Software ID:** 13000170**Software Version:** 2013v3.1

Category / Item	Cost / Other Basis	Accumulated Depreciation	Book Value	End of Year Fair Market Value
Furniture and Fixtures	5,341	3,556	1,785	5,341
Machinery and Equipment	12,532	6,508	6,024	12,532
Land	576,526		576,526	576,526

TY 2013 Legal Fees Schedule**Name:** SAUL BRANDMAN FOUNDATION**EIN:** 95-4456430**Software ID:** 13000170**Software Version:** 2013v3.1

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
ACCOUNTING FEES	27,073	3,520	27,073	27,073
LEGAL FEES	104,839	0	104,839	104,839

TY 2013 Other Expenses Schedule**Name:** SAUL BRANDMAN FOUNDATION**EIN:** 95-4456430**Software ID:** 13000170**Software Version:** 2013v3.1

Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
AUTO EXPENSE	380		380	380
BANK CHARGES	1,357		1,357	1,357
DISCOUNT ON LT GRANT PAYABLE	598,207		598,207	598,207
INSURANCE	15,480	2,012	15,480	15,480
INVESTMENT ACCOUNT FEES - GS	48,465	48,465	48,465	48,465
INVESTMENT ACCOUNT FEES - MS	39,141	39,141	39,141	39,141
MEETING EXPENSES	8,798		8,798	8,798
OFFICE EXPENSES	26,092		26,092	26,092
OTHER EXPENSES	32,307		32,307	32,307

TY 2013 Other Income Schedule**Name:** SAUL BRANDMAN FOUNDATION**EIN:** 95-4456430**Software ID:** 13000170**Software Version:** 2013v3.1

Description	Revenue And Expenses Per Books	Net Investment Income	Adjusted Net Income
Other Investment Income	699,230		

TY 2013 Taxes Schedule

Name: SAUL BRANDMAN FOUNDATION

EIN: 95-4456430

Software ID: 13000170

Software Version: 2013v3.1

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
	17,125		17,125	17,125