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Form

990-PF

Department of the Treasury  
Internal Revenue Service

Return of Private Foundation

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

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OMB No 1545-0052

2013

Open to Public Inspection

For calendar year 2013, or tax year beginning 12-01-2013 , and ending 11-30-2014

Name of foundation THE SHEA FOUNDATION		<b>A Employer identification number</b>  95-6027824	
Number and street (or P O box number if mail is not delivered to street address) 655 BREA CANYON ROAD		<b>B Telephone number</b> (see instructions)  (909) 594-0941	
City or town, state or province, country, and ZIP or foreign postal code WALNUT, CA 91789		<b>C</b> If exemption application is pending, check here <input type="checkbox"/>	
<b>G</b> Check all that apply <div><input type="checkbox"/> Initial return</div> <div><input type="checkbox"/> Initial return of a former public charity</div> <div><input type="checkbox"/> Final return</div> <div><input type="checkbox"/> Amended return</div> <div><input type="checkbox"/> Address change</div> <div><input type="checkbox"/> Name change</div>		<b>D 1.</b> Foreign organizations, check here <input type="checkbox"/> <b>2.</b> Foreign organizations meeting the 85% test, check here and attach computation <input type="checkbox"/>	
<b>H</b> Check type of organization <input checked="" type="checkbox"/> Section 501(c)(3) exempt private foundation <input type="checkbox"/> Section 4947(a)(1) nonexempt charitable trust <input type="checkbox"/> Other taxable private foundation		<b>E</b> If private foundation status was terminated under section 507(b)(1)(A), check here <input type="checkbox"/>	
<b>I</b> Fair market value of all assets at end of year (from Part II, col. (c), line 16) <input checked="" type="checkbox"/> \$ 2,755,545		<b>F</b> If the foundation is in a 60-month termination under section 507(b)(1)(B), check here <input type="checkbox"/>	
<b>J</b> Accounting method <input checked="" type="checkbox"/> Cash <input type="checkbox"/> Accrual <input type="checkbox"/> Other (specify) _____ (Part I, column (d) must be on cash basis.)			

Part I Analysis of Revenue and Expenses (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see instructions) )		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
Revenue	1 Contributions, gifts, grants, etc , received (attach schedule)				
	2 Check <input checked="" type="checkbox"/> if the foundation is <b>not</b> required to attach Sch B				
	3 Interest on savings and temporary cash investments	235	235		
	4 Dividends and interest from securities. . . . .	108,866	108,866		
	5a Gross rents . . . . .				
	b Net rental income or (loss) _____				
	6a Net gain or (loss) from sale of assets not on line 10	4,470			
	b Gross sales price for all assets on line 6a 532,252				
	7 Capital gain net income (from Part IV, line 2) . . .		4,470		
	8 Net short-term capital gain . . . . .				
	9 Income modifications . . . . .				
	10a Gross sales less returns and allowances				
	b Less Cost of goods sold . . . . .				
	c Gross profit or (loss) (attach schedule) . . . . .				
	11 Other income (attach schedule) . . . . .	1,897	1,897		
	12 <b>Total.</b> Add lines 1 through 11 . . . . .	115,468	115,468		
Operating and Administrative Expenses	13 Compensation of officers, directors, trustees, etc	0	0		0
	14 Other employee salaries and wages . . . . .				
	15 Pension plans, employee benefits . . . . .				
	16a Legal fees (attach schedule) . . . . .				
	b Accounting fees (attach schedule) . . . . .				
	c Other professional fees (attach schedule) . . . . .	2,882	2,882		0
	17 Interest . . . . .				
	18 Taxes (attach schedule) (see instructions)	4,957	10		0
	19 Depreciation (attach schedule) and depletion . . .				
	20 Occupancy . . . . .				
	21 Travel, conferences, and meetings . . . . .				
	22 Printing and publications . . . . .				
	23 Other expenses (attach schedule) . . . . .	12,878	12,878		0
	24 <b>Total operating and administrative expenses.</b> Add lines 13 through 23 . . . . .	20,717	15,770		0
	25 Contributions, gifts, grants paid . . . . .	135,000			135,000
	26 <b>Total expenses and disbursements.</b> Add lines 24 and 25	155,717	15,770		135,000
	27 Subtract line 26 from line 12				
	a <b>Excess of revenue over expenses and disbursements</b>	-40,249			
	b <b>Net investment income</b> (if negative, enter -0-)		99,698		
	c <b>Adjusted net income</b> (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 . . . . .	54,622	53,992	53,992
	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) . . . . .	2,084,513	2,044,889	2,701,553
	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 ▶ _____ Less accumulated depreciation (attach schedule) ▶ _____			
	15	Other assets (describe ▶ _____)			
	16	<b>Total assets</b> (to be completed by all filers—see the instructions Also, see page 1, item I)	2,139,135	2,098,881	2,755,545
Liabilities	17	Accounts payable and accrued expenses . . . . .			
	18	Grants payable . . . . .			
	19	Deferred revenue . . . . .			
	20	Loans from officers, directors, trustees, and other disqualified persons			
	21	Mortgages and other notes payable (attach schedule) . . . . .			
	22	Other liabilities (describe ▶ _____)			
	23	<b>Total liabilities</b> (add lines 17 through 22) . . . . .	0	0	
Net Assets or Fund Balances		<b>Foundations that follow SFAS 117, check here</b> ▶ <input type="checkbox"/> <b>and complete lines 24 through 26 and lines 30 and 31.</b>			
	24	Unrestricted . . . . .			
	25	Temporarily restricted . . . . .			
	26	Permanently restricted . . . . .			
		<b>Foundations that do not follow SFAS 117, check here</b> ▶ <input checked="" type="checkbox"/> <b>and complete lines 27 through 31.</b>			
	27	Capital stock, trust principal, or current funds . . . . .	0	0	
	28	Paid-in or capital surplus, or land, bldg , and equipment fund	0	0	
	29	Retained earnings, accumulated income, endowment, or other funds	2,139,135	2,098,881	
	30	<b>Total net assets or fund balances</b> (see page 17 of the instructions) . . . . .	2,139,135	2,098,881	
	31	<b>Total liabilities and net assets/fund balances</b> (see page 17 of the instructions) . . . . .	2,139,135	2,098,881	

