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Form **990-PF**

**Return of Private Foundation**

OMB No 1545-0052

**2014**

Department of the Treasury  
Internal Revenue Service

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](http://www.irs.gov/form990pf).

Open to Public Inspection

For calendar year 2014 or tax year beginning , 2014, and ending , 20

Name of foundation  
**THE GODRIC FOUNDATION**

Number and street (or P O box number if mail is not delivered to street address) Room/suite  
**625 FAIR OAKS AVENUE, STE 360**

City or town, state or province, country, and ZIP or foreign postal code  
**SOUTH PASADENA, CA 91030**

**A Employer identification number**  
95-3500486

**B Telephone number (see instructions)**  
(626) 441-5188

**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

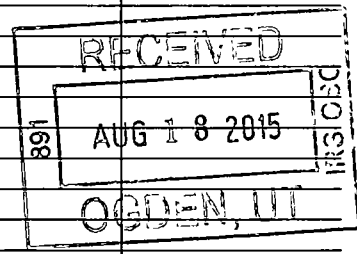
**G** Check all that apply  
 Initial return  Initial return of a former public charity  
 Final return  Amended return  
 Address change  Name change

**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, col (c), line 16) **\$ 5,887,021.**

**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)				
	2 Check <input checked="" type="checkbox"/> if the foundation is not required to attach Sch B				
	3 Interest on savings and temporary cash investments				
	4 Dividends and interest from securities	107,688.	107,688.		ATCH 1
	5a Gross rents				
	b Net rental income or (loss)				
	6a Net gain or (loss) from sale of assets not on line 10	158,210.			
	b Gross sales price for all assets on line 6a	812,328.			
	7 Capital gain net income (from Part IV, line 2)		187,553.		
	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) ATCH 2			15,390.		
12 Total. Add lines 1 through 11	265,898.	310,631.			
Operating and Administrative Expenses	13 Compensation of officers, directors, trustees, etc	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) [3]	49,338.	9,868.		34,537.
	17 Interest				
	18 Taxes (attach schedule) (see instructions) [4]	3,662.	662.		
	19 Depreciation (attach schedule) and depletion				
	20 Occupancy				
	21 Travel, conferences, and meetings				
	22 Printing and publications				
	23 Other expenses (attach schedule) ATCH 5	1,471.	420.		919.
	24 Total operating and administrative expenses. Add lines 13 through 23	54,471.	10,950.		35,456.
	25 Contributions, gifts, grants paid	464,500.			464,500.
26 Total expenses and disbursements Add lines 24 and 25	518,971.	10,950.		499,956.	
27 Subtract line 26 from line 12					
a Excess of revenue over expenses and disbursements	-253,073.				
b Net investment income (if negative, enter -0-)		299,681.			
c Adjusted net income (if negative, enter -0-)					



AUG 18 2015  
 OGDEN, UT

*Handwritten signature/initials*

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 . . . . .		2,256.	701.	701.
	2	Savings and temporary cash investments . . . . .		246,833.	387,335.	387,337.
	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) [6]		401,237.	400,765.	420,299.
	b	Investments - corporate stock (attach schedule) ATCH 7		2,100,496.	2,183,221.	3,227,217.
	c	Investments - corporate bonds (attach schedule) ATCH 8		503,249.	383,374.	378,386.
	11	Investments - land, buildings, and equipment basis Less accumulated depreciation (attach schedule) ▶				
	12	Investments - mortgage loans . . . . .				
	13	Investments - other (attach schedule) . . . . . ATCH 9		1,203,119.	852,172.	1,473,081.
	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) . . . . .		4,457,190.	4,207,568.	5,887,021.	
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	Foundations that follow SFAS 117, check here ▶ <input type="checkbox"/>			and complete lines 24 through 26 and lines 30 and 31.		
	24	Unrestricted . . . . .				
	25	Temporarily restricted . . . . .				
	26	Permanently restricted . . . . .				
	Foundations that do not follow SFAS 117, . . . ▶ <input checked="" type="checkbox"/>			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 . . . . .		4,457,190.	4,207,568.		
30	<b>Total net assets or fund balances</b> (see instructions) . . . . .		4,457,190.	4,207,568.		
31	<b>Total liabilities and net assets/fund balances</b> (see instructions) . . . . .		4,457,190.	4,207,568.		

**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	4,457,190.
2	Enter amount from Part I, line 27a . . . . .	2	-253,073.
3	Other increases not included in line 2 (itemize) ▶ ATCH 10 . . . . .	3	3,451.
4	Add lines 1, 2, and 3 . . . . .	4	4,207,568.
5	Decreases not included in line 2 (itemize) ▶ . . . . .	5	
6	<b>Total net assets or fund balances at end of year</b> (line 4 minus line 5) - Part II, column (b), line 30 . . . . .	6	4,207,568.

**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 PART IV SCHEDULE				
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) 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	187,553.
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6) If gain, also enter in Part I, line 8, column (c) (see instructions) If (loss), enter -0- in Part I, line 8		{ If gain, also enter in Part I, line 8, column (c) (see instructions) If (loss), enter -0- in Part I, line 8 }	3	0

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

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

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

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

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

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col (b) divided by col (c))
2013	243,998.	5,492,410.	0.044425
2012	210,008.	5,027,935.	0.041768
2011	292,226.	5,060,328.	0.057748
2010	492,819.	5,009,726.	0.098372
2009	294,311.	5,690,985.	0.051715
2 Total of line 1, column (d)			2 0.294028
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 0.058806
4 Enter the net value of noncharitable-use assets for 2014 from Part X, line 5			4 5,881,136.
5 Multiply line 4 by line 3			5 345,846.
6 Enter 1% of net investment income (1% of Part I, line 27b)			6 2,997.
7 Add lines 5 and 6			7 348,843.
8 Enter qualifying distributions from Part XII, line 4 If line 8 is equal to or greater than line 7, check the box in Part VI, line 1b, and complete that part using a 1% tax rate See the Part VI instructions			8 499,956.

