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

Note. The foundation may be able to use a copy of this return to satisfy state reporting requirements.

For calendar year 2012 or tax year beginning _____, **and ending** _____

Name of foundation CALIFORNIA PHYSICIANS' SERVICE FDN DBA BLUE SHIELD OF CALIFORNIA FDN		A Employer identification number 94-2822302
Number and street (or P.O. box number if mail is not delivered to street address) 50 BEALE STREET, FOURTEENTH FLOOR	Room/suite	B Telephone number (415) 229-5215
City or town, state, and ZIP code SAN FRANCISCO, CA 94105		C If exemption application is pending, check here ... <input type="checkbox"/>
G Check all that apply: <input type="checkbox"/> Initial return <input type="checkbox"/> Initial return of a former public charity <input type="checkbox"/> Final return <input type="checkbox"/> Amended return <input type="checkbox"/> Address change <input type="checkbox"/> Name change		D 1. Foreign organizations, check here <input type="checkbox"/> 2. Foreign organizations meeting the 85% test, check here and attach computation <input type="checkbox"/>
H Check type of organization: <input checked="" type="checkbox"/> Section 501(c)(3) exempt private foundation <input type="checkbox"/> Section 4947(a)(1) nonexempt charitable trust <input type="checkbox"/> Other taxable private foundation		E If private foundation status was terminated under section 507(b)(1)(A), check here ... <input type="checkbox"/>
I Fair market value of all assets at end of year (from Part II, col. (c), line 16) \$ 66,284,469.	J Accounting method: <input type="checkbox"/> Cash <input checked="" type="checkbox"/> Accrual <input type="checkbox"/> Other (specify) _____ (Part I, column (d) must be on cash basis.)	F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here ... <input type="checkbox"/>

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).)</small>		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
Revenue	1 Contributions, gifts, grants, etc., received	40,114,912.		N/A	
	2 Check <input type="checkbox"/> if the foundation is not required to attach Sch. B				
	3 Interest on savings and temporary cash investments				
	4 Dividends and interest from securities	238,492.	238,492.		STATEMENT 2
	5a Gross rents				
	b Net rental income or (loss)				
	6a Net gain or (loss) from sale of assets not on line 10	263,125.			STATEMENT 1
	b Gross sales price for all assets on line 6a	40,863,616.			
	7 Capital gain net income (from Part IV, line 2)		19,033,608.		
	8 Net short-term capital gain				
	9 Income modifications				
	10a Gross sales less returns and allowances				
b Less: Cost of goods sold					
c Gross profit or (loss)					
11 Other income					
12 Total. Add lines 1 through 11	40,616,529.	19,272,100.			
Operating and Administrative Expenses	13 Compensation of officers, directors, trustees, etc.	51,500.	0.		51,500.
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits				
	16a Legal fees				
	b Accounting fees	39,366.	0.		39,366.
	c Other professional fees	4,937,998.	51,274.		4,886,724.
	17 Interest				
	18 Taxes	188,618.	0.		0.
	19 Depreciation and depletion				
	20 Occupancy				
	21 Travel, conferences, and meetings	128,907.	0.		128,907.
	22 Printing and publications	28,022.	0.		28,022.
	23 Other expenses	678,349.	0.		678,349.
	24 Total operating and administrative expenses. Add lines 13 through 23	6,052,760.	51,274.		5,812,868.
	25 Contributions, gifts, grants paid	30,356,897.			31,167,629.
26 Total expenses and disbursements. Add lines 24 and 25	36,409,657.	51,274.		36,980,497.	
27 Subtract line 26 from line 12:					
a Excess of revenue over expenses and disbursements	4,206,872.				
b Net investment income (if negative, enter -0-)		19,220,826.			
c Adjusted net income (if negative, enter -0-)			N/A		

CALIFORNIA PHYSICIANS' SERVICE FDN

Form 990-PF (2012)

DBA BLUE SHIELD OF CALIFORNIA FDN

94-2822302

Page 2

Part II Balance Sheets Attached schedules and amounts in the description column should be for end-of-year amounts only.		Beginning of year	End of year	
		(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1 Cash - non-interest-bearing	741,436.	565,753.	565,753.
	2 Savings and temporary cash investments	46,035,792.	49,439,550.	49,439,550.
	3 Accounts receivable ▶			
	Less: allowance for doubtful accounts ▶			
	4 Pledges receivable ▶			
	Less: allowance for doubtful accounts ▶			
	5 Grants receivable			
	6 Receivables due from officers, directors, trustees, and other disqualified persons			
	7 Other notes and loans receivable			
	Less: allowance for doubtful accounts ▶			
	8 Inventories for sale or use			
	9 Prepaid expenses and deferred charges			
	10a Investments - U.S. and state government obligations			
	b Investments - corporate stock STMT 10	8,143,581.	8,160,047.	8,160,047.
	c Investments - corporate bonds			
	11 Investments - land, buildings, and equipment: basis			
Less: accumulated depreciation				
12 Investments - mortgage loans				
13 Investments - other STMT 11	7,042,049.	8,109,133.	8,109,133.	
14 Land, buildings, and equipment: basis ▶				
Less: accumulated depreciation				
15 Other assets (describe ▶ STATEMENT 12)	30,792.	9,986.	9,986.	
16 Total assets (to be completed by all filers)	61,993,650.	66,284,469.	66,284,469.	
Liabilities	17 Accounts payable and accrued expenses	251,719.	756,842.	
	18 Grants payable	9,674,353.	8,875,234.	
	19 Deferred revenue			
	20 Loans from officers, directors, trustees, and other disqualified persons			
	21 Mortgages and other notes payable			
	22 Other liabilities (describe ▶ EXCISE TAX PAYABLE)	49,274.	0.	
23 Total liabilities (add lines 17 through 22)	9,975,346.	9,632,076.		
Net Assets or Fund Balances	Foundations that follow SFAS 117, check here ▶ <input checked="" type="checkbox"/> and complete lines 24 through 26 and lines 30 and 31.			
	24 Unrestricted	52,018,304.	56,652,393.	
	25 Temporarily restricted			
	26 Permanently restricted			
	Foundations that do not follow SFAS 117, check here ▶ <input type="checkbox"/> 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	52,018,304.	56,652,393.		
31 Total liabilities and net assets/fund balances	61,993,650.	66,284,469.		

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	52,018,304.
2 Enter amount from Part I, line 27a	2	4,206,872.
3 Other increases not included in line 2 (itemize) ▶ SEE STATEMENT 8	3	2,922,219.
4 Add lines 1, 2, and 3	4	59,147,395.
5 Decreases not included in line 2 (itemize) ▶ SEE STATEMENT 9	5	2,495,002.
6 Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	56,652,393.

Part IV Capital Gains and Losses for Tax on Investment Income

(a) List and describe the kind(s) of property sold (e.g., real estate, 2-story brick warehouse; or common stock, 200 shs. MLC Co.)	(b) How acquired P - Purchase D - Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
1a PUBLICLY TRADED SECURITIES	P		
b PUBLICLY TRADED SECURITIES	D		
c			
d			
e			

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
a 916,036.		485,552.	430,484.
b 39,947,580.		21,344,456.	18,603,124.
c			
d			
e			

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col. (h))
(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	
a			430,484.
b			18,603,124.
c			
d			
e			

2 Capital gain net income or (net capital loss) { If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7	2	19,033,608.
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6): If gain, also enter in Part I, line 8, column (c). If (loss), enter -0- in Part I, line 8	3	N/A

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

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

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

Was the foundation liable for the section 4942 tax on the distributable amount of any year in the base period? Yes No

If "Yes," the foundation does not qualify under section 4940(e). Do not complete this part.

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

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col. (b) divided by col. (c))
2011	28,860,573.	42,953,810.	.671898
2010	32,343,808.	40,425,723.	.800080
2009	38,831,352.	50,303,453.	.771942
2008	34,986,979.	58,021,425.	.603001
2007	34,119,855.	51,493,578.	.662604

2 Total of line 1, column (d)	2	3.509525
3 Average distribution ratio for the 5-year base period - divide the total on line 2 by 5, or by the number of years the foundation has been in existence if less than 5 years	3	.701905
4 Enter the net value of noncharitable-use assets for 2012 from Part X, line 5	4	50,290,097.
5 Multiply line 4 by line 3	5	35,298,871.
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	192,208.
7 Add lines 5 and 6	7	35,491,079.
8 Enter qualifying distributions from Part XII, line 4	8	36,980,497.

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.

CALIFORNIA PHYSICIANS' SERVICE FDN

Form 990-PF (2012)

DBA BLUE SHIELD OF CALIFORNIA FDN

94-2822302

Page 4

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

1a Exempt operating foundations described in section 4940(d)(2), check here <input type="checkbox"/> and enter "N/A" on line 1. Date of ruling or determination letter: _____ (attach copy of letter if necessary-see instructions)			
b Domestic foundations that meet the section 4940(e) requirements in Part V, check here <input checked="" type="checkbox"/> and enter 1% of Part I, line 27b		1	192,208.
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	192,208.
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	192,208.
6 Credits/Payments:			
a 2012 estimated tax payments and 2011 overpayment credited to 2012	6a	195,845.	
b Exempt foreign organizations - tax withheld at source	6b		
c Tax paid with application for extension of time to file (Form 8868)	6c	51,500.	
d Backup withholding erroneously withheld	6d		
7 Total credits and payments. Add lines 6a through 6d	7	247,345.	
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	55,137.	
11 Enter the amount of line 10 to be: Credited to 2013 estimated tax	11	55,137.	Refunded
			0.

Part VII-A Statements Regarding Activities

	Yes	No
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?		X
b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see instructions for definition)? <i>If the answer is "Yes" to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities.</i>		X
c Did the foundation file Form 1120-POL for this year?		X
d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year: (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? <i>If "Yes," attach a detailed description of the activities.</i>	2	X
3 Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? <i>If "Yes," attach a conformed copy of the changes</i>	3	X
4a Did the foundation have unrelated business gross income of \$1,000 or more during the year?	4a	X
b If "Yes," has it filed a tax return on Form 990-T for this year? N/A	4b	
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? <i>If "Yes," attach the statement required by General Instruction T.</i>	5	X
6 Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either: • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	6	X
7 Did the foundation have at least \$5,000 in assets at any time during the year? <i>If "Yes," complete Part II, col. (c), and Part XV.</i>	7	X
8a Enter the states to which the foundation reports or with which it is registered (see instructions) <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	X
9 Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2012 or the taxable year beginning in 2012 (see instructions for Part XIV)? <i>If "Yes," complete Part XIV</i>	9	X
10 Did any persons become substantial contributors during the tax year? <i>If "Yes," attach a schedule listing their names and addresses</i>	10	X

Form 990-PF (2012)

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		X
12	Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement (see instructions)	12		X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address ► <u>WWW.BLUESHIELDCAFOUNDATION.ORG</u>	13	X	
14	The books are in care of ► <u>CALIFORNIA PHYSICIANS' SRVC FDN</u> Telephone no. ► <u>(415) 229-5215</u> Located at ► <u>50 BEALE STREET, FOURTEENTH FLOOR, SAN FRANCISCO, CA</u> ZIP+4 ► <u>94105</u>			
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 - Check here <input type="checkbox"/> and enter the amount of tax-exempt interest received or accrued during the year	15		N/A
16	At any time during calendar year 2012, 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? See the instructions for exceptions and filing requirements for Form TD F 90-22.1. If "Yes," enter the name of the foreign country	16		Yes No X

Part VII-B Statements Regarding Activities for Which Form 4720 May Be Required

File Form 4720 if any item is checked in the "Yes" column, unless an exception applies.

		Yes	No
1a	During the year did the foundation (either directly or indirectly):		
(1)	Engage in the sale or exchange, or leasing of property with a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(2)	Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(3)	Furnish goods, services, or facilities to (or accept them from) a disqualified person? <input checked="" type="checkbox"/> Yes <input type="checkbox"/> No		
(4)	Pay compensation to, or pay or reimburse the expenses of, a disqualified person? <input checked="" type="checkbox"/> Yes <input type="checkbox"/> No		
(5)	Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)? <input checked="" type="checkbox"/> Yes <input type="checkbox"/> No		
(6)	Agree to pay money or property to a government official? (Exception. Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days.) <input type="checkbox"/> Yes <input checked="" type="checkbox"/> 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 <input type="checkbox"/>	1b	X
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 2012?	1c	X
2	Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5)):		
a	At the end of tax year 2012, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2012? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No If "Yes," list the years		
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	N/A
c	If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here. ►		
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
b	If "Yes," did it have excess business holdings in 2012 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 2012.)	3b	N/A
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a	X
b	Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2012?	4b	X

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

- 5a** During the year did the foundation pay or incur any amount to:
- (1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))? Yes No
 - (2) Influence the outcome of any specific public election (see section 4955); or to carry on, directly or indirectly, any voter registration drive? Yes No
 - (3) Provide a grant to an individual for travel, study, or other similar purposes? Yes No
 - (4) Provide a grant to an organization other than a charitable, etc., organization described in section 509(a)(1), (2), or (3), or section 4940(d)(2)? Yes No
 - (5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals? Yes No
- b** If any answer is "Yes" to 5a(1)-(5), did **any** of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance (see instructions)? Yes No
Organizations relying on a current notice regarding disaster assistance check here
- c** If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant? **SEE STATEMENT 14** Yes No
If "Yes," attach the statement required by Regulations section 53.4945-5(d).
- 6a** Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract? Yes No
- b** Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract? Yes No
If "Yes" to 6b, file Form 8870.
- 7a** At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction? Yes No
- b** If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction? **N/A**

5b		X
6b		X
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.

(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 STATEMENT 13		51,500.	0.	0.

2 Compensation of five highest-paid employees (other than those included on line 1). If none, enter "NONE."

(a) Name and address of each employee paid more than \$50,000	(b) Title, and average hours per week devoted to position	(c) Compensation	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
NONE				

Total number of other employees paid over \$50,000 **0**

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

3 Five highest-paid independent contractors for professional services. If none, enter "NONE."

(a) Name and address of each person paid more than \$50,000	(b) Type of service	(c) Compensation
JEMMOTT ROLLINS GROUP, INC. - 453 S. SPRING STREET, SUITE 1028, LOS ANGELES, CA 90013	CONSULTING	684,000.
SOCIAL POLICY RESEARCH ASSOCIATES 1330 BROADWAY, SUITE 1426, OAKLAND, CA 94612	CONSULTING	425,438.
RDP CONSULTING 666 OAKLAND AVENUE #301, OAKLAND, CA 94611	CONSULTING	382,000.
LANGER RESEARCH ASSOCIATES - 7 WEST 66TH STREET, 7TH FLOOR, NEW YORK, NY 10023	CONSULTING	354,352.
REGENTS OF THE UNIVERSITY OF CALIFORNIA - 3333 CALIFORNIA ST.#265, SAN FRANCISCO, CA	CONSULTING	284,194.
Total number of others receiving over \$50,000 for professional services		24

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 PLEASE SEE ATTACHMENT D	
	3,519,033.
2	
3	
4	

Part IX-B Summary of Program-Related Investments

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2.

	Amount
1 N/A	
2	
3 All other program-related investments. See instructions.	
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	15,811,997.
b	Average of monthly cash balances	1b	35,243,939.
c	Fair market value of all other assets	1c	
d	Total (add lines 1a, b, and c)	1d	51,055,936.
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	51,055,936.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	765,839.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	50,290,097.
6	Minimum investment return. Enter 5% of line 5	6	2,514,505.

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	2,514,505.
2a	Tax on investment income for 2012 from Part VI, line 5	2a	192,208.
b	Income tax for 2012. (This does not include the tax from Part VI.)	2b	
c	Add lines 2a and 2b	2c	192,208.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	2,322,297.
4	Recoveries of amounts treated as qualifying distributions	4	11,613.
5	Add lines 3 and 4	5	2,333,910.
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	2,333,910.

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	36,980,497.
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	36,980,497.
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	5	192,208.
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	36,788,289.

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.

**CALIFORNIA PHYSICIANS' SERVICE FDN
DBA BLUE SHIELD OF CALIFORNIA FDN**

Part XIII Undistributed Income (see instructions)

	(a) Corpus	(b) Years prior to 2011	(c) 2011	(d) 2012
1 Distributable amount for 2012 from Part XI, line 7				2,333,910.
2 Undistributed income, if any, as of the end of 2012:				
a Enter amount for 2011 only			0.	
b Total for prior years:		0.		
3 Excess distributions carryover, if any, to 2012:				
a From 2007	31,936,235.			
b From 2008	32,183,548.			
c From 2009	36,374,273.			
d From 2010	30,655,372.			
e From 2011	27,003,462.			
f Total of lines 3a through e	158,152,890.			
4 Qualifying distributions for 2012 from Part XII, line 4: ▶ \$	36,980,497.			
a Applied to 2011, but not more than line 2a			0.	
b Applied to undistributed income of prior years (Election required - see instructions)		0.		
c Treated as distributions out of corpus (Election required - see instructions)	0.			
d Applied to 2012 distributable amount				2,333,910.
e Remaining amount distributed out of corpus	34,646,587.			
5 Excess distributions carryover applied to 2012 (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	192,799,477.			
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 2011. Subtract line 4a from line 2a. Taxable amount - see instr.			0.	
f Undistributed income for 2012. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2013				0.
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3)	0.			
8 Excess distributions carryover from 2007 not applied on line 5 or line 7	31,936,235.			
9 Excess distributions carryover to 2013. Subtract lines 7 and 8 from line 6a	160,863,242.			
10 Analysis of line 9:				
a Excess from 2008	32,183,548.			
b Excess from 2009	36,374,273.			
c Excess from 2010	30,655,372.			
d Excess from 2011	27,003,462.			
e Excess from 2012	34,646,587.			

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

1 a If the foundation has received a ruling or determination letter that it is a private operating foundation, and the ruling is effective for 2012, enter the date of the ruling ▶

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

	Tax year				(e) Total
	(a) 2012	(b) 2011	(c) 2010	(d) 2009	
2 a Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed					
b 85% of line 2a					
c Qualifying distributions from Part XII, line 4 for each year listed					
d Amounts included in line 2c not used directly for active conduct of exempt activities					
e Qualifying distributions made directly for active conduct of exempt activities. Subtract line 2d from line 2c					
3 Complete 3a, b, or c for the alternative test relied upon:					
a "Assets" alternative test - enter:					
(1) Value of all assets					
(2) Value of assets qualifying under section 4942(j)(3)(B)(i)					
b "Endowment" alternative test - enter 2/3 of minimum investment return shown in Part X, line 6 for each year listed					
c "Support" alternative test - enter:					
(1) Total support other than gross investment income (interest, dividends, rents, payments on securities loans (section 512(a)(5)), or royalties)					
(2) Support from general public and 5 or more exempt organizations as provided in section 4942(j)(3)(B)(iii)					
(3) Largest amount of support from an exempt organization					
(4) Gross investment income					

Part XV Supplementary Information (Complete this part only if the foundation had \$5,000 or more in assets at any time during the year-see instructions.)

1 Information Regarding Foundation Managers:

a List any managers of the foundation who have contributed more than 2% of the total contributions received by the foundation before the close of any tax year (but only if they have contributed more than \$5,000). (See section 507(d)(2).)

NONE

b List any managers of the foundation who own 10% or more of the stock of a corporation (or an equally large portion of the ownership of a partnership or other entity) of which the foundation has a 10% or greater interest.

NONE

2 Information Regarding Contribution, Grant, Gift, Loan, Scholarship, etc., Programs:

Check here if the foundation only makes contributions to preselected charitable organizations and does not accept unsolicited requests for funds. If the foundation makes gifts, grants, etc. (see instructions) to individuals or organizations under other conditions, complete items 2a, b, c, and d.

a The name, address, and telephone number or e-mail of the person to whom applications should be addressed:

SEE STATEMENT 15

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

c Any submission deadlines:

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

Part XV Supplementary Information (continued)

3 Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a Paid during the year				
SEE ATTACHMENT A C/O 50 BEALE STREET, 14TH FLOOR SAN FRANCISCO, CA 94105	NONE	SEE ATTACHMENT A	SEE ATTACHMENT A	31,167,629.
Total				3a 31,167,629.
b Approved for future payment				
SEE ATTACHMENT B C/O 50 BEALE STREET, 14TH FLOOR SAN FRANCISCO, CA 94105	NONE	SEE ATTACHMENT B	SEE ATTACHMENT B	6,841,273.
Total				3b 6,841,273.

**CALIFORNIA PHYSICIANS' SERVICE FDN
DBA BLUE SHIELD OF CALIFORNIA FDN**

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated.	Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income
	(a) Business code	(b) Amount	(c) Exclu- sion code	(d) Amount	
1 Program service revenue:					
a _____					
b _____					
c _____					
d _____					
e _____					
f _____					
g Fees and contracts from government agencies					
2 Membership dues and assessments					
3 Interest on savings and temporary cash investments					
4 Dividends and interest from securities			14	238,492.	
5 Net rental income or (loss) from real estate:					
a Debt-financed property					
b Not debt-financed property					
6 Net rental income or (loss) from personal property					
7 Other investment income					
8 Gain or (loss) from sales of assets other than inventory			18	263,125.	
9 Net income or (loss) from special events					
10 Gross profit or (loss) from sales of inventory					
11 Other revenue:					
a _____					
b _____					
c _____					
d _____					
e _____					
12 Subtotal. Add columns (b), (d), and (e)		0.		501,617.	0.
13 Total. Add line 12, columns (b), (d), and (e)			13	501,617.	

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

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

Line No.	Explain below how each activity for which income is reported in column (e) of Part XVI-A contributed importantly to the accomplishment of the foundation's exempt purposes (other than by providing funds for such purposes).
▼	N/A

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

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

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

2a Is the foundation directly or indirectly affiliated with, or related to, one or more tax-exempt organizations described in section 501(c) of the Code...
b If "Yes," complete the following schedule.

Table with 3 columns: (a) Name of organization, (b) Type of organization, (c) Description of relationship. Row 1 contains 'N/A'.

Sign Here: Under penalties of perjury, I declare that I have examined this return... Signature of officer or trustee: LYNN HENLEY, Title: CHIEF FINANCIAL OFFICER

Paid Preparer Use Only: Print/Type preparer's name: LYNN HENLEY, Preparer's signature, Date, Check self-employed, PTIN: P00356034, Firm's name: ARMANINO LLP, Firm's EIN: 94-6214841, Firm's address: 12667 ALCOSTA BOULEVARD, SUITE 500, SAN RAMON, CA 94583-4427, Phone no.: 925-790-2600

May the IRS discuss this return with the preparer shown below (see instr.)? [X] Yes [] No

FORM 990-PF GAIN OR (LOSS) FROM SALE OF ASSETS STATEMENT 1

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	MANNER ACQUIRED (E) DEPREC.	DATE ACQUIRED (F) GAIN OR LOSS	DATE SOLD
PUBLICLY TRADED SECURITIES				PURCHASED		
	916,036.	485,552.	0.	0.	430,484.	

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) VALUE AT TIME OF ACQ.	(D) EXPENSE OF SALE	MANNER ACQUIRED (E) DEPREC.	DATE ACQUIRED (F) GAIN OR LOSS	DATE SOLD
PUBLICLY TRADED SECURITIES				DONATED		
	39,947,580.	40,114,939.	0.	0.	-167,359.	

CAPITAL GAINS DIVIDENDS FROM PART IV 0.

TOTAL TO FORM 990-PF, PART I, LINE 6A 263,125.

FORM 990-PF DIVIDENDS AND INTEREST FROM SECURITIES STATEMENT 2

SOURCE	GROSS AMOUNT	CAPITAL GAINS DIVIDENDS	COLUMN (A) AMOUNT
NORTHERN TRUST PROGRAM FUND X9761	238,492.	0.	238,492.
TOTAL TO FM 990-PF, PART I, LN 4	238,492.	0.	238,492.

FORM 990-PF	ACCOUNTING FEES			STATEMENT	3
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES	
ACCOUNTING FEES	39,366.	0.		39,366.	
TO FORM 990-PF, PG 1, LN 16B	39,366.	0.		39,366.	

FORM 990-PF	OTHER PROFESSIONAL FEES			STATEMENT	4
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES	
PROGRAM CONSULTING & EVALUATION	4,886,724.	0.		4,886,724.	
INVESTMENT MANAGEMENT FEES	51,274.	51,274.		0.	
TO FORM 990-PF, PG 1, LN 16C	4,937,998.	51,274.		4,886,724.	

FORM 990-PF	TAXES			STATEMENT	5
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES	
EXCISE TAX EXPENSE	188,618.	0.		0.	
TO FORM 990-PF, PG 1, LN 18	188,618.	0.		0.	

FORM 990-PF	OTHER EXPENSES			STATEMENT	6
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES	
CONTRACT STAFF	59,992.	0.		59,992.	
STAFF DEVELOPMENT	18,152.	0.		18,152.	
MEMBERSHIP	206,794.	0.		206,794.	
SUBSCRIPTIONS & DUES	10,921.	0.		10,921.	
BOARD EXPENSES	44,336.	0.		44,336.	

OFFICE EXPENSES	334,355.	0.	334,355.
BANK FEES	1,165.	0.	1,165.
LICENSES & FEES	2,634.	0.	2,634.
TO FORM 990-PF, PG 1, LN 23	678,349.	0.	678,349.

FOOTNOTES

STATEMENT 7

FORM 990-PF, PART III - OTHER INCREASES AND DECREASES IN NET ASSETS OR FUND BALANCES:

CALIFORNIA PHYSICIAN'S SERVICE (DBA BLUE SHIELD OF CALIFORNIA, INC.), A SUBSTANTIAL CONTRIBUTOR, PAID THE FOUNDATION'S STAFFING COST AND MUCH OF ITS ADMINISTRATIVE COSTS. CALIFORNIA PHYSICIANS' SERVICE (DBA BLUE SHIELD OF CALIFORNIA, INC.) RECEIVED NO REIMBURSEMENT OR COMPENSATION FOR THESE COSTS, WHICH WERE RECORDED AS AN IN-KIND GIFT BY THE FOUNDATION. THE ESTIMATED VALUE OF THE ADMINISTRATIVE COSTS AND PERSONNEL PROVIDED TO THE FOUNDATION WAS APPROXIMATELY:

2,495,002.

FORM 990-PF OTHER INCREASES IN NET ASSETS OR FUND BALANCES STATEMENT 8

DESCRIPTION	AMOUNT
UNREALIZED GAIN/LOSS ON INVESTMENTS	427,217.
IN-KIND GIFTS OF PERSONNEL, ADMINISTRATIVE SERVICES, AND FACILITIES	2,495,002.
TOTAL TO FORM 990-PF, PART III, LINE 3	2,922,219.

FORM 990-PF OTHER DECREASES IN NET ASSETS OR FUND BALANCES STATEMENT 9

DESCRIPTION	AMOUNT
IN-KIND GIFTS OF PERSONNEL, ADMINISTRATIVE SERVICES, AND FACILITIES	2,495,002.
TOTAL TO FORM 990-PF, PART III, LINE 5	2,495,002.

FORM 990-PF CORPORATE STOCK STATEMENT 10

DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
COMMON STOCK-SEE ATTACHMENT F	8,160,047.	8,160,047.
TOTAL TO FORM 990-PF, PART II, LINE 10B	8,160,047.	8,160,047.

FORM 990-PF OTHER INVESTMENTS STATEMENT 11

DESCRIPTION	VALUATION METHOD	BOOK VALUE	FAIR MARKET VALUE
FIXED INCOME FUNDS-SEE ATTACHMENT G	FMV	8,109,133.	8,109,133.
TOTAL TO FORM 990-PF, PART II, LINE 13		8,109,133.	8,109,133.

FORM 990-PF	OTHER ASSETS		STATEMENT 12
DESCRIPTION	BEGINNING OF YR BOOK VALUE	END OF YEAR BOOK VALUE	FAIR MARKET VALUE
ACCRUED INVESTMENT INCOME	16,602.	9,986.	9,986.
PREPAID EXPENSE	14,190.	0.	0.
TO FORM 990-PF, PART II, LINE 15	30,792.	9,986.	9,986.

FORM 990-PF	PART VIII - LIST OF OFFICERS, DIRECTORS TRUSTEES AND FOUNDATION MANAGERS	STATEMENT 13
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NAME AND ADDRESS	TITLE AND AVRG HRS/WK	COMPEN- SATION	EMPLOYEE BEN PLAN CONTRIB	EXPENSE ACCOUNT
PETER LONG C/O BLUE SHIELD OF CA FOUNDATION, 50 BEALE STREET, FOURTEENTH FLOOR SAN FRANCISCO, CA 94105	PRESIDENT 1.00	0.	0.	0.
DAVE KEARS C/O BLUE SHIELD OF CA FOUNDATION, 50 BEALE STREET, FOURTEENTH FLOOR SAN FRANCISCO, CA 94105	CHAIR 1.00	10,000.	0.	0.
ANTONIA HERNANDEZ C/O BLUE SHIELD OF CA FOUNDATION, 50 BEALE STREET, FOURTEENTH FLOOR SAN FRANCISCO, CA 94105	VICE CHAIR 1.00	9,000.	0.	0.
VIVIAN CLECAK C/O BLUE SHIELD OF CA FOUNDATION, 50 BEALE STREET, FOURTEENTH FLOOR SAN FRANCISCO, CA 94105	TRUSTEE 1.00	9,000.	0.	0.
TOM EPSTEIN C/O BLUE SHIELD OF CA FOUNDATION, 50 BEALE STREET, FOURTEENTH FLOOR SAN FRANCISCO, CA 94105	TRUSTEE 1.00	0.	0.	0.
FRANK GILLIAM C/O BLUE SHIELD OF CA FOUNDATION, 50 BEALE STREET, FOURTEENTH FLOOR SAN FRANCISCO, CA 94105	TRUSTEE 1.00	9,500.	0.	0.

BILL HAUCK	TRUSTEE				
C/O BLUE SHIELD OF CA FOUNDATION, 50 BEALE STREET, FOURTEENTH FLOOR SAN FRANCISCO, CA 94105	1.00	7,000.	0.	0.	
SANDRA HERNANDEZ	TRUSTEE				
C/O BLUE SHIELD OF CA FOUNDATION, 50 BEALE STREET, FOURTEENTH FLOOR SAN FRANCISCO, CA 94105	1.00	7,000.	0.	0.	
MARIANNE JACKSON	TRUSTEE (THRU 2/2013)				
C/O BLUE SHIELD OF CA FOUNDATION, 50 BEALE STREET, FOURTEENTH FLOOR SAN FRANCISCO, CA 94105	1.00	0.	0.	0.	
TOTALS INCLUDED ON 990-PF, PAGE 6, PART VIII		<u>51,500.</u>	<u>0.</u>	<u>0.</u>	

FORM 990-PF

EXPENDITURE RESPONSIBILITY STATEMENT
PART VII-B, LINE 5C

STATEMENT 14

GRANTEE'S NAME

PLEASE SEE ATTACHMENT E, PAGES 1 THROUGH 9

GRANTEE'S ADDRESSPLEASE SEE ATTACHMENT E
ATTACHMENT E, CA 94105

<u>GRANT AMOUNT</u>	<u>DATE OF GRANT</u>	<u>AMOUNT EXPENDED</u>
1,122,845.	12/31/11	944,345.

PURPOSE OF GRANT

PLEASE SEE ATTACHMENT E

DATES OF REPORTS BY GRANTEE

PLEASE SEE ATTACHMENT E

FORM 990-PF

GRANT APPLICATION SUBMISSION INFORMATION
PART XV, LINES 2A THROUGH 2D

STATEMENT 15

NAME AND ADDRESS OF PERSON TO WHOM APPLICATIONS SHOULD BE SUBMITTED

BLUE SHIELD OF CALIFORNIA FOUNDATION
50 BEALE STREET
SAN FRANCISCO, CA 94105

TELEPHONE NUMBER

415-229-5785

FORM AND CONTENT OF APPLICATIONSGO TO OUR WEBSITE: WWW.BLUESHIELDCAFOUNDATION.ORG/GRANTS/WHAT-WE-FUND

ANY SUBMISSION DEADLINES

SEE WEBSITE FOR CURRENT DEADLINES.

RESTRICTIONS AND LIMITATIONS ON AWARDS

THE BLUE SHIELD OF CALIFORNIA FOUNDATION IS COMMITTED TO MAKING HEALTH CARE EFFECTIVE, SAFE, AND ACCESSIBLE FOR ALL CALIFORNIANS, PARTICULARLY UNDERSERVED PEOPLE, AND TO ENDING DOMESTIC VIOLENCE. WE PROVIDE GRANT AWARDS TO ORGANIZATIONS WHO SERVE CALIFORNIANS, AND ARE PURSUING ACTIVITIES DIRECTLY RELATED TO ONE OF OUR THREE PROGRAM AREAS OF FUNDING: 1) HEALTH CARE AND COVERAGE, 2) HEALTH AND TECHNOLOGY, 3) BLUE SHIELD AGAINST VIOLENCE.

Schedule B
(Form 990, 990-EZ,
or 990-PF)

Department of the Treasury
Internal Revenue Service

Schedule of Contributors

▶ Attach to Form 990, Form 990-EZ, or Form 990-PF.

OMB No. 1545-0047

2012

Name of the organization CALIFORNIA PHYSICIANS' SERVICE FDN DBA BLUE SHIELD OF CALIFORNIA FDN	Employer identification number 94-2822302
--	---

Organization type (check one):

Filers of:

Section:

Form 990 or 990-EZ

501(c)() (enter number) organization

4947(a)(1) nonexempt charitable trust **not** treated as a private foundation

527 political organization

Form 990-PF

501(c)(3) exempt private foundation

4947(a)(1) nonexempt charitable trust treated as a private foundation

501(c)(3) taxable private foundation

Check if your organization is covered by the **General Rule** or a **Special Rule**.