Part III Analysis of Changes in Net Assets or Fund Balances

1	Total net assets or fund balances at beginning of year—Part II, column (a), line 30 (must agree with end-of-year figure reported on prior year’s return) . . . . .	1	2,139,135
2	Enter amount from Part I, line 27a . . . . .	2	-40,249
3	Other increases not included in line 2 (itemize) ▶ _____	3	0
4	Add lines 1, 2, and 3 . . . . .	4	2,098,886
5	Decreases not included in line 2 (itemize) ▶ _____	5	5
6	Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30 . . . . .	6	2,098,881

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	See Additional Data Table			
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 See Additional Data Table			
b			
c			
d			
e			

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) 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 See Additional Data Table			
b			
c			
d			
e			

2	Capital gain net income or (net capital loss)	{ If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7 }	2	4,470
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	123,178	2,367,108	0 052037
2011	123,903	2,229,698	0 055569
2010	124,034	2,271,162	0 054613
2009	103,979	2,025,014	0 051347
2008	65,000	1,554,271	0 041820

2	Total of line 1, column (d). . . . .	2	0 255386
3	Average distribution ratio for the 5-year base period—divide the total on line 2 by 5, or by the number of years the foundation has been in existence if less than 5 years . . . .	3	0 051077
4	Enter the net value of noncharitable-use assets for 2013 from Part X, line 5. . . . .	4	2,689,679
5	Multiply line 4 by line 3. . . . .	5	137,381
6	Enter 1% of net investment income (1% of Part I, line 27b). . . . .	6	997
7	Add lines 5 and 6. . . . .	7	138,378
8	Enter qualifying distributions from Part XII, line 4. . . . .	8	135,000

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 <input type="checkbox"/> and enter "N/A" on line 1		1	1,994
Date of ruling or determination letter _____ (attach copy of letter if necessary—see instructions)			
b Domestic foundations that meet the section 4940(e) requirements in Part V, check here <input type="checkbox"/> 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	0
3 Add lines 1 and 2. . . . .		3	1,994
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	1,994
6 Credits/Payments			
a 2013 estimated tax payments and 2012 overpayment credited to 2013	6a	1,694	
b Exempt foreign organizations—tax withheld at source . . . . .	6b		
c Tax paid with application for extension of time to file (Form 8868)	6c	500	
d Backup withholding erroneously withheld . . . . .	6d		
7 Total credits and payments Add lines 6a through 6d. . . . .		7	2,194
8 Enter any penalty for underpayment of estimated tax Check here <input checked="" type="checkbox"/> if Form 2220 is attached		8	4
9 Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed . . . . .		9	
10 Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid. . . . .		10	196
11 Enter the amount of line 10 to be Credited to 2014 estimated tax  189 Refunded		11	0

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	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)? . . . . .		1b	No
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	No
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? . . . . .		2	No
If "Yes," attach a detailed description of the activities.			
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	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	
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? . . . . .		5	No
If "Yes," attach the statement required by General Instruction T.			
6 Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either <ul style="list-style-type: none"><li>By language in the governing instrument, or</li><li>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? . . . . .</li></ul>		6	Yes
7 Did the foundation have at least \$5,000 in assets at any time during the year? If "Yes," complete Part II, col. (c), and Part XV.		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? If "No," attach explanation .		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)? If "Yes," complete Part XIV . . . . .		9	No
10 Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses.		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 RONALD L LAKEY Telephone no (909) 594-0941 Located at 655 BREYA CANYON ROAD WALNUT CA ZIP+4 91789			
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		
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		
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		
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))?