Part VI Excise Tax Based on Investment Income (Section 4940(a), 4940(b), 4940(e), or 4948 - see instructions)

Table with 11 rows for excise tax calculations. Includes sub-rows 6a-6d for credits. Total tax due is 3,436.

Part VII-A Statements Regarding Activities

Table with 10 rows for activity statements. Includes Yes/No columns. Activities include political campaign influence, unrelated business income, and substantial contributors.

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).
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)
13 Did the foundation comply with the public inspection requirements for its annual returns and exemption application?
14 The books are in care of WHITTIER TRUST COMPANY Telephone no 626-441-5188
15 Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 - Check here
16 At any time during calendar year 2014, 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?

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.

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?
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)?
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 2014?
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 2014, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2014?
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?
c If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here
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 2014 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?
4a Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?
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 2014?

**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 4945(d)(4)(A)? (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**

Organizations relying on a current notice regarding disaster assistance check here . . . . .

c If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant? . . . . .  Yes  No

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

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

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

If "Yes" to 6b, file Form 8870

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

b If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction? . . . . .  Yes  No **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
ATCH 11		0	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. . . . .

**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 N/A	
2	
3	
4	

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

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2	Amount
1 NONE	
2	
All other program-related investments See instructions	
3 NONE	

Total. Add lines 1 through 3 . . . . . ▶

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

<b>1</b>	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes		
<b>a</b>	Average monthly fair market value of securities	<b>1a</b>	5,803,543.
<b>b</b>	Average of monthly cash balances	<b>1b</b>	167,153.
<b>c</b>	Fair market value of all other assets (see instructions)	<b>1c</b>	
<b>d</b>	<b>Total</b> (add lines 1a, b, and c)	<b>1d</b>	5,970,696.
<b>e</b>	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	<b>1e</b>	
<b>2</b>	Acquisition indebtedness applicable to line 1 assets	<b>2</b>	
<b>3</b>	Subtract line 2 from line 1d	<b>3</b>	5,970,696.
<b>4</b>	Cash deemed held for charitable activities Enter 1 1/2% of line 3 (for greater amount, see instructions)	<b>4</b>	89,560.
<b>5</b>	<b>Net value of noncharitable-use assets.</b> Subtract line 4 from line 3 Enter here and on Part V, line 4	<b>5</b>	5,881,136.
<b>6</b>	<b>Minimum investment return.</b> Enter 5% of line 5	<b>6</b>	294,057.

**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)

<b>1</b>	Minimum investment return from Part X, line 6	<b>1</b>	294,057.
<b>2a</b>	Tax on investment income for 2014 from Part VI, line 5	<b>2a</b>	2,997.
<b>b</b>	Income tax for 2014 (This does not include the tax from Part VI)	<b>2b</b>	
<b>c</b>	Add lines 2a and 2b	<b>2c</b>	2,997.
<b>3</b>	Distributable amount before adjustments Subtract line 2c from line 1	<b>3</b>	291,060.
<b>4</b>	Recoveries of amounts treated as qualifying distributions	<b>4</b>	
<b>5</b>	Add lines 3 and 4	<b>5</b>	291,060.
<b>6</b>	Deduction from distributable amount (see instructions)	<b>6</b>	
<b>7</b>	<b>Distributable amount as adjusted</b> Subtract line 6 from line 5 Enter here and on Part XIII, line 1	<b>7</b>	291,060.

**Part XII Qualifying Distributions** (see instructions)

<b>1</b>	Amounts paid (including administrative expenses) to accomplish charitable, etc., purposes		
<b>a</b>	Expenses, contributions, gifts, etc - total from Part I, column (d), line 26	<b>1a</b>	499,956.
<b>b</b>	Program-related investments - total from Part IX-B	<b>1b</b>	
<b>2</b>	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	<b>2</b>	
<b>3</b>	Amounts set aside for specific charitable projects that satisfy the		
<b>a</b>	Suitability test (prior IRS approval required)	<b>3a</b>	
<b>b</b>	Cash distribution test (attach the required schedule)	<b>3b</b>	
<b>4</b>	<b>Qualifying distributions.</b> Add lines 1a through 3b Enter here and on Part V, line 8, and Part XIII, line 4	<b>4</b>	499,956.
<b>5</b>	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)	<b>5</b>	2,997.
<b>6</b>	<b>Adjusted qualifying distributions.</b> Subtract line 5 from line 4	<b>6</b>	496,959.