Note. Only a section 501(c)(7), (8), or (10) organization can check boxes for both the General Rule and a Special Rule. See instructions.

General Rule

For an organization filing Form 990, 990-EZ, or 990-PF that received, during the year, \$5,000 or more (in money or property) from any one contributor. Complete Parts I and II.

Special Rules

For a section 501(c)(3) organization filing Form 990 or 990-EZ that met the 33 1/3% support test of the regulations under sections 509(a)(1) and 170(b)(1)(A)(vi) and received from any one contributor, during the year, a contribution of the greater of (1) \$5,000 or (2) 2% of the amount on (i) Form 990, Part VIII, line 1h, or (ii) Form 990-EZ, line 1. Complete Parts I and II.

For a section 501(c)(7), (8), or (10) organization filing Form 990 or 990-EZ that received from any one contributor, during the year, total contributions of more than \$1,000 for use *exclusively* for religious, charitable, scientific, literary, or educational purposes, or the prevention of cruelty to children or animals. Complete Parts I, II, and III.

For a section 501(c)(7), (8), or (10) organization filing Form 990 or 990-EZ that received from any one contributor, during the year, contributions for use *exclusively* for religious, charitable, etc., purposes, but these contributions did not total to more than \$1,000. If this box is checked, enter here the total contributions that were received during the year for an *exclusively* religious, charitable, etc., purpose. Do not complete any of the parts unless the **General Rule** applies to this organization because it received nonexclusively religious, charitable, etc., contributions of \$5,000 or more during the year ▶ \$ _____

Caution. An organization that is not covered by the General Rule and/or the Special Rules does not file Schedule B (Form 990, 990-EZ, or 990-PF), but it **must** answer "No" on Part IV, line 2, of its Form 990; or check the box on line H of its Form 990-EZ or on Part I, line 2 of its Form 990-PF, to certify that it does not meet the filing requirements of Schedule B (Form 990, 990-EZ, or 990-PF).

LHA For Paperwork Reduction Act Notice, see the Instructions for Form 990, 990-EZ, or 990-PF. Schedule B (Form 990, 990-EZ, or 990-PF) (2012)

Name of organization CALIFORNIA PHYSICIANS' SERVICE FDN DBA BLUE SHIELD OF CALIFORNIA FDN	Employer identification number 94-2822302
---	--

Part I Contributors (see instructions). Use duplicate copies of Part I if additional space is needed.

(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
1	BLUE SHIELD OF CALIFORNIA 50 BEALE STREET, 14TH FLOOR SAN FRANCISCO, CA 94105	\$ 40,114,912.	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input checked="" type="checkbox"/> (Complete Part II if there is a noncash contribution.)
	_____ _____ _____	\$ _____	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution.)
	_____ _____ _____	\$ _____	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution.)
	_____ _____ _____	\$ _____	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution.)
	_____ _____ _____	\$ _____	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution.)
	_____ _____ _____	\$ _____	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution.)
	_____ _____ _____	\$ _____	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution.)

Name of organization CALIFORNIA PHYSICIANS' SERVICE FDN DBA BLUE SHIELD OF CALIFORNIA FDN	Employer identification number 94-2822302
---	---

Part II Noncash Property (see instructions). Use duplicate copies of Part II if additional space is needed.

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
1	STOCK PORTFOLIO SEE ATTACHMENT C <hr/> <hr/> <hr/> <hr/>	\$ 40,114,912.	12/31/12
<hr/>	<hr/> <hr/> <hr/> <hr/>	\$ _____	_____
<hr/>	<hr/> <hr/> <hr/> <hr/>	\$ _____	_____
<hr/>	<hr/> <hr/> <hr/> <hr/>	\$ _____	_____
<hr/>	<hr/> <hr/> <hr/> <hr/>	\$ _____	_____
<hr/>	<hr/> <hr/> <hr/> <hr/>	\$ _____	_____
<hr/>	<hr/> <hr/> <hr/> <hr/>	\$ _____	_____

Name of organization CALIFORNIA PHYSICIANS' SERVICE FDN DBA BLUE SHIELD OF CALIFORNIA FDN	Employer identification number 94-2822302
--	---

Part III *Exclusively* religious, charitable, etc., individual contributions to section 501(c)(7), (8), or (10) organizations that total more than \$1,000 for the year. Complete columns (a) through (e) and the following line entry. For organizations completing Part III, enter the total of *exclusively* religious, charitable, etc., contributions of **\$1,000 or less** for the year. (Enter this information once.) ▶ \$ _____
 Use duplicate copies of Part III if additional space is needed.

(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held
(e) Transfer of gift			
Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee	
(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held
(e) Transfer of gift			
Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee	
(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held
(e) Transfer of gift			
Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee	
(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held
(e) Transfer of gift			
Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee	

Part XV Supplementary Information (continued)

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

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of Grant or Contribution	Amount
a. Paid during the year				
Humboldt Domestic Violence Services P O Box 969, Eureka, CA 95502	N/A	Nonprofit, non-foundation	01/01/2012 Strengthening Cultural Competency in California's Domestic Violence Field for	\$80,656.00
DeafHope 470 27th Street, Oakland, CA 94612	N/A	Nonprofit, non-foundation	01/13/2012 Strengthening Cultural Competency in California's Domestic Violence Field for	\$51,613.00
Placer County Health and Human Services 11552 B Avenue, Auburn, CA 95603	N/A	Government/tribal/public entity	01/27/2012 Low Income Health Program Implementation	\$100,000.00
Riverside County Regional Medical Center 26520 Cactus Ave, Moreno Valley, CA 92555-3911	N/A	Government/tribal/public entity	01/27/2012 Low Income Health Program Implementation	\$100,000.00
University of Chicago 969 E. 60th Street, SSA, Chicago, IL 60637-2612	N/A	Nonprofit, non-foundation	01/27/2012 Implementation of ACA Insurance Reforms: Authors Workshop	\$13,000.00
Blue Star Families, Inc. PO Box 322, Falls Church, VA 22040	N/A	Nonprofit, non-foundation	02/10/2012 White Oak II	\$20,000.00
California Partnership to End Domestic Violence PO Box 1798, Sacramento, CA 95812-1798	N/A	Nonprofit, non-foundation	02/10/2012 Strengthening Statewide Domestic Violence Capacity	\$219,000.00
County of Orange 405 W. 5th St., #681, Santa Ana, CA 92701	N/A	Government/tribal/public entity	02/10/2012 Low Income Health Program Implementation	\$100,000.00
i2i Systems, Inc. 3663 North Laughlin Road, Suite 200, Santa Rosa, CA 95403	N/A	For profit entity	02/10/2012 CHC Comparative Analytics Trial and Working Group	\$100,000.00
Blue Cross Blue Shield of Massachusetts Foundation 401 Park Drive, Landmark Center, Boston, MA 02215-3326	N/A	Private Foundation	03/09/2012 2012 Health Coverage Fellowship	\$18,000.00
Regents of the University of California, Los Angeles 11000 Kinross Avenue, Suite 211, Los Angeles, CA 90095-1406	N/A	Nonprofit, non-foundation	03/09/2012 Evaluation of the Low Income Health Program	\$222,646.00
The National Center on Family Homelessness Inc. 200 Reservoir Street, Suite 200, Needham Heights, MA 02494-3196	N/A	Nonprofit, non-foundation	03/09/2012 Enhancing Impact Evaluation and Sustainability for Community Circles of Support for Veterans' Families	\$57,000.00
Asian Women's Shelter 3543 18th Street, #19, San Francisco, CA 94110	N/A	Nonprofit, non-foundation	03/23/2012 Executive Leadership Transition Project	\$29,000.00
Futures Without Violence 100 Montgomery Street, The Presidio, San Francisco, CA 94129-1718	N/A	Nonprofit, non-foundation	03/23/2012 2012 NHDV Conference Participation	\$21,250.00
Nonprofit Finance Fund 70 West 36th Street, 11th Floor, New York, NY 10018-0000	N/A	Nonprofit, non-foundation	03/23/2012 Building Financial Knowledge and Capacity among California's Domestic Violence Organizations	\$87,500.00

Part XV Supplementary Information (continued)

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

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of Grant or Contribution	Amount
Asian Women's Shelter 3543 18th Street, #19, San Francisco, CA 94110	N/A	Nonprofit, non-foundation	04/18/2012 Supporting and Promoting Cultural Competency in California's Domestic Violence Field for High-Need, Underserved Populations	\$63,509.00
County of Yolo 625 Court Street, Woodland, CA 95695	N/A	Government/tribal/public entity	04/18/2012 Low Income Health Program Implementation	\$100,000.00
East Los Angeles Women's Center 1255 S Atlantic Blvd, Los Angeles, CA 90022-5011	N/A	Nonprofit, non-foundation	04/18/2012 Supporting and Promoting Cultural Competency in California's Domestic Violence Field for High-Need, Underserved Populations	\$143,084.00
Fresno Healthy Communities Access Partners 2043 E. Divisadero Street, Fresno, CA 93701-2013	N/A	Nonprofit, non-foundation	04/18/2012 Teaching Health Center Program Planning	\$200,000.00
George Washington University 2121 I Street, NW, Suite 601, Washington, DC 20052	N/A	Nonprofit, non-foundation	04/18/2012 National Health Policy Forum: The Role of Community Health Centers in an Evolving Health Care System	\$405,044.00
Project HOPE - The People-to-People Health Foundation, Inc. 255 Carter Hall Lane, Millwood, VA 22646	N/A	Nonprofit, non-foundation	04/18/2012 Health Affairs: State-Based Health Policy Research on the Impact of Health Reform on the Safety Net	\$175,000.00
Rural Human Services 286 M Street, Suite A, Crescent City, CA 95531	N/A	Nonprofit, non-foundation	04/18/2012 Succession-Planning and Executive Transition Planning Project	\$71,270.00
California Association of Public Hospitals and Health Systems 70 Washington Street, Suite 215, Oakland, CA 94607-3795	N/A	Trade and professional associations, business leagues, and chambers of commerce	04/26/2012 Preparing Public Hospital Systems and the Safety Net for Health Reform	\$125,047.00
California Black Women's Health Project 101 North La Brea Avenue, Suite 610, Inglewood, CA 90301	N/A	Nonprofit, non-foundation	04/26/2012 Supporting and Promoting Cultural Competency in California's Domestic Violence Field for High-Need, Underserved Populations	\$75,000.00
California Primary Care Association 1231 I Street, Suite 400, Sacramento, CA 95814	N/A	Nonprofit, non-foundation	04/26/2012 Strengthening the Community Health Center Safety Net	\$200,000.00
California School Health Centers Association 1203 Preservation Park Way, #302, Oakland, CA 94612	N/A	Nonprofit, non-foundation	04/26/2012 Strengthening School-Based Health Centers as Part of the Health Care Safety Net	\$150,000.00
Futures Without Violence 100 Montgomery Street, The Presidio, San Francisco, CA 94129-1718	N/A	Nonprofit, non-foundation	04/26/2012 Integrating Family Violence Prevention under the Affordable Care Act	\$160,537.00
National Academy of Sciences The National Academies, 500 Fifth Street, NW, Washington, DC 20001	N/A	Nonprofit, non-foundation	04/26/2012 Institute of Medicine: Measuring the Triple Aim	\$375,000.00
National Family Justice Center Alliance 707 Broadway, Ste. 700, San Diego, CA 92101	N/A	Nonprofit, non-foundation	04/26/2012 California Family Justice Initiative Phase II	\$595,400.00
Tides Center P.O. Box 29907, San Francisco, CA 94129-0007	N/A	Nonprofit, non-foundation	05/09/2012 The Children's Partnership: Promoting Consumer-Driven Policies in California's Eligibility, Enrollment and Retention System	\$165,000.00

Attachment A

Part XV Supplementary Information (continued)

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

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of Grant or Contribution	Amount
a. Paid during the year Nonprofit Finance Fund 70 West 36th Street, 11th Floor, New York, NY 10018-0000	N/A	Nonprofit, non-foundation	05/24/2012 California Catalyst Fund	\$220,000.00
Family Violence Law Center 470 27th Street, Oakland, CA 94612	N/A	Nonprofit, non-foundation	06/01/2012 Succession-Planning and Executive Transition Planning Project, Phase II	\$75,000.00
Hope Street Group P.O. Box 10506, Prescott, AZ 86304	N/A	Nonprofit, non-foundation	06/01/2012 Primary Care Redesign	\$50,000.00
Los Angeles County Department of Health Services 313 N Figueroa Street, Los Angeles, CA 90012	N/A	Government/tribal/public entity	06/01/2012 Low Income Health Program Implementation	\$150,000.00
Los Angeles County Department of Health Services 313 N Figueroa Street, Los Angeles, CA 90012	N/A	Government/tribal/public entity	06/01/2012 eConsult Specialty Guideline Development	\$250,000.00
National Girls Health and Justice Institute 91 Sequoia Drive, Pasadena, CA 91105	N/A	Nonprofit, non-foundation	06/01/2012 The Girls Health Screen and Boys Health Screen	\$50,000.00
Santa Clara Valley Health and Hospital System 2325 Enborg Lane, Ste 220, San Jose, CA 95128	N/A	Government/tribal/public entity	06/01/2012 Low Income Health Program Implementation	\$120,000.00
Social Policy Research Associates 1330 Broadway, Suite 1426, Oakland, CA 94612	N/A	For profit entity	06/01/2012 Learning from Strengthening Cultural Competency in California's Domestic Violence Field	\$161,500.00
Women's Foundation of California 340 Pine Street, Suite 302, San Francisco, CA 94104	N/A	Nonprofit, non-foundation	06/07/2012 An Intermediary to Implement the Blue Shield Against Violence Strong Field Project Organizational Strengths Grants Program - Cohort I Enhancements and Cohort II Implementation	\$1,932,984.00
Alliance for Rural Community Health 1165 South Dora Street, Suite A3, Ukiah, CA 95482	N/A	Supporting Organization, Type 1	07/18/2012 Clinic Consortia Data Capacity	\$60,000.00
Full Frame Initiative, Inc. 308 Main Street Suite 2A, Greenfield, MA 01301-3423	N/A	Nonprofit, non-foundation	07/18/2012 Identifying Opportunities for Innovation and Progress in California's Domestic Violence Field	\$167,668.00
LAUSD Student Health Services Support Fund 333 S Beaudry Ave 29th Floor, Los Angeles, CA 90017-0000	N/A	Nonprofit, non-foundation	07/18/2012 Developing a Technical Data Interface to Improve the Delivery of School Based Health Care	\$150,750.00
La Piana Consulting 5800 Hollis Street, Suite N, Emeryville, CA 94608	N/A	For profit entity	07/18/2012 Building Knowledge and Collaborative Capacity for Strategic Restructuring among California's Domestic Violence Organizations and New Partners	\$125,000.00
Scholarship America, Inc. One Scholarship Way, Saint Peter, MN 56082	None*	Nonprofit, non-foundation	07/18/2012 2012 BSCF Scholarship Awards	\$49,000.00
Small Business Majority Foundation, Inc. 4000 Bridgeway, Suite 101, Sausalito, CA, CA 94965	N/A	Nonprofit, non-foundation	07/18/2012 California Small Business Outreach and Education Project	\$150,000.00

Part XV Supplementary Information (continued)

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

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of Grant or Contribution	Amount
Tides Center P.O. Box 29907, San Francisco, CA 94129-0007	N/A	Nonprofit, non-foundation	07/18/2012 Emerging Practitioners in Philanthropy Leadership Development Program	\$25,000.00
TrueChild, Inc. 1434 T St NW, Washington, DC 20009	N/A	Nonprofit, non-foundation	07/18/2012 A Gender Transformative Approach to Prevent Intimate Partner Violence in	\$65,000.00
Women's Foundation of California 340 Pine Street, Suite 302, San Francisco, CA 94104	N/A	Nonprofit, non-foundation	07/18/2012 A Domestic Violence Cohort at the Women's Policy Institute	\$100,000.00
California Partnership to End Domestic Violence PO Box 1798, Sacramento, CA 95812-1798	N/A	Nonprofit, non-foundation	07/31/2012 General Operating Support	\$100,000.00
Capital Link, Inc. 40 Court Street, 10th Floor, Boston, MA 02108	N/A	Nonprofit, non-foundation	07/31/2012 Financial Health of Community Clinics	\$105,196.00
Neighborhood Legal Services of Los Angeles County 1102 E Chevy Chase Drive, Glendale, CA 91205-2511	N/A	Nonprofit, non-foundation	07/31/2012 Development of User-Friendly Tools and Information Regarding Healthcare System Redesign by Los Angeles County	\$165,000.00
Pacific News Service dba New America Media 275 9th Street, San Francisco, CA 94103	N/A	Nonprofit, non-foundation	07/31/2012 2012 California Ethnic Voter Project: A New America Media/Field Poll Collaboration	\$25,000.00
Prevention Institute 221 Oak St., Oakland, CA 94607	N/A	Nonprofit, non-foundation	07/31/2012 Assessing and Promoting Adoption of the Community-Centered Health Home	\$117,964.00
Public Health Institute 555 12th Street, 10th Floor, Oakland, CA 94607	N/A	Nonprofit, non-foundation	07/31/2012 Primary Care Residency Project Implementation through the California Health Workforce Alliance (CHWA)	\$20,000.00
The California Regional Extension Center 180 Grand Ave, Suite 750, Oakland, CA 94612	N/A	Nonprofit, non-foundation	07/31/2012 Data Analytics Platform Pilot Project	\$247,825.00
The Regents of the University of California, San Francisco 3333 California Street, Suite #265, San Francisco, CA 94118-1944	N/A	Nonprofit, non-foundation	07/31/2012 Clinic Leadership Institute Emerging Leaders Program, Cohort 6, and Chief Executive Program	\$1,057,129.00
California Rural Indian Health Board, Inc. 4400 Auburn Boulevard, 2nd Floor, Sacramento, CA 95841	N/A	Nonprofit, non-foundation	08/09/2012 Low Income Health Program Planning and Development	\$53,500.00
CompassPoint Nonprofit Services 731 Market Street, Suite 200, San Francisco, CA 94103-2005	N/A	Nonprofit, non-foundation	08/09/2012 An Intermediary to implement the Blue Shield Against Violence Strong Field Project Leadership Program - Cohort II	\$400,000.00
Regents of the University of California, Los Angeles 11000 Kinross Avenue, Suite 211, Los Angeles, CA 90095-1406	N/A	Nonprofit, non-foundation	08/09/2012 Center for Health Policy Research & California Health Interview Survey	\$220,500.00
The California Health Care Safety - Net Institute 70 Washington Street, Suite 215, Oakland, CA 94607-3795	N/A	Nonprofit, non-foundation	08/09/2012 California Public Hospital Cost Containment Collaborative	\$237,212.00

Part XV Supplementary Information (continued)

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

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of Grant or Contribution	Amount
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a. Paid during the year

Tides Center P.O. Box 29907, San Francisco, CA 94129-0007	N/A	Nonprofit, non-foundation	08/09/2012 HealthyCal.Org	\$50,000.00
All for Health, Health for All, Inc. 519 East Broadway Boulevard, Glendale, CA 91205-1110	N/A	Nonprofit, non-foundation	08/15/2012 2012 Community Health Center Core Support	\$20,000.00
Alliance Health Clinic 5952 EL CAJON BLVD, SAN DIEGO, CA 92115-3828	N/A	Nonprofit, non-foundation	08/15/2012 2012 Community Health Center Core Support	\$20,000.00
Alliance Medical Center 1381 University Avenue, Healdsburg, CA 95448-3314	N/A	Nonprofit, non-foundation	08/15/2012 2012 Community Health Center Core Support	\$25,000.00
Alta Family Health Clinic, Inc. 888 North Alta Avenue, Dinuba, CA 93618-3089	N/A	Nonprofit, non-foundation	08/15/2012 2012 Community Health Center Core Support	\$20,000.00
American Indian Healing Center, Inc. 12456 East Washington Blvd., Whittier, CA 90602	N/A	Nonprofit, non-foundation	08/15/2012 2012 Community Health Center Core Support	\$50,000.00
Ampla Health 935 Market Street, Yuba City, CA 95991-4217	N/A	Nonprofit, non-foundation	08/15/2012 2012 Community Health Center Core Support	\$20,000.00
Anderson Valley Health Center, Inc. P.O. Box 338, 13500 Airport Road, Boonville, CA 95415	N/A	Nonprofit, non-foundation	08/15/2012 2012 Community Health Center Core Support	\$20,000.00
Antelope Valley Community Clinic 45074 10th Street West Suite 109, Lancaster, CA 93534-7051	N/A	Nonprofit, non-foundation	08/15/2012 2012 Community Health Center Core Support	\$25,000.00
Arroyo Vista Family Health Foundation 6000 North Figueroa Street, Los Angeles, CA 90042	N/A	Nonprofit, non-foundation	08/15/2012 2012 Community Health Center Core Support	\$20,000.00
Ashland Free Medical Clinic 1757 Clemens Rd, Oakland, CA 94602-1851	N/A	Nonprofit, non-foundation	08/15/2012 2012 Community Health Center Core Support	\$21,000.00
Asian & Pacific Islander Wellness Center 730 Polk ST FL 4, San Francisco, CA 94109-7813	N/A	Nonprofit, non-foundation	08/15/2012 2012 Community Health Center Core Support	\$33,000.00
Asian Americans for Community Involvement of Santa Clara County, Inc. 2400 Moorpark Avenue, Suite 300, San Jose, CA 95128	N/A	Nonprofit, non-foundation	08/15/2012 2012 Community Health Center Core Support	\$15,000.00
Asian Health Services 818 Webster Street, Oakland, CA 94607	N/A	Nonprofit, non-foundation	08/15/2012 2012 Community Health Center Core Support	\$20,000.00
Asian Pacific Health Care Venture, Inc. 4216 Fountain Avenue, Los Angeles, CA 90029	N/A	Nonprofit, non-foundation	08/15/2012 2012 Community Health Center Core Support	\$25,000.00
Avenal Community Health Center 1000 Skyline Blvd., P.O. Box 700, Avenal, CA 93204	N/A	Nonprofit, non-foundation	08/15/2012 2012 Community Health Center Core Support	\$35,000.00

Attachment A

Part XV Supplementary Information (continued)

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

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of Grant or Contribution	Amount
a. Paid during the year Axis Community Health, Inc. 4361 Railroad Avenue, Pleasanton, CA 94566	N/A	Nonprofit, non-foundation	08/15/2012 2012 Community Health Center Core Support	\$15,000.00
BAART Community Healthcare 1111 Market Street, San Francisco, CA 94103	N/A	Nonprofit, non-foundation	08/15/2012 2012 Community Health Center Core Support	\$25,000.00
Bartz-Altadonna Community Health Center 44758 Elm Avenue, Lancaster, CA 93534	N/A	Nonprofit, non-foundation	08/15/2012 2012 Community Health Center Core Support	\$28,000.00
Berkeley Community Health Project 2339 Durant Avenue, Berkeley, CA 94704-1606	N/A	Nonprofit, non-foundation	08/15/2012 2012 Community Health Center Core Support	\$50,000.00
Big Sur Health Center 46896 Highway 1, Big Sur, CA 93920	N/A	Nonprofit, non-foundation	08/15/2012 2012 Community Health Center Core Support	\$20,000.00
Board of Trustee of the Glide Foundation 330 Ellis Street #407, SAN FRANCISCO, CA 94102-2735	N/A	Nonprofit, non-foundation	08/15/2012 2012 Community Health Center Core Support	\$20,000.00
Buddhist Tzu Chi Medical Foundation 1000 S GARFIELD AVE, ALHAMBRA, CA 91801-4709	N/A	Nonprofit, non-foundation	08/15/2012 2012 Community Health Center Core Support	\$50,000.00
Camarena Health P.O. Box 299, Madera, CA 93639	N/A	Nonprofit, non-foundation	08/15/2012 2012 Community Health Center Core Support	\$20,000.00
Camino Health Center 30300 Camino Capistrano, San Juan Capistrano, CA 92675	N/A	Nonprofit, non-foundation	08/15/2012 2012 Community Health Center Core Support	\$25,000.00
Casa Pacifica Centers for Children and Families 1722 South Lewis Road, Camarillo, CA 93012	N/A	Nonprofit, non-foundation	08/15/2012 2012 Community Health Center Core Support	\$15,000.00
Castle Family Health Centers, Inc. 3605 Hospital Road, Ste. H, Atwater, CA 95301-5173	N/A	Nonprofit, non-foundation	08/15/2012 2012 Community Health Center Core Support	\$15,000.00
Center for Community Health and Well Being, Inc. 1900 T Street, Sacramento, CA 95811	N/A	Nonprofit, non-foundation	08/15/2012 2012 Community Health Center Core Support	\$20,000.00
Central City Community Health Center 5233 E. Beverly Blvd., Los Angeles, CA 90022	N/A	Nonprofit, non-foundation	08/15/2012 2012 Community Health Center Core Support	\$15,000.00
Central Neighborhood Health Foundation 2707 S Central Avenue, Los Angeles, CA 90011-5527	N/A	Nonprofit, non-foundation	08/15/2012 2012 Community Health Center Core Support	\$20,000.00
Centro Medico Community Clinic, Inc. 1307 W 6th Street, Ste. 113, Corona, CA 92882-1642	N/A	Nonprofit, non-foundation	08/15/2012 2012 Community Health Center Core Support	\$20,000.00

Part XV Supplementary Information (continued)

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

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of Grant or Contribution	Amount
a. Paid during the year Centro de Salud de la Comunidad de San Ysidro, Inc. 1275 30th Street, San Diego, CA 92154	N/A	Nonprofit, non-foundation	08/15/2012 2012 Community Health Center Core Support	\$20,000.00
Chapa-De Indian Health Program, Inc. 11670 Atwood Road, Auburn, CA 95603	N/A	Nonprofit, non-foundation	08/15/2012 2012 Community Health Center Core Support	\$20,000.00
Chico Feminist Women's Health Center, dba, Women's Health Specialists 1750 Wright Street Suite 4, Sacramento, CA 95825	N/A	Nonprofit, non-foundation	08/15/2012 2012 Community Health Center Core Support	\$20,000.00
Chinatown Service Center 767 N. Hill Street, Suite 200, Los Angeles, CA 90012-2381	N/A	Nonprofit, non-foundation	08/15/2012 2012 Community Health Center Core Support	\$20,000.00
City Help, Inc. 2301 Bellevue Avenue, Los Angeles, CA 90026	N/A	Nonprofit, non-foundation	08/15/2012 2012 Community Health Center Core Support	\$20,000.00
Cleaver Family Wellness Clinic 4368 Santa Anita Avenue, El Monte, CA 91731	N/A	Nonprofit, non-foundation	08/15/2012 2012 Community Health Center Core Support	\$35,000.00
Clinica Msr. Oscar A. Romero 123 S. Alvarado Street, Los Angeles, CA 90057	N/A	Nonprofit, non-foundation	08/15/2012 2012 Community Health Center Core Support	\$15,000.00
Clinica Sierra Vista 1430 Truxtun Avenue, Suite 400, Bakersfield, CA 93301	N/A	Nonprofit, non-foundation	08/15/2012 2012 Community Health Center Core Support	\$20,000.00
Clinica de Salud del Valle de Salinas 440 Airport Boulevard, Salinas, CA 93905	N/A	Nonprofit, non-foundation	08/15/2012 2012 Community Health Center Core Support	\$20,000.00
Clinicas Del Camino Real, Inc. 200 S. Wells Road, Suite 200, Ventura, CA 93004	N/A	Nonprofit, non-foundation	08/15/2012 2012 Community Health Center Core Support	\$20,000.00
Clinicas de Salud del Pueblo, Inc. 1166 K Street, Brawley, CA 92227	N/A	Nonprofit, non-foundation	08/15/2012 2012 Community Health Center Core Support	\$15,000.00
Coalinga Valley Health Clinics, Inc. PO BOX 495, COALINGA, CA 93210-0495	N/A	Nonprofit, non-foundation	08/15/2012 2012 Community Health Center Core Support	\$20,000.00
Coastal Health Alliance P.O. Box 910, Point Reyes Station, CA 94956	N/A	Nonprofit, non-foundation	08/15/2012 2012 Community Health Center Core Support	\$35,000.00
CommuniCare Health Centers P.O. Box 1260, Davis, CA 95617	N/A	Nonprofit, non-foundation	08/15/2012 2012 Community Health Center Core Support	\$20,000.00
Community Action Partnership of San Luis Obispo County, Inc. 1030 Southwood Drive, San Luis Obispo, CA 93401	N/A	Nonprofit, non-foundation	08/15/2012 2012 Community Health Center Core Support	\$20,000.00

Part XV Supplementary Information (continued)

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

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of Grant or Contribution	Amount
Community Health Alliance of Pasadena 837 S. Fair Oaks Ave., Ste. 204, Pasadena, CA 91105	N/A	Nonprofit, non-foundation	08/15/2012 2012 Community Health Center Core Support	\$25,000.00
Community Health Centers of the Central Coast, Inc. 150 Tejas Place, P.O. Box 430, Nipomo, CA 93444	N/A	Nonprofit, non-foundation	08/15/2012 2012 Community Health Center Core Support	\$20,000.00
Community Health Clinic Ole 1141 Pear Tree Lane, Suite 100, Napa, CA 94558	N/A	Nonprofit, non-foundation	08/15/2012 2012 Community Health Center Core Support	\$20,000.00
Community Health Systems, Inc. 22675 Alessandro Blvd., Moreno Valley, CA 92553	N/A	Nonprofit, non-foundation	08/15/2012 2012 Community Health Center Core Support	\$20,000.00
Community Medical Centers, Inc. 7210 Murray Drive, Stockton, CA 95210	N/A	Nonprofit, non-foundation	08/15/2012 2012 Community Health Center Core Support	\$20,000.00
Comprehensive Community Health Centers, Inc. 801 S. Chevy Chase Dr, #20, Glendale, CA 91205	N/A	Nonprofit, non-foundation	08/15/2012 2012 Community Health Center Core Support	\$20,000.00
Compton Central Health Clinic, Inc. 201 N Central Ave, Compton, CA 90220-1425	N/A	Nonprofit, non-foundation	08/15/2012 2012 Community Health Center Core Support	\$20,000.00
Conejo Free Clinic 80 East Hillcrest Drive, Suite 102, Thousand Oaks, CA 91360	N/A	Nonprofit, non-foundation	08/15/2012 2012 Community Health Center Core Support	\$50,000.00
Consolidated Tribal Health Project, Inc. P.O. Box 387, Calpella, CA 95418	N/A	Nonprofit, non-foundation	08/15/2012 2012 Community Health Center Core Support	\$15,000.00
Coppertower Family Medical Center 100 West Third Street, Cloverdale, CA 95425	N/A	Nonprofit, non-foundation	08/15/2012 2012 Community Health Center Core Support	\$20,000.00
Curry Senior Center 333 Turk Street, San Francisco, CA 94102	N/A	Nonprofit, non-foundation	08/15/2012 2012 Community Health Center Core Support	\$20,000.00
East Valley Community Clinic, Inc 2470 Alvin Av., Suite 80, San Jose, CA 95121	N/A	Nonprofit, non-foundation	08/15/2012 2012 Community Health Center Core Support	\$20,000.00
East Valley Community Health Center, Inc 420 South Glendora Avenue, West Covina, CA 91790	N/A	Nonprofit, non-foundation	08/15/2012 2012 Community Health Center Core Support	\$20,000.00
Effort Inc. 1820 J Street, Sacramento, CA 95811	N/A	Nonprofit, non-foundation	08/15/2012 2012 Community Health Center Core Support	\$20,000.00
Eisner Pediatric & Family Medical Center 1530 South Olive Street, Los Angeles, CA 90015	N/A	Nonprofit, non-foundation	08/15/2012 2012 Community Health Center Core Support	\$15,000.00

Part XV Supplementary Information (continued)