YesNo

(2) Influence the outcome of any specific public election (see section 4955), or to carry on, directly or indirectly, any voter registration drive?

YesNo

(3) Provide a grant to an individual for travel, study, or other similar purposes?

YesNo

(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).

YesNo

(5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals?

YesNo

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

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?

YesNo

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?

YesNo

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?

YesNo

b

If yes, did the foundation receive any proceeds or have any net income attributable to the transaction?

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
JOHN F SHEA	PRESIDENT	0	0	0
655 BREA CANYON ROAD WALNUT, CA 91789	1 00			
JAMES G SHONTERE	SECRETARY	0	0	0
655 BREA CANYON ROAD WALNUT, CA 91789	1 00			
RONALD L LAKEY	CHIEF FINANCIAL OFFICER	0	0	0
655 BREA CANYON ROAD WALNUT, CA 91789	1 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
NONE				

Total

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

0

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Part VIII

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

3 Five highest-paid independent contractors for professional services (see instructions). If none, enter "NONE".		
(a) Name and address of each person paid more than \$50,000	(b) Type of service	(c) Compensation
NONE		
Total number of others receiving over \$50,000 for professional services. . . . .		0

Part IX-A

Summary of Direct Charitable Activities

List the foundation's four largest direct charitable activities during the tax year. Include relevant statistical information such as the number of organizations and other beneficiaries served, conferences convened, research papers produced, etc.	Expenses
1 N/A	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 N/A	0
2	
All other program-related investments. See page 24 of the instructions.	
3	0
Total. Add lines 1 through 3. . . . .	0



Part X

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

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc , purposes		
a	Average monthly fair market value of securities. . . . .	1a	2,639,427
b	Average of monthly cash balances. . . . .	1b	91,212
c	Fair market value of all other assets (see instructions). . . . .	1c	0
d	Total (add lines 1a, b, and c). . . . .	1d	2,730,639
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	0
3	Subtract line 2 from line 1d. . . . .	3	2,730,639
4	Cash deemed held for charitable activities Enter 1 1/2% of line 3 (for greater amount, see instructions). . . . .	4	40,960
5	Net value of noncharitable-use assets. Subtract line 4 from line 3 Enter here and on Part V, line 4	5	2,689,679
6	Minimum investment return. Enter 5% of line 5. . . . .	6	134,484

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	134,484
2a	Tax on investment income for 2013 from Part VI, line 5. . . . .	2a	1,994
b	Income tax for 2013 (This does not include the tax from Part VI ). . . . .	2b	
c	Add lines 2a and 2b. . . . .	2c	1,994
3	Distributable amount before adjustments Subtract line 2c from line 1. . . . .	3	132,490
4	Recoveries of amounts treated as qualifying distributions. . . . .	4	0
5	Add lines 3 and 4. . . . .	5	132,490
6	Deduction from distributable amount (see instructions). . . . .	6	0
7	Distributable amount as adjusted Subtract line 6 from line 5 Enter here and on Part XIII, line 1. . . . .	7	132,490

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	135,000
b	Program-related investments—total from Part IX-B. . . . .	1b	0
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	135,000
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	0
6	Adjusted qualifying distributions. Subtract line 5 from line 4. . . . .	6	135,000
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				132,490
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. . . . .				
b From 2009. . . . .				4,770
c From 2010. . . . .				12,408
d From 2011. . . . .				14,612
e From 2012. . . . .				8,467
f Total of lines 3a through e. . . . .	40,257			
4 Qualifying distributions for 2013 from Part XII, line 4 ▶ \$ 135,000				
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. . . . .				132,490
e Remaining amount distributed out of corpus	2,510			
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	42,767			
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). . .	0			
9 Excess distributions carryover to 2014. Subtract lines 7 and 8 from line 6a . . . . .	42,767			
10 Analysis of line 9				
a Excess from 2009. . . .				4,770
b Excess from 2010. . . .				12,408
c Excess from 2011. . . .				14,612
d Excess from 2012. . . .				8,467
e Excess from 2013. . . .				2,510

## Part XIV

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

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

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

**Part XV** **Supplementary Information (Complete this part only if the organization 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) )

**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

**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 of the person to whom applications should be addressed

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

**c** Any submission deadlines

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

Part XV

Supplementary Information (continued)

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

Recipient	If recipient is an individual, show 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	135,000
b Approved for future payment				
Total . . . . .			3b	0

Enter gross amounts unless otherwise indicated

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

Form **990-PF** (2013)

Part XVII

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

1

Did the organization directly or indirectly engage in any of the following with any other organization described in section 501(c) of the Code (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.

1a(1)

No

2

Other assets.

1a(2)

No

b

Other transactions

1

Sales of assets to a noncharitable exempt organization.

1b(1)

No

2

Purchases of assets from a noncharitable exempt organization.