**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 2013	(c) 2013	(d) 2014
1 Distributable amount for 2014 from Part XI, line 7				291,060.
2 Undistributed income, if any, as of the end of 2014				
a Enter amount for 2013 only				
b Total for prior years 20 12, 20 11, 20 10				
3 Excess distributions carryover, if any, to 2014				
a From 2009				
b From 2010		227,897.		
c From 2011		42,102.		
d From 2012				
e From 2013				
f Total of lines 3a through e	269,999.			
4 Qualifying distributions for 2014 from Part XII, line 4 ▶ \$ 499,956.				
a Applied to 2013, but not more than line 2a				
b Applied to undistributed income of prior years (Election required - see instructions)				
c Treated as distributions out of corpus (Election required - see instructions)				
d Applied to 2014 distributable amount				291,060.
e Remaining amount distributed out of corpus	208,896.			
5 Excess distributions carryover applied to 2014 (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	478,895.			
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 2013 Subtract line 4a from line 2a Taxable amount - see instructions				
f Undistributed income for 2014 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2015				0.
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (Election may be required - see instructions)				
8 Excess distributions carryover from 2009 not applied on line 5 or line 7 (see instructions)				
9 Excess distributions carryover to 2015. Subtract lines 7 and 8 from line 6a	478,895.			
10 Analysis of line 9				
a Excess from 2010		227,897.		
b Excess from 2011		42,102.		
c Excess from 2012				
d Excess from 2013				
e Excess from 2014		208,896.		

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

NOT APPLICABLE

1a If the foundation has received a ruling or determination letter that it is a private operating foundation, and the ruling is effective for 2014, enter the date of the ruling . . . . .

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

	Tax year				(e) Total
	(a) 2014	(b) 2013	(c) 2012	(d) 2011	
2a Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed . . . . .					
b 85% of line 2a . . . . .					
c Qualifying distributions from Part XII, 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 address of the person to whom applications should be addressed

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

c Any submission deadlines

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

**Part XV** Supplementary Information (continued)

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

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a <i>Paid during the year</i>  ATCH 12				
<b>Total</b> ..... ► 3a				464,500.
b <i>Approved for future payment</i>  ATCH 13				
<b>Total</b> ..... ► 3b				705,000.



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

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

Table with 4 columns: (a) Line no, (b) Amount involved, (c) Name of noncharitable exempt organization, (d) Description of transfers, transactions, and sharing arrangements. Row 1 contains 'N/A' for both (b) and (d).

- 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... b If "Yes," complete the following schedule

Table with 3 columns: (a) Name of organization, (b) Type of organization, (c) Description of relationship. All rows are currently empty.

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. Sign Here: [Signature], Date: 8/12/15, Title: SECRETARY/DIRECTOR. May the IRS discuss this return with the preparer shown below (see instructions)? [X] Yes [ ] No

Paid Preparer Use Only section containing fields for Preparer's name (ROBIN M PAULE), Date (08/04/2015), Firm's name (HOLTHOUSE CARLIN & VAN TRIGT LLP), Firm's address (3011 TOWNSGATE ROAD, SUITE 400 WESTLAKE VILLAGE, CA 91361), Firm's EIN (95-4345526), and Phone no (805-374-8555).

**FORM 990-PF - PART IV  
CAPITAL GAINS AND LOSSES FOR TAX ON INVESTMENT INCOME**

Kind of Property		Description				P or D	Date acquired	Date sold
Gross sale price less expenses of sale	Depreciation allowed/ allowable	Cost or other basis	FMV as of 12/31/69	Adj basis as of 12/31/69	Excess of FMV over adj basis		Gain or (loss)	
		TOTAL SHORT-TERM COMMON TRUST FUND AND PARTNERSHIP, S CORPORATION, AND OTHER ESTATES OR TRUST GAIN OR LOSS					959.	
		TOTAL LONG-TERM COMMON TRUST FUND AND PARTNERSHIP, S CORPORATION, AND OTHER ESTATES OR TRUST GAIN OR LOSS					24,105.	
180,083.		PUBLICLY TRADED SECURITIES PROPERTY TYPE: SECURITIES 184,288.				P	VARIOUS	VARIOUS
							-4,205.	
66,781.		PUBLICLY TRADED SECURITIES PROPERTY TYPE: SECURITIES 62,177.				P	VARIOUS	VARIOUS
							4,604.	
270,008.		PUBLICLY TRADED SECURITIES PROPERTY TYPE: SECURITIES 194,399.				P	VARIOUS	VARIOUS
							75,609.	
140,040.		PUBLICLY TRADED SECURITIES PROPERTY TYPE: SECURITIES 86,540.				P	VARIOUS	VARIOUS
							53,500.	
130,352.		PUBLICLY TRADED SECURITIES PROPERTY TYPE: SECURITIES 97,371.				P	VARIOUS	VARIOUS
							32,981.	
TOTAL GAIN (LOSS) .....							<u>187,553.</u>	

## Application for Extension of Time To File an Exempt Organization Return

▶ **File a separate application for each return.**  
▶ Information about Form 8868 and its instructions is at [www.irs.gov/form8868](http://www.irs.gov/form8868).

- If you are filing for an **Automatic 3-Month Extension**, complete only **Part I** and check this box  **X**
- If you are filing for an **Additional (Not Automatic) 3-Month Extension**, complete only **Part II** (on page 2 of this form)

**Do not complete Part II unless** you have already been granted an automatic 3-month extension on a previously filed Form 8868

**Electronic filing (e-file).** You can electronically file Form 8868 if you need a 3-month automatic extension of time to file (6 months for a corporation required to file Form 990-T), or an additional (not automatic) 3-month extension of time. You can electronically file Form 8868 to request an extension of time to file any of the forms listed in Part I or Part II with the exception of Form 8870, Information Return for Transfers Associated With Certain Personal Benefit Contracts, which must be sent to the IRS in paper format (see instructions). For more details on the electronic filing of this form, visit [www.irs.gov/efile](http://www.irs.gov/efile) and click on *e-file for Charities & Nonprofits*

**Part I Automatic 3-Month Extension of Time.** Only submit original (no copies needed).

A corporation required to file Form 990-T and requesting an automatic 6-month extension - check this box and complete