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

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of Grant or Contribution	Amount
a. Paid during the year				
El Dorado County Community Health Center 4327 Golden Center Drive, Placerville, CA 95667	N/A	Nonprofit, non-foundation	08/15/2012 2012 Community Health Center Core Support	\$25,000.00
El Proyecto del Barrio Inc. 8902 Woodman Ave, Pacoima, CA 91331	N/A	Nonprofit, non-foundation	08/15/2012 2012 Community Health Center Core Support	\$25,000.00
Family Health Care Centers of Greater Los Angeles, Inc. 6501 South Garfield Avenue, Bell Gardens, CA 90201	N/A	Nonprofit, non-foundation	08/15/2012 2012 Community Health Center Core Support	\$20,000.00
Family Health Centers of San Diego 823 Gateway Center Way, San Diego, CA 92102-4541	N/A	Nonprofit, non-foundation	08/15/2012 2012 Community Health Center Core Support	\$20,000.00
Family HealthCare Network 305 East Center Avenue, Visalia, CA 93291	N/A	Nonprofit, non-foundation	08/15/2012 2012 Community Health Center Core Support	\$20,000.00
Feather River Tribal Health Inc 2145 Fifth Avenue, Oroville, CA 95965-5870	N/A	Nonprofit, non-foundation	08/15/2012 2012 Community Health Center Core Support	\$15,000.00
Free Clinic of Simi Valley 2060 Tapo Street, Simi Valley, CA 93063	N/A	Nonprofit, non-foundation	08/15/2012 2012 Community Health Center Core Support	\$50,000.00
Friends of Family Health Center 501 S IDAHO ST STE 100, LA HABRA, CA 90631-0000	N/A	Nonprofit, non-foundation	08/15/2012 2012 Community Health Center Core Support	\$20,000.00
Gardner Family Health Network, Inc. 160 E Virginia Street, suite 100, San Jose, CA 95112	N/A	Nonprofit, non-foundation	08/15/2012 2012 Community Health Center Core Support	\$20,000.00
Garfield Health Center 210 N GARFIELD AVE STE 203, MONTEREY PARK, CA 91754-1746	N/A	Nonprofit, non-foundation	08/15/2012 2012 Community Health Center Core Support	\$20,000.00
Golden Valley Health Centers 737 West Childs Avenue, Merced, CA 95341	N/A	Nonprofit, non-foundation	08/15/2012 2012 Community Health Center Core Support	\$20,000.00
Greenville Rancheria P.O. Box 279 / 410 Main Street, Greenville, CA 95947	N/A	Government/tribal/public entity	08/15/2012 2012 Community Health Center Core Support	\$20,000.00
H Street Clinic 1329 N. H ST, San Bernardino, CA 92405-5039	N/A	Nonprofit, non-foundation	08/15/2012 2012 Community Health Center Core Support	\$50,000.00
Haight Ashbury Free Clinics, Inc. 1735 Mission St., San Francisco, CA 94103	N/A	Nonprofit, non-foundation	08/15/2012 2012 Community Health Center Core Support	\$25,000.00
Harbor Community Clinic 593 West 6th Street, San Pedro, CA 90731-2521	N/A	Nonprofit, non-foundation	08/15/2012 2012 Community Health Center Core Support	\$20,000.00
Health And Life Organization, Inc. 7275 E SOUTHGATE DR SUITE 204-206, SACRAMENTO, CA 95823- 2628	N/A	Nonprofit, non-foundation	08/15/2012 2012 Community Health Center Core Support	\$20,000.00

Part XV Supplementary Information (continued)

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

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of Grant or Contribution	Amount
a. Paid during the year Healthy Communities, Inc. 2580 San Pablo Avenue, Oakland, CA 94612	N/A	Nonprofit, non-foundation	08/15/2012 2012 Community Health Center Core Support	\$16,000.00
Herald Christian Health Center 923 S. San Gabriel Blvd., San Gabriel, CA 91776	N/A	Nonprofit, non-foundation	08/15/2012 2012 Community Health Center Core Support	\$35,000.00
Hill Country Community Clinic, Inc. PO Box 228, Round Mountain, CA 96084	N/A	Nonprofit, non-foundation	08/15/2012 2012 Community Health Center Core Support	\$20,000.00
I'SOT Inc. DBA Canby Family Practice Clinic 670 County Road 83, Canby, CA 96015	N/A	Nonprofit, non-foundation	08/15/2012 2012 Community Health Center Core Support	\$20,000.00
Imperial Beach Community Clinic PO Box 459, Imperial Beach, CA 91933-0459	N/A	Nonprofit, non-foundation	08/15/2012 2012 Community Health Center Core Support	\$35,000.00
Indian Health Center of Santa Clara Valley 1333 Meridian Avenue, San Jose, CA 95125	N/A	Nonprofit, non-foundation	08/15/2012 2012 Community Health Center Core Support	\$15,000.00
Indian Health Council 50100 Golsh Road, Valley Center, CA 92082	N/A	Nonprofit, non-foundation	08/15/2012 2012 Community Health Center Core Support	\$20,000.00
JWCH Institute, Inc. 1910 W. Sunset Boulevard, Suite 650, Los Angeles, CA 90026	N/A	Nonprofit, non-foundation	08/15/2012 2012 Community Health Center Core Support	\$20,000.00
Jewish Community Free Clinic 490 City Center Drive, Rohnert Park, CA 94928	N/A	Nonprofit, non-foundation	08/15/2012 2012 Community Health Center Core Support	\$50,000.00
Karuk Tribe P.O. Box 1016, Happy Camp, CA 96039	N/A	Government/tribal/public entity	08/15/2012 2012 Community Health Center Core Support	\$20,000.00
Kids Come First 1501A South Bon View Avenue, Ontario, CA 91761	N/A	Nonprofit, non-foundation	08/15/2012 2012 Community Health Center Core Support	\$35,000.00
Korean Health Education Information and Research Center 3727 West 6th St., Suite 210, Los Angeles, CA 90020	N/A	Nonprofit, non-foundation	08/15/2012 2012 Community Health Center Core Support	\$50,000.00
La Clínica de La Raza, Inc. P. O Box 22210, Oakland, CA 94623-2210	N/A	Nonprofit, non-foundation	08/15/2012 2012 Community Health Center Core Support	\$20,000.00
La Maestra Family Clinic, Inc. 4060 Fairmount Avenue, San Diego, CA 92105	N/A	Nonprofit, non-foundation	08/15/2012 2012 Community Health Center Core Support	\$15,000.00
Laguna Beach Community Clinic 362 Third Street, Laguna Beach, CA 92651	N/A	Nonprofit, non-foundation	08/15/2012 2012 Community Health Center Core Support	\$50,000.00
Lake County Tribal Health Consortium 925 BEVINS CT, LAKEPORT, CA 95453-9754	N/A	Nonprofit, non-foundation	08/15/2012 2012 Community Health Center Core Support	\$20,000.00

Part XV Supplementary Information (continued)

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

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of Grant or Contribution	Amount
a. Paid during the year Lestonnac Free Clinic 1215 East Chapman Avenue, Orange, CA 92866	N/A	Nonprofit, non-foundation	08/15/2012 2012 Community Health Center Core Support	\$50,000.00
Lifelong Medical Care P.O. Box 11247, Berkeley, CA 94712	N/A	Nonprofit, non-foundation	08/15/2012 2012 Community Health Center Core Support	\$20,000.00
Livingston Community Health Services 1140 Main Street, Livingston, CA 95334	N/A	Nonprofit, non-foundation	08/15/2012 2012 Community Health Center Core Support	\$25,000.00
Long Valley Health Center P.O. Box 870, Laytonville, CA 95454	N/A	Nonprofit, non-foundation	08/15/2012 2012 Community Health Center Core Support	\$35,000.00
Los Angeles Christian Health Centers 311 Winston Street, Los Angeles, CA 90013	N/A	Nonprofit, non-foundation	08/15/2012 2012 Community Health Center Core Support	\$50,000.00
Los Angeles Gay and Lesbian Community Services Center 1625 Schrader Blvd, Los Angeles, CA 90028-6213	N/A	Nonprofit, non-foundation	08/15/2012 2012 Community Health Center Core Support	\$30,000.00
Lyon-Martin Women's Health Service, Inc. 1748 Market Street, Suite 201, San Francisco, CA 94102	N/A	Nonprofit, non-foundation	08/15/2012 2012 Community Health Center Core Support	\$35,000.00
MEND-Meet Each Need with Dignity 10641 N. San Fernando Road, Pacoima, CA 91331	N/A	Nonprofit, non-foundation	08/15/2012 2012 Community Health Center Core Support	\$30,000.00
MMC for Children & Families 155 15th Street, West Sacramento, CA 95691	N/A	Nonprofit, non-foundation	08/15/2012 2012 Community Health Center Core Support	\$20,000.00
Marin Community Clinic 6090 Redwood Blvd., Suite G, Novato, CA 94945	N/A	Nonprofit, non-foundation	08/15/2012 2012 Community Health Center Core Support	\$20,000.00
Martha's Village and Kitchen, Inc. 83-791 Date Avenue, Indio, CA 92201-4737	N/A	Nonprofit, non-foundation	08/15/2012 2012 Community Health Center Core Support	\$50,000.00
MayView Community Health Center, Inc 270 Grant Avenue, Palo Alto, CA 94306	N/A	Nonprofit, non-foundation	08/15/2012 2012 Community Health Center Core Support	\$35,000.00
McCloud Healthcare Clinic, Inc. PO BOX 1143, MCCLOUD, CA 96057-1143	N/A	Nonprofit, non-foundation	08/15/2012 2012 Community Health Center Core Support	\$20,000.00
Mendocino Coast Clinics, Inc. 205 SOUTH ST, FORT BRAGG, CA 95437-5540	N/A	Nonprofit, non-foundation	08/15/2012 2012 Community Health Center Core Support	\$25,000.00
Mendocino Community Health Clinic, Inc. 333 Laws Avenue, Ukiah, CA 95482-6540	N/A	Nonprofit, non-foundation	08/15/2012 2012 Community Health Center Core Support	\$20,000.00

Part XV Supplementary Information (continued)

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

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of Grant or Contribution	Amount
a. Paid during the year Mission Area Health Associates, dba Mission Neighborhood Health Center 240 Shotwell Street, San Francisco, CA 94110	N/A	Nonprofit, non-foundation	08/15/2012 2012 Community Health Center Core Support	\$20,000.00
Mission City Community Network, Inc. 15206 Parthenia Street, North Hills, CA 91343	N/A	Nonprofit, non-foundation	08/15/2012 2012 Community Health Center Core Support	\$20,000.00
Mountain Health & Community Services, Inc. 31115 Highway 94, Campo, CA 91906	N/A	Nonprofit, non-foundation	08/15/2012 2012 Community Health Center Core Support	\$25,000.00
Mountain Valleys Health Centers, Inc. PO Box 277, Bieber, CA 96009	N/A	Nonprofit, non-foundation	08/15/2012 2012 Community Health Center Core Support	\$25,000.00
National Health Services, Inc. P.O. Box 1060, Shafter, CA 93263	N/A	Nonprofit, non-foundation	08/15/2012 2012 Community Health Center Core Support	\$20,000.00
Native American Health Center, Inc. 1151 Harbor Bay Parkway, Suite 203, Alameda, CA 94502	N/A	Nonprofit, non-foundation	08/15/2012 2012 Community Health Center Core Support	\$15,000.00
Neighborhood Healthcare 425 North Date Street, #203, Escondido, CA 92025	N/A	Nonprofit, non-foundation	08/15/2012 2012 Community Health Center Core Support	\$20,000.00
Nhan Hoa Comprehensive Health Care Clinic, Inc. 7761 Garden Grove Blvd., Garden Grove, CA 92841	N/A	Nonprofit, non-foundation	08/15/2012 2012 Community Health Center Core Support	\$35,000.00
North County Health Project, Inc. 150 Valpreda Road, San Marcos, CA 92069	N/A	Nonprofit, non-foundation	08/15/2012 2012 Community Health Center Core Support	\$25,000.00
North East Medical Services Corporate Office 1520 Stockton Street, 6th Floor, San Francisco, CA 94133	N/A	Nonprofit, non-foundation	08/15/2012 2012 Community Health Center Core Support	\$25,000.00
Northeast Community Clinic 2550 West Main Street, Suite 301, Alhambra, CA 91801	N/A	Nonprofit, non-foundation	08/15/2012 2012 Community Health Center Core Support	\$15,000.00
Northeast Valley Health Corporation 1172 North Maclay Avenue, San Fernando, CA 91340	N/A	Nonprofit, non-foundation	08/15/2012 2012 Community Health Center Core Support	\$20,000.00
Northeastern Rural Health Clinics 1850 Spring Ridge Drive, Susanville, CA 96130	N/A	Nonprofit, non-foundation	08/15/2012 2012 Community Health Center Core Support	\$20,000.00
Northern Valley Indian Health, Inc. 207 North Butte Street, Willows, CA 95988-2803	N/A	Nonprofit, non-foundation	08/15/2012 2012 Community Health Center Core Support	\$20,000.00
Open Door Community Health Centers 670 Ninth Street, Suite 203, Arcata, CA 95521	N/A	Nonprofit, non-foundation	08/15/2012 2012 Community Health Center Core Support	\$20,000.00

Part XV Supplementary Information (continued)

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

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of Grant or Contribution	Amount
a. Paid during the year Operation Samahan, Inc. 2835B Highland Avenue, National City, CA 91950	N/A	Nonprofit, non-foundation	08/15/2012 2012 Community Health Center Core Support	\$20,000.00
Peach Tree Clinic, Inc. 5730 PACKARD AVE STE 600, MARYSVILLE, CA 95901-7119	N/A	Nonprofit, non-foundation	08/15/2012 2012 Community Health Center Core Support	\$20,000.00
Petaluma Health Center 1179 North McDowell Blvd., Petaluma, CA 94954	N/A	Nonprofit, non-foundation	08/15/2012 2012 Community Health Center Core Support	\$20,000.00
Pit River Health Service, Inc. 36977 Park Ave, Burney, CA 96013-4067	N/A	Nonprofit, non-foundation	08/15/2012 2012 Community Health Center Core Support	\$20,000.00
Planned Parenthood Los Angeles 400 W. 30th St., Los Angeles, CA 90007	N/A	Nonprofit, non-foundation	08/15/2012 2012 Community Health Center Core Support	\$15,000.00
Planned Parenthood Mar Monte, Inc. 1691 The Alameda, San Jose, CA 95126	N/A	Nonprofit, non-foundation	08/15/2012 2012 Community Health Center Core Support	\$15,000.00
Planned Parenthood Pasadena and San Gabriel Valley, Inc. 1037 North Lake Avenue, Pasadena, CA 91104	N/A	Nonprofit, non-foundation	08/15/2012 2012 Community Health Center Core Support	\$20,000.00
Planned Parenthood Shasta Diablo Inc. 2185 Pacheco Street, Concord, CA 94520	N/A	Nonprofit, non-foundation	08/15/2012 2012 Community Health Center Core Support	\$15,000.00
Planned Parenthood of Orange and San Bernardino Counties 700 South Tustin Street, Orange, CA 92866	N/A	Nonprofit, non-foundation	08/15/2012 2012 Community Health Center Core Support	\$15,000.00
Planned Parenthood of Santa Barbara, Ventura and San Luis Obispo Counties, Inc. 518 Garden Street, Santa Barbara, CA 93101	N/A	Nonprofit, non-foundation	08/15/2012 2012 Community Health Center Core Support	\$15,000.00
Planned Parenthood of the Pacific Southwest 1075 Camino del Rio South, San Diego, CA 92108	N/A	Nonprofit, non-foundation	08/15/2012 2012 Community Health Center Core Support	\$15,000.00
QueensCare Family Clinics 1300 N. Vermont Avenue, Suite 1002, Los Angeles, CA 90027-6005	N/A	Nonprofit, non-foundation	08/15/2012 2012 Community Health Center Core Support	\$15,000.00
Ravenswood Family Health Center 1798A Bay Road, East Palo Alto, CA 94303	N/A	Nonprofit, non-foundation	08/15/2012 2012 Community Health Center Core Support	\$15,000.00
Redwoods Rural Health Center, Inc. 101 West Coast Road, P.O. Box 769, Redway, CA 95560	N/A	Nonprofit, non-foundation	08/15/2012 2012 Community Health Center Core Support	\$35,000.00
Reproductive Health Care Center, Inc. (Dba; SIERRA HEALTH CENTER) 501 South Brookhurst Road, Fullerton, CA 92833	N/A	Nonprofit, non-foundation	08/15/2012 2012 Community Health Center Core Support	\$20,000.00

Part XV Supplementary Information (continued)

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

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of Grant or Contribution	Amount
Ritter Center P.O. Box 3517, San Rafael, CA 94912-3517	N/A	Nonprofit, non-foundation	08/15/2012 2012 Community Health Center Core Support	\$35,000.00
Riverside-San Bernardino County Indian Health, Inc. 11555 - 1/2 Potrero Road, Banning, CA 92220	N/A	Government/tribal/public entity	08/15/2012 2012 Community Health Center Core Support	\$25,000.00
RotaCare Bay Area, Inc. P.O. Box 18430, San Jose, CA 95158	N/A	Nonprofit, non-foundation	08/15/2012 2012 Community Health Center Core Support	\$50,000.00
Round Valley Indian Health Center, Inc. PO Box 247, Covelo, CA 95428-0000	N/A	Nonprofit, non-foundation	08/15/2012 2012 Community Health Center Core Support	\$16,000.00
Sacramento Native American Health Center, Inc. 2020 J street, Sacramento, CA 95811	N/A	Government/tribal/public entity	08/15/2012 2012 Community Health Center Core Support	\$25,000.00
Salud Para La Gente 195 Aviation Way, Suite 200, Watsonville, CA 95076	N/A	Nonprofit, non-foundation	08/15/2012 2012 Community Health Center Core Support	\$20,000.00
Samaritan House 4031 Pacific Boulevard, San Mateo, CA 94403	N/A	Nonprofit, non-foundation	08/15/2012 2012 Community Health Center Core Support	\$40,000.00
Samuel Dixon Family Health Center, Inc. 25115 West Avenue Stanford, A-104, Valencia, CA 91355	N/A	Nonprofit, non-foundation	08/15/2012 2012 Community Health Center Core Support	\$50,000.00
San Benito Health Foundation 351 Felice Drive, Hollister, CA 95023-3361	N/A	Nonprofit, non-foundation	08/15/2012 2012 Community Health Center Core Support	\$35,000.00
San Diego American Indian Health Center 2602 1ST AVE STE 105, SAN DIEGO, CA 92103-6529	N/A	Nonprofit, non-foundation	08/15/2012 2012 Community Health Center Core Support	\$50,000.00
San Diego Family Care 6973 Linda Vista Road, San Diego, CA 92111	N/A	Nonprofit, non-foundation	08/15/2012 2012 Community Health Center Core Support	\$15,000.00
San Francisco Free Clinic 4900 California Street, San Francisco, CA 94118	N/A	Nonprofit, non-foundation	08/15/2012 2012 Community Health Center Core Support	\$50,000.00
San Jose Foothill Family Community Clinic, Inc 2680 S. White Rd., Suite 170, San Jose, CA 95148	N/A	Nonprofit, non-foundation	08/15/2012 2012 Community Health Center Core Support	\$35,000.00
Santa Barbara Neighborhood Clinics 1900 State Street, Suite G, Santa Barbara, CA 93101	N/A	Nonprofit, non-foundation	08/15/2012 2012 Community Health Center Core Support	\$35,000.00
Santa Cruz Women's Health Center 250 Locust Street, Santa Cruz, CA 95060-3813	N/A	Nonprofit, non-foundation	08/15/2012 2012 Community Health Center Core Support	\$35,000.00

Part XV Supplementary Information (continued)

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

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of Grant or Contribution	Amount
Santa Rosa Community Health Centers 3569 Round Barn Circle, Santa Rosa, CA 95403	N/A	Nonprofit, non-foundation	08/15/2012 2012 Community Health Center Core Support	\$16,000.00
School Health Clinics of Santa Clara County 5671 Santa Teresa Blvd, Suite 105, San Jose, CA 95123	N/A	Nonprofit, non-foundation	08/15/2012 2012 Community Health Center Core Support	\$35,000.00
Serve The People Community Health Center 1206 E 17TH ST STE 101, SANTA ANA, CA 92701-2641	N/A	Nonprofit, non-foundation	08/15/2012 2012 Community Health Center Core Support	\$35,000.00
Share Our Selves Corporation 1550 SUPERIOR AVE, COSTA MESA, CA 92627-3653	N/A	Nonprofit, non-foundation	08/15/2012 2012 Community Health Center Core Support	\$40,000.00
Shasta Community Health Center 1035 Placer Street, Redding, CA 96001	N/A	Nonprofit, non-foundation	08/15/2012 2012 Community Health Center Core Support	\$20,000.00
Shingle Springs Band of Miwok Indians P.O. Box 1340, Shingle Springs, CA 95682	N/A	Government/tribal/public entity	08/15/2012 2012 Community Health Center Core Support	\$15,000.00
Shingletown Medical Center 31292 Alpine Meadows Road, Shingletown, CA 96088	N/A	Nonprofit, non-foundation	08/15/2012 2012 Community Health Center Core Support	\$20,000.00
Sierra Family Medical Clinic, Inc. 15301 Tyler Foote Road, Nevada City, CA 95959	N/A	Nonprofit, non-foundation	08/15/2012 2012 Community Health Center Core Support	\$20,000.00
Six Rivers Planned Parenthood 3225 Timber Fall Court, Eureka, CA 95503	N/A	Nonprofit, non-foundation	08/15/2012 2012 Community Health Center Core Support	\$20,000.00
Sonoma County Indian Health Project, Inc. 144 Stony Point Road, Santa Rosa, CA 95401-4122	N/A	Nonprofit, non-foundation	08/15/2012 2012 Community Health Center Core Support	\$15,000.00
Sonoma Valley Community Health Center 430 West Napa Street, Suite F, Sonoma, CA 95476	N/A	Nonprofit, non-foundation	08/15/2012 2012 Community Health Center Core Support	\$35,000.00
South Bay Family Health Care 23430 Hawthorne Boulevard, Suite 210, Torrance, CA 90505	N/A	Nonprofit, non-foundation	08/15/2012 2012 Community Health Center Core Support	\$15,000.00
South Central Family Health Center 4425 South Central Avenue, Los Angeles, CA 90011	N/A	Nonprofit, non-foundation	08/15/2012 2012 Community Health Center Core Support	\$15,000.00
Southern Trinity Health Services, Inc. 321 Van Duzen Road/PO Box 4, Mad River, CA 95552	N/A	Nonprofit, non-foundation	08/15/2012 2012 Community Health Center Core Support	\$35,000.00
St. Anthony Foundation 150 Golden Gate Avenue, San Francisco, CA 94102	N/A	Nonprofit, non-foundation	08/15/2012 2012 Community Health Center Core Support	\$50,000.00
St. James Infirmary 1372 Mission Street, San Francisco, CA 94103	N/A	Nonprofit, non-foundation	08/15/2012 2012 Community Health Center Core Support	\$50,000.00

Part XV Supplementary Information (continued)

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

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of Grant or Contribution	Amount
a. Paid during the year				
St. John's Well Child and Family Center, Inc. 5701 South Hoover Street, Los Angeles, CA 90037	N/A	Nonprofit, non-foundation	08/15/2012 2012 Community Health Center Core Support	\$20,000.00
St. Vincent de Paul Village, Inc. 3350 E ST, San Diego, CA 92102-3332	N/A	Nonprofit, non-foundation	08/15/2012 2012 Community Health Center Core Support	\$25,000.00
T.H.E. Clinic, Inc. 3834 South Western Avenue, Los Angeles, CA 90062	N/A	Nonprofit, non-foundation	08/15/2012 2012 Community Health Center Core Support	\$15,000.00
The Children's Clinic, "Serving Children and Their Families" 2790 Atlantic Avenue, Long Beach, CA 90806	N/A	Nonprofit, non-foundation	08/15/2012 2012 Community Health Center Core Support	\$15,000.00
The Saban Free Clinic 8405 Beverly Boulevard, Los Angeles, CA 90048	N/A	Nonprofit, non-foundation	08/15/2012 2012 Community Health Center Core Support	\$20,000.00
Tiburcio Vasquez Health Center, Inc. 33255 Ninth St, Union City, CA 94587	N/A	Nonprofit, non-foundation	08/15/2012 2012 Community Health Center Core Support	\$15,000.00
Tides Center P.O. Box 29907, San Francisco, CA 94129-0007	N/A	Nonprofit, non-foundation	08/15/2012 2012 Community Health Center Core Support	\$20,000.00
Toiyabe Indian Health Project, Inc. 52 Tu Su Lane, Bishop, CA 93514	N/A	Nonprofit, non-foundation	08/15/2012 2012 Community Health Center Core Support	\$25,000.00
Tri-City Health Center 39465 Paseo Padre Parkway, Suite 3400, Fremont, CA 94538	N/A	Nonprofit, non-foundation	08/15/2012 2012 Community Health Center Core Support	\$20,000.00
Tulare Community Health Clinic 1201 North Cherry Street, Tulare, CA 93274	N/A	Nonprofit, non-foundation	08/15/2012 2012 Community Health Center Core Support	\$20,000.00
Tuolumne MeWuk Indian Health Center, Inc. 18880 Cherry Valley Boulevard, Tuolumne, CA 95379-9506	N/A	Nonprofit, non-foundation	08/15/2012 2012 Community Health Center Core Support	\$20,000.00
URDC Human Services Corporation 1460 North Lake Avenue, Ste. 107, P.O. Box 41274, Pasadena, CA 91114-8274	N/A	Nonprofit, non-foundation	08/15/2012 2012 Community Health Center Core Support	\$35,000.00
United American Indian Involvement 1125 W 6TH ST STE 103, Los Angeles, CA 90017-1896	N/A	Nonprofit, non-foundation	08/15/2012 2012 Community Health Center Core Support	\$40,000.00
United Health Centers of the San Joaquin Valley 650 S. Zediker Avenue, P.O. Box 790, Parlier, CA 93648	N/A	Nonprofit, non-foundation	08/15/2012 2012 Community Health Center Core Support	\$15,000.00
United Indian Health Services, Inc 1600 Weeot Way, Arcata, CA 95521-4734	N/A	Nonprofit, non-foundation	08/15/2012 2012 Community Health Center Core Support	\$15,000.00

Part XV Supplementary Information (continued)

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

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of Grant or Contribution	Amount
a. Paid during the year				
University Muslim Medical Association, Inc. 711 West Florence Avenue, Los Angeles, CA 90044	N/A	Nonprofit, non-foundation	08/15/2012 2012 Community Health Center Core Support	\$20,000.00
Valley Community Clinic 6801 Coldwater Canyon Avenue, Suite 1B, North Hollywood, CA 91605	N/A	Nonprofit, non-foundation	08/15/2012 2012 Community Health Center Core Support	\$20,000.00
Valley Health Team, Inc. P.O. Box 737, San Joaquin, CA 93660	N/A	Nonprofit, non-foundation	08/15/2012 2012 Community Health Center Core Support	\$25,000.00
Venice Family Clinic 604 Rose Avenue, Venice, CA 90291	N/A	Nonprofit, non-foundation	08/15/2012 2012 Community Health Center Core Support	\$15,000.00
Vietnamese Community of Orange County, Inc. 9862 Chapman Ave. Ste. B, Garden Grove, CA 92841	N/A	Nonprofit, non-foundation	08/15/2012 2012 Community Health Center Core Support	\$20,000.00
Vista Community Clinic 1000 Vale Terrace, Vista, CA 92084-5218	N/A	Nonprofit, non-foundation	08/15/2012 2012 Community Health Center Core Support	\$25,000.00
Warner Mountain Indian Health Project/FBICC P.O. Box 247, Fort Bidwell, CA 96112	N/A	Government/tribal/public entity	08/15/2012 2012 Community Health Center Core Support	\$20,000.00
Washoe Tribe of Nevada and California 919 Highway 395 South, Gardnerville, NV 89410	N/A	Government/tribal/public entity	08/15/2012 2012 Community Health Center Core Support	\$25,000.00
Watts Healthcare Corporation 10300 Compton Avenue, Los Angeles, CA 90002	N/A	Nonprofit, non-foundation	08/15/2012 2012 Community Health Center Core Support	\$20,000.00
West County Health Centers, Inc. P.O. Box 1449, Guerneville, CA 95446	N/A	Nonprofit, non-foundation	08/15/2012 2012 Community Health Center Core Support	\$20,000.00
West Oakland Health Council 700 Adeline Street, Oakland, CA 94607	N/A	Nonprofit, non-foundation	08/15/2012 2012 Community Health Center Core Support	\$20,000.00
Western Sierra Medical Clinic, Inc. P.O. Box 286, Downieville, CA 95936	N/A	Nonprofit, non-foundation	08/15/2012 2012 Community Health Center Core Support	\$20,000.00
Westside Family Health Center 1711 Ocean Park Boulevard, Santa Monica, CA 90405	N/A	Nonprofit, non-foundation	08/15/2012 2012 Community Health Center Core Support	\$40,000.00
Westside Neighborhood Clinic 2125 Sante Fe Avenue, Long Beach, CA 90810	N/A	Nonprofit, non-foundation	08/15/2012 2012 Community Health Center Core Support	\$20,000.00
Wilmington Community Free Clinic 1009 North Avalon Boulevard, Wilmington, CA 90744	N/A	Nonprofit, non-foundation	08/15/2012 2012 Community Health Center Core Support	\$20,000.00
Winters Healthcare Foundation, Inc. 310 Main Street, PO BOX 674, Winters, CA 95694	N/A	Nonprofit, non-foundation	08/15/2012 2012 Community Health Center Core Support	\$35,000.00

Part XV Supplementary Information (continued)

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

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of Grant or Contribution	Amount
a. Paid during the year				
Women's Clinic 9911 West Pico Blvd., Suite 500, Los Angeles, CA 90035	N/A	Nonprofit, non-foundation	08/15/2012 2012 Community Health Center Core Support	\$20,000.00
Council On Foundations, Inc. 2121 Crystal Drive, Suite 700, Arlington, VA 22202	N/A	Nonprofit, non-foundation	08/24/2012 Military Families Community of Practice	\$7,500.00
GRYD Foundation 200 North Spring Street, Room 303, Los Angeles, CA 90012	N/A	Nonprofit, non-foundation	08/24/2012 2012 Summer Night Lights	\$10,000.00
Grantmakers In Health 1100 Connecticut Avenue, NW, Suite 1200, Washington, DC 20036	N/A	Nonprofit, non-foundation	08/24/2012 GIH Fall Forum: Health Homes and Lauren LeRov Health Policy Lecture	\$40,000.00
Regents of the University of California, Los Angeles 11000 Kinross Avenue, Suite 211, Los Angeles, CA 90095-1406	N/A	Nonprofit, non-foundation	08/24/2012 Center for Health Policy Research & Evaluation of the Low Income Health Program, Year 2	\$172,736.00
1736 Family Crisis Center 2116 Arlington Ave., Suite 200, Los Angeles, CA 90018	N/A	Nonprofit, non-foundation	08/31/2012 2012 to 2014 BSAV Core Support Initiative	\$30,000.00
A Safe Place P. O. Box 23006, Oakland, CA 94623	N/A	Nonprofit, non-foundation	08/31/2012 2012 to 2014 BSAV Core Support Initiative	\$30,000.00
Alliance Against Family Violence and Sexual Assault 1921 19th Street, Bakersfield, CA 93301	N/A	Nonprofit, non-foundation	08/31/2012 2012 to 2014 BSAV Core Support Initiative	\$30,000.00
Alpha House a Place for New Beginnings PO BOX 712, TAFT, CA 93268-0712	N/A	Nonprofit, non-foundation	08/31/2012 2012 to 2014 BSAV Core Support Initiative	\$30,000.00
Alternatives to Domestic Violence P. O. Box 910, Riverside, CA 92502	N/A	Nonprofit, non-foundation	08/31/2012 2012 to 2014 BSAV Core Support Initiative	\$40,000.00
Alternatives to Violence P.O. Box 135, 717 Pine Street, Red Bluff, CA 96080	N/A	Nonprofit, non-foundation	08/31/2012 2012 to 2014 BSAV Core Support Initiative	\$30,000.00
Antelope Valley Domestic Violence Council P.O. Box 2980, Lancaster, CA 93539	N/A	Nonprofit, non-foundation	08/31/2012 2012 to 2014 BSAV Core Support Initiative	\$25,000.00
Arab Cultural and Community Center 2 Plaza Street, San Francisco, CA 94116	N/A	Nonprofit, non-foundation	08/31/2012 2012 to 2014 BSAV Core Support Initiative	\$20,000.00
Asian Americans for Community Involvement of Santa Clara County, Inc. 2400 Moorpark Avenue, Suite 300, San Jose, CA 95128	N/A	Nonprofit, non-foundation	08/31/2012 2012 to 2014 BSAV Core Support Initiative	\$20,000.00
Asian Pacific Women's Center, Inc. 1145 Wilshire Blvd. 1st Floor, Suite 102, Los Angeles, CA 90017-1900	N/A	Nonprofit, non-foundation	08/31/2012 2012 to 2014 BSAV Core Support Initiative	\$15,000.00

Part XV Supplementary Information (continued)

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

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of Grant or Contribution		Amount
a. Paid during the year					
Asian Women's Shelter 3543 18th Street, #19, San Francisco, CA 94110	N/A	Nonprofit, non-foundation	08/31/2012	2012 to 2014 BSAV Core Support Initiative	\$20,000.00
CORA - Community Overcoming Relationship Abuse P.O. BOX 4245, Burlingame, CA 94011	N/A	Nonprofit, non-foundation	08/31/2012	2012 to 2014 BSAV Core Support Initiative	\$40,000.00
Casa de Esperanza, Inc. P.O. Box 56, Yuba City, CA 95992	N/A	Nonprofit, non-foundation	08/31/2012	2012 to 2014 BSAV Core Support Initiative	\$40,000.00
Catalyst Domestic Violence Services P.O. Box 4184, Chico, CA 95927	N/A	Nonprofit, non-foundation	08/31/2012	2012 to 2014 BSAV Core Support Initiative	\$40,000.00
Center for Community Solutions 4508 Mission Bay Drive, San Diego, CA 92109	N/A	Nonprofit, non-foundation	08/31/2012	2012 to 2014 BSAV Core Support Initiative	\$40,000.00
Center for Domestic Peace 734 A Street, San Rafael, CA 94901-3923	N/A	Nonprofit, non-foundation	08/31/2012	2012 to 2014 BSAV Core Support Initiative	\$30,000.00
Center for a Non Violent Community P.O. Box 1147, Sonoma, CA 95370	N/A	Nonprofit, non-foundation	08/31/2012	2012 to 2014 BSAV Core Support Initiative	\$20,000.00
Center for the Pacific-Asian Family, Inc. 543 North Fairfax Avenue, Room 108, Los Angeles, CA 90036	N/A	Nonprofit, non-foundation	08/31/2012	2012 to 2014 BSAV Core Support Initiative	\$30,000.00
Central California Family Crisis Center, Inc. 770 N. Main, P.O. Box 2033, Porterville, CA 93258	N/A	Nonprofit, non-foundation	08/31/2012	2012 to 2014 BSAV Core Support Initiative	\$35,000.00
Coalition for Family Harmony 1030 N. Ventura Road, Oxnard, CA 93030	N/A	Nonprofit, non-foundation	08/31/2012	2012 to 2014 BSAV Core Support Initiative	\$30,000.00
Community Action Partnership of Madera County, Inc. Victim Services Center 1225 Gill Avenue, Madera, CA 93637-5234	N/A	Nonprofit, non-foundation	08/31/2012	2012 to 2014 BSAV Core Support Initiative	\$20,000.00
Community Resource Center 650 Second Street, Encinitas, CA 92024	N/A	Nonprofit, non-foundation	08/31/2012	2012 to 2014 BSAV Core Support Initiative	\$30,000.00
Community Solutions for Children Families and Individuals P.O. Box 546, Morgan Hill, CA 95038-0546	N/A	Nonprofit, non-foundation	08/31/2012	2012 to 2014 BSAV Core Support Initiative	\$30,000.00
Community United Against Violence 427 South Van Ness Ave., San Francisco, CA 94103	N/A	Nonprofit, non-foundation	08/31/2012	2012 to 2014 BSAV Core Support Initiative	\$20,000.00
Corner Stone Community Development Corporation 1395 BANCROFT AVE, SAN LEANDRO, CA 94577-5103	N/A	Nonprofit, non-foundation	08/31/2012	2012 to 2014 BSAV Core Support Initiative	\$35,000.00

