



See a Social Security Number? Say Something!  
Report Privacy Problems to <https://public.resource.org/privacy>  
Or call the IRS Identity Theft Hotline at 1-800-908-4490



Form **990-PF**

Department of the Treasury  
Internal Revenue Service

Return of Private Foundation

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

▶ Do not enter social security numbers on this form as it may be made public.

▶ Information about Form 990-PF and its instructions is at [www.irs.gov/form990pf](http://www.irs.gov/form990pf).

OMB No 1545-0052

2014

Open to Public Inspection

For calendar year 2014, or tax year beginning 01-01-2014 , and ending 12-31-2014

|                                                                                                                                                                                                                                                                                                           |  |                                                                                                                                                                                            |  |
|-----------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|--|--------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|--|
| Name of foundation<br>WWW FOUNDATION                                                                                                                                                                                                                                                                      |  | <b>A Employer identification number</b><br><br>95-3694741                                                                                                                                  |  |
| Number and street (or P O box number if mail is not delivered to street address)<br>625 FAIR OAKS AVENUE NO 360                                                                                                                                                                                           |  | <b>B Telephone number</b> (see instructions)<br><br>(626) 441-5188                                                                                                                         |  |
| City or town, state or province, country, and ZIP or foreign postal code<br>SOUTH PASADENA, CA 91030                                                                                                                                                                                                      |  | <b>C</b> If exemption application is pending, check here <input type="checkbox"/>                                                                                                          |  |
| <b>G</b> Check all that apply <input type="checkbox"/> Initial return <input type="checkbox"/> Initial return of a former public charity<br><input type="checkbox"/> Final return <input type="checkbox"/> Amended return<br><input type="checkbox"/> Address change <input type="checkbox"/> Name change |  | <b>D 1.</b> Foreign organizations, check here <input type="checkbox"/><br><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<br><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)▶\$ 69,363,205                                                                                                                                                                                                   |  | <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 type="checkbox"/> Cash <input checked="" type="checkbox"/> Accrual<br><input type="checkbox"/> Other (specify) _____<br>(Part I, column (d) must be on cash basis.)                                                                                                     |  |                                                                                                                                                                                            |  |

| Part I Analysis of Revenue and Expenses <small>(The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see instructions) )</small> |                                                                                                                       | (a) Revenue and expenses per books | (b) Net investment income | (c) Adjusted net income | (d) Disbursements for charitable purposes (cash basis only) |
|------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|-----------------------------------------------------------------------------------------------------------------------|------------------------------------|---------------------------|-------------------------|-------------------------------------------------------------|
| Revenue                                                                                                                                                                            | <b>1</b> Contributions, gifts, grants, etc , received (attach schedule) . . . . .                                     |                                    |                           |                         |                                                             |
|                                                                                                                                                                                    | <b>2</b> Check <input checked="" type="checkbox"/> if the foundation is <b>not</b> required to attach Sch B . . . . . |                                    |                           |                         |                                                             |
|                                                                                                                                                                                    | <b>3</b> Interest on savings and temporary cash investments                                                           |                                    |                           |                         |                                                             |
|                                                                                                                                                                                    | <b>4</b> Dividends and interest from securities. . . . .                                                              | 856,799                            | 856,799                   |                         |                                                             |
|                                                                                                                                                                                    | <b>5a</b> Gross rents . . . . .                                                                                       |                                    |                           |                         |                                                             |
|                                                                                                                                                                                    | <b>b</b> Net rental income or (loss) _____                                                                            |                                    |                           |                         |                                                             |
|                                                                                                                                                                                    | <b>6a</b> Net gain or (loss) from sale of assets not on line 10                                                       | 2,756,363                          |                           |                         |                                                             |
|                                                                                                                                                                                    | <b>b</b> Gross sales price for all assets on line 6a<br>13,832,639                                                    |                                    |                           |                         |                                                             |
|                                                                                                                                                                                    | <b>7</b> Capital gain net income (from Part IV, line 2) . . .                                                         |                                    | 2,756,363                 |                         |                                                             |
|                                                                                                                                                                                    | <b>8</b> Net short-term capital gain . . . . .                                                                        |                                    |                           |                         |                                                             |
|                                                                                                                                                                                    | <b>9</b> Income modifications . . . . .                                                                               |                                    |                           |                         |                                                             |
|                                                                                                                                                                                    | <b>10a</b> Gross sales less returns and allowances                                                                    |                                    |                           |                         |                                                             |
|                                                                                                                                                                                    | <b>b</b> Less Cost of goods sold . . . . .                                                                            |                                    |                           |                         |                                                             |
|                                                                                                                                                                                    | <b>c</b> Gross profit or (loss) (attach schedule) . . . . .                                                           |                                    |                           |                         |                                                             |
|                                                                                                                                                                                    | <b>11</b> Other income (attach schedule) . . . . .                                                                    |                                    | 934,885                   |                         |                                                             |
|                                                                                                                                                                                    | <b>12 Total.</b> Add lines 1 through 11 . . . . .                                                                     | 3,613,162                          | 4,548,047                 | 0                       |                                                             |
| Operating and Administrative Expenses                                                                                                                                              | <b>13</b> Compensation of officers, directors, trustees, etc                                                          | 0                                  | 0                         | 0                       | 0                                                           |
|                                                                                                                                                                                    | <b>14</b> Other employee salaries and wages . . . . .                                                                 |                                    |                           |                         |                                                             |
|                                                                                                                                                                                    | <b>15</b> Pension plans, employee benefits . . . . .                                                                  |                                    |                           |                         |                                                             |
|                                                                                                                                                                                    | <b>16a</b> Legal fees (attach schedule) . . . . .                                                                     |                                    |                           |                         |                                                             |
|                                                                                                                                                                                    | <b>b</b> Accounting fees (attach schedule) . . . . .                                                                  | 17,550                             | 0                         | 0                       | 17,550                                                      |
|                                                                                                                                                                                    | <b>c</b> Other professional fees (attach schedule) . . . . .                                                          | 505,263                            | 151,579                   | 0                       | 353,684                                                     |
|                                                                                                                                                                                    | <b>17</b> Interest . . . . .                                                                                          |                                    |                           |                         |                                                             |
|                                                                                                                                                                                    | <b>18</b> Taxes (attach schedule) (see instructions) . . . . .                                                        | 77,962                             | 32                        | 0                       | 0                                                           |
|                                                                                                                                                                                    | <b>19</b> Depreciation (attach schedule) and depletion . . .                                                          |                                    |                           |                         |                                                             |
|                                                                                                                                                                                    | <b>20</b> Occupancy . . . . .                                                                                         |                                    |                           |                         |                                                             |
|                                                                                                                                                                                    | <b>21</b> Travel, conferences, and meetings . . . . .                                                                 |                                    |                           |                         |                                                             |
|                                                                                                                                                                                    | <b>22</b> Printing and publications . . . . .                                                                         |                                    |                           |                         |                                                             |
|                                                                                                                                                                                    | <b>23</b> Other expenses (attach schedule) . . . . .                                                                  | 3,298                              | 774                       | 0                       | 2,525                                                       |
|                                                                                                                                                                                    | <b>24 Total operating and administrative expenses.</b>                                                                |                                    |                           |                         |                                                             |
|                                                                                                                                                                                    | Add lines 13 through 23 . . . . .                                                                                     | 604,073                            | 152,385                   | 0                       | 373,759                                                     |
|                                                                                                                                                                                    | <b>25</b> Contributions, gifts, grants paid . . . . .                                                                 | 2,129,632                          |                           |                         | 2,665,346                                                   |
|                                                                                                                                                                                    | <b>26 Total expenses and disbursements.</b> Add lines 24 and 25                                                       | 2,733,705                          | 152,385                   | 0                       | 3,039,105                                                   |
|                                                                                                                                                                                    | <b>27</b> Subtract line 26 from line 12                                                                               |                                    |                           |                         |                                                             |
|                                                                                                                                                                                    | <b>a Excess of revenue over expenses and disbursements</b>                                                            | 879,457                            |                           |                         |                                                             |
|                                                                                                                                                                                    | <b>b Net investment income</b> (if negative, enter -0-)                                                               |                                    | 4,395,662                 |                         |                                                             |
|                                                                                                                                                                                    | <b>c Adjusted net income</b> (if negative, enter -0-)                                                                 |                                    |                           | 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 . . . . .                                                                                               | 201,215           | 263,360        | 263,360               |
|                             | 2                                                                                          | Savings and temporary cash investments . . . . .                                                                                  | 980,145           | 745,274        | 745,274               |
|                             | 3                                                                                          | Accounts receivable ▶ 89,915                                                                                                      |                   |                |                       |
|                             |                                                                                            | Less allowance for doubtful accounts ▶                                                                                            | 68,359            | 89,915         | 89,915                |
|                             | 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 . . . . .                                                                                   | 89,377            | 4,476          | 4,476                 |
|                             | 10a                                                                                        | Investments—U S and state government obligations (attach schedule)                                                                | 1,177,211         | 1,874,868      | 1,874,868             |
|                             | b                                                                                          | Investments—corporate stock (attach schedule) . . . . .                                                                           | 31,058,028        | 30,132,775     | 30,132,775            |
|                             | c                                                                                          | Investments—corporate bonds (attach schedule). . . . .                                                                            | 5,909,681         | 5,481,305      | 5,481,305             |
|                             | 11                                                                                         | Investments—land, buildings, and equipment basis ▶                                                                                |                   |                |                       |
|                             | Less accumulated depreciation (attach schedule) ▶                                          |                                                                                                                                   |                   |                |                       |
| 12                          | Investments—mortgage loans . . . . .                                                       |                                                                                                                                   |                   |                |                       |
| 13                          | Investments—other (attach schedule) . . . . .                                              | 28,448,626                                                                                                                        | 30,771,232        | 30,771,232     |                       |
| 14                          | Land, buildings, and equipment basis ▶                                                     |                                                                                                                                   |                   |                |                       |
|                             | Less accumulated depreciation (attach schedule) ▶                                          |                                                                                                                                   |                   |                |                       |
| 15                          | Other assets (describe ▶)                                                                  |                                                                                                                                   |                   |                |                       |
| 16                          | Total assets (to be completed by all filers—see the instructions Also, see page 1, item I) | 67,932,642                                                                                                                        | 69,363,205        | 69,363,205     |                       |
| Liabilities                 | 17                                                                                         | Accounts payable and accrued expenses . . . . .                                                                                   |                   |                |                       |
|                             | 18                                                                                         | Grants payable . . . . .                                                                                                          | 2,862,522         | 2,326,808      |                       |
|                             | 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 ▶)                                                                                                    | 353,046           | 369,770        |                       |
|                             | 23                                                                                         | Total liabilities (add lines 17 through 22) . . . . .                                                                             | 3,215,568         | 2,696,578      |                       |
| Net Assets or Fund Balances | Foundations that follow SFAS 117, check here ▶                                             |                                                                                                                                   |                   |                |                       |
|                             | and complete lines 24 through 26 and lines 30 and 31.                                      |                                                                                                                                   |                   |                |                       |
|                             | 24                                                                                         | Unrestricted . . . . .                                                                                                            | 59,404,872        | 61,227,452     |                       |
|                             | 25                                                                                         | Temporarily restricted . . . . .                                                                                                  | 5,312,202         | 5,439,175      |                       |
|                             | 26                                                                                         | Permanently restricted . . . . .                                                                                                  |                   |                |                       |
|                             | Foundations that do not follow SFAS 117, check here ▶                                      |                                                                                                                                   |                   |                |                       |
|                             | and complete lines 27 through 31.                                                          |                                                                                                                                   |                   |                |                       |
|                             | 27                                                                                         | Capital stock, trust principal, or current funds . . . . .                                                                        |                   |                |                       |
|                             | 28                                                                                         | Paid-in or capital surplus, or land, bldg , and equipment fund                                                                    |                   |                |                       |
|                             | 29                                                                                         | Retained earnings, accumulated income, endowment, or other funds                                                                  |                   |                |                       |
| 30                          | Total net assets or fund balances (see instructions) . . . . .                             | 64,717,074                                                                                                                        | 66,666,627        |                |                       |
| 31                          | Total liabilities and net assets/fund balances (see instructions) . . . . .                | 67,932,642                                                                                                                        | 69,363,205        |                |                       |