Part I only

All other corporations (including 1120-C filers), partnerships, REMICs, and trusts must use Form 7004 to request an extension of time to file income tax returns

Enter filer's identifying number, see instructions

<b>Type or print</b>  <small>File by the due date for filing your return. See instructions</small>	Name of exempt organization or other filer, see instructions  THE GODRIC FOUNDATION	Employer identification number (EIN) or  95-3500486
	Number, street, and room or suite no. If a P O box, see instructions 625 FAIR OAKS AVENUE, STE 360	Social security number (SSN)
	City, town or post office, state, and ZIP code. For a foreign address, see instructions SOUTH PASADENA, CA 91030	

Enter the Return code for the return that this application is for (file a separate application for each return)

Application Is For	Return Code	Application Is For	Return Code
Form 990 or Form 990-EZ	01	Form 990-T (corporation)	07
Form 990-BL	02	Form 1041-A	08
Form 4720 (individual)	03	Form 4720 (other than individual)	09
Form 990-PF	04	Form 5227	10
Form 990-T (sec 401(a) or 408(a) trust)	05	Form 6069	11
Form 990-T (trust other than above)	06	Form 8870	12

WHITTIER TRUST COMPANY

- The books are in the care of ▶ 625 FAIR OAKS AVENUE, STE 360 SOUTH PASADENA, CA 91030

Telephone No ▶ 626 441-5188 FAX No ▶ \_\_\_\_\_

- If the organization does not have an office or place of business in the United States, check this box
- If this is for a Group Return, enter the organization's four digit Group Exemption Number (GEN) \_\_\_\_\_ If this is for the whole group, check this box  If it is for part of the group, check this box  and attach a list with the names and EINs of all members the extension is for

**1** I request an automatic 3-month (6 months for a corporation required to file Form 990-T) extension of time until 08/15, 2015, to file the exempt organization return for the organization named above. The extension is for the organization's return for  
 ▶  calendar year 2014 or  
 ▶  tax year beginning \_\_\_\_\_, 20\_\_\_\_, and ending \_\_\_\_\_, 20\_\_\_\_

**2** If the tax year entered in line 1 is for less than 12 months, check reason  Initial return  Final return  Change in accounting period

<b>3a</b> If this application is for Form 990-BL, 990-PF, 990-T, 4720, or 6069, enter the tentative tax, less any nonrefundable credits. See instructions	<b>3a</b>	\$ 6,989.
<b>b</b> If this application is for Form 990-PF, 990-T, 4720, or 6069, enter any refundable credits and estimated tax payments made. Include any prior year overpayment allowed as a credit	<b>3b</b>	\$ 489.
<b>c</b> Balance due. Subtract line 3b from line 3a. Include your payment with this form, if required, by using EFTPS (Electronic Federal Tax Payment System). See instructions	<b>3c</b>	\$ 6,500.

**Caution.** If you are going to make an electronic funds withdrawal (direct debit) with this Form 8868, see Form 8453-EO and Form 8879-EO for payment instructions

For Privacy Act and Paperwork Reduction Act Notice, see instructions.

ATTACHMENT 1

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

<u>DESCRIPTION</u>	<u>REVENUE AND EXPENSES PER BOOKS</u>	<u>NET INVESTMENT INCOME</u>
DIVIDENDS	88,754.	88,754.
INTEREST	18,934.	18,934.
TOTAL	<u>107,688.</u>	<u>107,688.</u>

ATTACHMENT 2

FORM 990PF, PART I - OTHER INCOME

<u>DESCRIPTION</u>	<u>REVENUE AND EXPENSES PER BOOKS</u>	<u>NET INVESTMENT INCOME</u>
NET INVESTMENT INCOME WHITTIER TRUST VALUE FUND A		3,910.
NET INVESTMENT INCOME WHITTIER TRUST INTERNATIONAL FUND A		11,480.
TOTALS		<u>15,390.</u>

ATTACHMENT 3

FORM 990PF, PART I - OTHER PROFESSIONAL FEES

<u>DESCRIPTION</u>	<u>REVENUE AND EXPENSES PER BOOKS</u>	<u>NET INVESTMENT INCOME</u>	<u>CHARITABLE PURPOSES</u>
ADMINISTRATION FEES	49,338.	9,868.	34,537.
TOTALS	<u>49,338.</u>	<u>9,868.</u>	<u>34,537.</u>

ATTACHMENT 4

FORM 990PF, PART I - TAXES

<u>DESCRIPTION</u>	<u>REVENUE AND EXPENSES PER BOOKS</u>	<u>NET INVESTMENT INCOME</u>
FOREIGN TAXES	662.	662.
FEDERAL EXCISE TAXES	3,000.	
TOTALS	<u>3,662.</u>	<u>662.</u>

ATTACHMENT 5

FORM 990PF, PART I - OTHER EXPENSES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME	CHARITABLE PURPOSES
FILING FEES / SECRETARY OF STATE	105.	105.	
INSURANCE	1,314.	263.	919.
MISCELLANEOUS	52.	52.	
TOTALS	<u>1,471.</u>	<u>420.</u>	<u>919.</u>

FORM 990PF, PART II - U.S. AND STATE OBLIGATIONS

ATTACHMENT 6

<u>DESCRIPTION</u>	<u>ENDING BOOK VALUE</u>	<u>ENDING FMV</u>
US GOV'T BONDS	98,829.	109,154.
US OBLIGATIONS TOTAL	<u>98,829.</u>	<u>109,154.</u>
MINICIPAL BONDS	301,936.	311,145.
STATE OBLIGATIONS TOTAL	<u>301,936.</u>	<u>311,145.</u>
US AND STATE OBLIGATIONS TOTAL	<u>400,765.</u>	<u>420,299.</u>