Part XV Supplementary Information (continued)

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

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of Grant or Contribution	Amount
a. Paid during the year DOVES of Big Bear Valley, Inc. PO Box 3646, Big Bear Lake, CA 92315-3646	N/A	Nonprofit, non-foundation	08/31/2012 2012 to 2014 BSAV Core Support Initiative	\$20,000.00
DeafHope 470 27th Street, Oakland, CA 94612	N/A	Nonprofit, non-foundation	08/31/2012 2012 to 2014 BSAV Core Support Initiative	\$30,000.00
Desert Sanctuary, Inc. 703 E. Main, Barstow, CA 92311	N/A	Nonprofit, non-foundation	08/31/2012 2012 to 2014 BSAV Core Support Initiative	\$25,000.00
Domestic Violence Intervention Center 6060 Sunrise Vista Drive, Suite 2340, Citrus Heights, CA 95610-3850	N/A	Nonprofit, non-foundation	08/31/2012 2012 to 2014 BSAV Core Support Initiative	\$35,000.00
Domestic Violence Solutions for Santa Barbara County P.O. Box 1536, Santa Barbara, CA 93102	N/A	Nonprofit, non-foundation	08/31/2012 2012 to 2014 BSAV Core Support Initiative	\$35,000.00
Domestic Violence and Sexual Assault Coalition, Inc. P. O. Box 484, Grass Valley, CA 95945	N/A	Nonprofit, non-foundation	08/31/2012 2012 to 2014 BSAV Core Support Initiative	\$25,000.00
Donaldina Cameron House 920 Sacramento Street, San Francisco, CA 94108-2015	N/A	Nonprofit, non-foundation	08/31/2012 2012 to 2014 BSAV Core Support Initiative	\$10,000.00
East Los Angeles Women's Center 1255 S Atlantic Blvd, Los Angeles, CA 90022-5011	N/A	Nonprofit, non-foundation	08/31/2012 2012 to 2014 BSAV Core Support Initiative	\$30,000.00
Emergency Shelter Program, Inc. 1180 B Street, Hayward, CA 94541	N/A	Nonprofit, non-foundation	08/31/2012 2012 to 2014 BSAV Core Support Initiative	\$30,000.00
Emmaus House 829 San Benito St. Suite 300, Hollister, CA 95023	N/A	Nonprofit, non-foundation	08/31/2012 2012 to 2014 BSAV Core Support Initiative	\$30,000.00
Family Assistance Program darryl@familyassist.org, Victorville, CA 92395	N/A	Nonprofit, non-foundation	08/31/2012 2012 to 2014 BSAV Core Support Initiative	\$30,000.00
Family Services of Tulare County 815 West Oak, Visalia, CA 93291-6033	N/A	Nonprofit, non-foundation	08/31/2012 2012 to 2014 BSAV Core Support Initiative	\$20,000.00
Family Violence Law Center 470 27th Street, Oakland, CA 94612	N/A	Nonprofit, non-foundation	08/31/2012 2012 to 2014 BSAV Core Support Initiative	\$20,000.00
Good Shepherd Shelter or Convent of the Good Shepherd Shelter 2561 Venice Blvd, Los Angeles, CA 90019-6233	N/A	Nonprofit, non-foundation	08/31/2012 2012 to 2014 BSAV Core Support Initiative	\$20,000.00
Haven Hills, Inc. P.O. Box 260, Canoga Park, CA 91305	N/A	Nonprofit, non-foundation	08/31/2012 2012 to 2014 BSAV Core Support Initiative	\$35,000.00

Part XV Supplementary Information (continued)

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

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of Grant or Contribution	Amount
a. Paid during the year				
Haven Women's Center of Stanislaus 618 13th St., Modesto, CA 95354	N/A	Nonprofit, non-foundation	08/31/2012 2012 to 2014 BSAV Core Support Initiative	\$30,000.00
Homeless Prenatal Program 2500 18TH ST, SAN FRANCISCO, CA 94110-2109	N/A	Nonprofit, non-foundation	08/31/2012 2012 to 2014 BSAV Core Support Initiative	\$10,000.00
House of Ruth, Inc. P.O. Box 459, Claremont, CA 91711	N/A	Nonprofit, non-foundation	08/31/2012 2012 to 2014 BSAV Core Support Initiative	\$35,000.00
Human Response Network Inc. P.O. Box 2370, Weaverville, CA 96093	N/A	Nonprofit, non-foundation	08/31/2012 2012 to 2014 BSAV Core Support Initiative	\$25,000.00
Humboldt Domestic Violence Services P O Box 969, Eureka, CA 95502	N/A	Nonprofit, non-foundation	08/31/2012 2012 to 2014 BSAV Core Support Initiative	\$30,000.00
Indian Health Council 50100 Golsh Road, Valley Center, CA 92082	N/A	Nonprofit, non-foundation	08/31/2012 2012 to 2014 BSAV Core Support Initiative	\$20,000.00
Interface Children & Family Services 1305 Del Norte Road, Suite 130, Camarillo, CA 93010-9851	N/A	Nonprofit, non-foundation	08/31/2012 2012 to 2014 BSAV Core Support Initiative	\$40,000.00
Interval House P.O. Box 3356, Seal Beach, CA 90740	N/A	Nonprofit, non-foundation	08/31/2012 2012 to 2014 BSAV Core Support Initiative	\$40,000.00
Jenesse Center, Inc. P.O. Box 8476, Los Angeles, CA 90008	N/A	Nonprofit, non-foundation	08/31/2012 2012 to 2014 BSAV Core Support Initiative	\$30,000.00
Jewish Family Service of Los Angeles 3580 Wilshire Blvd, Suite 700, Los Angeles, CA 90010	N/A	Nonprofit, non-foundation	08/31/2012 2012 to 2014 BSAV Core Support Initiative	\$65,000.00
Kene Me-Wu Family Healing Center, Inc. P.O. Box 605, Sonora, CA 95370	N/A	Nonprofit, non-foundation	08/31/2012 2012 to 2014 BSAV Core Support Initiative	\$30,000.00
Kings Community Action Organization 1130 N. 11th Ave. , Hanford, CA 93230	N/A	Nonprofit, non-foundation	08/31/2012 2012 to 2014 BSAV Core Support Initiative	\$20,000.00
Korean Community Center of the East Bay 4390 Telegraph Avenue, Suite A, Oakland, CA 94609	N/A	Nonprofit, non-foundation	08/31/2012 2012 to 2014 BSAV Core Support Initiative	\$20,000.00
LIFT3 Support Group 490 Chadbourne Road, Second Floor, Fairfield, CA 94534	N/A	Nonprofit, non-foundation	08/31/2012 2012 to 2014 BSAV Core Support Initiative	\$25,000.00
LTSC Community Development Corporation 231 E 3RD ST STE G106, LOS ANGELES, CA 90013-1493	N/A	Nonprofit, non-foundation	08/31/2012 2012 to 2014 BSAV Core Support Initiative	\$10,000.00
La Casa de las Madres 1663 Mission Street, Suite 225, San Francisco, CA 94103	N/A	Nonprofit, non-foundation	08/31/2012 2012 to 2014 BSAV Core Support Initiative	\$35,000.00

Part XV Supplementary Information (continued)

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

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of Grant or Contribution	Amount
a. Paid during the year Lake Family Resource Center 5350 Main Street, Kelseyville, CA 95451	N/A	Nonprofit, non- foundation	08/31/2012 2012 to 2014 BSAV Core Support Initiative	\$20,000.00
Lassen Family Services, Inc. P.O. Box 710, Susanville, CA 96130	N/A	Nonprofit, non- foundation	08/31/2012 2012 to 2014 BSAV Core Support Initiative	\$25,000.00
Laura's House 999 Corporate Dr, Suite 225, Ladera Ranch, CA 92694	N/A	Nonprofit, non- foundation	08/31/2012 2012 to 2014 BSAV Core Support Initiative	\$25,000.00
Live Violence Free 2941 Lake Tahoe Blvd, South Lake Tahoe, CA 96150	N/A	Nonprofit, non- foundation	08/31/2012 2012 to 2014 BSAV Core Support Initiative	\$40,000.00
Maitri PO Box 697, Santa Clara, CA 95052	N/A	Nonprofit, non- foundation	08/31/2012 2012 to 2014 BSAV Core Support Initiative	\$30,000.00
Marjaree Mason Center, Inc. 1600 M Street, Fresno, CA 93721-1122	N/A	Nonprofit, non- foundation	08/31/2012 2012 to 2014 BSAV Core Support Initiative	\$35,000.00
Morongo Basin Unity Home, Incorporated P.O. Box 1662, Joshua Tree, CA 92252	N/A	Nonprofit, non- foundation	08/31/2012 2012 to 2014 BSAV Core Support Initiative	\$30,000.00
Mountain Crisis Services, Inc. P.O. Box 2075, Mariposa, CA 95338	N/A	Nonprofit, non- foundation	08/31/2012 2012 to 2014 BSAV Core Support Initiative	\$35,000.00
My Sister's House 3053 Freeport Blvd., #120, Sacramento, CA 95818	N/A	Nonprofit, non- foundation	08/31/2012 2012 to 2014 BSAV Core Support Initiative	\$25,000.00
Napa Emergency Women's Services 1141 Pear Tree Lane, Suite 220, Napa, CA 94558	N/A	Nonprofit, non- foundation	08/31/2012 2012 to 2014 BSAV Core Support Initiative	\$25,000.00
Narika P.O. Box 14014, Berkeley, CA 94712	N/A	Nonprofit, non- foundation	08/31/2012 2012 to 2014 BSAV Core Support Initiative	\$25,000.00
Next Door Solutions to Domestic Violence 234 E. Gish Road, Suite 200, San Jose, CA 95112	N/A	Nonprofit, non- foundation	08/31/2012 2012 to 2014 BSAV Core Support Initiative	\$40,000.00
Niswa Association Incorporated P.O. Box 1403, Lomita, CA 90717	N/A	Nonprofit, non- foundation	08/31/2012 2012 to 2014 BSAV Core Support Initiative	\$20,000.00
North County Women's Resource Center, Inc. 1030 Vine Street, Paso Robles, CA 93446	N/A	Nonprofit, non- foundation	08/31/2012 2012 to 2014 BSAV Core Support Initiative	\$30,000.00
Ocean Park Community Center 1453 16th Street, Santa Monica, CA 90404-2715	N/A	Nonprofit, non- foundation	08/31/2012 2012 to 2014 BSAV Core Support Initiative	\$35,000.00
Operation Care 619 New York Ranch Road, Jackson, CA 95642	N/A	Nonprofit, non- foundation	08/31/2012 2012 to 2014 BSAV Core Support Initiative	\$30,000.00

Part XV Supplementary Information (continued)

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

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of Grant or Contribution	Amount
a. Paid during the year Option House, Inc. P.O. Box 970, 813 North D Street, Ste. 3, San Bernardino, CA 92402	N/A	Nonprofit, non-foundation	08/31/2012 2012 to 2014 BSAV Core Support Initiative	\$40,000.00
Peace Over Violence 1015 Wilshire Boulevard, suite 200, Los Angeles, CA 90017	N/A	Nonprofit, non-foundation	08/31/2012 2012 to 2014 BSAV Core Support Initiative	\$35,000.00
Placer Womens Center, Inc. dba PEACE for Families PO Box 5462, Auburn, CA 95604-5462	N/A	Nonprofit, non-foundation	08/31/2012 2012 to 2014 BSAV Core Support Initiative	\$25,000.00
Plumas Rural Services 586 Jackson Street, Quincy, CA 95971	N/A	Nonprofit, non-foundation	08/31/2012 2012 to 2014 BSAV Core Support Initiative	\$35,000.00
Project Sanctuary, Inc. P.O. Box 450, Ukiah, CA 95482	N/A	Nonprofit, non-foundation	08/31/2012 2012 to 2014 BSAV Core Support Initiative	\$25,000.00
Prototypes, Centers for Innovation in Health, Mental Health and Social Services 1000 North Alameda Street, Suite 390, Los Angeles, CA 90012	N/A	Nonprofit, non-foundation	08/31/2012 2012 to 2014 BSAV Core Support Initiative	\$20,000.00
Rainbow Services, Ltd. 453 W. 7th St., San Pedro, CA 90731	N/A	Nonprofit, non-foundation	08/31/2012 2012 to 2014 BSAV Core Support Initiative	\$30,000.00
Resource Connection of Amador and Calaveras Counties P.O. Box 919, San Andreas, CA 95249	N/A	Nonprofit, non-foundation	08/31/2012 2012 to 2014 BSAV Core Support Initiative	\$20,000.00
Round Valley Indian Tribes 77826 Covelo Road, Covelo, CA 95428	N/A	Government/tribal/public entity	08/31/2012 2012 to 2014 BSAV Core Support Initiative	\$25,000.00
Rural Human Services 286 M Street, Suite A, Crescent City, CA 95531	N/A	Nonprofit, non-foundation	08/31/2012 2012 to 2014 BSAV Core Support Initiative	\$30,000.00
STAND! For Families Free of Violence 1410 Danzig Plaza, Concord, CA 94520	N/A	Nonprofit, non-foundation	08/31/2012 2012 to 2014 BSAV Core Support Initiative	\$40,000.00
Safe Alternatives for Everyone 28910 Pujol Street, Temecula, CA 92590	N/A	Nonprofit, non-foundation	08/31/2012 2012 to 2014 BSAV Core Support Initiative	\$30,000.00
Safe Alternatives to Violent Environments Inc. 1900 Mowry Avenue, Suite 204, Fremont, CA 94538	N/A	Nonprofit, non-foundation	08/31/2012 2012 to 2014 BSAV Core Support Initiative	\$30,000.00
SafeQuest Solano, Inc. P.O. Box 368, Fairfield, CA 94533	N/A	Nonprofit, non-foundation	08/31/2012 2012 to 2014 BSAV Core Support Initiative	\$25,000.00
Sexual Assault & Domestic Violence Center 175 Walnut Street, Woodland, CA 95695	N/A	Nonprofit, non-foundation	08/31/2012 2012 to 2014 BSAV Core Support Initiative	\$35,000.00

Part XV Supplementary Information (continued)

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

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Date	Purpose of Grant or Contribution	Amount
Shasta Women's Refuge, Inc. 2280 Benton Dr. Building A, Redding, CA 96003	N/A	Nonprofit, non-foundation	08/31/2012	2012 to 2014 BSAV Core Support Initiative	\$25,000.00
Shelter From The Storm, Inc. 73555 Alessandro Dr., Suite D, Palm Desert, CA 92260-3635	N/A	Nonprofit, non-foundation	08/31/2012	2012 to 2014 BSAV Core Support Initiative	\$35,000.00
Shelter Outreach Plus P.O. Box 1340, Marina, CA 93933	N/A	Nonprofit, non-foundation	08/31/2012	2012 to 2014 BSAV Core Support Initiative	\$20,000.00
Siskiyou Domestic Violence & Crisis Center P. O. Box 688, Yreka, CA 96097	N/A	Nonprofit, non-foundation	08/31/2012	2012 to 2014 BSAV Core Support Initiative	\$25,000.00
South Asian Helpline and Referral Agency 17100 Pioneer Blvd Suite 260, Artesia, CA 90701	N/A	Nonprofit, non-foundation	08/31/2012	2012 to 2014 BSAV Core Support Initiative	\$20,000.00
South Bay Community Services (SBCS) 430 F Street, Chula Vista, CA 91910	N/A	Nonprofit, non-foundation	08/31/2012	2012 to 2014 BSAV Core Support Initiative	\$30,000.00
Southern CA Alcohol & Drug Program, Inc. 11500 Paramount Blvd., Downey, CA 90241	N/A	Nonprofit, non-foundation	08/31/2012	2012 to 2014 BSAV Core Support Initiative	\$25,000.00
Su Casa ~ Ending Domestic Violence 3840 Woodruff Ave., Suite 203, Long Beach, CA 90808	N/A	Nonprofit, non-foundation	08/31/2012	2012 to 2014 BSAV Core Support Initiative	\$20,000.00
Tahoe SAFE Alliance PO Box 1232, Kings Beach, CA 96143	N/A	Nonprofit, non-foundation	08/31/2012	2012 to 2014 BSAV Core Support Initiative	\$30,000.00
The Center for Violence-Free Relationships 344 Placerville Dr., # 11, Placerville, CA 95667	N/A	Nonprofit, non-foundation	08/31/2012	2012 to 2014 BSAV Core Support Initiative	\$25,000.00
The San Francisco Particular Council of the Society of St. Vincent de Paul 1237 Van Ness Ave Suite 200, San Francisco, CA 94109	N/A	Nonprofit, non-foundation	08/31/2012	2012 to 2014 BSAV Core Support Initiative	\$35,000.00
Training Employment and Community Help Inc 112 East Second St., Alturas, CA 96101	N/A	Nonprofit, non-foundation	08/31/2012	2012 to 2014 BSAV Core Support Initiative	\$25,000.00
Tri-Valley Haven for Women 3663 Pacific Avenue, Livermore, CA 94550	N/A	Nonprofit, non-foundation	08/31/2012	2012 to 2014 BSAV Core Support Initiative	\$30,000.00
Victor Valley Domestic Violence, Inc. P.O. Box 2825, Victorville, CA 92393	N/A	Nonprofit, non-foundation	08/31/2012	2012 to 2014 BSAV Core Support Initiative	\$40,000.00
WEAVE, Inc. 1900 K Street, Sacramento, CA 95811	N/A	Nonprofit, non-foundation	08/31/2012	2012 to 2014 BSAV Core Support Initiative	\$40,000.00
Walnut Avenue Women's Center 303 Walnut Avenue, Santa Cruz, CA 95060	N/A	Nonprofit, non-foundation	08/31/2012	2012 to 2014 BSAV Core Support Initiative	\$25,000.00

Part XV Supplementary Information (continued)

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

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Date	Purpose of Grant or Contribution	Amount
a. Paid during the year Wild Iris Women's Services of Bishop, Inc P.O. Box 697, Bishop, CA 93515	N/A	Nonprofit, non-foundation	08/31/2012	2012 to 2014 BSAV Core Support Initiative	\$40,000.00
WomanHaven, Inc. 727 W. Main Street, El Centro, CA 92243	N/A	Nonprofit, non-foundation	08/31/2012	2012 to 2014 BSAV Core Support Initiative	\$30,000.00
Women Organized to Make Abuse Non Existent Inc. 333 Valencia St. #450, San Francisco, CA 94103	N/A	Nonprofit, non-foundation	08/31/2012	2012 to 2014 BSAV Core Support Initiative	\$40,000.00
Women's & Children's Crisis Shelter 13305 Penn Street, Suite 202, Whittier, CA 90602	N/A	Nonprofit, non-foundation	08/31/2012	2012 to 2014 BSAV Core Support Initiative	\$25,000.00
Women's Center - Youth & Family Services 620 North San Joaquin St., Stockton, CA 95202	N/A	Nonprofit, non-foundation	08/31/2012	2012 to 2014 BSAV Core Support Initiative	\$35,000.00
Women's Center High Desert, Inc. 134 South China Lake Boulevard, Ridgecrest, CA 93555	N/A	Nonprofit, non-foundation	08/31/2012	2012 to 2014 BSAV Core Support Initiative	\$30,000.00
Women's Crisis Shelter in Southern Humboldt, Inc. P.O. Box 642, Garberville, CA 95542	N/A	Nonprofit, non-foundation	08/31/2012	2012 to 2014 BSAV Core Support Initiative	\$20,000.00
Women's Crisis Support - Defensa de Mujeres 233 East Lake Avenue, Watsonville, CA 95076	N/A	Nonprofit, non-foundation	08/31/2012	2012 to 2014 BSAV Core Support Initiative	\$30,000.00
Women's Resource Center 1963 Apple Street, Oceanside, CA 92054	N/A	Nonprofit, non-foundation	08/31/2012	2012 to 2014 BSAV Core Support Initiative	\$40,000.00
Women's Shelter Program of San Luis Obispo County P. O. Box 125, San Luis Obispo, CA 93406	N/A	Nonprofit, non-foundation	08/31/2012	2012 to 2014 BSAV Core Support Initiative	\$20,000.00
Women's Transitional Living Center, Inc. P.O. Box 6103, Orange, CA 92863	N/A	Nonprofit, non-foundation	08/31/2012	2012 to 2014 BSAV Core Support Initiative	\$40,000.00
WomenShelter of Long Beach 930 Pacific Avenue, Long Beach, CA 90813	N/A	Nonprofit, non-foundation	08/31/2012	2012 to 2014 BSAV Core Support Initiative	\$30,000.00
YWCA Monterey County 236 Monterey Street, Salinas, CA 93901	N/A	Nonprofit, non-foundation	08/31/2012	2012 to 2014 BSAV Core Support Initiative	\$35,000.00
YWCA of Glendale 735 East Lexington Drive, Glendale, CA 91206	N/A	Nonprofit, non-foundation	08/31/2012	2012 to 2014 BSAV Core Support Initiative	\$30,000.00
YWCA of San Diego County 1012 C Street, San Diego, CA 92101	N/A	Nonprofit, non-foundation	08/31/2012	2012 to 2014 BSAV Core Support Initiative	\$30,000.00

Part XV Supplementary Information (continued)

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

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of Grant or Contribution	Amount
a. Paid during the year YWCA of San Gabriel Valley 943 North Grand Ave., Covina, CA 91724	N/A	Nonprofit, non-foundation	08/31/2012 2012 to 2014 BSAV Core Support Initiative	\$30,000.00
YWCA of Sonoma County P.O. Box 3506, Santa Rosa, CA 95402	N/A	Nonprofit, non-foundation	08/31/2012 2012 to 2014 BSAV Core Support Initiative	\$30,000.00
Young Women's Christian Association of Silicon Valley 375 S. 3rd St., San Jose, CA 95112	N/A	Nonprofit, non-foundation	08/31/2012 2012 to 2014 BSAV Core Support Initiative	\$35,000.00
AltaMed Health Services Corporation 2040 Camfield Avenue, Los Angeles, CA 90040	N/A	Nonprofit, non-foundation	09/04/2012 2012 Community Health Center Core Support	\$20,000.00
Bienvenidos Children's Center, Inc. 316 West 2nd Street, Suite 800, Los Angeles, CA 90012	N/A	Nonprofit, non-foundation	09/04/2012 2012 Community Health Center Core Support	\$15,000.00
Borrego Community Health Foundation PO Box 2369, Borrego Springs, CA 92004-2369	N/A	Nonprofit, non-foundation	09/04/2012 2012 Community Health Center Core Support	\$20,000.00
Mathiesen Memorial Health Clinic 18144 Seco Street, Jamestown, CA 95327	N/A	Government/tribal/public entity	09/04/2012 2012 Community Health Center Core Support	\$20,000.00
i2i Systems, Inc. 3663 North Laughlin Road, Suite 200, Santa Rosa, CA 95403	N/A	For profit entity	09/11/2012 CHC Comparative Analytics Trial and Working Group	\$100,000.00
Health Plan of San Joaquin 7751 South Manthey Road, French Camp, CA 95231	N/A	Government/tribal/public entity	09/25/2012 Safety Net Health Information Exchange	\$250,000.00
License to Freedom 131 Avocado Avenue, El Cajon, CA 92020	N/A	Nonprofit, non-foundation	09/25/2012 2012 to 2014 BSAV Core Support Initiative	\$10,000.00
Project HOPE - The People-to-People Health Foundation, Inc. 255 Carter Hall Lane, Millwood, VA 22646	N/A	Nonprofit, non-foundation	09/25/2012 Major Conference and Publications - Post Supreme Court Decision on the	\$15,000.00
Shepherd's Door 151 E Orange Grove Blvd, Pasadena, CA , Pasadena, CA 91103	N/A	Nonprofit, non-foundation	09/25/2012 2012 to 2014 BSAV Core Support Initiative	\$15,000.00
Alameda County Health Care Services Agency 1000 San Leandro Blvd, Suite 300, San Leandro, CA 94577	N/A	Government/tribal/public entity	10/05/2012 Fire Station Health Portals	\$85,440.00
Asian & Pacific Islander American Health Forum 450 Sutter Street Room 600, San Francisco, CA 94108-3908	N/A	Nonprofit, non-foundation	10/05/2012 Identifying Vulnerable Asian Americans, Native Hawaiians, and Pacific Islanders in California Under Health Reform	\$100,000.00
Blue Star Families, Inc. PO Box 322, Falls Church, VA 22040	N/A	Nonprofit, non-foundation	10/05/2012 BSF Chapter Director Toolkits and America Joins Forces with Military Families & White Oak III	\$150,000.00

Attachment A

Part XV Supplementary Information (continued)

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

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of Grant or Contribution	Amount
California Primary Care Association 1231 I Street, Suite 400, Sacramento, CA 95814	N/A	Nonprofit, non-foundation	10/05/2012 Strengthening and Empowering California's Community Health Centers	\$400,000.00
California School Health Centers Association 1203 Preservation Park Way, #302, Oakland, CA 94612	N/A	Nonprofit, non-foundation	10/05/2012 Coordinating Community and School Health Care	\$250,000.00
California State Rural Health Association 555 Capitol Mall, Suite 750, Sacramento, CA 95814	N/A	Nonprofit, non-foundation	10/05/2012 Rural Safety Net Integration	\$75,000.00
Center for Health Policy Development 10 Free Street, 2nd Floor, Portland, ME 04101	N/A	Nonprofit, non-foundation	10/05/2012 25th Annual State Health Policy Conference - Policy Conference: Multi-Payer Mini Conference	\$50,000.00
Clinicas de Salud del Pueblo, Inc. 1166 K Street, Brawley, CA 92227	N/A	Nonprofit, non-foundation	10/05/2012 Rural Safety Net Integration 2012	\$125,000.00
Community Clinic Association of Los Angeles County 1055 Wilshire Boulevard, Suite 1400, Los Angeles, CA 90017	N/A	Nonprofit, non-foundation	10/05/2012 Primary Care Provider Network Development	\$100,000.00
Council of Community Clinics P.O. Box 880969, San Diego, CA 92168	N/A	Nonprofit, non-foundation	10/05/2012 Community Health Center Transformation and Community Dialogue	\$99,588.00
Domestic Violence Center of the Santa Clarita Valley PO Box 220037, Newhall, CA 91322	N/A	Nonprofit, non-foundation	10/05/2012 2012 to 2014 BSAV Core Support Initiative	\$30,000.00
John C. Fremont Healthcare District PO Box 216, Mariposa, CA 95338-0216	N/A	Government/tribal/public entity	10/05/2012 Rural Safety Net Integration 2012	\$125,000.00
Open Door Community Health Centers 670 Ninth Street, Suite 203, Arcata, CA 95521	N/A	Nonprofit, non-foundation	10/05/2012 Rural Safety Net Integration 2012	\$124,947.00
TechSoup Global 435 Brannan Street, Suite 100, San Francisco, CA 94107-1780	N/A	Nonprofit, non-foundation	10/05/2012 Technology Capacity Building for California's Domestic Violence Field - Phase II	\$297,485.00
Texas Health Institute 8501 N Mopac Expressway, S 300, Austin, TX 78759-8341	N/A	Nonprofit, non-foundation	10/05/2012 8th National Conference on Quality Health Care for Culturally Diverse Populations	\$25,000.00
Women Organized to Make Abuse Non Existent Inc. 333 Valencia St. #450, San Francisco, CA 94103	N/A	Nonprofit, non-foundation	10/05/2012 Scaling the Domestic Violence Information and Referral Center	\$110,950.00
Alliance for Rural Community Health 1165 South Dora Street, Suite A3, Ukiah, CA 95482	N/A	Supporting Organization, Type 1	10/19/2012 Rural Safety Net Integration 2012	\$125,000.00
Futures Without Violence 100 Montgomery Street, The Presidio, San Francisco, CA 94129-1718	N/A	Nonprofit, non-foundation	10/19/2012 Integration of Family Violence Prevention for Children Exposed to Family Violence Under the Patient Protection and Affordable Care Act	\$275,000.00

Part XV Supplementary Information (continued)

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

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Date	Purpose of Grant or Contribution	Amount
Health Alliance of Northern California 2280 Benton Drive, Building C, Suite C, Redding, CA 96003	N/A	Supporting Organization, Type 3, functionally integrated	10/19/2012	Rural Safety Net Integration 2012	\$125,000.00
Mountain Valleys Health Centers, Inc. PO Box 277, Bieber, CA 96009	N/A	Nonprofit, non-foundation	10/19/2012	Rural Safety Net Integration 2012	\$125,000.00
Public Health Institute 555 12th Street, 10th Floor, Oakland, CA 94607	N/A	Nonprofit, non-foundation	10/19/2012	Community Health Workers, Promotores, and the Triple Aim	\$125,000.00
Shingle Springs Band of Miwok Indians P.O. Box 1340, Shingle Springs, CA 95682	N/A	Government/tribal/public entity	10/19/2012	Rural Safety Net Integration 2012	\$125,000.00
St. John's Well Child and Family Center, Inc. 5701 South Hoover Street, Los Angeles, CA 90037	N/A	Nonprofit, non-foundation	10/19/2012	A Video-Based Screening and Referral System for Domestic Violence Survivors in Los Angeles County	\$80,000.00
Swords to Plowshares Veterans Rights Organization 1060 Howard Street, San Francisco, CA 94103	N/A	Nonprofit, non-foundation	10/19/2012	Institutionalizing Police Training on Veterans and Family Violence in California	\$120,000.00
Butte County Department of Behavioral Health 109 Parmac, Suite 2, Chico, CA 95926	N/A	Nonprofit, non-foundation	11/02/2012	Rural Safety Net Integration 2012	\$125,000.00
Immigrant Legal Resource Center 1663 Mission Street, Suite 602, San Francisco, CA 94103	N/A	Nonprofit, non-foundation	11/02/2012	TIPS: A Text Information Portal for Latinas in Fresno County	\$225,000.00
Integrated Healthcare Association 300 Lakeside Dr., Suite 1975, Oakland, CA 94612	N/A	Trade and professional associations, business leagues, and chambers of commerce	11/02/2012	ACO Congress and Dual Eligibles Summit Sponsorship for Safety Net Providers 2012	\$20,000.00
Public Policy Institute of California 500 WASHINGTON ST STE 600, SAN FRANCISCO, CA 94111-2932	N/A	Nonprofit, advance ruling period	11/02/2012	Linking Policymakers and Data to Improve Patient Protection and Affordable Care Act Implementation	\$100,000.00
The Regents of the University of California, San Francisco 3333 California Street, Suite #265, San Francisco, CA 94118-1944	N/A	Nonprofit, non-foundation	11/02/2012	Clinic Leadership Institute Emerging Leaders, Cohort 5	\$1,049,722.00
Watsonville Law Center 315 MAIN ST STE 207, WATSONVILLE, CA 95076-4624	N/A	Nonprofit, non-foundation	11/02/2012	Treating Low-Wage Injured Workers at Community Health Centers	\$75,000.00
California Association of Public Hospitals and Health Systems 70 Washington Street, Suite 215, Oakland, CA 94607-3795	N/A	Trade and professional associations, business leagues, and chambers of commerce	11/30/2012	Vanguard in Access, Linkages, Usefulness, and Efficiency	\$125,000.00
California Partnership to End Domestic Violence PO Box 1798, Sacramento, CA 95812-1798	N/A	Nonprofit, non-foundation	11/30/2012	General Operating Support	\$100,000.00

Part XV Supplementary Information (continued)