| 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 64,717,074 |
| 2                                                           | Enter amount from Part I, line 27a . . . . .                                                                                                                       | 2 879,457    |
| 3                                                           | Other increases not included in line 2 (itemize) ▶                                                                                                                 | 3 1,070,096  |
| 4                                                           | Add lines 1, 2, and 3 . . . . .                                                                                                                                    | 4 66,666,627 |
| 5                                                           | Decreases not included in line 2 (itemize) ▶                                                                                                                       | 5 0          |
| 6                                                           | Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30 . . . . .                                                      | 6 66,666,627 |

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<br>P—Purchase<br>D—Donation | (c) Date acquired<br>(mo , day, yr ) | (d) Date sold<br>(mo , day, yr ) |
| 1 a                                                                                                                               | SALE OF PUBLICLY TRADED SECURITIES | P                                            | 2014-01-01                           | 2014-12-31                       |
| b                                                                                                                                 |                                    |                                              |                                      |                                  |
| c                                                                                                                                 |                                    |                                              |                                      |                                  |
| d                                                                                                                                 |                                    |                                              |                                      |                                  |
| e                                                                                                                                 |                                    |                                              |                                      |                                  |

|                       |                                            |                                                 |                                              |
|-----------------------|--------------------------------------------|-------------------------------------------------|----------------------------------------------|
| (e) Gross sales price | (f) Depreciation allowed<br>(or allowable) | (g) Cost or other basis<br>plus expense of sale | (h) Gain or (loss)<br>(e) plus (f) minus (g) |
| a 13,832,639          |                                            | 11,076,276                                      | 2,756,363                                    |
| b                     |                                            |                                                 |                                              |
| c                     |                                            |                                                 |                                              |
| d                     |                                            |                                                 |                                              |
| e                     |                                            |                                                 |                                              |

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69

|                          |                                      |                                               |                                                                                              |
|--------------------------|--------------------------------------|-----------------------------------------------|----------------------------------------------------------------------------------------------|
| (i) F M V as of 12/31/69 | (j) Adjusted basis<br>as of 12/31/69 | (k) Excess of col (i)<br>over col (j), if any | (l) Gains (Col (h) gain minus<br>col (k), but not less than -0-) or<br>Losses (from col (h)) |
| a                        |                                      |                                               | 2,756,363                                                                                    |
| b                        |                                      |                                               |                                                                                              |
| c                        |                                      |                                               |                                                                                              |
| d                        |                                      |                                               |                                                                                              |
| e                        |                                      |                                               |                                                                                              |

|   |                                                                                                                                                                                                                      |                                                                                             |   |           |
|---|----------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|---------------------------------------------------------------------------------------------|---|-----------|
| 2 | Capital gain net income or (net capital loss)                                                                                                                                                                        | <div>If gain, also enter in Part I, line 7<br/>If (loss), enter -0- in Part I, line 7</div> | 2 | 2,756,363 |
| 3 | Net short-term capital gain or (loss) as defined in sections 1222(5) and (6)<br><div>If gain, also enter in Part I, line 8, column (c) (see instructions) If (loss), enter -0-<br/>in Part I, line 8 . . . . .</div> |                                                                                             | 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 instructions before making any entries

