

Form **990**

Return of Organization Exempt From Income Tax
Under section 501(c), 527, or 4947(a)(1) of the Internal Revenue Code (except private foundations)

OMB No. 1545-0047

2018

Department of the Treasury
Internal Revenue Service

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

▶ Go to www.irs.gov/Form990 for instructions and the latest information.

Open to Public Inspection

A For the 2018 calendar year, or tax year beginning and ending

B Check if applicable: <input type="checkbox"/> Address change <input type="checkbox"/> Name change <input type="checkbox"/> Initial return <input type="checkbox"/> Final return/terminated <input type="checkbox"/> Amended return <input type="checkbox"/> Application pending	C Name of organization THE ROSE HILLS FOUNDATION Doing business as Number and street (or P.O. box if mail is not delivered to street address) Room/suite 225 SOUTH LAKE AVENUE 1250 City or town, state or province, country, and ZIP or foreign postal code PASADENA, CA 91101 F Name and address of principal officer: VICTORIA ROGERS SAME AS C ABOVE	D Employer identification number 95-1637466 E Telephone number (626) 696-2220 G Gross receipts \$ 5,397,923. H(a) Is this a group return for subordinates? Yes <input type="checkbox"/> No <input checked="" type="checkbox"/> H(b) Are all subordinates included? Yes <input type="checkbox"/> No <input type="checkbox"/> If "No," attach a list. (see instructions) H(c) Group exemption number ▶
I Tax-exempt status: <input type="checkbox"/> 501(c)(3) <input checked="" type="checkbox"/> 501(c) (4) (insert no.) <input type="checkbox"/> 4947(a)(1) or <input type="checkbox"/> 527		
J Website: ▶ ROSEHILLSFOUNDATION.ORG		
K Form of organization: <input type="checkbox"/> Corporation <input type="checkbox"/> Trust <input type="checkbox"/> Association <input checked="" type="checkbox"/> Other ▶ EXEMP L Year of formation: 1950 M State of legal domicile: CA		

Part I Summary

	1	Briefly describe the organization's mission or most significant activities: SUPPORT QUALIFIED TAX-EXEMPT CHARITABLE ORGANIZATIONS WHICH PROMOTE THE WELFARE OF HUMANKIND, FOR		
Activities & Governance	2	Check this box <input type="checkbox"/> if the organization discontinued its operations or disposed of more than 25% of its net assets.		
	3	Number of voting members of the governing body (Part VI, line 1a)	3	4
	4	Number of independent voting members of the governing body (Part VI, line 1b)	4	4
	5	Total number of individuals employed in calendar year 2018 (Part V, line 2a)	5	7
	6	Total number of volunteers (estimate if necessary)	6	0
	7a	Total unrelated business revenue from Part VIII, column (C), line 12	7a	-4,198,743.
	7b	Net unrelated business taxable income from Form 990-T, line 38	7b	-4,288,716.
Revenue	8	Contributions and grants (Part VIII, line 1h)	0.	0.
	9	Program service revenue (Part VIII, line 2g)	0.	0.
	10	Investment income (Part VIII, column (A), lines 3, 4, and 7d)	18,836,404.	9,596,203.
	11	Other revenue (Part VIII, column (A), lines 5, 6d, 8c, 9c, 10c, and 11e)	-3,064,613.	-4,198,280.
	12	Total revenue - add lines 8 through 11 (must equal Part VIII, column (A), line 12)	15,771,791.	5,397,923.
	Expenses	13	Grants and similar amounts paid (Part IX, column (A), lines 1-3)	22,290,550.
14		Benefits paid to or for members (Part IX, column (A), line 4)	0.	0.
15		Salaries, other compensation, employee benefits (Part IX, column (A), lines 5-10)	1,476,591.	1,458,705.
16a		Professional fundraising fees (Part IX, column (A), line 11e)	0.	0.
b		Total fundraising expenses (Part IX, column (D), line 25) ▶ 0.		
17		Other expenses (Part IX, column (A), lines 11a-11d, 11f-24e)	8,439,535.	616,849.
	18	Total expenses. Add lines 13-17 (must equal Part IX, column (A), line 25)	32,206,676.	25,172,087.
	19	Revenue less expenses. Subtract line 18 from line 12	-16,434,885.	-19,774,164.
Net Assets or Fund Balances	20	Total assets (Part X, line 16)	Beginning of Current Year 504,003,460.	End of Year 461,438,100.
	21	Total liabilities (Part X, line 26)	288,565.	271,185.
	22	Net assets or fund balances. Subtract line 21 from line 20	503,714,895.	461,166,915.

Part II Signature Block

Under penalties of perjury, I declare that I have examined this return, including accompanying schedules and statements, and to the best of my knowledge and belief, it is true, correct, and complete. Declaration of preparer (other than officer) is based on all information of which preparer has any knowledge.