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

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of Grant or Contribution	Amount
Center for Youth Wellness 3450 3rd Street, Suite 2A, San Francisco, CA 94124-1444	N/A	Nonprofit, non-foundation	11/30/2012 Changing Outcomes through a Sustainable & Coordinated Safety Net	\$75,333.00
Community Clinic Association of Los Angeles County 1055 Wilshire Boulevard, Suite 1400, Los Angeles, CA 90017	N/A	Nonprofit, non-foundation	11/30/2012 2010 County Coverage Expansion Planning, Round Two	\$100,000.00
Community Partners 1000 N. Alameda Street; Suite 240, Los Angeles, CA 90012-1804	N/A	Nonprofit, non-foundation	11/30/2012 Catalyzing Innovation in the Healthcare Safety Net	\$2,000,000.00
The Center to Promote HealthCare Access, Inc. d/b/a Social Interest Solutions 1333 Broadway, Suite 1020, Oakland, CA 94612	N/A	Nonprofit, non-foundation	11/30/2012 Building a Bridge to Enrollment in California	\$50,000.00
Tower Foundation of San Jose State University 1 Washington Square, San Jose, CA 95192-0184	N/A	Nonprofit, non-foundation	11/30/2012 Expanding Prevention of Intimate Partner Violence Among Veterans and Their Partners on College Campuses in California	\$30,000.00
National Academy of Sciences The National Academies, 500 Fifth Street, NW, Washington, DC 20001	N/A	Nonprofit, non-foundation	12/14/2012 Driving Patient Demand for Shared Decisions, Better Value, and Care Improvement	\$25,000.00
University of Chicago 969 E. 60th Street, SSA, Chicago, IL 60637-2612	N/A	Nonprofit, non-foundation	12/14/2012 Medicaid Expansion: Authors Workshop	\$10,500.00
AIDS Emergency Fund 12 GRACE ST STE 300, SAN FRANCISCO, CA 94103-2679	N/A	Nonprofit, non-foundation	12/26/2012 Safety Net Integration 2012	\$93,000.00
Alameda County Family Justice Center, Inc. 470 27th St, OAKLAND, CA 94612-2413	N/A	Nonprofit, non-foundation	12/26/2012 Domestic Violence Referral and Report Platform	\$95,000.00
California Coalition Against Sexual Assault 1215 K STREET #1850, SACRAMENTO, CA 95814-3956	N/A	Nonprofit, non-foundation	12/26/2012 Building Linkages Between Domestic Violence and Sexual Violence	\$60,771.00
California Telehealth Network 2001 P Street, Ste 100, Sacramento, CA 95811	N/A	Nonprofit, non-foundation	12/26/2012 Safety Net Integration 2012	\$200,000.00
Central Valley Health Network, Inc. 2000 O Street, Suite 100, Sacramento, CA 95811	N/A	Nonprofit, non-foundation	12/26/2012 Data Capacity for Community Health Center Consortia 2012	\$105,000.00
Coalition of Orange County Community Health Centers 17701 Cowan, Suite 220, Irvine, CA 92614-6057	N/A	Nonprofit, non-foundation	12/26/2012 Data Capacity for Community Health Center Consortia 2012	\$95,000.00
Community Clinic Association of Los Angeles County 1055 Wilshire Boulevard, Suite 1400, Los Angeles, CA 90017	N/A	Nonprofit, non-foundation	12/26/2012 Data Capacity for Community Health Center Consortia 2012	\$130,000.00
Community Clinic Consortium 3720 Barrett Avenue, Richmond, CA 94805	N/A	Nonprofit, non-foundation	12/26/2012 Data Capacity for Community Health Center Consortia 2012	\$80,000.00

Attachment A

Part XV Supplementary Information (continued)

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

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of Grant or Contribution	Amount
a. Paid during the year CompassPoint Nonprofit Services 731 Market Street, Suite 200, San Francisco, CA 94103-2005	N/A	Nonprofit, non-foundation	12/26/2012 Strong Field Project Leadership Development Cohort III and Alumni Program	\$650,000.00
Council of Community Clinics P.O. Box 880969, San Diego, CA 92168	N/A	Nonprofit, non-foundation	12/26/2012 Data Capacity for Community Health Center Consortia 2012	\$130,000.00
Health Improvement Partnership of Santa Cruz County, Inc. 1800 Green Hills Road, Suite 100, Scotts Valley, CA 95066	N/A	Nonprofit, non-foundation	12/26/2012 Safety Net Integration 2012	\$200,000.00
Local Initiative Health Authority for Los Angeles County 1055 W. 7th Street, 10th Floor, Los Angeles, CA 90017	N/A	Government/tribal/public entity	12/26/2012 Safety Net Integration 2012	\$200,000.00
Monterey County Health Department 1270 Natividad Road, Salinas, CA 93906	N/A	Government/tribal/public entity	12/26/2012 Safety Net Integration 2012	\$199,879.00
Nonprofit Finance Fund 70 West 36th Street, 11th Floor, New York, NY 10018-0000	N/A	Nonprofit, non-foundation	12/26/2012 Strengthening the Financial Literacy and Management Capacity of Domestic Violence Organizations	\$250,000.00
North Coast Clinics Network 710 E Street, Suite 145, Eureka, CA 95501	N/A	Nonprofit, non-foundation	12/26/2012 Data Capacity for Community Health Center Consortia 2012	\$130,000.00
Redwood Community Health Coalition PO Box 751090, Petaluma, CA 94975-1090	N/A	Nonprofit, non-foundation	12/26/2012 Data Capacity for Community Health Center Consortia 2012	\$105,000.00
San Diegans for Healthcare Coverage 1850 Fifth Avenue, San Diego, CA 92101	N/A	Nonprofit, non-foundation	12/26/2012 Safety Net Integration 2012	\$200,000.00
San Francisco Community Clinic Consortium 1550 Bryant Street, Suite 450, San Francisco, CA 94103	N/A	Nonprofit, non-foundation	12/26/2012 Safety Net Integration 2012	\$199,994.00
Santa Clara Valley Health and Hospital System 2325 Enborg Lane, Ste 220, San Jose, CA 95128	N/A	Government/tribal/public entity	12/26/2012 Safety Net Integration 2012	\$165,000.00
Santa Cruz County Health Services Agency 1080 Emeline Ave., Santa Cruz, CA 95060	N/A	Government/tribal/public entity	12/26/2012 Safety Net Integration 2012	\$200,000.00
Taproot Foundation 466 Geary St. Ste. 200, San Francisco, CA 94102-1261	N/A	Nonprofit, non-foundation	12/26/2012 Strengthening BSCF Grantees through Pro Bono Consulting and Field Research	\$100,000.00
The Aspen Institute One Dupont Circle NW Suite 700, Washington, DC 20036-1133	N/A	Nonprofit, non-foundation	12/26/2012 Working Together To Restore Mental Well-being and Address Domestic Violence Among Veterans: A Call to Action	\$150,000.00
Total: Part XV, Line 3a				\$31,167,629.00

Part XV Supplementary Information (continued)

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

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of Grant or Contribution	Amount
b. Approved for future payment				
Tides Center P.O. Box 29907, San Francisco, CA 94129-0007	N/A	Nonprofit, non-foundation	10/01/2012 The Children's Partnership: Organizational Effectiveness	\$20,000.00
California Family Health Council, Inc. 3600 Wilshire Blvd., Suite 600, Los Angeles, CA 90010	N/A	Nonprofit, non-foundation	12/15/2012 Data Capacity for Community Health Center Consortia 2012	\$105,000.00
Community Health Partnership, Inc. 100 North Winchester Boulevard, Suite 250, Santa Clara, CA 95050	N/A	Nonprofit, non-foundation	12/15/2012 Data Capacity for Community Health Center Consortia 2012	\$105,000.00
National Health Law Program 3701 WILSHIRE BLVD STE 750, LOS ANGELES, CA 90010-2816	N/A	Nonprofit, non-foundation	12/15/2012 Implementing Health Reform: Transitioning LIHP and Medically Indigent Adult Program Enrollees to Medi-Cal or Exchange Coverage in 2014	\$100,000.00
Nevada County Health and Human Services Agency 950 Maidu Avenue, Nevada City, CA 95959	N/A	Government/tribal/public entity	12/15/2012 Safety Net Integration 2012	\$200,000.00
Shasta Community Health Center 1035 Placer Street, Redding, CA 96001	N/A	Nonprofit, non-foundation	12/15/2012 Shasta Teaching Health Center	\$75,000.00
Eva Leah Gunther Foundation 1660 Bush Street, Ste. 300, San Francisco, CA 94109-5308	N/A	Nonprofit, non-foundation	01/01/2013 Project support for "Alliance for Girls Directory"	\$5,000.00
Telcare 2 Bethesda Metro Center, Suite 1350, Bethesda, MD 20814	N/A	For profit entity	01/01/2013 Connected Health: How Mobiles, Cloud and Big Data Will Reinvent Healthcare	\$2,750.00
The Regents of the University of California, San Francisco 3333 California Street, Suite #265, San Francisco, CA 94118-1944	N/A	Nonprofit, non-foundation	01/01/2013 Disruptive Innovation Fund	\$10,000.00
American Red Cross Bay Area 85 2nd Street, 8th Floor, San Francisco, CA 94105	N/A	Nonprofit, non-foundation	12/15/2012 2012 Hurricane Recovery Efforts	\$10,000.00
Community Health Center Network, Inc. 101 CALLAN AVENUE, Suite 300, SAN LEANDRO, CA 94577-4584	N/A	Supporting Organization, Type 1	12/15/2012 Data Capacity for Community Health Center Consortia 2012	\$80,000.00
Community Health Center Network, Inc. 101 CALLAN AVENUE, Suite 300, SAN LEANDRO, CA 94577-4584	N/A	Supporting Organization, Type 1	12/15/2012 Safety Net Integration 2012	\$200,000.00
Golden Valley Health Centers 737 West Childs Avenue, Merced, CA 95341	N/A	Nonprofit, non-foundation	12/15/2012 Safety Net Integration 2012	\$200,000.00
Health Plan of San Joaquin 7751 South Manthey Road, French Camp, CA 95231	N/A	Government/tribal/public entity	12/15/2012 Safety Net Integration 2012	\$200,000.00
Institute for Healthcare Improvement 20 University Rd 7th Floor, Cambridge, MA 02138	N/A	Nonprofit, non-foundation	12/15/2012 Improvement for California Community Health Centers and Consortia	\$123,000.00

Part XV Supplementary Information (continued)

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

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of Grant or Contribution	Amount
b. Approved for future payment Los Angeles County Department of Health Services 313 N Figueroa Street, Los Angeles, CA 90012	N/A	Government/tribal/public entity	12/15/2012 Safety Net Integration 2012	\$200,000.00
Operation Access 115 Sansome Street, Suite 1205, San Francisco, CA 94104	N/A	Nonprofit, non-foundation	12/30/2012 General Operating Support	\$20,000.00
Southside Coalition of Community Health Centers P.O. Box 862017, Los Angeles, CA 90086-2017	N/A	Nonprofit, non-foundation	12/15/2012 Safety Net Integration 2012	\$200,000.00
Tides Center P.O. Box 29907, San Francisco, CA 94129-0007	N/A	Nonprofit, non-foundation	12/15/2012 HealthyCal.org: Health Access Beat	\$150,000.00
Pacific Business Group on Health 221 Main Street Suite 1500, San Francisco, CA 94105	N/A	Nonprofit, non-foundation	01/15/2013 Establishment of Evidence for Healthcare Improvement	\$250,000.00
California Association of Public Hospitals and Health Systems 70 Washington Street, Suite 215, Oakland, CA 94607-3795	N/A	Trade and professional associations, business leagues, and chambers of commerce	02/01/2013 Vanguard in Access, Linkages, Usefulness, and Efficiency	\$125,000.00
La Piana Consulting 5800 Hollis Street, Suite N, Emeryville, CA 94608	N/A	For profit entity	02/01/2013 Building Knowledge and Collaborative Capacity for Strategic Restructuring among California's Domestic Violence Organizations and New Partners	\$125,000.00
Regents of the University of California, Los Angeles 11000 Kinross Avenue, Suite 211, Los Angeles, CA 90095-1406	N/A	Nonprofit, non-foundation	02/01/2013 Center for Health Policy Research Evaluation of the Low Income Health Program, Year 2	\$172,735.00
Social Policy Research Associates 1330 Broadway, Suite 1426, Oakland, CA 94612	N/A	For profit entity	02/01/2013 Learning from Strengthening Cultural Competency in California's Domestic Violence Field	\$100,000.00
California Partnership to End Domestic Violence PO Box 1798, Sacramento, CA 95812-1798	N/A	Nonprofit, non-foundation	03/01/2013 General Operating Support	\$100,000.00
Small Business Majority Foundation, Inc. 4000 Bridgeway, Suite 101, Sausalito, CA, CA 94965	N/A	Nonprofit, non-foundation	03/01/2013 California Small Business Outreach and Education Project	\$150,000.00
Alameda County Health Care Services Agency 1000 San Leandro Blvd, Suite 300, San Leandro, CA 94577	N/A	Government/tribal/public entity	04/01/2013 Fire Station Health Portals	\$85,440.00
Asian & Pacific Islander American Health Forum 450 Sutter Street Room 600, San Francisco, CA 94108-3908	N/A	Nonprofit, non-foundation	04/01/2013 Identifying Vulnerable Asian Americans, Native Hawaiians, and Pacific Islanders in California Under Health Reform	\$100,000.00
Asian Women's Shelter 3543 18th Street, #19, San Francisco, CA 94110	N/A	Nonprofit, non-foundation	04/01/2013 Supporting and Promoting Cultural Competency in California's Domestic Violence Field for High-Need, Underserved Populations	\$57,666.00

Part XV Supplementary Information (continued)

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

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of Grant or Contribution	Amount
California Black Women's Health Project 101 North La Brea Avenue, Suite 610, Inglewood, CA 90301	N/A	Nonprofit, non-foundation	04/01/2013 Supporting and Promoting Cultural Competency in California's Domestic Violence Field for High-Need, Underserved Populations	\$75,000.00
East Los Angeles Women's Center 1255 S Atlantic Blvd, Los Angeles, CA 90022-5011	N/A	Nonprofit, non-foundation	04/01/2013 Supporting and Promoting Cultural Competency in California's Domestic Violence Field for High-Need, Underserved Populations	\$156,916.00
Full Frame Initiative, Inc. 308 Main Street Suite 2A, Greenfield, MA 01301-3423	N/A	Nonprofit, non-foundation	04/01/2013 Identifying Opportunities for Innovation and Progress in California's Domestic Violence Field	\$81,488.00
Immigrant Legal Resource Center 1663 Mission Street, Suite 602, San Francisco, CA 94103	N/A	Nonprofit, non-foundation	04/01/2013 TIPS: A Text Information Portal for Latinas in Fresno County	\$40,000.00
Public Health Institute 555 12th Street, 10th Floor, Oakland, CA 94607	N/A	Nonprofit, non-foundation	04/01/2013 Community Health Workers, Promotores, and the Triple Aim	\$125,000.00
Rural Human Services 286 M Street, Suite A, Crescent City, CA 95531	N/A	Nonprofit, non-foundation	04/01/2013 Succession-Planning and Executive Transition Planning Project	\$28,730.00
Community Partners 1000 N. Alameda Street; Suite 240, Los Angeles, CA 90012-1804	N/A	Nonprofit, non-foundation	05/01/2013 Catalyzing Innovation in the Healthcare Safety Net	\$775,000.00
St. John's Well Child and Family Center, Inc. 5701 South Hoover Street, Los Angeles, CA 90037	N/A	Nonprofit, non-foundation	05/01/2013 A Video-Based Screening and Referral System for Domestic Violence Survivors in Los Angeles County	\$61,588.00
Center for Youth Wellness 3450 3rd Street, Suite 2A, San Francisco, CA 94124-1444	N/A	Nonprofit, non-foundation	06/01/2013 Changing Outcomes through a Sustainable & Coordinated Safety Net	\$75,332.00
California Coalition Against Sexual Assault 1215 K STREET #1850, SACRAMENTO, CA 95814-3956	N/A	Nonprofit, non-foundation	07/01/2013 Building Linkages Between Domestic Violence and Sexual Violence	\$50,000.00
Institute for Healthcare Improvement 20 University Rd 7th Floor, Cambridge, MA 02138	N/A	Nonprofit, non-foundation	07/01/2013 Improvement for California Community Health Centers and Consortia	\$100,000.00
National Health Law Program 3701 WILSHIRE BLVD STE 750, LOS ANGELES, CA 90010-2816	N/A	Nonprofit, non-foundation	07/01/2013 Implementing Health Reform: Transitioning LHP and Medically Indigent Adult Program Enrollees to Medi-Cal or Exchange Coverage in 2014	\$100,000.00
The Regents of the University of California, San Francisco 3333 California Street, Suite #265, San Francisco, CA 94118-1944	N/A	Nonprofit, non-foundation	07/01/2013 Clinic Leadership Institute Emerging Leaders Program, Cohort 6, and Chief Executive Program	\$1,057,128.00
Women Organized to Make Abuse Non Existent Inc. 333 Valencia St. #450, San Francisco, CA 94103	N/A	Nonprofit, non-foundation	10/01/2013 Scaling the Domestic Violence Information and Referral Center	\$110,000.00
Alameda County Family Justice Center, Inc. 470 27th St, OAKLAND, CA 94612-2413	N/A	Nonprofit, non-foundation	02/01/2014 Domestic Violence Referral and Report Platform	\$105,000.00

Part XV Supplementary Information (continued)

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

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of Grant or Contribution	Amount
b. Approved for future payment				
CompassPoint Nonprofit Services 731 Market Street, Suite 200, San Francisco, CA 94103-2005	N/A	Nonprofit, non-foundation	02/01/2014 Strong Field Project Leadership Development Cohort III and Alumni Program	\$550,000.00
Social Policy Research Associates 1330 Broadway, Suite 1426, Oakland, CA 94612	N/A	For profit entity	02/01/2014 Learning from Strengthening Cultural Competency in California's Domestic Violence Field	\$78,500.00
Total: Part XV, Line 3b				\$6,841,273.00

Cusip #	Cusip #	Ticker	Description	Original	Original	Tax Cost		Long / Short	12/11/12	12/11/12	Initial Lot	12/11/12
				ITG Tax Lot ID	ITG Tax Lot ID	SSGS Lot #	Basis per Share		Acquisition Date	Closing Price		Shares
90297330	902973304	USB	US BANCORP USB	6465	6465	57	\$ 17.84	05/22/2009 LT	\$ 31.97		12,153	\$ 388,531
90297330	902973304	USB	US BANCORP USB	6463	6463	55	\$ 17.50	01/20/2009 LT	\$ 31.97		1,055	\$ 33,728
91913Y10	91913Y100	VLO	VALERO ENERGY CORP VLO	6481	6481	17	\$ 17.25	06/17/2009 LT	\$ 32.66		2,460	\$ 80,344
92220P10	92220P105	VAR	VARIAN MEDICAL SYSTEMS INC VAR	6487	6487	5	\$ 37.11	06/17/2009 LT	\$ 72.35		568	\$ 41,095
92276F10	92276F100	VTR	VENTAS INC VTR	6491	6491	5	\$ 31.88	07/20/2009 LT	\$ 65.36		687	\$ 44,902
92276F10	92276F100	VTR	VENTAS INC VTR	6490	6490	2	\$ 28.98	05/04/2009 LT	\$ 65.36		465	\$ 30,392
92343E10	92343E102	VRSN	VERISIGN INC VRSN	6502	6502	9	\$ 22.73	05/22/2009 LT	\$ 36.94		896	\$ 33,098
92343E10	92343E102	VRSN	VERISIGN INC VRSN	6503	6503	11	\$ 19.89	07/20/2009 LT	\$ 36.94		883	\$ 32,618
92343V10	92343V104	VZ	VERIZON COMMUNICATIONS INC VZ	6525	6525	75	\$ 26.90	02/09/2010 LT	\$ 44.44		4,100	\$ 182,204
92343V10	92343V104	VZ	VERIZON COMMUNICATIONS INC VZ	6506	6506	23	\$ 26.67	07/22/2002 LT	\$ 44.44		2,800	\$ 124,432
92343V10	92343V104	VZ	VERIZON COMMUNICATIONS INC VZ	6522	6522	72	\$ 26.95	05/22/2009 LT	\$ 44.44		10,858	\$ 482,530
92553P20	92553P201	VIAB	VIACOM INC-CLASS B VIAB	6545	6545	27	\$ 28.76	02/09/2010 LT	\$ 54.55		900	\$ 49,091
92553P20	92553P201	VIAB	VIACOM INC-CLASS B VIAB	6538	6538	10	\$ 28.30	01/03/2006 LT	\$ 54.55		263	\$ 14,359
92904210	929042109	VNO	VORNADO REALTY TRUST VNO	6560	6560	15	\$ 43.62	06/17/2009 LT	\$ 76.73		667	\$ 51,203
92904210	929042109	VNO	VORNADO REALTY TRUST VNO	6559	6559	14	\$ 44.60	05/22/2009 LT	\$ 76.73		602	\$ 46,176
92904210	929042109	VNO	VORNADO REALTY TRUST VNO	6557	6557	12	\$ 36.36	02/23/2009 LT	\$ 76.73		204	\$ 15,641
25468710	254687106	DIS	WALT DISNEY CO/THE DIS	6092	6092	52	\$ 22.84	12/18/2008 LT	\$ 49.48		6,500	\$ 321,620
25468710	254687106	DIS	WALT DISNEY CO/THE DIS	6085	6085	35	\$ 22.87	09/27/2004 LT	\$ 49.48		1,600	\$ 79,168
25468710	254687106	DIS	WALT DISNEY CO/THE DIS	6083	6083	32	\$ 22.72	05/04/2004 LT	\$ 49.48		700	\$ 34,636
25468710	254687106	DIS	WALT DISNEY CO/THE DIS	6081	6081	14	\$ 23.17	05/22/2002 LT	\$ 49.48		400	\$ 19,792
25468710	254687106	DIS	WALT DISNEY CO/THE DIS	6084	6084	34	\$ 23.10	09/17/2004 LT	\$ 49.48		200	\$ 9,896
25468710	254687106	DIS	WALT DISNEY CO/THE DIS	6082	6082	30	\$ 22.67	12/16/2003 LT	\$ 49.48		100	\$ 4,948
94184810	941848103	WAT	WATERS CORP WAT	6645	6645	17	\$ 49.74	12/19/2006 LT	\$ 87.06		800	\$ 69,648
94184810	941848103	WAT	WATERS CORP WAT	6647	6647	21	\$ 48.44	06/17/2009 LT	\$ 87.06		473	\$ 41,179
94184810	941848103	WAT	WATERS CORP WAT	6644	6644	16	\$ 44.22	03/16/2006 LT	\$ 87.06		400	\$ 34,824
94184810	941848103	WAT	WATERS CORP WAT	6646	6646	20	\$ 43.20	05/22/2009 LT	\$ 87.06		398	\$ 34,650
94184810	941848103	WAT	WATERS CORP WAT	6648	6648	22	\$ 50.79	07/20/2009 LT	\$ 87.06		392	\$ 34,128
94973V10	94973V107	WLP	WELLPOINT INC WLP	6665	6665	42	\$ 44.76	05/22/2009 LT	\$ 58.89		996	\$ 58,654
94973V10	94973V107	WLP	WELLPOINT INC WLP	6666	6666	43	\$ 48.16	06/17/2009 LT	\$ 58.89		2,270	\$ 133,680
94973V10	94973V107	WLP	WELLPOINT INC WLP	6656	6656	25	\$ 47.26	11/30/2004 LT	\$ 58.89		200	\$ 11,778
94973V10	94973V107	WLP	WELLPOINT INC WLP	6655	6655	18	\$ 43.25	11/30/2004 LT	\$ 58.89		200	\$ 11,778
94974610	949746101	WFC	WELLS FARGO & CO WFC	6696	6696	56	\$ 16.32	01/20/2009 LT	\$ 33.29		4,340	\$ 144,479
96683710	966837106	WFM	WHOLE FOODS MARKET INC WFM	6773	6773	6	\$ 38.09	07/03/2007 LT	\$ 91.77		4,720	\$ 433,154
96945710	969457100	WMB	WILLIAMS COS INC WMB	6781	6781	31	\$ 14.52	02/15/2005 LT	\$ 31.38		800	\$ 25,104
97665710	976657106	WEC	WISCONSIN ENERGY CORP WEC	6824	6824	3	\$ 18.57	05/22/2009 LT	\$ 37.63		996	\$ 37,479
98310W10	98310W108	WYN	WYNDHAM WORLDWIDE CORP WYN	6846	6846	30	\$ 20.04	01/22/2008 LT	\$ 50.07		100	\$ 5,007
98313410	983134107	WYNN	WYNN RESORTS LTD WYNN	6849	6849	6	\$ 62.99	12/09/2009 LT	\$ 109.80		2,100	\$ 230,580
98389B10	98389B100	XEL	XCEL ENERGY INC XEL	6854	6854	24	\$ 13.96	07/22/2002 LT	\$ 27.28		400	\$ 10,912
98389B10	98389B100	XEL	XCEL ENERGY INC XEL	6855	6855	33	\$ 15.39	06/03/2003 LT	\$ 27.28		100	\$ 2,728
98412110	984121103	XRX	XEROX CORP XRX	6905	6905	45	\$ 6.79	05/22/2009 LT	\$ 7.12		2,590	\$ 18,441
G9829010	G98290102	XL US	XL GROUP PLC XL	6928	6928	13	\$ 12.83	07/01/2010 LT	\$ 24.99		1,473	\$ 36,810
98419M10	98419M100	XYL	XYLEM INC XYL	6942	6942	11	\$ 17.63	11/01/2011 LT	\$ 26.63		697	\$ 18,561
98419M10	98419M100	XYL	XYLEM INC XYL	6932	6932	1	\$ 17.16	11/01/2011 LT	\$ 26.63		200	\$ 5,326
98433210	984332106	YHOO	YAHOO! INC YHOO	6952	6952	49	\$ 11.27	01/20/2009 LT	\$ 19.52		1,229	\$ 23,990
98849810	988498101	YUM	YUM! BRANDS INC YUM	6973	6973	37	\$ 33.08	02/09/2010 LT	\$ 67.52		1,000	\$ 67,520
98849810	988498101	YUM	YUM! BRANDS INC YUM	6972	6972	36	\$ 33.72	07/20/2009 LT	\$ 67.52		1,964	\$ 132,609
98849810	988498101	YUM	YUM! BRANDS INC YUM	6968	6968	31	\$ 32.06	01/22/2008 LT	\$ 67.52		200	\$ 13,504
98970110	989701107	ZION	ZIONS BANCORPORATION ZION	7009	7009	20	\$ 12.72	05/22/2009 LT	\$ 20.48		896	\$ 18,350
98970110	989701107	ZION	ZIONS BANCORPORATION ZION	7011	7011	22	\$ 12.24	07/20/2009 LT	\$ 20.48		490	\$ 10,035
98970110	989701107	ZION	ZIONS BANCORPORATION ZION	7010	7010	21	\$ 12.91	06/17/2009 LT	\$ 20.48		473	\$ 9,687
43707610	437076102	HD	HOME DEPOT INC HD	3201	3201	28	\$ 22.94	03/14/2003 LT	\$ 62.89		3,000	\$ 188,670
43707610	437076102	HD	HOME DEPOT INC HD	3223	3223	59	\$ 23.66	06/17/2009 LT	\$ 62.89		7,568	\$ 475,952
43707610	437076102	HD	HOME DEPOT INC HD	3220	3220	55	\$ 23.78	12/04/2008 LT	\$ 62.89		1,100	\$ 69,179
43707610	437076102	HD	HOME DEPOT INC HD	3202	3202	29	\$ 24.12	03/31/2003 LT	\$ 62.89		100	\$ 6,289
43707610	437076102	HD	HOME DEPOT INC HD	3224	3224	60	\$ 24.82	07/20/2009 LT	\$ 62.89		7,270	\$ 457,210
43707610	437076102	HD	HOME DEPOT INC HD	3196	3196	22	\$ 24.93	10/04/2002 LT	\$ 62.89		100	\$ 6,289
43707610	437076102	HD	HOME DEPOT INC HD	3198	3198	24	\$ 25.36	11/25/2002 LT	\$ 62.89		2,200	\$ 138,358
43707610	437076102	HD	HOME DEPOT INC HD	3203	3203	30	\$ 26.02	04/11/2003 LT	\$ 62.89		2,100	\$ 132,069
43707610	437076102	HD	HOME DEPOT INC HD	3221	3221	57	\$ 26.17	05/04/2009 LT	\$ 62.89		500	\$ 31,445
43707610	437076102	HD	HOME DEPOT INC HD	3215	3215	50	\$ 33.53	10/09/2007 LT	\$ 62.89		5,830	\$ 366,649

Account 160 for SSGS
Account 26-50821 for NT

Total Lots

580 Corporate Tax Co

ATTACHMENT D: SUMMARY OF DIRECT CHARITABLE ACTIVITIES

In 2012, Blue Shield of California Foundation (BSCF) engaged in various significant charitable activities including providing technical assistance and training to domestic violence and health non-profits, conducting research and disseminating results, and hosting community convenings.

Specific direct charitable activities include the following:

- BSCF sponsored the California Technology Assessment Forum, an expert panel that reviews medical effectiveness data relating to medical technologies and disseminates information regarding those technologies.
- BSCF conducted research on patient experience, cultural competency issues in domestic violence, and philanthropic grant making best practices. The reports produced by this research were disseminated to the general public and key stakeholders.
- BSCF supported leadership development programs for the domestic violence and community clinic fields in California. In the domestic violence field, BSCF supported the Strong Field Project which is a coordinated effort to strengthen California's field of domestic violence providers through leadership, technical assistance and training. In the community clinic field, BSCF supported Clinic Leadership Institute to provide leadership training, peer networking and technical assistance on change management efforts to community clinic leaders in California.
- BSCF sponsored the provision of financial and operational technical assistance to its nonprofit grantees. This included building the financial acumen of grantee organizations and fostering collaborations and mergers among domestic violence and community clinics organizations in California.
- BSCF conducted research on philanthropic best practices around core support, cultural competency and evaluation efforts of programmatic activities. The reports generated by this research were disseminated to the public and key stakeholders.
- BSCF sponsored numerous projects to support local and state policymaker's efforts on domestic violence and health related issues by conducting research and disseminating the findings.
- BSCF convened a number of meetings to discuss health care and domestic violence issues among key stakeholders in California.

To Form 990-PF, Part IX-A, Line 1

Expenses

3,519,033

ATTACHMENT E

Blue Shield of California Foundation

FEIN 94-2822302

ATTACHMENT TO 2012 FORM 990-PF
RETURN OF PRIVATE FOUNDATION

STATEMENT REQUIRED BY REG. §53.4945-5(d)

INFORMATION WITH RESPECT TO EXPENDITURE RESPONSIBILITY GRANTS

(1) Grantee:

Integrated Healthcare Association
300 Lakeshore Dr., Suite 1975
Oakland, CA 94612

(2) Grant Amount:

\$25,000

Date of Grant:

9/16/2011

(3) Purpose:

To pay the registration fees for representatives of community clinics and other safety net providers to attend the Integrated Healthcare Association's ACO Congress in Los Angeles November 1-3, 2011.

(4) Total Paid:

\$25,000 paid on 10/17/2011

Amount of Grant Spent by Grantee:

\$25,000

(5) Diversion:

To the knowledge of the Foundation, and based on the report furnished by the grantee, no grant funds have been diverted from the purpose of the grant.

(6) Date of Report(s) Received from Grantee:

1/4/2012 (FINAL)

(7) Verification

Blue Shield of California Foundation reviewed the grant reports received but did not undertake any verification of the grantee's reports as there has not been any reason to doubt their accuracy or reliability (Reg. 53.4945-5(c)).

Blue Shield of California Foundation

FEIN 94-2822302

ATTACHMENT TO 2012 FORM 990-PF
RETURN OF PRIVATE FOUNDATION

STATEMENT REQUIRED BY REG. §53.4945-5(d)

INFORMATION WITH RESPECT TO EXPENDITURE RESPONSIBILITY GRANTS

(1) Grantee:

Blue Cross Blue Shield of Massachusetts Foundation
401 Park Drive, Landmark Center
Boston, MA 02215-0000

(2) Grant Amount:

\$17,000

Date of Grant:

11/15/2010

(3) Purpose:

To establish a nine-month fellowship to provide advanced education to one California reporter or editor about healthcare issues in Blue Cross Blue Shield of Massachusetts Foundation's 2011 Health Coverage Fellowship

(4) Total Paid:

\$17,000 paid on 2/4/2011

\$17,000

Amount of Grant Spent by Grantee:

\$17,000

(5) Diversion:

To the knowledge of the Foundation, and based on the report furnished by the grantee, no grant funds have been diverted from the purpose of the grant.

(6) Date of Report(s) Received from Grantee:

1/23/2012 (FINAL)

(7) Verification

Blue Shield of California Foundation reviewed the grant reports received but did not undertake any verification of the grantee's reports as there has not been any reason to doubt their accuracy or reliability (Reg. 53.4945-5(c)).

Blue Shield of California Foundation

FEIN 94-2822302

ATTACHMENT TO 2012 FORM 990-PF
RETURN OF PRIVATE FOUNDATION

STATEMENT REQUIRED BY REG. §53.4945-5(d)

INFORMATION WITH RESPECT TO EXPENDITURE RESPONSIBILITY GRANTS

(1) Grantee:

California Association of Public Hospitals and Health Systems
70 Washington Street, Suite 215
Oakland, CA 94607-3795

(2) Grant Amount:

\$250,095

Date of Grant:

8/31/2011

(3) Purpose:

To catalyze public hospital systems in expanding coverage, improving care delivery, containing costs and aligning with safety net partners in preparation for full health reform implementation in 2014.

(4) Total Paid:

\$125,048 paid on 9/20/2011

\$125,047 paid on 4/26/2012

Total \$250,095

Amount of Grant Spent by Grantee:

\$250,095

(5) Diversion:

To the knowledge of the Foundation, and based on the report furnished by the grantee, no grant funds have been diverted from the purpose of the grant.

(6) Date of Report(s) Received from Grantee:

2/1/2012

9/1/2012 (FINAL)

(7) Verification

Blue Shield of California Foundation reviewed the grant reports received but did not undertake any verification of the grantee's reports as there has not been any reason to doubt their accuracy or reliability (Reg. 53.4945-5(c)).