|                                                                      |                                          |                                              |                                                           |
|----------------------------------------------------------------------|------------------------------------------|----------------------------------------------|-----------------------------------------------------------|
| (a)<br>Base period years Calendar<br>year (or tax year beginning in) | (b)<br>Adjusted qualifying distributions | (c)<br>Net value of noncharitable-use assets | (d)<br>Distribution ratio<br>(col (b) divided by col (c)) |
| 2013                                                                 | 2,500,669                                | 60,859,536                                   | 0 041089                                                  |
| 2012                                                                 | 2,387,399                                | 53,696,329                                   | 0 044461                                                  |
| 2011                                                                 | 1,918,763                                | 52,960,832                                   | 0 036230                                                  |
| 2010                                                                 | 1,996,259                                | 48,831,707                                   | 0 040880                                                  |
| 2009                                                                 | 2,752,998                                | 43,049,990                                   | 0 063949                                                  |

|   |                                                                                                                                                                                       |   |            |
|---|---------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|---|------------|
| 2 | Total of line 1, column (d). . . . .                                                                                                                                                  | 2 | 0 226609   |
| 3 | Average distribution ratio for the 5-year base period—divide the total on line 2 by 5, or by<br>the number of years the foundation has been in existence if less than 5 years . . . . | 3 | 0 045322   |
| 4 | Enter the net value of noncharitable-use assets for 2014 from Part X, line 5. . . . .                                                                                                 | 4 | 66,688,766 |
| 5 | Multiply line 4 by line 3. . . . .                                                                                                                                                    | 5 | 3,022,468  |
| 6 | Enter 1% of net investment income (1% of Part I, line 27b). . . . .                                                                                                                   | 6 | 43,957     |
| 7 | Add lines 5 and 6. . . . .                                                                                                                                                            | 7 | 3,066,425  |
| 8 | Enter qualifying distributions from Part XII, line 4. . . . .                                                                                                                         | 8 | 3,039,105  |

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                               |    |        |         |
| 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 . . . . . |    | 1      | 87,913  |
| 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      | 87,913  |
| 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      | 87,913  |
| 6  |  | Credits/Payments                                                                                                                                          |    |        |         |
| a  |  | 2014 estimated tax payments and 2013 overpayment credited to 2014                                                                                         | 6a | 54,126 |         |
| b  |  | Exempt foreign organizations—tax withheld at source . . . . .                                                                                             | 6b |        |         |
| c  |  | Tax paid with application for extension of time to file (Form 8868) . . . . .                                                                             | 6c | 80,000 |         |
| d  |  | Backup withholding erroneously withheld . . . . .                                                                                                         | 6d |        |         |
| 7  |  | Total credits and payments. Add lines 6a through 6d. . . . .                                                                                              |    | 7      | 134,126 |
| 8  |  | Enter any penalty for underpayment of estimated tax. Check here <input type="checkbox"/> if Form 2220 is attached.                                        |    | 8      |         |
| 9  |  | Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed . . . . .                                                                   |    | 9      |         |
| 10 |  | Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid. . . . .                                                        |    | 10     | 46,213  |
| 11 |  | Enter the amount of line 10 to be Credited to 2015 estimated tax <input type="checkbox"/> 46,213 Refunded <input type="checkbox"/>                        |    | 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 | Yes | No |
| b  | Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see Instructions for definition)? . . . . .<br><i>If the answer is "Yes" to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities.</i> | 1b |     | No |
| c  | Did the foundation file Form 1120-POL for this year? . . . . .                                                                                                                                                                                                                                                                                           | 1c |     | No |
| d  | Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year:<br>(1) On the foundation <input type="checkbox"/> \$ 0 (2) On foundation managers <input type="checkbox"/> \$ 0                                                                                                                                       |    |     |    |
| e  | Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers <input type="checkbox"/> \$ 0                                                                                                                                                                                       |    |     |    |
| 2  | Has the foundation engaged in any activities that have not previously been reported to the IRS? . . . . .<br><i>If "Yes," attach a detailed description of the activities.</i>                                                                                                                                                                           | 2  |     | No |
| 3  | Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? <i>If "Yes," attach a conformed copy of the changes.</i> . . . . .                                                                                                             | 3  |     | No |
| 4a | Did the foundation have unrelated business gross income of \$1,000 or more during the year? . . . . .                                                                                                                                                                                                                                                    | 4a | Yes |    |
| b  | If "Yes," has it filed a tax return on Form 990-T for this year? . . . . .                                                                                                                                                                                                                                                                               | 4b | Yes |    |
| 5  | Was there a liquidation, termination, dissolution, or substantial contraction during the year? . . . . .<br><i>If "Yes," attach the statement required by General Instruction T.</i>                                                                                                                                                                     | 5  |     | No |
| 6  | Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either:<br>• By language in the governing instrument, or<br>• By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument? . . . . .             | 6  | Yes |    |
| 7  | Did the foundation have at least \$5,000 in assets at any time during the year? <i>If "Yes," complete Part II, col. (c), and Part XV.</i> . . . . .                                                                                                                                                                                                      | 7  | Yes |    |
| 8a | Enter the states to which the foundation reports or with which it is registered (see instructions):<br><input type="checkbox"/> CA                                                                                                                                                                                                                       |    |     |    |
| b  | If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by General Instruction G? <i>If "No," attach explanation.</i> . . . . .                                                                                                                            | 8b | Yes |    |
| 9  | Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2014 or the taxable year beginning in 2014 (see instructions for Part XIV)?<br><i>If "Yes," complete Part XIV.</i> . . . . .                                                                                | 9  |     | No |
| 10 | Did any persons become substantial contributors during the tax year? <i>If "Yes," attach a schedule listing their names and addresses.</i> . . . . .                                                                                                                                                                                                     | 10 |     | No |

Part VII-A

Statements Regarding Activities *(continued)*

|                                                                                                                                                                                   |                                                                                                                                                                                           |    |     |    |
|-----------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|-------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|----|-----|----|
| 11                                                                                                                                                                                | At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions).  | 11 |     | No |
| 12                                                                                                                                                                                | Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement (see instructions)  | 12 |     | No |
| 13                                                                                                                                                                                | Did the foundation comply with the public inspection requirements for its annual returns and exemption application?                                                                       | 13 | Yes |    |
| Website address N/A                                                                                                                                                               |                                                                                                                                                                                           |    |     |    |
| 14                                                                                                                                                                                | The books are in care of WHITTIER TRUST COMPANY Telephone no (626) 441-5188<br>Located at 625 FAIR OAKS AVENUE NO 360 SOUTH PASADENA CA ZIP+4 91030                                       |    |     |    |
| 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 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? | 16 | Yes | No |
| See instructions for exceptions and filing requirements for FinCEN Form 114, Report of Foreign Bank and Financial Accounts (FBAR) 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)<br>(1) Engage in the sale or exchange, or leasing of property with a disqualified person? Yes No<br>(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person?. Yes No<br>(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? Yes No<br>(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? Yes No<br>(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)?. Yes No<br>(6) Agree to pay money or property to a government official? (Exception. Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days ). Yes No |    |     |    |
| b                                                                                       | If any answer is "Yes" to 1a(1)–(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see instructions)? Organizations relying on a current notice regarding disaster assistance check here.                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                              | 1b |     | No |
| c                                                                                       | Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2014?.                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                              | 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 2014, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2014?. 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?. Yes No                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                    |    |     |    |
| 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? (Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2014.).                                                                                                                                                                                                                                                                                                                                                                                                                      | 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 2014?                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                     | 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 4945(d)(4)(A)? (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 |
|---------------------------|-----------------------------------------------------------|-------------------------------------------|-----------------------------------------------------------------------|---------------------------------------|
| See Additional Data Table |                                                           |                                           |                                                                       |                                       |
|                           |                                                           |                                           |                                                                       |                                       |
|                           |                                                           |                                           |                                                                       |                                       |
|                           |                                                           |                                           |                                                                       |                                       |
|                           |                                                           |                                           |                                                                       |                                       |
|                           |                                                           |                                           |                                                                       |                                       |
|                           |                                                           |                                           |                                                                       |                                       |

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

Form 990-PF (2014)