FORM 990PF, PART II - CORPORATE STOCK

ATTACHMENT 7

<u>DESCRIPTION</u>	<u>ENDING BOOK VALUE</u>	<u>ENDING FMV</u>
CORPORATE STOCK 82 - SEE STMT	1,534,427.	2,447,229.
CORPORATE STOCK 74 - SEE STMT	499,169.	611,588.
CORPORATE STOCK 00		
FORIEGN EQUITIES		
625 SHS ISHARES RUSL 2000	50,644.	74,763.
1,991 SHS ISHARES EMERG-IEMG	98,981.	93,637.
<b>TOTALS</b>	<u>2,183,221.</u>	<u>3,227,217.</u>

GODRIC FOUNDATION

*Account Holdings as of 12/31/2014*

Security Name	Shares / Par	Investment	Market Value
<b>EQUITIES</b>			
<b>US LARGE CAP EQUITIES</b>			
AT&T INC	342 0000	11,294 41	11,487 78
ATMOS ENERGY	251 0000	8,540 31	13,990 74
AUTOMATIC DATA PROC	160 0000	7,658 15	13,339 20
BEMIS	292 0000	9,063 89	13,201 32
BLACKROCK INC	40 0000	7,089 44	14,302 40
CDK GLOBAL INC	53 0000	1,100 68	2,160 28
CHEVRON	95 0000	10,260 45	10,657 10
DU PONT	181 0000	8,612 54	13,383 14
EMERSON ELECTRIC	190 0000	9,792 56	11,728 70
EXXON-MOBIL	122 0000	10,323 94	11,278 90
GENERAL MILLS	235 0000	12,319 69	12,532 55
GENUINE PARTS CO	140 0000	8,551 49	14,919 80
HALYARD HEALTH INC	14 1250	351 90	642 26
ILLINOIS TOOL WKS	147 0000	7,549 42	13,920 90
INTEL CORP	448 0000	10,614 00	16,257 92
JP MORGAN CHASE	205 0000	7,621 12	12,828 90
JOHNSON & JOHNSON	123 0000	8,028 74	12,862 11
KIMBERLY CLARK	113 0000	8,122 89	13,056 02
LEGGEH & PLATT	366 0000	8,376 09	15,595 26
MATTEL INC	313 0000	12,828 12	9,685 79
MCDONALDS CORP	123 0000	11,578 00	11,525 10
MERCK & CO	219 0000	9,611 74	12,437 01
METLIFE	233 0000	12,104 44	12,602 97
NATIONAL FUEL	171 0000	10,340 37	11,889 63
PEPSICO INC	145 0000	9,993 30	13,711 20
PFIZER INC	398 0000	8,609 17	12,397 70
PHILIP MORRIS INTL	144 0000	12,072 51	11,728 80
PROCTER & GAMBLE	145 0000	9,556 08	13,208 05
PROLOGIS INC	275 0000	8,485 83	11,833 25
QUESTAR CORP	513 0000	10,332 42	12,968 64
RAYTHEON	125 0000	7,056 90	13,521 25
TARGET CORP	196 0000	12,046 10	14,878 36
UNITED PARCEL	130 0000	10,817 57	14,452 10
<b>Total</b>	<b>US LARGE CAP EQUITIES</b>	<b>6,647.1250</b>	<b>300,704.26</b>
<b>NON-US EQUITIES</b>			
AMBEV SA-ADR	1,596 0000	11,887 86	9,927 12
AUST & NZ BK	368 0000	8,484 48	9,568 00
BASF ADR SPONS	115 0000	8,514 70	9,589 85
BP AMOCO	252 0000	12,449 03	9,606 24

GODRIC FOUNDATION

*Account Holdings as of 12/31/2014*

Security Name	Shares / Par	Investment	Market Value
BHP LTD ADR	169 0000	12,202 15	7,997 08
DIAGEO PLC	90 0000	8,422 20	10,268 10
GAZ DE FRANCE S A	438 0000	11,803 94	10,204 31
HSBC HLDGS	237 0000	12,686 04	11,193 51
NESTLE ADR	160 0000	9,403 05	11,672 00
NOVARTIS AG	155 0000	8,790 55	14,362 30
SSE PLC	492 0000	10,244 27	12,427 92
SIEMENS	89 0000	8,504 58	9,968 00
TORONTO-DOMIN	262 0000	10,064 98	12,518 36
UNILEVER PLC	272 0000	9,298 14	11,010 56
EATON CORP PLC	164 0000	8,416 30	11,145 44
ENSCO PLC	238 0000	12,262 57	7,128 10
SEAGATE TECH	217 0000	11,716 31	14,430 50
VALIDUS HOLDINGS LTD	306 0000	10,224 60	12,717 36
GOLAR LNG LTD	298 0000	13,090 81	10,868 06
<b>Total NON-US EQUITIES</b>	<b>5,918.0000</b>	<b>198,466.56</b>	<b>206,602.81</b>
<b>Total EQUITIES</b>	<b>12,565.1250</b>	<b>499,170.82</b>	<b>611,587.94</b>