Blue Shield of California Foundation

FEIN 94-2822302

ATTACHMENT TO 2012 FORM 990-PF
RETURN OF PRIVATE FOUNDATION

STATEMENT REQUIRED BY REG. §53.4945-5(d)

INFORMATION WITH RESPECT TO EXPENDITURE RESPONSIBILITY GRANTS

(1) Grantee:

Integrated Healthcare Association
300 Lakeshore Dr., Suite 1975
Oakland, CA 94612

(2) Grant Amount:

\$20,000

Date of Grant:

10/12/2012

(3) Purpose:

To pay the registration fees for representatives of community health centers and other safety net providers to attend the Integrated Healthcare Association's Accountable Care Organization Congress and Dual Eligibles Summit in Los Angeles October 30 to November 1, 2012.

(4) Total Paid:

\$20,000 paid on 11/2/2012

Amount of Grant Spent by Grantee:

\$20,000

(5) Diversion:

To the knowledge of the Foundation, and based on the report furnished by the grantee, no grant funds have been diverted from the purpose of the grant.

(6) Date of Report(s) Received from Grantee:

12/18/2012 (FINAL)

(7) Verification

Blue Shield of California Foundation reviewed the grant reports received but did not undertake any verification of the grantee's reports as there has not been any reason to doubt their accuracy or reliability (Reg. 53.4945-5(c)).

Blue Shield of California Foundation

FEIN 94-2822302

ATTACHMENT TO 2012 FORM 990-PF
RETURN OF PRIVATE FOUNDATION

STATEMENT REQUIRED BY REG. §53.4945-5(d)

INFORMATION WITH RESPECT TO EXPENDITURE RESPONSIBILITY GRANTS

(1) Grantee:

i2i Systems, Inc.
3663 North Laughlin Road, Suite 200
Santa Rosa, CA 95403

(2) Grant Amount:

\$200,000

Date of Grant:

12/14/2011

(3) Purpose:

To support the adaptation of i2i's existing PopIQ software to serve the data collection and analytic needs of community clinics and other safety net providers who use Blue Shield of California Foundation's (BSCF) self-assessment tool. The adapted software will help community clinics and other safety net providers to collect, compare, and share data related to quality, financial, operational, and patient experience performance indicators generated by the tool.

(4) Total Paid:

\$100,000 paid on 2/10/2012

\$100,000 paid on 9/11/2012

Total \$200,000

Amount of Grant Spent by Grantee:

\$200,000

(5) Diversion:

To the knowledge of the Foundation, and based on the report furnished by the grantee, no grant funds have been diverted from the purpose of the grant.

(6) Date of Report(s) Received from Grantee:

7/2/2012

2/1/2012

2/1/2013 (FINAL)

(7) Verification

Blue Shield of California Foundation reviewed the grant reports received but did not undertake any verification of the grantee's reports as there has not been any reason to doubt their accuracy or reliability (Reg. 53.4945-5(c)).

Blue Shield of California Foundation

FEIN 94-2822302

ATTACHMENT TO 2012 FORM 990-PF
RETURN OF PRIVATE FOUNDATION

STATEMENT REQUIRED BY REG. §53.4945-5(d)

INFORMATION WITH RESPECT TO EXPENDITURE RESPONSIBILITY GRANTS

(1) Grantee:

Blue Cross Blue Shield of Massachusetts Foundation
401 Park Drive, Landmark Center
Boston, MA 02215-0000

(2) Grant Amount:

\$18,000

Date of Grant:

1/27/2012

(3) Purpose:

To establish a nine-month fellowship to provide advanced education to one California reporter or editor about healthcare issues in the Blue Cross Blue Shield of Massachusetts Foundation's 2012 Health Coverage Fellowship

(4) Total Paid:

\$18,000 paid on 3/9/2012

Amount of Grant Spent by Grantee:

\$18,000

(5) Diversion:

To the knowledge of the Foundation, and based on the report furnished by the grantee, no grant funds have been diverted from the purpose of the grant.

(6) Date of Report(s) Received from Grantee:

1/18/2013 (FINAL)

(7) Verification

Blue Shield of California Foundation reviewed the grant reports received but did not undertake any verification of the grantee's reports as there has not been any reason to doubt their accuracy or reliability (Reg. 53.4945-5(c)).

Blue Shield of California Foundation

FEIN 94-2822302

ATTACHMENT TO 2012 FORM 990-PF
RETURN OF PRIVATE FOUNDATION

STATEMENT REQUIRED BY REG. §53.4945-5(d)

INFORMATION WITH RESPECT TO EXPENDITURE RESPONSIBILITY GRANTS

(1) Grantee:

La Piana Consulting
5800 Hollis Street, Suite N
Emeryville, CA 94608

(2) Grant Amount:

\$250,000

Date of Grant:

6/25/2012

(3) Purpose:

To provide strategic restructuring and collaboration technical assistance to domestic violence (DV) service providers and to elucidate lessons learned from collaboration between DV service providers and healthcare providers in California.

(4) Total Paid:

\$125,000 paid on 7/18/2012

\$125,000 paid on 4/11/2013

Total \$250,000

Amount of Grant Spent by Grantee:

\$140,012

(5) Diversion:

To the knowledge of the Foundation, and based on the report furnished by the grantee, no grant funds have been diverted from the purpose of the grant.

(6) Date of Report(s) Received from Grantee:

1/29/2013

(7) Verification

Blue Shield of California Foundation reviewed the grant reports received but did not undertake any verification of the grantee's reports as there has not been any reason to doubt their accuracy or reliability (Reg. 53.4945-5(c)).

Blue Shield of California Foundation

FEIN 94-2822302

ATTACHMENT TO 2012 FORM 990-PF
RETURN OF PRIVATE FOUNDATION

STATEMENT REQUIRED BY REG. §53.4945-5(d)

INFORMATION WITH RESPECT TO EXPENDITURE RESPONSIBILITY GRANTS

(1) Grantee:

Telcare
2 Bethesda Metro Center, Suite 1350
Bethesda, MD 20814

(2) Grant Amount:

\$2,750

Date of Grant:

(3) Purpose:

To support the development of the book Connected Health: How Mobiles, Cloud and Big Data Will Reinvent Healthcare.

(4) Total Paid:

\$2,750 paid on 2/15/2013

Amount of Grant Spent by Grantee:

Information not available; no reports were received.

(5) Diversion:

To the knowledge of the Foundation, and based on the report furnished by the grantee, no grant funds have been diverted from the purpose of the grant.

(6) Date of Report(s) Received from Grantee:

None.

(7) Verification

No reports were received nor were any reports due.

Blue Shield of California Foundation

FEIN 94-2822302

ATTACHMENT TO 2012 FORM 990-PF
RETURN OF PRIVATE FOUNDATION

STATEMENT REQUIRED BY REG. §53.4945-5(d)

INFORMATION WITH RESPECT TO EXPENDITURE RESPONSIBILITY GRANTS

(1) Grantee:

Social Policy Research Associates
1330 Broadway, Suite 1426
Oakland, CA 94612

(2) Grant Amount:

\$340,000

Date of Grant:

3/21/2012

(3) Purpose:

To assess, capture, and share learning from Blue Shield Against Violence (BSAV) grantees working to strengthen the cultural competency of California's domestic violence (DV) field.

(4) Total Paid:

\$161,500 paid on 6/1/2012

Amount of Grant Spent by Grantee:

Information not available; no reports were received.

(5) Diversion:

To the knowledge of the Foundation, and based on the report furnished by the grantee, no grant funds have been diverted from the purpose of the grant.

(6) Date of Report(s) Received from Grantee:

No reports were due at the time of report.

(7) Verification

No reports were received nor were any reports due.

Portfolio Statement

31 DEC 2012

Account Number: 10000000000000000000
 Account Name: SUITE TWO, MANAGORIANO, INC

◆ **Asset Summary**

Country	Accrued income/expense	Market value	Cost	Market	Translation	Total	Market value incl. accruals	%
<i>Equities</i>								
Common stock								
United States - USD	9,267.91	8,097,975.75	5,548,707.00	2,549,268.75	0.00	2,549,268.75	8,107,243.66	99.240%
Total common stock	9,267.91	8,097,975.75	5,548,707.00	2,549,268.75	0.00	2,549,268.75	8,107,243.66	99.240%
Total equities	9,267.91 D02	8,097,975.75 D02	5,548,707.00 D02	2,549,268.75	0.00	2,549,268.75	8,107,243.66	99.240%
<i>Cash and Cash Equivalents</i>								
Funds - short term investment								
Funds - Short Term Investment	0.64	62,071.36	62,071.36	0.00	0.00	0.00	62,072.00	0.760%
Total funds - short term investment	0.64	62,071.36	62,071.36	0.00	0.00	0.00	62,072.00	0.760%
Total cash and cash equivalents	0.64	62,071.36 D02	62,071.36 D02	0.00	0.00	0.00	62,072.00	0.760%
Total Unrealized Gains						2,707,988.66		
Total Unrealized Losses						- 158,719.91		
Total	9,268.55	8,160,047.11	5,610,778.36	2,549,268.75	0.00	2,549,268.75	8,169,315.66	100.000%

Total Cost incl. Accruals

5,620,046.91

Northern Trust

Generated by Northern Trust from reviewed periodic data on 28 Jan 13

Attachment F

Portfolio Statement

28 DEC 2012

Account Number 2107153
Account Name BUJES FMC AT&T/GENCO - 430

◆ **Asset Detail - Base Currency**

Description/Asset ID		Unrealized gain/loss							
Investment Mgr ID	Exchange rate/	Accrued	Market value	Cost	Market	Translation	Total		
Shares/PAR value	Local market price	income/expense							
Equities									
Common stock									
✓ T/a to yahoo finance as of 12/31/12, w/o/e.									
United States - USD									
ACE LTD COM STK CUSIP: H0023R105									
493.00	79.8000000	0.00	39,341.40	33,909.37	5,432.03	0.00	5,432.03		
ADOBE SYS INC COM CUSIP: 00724F101									
716.00	37.6800000 ✓	0.00	26,978.88	15,237.44	11,741.44	0.00	11,741.44		
ADVANCED MICRO DEVICES INC COM CUSIP: 007903107									
821.00	2.4000000	0.00	1,970.40	1,984.39	- 13.99	0.00	- 13.99		
ADVENT SOFTWARE INC COM STK CUSIP: 007974108									
46.00	21.3800000	0.00	983.48	485.99	497.49	0.00	497.49		
AFFYMETRIX INC OC-CAP STK CUSIP: 00826T108									
132.00	3.1700000	0.00	418.44	462.00	- 43.56	0.00	- 43.56		
AFLAC INC COM CUSIP: 001055102									
681.00	53.1200000 ✓	0.00	36,174.72	26,190.83	9,983.89	0.00	9,983.89		
AGILENT TECHNOLOGIES INC COM CUSIP: 00846U101									
506.00	40.9400000	50.60	20,715.64	20,534.65	180.99	0.00	180.99		
AGL RES INC COM CUSIP: 001204106									
171.00	39.9700000	0.00	6,834.87	5,857.74	977.13	0.00	977.13		
AIR PROD & CHEM INC COM CUSIP: 009158106									
308.00	84.0200000	197.12	25,878.16	17,708.24	8,169.92	0.00	8,169.92		
ALCOA INC COM STK CUSIP: 013817101									
1,553.00	8.6800000	0.00	13,480.04	21,172.17	- 7,692.13	0.00	- 7,692.13		
AMERICAN EXPRESS CO CUSIP: 025816109									
1,485.00	57.4800000 ✓	0.00	85,357.80	26,853.93	58,503.87	0.00	58,503.87		

Northern Trust

Generated by Northern Trust from reviewed periodic data on 28 Jan 13

Attachment F

Portfolio Statement

31 DEC 2012

Account Number: 0117243
 Account Name: BLUEBERRY INVESTING - 100

◆ **Asset Detail - Base Currency**

Description/Asset ID		Unrealized gain/loss						
Investment Mgr ID	Exchange rate/	Accrued	Market value	Cost	Market	Translation	Total	
Shares/PAR value	Local market price	income/expense						
Equities								
Common stock								
AMERICAN SUPERCONDUCTOR CORP SHS CUSIP: 030111108								
61.00	2.6200000	0.00	159.82	2,456.21	- 2,296.39	0.00	- 2,296.39	
AMERICAN TOWER CORP CUSIP: 03027X100								
575.00	77.2700000	0.00	44,430.25	30,220.11	14,210.14	0.00	14,210.14	
AMETEK INC NEW COM CUSIP: 031100100								
353.00	37.5700000	0.00	13,262.21	5,980.43	7,281.78	0.00	7,281.78	
ANALOG DEVICES INC COM CUSIP: 032654105								
435.00	42.0600000	0.00	18,296.10	8,917.01	9,379.09	0.00	9,379.09	
APACHE CORP COM CUSIP: 037411105								
569.00	78.5000000 ✓	0.00	44,666.50	44,457.27	209.23	0.00	209.23	
APOGEE ENTERPRISES INC COM CUSIP: 037598109								
45.00	23.9700000	0.00	1,078.65	465.30	613.35	0.00	613.35	
APPLIED MATERIALS INC COM CUSIP: 038222105								
1,827.00	11.4400000	0.00	20,900.88	17,710.38	3,190.50	0.00	3,190.50	
ARKANSAS BEST CORP DEL COM CUSIP: 040790107								
34.00	9.5500000	0.00	324.70	826.88	- 502.18	0.00	- 502.18	
ATMOS ENERGY CORP COM CUSIP: 049560105								
128.00	35.1200000	0.00	4,495.36	3,099.60	1,395.76	0.00	1,395.76	
AUTODESK INC COM CUSIP: 052769106								
330.00	35.3500000 ✓	0.00	11,665.50	5,472.72	6,192.78	0.00	6,192.78	
AUTOMATIC DATA PROCESSING INC COM CUSIP: 053015103								
705.00	57.0100000	306.67	40,192.05	27,907.32	12,284.73	0.00	12,284.73	

Northern Trust

Generated by Northern Trust from reviewed periodic data on 28 Jan 13

Attachment F

Portfolio Statement

31 DEC 2012

Account Number: 2497259
 Account Name: BLUEC FUND INVESTING - 405

◆ **Asset Detail - Base Currency**

Description/Asset ID Investment Mgr ID Shares/PAR value	Exchange rate/ Local market price	Accrued income/expense	Market value	Cost	Unrealized gain/loss		Total
					Market	Translation	
Equities							
Common stock							
AVALONBAY CMNTYS REIT CUSIP: 053484101							
163.00	135.5900000	158.11	22,101.17	22,815.79	- 714.62	0.00	- 714.62
AVERY DENNISON CORP COM CUSIP: 053611109							
150.00	34.9200000	0.00	5,238.00	4,395.74	842.26	0.00	842.26
AVISTA CORP COM ISIN # US05379B1070 CUSIP: 05379B107							
83.00	24.1100000	0.00	2,001.13	1,683.01	318.12	0.00	318.12
AVON PRODUCTS INC COM USD0.25 CUSIP: 054303102							
629.00	14.3600000	0.00	9,032.44	13,531.22	- 4,498.78	0.00	- 4,498.78
BALL CORP COM CUSIP: 058498106							
214.00	44.7500000	0.00	9,576.50	7,327.36	2,249.14	0.00	2,249.14
BANK NEW YORK MELLON CORP COM STK CUSIP: 064058100							
1,720.00	25.7000000	0.00	44,204.00	40,252.39	3,951.61	0.00	3,951.61
BAXTER INTL INC COM CUSIP: 071813109							
792.00	66.6600000	356.40	52,794.72	42,228.33	10,566.39	0.00	10,566.39
BB&T CORP COM CUSIP: 054937107 BBT							
1,018.00	29.1100000	0.00	29,633.98	22,129.49	7,504.49	0.00	7,504.49
BECTON DICKINSON & CO COM CUSIP: 075887109							
298.00	78.1900000	0.00	23,300.62	21,186.34	2,114.28	0.00	2,114.28
BED BATH BEYOND INC COM CUSIP: 075896100							
339.00	55.9100000	0.00	18,953.49	8,763.15	10,190.34	0.00	10,190.34
BEMIS CO INC COM CUSIP: 081437105							
143.00	33.4600000	0.00	4,784.78	3,372.38	1,412.40	0.00	1,412.40

Northern Trust

Generated by Northern Trust from reviewed periodic data on 28 Jan 13

Attachment F

Portfolio Statement

31 DEC 2012

Account Number 2487354
 Account Name BLUEC FND NTCBDDK INC 469

◆ **Asset Detail - Base Currency**

Description/Asset ID		Exchange rate/		Accrued	Market value	Cost	Unrealized gain/loss		Total
Investment Mgr ID	Shares/PAR value	Local market price		income/expense			Market	Translation	
Equities									
Common stock									
BEST BUY INC COM STK	CUSIP: 086516101								
	427.00	11.8500000		0.00	5,059.95	11,588.78	- 6,528.83	0.00	- 6,528.83
BIODEN IDEC INC COM STK	CUSIP: 09062X103								
	327.00	146.6700000		0.00	47,961.09	16,774.22	31,186.87	0.00	31,186.87
BK HAW CORP COM	CUSIP: 062540109								
	64.00	44.0500000		0.00	2,819.20	2,357.44	461.76	0.00	461.76
BLACKROCK INC COM STK	CUSIP: 09247X101								
	194.00	206.7100000		0.00	40,101.74	31,513.54	8,588.20	0.00	8,588.20
BMC SOFTWARE INC COM STK	CUSIP: 055921100								
	236.00	39.6600000		0.00	9,359.76	6,390.88	2,968.88	0.00	2,968.88
BORG WARNER INC COM	CUSIP: 099724106								
	166.00	71.6200000		0.00	11,888.92	3,842.40	8,046.52	0.00	8,046.52
BRADY CORP CL A	CUSIP: 104674106								
	69.00	33.4000000		0.00	2,304.60	1,482.81	821.79	0.00	821.79
BRISTOL MYERS SQUIBB CO COM	CUSIP: 110122108								
	2,445.00	32.5900000		0.00	79,682.55	68,379.28	11,303.27	0.00	11,303.27
BSTN PPTYS INC	CUSIP: 101121101								
	219.00	105.8100000		142.35	23,172.39	11,766.62	11,405.77	0.00	11,405.77
BUCKLE INC COM	CUSIP: 118440106								
	42.00	44.6400000		0.00	1,874.88	1,793.40	81.48	0.00	81.48
C H ROBINSON WORLDWIDE INC COM NEW COM NEW	CUSIP: 12541W209								
	235.00	63.2200000		0.00	14,856.70	13,857.69	999.01	0.00	999.01

Northern Trust

Generated by Northern Trust from reviewed periodic data on 28 Jan 13

Attachment F

Portfolio Statement

31 DEC 2012

Account Number 2807151
 Account Name BLUEC FND MTDICOMND 499

◆ **Asset Detail - Base Currency**

Description/Asset ID		Exchange rate/		Accrued	Market value	Cost	Unrealized gain/loss		Total
Investment Mgr ID	Shares/PAR value	Local market price	income/expense				Market	Translation	
Equities									
Common stock									
CA INC COM	CUSIP: 12673P105								
	478.00	21.9800000	0.00	10,506.44	12,378.16	- 1,871.72	0.00	- 1,871.72	
CABLEVISION SYS CORP CL A COM STK	CUSIP: 12686C109								
	278.00	14.9400000	0.00	4,153.32	3,850.30	303.02	0.00	303.02	
CALGON CARBON CORP COM	CUSIP: 129603106								
	71.00	14.1800000	0.00	1,006.78	996.84	9.94	0.00	9.94	
CALPINE CORP COM NEW STK	CUSIP: 131347304								
	440.00	18.1300000	0.00	7,977.20	4,672.80	3,304.40	0.00	3,304.40	
CAMERON INTL CORP COM STK	CUSIP: 13342B105								
	358.00	56.4600000	0.00	20,212.68	9,240.02	10,972.66	0.00	10,972.66	
CAMPBELL SOUP CO COM	CUSIP: 134429109								
	276.00	34.8900000	80.04	9,629.64	8,163.46	1,466.18	0.00	1,466.18	
CAP 1 FNCL COM	CUSIP: 14040H105								
	846.00	57.9300000	0.00	49,008.78	27,537.77	21,471.01	0.00	21,471.01	
CAPELLA ED CO COM	CUSIP: 139594105								
	19.00	28.2300000	0.00	536.37	1,103.14	- 566.77	0.00	- 566.77	
CARMAX INC COM	CUSIP: 143130102								
	332.00	37.5400000	0.00	12,463.28	3,503.61	8,959.67	0.00	8,959.67	
CATHAY GENERAL BANCORP INC COM	CUSIP: 149150104								
	108.00	19.5000000	0.00	2,106.00	1,642.08	463.92	0.00	463.92	
CBRE GROUP INC CL A CL A	CUSIP: 12504L109								
	440.00	19.9000000	0.00	8,756.00	3,226.61	5,529.39	0.00	5,529.39	

Northern Trust

Generated by Northern Trust from reviewed periodic data on 28 Jan 13

Attachment F

Portfolio Statement

31 DEC 2012

Account Number 0007356
Account Name BTUEC FND AT&TGLOBALINC - 106

◆ **Asset Detail - Base Currency**

Description/Asset ID Investment Mgr ID Shares/PAR value	Exchange rate/ Local market price	Accrued income/expense	Market value	Cost	Unrealized gain/loss		Total
					Market	Translation	
Equities							
Common stock							
CELANESE CORP DEL COM SER A STK CUSIP: 150870103							
231.00	44.5300000	0.00	10,286.43	8,893.39	1,393.04	0.00	1,393.04
CENTERPOINT ENERGY INC COM CUSIP: 15189T107							
591.00	19.2500000	0.00	11,376.75	9,476.37	1,900.38	0.00	1,900.38
CENTURYLINK INC COM CUSIP: 156700106							
906.00	39.1200000	0.00	35,442.72	35,524.70	- 81.98	0.00	- 81.98
CERNER CORP COM CUSIP: 156782104							
211.00	77.6400000	0.00	16,382.04	5,120.41	11,261.63	0.00	11,261.63
CH ENERGY GROUP INC COM CUSIP: 12541M102							
22.00	65.2200000	0.00	1,434.84	1,187.12	247.72	0.00	247.72
CHOICE HOTELS INTL INC COM CUSIP: 169905106							
41.00	33.6200000	0.00	1,378.42	1,134.47	243.95	0.00	243.95
CHUBB CORP COM CUSIP: 171232101							
386.00	75.3200000	158.26	29,073.52	16,604.03	12,469.49	0.00	12,469.49
CIGNA CORPORATION CUSIP: 125509109							
419.00	53.4600000	0.00	22,399.74	7,576.89	14,822.85	0.00	14,822.85
CIN BELL INC NEW COM STK CUSIP: 171871106							
289.00	5.4800000	0.00	1,583.72	910.35	673.37	0.00	673.37
CISCO SYSTEMS INC CUSIP: 17275R102							
7,801.00	19.6500000	0.00	153,289.65	123,842.64	29,447.01	0.00	29,447.01
CLARCOR INC COM CUSIP: 179895107							
71.00	47.7800000	0.00	3,392.38	2,365.69	1,026.69	0.00	1,026.69

Northern Trust

Generated by Northern Trust from reviewed periodic data on 28 Jan 13

Attachment F

Portfolio Statement

31 DEC 2012

Account Number 2487569
Account Name BLUEG FND NFDQDQING 40

◆ **Asset Detail - Base Currency**

Description/Asset ID Investment Mgr ID Shares/PAR value	Exchange rate/ Local market price	Accrued income/expense	Market value	Cost	Unrealized gain/loss		Total
					Market	Translation	
Equities							
Common stock							
CLEAN ENERGY FUELS CORP COM CUSIP: 184499101							
97.00	12.4500000	0.00	1,207.65	1,301.02	- 93.37	0.00	- 93.37
CLECO CORP NEW COM CUSIP: 12561W105							
84.00	40.0100000	0.00	3,360.84	1,841.28	1,519.56	0.00	1,519.56
CLOROX CO COM CUSIP: 189054109							
183.00	73.2200000	0.00	13,399.26	9,296.32	4,102.94	0.00	4,102.94
CME GROUP INC COM STK CUSIP: 12572Q105							
460.00	50.7100000	0.00	23,326.60	15,961.05	7,365.55	0.00	7,365.55
COCA-COLA ENTERPRISES INC NEW COM CUSIP: 19122T109							
433.00	31.7300000	0.00	13,739.09	11,807.91	1,931.18	0.00	1,931.18
COLGATE-PALMOLIVE CO COM CUSIP: 194162103							
690.00	104.5400000	0.00	72,132.60	44,375.06	27,757.54	0.00	27,757.54
COLUMBIA SPORTSWEAR CO COM CUSIP: 198516106							
18.00	53.3600000	0.00	960.48	1,180.98	- 220.50	0.00	- 220.50
COMERICA INC COM CUSIP: 200340107							
275.00	30.3400000	41.25	8,343.50	5,032.19	3,311.31	0.00	3,311.31
COMPASS MINERALS INTL INC COM CUSIP: 20451N101							
46.00	74.7100000	0.00	3,436.66	3,305.10	131.56	0.00	131.56
COMPUWARE CORP COM CUSIP: 205638109							
303.00	10.8700000	0.00	3,293.61	2,072.52	1,221.09	0.00	1,221.09
CONS EDISON INC COM CUSIP: 209115104							
426.00	55.5400000	0.00	23,660.04	15,566.98	8,093.06	0.00	8,093.06

Portfolio Statement

28 DEC 2012

Account number: 1207328
 Account Name: BLUEBOND INVESTING INC - 400

◆ **Asset Detail - Base Currency**

Description/Asset ID		Exchange rate/		Accrued	Market value	Cost	Unrealized gain/loss		Total
Investment Mgr ID	Shares/PAR value	Local market price	income/expense				Market	Translation	
Equities									
Common stock									
CONTINENTAL RES INC COM CUSIP: 212015101									
	64.00	73.4900000	0.00	4,703.36	4,663.68	39.68	0.00		39.68
CONVERGYS CORP DE COM CUSIP: 212485106									
	172.00	16.4100000	8.60	2,822.52	1,217.76	1,604.76	0.00		1,604.76
CORNING INC COM CUSIP: 219350105									
	2,179.00	12.6200000	0.00	27,498.98	21,343.28	6,155.70	0.00		6,155.70
CORP OFFICE PPTYS TR COM CUSIP: 22002T108									
	116.00	24.9800000	31.90	2,897.68	2,911.43	- 13.75	0.00		- 13.75
CORPORATE EXECUTIVE BRD CO COMMON STOCK CUSIP: 21988R102									
	48.00	47.4600000	0.00	2,278.08	2,050.08	228.00	0.00		228.00
COSTCO WHOLESALE CORP NEW COM CUSIP: 22160K105									
	629.00	98.7700000	0.00	62,126.33	31,742.17	30,384.16	0.00		30,384.16
CREE INC COM CUSIP: 225447101									
	153.00	33.9800000	0.00	5,198.94	3,503.97	1,694.97	0.00		1,694.97
CROWN CASTLE INTL CORP COM STK CUSIP: 228227104									
	426.00	72.1600000	0.00	30,740.16	18,410.28	12,329.88	0.00		12,329.88
CSX CORP COM CUSIP: 126408103									
CSX	1,514.00	19.7300000	0.00	29,871.22	15,723.09	14,148.13	0.00		14,148.13
CUBIST PHARMACEUTICALS INC COM CUSIP: 229678107									
	92.00	42.0600000	0.00	3,869.52	1,962.05	1,907.47	0.00		1,907.47
CUMMINS INC CUSIP: 231021106									
	263.00	108.3500000	0.00	28,496.05	7,502.86	20,993.19	0.00		20,993.19

Northern Trust

Generated by Northern Trust from reviewed periodic data on 28 Jan 13

Attachment F

Portfolio Statement

31 DEC 2012

Account Number: 4507358
 Account Name: BLUEC FND NTRUSTING 400

◆ **Asset Detail - Base Currency**

Description/Asset ID Investment Mgr ID Shares/PAR value	Exchange rate/ Local market price	Accrued income/expense	Market value	Cost	Unrealized gain/loss		Total
					Market	Translation	
Equities							
Common stock							
DARDEN RESTAURANTS INC COM CUSIP: 237194105							
183.00 45.0700000		0.00	8,247.81	4,600.62	3,647.19	0.00	3,647.19
DARLING INTL INC COM CUSIP: 237266101							
162.00 16.0400000		0.00	2,598.48	1,776.81	821.67	0.00	821.67
DECKERS OUTDOOR CORP COM CUSIP: 243537107							
54.00 40.2700000		0.00	2,174.58	1,260.55	914.03	0.00	914.03
DEERE & CO COM CUSIP: 244199105							
542.00 86.4200000		249.32	46,839.64	21,493.20	25,346.44	0.00	25,346.44
DELL INC COM STK CUSIP: 24702R101							
2,147.00 10.1300000		171.76	21,749.11	22,475.22	- 726.11	0.00	- 726.11
DELUXE CORP COM CUSIP: 248019101							
70.00 32.2400000		0.00	2,256.80	918.40	1,338.40	0.00	1,338.40
DENBURY RES INC HLDG CO COM NEW CUSIP: 247916208							
569.00 16.2000000		0.00	9,217.80	8,548.42	669.38	0.00	669.38
DEVON ENERGY CORP NEW COM CUSIP: 25179M103							
559.00 52.0400000		0.00	29,090.36	33,072.11	- 3,981.75	0.00	- 3,981.75
DEVRY INC DEL COM CUSIP: 251893103							
84.00 23.7300000		0.00	1,993.32	4,687.61	- 2,694.29	0.00	- 2,694.29
DIGITAL RLTY TR INC COM CUSIP: 253868103							
177.00 67.8900000		129.21	12,016.53	12,579.82	- 563.29	0.00	- 563.29
DISCOVER FINL SVCS COM STK CUSIP: 254709108							
762.00 38.5500000		106.68	29,375.10	18,173.70	11,201.40	0.00	11,201.40

Portfolio Statement

31 DEC 2012

Account Number 2187121
Account Name BLUE: FND NTGUBCENQ 430

◆ **Asset Detail - Base Currency**

Description/Asset ID		Unrealized gain/loss							
Investment Mgr ID	Exchange rate/	Accrued	Market value	Cost	Market	Translation	Total		
Shares/PAR value	Local market price	income/expense							
Equities									
Common stock									
DISCOVERY COMMUNICATIONS INC NEW COM SERA STK CUSIP: 25470F104									
212.00	63.4800000	0.00	13,457.76	4,226.02	9,231.74	0.00	9,231.74		
DISCOVERY COMMUNICATIONS INC NEW COM SERC COM SER C CUSIP: 25470F302									
154.00	58.5000000	0.00	9,009.00	7,176.40	1,832.60	0.00	1,832.60		
DOMTAR CORP COM NEW COM NEW CUSIP: 257559203									
52.00	83.5200000	23.40	4,343.04	1,029.53	3,313.51	0.00	3,313.51		
DONALDSON INC COM CUSIP: 257651109									
206.00	32.8400000	0.00	6,765.04	3,461.51	3,303.53	0.00	3,303.53		
DONNELLEY R R & SONS CO COM CUSIP: 257867101									
260.00	9.0000000	0.00	2,340.00	2,927.60	- 587.60	0.00	- 587.60		
DOVER CORP COM CUSIP: 260003108									
266.00	65.7100000	0.00	17,478.86	16,226.18	1,252.68	0.00	1,252.68		
DUKE RLTY CORP COM NEW REIT CUSIP: 264411505									
392.00	13.8700000	0.00	5,437.04	5,272.40	164.64	0.00	164.64		
DUN & BRADSTREET CORP DEL NEW COM CUSIP: 26483E100									
65.00	78.6500000	0.00	5,112.25	5,293.00	- 180.75	0.00	- 180.75		
EASTMAN CHEM CO COM CUSIP: 277432100									
222.00	68.0500000	0.00	15,107.10	13,448.76	1,658.34	0.00	1,658.34		
EBAY INC COM USD0.001 CUSIP: 278642103									
1,689.00	51.0200000	0.00	86,172.78	27,616.77	58,556.01	0.00	58,556.01		
ECHELON CORP OC-COM STK CUSIP: 27874N105									
43.00	2.4500000	0.00	105.35	365.93	- 260.58	0.00	- 260.58		

Northern Trust

Generated by Northern Trust from reviewed periodic data on 28 Jan 13
Attachment F