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 |
| WHITTIER TRUST COMPANY<br>625 FAIR OAKS AVENUE SUITE 360<br>SOUTH PASADENA, CA 91030                             | PHILANTHROPIC SERVICES & INVESTMENT<br>MANAGEMENT | 459,220          |
|                                                                                                                  |                                                   |                  |
|                                                                                                                  |                                                   |                  |
|                                                                                                                  |                                                   |                  |
|                                                                                                                  |                                                   |                  |
|                                                                                                                  |                                                   |                  |
|                                                                                                                  |                                                   |                  |
|                                                                                                                  |                                                   |                  |
| 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                                                                                                                                                                                                                                                     |          |
| 2                                                                                                                                                                                                                                                     |          |
| 3                                                                                                                                                                                                                                                     |          |
| 4                                                                                                                                                                                                                                                     |          |

Part IX-B

Summary of Program-Related Investments (see instructions)

|                                                                                                                  |        |
|------------------------------------------------------------------------------------------------------------------|--------|
| Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2 | Amount |
| 1                                                                                                                |        |
|                                                                                                                  |        |
|                                                                                                                  |        |
| 2                                                                                                                |        |
|                                                                                                                  |        |
|                                                                                                                  |        |
| All other program-related investments. See instructions.                                                         |        |
| 3                                                                                                                |        |
|                                                                                                                  |        |
|                                                                                                                  |        |
| Total. Add lines 1 through 3. . . . .                                                                            | 0      |

Part X

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

|   |                                                                                                                    |    |            |
|---|--------------------------------------------------------------------------------------------------------------------|----|------------|
| 1 | Fair market value of assets not used (or held for use) directly in carrying out charitable, etc , purposes         |    |            |
| a | Average monthly fair market value of securities. . . . .                                                           | 1a | 38,914,858 |
| b | Average of monthly cash balances. . . . .                                                                          | 1b | 789,850    |
| c | Fair market value of all other assets (see instructions). . . . .                                                  | 1c | 27,999,623 |
| d | Total (add lines 1a, b, and c). . . . .                                                                            | 1d | 67,704,331 |
| 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  | 67,704,331 |
| 4 | Cash deemed held for charitable activities Enter 1 1/2% of line 3 (for greater amount, see instructions). . . . .  | 4  | 1,015,565  |
| 5 | Net value of noncharitable-use assets. Subtract line 4 from line 3 Enter here and on Part V, line 4                | 5  | 66,688,766 |
| 6 | Minimum investment return. Enter 5% of line 5. . . . .                                                             | 6  | 3,334,438  |

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  | 3,334,438 |
| 2a | Tax on investment income for 2014 from Part VI, line 5. . . . .                                         | 2a | 87,913    |
| b  | Income tax for 2014 (This does not include the tax from Part VI ). . . . .                              | 2b |           |
| c  | Add lines 2a and 2b. . . . .                                                                            | 2c | 87,913    |
| 3  | Distributable amount before adjustments Subtract line 2c from line 1. . . . .                           | 3  | 3,246,525 |
| 4  | Recoveries of amounts treated as qualifying distributions. . . . .                                      | 4  | 0         |
| 5  | Add lines 3 and 4. . . . .                                                                              | 5  | 3,246,525 |
| 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  | 3,246,525 |

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 | 3,039,105 |
| 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  | 3,039,105 |
| 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  | 3,039,105 |
| 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)<br>Corpus | (b)<br>Years prior to 2013 | (c)<br>2013 | (d)<br>2014 |
|-------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|---------------|----------------------------|-------------|-------------|
| 1 Distributable amount for 2014 from Part XI, line 7                                                                                                                                |               |                            |             | 3,246,525   |
| 2 Undistributed income, if any, as of the end of 2014                                                                                                                               |               |                            |             |             |
| a Enter amount for 2013 only. . . . .                                                                                                                                               |               |                            | 2,982,904   |             |
| b Total for prior years 20____, 20____, 20____                                                                                                                                      |               | 0                          |             |             |
| 3 Excess distributions carryover, if any, to 2014                                                                                                                                   |               |                            |             |             |
| a From 2009. . . . .                                                                                                                                                                |               |                            |             |             |
| b From 2010. . . . .                                                                                                                                                                |               |                            |             |             |
| c From 2011. . . . .                                                                                                                                                                |               |                            |             |             |
| d From 2012. . . . .                                                                                                                                                                |               |                            |             |             |
| e From 2013. . . . .                                                                                                                                                                |               |                            |             |             |
| f Total of lines 3a through e. . . . .                                                                                                                                              | 0             |                            |             |             |
| 4 Qualifying distributions for 2014 from Part XII, line 4 ▶ \$ 3,039,105                                                                                                            |               |                            |             |             |
| a Applied to 2013, but not more than line 2a                                                                                                                                        |               |                            | 2,982,904   |             |
| 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 2014 distributable amount. . . . .                                                                                                                                     |               |                            |             | 56,201      |
| e Remaining amount distributed out of corpus                                                                                                                                        | 0             |                            |             |             |
| 5 Excess distributions carryover applied to 2014<br>(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                                                                                                                                   | 0             |                            |             |             |
| 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 2013 Subtract line 4a from line 2a Taxable amount—see instructions . . . . .                                                                             |               |                            | 0           |             |
| f Undistributed income for 2014 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2015 . . . . .                                                               |               |                            |             | 3,190,324   |
| 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). . . . .       | 0             |                            |             |             |
| 8 Excess distributions carryover from 2009 not applied on line 5 or line 7 (see instructions). . . .                                                                                | 0             |                            |             |             |
| 9 Excess distributions carryover to 2015.<br>Subtract lines 7 and 8 from line 6a . . . . .                                                                                          | 0             |                            |             |             |
| 10 Analysis of line 9                                                                                                                                                               |               |                            |             |             |
| a Excess from 2010. . . .                                                                                                                                                           |               |                            |             |             |
| b Excess from 2011. . . .                                                                                                                                                           |               |                            |             |             |
| c Excess from 2012. . . .                                                                                                                                                           |               |                            |             |             |
| d Excess from 2013. . . .                                                                                                                                                           |               |                            |             |             |
| e Excess from 2014. . . .                                                                                                                                                           |               |                            |             |             |

## 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 2014, enter the date of the ruling. . . .

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) 2014 | (b) 2013      | (c) 2012 | (d) 2011 |           |
| <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<br>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:

■ 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) )

• 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 or email 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

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

Form **990-PF** (2014)

Enter gross amounts unless otherwise indicated

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

Form **990-PF** (2014)

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?

|                                                                                                    |              |  |           |
|----------------------------------------------------------------------------------------------------|--------------|--|-----------|
| <b>(1)</b> Cash. . . . .                                                                           | <b>1a(1)</b> |  | <b>No</b> |
| <b>(2)</b> Other assets. . . . .                                                                   | <b>1a(2)</b> |  | <b>No</b> |
| <b>b</b> Other transactions                                                                        |              |  |           |
| <b>(1)</b> Sales of assets to a noncharitable exempt organization. . . . .                         | <b>1b(1)</b> |  | <b>No</b> |
| <b>(2)</b> Purchases of assets from a noncharitable exempt organization. . . . .                   | <b>1b(2)</b> |  | <b>No</b> |
| <b>(3)</b> Rental of facilities, equipment, or other assets. . . . .                               | <b>1b(3)</b> |  | <b>No</b> |
| <b>(4)</b> Reimbursement arrangements. . . . .                                                     | <b>1b(4)</b> |  | <b>No</b> |
| <b>(5)</b> Loans or loan guarantees. . . . .                                                       | <b>1b(5)</b> |  | <b>No</b> |
| <b>(6)</b> Performance of services or membership or fundraising solicitations. . . . .             | <b>1b(6)</b> |  | <b>No</b> |
| <b>c</b> Sharing of facilities, equipment, mailing lists, other assets, or paid employees. . . . . | <b>1c</b>    |  | <b>No</b> |

[illegible]

**b** If "Yes," complete the following schedule

| (a) Name of organization | (b) Type of organization | (c) Description of relationship |
|--------------------------|--------------------------|---------------------------------|
|                          |                          |                                 |
|                          |                          |                                 |
|                          |                          |                                 |
|                          |                          |                                 |
|                          |                          |                                 |