GODRIC FOUNDATION

*Account Holdings as of 12/31/2014*

Security Name	Shares / Par	Investment		Market Value	
<b>EQUITIES</b>					
<b>US LARGE CAP EQUITIES</b>					
002824100	ABBOTT LABS	585 0000	12,809 99	45 02	26,336 70 12/31/2014
00507V109	ACTIVISION	1,383 0000	27,888 61	20 15	27,867 45 12/31/2014
023135106	AMAZON COM	135 0000	27,028 37	310 35	41,897 25 12/31/2014
025537101	AMERICAN ELECT POWER	505 0000	21,423 62	60 72	30,663 60 12/31/2014
025816109	AMERICAN EXPRESS	207 0000	9,149 43	93 04	19,259 28 12/31/2014
03027X100	AMER TOWER	288 0000	18,884 08	98 85	28,468 80 12/31/2014
030420103	AMERICAN WTR WORKS	680 0000	18,859 23	53 30	36,244 00 12/31/2014
036752103	ANTHEM, INC	138 0000	8,866 63	125 67	17,342 46 12/31/2014
037833100	APPLE COMPUTER	1,064 0000	23,943 61	110 38	117,444 32 12/31/2014
04010L103	ARES CAPITAL	599 0000	10,415 23	15 605	9,347 40 12/31/2014
084670702	BERKSHIRE CLB	235 0000	19,109 50	150 15	35,285 25 12/31/2014
09247X101	BLACKROCK INC	72 0000	16,957 25	357 56	25,744 32 12/31/2014
125269100	CF IND	101 0000	26,243 62	272 54	27,526 54 12/31/2014
126650100	CVS CORP	425 0000	13,650 07	96 31	40,931 75 12/31/2014
13057Q107	CALIFORNIA RESOURCES	0 8000	5 86	5 51	4.41 12/31/2014
14040H105	CAPITAL ONE	198 0000	9,083 74	82 55	16,344 90 12/31/2014
14149Y108	CARDINAL HEALTH INC	256 0000	17,387 88	80 73	20,666 88 12/31/2014
149123101	CATERPILLAR INC	246 0000	20,684 04	91 53	22,516 38 12/31/2014
151020104	CELGENE CORP	296 0000	7,833 09	111 86	33,110 56 12/31/2014
156782104	CERNER	267 0000	15,897 18	64 66	17,264 22 12/31/2014
166764100	CHEVRON	447 0000	21,282 59	112 18	50,144 46 12/31/2014
172967424	CITIGROUP INC	676 0000	33,438 68	54 11	36,578 36 12/31/2014
23918K108	DAVITA HEALTHCARE	175 0000	10,204 25	75 74	13,254 50 12/31/2014
254687106	DISNEY WALT CO	454 0000	27,983 29	94 19	42,762 26 12/31/2014
257651109	DONALDSON INC	465 0000	15,477 25	38 63	17,962 95 12/31/2014
26875P101	EOG RESOURCES INC	307 0000	32,342 48	92 07	28,265 49 12/31/2014
30231G102	EXXON-MOBIL	575 0000	27,983 25	92 45	53,158 75 12/31/2014
316773100	FIFTH THIRD BANCORP	968 0000	19,979 27	20 375	19,723 00 12/31/2014
345370860	FORD MOTOR COMPANY	1,536 0000	15,928 32	15 50	23,808 00 12/31/2014
369604103	GENERAL ELECTRIC	923 0000	24,959 94	25 27	23,324 21 12/31/2014
375558103	GILEAD SCIENCES	380 0000	7,297 07	94 26	35,818 80 12/31/2014
38141G104	GOLDMAN SACHS	105 0000	12,367 75	193 83	20,352 15 12/31/2014

**GODRIC FOUNDATION**

***Account Holdings as of 12/31/2014***

Security Name	Shares / Par	Investment	Market Value
GOOGLE INC CL A	48 0000	14,143 85	25,471 68
GOOGLE INC -CL C	48 0000	14,108 24	25,267 20
W W GRAINGER	83 0000	21,045 29	21,155 87
HONEYWELL INTL	430 0000	24,756 91	42,965 60
INTEL CORP	820 0000	19,888 36	29,757 80
I B M	140 0000	27,169 04	22,461 60
JP MORGAN CHASE	1,281 0000	53,463 85	80,164 98
JOHNSON & JOHNSON	375 0000	19,194 30	39,213 75
LORILLARD INC	718 0000	31,635 51	45,190 92
LOWES COS	475 0000	9,493 92	32,680 00
MCKESSON HBOC INC	250 0000	9,467 43	51,895 00
MERCK & CO	410 0000	18,271 85	23,283 90
MICROSOFT CORP	481 0000	12,092 49	22,342 45
MONDELEZ INTL	720 0000	17,211 81	26,154 00
MYLAN LABS	321 0000	6,785 91	18,094 77
NIKE	313 0000	16,462 49	30,094 95
NORFOLK SOUTHN	409 0000	30,737 60	44,830 49
OCCIDENTAL PETE	147 0000	11,965 92	11,849 67
ORACLE SYSTEMS	965 0000	14,142 05	43,396 05
PAYCHEX INC	354 0000	14,269 05	16,344 18
PEPSICO INC	380 0000	16,607 49	35,932 80
PFIZER INC	970 0000	24,458 54	30,215 50
PROCTER & GAMBLE	482 0000	17,193 08	43,905 38
PRUDENTIAL FIN	334 0000	28,643 81	30,213 64
QUALCOMM INC	224 0000	12,021 64	16,649 92
RANGE RESOUR	313 0000	16,532 91	16,729 85
SPDR S&P 500	755 0000	104,001 25	155,182 70
SALESFORCE COM	221 0000	14,545 00	13,107 51
SCHLUMBERGER LTD	425 0000	16,553 90	36,299 25
STARBUCKS CORP	365 0000	17,541 06	29,948 25
TJX COMPANIES	300 0000	18,699 48	20,574 00
3M CO COM	295 0000	15,735 35	48,474 40
UNITED HEALTH	145 0000	7,820 17	14,658 05
VERIZON COMM	739 0000	34,286 57	34,570 42
VISA INC	220 0000	29,650 22	57,684 00
VMWARE INC	224 0000	19,372 01	18,484 48
WAL MART STORES	381 0000	11,337 11	32,720 28
WELLS FARGO	801 0000	21,934 94	43,910 82
WHOLE FOODS	365 0000	13,551 90	18,403 30
YUM! BRANDS	261 0000	17,784 31	19,013 85
ACE LIMITED	169 0000	10,224 13	19,414 72
TE CONNECTIVITY LTD	478 0000	26,021 56	30,233 50
<b>Total US LARGE CAP EQUITIES</b>	<b>32,326.8000</b>	<b>1,456,187.47</b>	<b>2,378,360.88</b>
<b>NON-US EQUITIES</b>			
BHP LTD ADR	283 0000	20,164 07	13,391 56
EATON CORP PLC	446 0000	32,183 45	30,310 16
LYONDELLBASELL INDU	317 0000	25,891 57	25,166 63
<b>Total NON-US EQUITIES</b>	<b>1,046.0000</b>	<b>78,239.09</b>	<b>68,868.35</b>