Portfolio Statement

31 DEC 2012

Account Name: BLUEG - FND - NY/CL/CH/IND - 420

◆ **Asset Detail - Base Currency**

Description/Asset ID Investment Mgr ID Shares/PAR value	Exchange rate/ Local market price	Accrued income/expense	Market value	Cost	Unrealized gain/loss		Total
					Market	Translation	
Equities							
Common stock							
ECOLAB INC COM CUSIP: 278865100							
426.00	71.9000000	0.00	30,629.40	14,000.13	16,629.27	0.00	16,629.27
EDWARDS LIFESCIENCES CORP COM CUSIP: 28176E108							
168.00	90.1700000	0.00	15,148.56	5,652.99	9,495.57	0.00	9,495.57
ELECTR ARTS COM CUSIP: 285512109							
459.00	14.5300000	0.00	6,669.27	8,083.53	- 1,414.26	0.00	- 1,414.26
EMC CORP COM CUSIP: 268648102							
3,056.00	25.3000000	0.00	77,316.80	38,216.72	39,100.08	0.00	39,100.08
EMCOR GROUP INC COM CUSIP: 29084Q100							
92.00	34.6100000	0.00	3,184.12	1,924.00	1,260.12	0.00	1,260.12
ENDO HEALTH SOLUTIONS INC CUSIP: 29264F205 ENDP							
162.00	26.2700000	0.00	4,255.74	3,664.94	590.80	0.00	590.80
ENERGEN CORP COM CUSIP: 29265N108							
101.00	45.0900000	0.00	4,554.09	4,460.16	93.93	0.00	93.93
ENTEGRIS INC COM CUSIP: 29362U104							
192.00	9.1800000	0.00	1,762.56	542.74	1,219.82	0.00	1,219.82
EOG RESOURCES INC COM CUSIP: 26875P101							
393.00	120.7900000	0.00	47,470.47	26,756.14	20,714.33	0.00	20,714.33
EQT CORP COM CUSIP: 26884L109							
217.00	58.9800000	0.00	12,798.66	7,473.75	5,324.91	0.00	5,324.91
EQTY RESDNTL EFF 5/15/02 CUSIP: 29476L107							
468.00	56.6700000	359.19	26,521.56	28,011.28	- 1,489.72	0.00	- 1,489.72

Portfolio Statement

31 DEC 2012

Account Number: 187532
 Address: 1000 BLUEBERRY HILL DR, WASHINGTON DC

◆ **Asset Detail - Base Currency**

Description/Asset ID Investment Mgr ID Shares/PAR value	Exchange rate/ Local market price	Accrued income/expense	Market value	Cost	Unrealized gain/loss		Total
					Market	Translation	
Equities							
Common stock							
ESTEE LAUDER COMPANIES INC CL A USD0.01 CUSIP: 518439104							
342.00	59.8600000	0.00	20,472.12	6,031.67	14,440.45	0.00	14,440.45
EXPEDITORS INTL WASH INC COM CUSIP: 302130109							
300.00	39.5500000	0.00	11,865.00	8,894.88	2,970.12	0.00	2,970.12
FACTSET RESH SYS INC COM STK CUSIP: 303075105							
59.00	88.0600000	0.00	5,195.54	3,487.94	1,707.60	0.00	1,707.60
FASTENAL CO COM CUSIP: 311900104							
409.00	46.6900000	0.00	19,096.21	7,400.52	11,695.69	0.00	11,695.69
FIFTH & PAC COS INC COM CUSIP: 316645100							
164.00	12.4500000	0.00	2,041.80	801.82	1,239.98	0.00	1,239.98
FIRST SOLAR INC COM CUSIP: 336433107							
88.00	30.8800000	0.00	2,717.44	10,677.55	- 7,960.11	0.00	- 7,960.11
FLOWERS FOODS INC COM CUSIP: 343498101							
173.00	23.2700000	0.00	4,025.71	2,762.14	1,263.57	0.00	1,263.57
FMC TECHNOLOGIES INC COM CUSIP: 30249U101							
347.00	42.8300000	0.00	14,862.01	17,173.90	- 2,311.89	0.00	- 2,311.89
FOOT LOCKER INC COM CUSIP: 344849104							
220.00	32.1200000	0.00	7,066.40	2,003.24	5,063.16	0.00	5,063.16
FOREST CY ENTERPRISES INC CL A CUSIP: 345550107							
185.00	16.1500000	0.00	2,987.75	1,812.66	1,175.09	0.00	1,175.09
FRACTIONAL FIRST HORIZON NATIONAL CORP COM STK CUSIP: DCA517101							
29,009.00	0.0000000	0.00	0.00	0.00	0.00	0.00	0.00

Portfolio Statement

31 DEC 2012

Account number: 3207352
 Account Name: BLUEB. FND. AT&T/COMING. 400

◆ **Asset Detail - Base Currency**

Description/Asset ID Investment Mgr ID Shares/PAR value	Exchange rate/ Local market price	Accrued income/expense	Market value	Cost	Unrealized gain/loss		Total
					Market	Translation	
<i>Equities</i>							
Common stock							
FRKLN RES INC COM CUSIP: 354613101							
216.00	125.7000000	0.00	27,151.20	11,850.33	15,300.87	0.00	15,300.87
FRONTIER COMMUNICATIONS CORP COM CUSIP: 35906A108							
1,454.00	4.2800000	0.00	6,223.12	9,875.51	- 3,652.39	0.00	- 3,652.39
FUEL SYS SOLUTIONS INC COM STK CUSIP: 35952W103							
18.00	14.7000000	0.00	264.60	644.58	- 379.98	0.00	- 379.98
FULLER H B CO COM CUSIP: 359694106							
68.00	34.8200000	0.00	2,367.76	964.92	1,402.84	0.00	1,402.84
GAMESTOP CORP NEW CL A CUSIP: 36467W109							
181.00	25.0900000	0.00	4,541.29	4,765.73	- 224.44	0.00	- 224.44
GAP INC COM CUSIP: 364760108							
449.00	31.0400000	56.12	13,936.96	5,483.23	8,453.73	0.00	8,453.73
GARDNER DENVER INC COM CUSIP: 365558105							
70.00	68.5000000	0.00	4,795.00	1,720.60	3,074.40	0.00	3,074.40
GENERAL CABLE CORP DEL NEW COM CUSIP: 369300108							
70.00	30.4100000	0.00	2,128.70	1,295.00	833.70	0.00	833.70
GENERAL MILLS INC COM CUSIP: 370334104							
944.00	40.4100000	0.00	38,147.04	28,292.28	9,854.76	0.00	9,854.76
GENESEE & WYO INC CL A CL A CUSIP: 371559105							
64.00	76.0800000	0.00	4,869.12	2,333.70	2,535.42	0.00	2,535.42
GENUINE PARTS CO COM CUSIP: 372460105							
225.00	63.5800000	111.37	14,305.50	8,326.96	5,978.54	0.00	5,978.54

Northern Trust

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Attachment F

Portfolio Statement

31 DEC 2012

Account Name: BLUES FUND INVESTMENT
 Account Number: 420

◆ **Asset Detail - Base Currency**

Description/Asset ID		Exchange rate/		Accrued	Market value		Unrealized gain/loss		Total
Investment Mgr ID	Local market price	Shares/PAR value	income/expense	Cost	Market	Translation			
Equities									
Common stock									
GEOSPACE TECHNOLOGIES CORP COM CUSIP: 37364X109									
14.00	88.8700000		0.00	1,244.18	575.82	668.36	0.00	668.36	
GILEAD SCIENCES INC CUSIP: 375558103									
1,101.00	73.4500000		0.00	80,868.45	53,227.32	27,641.13	0.00	27,641.13	
GOOGLE INC CL A CL A CUSIP: 38259P508									
381.00	709.3700000		0.00	270,269.97	169,302.59	100,967.38	0.00	100,967.38	
GRACO INC COM CUSIP: 384109104									
83.00	51.4900000		0.00	4,273.67	1,992.92	2,280.75	0.00	2,280.75	
GRAINGER W W INC COM CUSIP: 384802104									
86.00	202.3700000		0.00	17,403.82	6,915.58	10,488.24	0.00	10,488.24	
GRANITE CONST INC COM CUSIP: 387328107									
54.00	33.6200000		7.02	1,815.48	1,924.22	- 108.74	0.00	- 108.74	
GREEN MTN COFFEE ROASTERS CUSIP: 393122106									
192.00	41.3600000		0.00	7,941.12	2,671.52	5,269.60	0.00	5,269.60	
H J HEINZ CUSIP: 423074103									
466.00	57.6800000		0.00	26,878.88	17,007.99	9,870.89	0.00	9,870.89	
HAIN CELESTIAL GROUP INC COM CUSIP: 405217100									
53.00	54.2200000		0.00	2,873.66	1,039.48	1,834.18	0.00	1,834.18	
HARLEY DAVIDSON COM USD0.01 CUSIP: 412822108									
331.00	48.8400000		0.00	16,166.04	4,973.34	11,192.70	0.00	11,192.70	
HARMAN INTL INDS INC NEW COM STK USD0.01 CUSIP: 413086109									
97.00	44.6400000		0.00	4,330.08	2,220.05	2,110.03	0.00	2,110.03	

Northern Trust

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Attachment F

Portfolio Statement

21 DEC 2012

Account Name: BLUEC FND ATQIUCMWD - 420

Asset Detail - Base Currency

Description/Asset ID Investment Mgr ID Shares/PAR value	Exchange rate/ Local market price	Accrued income/expense	Market value	Cost	Unrealized gain/loss		Total
					Market	Translation	
Equities							
Common stock							
HARTFORD FINL SVCS GROUP INC COM CUSIP: 416515104							
602.00	22.4400000	58.70	13,508.88	9,207.37	4,301.51	0.00	4,301.51
HCP INC COM REIT CUSIP: 40414L109							
659.00	45.1800000	0.00	29,773.62	29,674.24	99.38	0.00	99.38
HEARTLAND FINL USA INC COM STK CUSIP: 42234Q102							
20.00	26.1500000	0.00	523.00	299.00	224.00	0.00	224.00
HESS CORP COM STK CUSIP: 42809H107							
447.00	52.9600000	0.00	23,673.12	25,249.69	- 1,576.57	0.00	- 1,576.57
HEWLETT PACKARD CO COM CUSIP: 428236103							
2,871.00	14.2500000	378.97	40,911.75	99,788.00	- 58,876.25	0.00	- 58,876.25
HILLSHIRE BRANDS CO COM CUSIP: 432589109							
167.00	28.1400000	0.00	4,699.38	4,924.83	- 225.45	0.00	- 225.45
HLTH MGMT ASSOC INC NEW CL A COM CUSIP: 421933102							
352.00	9.3200000	0.00	3,280.64	695.20	2,585.44	0.00	2,585.44
HNI CORP COM CUSIP: 404251100							
59.00	30.0600000	0.00	1,773.54	829.54	944.00	0.00	944.00
HOME DEPOT INC COM CUSIP: 437076102							
2,195.00	61.8500000	0.00	135,760.75	51,962.28	83,798.47	0.00	83,798.47
HORSEHEAD HLDG CORP COM STK CUSIP: 440694305							
60.00	10.2100000	0.00	612.60	770.74	- 158.14	0.00	- 158.14
HOSPIRA INC COM CUSIP: 441060100							
240.00	31.2400000	0.00	7,497.60	8,876.56	- 1,378.96	0.00	- 1,378.96

Northern Trust

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Attachment F

Portfolio Statement

31 DEC 2012

ACCOUNT NUMBER: 288732
 ACCOUNT NAME: BLUEC FND INVESTCMNTS MO

◆ **Asset Detail - Base Currency**

Description/Asset ID Investment Mgr ID Shares/PAR value	Exchange rate/ Local market price	Accrued income/expense	Market value	Cost	Unrealized gain/loss		Total
					Market	Translation	
Equities							
Common stock							
HOST HOTELS & RESORTS INC REIT CUSIP: 44107P104							
1,052.00	15.6700000	94.68	16,484.84	16,059.88	424.96	0.00	424.96
HUBBELL INC CL B COM CUSIP: 443510201							
72.00	84.6300000	0.00	6,093.36	2,314.08	3,779.28	0.00	3,779.28
HUMANA INC COM CUSIP: 444859102							
232.00	68.6300000	60.32	15,922.16	7,510.20	8,411.96	0.00	8,411.96
HUNT J B TRANS SVCS INC COM CUSIP: 445658107							
132.00	59.7100000	0.00	7,881.72	3,349.68	4,532.04	0.00	4,532.04
ICF INTL INC COM STK CUSIP: 44925C103							
28.00	23.4400000	0.00	656.32	603.68	52.64	0.00	52.64
IDACORP INC COM CUSIP: 451107106							
71.00	43.3500000	0.00	3,077.85	2,187.09	890.76	0.00	890.76
IDEXX LABS INC CUSIP: 45168D104							
82.00	92.8000000	0.00	7,609.60	2,788.22	4,821.38	0.00	4,821.38
IHS INC COM CL A COM CL A CUSIP: 451734107							
79.00	96.0000000	0.00	7,584.00	7,705.92	- 121.92	0.00	- 121.92
ILL TOOL WKS INC COM CUSIP: 452308109							
616.00	60.8100000	234.08	37,458.96	22,453.64	15,005.32	0.00	15,005.32
ILLUMINA INC COM CUSIP: 452327109							
179.00	55.5900000	0.00	9,950.61	5,362.20	4,588.41	0.00	4,588.41
IMATION CORP COM CUSIP: 45245A107							
70.00	4.6700000	0.00	326.90	907.20	- 580.30	0.00	- 580.30

Northern Trust

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Attachment F

Portfolio Statement

21 DEC 2012

Account Number 280738
 Account Name BULST FND ATLEIGN20 420

◆ **Asset Detail - Base Currency**

Description/Asset ID Investment Mgr ID Shares/PAR value	Exchange rate/ Local market price	Accrued income/expense	Market value	Cost	Unrealized gain/loss		Total	
					Market	Translation		
Equities								
Common stock								
INGERSOLL-RAND PLC COM STK CUSIP: G47791101								
448.00	47.9600000	0.00	21,486.08	20,463.52	1,022.56	0.00	1,022.56	
INTEGRYS ENERGY GROUP INC COM STK CUSIP: 45822P105								
114.00	52.2200000	0.00	5,953.08	6,166.88	- 213.80	0.00	- 213.80	
INTEL CORP COM CUSIP: 458140100								
INTC	7,286.00	20.6300000	0.00	150,310.18	98,409.54	51,900.64	0.00	51,900.64
INTERCONTINENTALEXCHANGE INC COM CUSIP: 45865V100								
103.00	123.8100000	0.00	12,752.43	12,457.92	294.51	0.00	294.51	
INTERFACE INC COM CUSIP: 458665304								
76.00	16.0800000	0.00	1,222.08	315.40	906.68	0.00	906.68	
INTERNATIONAL BUSINESS MACHS CORP COM CUSIP: 459200101								
1,581.00	191.5500000	0.00	302,840.55	136,795.86	166,044.69	0.00	166,044.69	
INTL BANCSHARES CORP COM CUSIP: 459044103								
83.00	18.0500000	0.00	1,498.15	1,186.05	312.10	0.00	312.10	
INTL FLAVORS & FRAGRANCES INC COM CUSIP: 459506101								
114.00	86.5400000	0.00	7,585.56	6,428.46	1,157.10	0.00	1,157.10	
INVACARE CORP COM CUSIP: 461203101								
45.00	16.3000000	0.00	733.50	862.20	- 128.70	0.00	- 128.70	
INVESCO LTD COM STK USD0.10 CUSIP: G491BT108								
648.00	26.0900000	0.00	16,906.32	14,219.44	2,686.88	0.00	2,686.88	
IRON MTN INC COM STK CUSIP: 462846106								
207.00	31.0500000	55.89	6,427.35	5,446.24	981.11	0.00	981.11	

Portfolio Statement

31 DEC 2012

Account Name: EQUITY FUND INVESTORS INC

Asset Detail - Base Currency

Description/Asset ID Investment Mgr ID Shares/PAR value	Exchange rate/ Local market price	Accrued income/expense	Market value	Cost	Unrealized gain/loss		Total
					Market	Translation	
Equities							
Common stock							
ITC HLDGS CORP COM STK CUSIP: 465685105							
75.00	76.9100000	0.00	5,768.25	3,579.86	2,188.39	0.00	2,188.39
ITRON INC COM STK NPV CUSIP: 465741106							
55.00	44.5500000	0.00	2,450.25	3,329.71	- 879.46	0.00	- 879.46
JACK IN THE BOX INC COM CUSIP: 466367109							
55.00	28.6000000	0.00	1,573.00	1,308.45	264.55	0.00	264.55
JOHNSON & JOHNSON COM USD1 CUSIP: 478160104							
4,015.00	70.1000000	0.00	281,451.50	232,873.74	48,577.76	0.00	48,577.76
JOHNSON CTL INC COM CUSIP: 478366107							
996.00	30.7000000	0.00	30,577.20	18,828.22	11,748.98	0.00	11,748.98
JONES LANG LASALLE INC COM STK CUSIP: 48020Q107							
64.00	83.9400000	0.00	5,372.16	2,332.11	3,040.05	0.00	3,040.05
KADANT INC COM CUSIP: 48282T104							
17.00	26.5100000	0.00	450.67	187.51	263.16	0.00	263.16
KELLOGG CO COM USD0.25 CUSIP: 487836108							
364.00	55.8500000	0.00	20,329.40	15,702.39	4,627.01	0.00	4,627.01
KELLY SERVICES INC CL A COM CUSIP: 488152208							
38.00	15.7400000	0.00	598.12	452.96	145.16	0.00	145.16
KEYCORP NEW COM CUSIP: 493267108							
1,347.00	8.4200000	0.00	11,341.74	8,677.04	2,664.70	0.00	2,664.70
KIMBERLY-CLARK CORP COM CUSIP: 494368103							
575.00	84.4300000	425.50	48,547.25	30,905.09	17,642.16	0.00	17,642.16

Northern Trust

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Attachment F

Portfolio Statement

31 DEC 2012

Account Number 107251
 Account Name BLUEC FND NEWISSUED 420

◆ **Asset Detail - Base Currency**

Description/Asset ID Investment Mgr ID Shares/PAR value	Exchange rate/ Local market price	Accrued income/expense	Market value	Cost	Unrealized gain/loss		Total
					Market	Translation	
Equities							
Common stock							
KNOLL INC COM NEW COM CUSIP: 498904200							
65.00	15.3600000	0.00	998.40	643.22	355.18	0.00	355.18
KOHL'S CORP COM CUSIP: 500255104							
340.00	42.9800000	0.00	14,613.20	12,830.70	1,782.50	0.00	1,782.50
KS CY SOUTHN CUSIP: 485170302							
160.00	83.4800000	0.00	13,356.80	4,124.79	9,232.01	0.00	9,232.01
LABORATORY CORP AMER HLDGS COM NEW COM NEW CUSIP: 50540R409							
139.00	86.6200000	0.00	12,040.18	11,771.91	268.27	0.00	268.27
LAM RESH CORP COM CUSIP: 512807108							
285.00	36.1300000	0.00	10,297.05	5,308.86	4,988.19	0.00	4,988.19
LEAP WIRELESS INTL INC COM NEW COM STK CUSIP: 521863308							
70.00	6.6500000	0.00	465.50	1,766.10	- 1,300.60	0.00	- 1,300.60
LEGG MASON INC COM CUSIP: 524901105							
184.00	25.7200000	0.00	4,732.48	6,658.96	- 1,926.48	0.00	- 1,926.48
LEGGETT & PLATT INC COM CUSIP: 524660107							
204.00	27.2200000	0.00	5,552.88	2,930.99	2,621.89	0.00	2,621.89
LEXMARK INTL INC NEW CL A CUSIP: 529771107							
104.00	23.1900000	0.00	2,411.76	2,684.24	- 272.48	0.00	- 272.48
LIBERTY GLOBAL INC COM SER A CUSIP: 530555101							
199.00	62.9900000	0.00	12,535.01	9,806.90	2,728.11	0.00	2,728.11
LIBERTY GLOBAL INC COM SER C COM SER C CUSIP: 530555309							
162.00	58.7500000	0.00	9,517.50	8,782.02	735.48	0.00	735.48

Northern Trust

Generated by Northern Trust from reviewed periodic data on 28 Jan 13

Attachment F

Portfolio Statement

21 DEC 2012

Account Name ISSUES FEE ATTACHMENT 405

◆ **Asset Detail - Base Currency**

Description/Asset ID Investment Mgr ID Shares/PAR value	Exchange rate/ Local market price	Accrued income/expense	Market value	Cost	Unrealized gain/loss		Total
					Market	Translation	
Equities							
Common stock							
LIBERTY PPTY TR SH BEN INT CUSIP: 531172104							
171.00	35.7700000	81.22	6,116.67	3,677.97	2,438.70	0.00	2,438.70
LIFE TECHNOLOGIES CORP COM STK CUSIP: 53217V109							
252.00	49.0800000	0.00	12,368.16	7,072.13	5,296.03	0.00	5,296.03
LINCOLN ELEC HLDGS INC COM CUSIP: 533900106							
114.00	48.6800000	0.00	5,549.52	2,671.59	2,877.93	0.00	2,877.93
LINDSAY CORPORATION COM CUSIP: 535555106							
18.00	80.1200000	0.00	1,442.16	1,225.26	216.90	0.00	216.90
LKQ CORP COM LKQ CORP CUSIP: 501889208							
431.00	21.1000000	0.00	9,094.10	9,408.73	- 314.63	0.00	- 314.63
LSI CORP COM STK CUSIP: 502161102							
781.00	7.0800000	0.00	5,529.48	2,475.77	3,053.71	0.00	3,053.71
M & T BK CORP COM CUSIP: 55261F104							
166.00	98.4700000	0.00	16,346.02	9,446.27	6,899.75	0.00	6,899.75
MANPOWER INC COM CUSIP: 56418H100							
113.00	42.4400000	0.00	4,795.72	3,587.24	1,208.48	0.00	1,208.48
MARRIOTT INTL INC NEW COM STK CL A CUSIP: 571903202							
376.00	37.2700000	0.00	14,013.52	14,558.72	- 545.20	0.00	- 545.20
MARSH & MCLENNAN CO'S INC COM CUSIP: 571748102							
792.00	34.4700000	0.00	27,300.24	25,421.13	1,879.11	0.00	1,879.11
MASCO CORP COM CUSIP: 574599106							
524.00	16.6600000	0.00	8,729.84	5,498.03	3,231.81	0.00	3,231.81

Northern Trust

Generated by Northern Trust from reviewed periodic data on 28 Jan 13

Attachment F

Portfolio Statement

21 DEC 2012

Account Name: BLUE FUND INVESTING
 Account Number: 007359
 409

◆ **Asset Detail - Base Currency**

Description/Asset ID Investment Mgr ID Shares/PAR value	Exchange rate/ Local market price	Accrued income/expense	Market value	Cost	Unrealized gain/loss		Total
					Market	Translation	
Equities							
Common stock							
MATTEL INC COM CUSIP: 577081102							
496.00	36.6200000	0.00	18,163.52	8,201.37	9,962.15	0.00	9,962.15
MC CORMICK & CO INC COM NON-VTG CUSIP: 579780206							
175.00	63.5300000	59.50	11,117.75	5,571.09	5,546.66	0.00	5,546.66
MC DONALDS CORP COM CUSIP: 580135101							
1,468.00	88.2100000	0.00	129,492.28	86,355.00	43,137.28	0.00	43,137.28
MDU RES GROUP INC COM CUSIP: 552690109							
262.00	21.2400000	0.00	5,564.88	5,672.30	- 107.42	0.00	- 107.42
MEADWESTVACO CORP COM CUSIP: 583334107							
252.00	31.8700000	0.00	8,031.24	3,031.58	4,999.66	0.00	4,999.66
MEDTRONIC INC COM CUSIP: 585055106							
1,492.00	41.0200000	0.00	61,201.84	47,858.24	13,343.60	0.00	13,343.60
MEN S WEARHOUSE INC COMMOM CUSIP: 587118100							
69.00	31.1600000	0.00	2,150.04	897.00	1,253.04	0.00	1,253.04
MERCK & CO INC NEW COM CUSIP: 58933Y105							
4,435.00	40.9400000	1,907.05	181,568.90	138,210.02	43,358.88	0.00	43,358.88
MERITAGE HOMES CORP COM CUSIP: 59001A102							
45.00	37.3500000	0.00	1,680.75	782.10	898.65	0.00	898.65
MGE ENERGY INC COM CUSIP: 55277P104							
35.00	50.9500000	0.00	1,783.25	1,121.05	662.20	0.00	662.20
MICROSOFT CORP COM CUSIP: 594918104							
10,988.00	26.7300000	0.00	293,709.24	215,164.64	78,544.60	0.00	78,544.60

Northern Trust

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Attachment F

Portfolio Statement

31 DEC 2012

Account Number 287332
 Account Name BLUES FMC ATQUONNO ASB

◆ **Asset Detail - Base Currency**

Description/Asset ID		Exchange rate/		Accrued	Unrealized gain/loss			Total
Investment Mgr ID	Local market price	Shares/PAR value	income/expense	Market value	Cost	Market	Translation	
Equities								
Common stock								
MIDDLEBY CORP COM	CUSIP: 596278101							
26.00	128.2100000		0.00	3,333.46	2,237.56	1,095.90	0.00	1,095.90
MILLER HERMAN INC COM	CUSIP: 600544100							
82.00	21.4200000		0.00	1,756.44	1,076.84	679.60	0.00	679.60
MINERALS TECHNOLOGIES INC COM	CUSIP: 603158106							
50.00	39.9200000		0.00	1,996.00	980.00	1,016.00	0.00	1,016.00
MODINE MFG CO COM STK	CUSIP: 607828100							
50.00	8.1300000		0.00	406.50	209.50	197.00	0.00	197.00
MOHAWK INDS INC COM	CUSIP: 608190104							
82.00	90.4700000		0.00	7,418.54	5,585.02	1,833.52	0.00	1,833.52
MOLEX INC COM	CUSIP: 608554101							
95.00	27.3300000		0.00	2,596.35	1,405.12	1,191.23	0.00	1,191.23
MOLINA HEALTHCARE INC COM	CUSIP: 60855R100							
38.00	27.0600000		0.00	1,028.28	491.44	536.84	0.00	536.84
MONDELEZ INTL INC COM	CUSIP: 609207105							
2,455.00	25.4700000		319.15	62,528.85	45,600.73	16,928.12	0.00	16,928.12
MONSTER WORLDWIDE INC COM	CUSIP: 611742107							
163.00	5.6200000		0.00	916.06	1,585.99	- 669.93	0.00	- 669.93
MOTOROLA SOLUTIONS INC	CUSIP: 620076307							
380.00	55.6800000		98.80	21,158.40	18,274.20	2,884.20	0.00	2,884.20
NATIONAL OILWELL VARCO COM STK	CUSIP: 637071101							
621.00	68.3500000		0.00	42,445.35	16,919.09	25,526.26	0.00	25,526.26

Portfolio Statement

31 DEC 2012

Account Number 2627328
Account Name BLUEB FND NTG/DOMINO #12

◆ **Asset Detail - Base Currency**

Description/Asset ID Investment Mgr ID Shares/PAR value	Exchange rate/ Local market price	Accrued income/expense	Market value	Cost	Unrealized gain/loss		Total
					Market	Translation	
Equities							
Common stock							
NATL FUEL GAS CO COM CUSIP: 636180101							
98.00	50.6900000	0.00	4,967.62	2,784.18	2,183.44	0.00	2,183.44
NETFLIX INC COM STK CUSIP: 64110L106							
73.00	92.7800000	0.00	6,772.94	3,546.65	3,226.29	0.00	3,226.29
NEW YORK CMNTY BANCORP INC COM CUSIP: 649445103							
639.00	13.1000000	0.00	8,370.90	10,413.97	- 2,043.07	0.00	- 2,043.07
NEW YORK TIMES CO CL A ISIN #US6501111073 CUSIP: 650111107							
173.00	8.5300000	0.00	1,475.69	1,110.37	365.32	0.00	365.32
NEWFIELD EXPLORATION CUSIP: 651290108							
187.00	26.7800000	0.00	5,007.86	3,891.17	1,116.69	0.00	1,116.69
NIKE INC CL B CUSIP: 654106103							
1,060.00	51.6000000	0.00	54,696.00	30,064.33	24,631.67	0.00	24,631.67
NISOURCE INC COM CUSIP: 65473P105							
414.00	24.8900000	0.00	10,304.46	4,928.39	5,376.07	0.00	5,376.07
NJ RES CORP COM CUSIP: 646025106							
56.00	39.6200000	0.00	2,218.72	2,071.44	147.28	0.00	147.28
NOBLE CORPORATION (SWITZERLAND) COM USD0.10 CUSIP: H5833N103							
362.00	34.8200000	0.00	12,604.84	12,725.09	- 120.25	0.00	- 120.25
NOBLE ENERGY INC COM CUSIP: 655044105							
258.00	101.7400000	0.00	26,248.92	12,974.54	13,274.38	0.00	13,274.38
NORDSON CORP COM CUSIP: 655663102							
80.00	63.1200000	12.00	5,049.60	1,695.85	3,353.75	0.00	3,353.75

Portfolio Statement

31 DEC 2012

Account Number: 2097258
 Account Name: BLUEC FNO NTR-DOMING 405

◆ **Asset Detail - Base Currency**

Description/Asset ID		Exchange rate/		Accrued		Unrealized gain/loss		Total
Investment Mgr ID	Local market price	Shares/PAR value	income/expense	Market value	Cost	Market	Translation	
Equities								
Common stock								
NORDSTROM INC COM	CUSIP: 655664100							
233.00	53.5000000		0.00	12,465.50	3,396.27	9,069.23	0.00	9,069.23
NORFOLK SOUTHN CORP COM	CUSIP: 655844108							
465.00	61.8400000		0.00	28,755.60	17,990.77	10,764.83	0.00	10,764.83
NORTHEAST UTILITIES COM	CUSIP: 664397106							
457.00	39.0800000		0.00	17,859.56	12,370.68	5,488.88	0.00	5,488.88
NORTHERN TR CORP COM	CUSIP: 665859104							
315.00	50.1600000		0.00	15,800.40	15,203.70	596.70	0.00	596.70
NORTHWEST NAT GAS CO COM	CUSIP: 667655104							
35.00	44.2000000		0.00	1,547.00	1,489.25	57.75	0.00	57.75
NU SKIN ENTERPRISES INC CL A CL A	CUSIP: 67018T105							
78.00	37.0500000		0.00	2,889.90	986.54	1,903.36	0.00	1,903.36
NUCOR CORP COM	CUSIP: 670346105							
462.00	43.1800000		169.78	19,949.16	18,686.76	1,262.40	0.00	1,262.40
NYSE EURONEXT COM STK	CUSIP: 629491101							
363.00	31.5400000		0.00	11,449.02	9,980.50	1,468.52	0.00	1,468.52
OFFICE DEPOT INC COM	CUSIP: 676220106							
362.00	3.2800000		0.00	1,187.36	1,006.36	181.00	0.00	181.00
OFFICEMAX INC DEL COM	CUSIP: 67622P101							
128.00	9.7600000		0.00	1,249.28	1,071.36	177.92	0.00	177.92
OGE ENERGY CORP COM	CUSIP: 670837103							
143.00	56.3100000		0.00	8,052.33	3,894.00	4,158.33	0.00	4,158.33

Northern Trust

Generated by Northern Trust from reviewed periodic data on 28 Jan 13

Attachment F

Portfolio Statement

31 DEC 2012

Account Number: 087730
 Account Name: EQUITY FUND INVESTING INC

◆ **Asset Detail - Base Currency**

Description/Asset ID		Unrealized gain/loss							
Investment Mgr ID	Exchange rate/ Local market price	Accrued income/expense	Market value	Cost	Market	Translation	Total		
Equities									
Common stock									
OLD NATL BANCORP IND COM CUSIP: 680033107									
143.00	11.8700000	0.00	1,697.41	1,545.83	151.58	0.00	151.58		
ONEOK INC COM STK CUSIP: 682680103									
283.00	42.7500000	0.00	12,098.25	12,709.53	- 611.28	0.00	- 611.28		
ORMAT TECHNOLOGIES INC COM CUSIP: 686688102									
25.00	19.2800000	0.00	482.00	742.00	- 260.00	0.00	- 260.00		
OWENS CORNING NEW COM STK CUSIP: 690742101									
159.00	36.9900000	0.00	5,881.41	4,034.46	1,846.95	0.00	1,846.95		
PALL CORP COM CUSIP: 696429307									
169.00	60.2600000	0.00	10,183.94	4,895.14	5,288.80	0.00	5,288.80		
PARTNERRE HLDG LTD COM STK CUSIP: G6852T105									
92.00	80.4900000	0.00	7,405.08	5,877.44	1,527.64	0.00	1,527.64		
PATTERSON COS INC COM CUSIP: 703395103									
131.00	34.2300000	0.00	4,484.13	2,603.58	1,880.55	0.00	1,880.55		
PENNEY J.C CO INC COM CUSIP: 708160106									
238.00	19.7100000	0.00	4,690.98	4,573.20	117.78	0.00	117.78		
PENTAIR LTD SHS CUSIP: H6169Q108									
305.00	49.1500000	0.00	14,990.75	12,709.30	2,281.45	0.00	2,281.45		
PEOPLES UTD FINL INC COM CUSIP: 712704105									
500.00	12.0900000	0.00	6,045.00	8,098.95	- 2,053.95	0.00	- 2,053.95		
PEP BOYS-MANNY MOE & JACK COM CUSIP: 713278109									
73.00	9.8300000	0.00	717.59	247.47	470.12	0.00	470.12		