\*\*\*\*\* 2015-06-26 \*\*\*\*\*

Signature of officer or trustee Date Title

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

|                               |                                                                                                                |                      |      |                                                            |                   |
|-------------------------------|----------------------------------------------------------------------------------------------------------------|----------------------|------|------------------------------------------------------------|-------------------|
| <b>Paid Preparer Use Only</b> | Print/Type preparer's name<br>RICHARD L<br>RUVELSON                                                            | Preparer's Signature | Date | Check if self-employed <input checked="" type="checkbox"/> | PTIN<br>P00234075 |
|                               | Firm's name <input checked="" type="checkbox"/><br>GREEN HASSON & JANKS LLP                                    |                      |      | Firm's EIN <input checked="" type="checkbox"/> 95-1777440  |                   |
|                               | Firm's address <input checked="" type="checkbox"/><br>10990 WILSHIRE BLVD 16TH FLOOR LOS ANGELES, CA 900243929 |                      |      | Phone no (310) 873-1600                                    |                   |

Form 990PF Part VIII Line 1 - List all officers, directors, trustees, foundation managers and their compensation

| (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 |
|-----------------------------------------------------------|-----------------------------------------------------------|-------------------------------------------|-----------------------------------------------------------------------|---------------------------------------|
| SHARON H BRADFORD                                         | PRESIDENT<br>1 00                                         | 0                                         | 0                                                                     | 0                                     |
| 625 FAIR OAKS AVENUE SUITE 360<br>SOUTH PASADENA,CA 91030 |                                                           |                                           |                                                                       |                                       |
| BRYCE W RHODES                                            | VICE PRESIDENT<br>1 00                                    | 0                                         | 0                                                                     | 0                                     |
| 625 FAIR OAKS AVENUE SUITE 360<br>SOUTH PASADENA,CA 91030 |                                                           |                                           |                                                                       |                                       |
| WINIFRED W RHODES                                         | VICE PRESIDENT<br>1 00                                    | 0                                         | 0                                                                     | 0                                     |
| 625 FAIR OAKS AVENUE SUITE 360<br>SOUTH PASADENA,CA 91030 |                                                           |                                           |                                                                       |                                       |
| PEGINE E GRAYSON                                          | SECRETARY/EXECUTIVE DIRECTOR<br>1 00                      | 0                                         | 0                                                                     | 0                                     |
| 625 FAIR OAKS AVENUE SUITE 360<br>SOUTH PASADENA,CA 91030 |                                                           |                                           |                                                                       |                                       |
| DAVID A DAHL                                              | CHIEF FINANCIAL OFFICER<br>1 00                           | 0                                         | 0                                                                     | 0                                     |
| 625 FAIR OAKS AVENUE SUITE 360<br>SOUTH PASADENA,CA 91030 |                                                           |                                           |                                                                       |                                       |
| MICHAEL J CASEY                                           | DIRECTOR<br>1 00                                          | 0                                         | 0                                                                     | 0                                     |
| 625 FAIR OAKS AVENUE SUITE 360<br>SOUTH PASADENA,CA 91030 |                                                           |                                           |                                                                       |                                       |
| MARCIA W CONSTANCE                                        | DIRECTOR<br>1 00                                          | 0                                         | 0                                                                     | 0                                     |
| 625 FAIR OAKS AVENUE SUITE 360<br>SOUTH PASADENA,CA 91030 |                                                           |                                           |                                                                       |                                       |
| BRETT E HODGES                                            | DIRECTOR<br>1 00                                          | 0                                         | 0                                                                     | 0                                     |
| 625 FAIR OAKS AVENUE SUITE 360<br>SOUTH PASADENA,CA 91030 |                                                           |                                           |                                                                       |                                       |
| BRIAN M HODGES                                            | DIRECTOR<br>1 00                                          | 0                                         | 0                                                                     | 0                                     |
| 625 FAIR OAKS AVENUE SUITE 360<br>SOUTH PASADENA,CA 91030 |                                                           |                                           |                                                                       |                                       |
| ADAM J RHODES                                             | DIRECTOR<br>1 00                                          | 0                                         | 0                                                                     | 0                                     |
| 625 FAIR OAKS AVENUE SUITE 360<br>SOUTH PASADENA,CA 91030 |                                                           |                                           |                                                                       |                                       |
| EMERY W RHODES                                            | DIRECTOR<br>1 00                                          | 0                                         | 0                                                                     | 0                                     |
| 625 FAIR OAKS AVENUE SUITE 360<br>SOUTH PASADENA,CA 91030 |                                                           |                                           |                                                                       |                                       |
| ARLO G SORENSEN                                           | DIRECTOR<br>1 00                                          | 0                                         | 0                                                                     | 0                                     |
| 625 FAIR OAKS AVENUE SUITE 360<br>SOUTH PASADENA,CA 91030 |                                                           |                                           |                                                                       |                                       |

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                                                                                          |                                                                                                           |                                |                                                                                       |           |
| HELEN WOODWARD ANIMAL CENTER PO BOX 64 RANCHO SANTA FE,CA 92067                                                        | NONE                                                                                                      | PC                             | GENERAL OPERATING SUPPORT                                                             | 555,000   |
| CHALLENGERS BOYS AND GIRLS CLUB 5029 SOUTH VERMONT AVENUE LOS ANGELES,CA 900370189                                     | NONE                                                                                                      | PC                             | SUPPORT CHALLENGERS TENNIS ACADEMY                                                    | 253,830   |
| CHILDREN'S MUSEUM OF SANTA BARBARA PO BOX 4808 SANTA BARBARA,CA 93140                                                  | NONE                                                                                                      | PC                             | SUPPORT MOXI THE WOLF MUSEUM OF EXPLORATION+ INNOVATION                               | 125,000   |
| SANTA BARBARA ZOOLOGICAL FOUNDATION 500 NINOS DRIVE SANTA BARBARA,CA 931033798                                         | NONE                                                                                                      | PC                             | DISCOVERY PAVILION CAPITAL CAMPAIGN                                                   | 125,000   |
| REGENTS OF THE UNIVERSITY OF CALIFORNIA (DAVIS) 1089 VETERINARY MEDICINE DRIVE DAVIS,CA 95616                          | NONE                                                                                                      | PC                             | GENERAL OPERATING SUPPORT                                                             | 100,000   |
| SOLEDAD ENRICHMENT ACTION INC 222 NORTH VIRGIL AVENUE LOS ANGELES,CA 90004                                             | NONE                                                                                                      | PC                             | TO SUPPORT HYDROPONIC FARMING, VAN AND TRAILER WITH CLEANING EQUIPMENT                | 78,366    |
| LAGUNA BLANCA SCHOOL 4125 PALOMA DRIVE SANTA BARBARA,CA 93110                                                          | NONE                                                                                                      | PC                             | GENERAL OPERATING SUPPORT                                                             | 75,000    |
| CASA DEL HERRERO FOUNDATION PO BOX 5612 SANTA BARBARA,CA 93150                                                         | NONE                                                                                                      | PC                             | \$50,000 FOR GENERAL OPERATING SUPPORT AND \$15,000 FOR THE ENTRY RESTORATION PROJECT | 65,000    |
| SANTA BARBARA COUNTY TRAILS COUNCIL PO BOX 22352 SANTA BARBARA,CA 93103                                                | NONE                                                                                                      | PC                             | RESTRICTED TO THE BARON RANCH TRAIL FUND                                              | 60,000    |
| WASHINGTON STATE UNIVERSITY FOUNDATION WASHINGTON STATE UNIVERSITY PO BOX 646382 PULLMAN,WA 991646382                  | NONE                                                                                                      | PC                             | DEPARTMENT OF ENTOMOLOGY HONEY BEE                                                    | 54,500    |
| CONSERVATION INTERNATIONAL 2011 CRYSTAL DRIVE SUITE 500 ARLINGTON,VA 22202                                             | NONE                                                                                                      | PC                             | GENERAL OPERATING SUPPORT                                                             | 50,000    |
| THE HUNTINGTON LIBRARY ART COLLECTIONS & BOTANICAL GARDENS 1151 OXFORD ROAD SAN MARINO,CA 91108                        | NONE                                                                                                      | PC                             | WHITTIER FAMILY HISTORY PROJECT                                                       | 50,000    |
| PRESIDENT & FELLOWS OF MIDDLEBURY MIDDLEBURY COLLEGE 152 MAPLE STREET G-007 MIDDLEBURY,VT 05753                        | NONE                                                                                                      | PC                             | GENERAL OPERATING SUPPORT                                                             | 50,000    |
| SANTA BARBARA BICYCLE COALITION PO BOX 92047 SANTA BARBARA,CA 93190                                                    | NONE                                                                                                      | PC                             | GENERAL OPERATING SUPPORT                                                             | 50,000    |
| SANTA BARBARA COURTHOUSE LEGACY FOUNDATION PO BOX 91459 SANTA BARBARA,CA 93190                                         | NONE                                                                                                      | PC                             | MURAL ROOM RESTORATION                                                                | 50,000    |
| <b>Total . . . . .</b>  <b>3a</b> |                                                                                                           |                                |                                                                                       | 2,665,346 |