1b(2)

No

3

Rental of facilities, equipment, or other assets.

1b(3)

No

4

Reimbursement arrangements.

1b(4)

No

5

Loans or loan guarantees.

1b(5)

No

6

Performance of services or membership or fundraising solicitations.

1b(6)

No

c

Sharing of facilities, equipment, mailing lists, other assets, or paid employees.

1c

No

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

2a

Is the foundation directly or indirectly affiliated with, or related to, one or more tax-exempt organizations described in section 501(c) of the Code (other than section 501(c)(3)) or in section 527?

☐ Yes

☒ No

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.

2015-10-13

Signature of officer or trustee

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 RONALD L LAKEY	Preparer's Signature	Date	Check if self-employed <input type="checkbox"/>	PTIN P01251459
Firm's name <input type="checkbox"/> JF SHEA CO INC			Firm's EIN <input type="checkbox"/> 94-1530032	
Firm's address <input type="checkbox"/> 655 BREA CANYON ROAD WALNUT, CA 91789			Phone no (909) 594-9500	

Form 990-PF (2013)

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns a - d

(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 )
75 SHS APPLE INC	P	2012-04-19	2013-12-19
125 SHS APPLE INC	P	2012-05-08	2013-12-19
100 SHS CARBO CERAMICS INC	P	2013-09-17	2014-01-30
700 SHS GULFPORT ENERGY CORP	P	2013-12-19	2014-02-18
2000 SHS RICE ENERGY INC	P	2014-01-30	2014-03-18
2500 SHS GSV CAPITAL CORP	P	2013-10-16	2014-04-08
400 SHS DIAMONDBACK ENERGY INC	P	2014-04-08	2014-04-14
3500 SHS PERMIAN BASIN ROYALTY TRUST	P	2013-11-06	2014-05-22
200 SHS INTERCONTINENTALEXCHANGE GROUP INC	P	2013-12-19	2014-06-27
700 SHS YAHOO INC	P	2014-04-16	2014-07-31
1000 SHS MEMORIAL RESOURCE DEVELOPMENT CORP	P	2014-06-27	2014-08-25
1000 SHS ATLAS ENERGY LP	P	2013-11-15	2014-10-14
3000 SHS SYNERGY RESOURCES CORP	P	2014-10-17	2014-10-29
200 SHS COACH INC	P	2005-11-14	2014-02-05
150 SHS SOUTHWESTERN ENERGY CO	P	2010-01-13	2014-02-05
50 SHS SOUTHWESTERN ENERGY CO	P	2011-08-31	2014-02-05
50 SHS ILLUMINA INC	P	2007-11-02	2014-02-10
280 SHS NEW ORIENTAL EDUCATION & TECHNOLOGY GROUP	P	2008-11-10	2014-03-10
120 SHS NEW ORIENTAL EDUCATION & TECHNOLOGY GROUP	P	2010-01-13	2014-03-10
280 SHS BROADCOM CORP	P	2003-04-28	2014-06-10
300 SHS ARCOS DORADOS HOLDINGS INC	P	2012-03-07	2014-11-25
PASSTHROUGH - LONG TERM	P		
PASSTHROUGH - 1231	P		
ATLAS RESOURCES PARTNERS LP - GAIN ON DISPOSAL	P		

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns e - h


(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)
40,844		44,510	-3,666
68,073		70,553	-2,480
12,100		10,004	2,096
45,196		40,984	4,212
51,769		47,120	4,649
24,899		38,422	-13,523
27,929		26,173	1,756
50,404		51,485	-1,081
37,497		44,749	-7,252
25,135		25,545	-410
28,149		24,067	4,082
35,249		40,983	-5,734
34,499		30,150	4,349
9,033		6,920	2,113
6,314		7,387	-1,073
2,105		1,908	197
7,892		1,423	6,469
7,519		3,995	3,524
3,223		2,345	878
10,355		2,961	7,394
1,753		5,882	-4,129
		216	-216
762			762
1,553			1,553




Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns i - l

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) 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	
			-3,666
			-2,480
			2,096
			4,212
			4,649
			-13,523
			1,756
			-1,081
			-7,252
			-410
			4,082
			-5,734
			4,349
			2,113
			-1,073
			197
			6,469
			3,524
			878
			7,394
			-4,129
			-216
			762
			1,553