*GODRIC FOUNDATION*

*Account Holdings as of 12/31/2014*

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Security Name	Shares / Par	Investment	Market Value	Price Date
<b>Total EQUITIES</b>	<b>33,372.8000</b>	<b>1,534,426.56</b>	<b>2,447,229.23</b>	

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ATTACHMENT 8

FORM 990PF, PART II - CORPORATE BONDS

<u>DESCRIPTION</u>	<u>ENDING BOOK VALUE</u>	<u>ENDING FMV</u>
CORPORATE BONDS		
50,000 PAR B OF A 5.42 3/15/17	51,542.	53,608.
LARGE CAP BONDS		
1,681 SHS VANGUARD CORP VCIT	144,620.	144,734.
TAXABLE BOND FUNDS		
4,173 SHS DOUBLELINE TOTAL RET	47,234.	45,773.
5,622 SHS TEMPLETON GLOBAL	75,000.	69,771.
810 SHS VANG ST CORP BD-VCSH	64,978.	64,500.
<b>TOTALS</b>	<u>383,374.</u>	<u>378,386.</u>

ATTACHMENT 9

FORM 990PF, PART II - OTHER INVESTMENTS

<u>DESCRIPTION</u>	<u>ENDING BOOK VALUE</u>	<u>ENDING FMV</u>
WHITTIER VALUE FUND A	380,798.	937,795.
WHITTIER INTERNATIONAL FUND A	471,374.	535,286.
TOTALS	<u>852,172.</u>	<u>1,473,081.</u>

ATTACHMENT 10

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

<u>DESCRIPTION</u>	<u>AMOUNT</u>
PRIOR PERIOD ADJUSTMENT - NO TAX EFFECT	3,451.
TOTAL	<u>3,451.</u>

FORM 990PF, PART VIII - LIST OF OFFICERS, DIRECTORS, AND TRUSTEES

ATTACHMENT 11

NAME AND ADDRESS	TITLE AND AVERAGE HOURS PER WEEK DEVOTED TO POSITION	COMPENSATION	CONTRIBUTIONS TO EMPLOYEE BENEFIT PLANS	EXPENSE ACCT AND OTHER ALLOWANCES
MARCIA W CONSTANCE 625 FAIR OAKS AVENUE, STE 360 SOUTH PASADENA, CA 91030	PRESIDENT/DIRECTOR 1.00	0	0	0
JAMIE W CONSTANCE 625 FAIR OAKS AVENUE, STE 360 SOUTH PASADENA, CA 91030	VICE PRESIDENT/DIRECTOR 1.00	0	0	0
RICHARD E LLEWELLYN II 625 FAIR OAKS AVENUE, STE 360 SOUTH PASADENA, CA 91030	CFO 1.00	0	0	0
JULIE LYTLE NESBIT 625 FAIR OAKS AVENUE, STE 360 SOUTH PASADENA, CA 91030	SECRETARY/DIRECTOR 1.00	0	0	0
GRAND TOTALS		0	0	0

FORM 990BE, PART XV - GRANTS AND CONTRIBUTIONS PAID DURING THE YEAR

ATTACHMENT 12

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT	PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
ENSEMBLE THEATRE PROJECT INC P O BOX 2307 SANTA BARBARA, CA 93120	NONE PC	GENERAL OPERATING SUPPORT	10,000
FOUNDATION FOR SANTA BARBARA CITY COLLEGE 721 CLIFF DRIVE SANTA BARBARA, CA 93109-2394	NONE PC	RUNNING START PROGRAM	5,000
FOUNDATION FOR SANTA BARBARA CITY COLLEGE 721 CLIFF DRIVE SANTA BARBARA, CA 93108-2394	NONE PC	ESL PROGRAM	20,000
FRIENDSHIP ADULT DAY CARE CENTER INC. 89 EUCLYPTUS LANE SANTA BARBARA, CA 93108	NONE PC	GENERAL OPERATING SUPPORT	5,000
THE GRANADA THEATER - SANTA BARBARA PERFORMING ART 1330 STATE STREET , SUITE 101 SANTA BARBARA, CA 93101	NONE PC	THE PREMIER PATRON SOCIETY PROGRAM SUPPORT	25,000
HELPING HANDS OF GEORGETOWN 1813 HIGHMARKET STREET GEORGETOWN, SC 29440	NONE PC	GENERAL OPERATING SUPPORT	5,000.