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>                                                                                        |                                                                                                           |                                |                                                               |           |
| DIRECT RELIEF 27 SOUTH LA<br>PATERA LANE<br>GOLETA,CA 93117                                                                 | NONE                                                                                                      | PC                             | MATERNAL & CHILD HEALTH PROGRAM AND GENERAL OPERATING SUPPORT | 45,000    |
| REGENTS OF THE UNIVERSITY OF CALIFORNIA SAN DIEGO 9500<br>GILMAN DRIVE MC 0210<br>LA JOLLA,CA 920930940                     | NONE                                                                                                      | PC                             | COASTAL AND MARINE ENVIRONMENTS MONITORING PROGRAM            | 42,500    |
| VILLAGE BEAT 1995 INDIAN<br>VALLEY ROAD<br>NOVATO,CA 94947                                                                  | NONE                                                                                                      | PC                             | GENERAL OPERATING SUPPORT                                     | 40,000    |
| TRUE NATURE SOCIETYQUAIL SPRINGS CENTER 35070 HIGHWAY 33<br>MARICOPA,CA 93252                                               | NONE                                                                                                      | PC                             | GENERAL OPERATING SUPPORT                                     | 37,500    |
| CATE SCHOOL 1960 CATE MESA RD<br>CARPINTERIA,CA 93013                                                                       | NONE                                                                                                      | PC                             | GENERAL OPERATING SUPPORT                                     | 30,000    |
| THE CALIFORNIA ACADEMY FOUNDATION 3463 STATE STREET SUITE 400<br>SANTA BARBARA,CA 93105                                     | NONE                                                                                                      | PC                             | SANTA BARBARA HIGH SCHOOL MAD ACADEMY - SUPPORT EDUCATION     | 28,000    |
| THE LAND TRUST FOR SANTA BARBARA COUNTY PO BOX 91830<br>SANTA BARBARA,CA 931901830                                          | NONE                                                                                                      | PC                             | SUPPORT FRIENDS OF THE FRANKLIN TRAIL PROJECT                 | 28,000    |
| THE COMMUNITY ENVIRONMENTAL COUNCIL 26 W ANAPAMU ST 2ND FLOOR<br>SANTA BARBARA,CA 93109                                     | NONE                                                                                                      | PC                             | GENERAL OPERATING SUPPORT                                     | 25,000    |
| HEAL THE OCEAN PO BOX 90106<br>SANTA BARBARA,CA 93109                                                                       | NONE                                                                                                      | PC                             | GENERAL OPERATING SUPPORT                                     | 25,000    |
| INTERNATIONAL DOCUMENTARY FOUNDATION INC DBA INTERNATIONAL DOCUMENTARY 3470 WILSHIRE BLVD SUITE 980<br>LOS ANGELES,CA 90010 | NONE                                                                                                      | PC                             | PROJECT TAB HUNTER CONFIDENTIAL                               | 25,000    |
| OJAI FOUNDATION PO BOX 999<br>OJAI,CA 93024                                                                                 | NONE                                                                                                      | PC                             | TO SUPPORT EDUCATION FOR INDIGENOUS CULTURE                   | 25,000    |
| OPAL COMMUNITY LAND TRUST PO BOX 1133<br>EASTSOUND,WA 98245                                                                 | NONE                                                                                                      | PC                             | GENERAL OPERATING SUPPORT                                     | 25,000    |
| UNIVERSITY OF CALIFORNIA BERKELEY FOUNDATION CAL MEN'S LACROSSE TEAM 2301 BANCROFT WAY 4420<br>BERKELEY,CA 94720            | NONE                                                                                                      | PC                             | TO HELP ESTABLISH AN ENDOWMENT FUND GENERAL OPERATING SUPPORT | 25,000    |
| SANTA BARBARA BOTANIC GARDEN 1212 MISSION CANYON ROAD<br>SANTA BARBARA,CA 93105                                             | NONE                                                                                                      | PC                             | CAPITAL CAMPAIGN                                              | 25,000    |
| VIOLENCE RESEARCH FOUNDATION 27068 LA PAZ ROAD 703<br>ALISO VIEJO,CA 92656                                                  | NONE                                                                                                      | PC                             | GENERAL OPERATING SUPPORT                                     | 25,000    |
| <b>Total . . . . .</b>  <b>3a</b>      |                                                                                                           |                                |                                                               | 2,665,346 |

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                                                                                          |                                                                                                           |                                |                                                                                        |           |
| NEW VILLAGE CHARTER SCHOOL INC 147 NO OCCIDENTAL BOULEVARD LOS ANGELES,CA 90026                                        | NONE                                                                                                      | PC                             | GENERAL OPERATING SUPPORT                                                              | 22,000    |
| THE ARBORETUM FOUNDATION 2300 ARBORETUM DRIVE EAST SEATTLE,WA 981122300                                                | NONE                                                                                                      | PC                             | GENERAL OPERATING SUPPORT                                                              | 20,000    |
| COMMUNITY ACTION FUND FOR WOMEN IN AFRICA 801 COLD SPRINGS ROAD SANTA BARBARA,CA 93108                                 | NONE                                                                                                      | PC                             | GENERAL OPERATING SUPPORT                                                              | 20,000    |
| INSTITUTE FOR JUSTICE 901 NORTH GLEBE ROAD SUITE 900 ARLINGTON,VA 22203                                                | NONE                                                                                                      | PC                             | GENERAL OPERATING SUPPORT FOR CIVIL FORFEITURE CASES                                   | 20,000    |
| NINOS DEL SOL INC 85 CIRCLE LOOP STATEN ISLAND,NY 10304                                                                | NONE                                                                                                      | PC                             | GENERAL OPERATING SUPPORT                                                              | 20,000    |
| SEATTLE AQUARIUM SOCIETY-SEAS 1483 ALASKAN WAY PIER 59 SEATTLE,WA 981012015                                            | NONE                                                                                                      | PC                             | GENERAL OPERATING SUPPORT                                                              | 20,000    |
| ST MICHAEL CHURCH 1016 W MANCHESTER AVENUE LOS ANGELES,CA 90044                                                        | NONE                                                                                                      | PC                             | SUPPORT THE SOCCER TEAM                                                                | 20,000    |
| WOODLAND PARK ZOOLOGICAL SOCIETY 5500 PHINNEY AVE N SEATTLE,WA 98103                                                   | NONE                                                                                                      | PC                             | GENERAL OPERATING SUPPORT                                                              | 20,000    |
| SANTA BARBARA BIRTH CENTER 2958 STATE STREET SANTA BARBARA,CA 93105                                                    | NONE                                                                                                      | PC                             | GENERAL OPERATING SUPPORT AND SUPPORT OF MARKETING AND ADVERTISING                     | 16,600    |
| BOYS & GIRLS CLUB OF SANTA BARBARA 632 EAST CANON PERDIDO STREET SANTA BARBARA,CA 93103                                | NONE                                                                                                      | PC                             | SUPPORT AFTER SCHOOL TUTORING AND HOMEWORK PROGRAM AND MARCH MADNESS BASKETBALL-A-THON | 15,000    |
| COASTAL RANCHES CONSERVANCY 1482 EAST VALLEY ROAD SUITE 135 SANTA BARBARA,CA 93108                                     | NONE                                                                                                      | PC                             | GENERAL OPERATING SUPPORT                                                              | 15,000    |
| COLGATE UNIVERSITY TREASURER'S OFFICE - JAMES B COLGATE HALL 13 OAK DRIVE HAMILTON,NY 13346                            | NONE                                                                                                      | PC                             | GENERAL OPERATING SUPPORT                                                              | 15,000    |
| SANTA BARBARA MIDDLE SCHOOL 1321 ALAMEDA PADRE SERRA SANTA BARBARA,CA 93103                                            | NONE                                                                                                      | PC                             | GENERAL OPERATING SUPPORT                                                              | 15,000    |
| SANTA BARBARA WATER POLO FOUNDATION INC PO BOX 1702 GOLETA,CA 93116                                                    | NONE                                                                                                      | PC                             | GENERAL OPERATING SUPPORT                                                              | 15,000    |
| THE TRUST FOR PUBLIC LAND 101 MONTGOMERY STREET 9TH FLOOR SAN FRANCISCO,CA 94104                                       | NONE                                                                                                      | PC                             | SUPPORT PARKS FOR PEOPLE LOS ANGELES PROGRAM                                           | 15,000    |
| <b>Total . . . . .</b>  <b>3a</b> |                                                                                                           |                                |                                                                                        | 2,665,346 |