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)				
<b>a</b> Paid during the year				
ALAGILLE SYNDROME ALLIANCE 10500 SW STARR DRIVE TUALATIN,OR 97062	NONE	PUBLIC CHARITY	TO FURTHER EXEMPT PURPOSE	13,000
ALL HALLOWS INSTITUTE 111 EAST 164TH STREET BRONX,NY 10452	NONE	PUBLIC CHARITY	TO FURTHER EXEMPT PURPOSE	4,600
AMERICAN HEART ASSOCIATION PO BOX 6046 IRVINE,CA 92616	NONE	PUBLIC CHARITY	TO FURTHER EXEMPT PURPOSE	725
ARIZONA KIDNEY FOUNDATION 4203 EAST INDIAN SCHOOL RD 140 PHOENIX,AZ 85018	NONE	PUBLIC CHARITY	TO FURTHER EXEMPT PURPOSE	1,450
ASSISTANCE LEAGUE COLUMBIA PACIFIC POB 596 ASTORIA,OR 97103	NONE	PUBLIC CHARITY	TO FURTHER EXEMPT PURPOSE	2,000
BEATITUDES OF OUR LORD CATHOLIC SCHOOL 13021 S SANTA GERTRUDES AVENUE LA MIRADA,CA 90638	NONE	PUBLIC CHARITY	TO FURTHER EXEMPT PURPOSE	2,500
BOULDER SCHOOL FOR THE STUDY OF URANTIA BOOK 1430 HIGH STREET BOULDER,CO 80304	NONE	PUBLIC CHARITY	TO FURTHER EXEMPT PURPOSE	2,800
BOYS & GIRLS CLUB OF CAPISTRANO VALLEY 1 VIA POSITIVA SAN JUAN CAPISTRANO,CA 92675	NONE	PUBLIC CHARITY	TO FURTHER EXEMPT PURPOSE	300
BOYS & GIRLS CLUB OF LA HARBOR 1200 S CABRILLO AVENUE SAN PEDRO,CA 90731	NONE	PUBLIC CHARITY	TO FURTHER EXEMPT PURPOSE	725
CALVARY BAPTIST TABERNACLE FBOSOLES FOR LIFE 18701 SOUTH DENKER AVENUE GARDENA,CA 90248	NONE	PUBLIC CHARITY	TO FURTHER EXEMPT PURPOSE	3,000
CARDINAL MINDSZENTY FOUNDATION PO BOX 11321 ST LOUIS,MO 63105	NONE	PUBLIC CHARITY	TO FURTHER EXEMPT PURPOSE	1,000
CAROLINAS HEALTH CARE FOUNDATION PO BOX 32861 CHARLOTTE,NC 28232	NONE	PUBLIC CHARITY	TO FURTHER EXEMPT PURPOSE	1,000
CATHOLIC CHARITIES 1531 JAMES M WOOD BLVD LOS ANGELES,CA 90015	NONE	PUBLIC CHARITY	TO FURTHER EXEMPT PURPOSE	500
CATHOLIC EDUCATION FOUNDATION 3424 WILSHIRE BLVD 5TH FLOOR LOS ANGELES,CA 90010	NONE	PUBLIC CHARITY	TO FURTHER EXEMPT PURPOSE	4,000
CHURCH OF THE PRESENTATION 6715 LEESBURG PLACE STOCKTON,CA 95207	NONE	PUBLIC CHARITY	TO FURTHER EXEMPT PURPOSE	800
<b>Total . . . . .</b>  <b>3a</b>				135,000


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)				
<b>a</b> <i>Paid during the year</i>				
CORPUS CHRISTI CATHOLIC CHURCH 887 TOYOPA DRIVE PACIFIC PALISADES,CA 90272	NONE	PUBLIC CHARITY	TO FURTHER EXEMPT PURPOSE	3,500
CORPUS CHRISTI SCHOOL 890 TOYOPA DRIVE PACIFIC PALISADES,CA 90272	NONE	PUBLIC CHARITY	TO FURTHER EXEMPT PURPOSE	1,000
EAGLE FORUM EDUCATION & LEGAL DEFENSE FUND PO BOX 618 322 STATE ST 301 ALTON,IL 62002	NONE	PUBLIC CHARITY	TO FURTHER EXEMPT PURPOSE	1,000
FATHER SERRA'S FOOD PANTRY 31611 EL CAMINO REAL SAN JUAN CAPISTRANO,CA 92675	NONE	PUBLIC CHARITY	TO FURTHER EXEMPT PURPOSE	500
FISHER HOUSE FOUNDATION INC 111 ROCKVILLE PIKE SUITE 420 ROCKVILLE,MD 20850	NONE	PUBLIC CHARITY	TO FURTHER EXEMPT PURPOSE	10,000
FREDERICK J ARTZ CENTER 1675 SW MARLOW AVE 200 PORTLAND,OR 97225	NONE	PUBLIC CHARITY	TO FURTHER EXEMPT PURPOSE	500
FRIENDS OF BANNING MUSEUM PO BOX 1927 401 EAST M STREET WILMINGTON,CA 90748	NONE	PUBLIC CHARITY	TO FURTHER EXEMPT PURPOSE	725
HILLSDALE COLLEGE PO BOX 96607 WASHINGTON,DC 20090	NONE	PUBLIC CHARITY	TO FURTHER EXEMPT PURPOSE	2,000
HUNTINGTON LIBRARY 1151 OXFORD ROAD SAN MARINO,CA 91108	NONE	PUBLIC CHARITY	TO FURTHER EXEMPT PURPOSE	1,000
INTREPID FALLEN HEROES FUND 1 INTREPID SQUARE WEST 46TH ST AND 12TH AVE NEWYORK,NY 10036	NONE	PUBLIC CHARITY	TO FURTHER EXEMPT PURPOSE	2,000
JESUIT HIGH SCHOOL 9000 SW BEAVERTON HILLSDALE HWY PORTLAND,OR 97225	NONE	PUBLIC CHARITY	TO FURTHER EXEMPT PURPOSE	3,000
JUDICIAL WATCH 425 THIRD ST SW 800 WASHINGTON,DC 20024	NONE	PUBLIC CHARITY	TO FURTHER EXEMPT PURPOSE	2,000
LAS MADRINAS - CHLA C/O MRS MONTOYA DEPT 6778 LOS ANGELES,CA 900846778	NONE	PUBLIC CHARITY	TO FURTHER EXEMPT PURPOSE	100
LIBERTY RESTORATION INC 1203 COMMERCIAL STREET ASTORIA,OR 97103	NONE	PUBLIC CHARITY	TO FURTHER EXEMPT PURPOSE	3,000
LOS ANGELES COUNTY MUSEUM OF ART 5905 WILSHIRE BLVD LOS ANGELES,CA 90036	NONE	PUBLIC CHARITY	TO FURTHER EXEMPT PURPOSE	2,500
<b>Total . . . . .</b>  <b>3a</b>				135,000