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FORM 990BF, PART XV - GRANTS AND CONTRIBUTIONS PAID DURING THE YEAR

ATTACHMENT 12 (CONT'D)

<u>RECIPIENT NAME AND ADDRESS</u>	<u>RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT</u>	<u>PURPOSE OF GRANT OR CONTRIBUTION</u>	<u>AMOUNT</u>
KEPPEL UNION SCHOOL DISTRICT 34004 128TH ST E P O. BOX 186 PEARBLOSSOM, CA 93553	NONE GOV	THE STEM EDUCATION INITIATIVE	80,000
LAGUNA BLANCA SCHOOL 4125 PALOMA DRIVE SANTA BARBARA, CA 93110	NONE PC	WHITTIER SCHOLARSHIP PROGRAM	100,000
MUSIC ACADEMY OF THE WEST 1070 FAIRWAY ROAD SANTA BARBARA, CA 93108-2899	NONE PC	PROGRAM SUPPORT FOR THE CABARET BANQUET	12,000.
MUSIC ACADEMY OF THE WEST 1070 FAIRWAY ROAD SANTA BARBARA, CA 93108-2899	NONE PC	SCHOLARSHIP PROGRAM	5,000.
THE NATURE CONSERVANCY 1417 STUART ENGALS BLVD., SUITE 100 MOUNT PLEASANT, SC 29464	NONE PC	WINYAH BAY PROJECT AREA AND SANDY ISLAND PRESERVE	10,000
SAINTE FRANCES ANIMAL CENTER 125 NORTH RIDGE STREET GEORGETOWN, SC 29440	NONE PC	GENERAL OPERATING SUPPORT	5,000

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FORM 990PF, PART XV - GRANTS AND CONTRIBUTIONS PAID DURING THE YEAR

ATTACHMENT 12 (CONT'D)

RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR

<u>RECIPIENT NAME AND ADDRESS</u>	<u>AND</u> <u>FOUNDATION STATUS OF RECIPIENT</u>	<u>PURPOSE OF GRANT OR CONTRIBUTION</u>	<u>AMOUNT</u>
SAINTE FRANCES ANIMAL CENTER 125 NORTH RIDGE STREET GEORGETOWN, SC 29440	NONE PC	GENERAL OPERATING SUPPORT	20,000
SANTA BARBARA BOTANIC GARDEN 1212 MISSION CANYON ROAD SANTA BARBARA, CA 93105	NONE PC	GENERAL OPERATING SUPPORT	25,000
SANTA BARBARA COUNTY COURT APPOINTED SPECIAL ADVOC 2601 SKYWAY DRIVE, SUITE A3 SANTA MARIA, CA 93455	NONE PC	GENERAL OPERATING SUPPORT	10,000
SANTA BARBARA COUNTY COURT APPOINTED SPECIAL ADVOC 2601 SKYWAY DRIVE, SUITE A3 SANTA MARIA, CA 93455	NONE PC	GENERAL OPERATING SUPPORT	10,000
SANTA BARBARA FOUNDATION 1111 CHAPALA STREET, SUITE 200 SANTA BARBARA, CA 93101-1100	NONE PC	LAS POSITAS TENNIS CENTER AT ELLINGS PARK	50,000
SOUTH CAROLINA COASTAL CONSERVATION LEAGUE 328 EAST BAY STREET P O BOX 1765 CHARLESTON, SC 29402	NONE PC	GENERAL OPERATING SUPPORT	10,000

FORM 990PF, PART XV - GRANTS AND CONTRIBUTIONS PAID DURING THE YEAR

ATTACHMENT 12 (CONT'D)

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT	PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
STATE STREET BALLET 2285 LAS POSITAS ROAD SANTA BARBARA, CA 93105	NONE PC	GENERAL OPERATING SUPPORT	5,000
TARA HALL P O BOX 955 GEORGETOWN, SC 29442	NONE PC	GENERAL OPERATING SUPPORT	25,000
VILLAGE GROUP 1458 EXODUS DRIVE GEORGETOWN, SC 29440	NONE PC	GENERAL OPERATING SUPPORT	2,500
YOUNG AMERICA'S FOUNDATION 217 STATE STREET SANTA BARBARA, CA 93101	NONE PC	GENERAL OPERATING SUPPORT	25,000

TOTAL CONTRIBUTIONS PAID 464,500

THE GODRIC FOUNDATION

95-3500486

FORM 990DF, PART XV - CONTRIBUTIONS APPROVED FOR FUTURE PAYMENT

ATTACHMENT 13

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT	PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
KEPPEL UNION SCHOOL DISTRICT 34004 128TH ST E P O BOX 186 PEARBLOSSOM, CA 93553	NONE PC	DAISY GIBSON ELEMENTARY SCHOOL STEM EDUCATION INITIATIVE	170,000
SANTA BARBARA BOTANIC GARDEN 1212 MISSION CANYON ROAD SANTA BARBARA, CA 93105	NONE PC	GENERAL OPERATING SUPPORT	25,000
LAGUNA BLANCA SCHOOL 4125 PALOMA DR SANTA BARBARA, CA 93110	NONE PC	WHITTIER SCHOLARSHIP PROGRAM OVER 10 YEARS	500,000
FOUNDATION FOR SANTA BARBARA CITY COLLEGE 721 CLIFF DRIVE SANTA BARBARA, CA 93109	NONE PC	RUNNING START PROGRAM OVER 5 YEARS	10,000

TOTAL CONTRIBUTIONS APPROVED

705,000