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>                                                                                   |                                                                                                           |                                |                                                           |           |
| CREATIVE VISIONS FOUNDATION<br>18820 PACIFIC COAST HIGHWAY SUITE<br>201<br>MALIBU,CA 90265                             | NONE                                                                                                      | PC                             | GENERAL OPERATING SUPPORT                                 | 10,000    |
| DOCTORS WITHOUT BORDERS USA INC 333 7TH AVENUE 2ND FLOOR<br>NEW YORK,NY 100015004                                      | NONE                                                                                                      | PC                             | GENERAL OPERATING SUPPORT                                 | 10,000    |
| THE FRIENDSHIP PADDLE 920 GARDEN STREET<br>SANTA BARBARA,CA 93101                                                      | NONE                                                                                                      | PC                             | 3-YEAR ENDOWMENT FOR GENERAL OPERATING SUPPORT            | 10,000    |
| LAROA ARTFLOW INC 104 RAILROAD AVE<br>PASADENA,MD 21122                                                                | NONE                                                                                                      | PC                             | SEA TURTLE HATCHERY AND LOCAL SCHOOL SUPPORT IN NICARAGUA | 10,000    |
| LONG LIVE THE KINGS 1326 FIFTH AVENUE SUITE 450<br>SEATTLE,WA 98101                                                    | NONE                                                                                                      | PC                             | GENERAL OPERATING SUPPORT                                 | 10,000    |
| ORCAS ISLAND CHAMBER MUSIC FESTIVAL PO BOX 646<br>EASTSOUND,WA 98245                                                   | NONE                                                                                                      | PC                             | GENERAL OPERATING SUPPORT                                 | 10,000    |
| ORCAS ISLAND LIBRARY DISTRICT 500 ROSE STREET<br>EASTSOUND,WA 98245                                                    | NONE                                                                                                      | PC                             | EXPANSION FUND                                            | 10,000    |
| ORCAS MEDICAL FOUNDATION PO BOX 515<br>DEER HARBOR,WA 98243                                                            | NONE                                                                                                      | PC                             | GENERAL OPERATING SUPPORT                                 | 10,000    |
| SANTA BARBARA MARITIME MUSEUM 113 HARBOR WAY SUITE 190<br>SANTA BARBARA,CA 93109                                       | NONE                                                                                                      | PC                             | GENERAL OPERATING SUPPORT                                 | 10,000    |
| SCRIPPS HEALTH FOUNDATION 4275 CAMPUS POINT COURT<br>SAN DIEGO,CA 92103                                                | NONE                                                                                                      | PC                             | PROGRAM SUPPORT AT JOHN ENGLE'S DISCRETION                | 10,000    |
| STANFORD UNIVERSITY SCHOOL OF EARTH SCIENCES 397 PANAMA MALL MITCHELL BUILDING<br>101<br>STANFORD,CA 943052210         | NONE                                                                                                      | PC                             | GENERAL OPERATING SUPPORT                                 | 10,000    |
| WILDLIFE HEALTH CENTER FOUNDATION 942 DEER HARBOR RD<br>EASTSOUND,WA 98245                                             | NONE                                                                                                      | PC                             | SEADOC SOCIETY                                            | 10,000    |
| YALE UNIVERSITY PO BOX 7611<br>NEW HAVEN,CT 065190611                                                                  | NONE                                                                                                      | PC                             | SCHOOL OF MEDICINE - DR UDELSMAN'S RESEARCH FUND          | 10,000    |
| FUTURE LEADERS OF AMERICA INC 1528 CHAPALA ST 308<br>SANTA BARBARA,CA 93101                                            | NONE                                                                                                      | PC                             | GENERAL OPERATING SUPPORT                                 | 5,000     |
| HILLSIDES 940 AVENUE 64<br>PASADENA,CA 911052711                                                                       | NONE                                                                                                      | PC                             | GENERAL OPERATING SUPPORT                                 | 5,000     |
| <b>Total . . . . .</b>  <b>3a</b> |                                                                                                           |                                |                                                           | 2,665,346 |

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>                                                                                   |                                                                                                           |                                |                                                 |           |
| INSTITUTE OF RANGE AND AMERICAN MUSTANG PO BOX 998 HOT SPRINGS,SD 57747                                                | NONE                                                                                                      | PC                             | GENERAL OPERATING SUPPORT                       | 5,000     |
| LOBERO THEATRE FOUNDATION 33 E CANON PERDIDO STREET SANTA BARBARA,CA 93101                                             | NONE                                                                                                      | PC                             | ENDOWMENT FUND SUPPORT FOR AMERICAN ROOTS MUSIC | 5,000     |
| LOS ANGELES CHILD GUIDANCE CLINIC 3031 S VERMONT AVENUE LOS ANGELES,CA 90007                                           | NONE                                                                                                      | PC                             | GENERAL OPERATING SUPPORT                       | 5,000     |
| NEWPORT BAY NATURALISTS AND FRIENDS NEWPORT BAY CONSERVANCY 2301 UNIVERSITY DRIVE NEWPORT BEACH,CA 92660               | NONE                                                                                                      | PC                             | GENERAL OPERATING SUPPORT                       | 5,000     |
| ORCAS CENTER PO BOX 567 917 MT BAKER RD EASTSOUND,WA 982450567                                                         | NONE                                                                                                      | PC                             | GENERAL OPERATING SUPPORT                       | 5,000     |
| SAN DIEGO NATURAL HISTORY MUSEUM PO BOX 121390 SAN DIEGO,CA 921121390                                                  | NONE                                                                                                      | PC                             | GENERAL OPERATING SUPPORT                       | 5,000     |
| SAN JUAN PRESERVATION TRUST PO BOX 327 LOPEZ,WA 98261                                                                  | NONE                                                                                                      | PC                             | GENERAL OPERATING SUPPORT                       | 5,000     |
| SANTA BARBARA HIGH SCHOOL AQUATICS BOOSTER CLUB PO BOX 636 SANTA BARBARA,CA 93012                                      | NONE                                                                                                      | PC                             | GENERAL OPERATING SUPPORT                       | 5,000     |
| SHARE OUR SELVES 1550 SUPERIOR AVENUE COSTA MESA,CA 92627                                                              | NONE                                                                                                      | PC                             | GENERAL OPERATING SUPPORT                       | 5,000     |
| SOUTH COAST REPERTORY THEATRE INC PO BOX 2197 COSTA MESA,CA 92628                                                      | NONE                                                                                                      | PC                             | GENERAL OPERATING SUPPORT                       | 5,000     |
| CHILDREN'S DISCOVERY FOUNDATION DBA THE FUNHOUSE COMMONS 30 PEA PATCH LANE EASTSOUND,WA 98245                          | NONE                                                                                                      | PC                             | GENERAL OPERATING SUPPORT                       | 4,550     |
| THE MONTECITO TRAILS FOUNDATION PO BOX 5481 SANTA BARBARA,CA 93105                                                     | NONE                                                                                                      | PC                             | GENERAL OPERATING SUPPORT                       | 2,500     |
| NATIONAL SPASMODIC DYSPHONIA ASSOCIATION 300 PARK BLVD SUITE 335 ITASCA,IL 60177                                       | NONE                                                                                                      | PC                             | SUPPORT 2014 CHALLENGE                          | 2,500     |
| SANTA BARBARA BOWL FOUNDATION 1122 NORTH MILPAS STREET SANTA BARBARA,CA 93103                                          | NONE                                                                                                      | PC                             | GENERAL OPERATING SUPPORT                       | 2,500     |
| GARDENS FOR HEALTH INTERNATIONAL GLOBEMED AT MIDDLEBURY COLLEGE 2 ATLANTIC AVENUE 4TH FLOOR BOSTON,MA 02110            | NONE                                                                                                      | PC                             | GENERAL OPERATING SUPPORT                       | 1,000     |
| <b>Total . . . . .</b>  <b>3a</b> |                                                                                                           |                                |                                                 | 2,665,346 |