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)				
<b>a</b> <i>Paid during the year</i>				
LOWER COLUMBIA HOSPICE 2111 EXCHANGE ST ASTORIA,OR 97103	NONE	PUBLIC CHARITY	TO FURTHER EXEMPT PURPOSE	200
LOYOLA MARYMOUNT UNIVERSITY 1 LMU DRIVE LOS ANGELES,CA 90045	NONE	PUBLIC CHARITY	TO FURTHER EXEMPT PURPOSE	2,500
MAUREEN SHEA SCHOLARSHIP FUND 500 BELLEFONTAINE PASADENA,CA 91105	NONE	PUBLIC CHARITY	TO FURTHER EXEMPT PURPOSE	1,000
MAYFIELD SENIOR SCHOOL 500 BELLEFONTAINE STREET PASADENA,CA 91105	NONE	PUBLIC CHARITY	TO FURTHER EXEMPT PURPOSE	1,000
MENLO COLLEGE ALUMNI MEMORIAL SCHOLARSHIP FUND 1000 EL CAMINO REAL ATHERTON,CA 94027	NONE	PUBLIC CHARITY	TO FURTHER EXEMPT PURPOSE	500
NAVY SEAL FOUNDATION 1619 D SREET BLDG 5326 VIRGINIA BEACH,VA 23459	NONE	PUBLIC CHARITY	TO FURTHER EXEMPT PURPOSE	2,000
NAZARETH HOUSE 3333 MANNING AVENUE LOS ANGELES,CA 90064	NONE	PUBLIC CHARITY	TO FURTHER EXEMPT PURPOSE	900
NEW DIRECTIONS FOR WOMEN 2607 WILLO LANE COSTA MESA,CA 92627	NONE	PUBLIC CHARITY	TO FURTHER EXEMPT PURPOSE	1,450
NORTH COAST LAND CONSERVANCY PO BOX 566 ASTORIA,OR 97103	NONE	PUBLIC CHARITY	TO FURTHER EXEMPT PURPOSE	200
OCEAN INSTITUTE OF DANA POINT 24200 DANA POINT HARBOR DRIVE DANA POINT,CA 92629	NONE	PUBLIC CHARITY	TO FURTHER EXEMPT PURPOSE	350
OPTIONS UNITED 690 VISTA DEL SOL CAMARILLO,CA 93010	NONE	PUBLIC CHARITY	TO FURTHER EXEMPT PURPOSE	1,000
PASADENA HUMANE SOCIETY 361 SOUTH RAYMOND AVE PASADENA,CA 91105	NONE	PUBLIC CHARITY	TO FURTHER EXEMPT PURPOSE	4,000
PRESENTATION LIFE TEEN LOUNGE 6715 LEESBURG PLACE STOCKTON,CA 95207	NONE	PUBLIC CHARITY	TO FURTHER EXEMPT PURPOSE	600
PRESENTATION ELEMENTARY SCHOOL 1635 W BENJAMIN HOLT DR STOCKTON,CA 95207	NONE	PUBLIC CHARITY	TO FURTHER EXEMPT PURPOSE	400
PRIDE OF PAUL REVERE MIDDLE CHARTER SCHOOL 1450 ALLENFORD AVE LOS ANGELES,CA 90049	NONE	PUBLIC CHARITY	TO FURTHER EXEMPT PURPOSE	1,450
<b>Total . . . . .</b>  <b>3a</b>				135,000