Northern Trust

Portfolio Statement

31 DEC 2012

Account Name: **GRUPEL FMD MTDLCN520** 430
 Account Number: **0000000000**

◆ **Asset Detail - Base Currency**

Description/Asset ID		Exchange rate/		Accrued	Market value	Cost	Unrealized gain/loss		Total
Investment Mgr ID	Shares/PAR value	Local market price	income/expense				Market	Translation	
Equities									
Common stock									
PEPCO HLDGS INC COM CUSIP: 713291102									
	333.00	19.6100000	0.00	6,530.13	5,682.06	848.07	0.00		848.07
PEPSICO INC COM CUSIP: 713448108									
	2,266.00	68.4300000	1,217.97	155,062.38	116,665.17	38,397.21	0.00		38,397.21
PETSMART INC COM CUSIP: 716768106									
	157.00	68.3400000	0.00	10,729.38	11,121.00	- 391.62	0.00		- 391.62
PHH CORP COM NEW COM NEW CUSIP: 693320202									
	75.00	22.7500000	0.00	1,706.25	783.75	922.50	0.00		922.50
PHILLIPS 66 COM CUSIP: 718546104									
	867.00	53.1000000	0.00	46,037.70	36,719.57	9,318.13	0.00		9,318.13
PHOENIX COS INC NEW COM NEW CUSIP: 71902E604									
	8.00	24.7300000	0.00	197.84	363.20	- 165.36	0.00		- 165.36
PIEDMONT NAT GAS INC COM CUSIP: 720186105									
	97.00	31.3100000	0.00	3,037.07	2,593.78	443.29	0.00		443.29
PIONEER NAT RES CO COM STK CUSIP: 723787107									
	170.00	106.5900000	0.00	18,120.30	4,365.69	13,754.61	0.00		13,754.61
PITNEY BOWES INC COM CUSIP: 724479100									
	277.00	10.6400000	0.00	2,947.28	6,694.76	- 3,747.48	0.00		- 3,747.48
PLANTRONICS INC NEW COM CUSIP: 727493108									
	60.00	36.8700000	0.00	2,212.20	682.20	1,530.00	0.00		1,530.00
PLUM CREEK TIMBER CO INC COM CUSIP: 729251108									
	235.00	44.3700000	0.00	10,426.95	9,638.01	788.94	0.00		788.94

Northern Trust

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Attachment F

Portfolio Statement

21 DEC 2012

Account Name BULFIN FUND INVESTMENTS
 Account Number 450

◆ **Asset Detail - Base Currency**

Description/Asset ID Investment Mgr ID Shares/PAR value	Exchange rate/ Local market price	Accrued income/expense	Market value	Cost	Unrealized gain/loss		Total
					Market	Translation	
<i>Equities</i>							
Common stock							
PNC FINANCIAL SERVICES GROUP COM STK CUSIP: 693475105							
771.00	58.3100000	0.00	44,957.01	34,039.63	10,917.38	0.00	10,917.38
POLYCOM INC COM CUSIP: 73172K104							
246.00	10.4600000	0.00	2,573.16	2,088.18	484.98	0.00	484.98
POPULAR INC COM NEW COM USD6 (POST REV SPLIT) CUSIP: 733174700							
138.00	20.7900000	0.00	2,869.02	4,636.04	- 1,767.02	0.00	- 1,767.02
PORTLAND GENERAL ELECTRIC CO COM NEW COMNEW CUSIP: 736508847							
102.00	27.3600000	27.54	2,790.72	2,026.74	763.98	0.00	763.98
POTLATCH CORP NEW REIT CUSIP: 737630103							
60.00	39.1900000	0.00	2,351.40	2,116.74	234.66	0.00	234.66
PRAXAIR INC COM CUSIP: 74005P104							
434.00	109.4500000	0.00	47,501.30	27,218.88	20,282.42	0.00	20,282.42
PRINCIPAL FINL GROUP INC COM STK CUSIP: 74251V102							
423.00	28.5200000	0.00	12,063.96	7,148.61	4,915.35	0.00	4,915.35
PROCTER & GAMBLE COM NPV CUSIP: 742718109							
4,015.00	67.8900000	0.00	272,578.35	231,689.11	40,889.24	0.00	40,889.24
PROGRESSIVE CORP OH COM CUSIP: 743315103							
842.00	21.1000000	0.00	17,766.20	11,903.10	5,863.10	0.00	5,863.10
PROLOGIS INC COM CUSIP: 74340W103							
670.00	36.4900000	0.00	24,448.30	17,605.29	6,843.01	0.00	6,843.01
PULTE GROUP INC CUSIP: 745867101							
503.00	18.1600000	0.00	9,134.48	5,547.88	3,586.60	0.00	3,586.60

Northern Trust

Generated by Northern Trust from reviewed periodic data on 28 Jan 13

Attachment F

Portfolio Statement

31 DEC 2012

Account Number 1057512
 Account Name BLUEC - FND INTLDCMIND - 402

◆ **Asset Detail - Base Currency**

Description/Asset ID Investment Mgr ID Shares/PAR value	Exchange rate/ Local market price	Accrued income/expense	Market value	Cost	Unrealized gain/loss		Total
					Market	Translation	
Equities							
Common stock							
PVH CORP COM USD1 CUSIP: 693656100							
102.00	111.0100000	0.00	11,323.02	3,823.86	7,499.16	0.00	7,499.16
QEP RES INC COM STK CUSIP: 74733V100							
258.00	30.2700000	0.00	7,809.66	8,765.56	- 955.90	0.00	- 955.90
QUALCOMM INC COM QCOM CUSIP: 747525103							
2,480.00	62.0200000	0.00	153,809.60	91,346.57	62,463.03	0.00	62,463.03
QUANTA SVCS INC COM CUSIP: 74762E102							
304.00	27.2900000	0.00	8,296.16	6,116.80	2,179.36	0.00	2,179.36
QUEST DIAGNOSTICS INC COM CUSIP: 74834L100							
231.00	58.2700000	0.00	13,460.37	11,339.64	2,120.73	0.00	2,120.73
QUESTAR CORP COM CUSIP: 748356102							
246.00	19.7600000	0.00	4,860.96	2,649.12	2,211.84	0.00	2,211.84
QUICKSILVER RES INC COM CUSIP: 74837R104							
172.00	2.8600000	0.00	491.92	1,953.96	- 1,462.04	0.00	- 1,462.04
RADIOSHACK CORP COM CUSIP: 750438103							
138.00	2.1200000	0.00	292.56	1,618.74	- 1,326.18	0.00	- 1,326.18
RANGE RES CORP COM CUSIP: 75281A109							
236.00	62.8300000	0.00	14,827.88	10,772.83	4,055.05	0.00	4,055.05
RED HAT INC COM CUSIP: 756577102							
281.00	52.9600000	0.00	14,881.76	6,872.61	8,009.15	0.00	8,009.15
REGENCY CTRS CORP COM CUSIP: 758849103							
125.00	47.1200000	0.00	5,890.00	4,263.22	1,626.78	0.00	1,626.78

Northern Trust

Generated by Northern Trust from reviewed periodic data on 28 Jan 13

Attachment F

Portfolio Statement

31 DEC 2012

Account number 100734F
Account Name BLUEY FND INTLDCASNO 100

◆ **Asset Detail - Base Currency**

Description/Asset ID Investment Mgr ID Shares/PAR value	Exchange rate/ Local market price	Accrued income/expense	Market value	Cost	Unrealized gain/loss		Total
					Market	Translation	
<i>Equities</i>							
Common stock							
REGIONS FINL CORP NEW COM CUSIP: 7591EP100							
2,058.00	7.1200000	20.58	14,652.96	11,493.94	3,159.02	0.00	3,159.02
ROBERT HALF INTL INC COM CUSIP: 770323103							
188.00	31.8200000	0.00	5,982.16	3,498.68	2,483.48	0.00	2,483.48
ROCK-TENN CO CL A CL A CUSIP: 772739207							
103.00	69.9100000	0.00	7,200.73	5,897.42	1,303.31	0.00	1,303.31
ROCKWELL AUTOMATION CUSIP: 773903109							
205.00	83.9900000	0.00	17,217.95	6,235.47	10,982.48	0.00	10,982.48
ROCKWOOD HLDGS INC COM CUSIP: 774415103							
108.00	49.4600000	0.00	5,341.68	4,306.49	1,035.19	0.00	1,035.19
ROYAL CARIBBEAN CRUISES COM STK CUSIP: V7780T103							
206.00	34.0000000	0.00	7,004.00	7,205.88	- 201.88	0.00	- 201.88
RYDER SYS INC COM CUSIP: 783549108							
73.00	49.9300000	0.00	3,644.89	2,565.95	1,078.94	0.00	1,078.94
SAFEWAY INC COM NEW CUSIP: 786514208							
339.00	18.0900000	0.00	6,132.51	7,628.25	- 1,495.74	0.00	- 1,495.74
SALESFORCE COM INC COM STK CUSIP: 79466L302							
192.00	168.1000000	0.00	32,275.20	11,944.02	20,331.18	0.00	20,331.18
SBA COMMUNICATIONS CORP CL A COM CUSIP: 78388J106							
177.00	71.0200000	0.00	12,570.54	8,685.24	3,885.30	0.00	3,885.30
SCHEIN HENRY INC COM CUSIP: 806407102							
125.00	80.4600000	0.00	10,057.50	4,675.39	5,382.11	0.00	5,382.11

Portfolio Statement

31 DEC 2012

Account Number 0007154
Account Name BLUEB. FUND INTL DOMIN. - 309

◆ **Asset Detail - Base Currency**

Description/Asset ID		Exchange rate/		Accrued	Market value	Cost	Unrealized gain/loss		Total
Investment Mgr ID	Local market price	Shares/PAR value	income/expense				Market	Translation	
Equities									
Common stock									
SCHNITZER STL INDS INC CL A CUSIP: 806882106									
29.00	30.3300000		0.00	879.57	1,030.08	- 150.51	0.00		- 150.51
SCHOLASTIC CORP COM CUSIP: 807066105									
39.00	29.5600000		0.00	1,152.84	482.04	670.80	0.00		670.80
SCHWAB CHARLES CORP COM NEW CUSIP: 808513105									
1,577.00	14.3600000		0.00	22,645.72	23,044.32	- 398.60	0.00		- 398.60
SCRIPPS NETWORKS INTERACTIVE INC CL A COM STK CUSIP: 811065101									
125.00	57.9200000		0.00	7,240.00	7,492.50	- 252.50	0.00		- 252.50
SEAGATE TECHNOLOGY PLC COM USD0.00001 CUSIP: G7945M107									
540.00	30.4800000		0.00	16,459.20	2,338.20	14,121.00	0.00		14,121.00
SEALED AIR CORP NEW COM STK CUSIP: 81211K100									
268.00	17.5100000		0.00	4,692.68	4,116.87	575.81	0.00		575.81
SHERWIN-WILLIAMS CO COM CUSIP: 824348106									
127.00	153.8200000		0.00	19,535.14	18,321.38	1,213.76	0.00		1,213.76
SIGMA-ALDRICH CORP COM CUSIP: 826552101									
175.00	73.5800000		0.00	12,876.50	6,985.66	5,890.84	0.00		5,890.84
SILICON GRAPHICS INTL CORP COM CUSIP: 82706L108									
43.00	10.2300000		0.00	439.89	625.22	- 185.33	0.00		- 185.33
SIMPSON MFG INC COM CUSIP: 829073105									
52.00	32.7900000		6.50	1,705.08	1,181.44	523.64	0.00		523.64
SMITH A O CORP COM CUSIP: 831865209									
57.00	63.0700000		0.00	3,594.99	1,503.87	2,091.12	0.00		2,091.12

Northern Trust

Portfolio Statement

31 DEC 2012

Account number 0807314
Account Name BLUEC FND MTD BDRING 100

◆ **Asset Detail - Base Currency**

Description/Asset ID Investment Mgr ID Shares/PAR value	Exchange rate/ Local market price	Accrued income/expense	Market value	Cost	Unrealized gain/loss		Total
					Market	Translation	
Equities							
Common stock							
SMUCKER J M CO COM NEW COM NEW CUSIP: 832696405							
158.00	86.2400000	0.00	13,625.92	6,806.45	6,819.47	0.00	6,819.47
SNAP-ON INC COM CUSIP: 833034101							
82.00	78.9900000	0.00	6,477.18	3,045.34	3,431.84	0.00	3,431.84
SONOCO PROD CO COM CUSIP: 835495102							
139.00	29.7300000	0.00	4,132.47	3,289.76	842.71	0.00	842.71
SOUTHWESTERN ENERGY CO COM CUSIP: 845467109							
508.00	33.4100000	0.00	16,972.28	14,352.19	2,620.09	0.00	2,620.09
SPECTRA ENERGY CORP COM STK CUSIP: 847560109							
950.00	27.3800000	0.00	26,011.00	15,012.21	10,998.79	0.00	10,998.79
SPIRIT AEROSYSTEMS HLDGS INC CL A CUSIP: 848574109							
164.00	16.9700000	0.00	2,783.08	2,040.23	742.85	0.00	742.85
SPRINT NEXTEL CORP CUSIP: 852061100							
4,369.00	5.6700000	0.00	24,772.23	11,242.83	13,529.40	0.00	13,529.40
ST JUDE MED INC COM CUSIP: 790849103							
451.00	36.1400000	103.73	16,299.14	13,786.88	2,512.26	0.00	2,512.26
STANCORP FINL GROUP INC COM CUSIP: 852891100							
65.00	36.6700000	0.00	2,383.55	1,742.00	641.55	0.00	641.55
STANLEY BLACK & DECKER INC COM CUSIP: 854502101							
232.00	73.9700000	0.00	17,161.04	8,232.00	8,929.04	0.00	8,929.04
STAPLES INC COM CUSIP: 855030102							
993.00	11.4000000	0.00	11,320.20	17,070.43	- 5,750.23	0.00	- 5,750.23

Northern Trust

Generated by Northern Trust from reviewed periodic data on 28 Jan 13

Attachment F

Portfolio Statement

31 DEC 2012

Account Number 2637258
Account Name SUNNY FUND INVESTMENTS

◆ **Asset Detail - Base Currency**

Description/Asset ID Investment Mgr ID Shares/PAR value	Exchange rate/ Local market price	Accrued income/expense	Market value	Cost	Unrealized gain/loss		Total
					Market	Translation	
Equities							
Common stock							
STARBUCKS CORP COM CUSIP: 855244109							
1,106.00	53.6200000	0.00	59,303.72	13,927.40	45,376.32	0.00	45,376.32
STATE STR CORP COM CUSIP: 857477103							
697.00	47.0100000	167.28	32,765.97	26,643.75	6,122.22	0.00	6,122.22
STEELCASE INC CL A COM CUSIP: 858155203							
95.00	12.7400000	0.00	1,210.30	437.95	772.35	0.00	772.35
SUNPOWER CORP COM CUSIP: 867652406							
58.00	5.6200000	0.00	325.96	435.33	- 109.37	0.00	- 109.37
SUPER MICRO COMPUTER INC COM CUSIP: 86800U104							
42.00	10.2000000	0.00	428.40	545.53	- 117.13	0.00	- 117.13
SYMANTEC CORP COM CUSIP: 871503108							
1,022.00	18.8100000	0.00	19,223.82	13,797.00	5,426.82	0.00	5,426.82
SYNOVUS FINL CORP COM CUSIP: 87161C105							
1,060.00	2.4500000	10.60	2,597.00	4,108.82	- 1,511.82	0.00	- 1,511.82
SYSCO CORP COM CUSIP: 871829107							
854.00	31.6600000	0.00	27,037.64	20,466.70	6,570.94	0.00	6,570.94
T ROWE PRICE GROUP INC CUSIP: 74144T108							
369.00	65.1300000	0.00	24,032.97	11,174.49	12,858.48	0.00	12,858.48
TARGET CORP COM STK CUSIP: 87612E106							
906.00	59.1700000	0.00	53,608.02	31,989.21	21,618.81	0.00	21,618.81
TEAM INC COM STK CUSIP: 878155100							
31.00	38.0400000	0.00	1,179.24	740.90	438.34	0.00	438.34

Northern Trust

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Attachment F

Portfolio Statement

31 DEC 2012

Account Number 1047126
Account Name BLUEFOND INVESTING LTD

◆ **Asset Detail - Base Currency**

Description/Asset ID Investment Mgr ID Shares/PAR value	Exchange rate/ Local market price	Accrued income/expense	Market value	Cost	Unrealized gain/loss		Total
					Market	Translation	
Equities							
Common stock							
TECHNE CORP COM CUSIP: 878377100							
50.00	68.3400000	0.00	3,417.00	3,242.00	175.00	0.00	175.00
TELLABS INC COM CUSIP: 879664100							
481.00	2.2800000	0.00	1,096.68	1,962.48	- 865.80	0.00	- 865.80
TENNANT CO COM CUSIP: 880345103							
24.00	43.9500000	0.00	1,054.80	355.20	699.60	0.00	699.60
TERADATA CORP DEL COM STK CUSIP: 88076W103							
245.00	61.8900000	0.00	15,163.05	18,540.85	- 3,377.80	0.00	- 3,377.80
TETRA TECH INC NEW COM CUSIP: 88162G103							
89.00	26.4500000	0.00	2,354.05	1,974.72	379.33	0.00	379.33
TEXAS INSTRUMENTS INC COM CUSIP: 882508104							
1,657.00	30.9400000	0.00	51,267.58	25,150.69	26,116.89	0.00	26,116.89
THERMO FISHER CORP CUSIP: 883556102							
532.00	63.7800000	79.80	33,930.96	20,520.47	13,410.49	0.00	13,410.49
TIFFANY & CO COM CUSIP: 886547108							
184.00	57.3400000	58.88	10,550.56	4,753.55	5,797.01	0.00	5,797.01
TIME WARNER CABLE INC COM CUSIP: 88732J207							
445.00	97.1900000	0.00	43,249.55	39,806.75	3,442.80	0.00	3,442.80
TIME WARNER INC USD0.01 CUSIP: 887317303							
1,382.00	47.8300000	0.00	66,101.06	65,258.04	843.02	0.00	843.02
TIMKEN CO COM CUSIP: 887389104							
115.00	47.8300000	0.00	5,500.45	2,022.85	3,477.60	0.00	3,477.60

Northern Trust

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Attachment F

Portfolio Statement

31 DEC 2012

Account Number 2697153
Account Name BLUEC FND NTQUICKFND 420

◆ **Asset Detail - Base Currency**

Description/Asset ID Investment Mgr ID Shares/PAR value	Exchange rate/ Local market price	Accrued income/expense	Market value	Cost	Unrealized gain/loss		Total
					Market	Translation	
Equities							
Common stock							
TJX COS INC COM NEW CUSIP: 872540109 TJX	1,066.00 42.4500000	0.00	45,251.70	11,416.64	33,835.06	0.00	33,835.06
TOOTSIE ROLL INDS INC COM CUSIP: 890516107	26.00 25.9200000	0.00	673.92	557.88	116.04	0.00	116.04
TRAVELERS COS INC COM STK CUSIP: 89417E109	561.00 71.8200000	0.00	40,291.02	22,674.13	17,616.89	0.00	17,616.89
TRUEBLUE INC COM STK CUSIP: 89785X101	58.00 15.7500000	0.00	913.50	830.56	82.94	0.00	82.94
TUPPERWARE BRANDS CORPORATION CUSIP: 899896104	80.00 64.1000000	0.00	5,128.00	1,704.80	3,423.20	0.00	3,423.20
UGI CORP NEW COM CUSIP: 902681105	160.00 32.7100000	43.20	5,233.60	3,936.05	1,297.55	0.00	1,297.55
ULTRA PETE CORP COM NPV CUSIP: 903914109	212.00 18.1300000	0.00	3,843.56	7,492.50	- 3,648.94	0.00	- 3,648.94
UMPQUA HLDGS CORP COM CUSIP: 904214103	159.00 11.7900000	0.00	1,874.61	1,790.28	84.33	0.00	84.33
UNDER ARMOR INC CL A CUSIP: 904311107	114.00 48.5300000	0.00	5,532.42	2,767.39	2,765.03	0.00	2,765.03
UNITED NAT FOODS INC COM CUSIP: 911163103	69.00 53.5900000	0.00	3,697.71	1,517.20	2,180.51	0.00	2,180.51
UNITED PARCEL SVC INC CL B CUSIP: 911312106	1,057.00 73.7300000	0.00	77,932.61	52,788.60	25,144.01	0.00	25,144.01

Northern Trust

Generated by Northern Trust from reviewed periodic data on 28 Jan 13

Attachment F

Portfolio Statement

21 DEC 2012

Account Number 007114
 Account Name BLUEBOND FUND INVESTORS INC

◆ **Asset Detail - Base Currency**

Description/Asset ID Investment Mgr ID Shares/PAR value	Exchange rate/ Local market price	Accrued income/expense	Market value	Cost	Unrealized gain/loss		Total	
					Market	Translation		
Equities								
Common stock								
US BANCORP CUSIP: 902973304 USB	2,760.00	31.9400000	538.20	88,154.40	53,378.17	34,776.23	0.00	34,776.23
V F CORP COM CUSIP: 918204108	128.00	150.9700000	0.00	19,324.16	7,601.46	11,722.70	0.00	11,722.70
VAIL RESORTS INC COM CUSIP: 91879Q109	50.00	54.0900000	0.00	2,704.50	1,880.65	823.85	0.00	823.85
VALSPAR CORP COM CUSIP: 920355104	123.00	62.4000000	0.00	7,675.20	2,222.61	5,452.59	0.00	5,452.59
VARIAN MEDICAL SYSTEMS INC CUSIP: 92220P105	160.00	70.2400000	0.00	11,238.40	5,706.84	5,531.56	0.00	5,531.56
VERTEX PHARMACEUTICALS INC COM CUSIP: 92532F100	314.00	41.9400000	0.00	13,169.16	12,497.20	671.96	0.00	671.96
VIRGIN MEDIA INC COM STK CUSIP: 92769L101	396.00	36.7500000	0.00	14,553.00	3,544.20	11,008.80	0.00	11,008.80
VORNADO RLTY TR COM CUSIP: 929042109	243.00	80.0800000	0.00	19,459.44	21,338.80	- 1,879.36	0.00	- 1,879.36
WABCO HLDGS INC COM STK CUSIP: 92927K102	91.00	65.1900000	0.00	5,932.29	1,954.94	3,977.35	0.00	3,977.35
WABTEC CORP COM CUSIP: 929740108	67.00	87.5400000	0.00	5,865.18	2,291.11	3,574.07	0.00	3,574.07
WALT DISNEY CO CUSIP: 254687106	2,482.00	49.7900000	0.00	123,578.78	55,911.75	67,667.03	0.00	67,667.03

Northern Trust

Generated by Northern Trust from reviewed periodic data on 28 Jan 13

Attachment F

Portfolio Statement

31 DEC 2012

Account Number 217120
 Account Name BLUEBERRY AT&T COMMING 106

◆ **Asset Detail - Base Currency**

Description/Asset ID Investment Mgr ID Shares/PAR value	Exchange rate/ Local market price	Accrued income/expense	Market value	Cost	Unrealized gain/loss		Total
					Market	Translation	
Equities							
Common stock							
WATERS CORP COM CUSIP: 941848103							
124.00	87.1200000	0.00	10,802.88	4,751.68	6,051.20	0.00	6,051.20
WAUSAU PAPER CORP COM CUSIP: 943315101							
66.00	8.6600000	0.00	571.56	677.16	- 105.60	0.00	- 105.60
WD 40 CO COM STK CUSIP: 929236107							
23.00	47.1100000	0.00	1,083.53	724.86	358.67	0.00	358.67
WELLPOINT INC COM CUSIP: 94973V107							
482.00	60.9200000	0.00	29,363.44	24,553.08	4,810.36	0.00	4,810.36
WESCO AIRCRAFT HOLDINGS INC CUSIP: 950814103							
31.00	13.2100000	0.00	409.51	394.63	14.88	0.00	14.88
WEYERHAEUSER CO COM CUSIP: 962166104							
783.00	27.8200000	0.00	21,783.06	15,799.86	5,983.20	0.00	5,983.20
WGL HLDGS INC COM CUSIP: 92924F106							
71.00	39.1900000	0.00	2,782.49	2,305.17	477.32	0.00	477.32
WHITING PETE CORP COM STK CUSIP: 966387102							
165.00	43.3700000	0.00	7,156.05	7,131.30	24.75	0.00	24.75
WHOLE FOODS MKT INC COM CUSIP: 966837106							
255.00	91.3300000	0.00	23,289.15	7,240.36	16,048.79	0.00	16,048.79
WILEY JOHN & SONS INC CL A CUSIP: 968223206							
68.00	38.9300000	0.00	2,647.24	2,388.12	259.12	0.00	259.12
WINDSTREAM CORP COM STK CUSIP: 97381W104							
829.00	8.2800000	207.25	6,864.12	6,858.87	5.25	0.00	5.25

Northern Trust

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Attachment F

Portfolio Statement

31 DEC 2012

Account number 389758
 Account Name BLUEBOND FUND INVESTORS

◆ **Asset Detail - Base Currency**

Description/Asset ID		Exchange rate/		Accrued	Market value	Cost	Unrealized gain/loss		Total	
Shares/PAR value	Local market price			income/expense			Market	Translation		
Equities										
Common stock										
WORTHINGTON INDS INC COM CUSIP: 981811102										
78.00	25.9900000			0.00	2,027.22	842.40	1,184.82	0.00	1,184.82	
XEROX CORP COM CUSIP: 984121103										
1,923.00	6.8200000			81.72	13,114.86	15,929.25	- 2,814.39	0.00	- 2,814.39	
XYLEM INC W/I CUSIP: 98419M100										
260.00	27.1000000			0.00	7,046.00	6,588.40	457.60	0.00	457.60	
YAHOO INC COM CUSIP: 984332106										
1,634.00	19.9000000			0.00	32,516.60	28,280.24	4,236.36	0.00	4,236.36	
ZOLTEK COS INC COM CUSIP: 98975W104										
52.00	7.7500000			0.00	403.00	348.40	54.60	0.00	54.60	
1ST HORIZON NATL CORP COM CUSIP: 320517105										
365.00	9.9100000			3.65	3,617.15	2,561.39	1,055.76	0.00	1,055.76	
3M CO COM CUSIP: 88579Y101										
956.00	92.8500000			0.00	88,764.60	53,663.07	35,101.53	0.00	35,101.53	
Total USD				9,267.91	8,097,975.75	5,548,707.00	2,549,268.75	0.00	2,549,268.75	
Total United States				9,267.91	8,097,975.75	5,548,707.00	2,549,268.75	0.00	2,549,268.75	
Total Common Stock				226,532.00	9,267.91	8,097,975.75	5,548,707.00	2,549,268.75	0.00	2,549,268.75
Total Equities				226,532.00	9,267.91	8,097,975.75	5,548,707.00	2,549,268.75	0.00	2,549,268.75

Northern Trust

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Attachment F

Portfolio Statement

24 DEC 2012

Account Name BLUEC - FND ATQUCN360 - 420

◆ **Asset Detail - Base Currency**

Description/Asset ID Investment Mgr ID Shares/PAR value	Exchange rate/ Local market price	Accrued income/expense	Market value	Cost	Unrealized gain/loss		Total
					Market	Translation	
Cash and Cash Equivalents							
Funds - short term investment							
MFB NORTHERN INSTL FDS GOVT SELECT PORTFOLIO CUSIP: 665278701							
1.0000000		0.64	62,071.36	62,071.36	0.00	0.00	0.00
Total funds - short term investment - all currencies		0.64	62,071.36	62,071.36	0.00	0.00	0.00
Total funds - short term investment - all countries		0.64	62,071.36	62,071.36	0.00	0.00	0.00
Total Funds - Short Term Investment							
62,071.36		0.64	62,071.36	62,071.36	0.00	0.00	0.00
Total Cash and Cash Equivalents							
62,071.36		0.64	62,071.36	62,071.36	0.00	0.00	0.00
Total	288,603.36	9,268.55	8,160,047.11	5,610,778.36	1,549,268.75	0.00	2,549,268.75

Northern Trust

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Attachment F

Portfolio Statement

31 DEC 2012

Account Number: 2710750
 Account Name: BLUE SHIELD OF CALIF. RESERVE

◆ **Asset Summary**

Country	Accrued income/expense	Market value	Cost	Market	Translation	Total	Market value incl. accruals	%
<i>Fixed Income</i>								
Funds - other fixed income								
United States - USD	2,659.17	3,853,918.68	3,805,088.61	48,830.07	0.00	48,830.07	3,856,577.85	47.558%
Total funds - other fixed income	2,659.17	3,853,918.68	3,805,088.61	48,830.07	0.00	48,830.07	3,856,577.85	47.558%
Total fixed income	2,659.17	3,853,918.68 ② ①	3,805,088.61 ①	48,830.07	0.00	48,830.07	3,856,577.85	47.558%
<i>Cash and Cash Equivalents</i>								
Funds - short term investment								
Funds - Short Term Investment	62.11	4,255,284.47	4,255,284.47	0.00	0.00	0.00	4,255,346.58	52.475%
Total funds - short term investment	62.11	4,255,284.47	4,255,284.47	0.00	0.00	0.00	4,255,346.58	52.475%
Total cash and cash equivalents	62.11	4,255,284.47 D02 ①	4,255,284.47 D02	0.00	0.00	0.00	4,255,346.58	52.475%
<i>Adjustments To Cash</i>								
Pending trade purchases								
Pending trade purchases	0.00	- 2,659.16	- 2,659.16	0.00	0.00	0.00	-2,659.16	- 0.033%
Total pending trade purchases	0.00	- 2,659.16	- 2,659.16	0.00	0.00	0.00	-2,659.16	- 0.033%
Total adjustments to cash	0.00	- 2,659.16 ②	- 2,659.16 ①	0.00	0.00	0.00	-2,659.16	- 0.033%
Total Unrealized Gains						48,830.07		
Total Unrealized Losses						0.00		
Total	2,721.28 D02	8,106,543.99	8,057,713.92 D02	48,830.07	0.00	48,830.07	8,109,265.27	100.000%

Total Cost incl. Accruals

8,060,435.20

$\Sigma ② = \$3,851,259$ D02

$\Sigma ① = \$3,802,429$ D02

Northern Trust

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Attachment G

$\Sigma ① = 8,109,203$

Per TB 8,109,133 TR

Diff

70

Portfolio Statement

31 DEC 2012

Account Number 1218790
Account Name BLUE SHIELD OF CA FDN - RESERVE

◆ **Asset Detail - Base Currency**

Description/Asset ID Investment Mgr ID Shares/PAR value	Exchange rate/ Local market price	Accrued income/expense	Market value	Cost	Unrealized gain/loss		Total
					Market	Translation	

Fixed Income

Funds - other fixed income

United States - USD

MFB NTGI -QM COMMON DAILY SECURITIZED BOND INDEX FUND - NON LENDING CUSIP: 003999AS8	52,386.37	10.8850000	1,483.69	570,225.63	547,865.34	22,360.29	0.00	22,360.29
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Issue Date: 4 Feb 04

MFB NTGI COMMON DAILY SHORT-TERM GOVERNMENT BOND INDEX FUND - LENDING CUSIP: 664992906	312,822.05	10.4970000	1,175.48	3,283,693.05	3,257,223.27	26,469.78	0.00	26,469.78
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Issue Date: 4 Feb 04

Total USD			2,659.17	3,853,918.68	3,805,088.61	48,830.07	0.00	48,830.07
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Total United States			2,659.17	3,853,918.68	3,805,088.61	48,830.07	0.00	48,830.07
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Total Funds - Other Fixed Income	365,208.42		2,659.17	3,853,918.68	3,805,088.61	48,830.07	0.00	48,830.07
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Total Fixed Income	365,208.42		2,659.17	3,853,918.68	3,805,088.61	48,830.07	0.00	48,830.07
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Description/Asset ID Investment Mgr ID Shares/PAR value	Exchange rate/ Local market price	Accrued income/expense	Market value	Cost	Unrealized gain/loss		Total
					Market	Translation	

Cash and Cash Equivalents

Funds - short term investment

MFB NORTHERN INSTL FDS GOVT SELECT PORTFOLIO CUSIP: 665278701	1.0000000		62.11	4,255,284.47	4,255,284.47	0.00	0.00	0.00
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Northern Trust

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Attachment G

Portfolio Statement

31 DEC 2012

Account Name BLUE SHIELD OF CA FDN - RESERVE

Account Number 231212

◆ **Asset Detail - Base Currency**

Description/Asset ID Investment Mgr ID Shares/PAR value	Exchange rate/ Local market price	Accrued income/expense	Market value	Cost	Unrealized gain/loss		Total
					Market	Translation	

Cash and Cash Equivalents

Funds - short term investment

Total funds - short term investment - all currencies		62.11	4,255,284.47	4,255,284.47	0.00	0.00	0.00
Total funds - short term investment - all countries		62.11	4,255,284.47	4,255,284.47	0.00	0.00	0.00
Total Funds - Short Term Investment							
		62.11	4,255,284.47	4,255,284.47	0.00	0.00	0.00

Total Cash and Cash Equivalents

		62.11	4,255,284.47	4,255,284.47	0.00	0.00	0.00
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Description/Asset ID Investment Mgr ID Shares/PAR value	Exchange rate/ Local market price	Accrued income/expense	Market value	Cost	Unrealized gain/loss		Total
					Market	Translation	

Adjustments To Cash

Pending trade purchases

USD - United States dollar	1.0000000	0.00	- 2,659.16	- 2,659.16	0.00	0.00	0.00
Total pending trade purchases - all currencies		0.00	- 2,659.16	- 2,659.16	0.00	0.00	0.00
Total pending trade purchases - all countries		0.00	- 2,659.16	- 2,659.16	0.00	0.00	0.00
Total Pending trade purchases							
		0.00	- 2,659.16	- 2,659.16	0.00	0.00	0.00

Northern Trust

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Attachment G

Portfolio Statement

23 DEC 2012

Account Number 328746
Account Name BLUE HILL OF CA FDU RESERVE

◆ **Asset Detail - Base Currency**

Description/Asset ID Investment Mgr ID Shares/PAR value	Exchange rate/ Local market price	Accrued income/expense	Market value	Cost	Unrealized gain/loss		Total
					Market	Translation	

Adjustments To Cash

Pending trade purchases

Total Adjustments To Cash

0.00	0.00	- 2,659.16	- 2,659.16	0.00	0.00	0.00
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Total	4,620,492.89	2,721.26	8,108,543.99	8,057,713.92	48,830.07	0.00	48,830.07
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