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>                                                |                                                                                                           |                                |                                  |                     |
| SANTA BARBARA HISTORICAL MUSEUM 136 EAST DE LA GUERRA STREET SANTA BARBARA,CA 93101 | NONE                                                                                                      | PC                             | GENERAL OPERATING SUPPORT        | 1,000               |
| <b>Total . . . . .</b>                                                              |                                                                                                           |                                |                                  | <b>3a</b> 2,665,346 |

## TY 2014 Accounting Fees Schedule

**Name:** WWW FOUNDATION

**EIN:** 95-3694741

| Category        | Amount | Net Investment<br>Income | Adjusted Net<br>Income | Disbursements for<br>Charitable<br>Purposes |
|-----------------|--------|--------------------------|------------------------|---------------------------------------------|
| ACCOUNTING FEES | 17,550 | 0                        | 0                      | 17,550                                      |

# TY 2014 Investments Corporate Bonds Schedule

**Name:** WWW FOUNDATION

**EIN:** 95-3694741

| Name of Bond                                 | End of Year Book Value | End of Year Fair Market Value |
|----------------------------------------------|------------------------|-------------------------------|
| WHITTIER TRUST #00-5075 - CORPORATE BONDS    | 3,276,883              | 3,276,883                     |
| WHITTIER TRUST #00-5075 - FIXED INCOME BONDS | 2,204,422              | 2,204,422                     |

**TY 2014 Investments Corporate  
Stock Schedule****Name:** WWW FOUNDATION**EIN:** 95-3694741

| <b>Name of Stock</b>         | <b>End of Year Book<br/>Value</b> | <b>End of Year Fair<br/>Market Value</b> |
|------------------------------|-----------------------------------|------------------------------------------|
| WHITTIER TRUST #82-5111 LAYT | 2,699,416                         | 2,699,416                                |
| WHITTIER TRUST #00-5111 LAYT | 1,031,626                         | 1,031,626                                |
| WHITTIER TRUST #83-5075      | 2,140,748                         | 2,140,748                                |
| WHITTIER TRUST #82-5075      | 14,637,045                        | 14,637,045                               |
| WHITTIER TRUST #73-5075      | 7,354,638                         | 7,354,638                                |
| WHITTIER TRUST #00-5075      | 2,269,302                         | 2,269,302                                |

**TY 2014 Investments Government  
Obligations Schedule****Name:** WWW FOUNDATION**EIN:** 95-3694741**US Government Securities - End of  
Year Book Value:**

1,874,868

**US Government Securities - End of  
Year Fair Market Value:**

1,874,868

**State & Local Government  
Securities - End of Year Book  
Value:**

0

**State & Local Government  
Securities - End of Year Fair  
Market Value:**

0

**TY 2014 Investments - Other Schedule****Name:** WWW FOUNDATION**EIN:** 95-3694741

| <b>Category / Item</b>                 | <b>Listed at Cost or FMV</b> | <b>Book Value</b> | <b>End of Year Fair Market Value</b> |
|----------------------------------------|------------------------------|-------------------|--------------------------------------|
| WHITTIER SMALL CAP FUND, LP            | FMV                          | 8,570,715         | 8,570,715                            |
| WHITTIER VALUE FUND A, LP              | FMV                          | 15,016,147        | 15,016,147                           |
| WHITTIER INTERNATIONAL FUND, LP        | FMV                          | 4,011,068         | 4,011,068                            |
| WHITTIER SMALL CAP FUND, LP - LAYT     | FMV                          | 593,357           | 593,357                              |
| WHITTIER VALUE FUND, LP - LAYT         | FMV                          | 674,891           | 674,891                              |
| WHITTIER INTERNATIONAL FUND, LP - LAYT | FMV                          | 317,826           | 317,826                              |
| WHITTIER ALTERNATIVE INVESTMENTS       | FMV                          | 585,605           | 585,605                              |
| BELRIDGE US EQUITY FUND, LP            | FMV                          | 1,001,623         | 1,001,623                            |

**TY 2014 Other Expenses Schedule****Name:** WWW FOUNDATION**EIN:** 95-3694741

| Description           | Revenue and Expenses<br>per Books | Net Investment<br>Income | Adjusted Net Income | Disbursements for<br>Charitable Purposes |
|-----------------------|-----------------------------------|--------------------------|---------------------|------------------------------------------|
| FILING FEES           | 160                               | 0                        | 0                   | 160                                      |
| INSURANCE             | 3,094                             | 774                      | 0                   | 2,321                                    |
| MISCELLANEOUS EXPENSE | 44                                | 0                        | 0                   | 44                                       |

TY 2014 Other Increases Schedule

**Name:** WWW FOUNDATION

**EIN:** 95-3694741

| Description                       | Amount    |
|-----------------------------------|-----------|
| UNREALIZED CAPITAL GAINS/(LOSSES) | 1,070,096 |

**TY 2014 Other Liabilities Schedule****Name:** WWW FOUNDATION**EIN:** 95-3694741

| Description                   | Beginning of Year -<br>Book Value | End of Year - Book<br>Value |
|-------------------------------|-----------------------------------|-----------------------------|
| ACCRUED EXPENSES              | 41,925                            | 42,611                      |
| DEFERRED EXCISE TAXES PAYABLE | 311,121                           | 327,159                     |

## TY 2014 Other Professional Fees Schedule

**Name:** WWW FOUNDATION

**EIN:** 95-3694741

| Category                                           | Amount  | Net Investment<br>Income | Adjusted Net<br>Income | Disbursements for<br>Charitable<br>Purposes |
|----------------------------------------------------|---------|--------------------------|------------------------|---------------------------------------------|
| ADMINISTRATION AND<br>INVESMENT MANAGEMENT<br>FEES | 505,263 | 151,579                  | 0                      | 353,684                                     |

**TY 2014 Taxes Schedule****Name:** WWW FOUNDATION**EIN:** 95-3694741

| Category           | Amount | Net Investment<br>Income | Adjusted Net<br>Income | Disbursements for<br>Charitable<br>Purposes |
|--------------------|--------|--------------------------|------------------------|---------------------------------------------|
| FOREIGN TAXES      | 32     | 32                       | 0                      | 0                                           |
| FEDERAL EXCISE TAX | 77,930 | 0                        | 0                      | 0                                           |