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)				
<b>a</b> Paid during the year				
RANDY E CARPENTER MEMORIAL FOUNDATION PO BOX 921 BAKER CITY,OR 97814	NONE	PUBLIC CHARITY	TO FURTHER EXEMPT PURPOSE	500
SANTA CLARA UNIVERSITY 500 EL CAMINO REAL SANTA CLARA,CA 95053	NONE	PUBLIC CHARITY	TO FURTHER EXEMPT PURPOSE	1,500
SANTA TERESITA HOSPITAL FOUNDATION 819 BUENA VISTA ST DUARTE,CA 91010	NONE	PUBLIC CHARITY	TO FURTHER EXEMPT PURPOSE	1,000
SAVE ONE LIFE INC 65 CENTRAL ST 204 GEORGETOWN,MA 01833	NONE	PUBLIC CHARITY	TO FURTHER EXEMPT PURPOSE	300
SEASIDE HEAD START 1225 2ND AVENUE SEASIDE,OR 97138	NONE	PUBLIC CHARITY	TO FURTHER EXEMPT PURPOSE	500
SEASIDE KIDS INC PO BOX 275 SEASIDE,OR 97138	NONE	PUBLIC CHARITY	TO FURTHER EXEMPT PURPOSE	500
SERVITE HIGH SCHOOL 1952 WLA PALMA AVENUE ANAHEIM,CA 92808	NONE	PUBLIC CHARITY	TO FURTHER EXEMPT PURPOSE	4,634
SISTERS OF ST LOUIS 875 TOYOPA DR PACIFIC PASLISADES,CA 90272	NONE	PUBLIC CHARITY	TO FURTHER EXEMPT PURPOSE	2,500
SPECIAL OPERATIONS WARRIOR FOUNDATION POB 13483 TAMPA,FL 33629	NONE	PUBLIC CHARITY	TO FURTHER EXEMPT PURPOSE	1,000
ST BRENDAN SCHOOL 238 S MANHATTAN PLACE LOS ANGELES,CA 90004	NONE	PUBLIC CHARITY	TO FURTHER EXEMPT PURPOSE	3,500
ST JOHN OF GOD RETIREMENT AND CARE CENTER 2035 WADAMS BLVD LOS ANGELES,CA 90018	NONE	PUBLIC CHARITY	TO FURTHER EXEMPT PURPOSE	1,000
ST JOSEPH CATHOLIC SCHOOL 6200 E WILLOW SREET LONG BEACH,CA 90815	NONE	PUBLIC CHARITY	TO FURTHER EXEMPT PURPOSE	1,000
ST MARY'S HIGH SCHOOL POB 7247 5648 N EL DORADO ST STOCKTON,CA 952670247	NONE	PUBLIC CHARITY	TO FURTHER EXEMPT PURPOSE	1,300
ST PHILIP THE APOSTLE CHURCH 151 S HILL AVE PASADENA,CA 91106	NONE	PUBLIC CHARITY	TO FURTHER EXEMPT PURPOSE	3,000
ST VINCENT DE PAUL SOCIETY 1964 ORANGE AVE COSTA MESA,CA 92627	NONE	PUBLIC CHARITY	TO FURTHER EXEMPT PURPOSE	725
<b>Total . . . . .</b>  <b>3a</b>				135,000

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)				
<b>a</b> <i>Paid during the year</i>				
STANFORD UNIVERSITY ATHLETIC DEPT ARRILLAGA FAMILY SPORTS CENTER PO BOX 20466 STANFORD,CA 94305	NONE	PUBLIC CHARITY	TO FURTHER EXEMPT PURPOSE	500
TOGETHER IN MISSION 3424 WILSHIRE BLVD LOS ANGELES,CA 90010	NONE	PUBLIC CHARITY	TO FURTHER EXEMPT PURPOSE	1,000
UNITY CARE GROUP - CHARLIE SHEA HOME FUND PO BOX 730276 237 RACE STREET SAN JOSE,CA 95126	NONE	PUBLIC CHARITY	TO FURTHER EXEMPT PURPOSE	1,400
UNIVERSITY OF OREGON FOUNDATION-DUCK ATHLETIC CLUB 360 E 10TH AVE 202 EUGENE,OR 97401	NONE	PUBLIC CHARITY	TO FURTHER EXEMPT PURPOSE	300
WARRENTON-HAMMOND HEALTHY KIDS INC POB 2426 GEARHART,OR 97138	NONE	PUBLIC CHARITY	TO FURTHER EXEMPT PURPOSE	800
WELCOME HOME VETS PO BOX 189 GROSS VALLEY,CA 95945	NONE	PUBLIC CHARITY	TO FURTHER EXEMPT PURPOSE	4,633
WOUNDED WARRIOR PROJECT PO BOX 758517 TOPEKA,KS 66675	NONE	PUBLIC CHARITY	TO FURTHER EXEMPT PURPOSE	9,633
YOUNG AMERICA'S FOUNDATION THE REAGAN RANCH 217 STATE STREET SANTA BARBARA,CA 93101	NONE	PUBLIC CHARITY	TO FURTHER EXEMPT PURPOSE	5,000
<b>Total . . . . .</b>  <b>3a</b>				135,000

**TY 2013 All Other Program  
Related Investments Schedule**

**Name:** THE SHEA FOUNDATION

**EIN:** 95-6027824

Category	Amount
N/A	0

TY 2013 Investments Corporate  
Stock Schedule

Name: THE SHEA FOUNDATION  
EIN: 95-6027824

Name of Stock	End of Year Book Value	End of Year Fair Market Value
180 SHS VMWARE INC	10,540	15,833
24,200 SHS KAYNE ANDERSON MLP INVEST	653,279	922,988
250 SHS LULULEMON ATHLETICA INC	3,921	12,048
175 SHS POWER INTEGRATIONS INC	5,671	8,778
175 SHS QUALCOMM INC	5,058	12,758
380 SHS CELGENE CORPORATION	10,689	43,202
25 SHS GOOGLE INC	0	0
1,680 SHS VANGUARD 500 INDEX FUND	230,563	321,646
250 SHS ILLUMINA INC	6,865	47,723
560 SHS COGNIZANT TECHNOLOGY SOLUTIONS CORP	5,253	30,234
220 SHS STARBUCKS CORP	2,093	17,866
440 SHS GILEAD SCIENCES INC	3,615	44,141
44,500 SHS PIMCO HIGH INCOME FUND	629,624	544,235
380 SHS CAVIUM NETWORKS INC	6,183	21,508
70 SHS INTUITIVE SURGICAL INC	6,895	36,244
4,425 SHS CGM FOCUS FUND	160,390	183,190
560 SHS APPLE INC	5,206	66,601
120 SHS CREE INC	6,144	4,361
140 SHS ALEXION PHARMACEUTICALS INC	8,110	27,286
30 SHS AMAZON.COM INC	6,565	10,159
55 SHS BAIDU.COM	7,069	13,481
200 SHS APPLE INC	0	0
180 SHS FRESH MARKET INC	7,754	7,373
80 SHS MERCADOLIBRE INC	7,202	11,275
110 SHS ULTA SALON COSMETICS & FRAGRANCE INC	10,145	13,914
170 SHS KINDER MORGAN INC	6,317	7,030
200 SHS NOODLES & CO	8,635	4,896
10 SHS PRICELINE.COM INC	7,069	11,602
260 SHS TILE SHOP HOLDINGS INC	7,522	2,595
4,500 SHS EAGLE ROCK ENERGY PARTNERS LP	19,583	12,870



Name of Stock	End of Year Book Value	End of Year Fair Market Value
1,500 SHS MEMORIAL RESOURCE DEVELOPMENT CORP	35,233	32,400
1,300 SHS GILEAD SCIENCES INC	114,844	130,416
25 SHS GOOGLE INC (CLASS A)	4,925	13,727
25 SHS GOOGLE INC (CLASS C)	4,910	13,546
90 SHS MEDIVATION INC	7,241	10,430
280 SHS NPS PHARMACEUTICALS INC	9,629	9,290
110 SHS PHARMACYCLICS INC	10,668	15,333
900 SHS VIPSHOP HOLDINGS LTD	9,479	20,574

TY 2013 Other Decreases Schedule

**Name:** THE SHEA FOUNDATION

**EIN:** 95-6027824

Description	Amount
NONDEDUCTIBLE EXPENSE	5

**TY 2013 Other Expenses Schedule****Name:** THE SHEA FOUNDATION**EIN:** 95-6027824

Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
INVESTMENT EXPENSES	706	706		0
BANK CHARGE	375	375		0
ATTORNEY GENERAL FEE	50	50		0
PASSTHROUGH - ORDINARY LOSS	5,533	5,533		0
PASSTHROUGH - OTHER DEDUCTION	3,810	3,810		0
PASSTHROUGH - MISC EXPENSE	2,404	2,404		0

**TY 2013 Other Income Schedule****Name:** THE SHEA FOUNDATION**EIN:** 95-6027824

Description	Revenue And Expenses Per Books	Net Investment Income	Adjusted Net Income
ROYALTY	1,639	1,639	1,639
PASSTHROUGH - OTHER INCOME	258	258	258

## TY 2013 Other Professional Fees Schedule

**Name:** THE SHEA FOUNDATION

**EIN:** 95-6027824

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
MANAGEMENT FEE	2,882	2,882		0

**TY 2013 Taxes Schedule****Name:** THE SHEA FOUNDATION**EIN:** 95-6027824

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
FRANCHISE TAX BOARD	10	10		0
UNITED STATES TREASURY	1,500	0		0
TAX WITHHOLDING	3,447	0		0