Sign Here	Signature of officer VICTORIA ROGERS, PRESIDENT Type or print name and title	Date			
Paid Preparer Use Only	Print/Type preparer's name STEVEN M. BERKSON	Preparer's signature	Date	Check if self-employed <input type="checkbox"/>	PTIN P00210582
	Firm's name ▶ STEVEN M. BERKSON, CPA, A PROF. CORP.	Firm's EIN ▶ 95-4707764			
	Firm's address ▶ 5550 TOPANGA CANYON BLVD., STE 350 WOODLAND HILLS, CA 91367	Phone no. (818) 713-8060			

May the IRS discuss this return with the preparer shown above? (see instructions) Yes No

Part III Statement of Program Service Accomplishments

Check if Schedule O contains a response or note to any line in this Part III []

1 Briefly describe the organization's mission: NONE

2 Did the organization undertake any significant program services during the year which were not listed on the prior Form 990 or 990-EZ? [] Yes [X] No

3 Did the organization cease conducting, or make significant changes in how it conducts, any program services? [] Yes [X] No

4 Describe the organization's program service accomplishments for each of its three largest program services, as measured by expenses.

4a (Code:) (Expenses \$ 24,140,689. including grants of \$ 23,096,533.) (Revenue \$ 9,596,666.) SUPPORT QUALIFIED TAX-EXEMPT CHARITABLE ORGANIZATIONS WHICH PROMOTE THE WELFARE OF HUMANKIND, FOR THE BENEFIT OF PEOPLE IN SOUTHERN CALIFORNIA.

4b (Code:) (Expenses \$ including grants of \$) (Revenue \$)

4c (Code:) (Expenses \$ including grants of \$) (Revenue \$)

4d Other program services (Describe in Schedule O.) (Expenses \$ including grants of \$) (Revenue \$)

4e Total program service expenses 24,140,689.

Part IV Checklist of Required Schedules

		Yes	No
1	Is the organization described in section 501(c)(3) or 4947(a)(1) (other than a private foundation)? <i>If "Yes," complete Schedule A</i>		X
2	Is the organization required to complete <i>Schedule B, Schedule of Contributors</i> ?		X
3	Did the organization engage in direct or indirect political campaign activities on behalf of or in opposition to candidates for public office? <i>If "Yes," complete Schedule C, Part I</i>		X
4	Section 501(c)(3) organizations. Did the organization engage in lobbying activities, or have a section 501(h) election in effect during the tax year? <i>If "Yes," complete Schedule C, Part II</i>		
5	Is the organization a section 501(c)(4), 501(c)(5), or 501(c)(6) organization that receives membership dues, assessments, or similar amounts as defined in Revenue Procedure 98-19? <i>If "Yes," complete Schedule C, Part III</i>		X
6	Did the organization maintain any donor advised funds or any similar funds or accounts for which donors have the right to provide advice on the distribution or investment of amounts in such funds or accounts? <i>If "Yes," complete Schedule D, Part I</i>		X
7	Did the organization receive or hold a conservation easement, including easements to preserve open space, the environment, historic land areas, or historic structures? <i>If "Yes," complete Schedule D, Part II</i>		X
8	Did the organization maintain collections of works of art, historical treasures, or other similar assets? <i>If "Yes," complete Schedule D, Part III</i>		X
9	Did the organization report an amount in Part X, line 21, for escrow or custodial account liability, serve as a custodian for amounts not listed in Part X; or provide credit counseling, debt management, credit repair, or debt negotiation services? <i>If "Yes," complete Schedule D, Part IV</i>		X
10	Did the organization, directly or through a related organization, hold assets in temporarily restricted endowments, permanent endowments, or quasi-endowments? <i>If "Yes," complete Schedule D, Part V</i>		X
11	If the organization's answer to any of the following questions is "Yes," then complete Schedule D, Parts VI, VII, VIII, IX, or X as applicable.		
a	Did the organization report an amount for land, buildings, and equipment in Part X, line 10? <i>If "Yes," complete Schedule D, Part VI</i>	X	
b	Did the organization report an amount for investments - other securities in Part X, line 12 that is 5% or more of its total assets reported in Part X, line 16? <i>If "Yes," complete Schedule D, Part VII</i>	X	
c	Did the organization report an amount for investments - program related in Part X, line 13 that is 5% or more of its total assets reported in Part X, line 16? <i>If "Yes," complete Schedule D, Part VIII</i>		X
d	Did the organization report an amount for other assets in Part X, line 15 that is 5% or more of its total assets reported in Part X, line 16? <i>If "Yes," complete Schedule D, Part IX</i>		X
e	Did the organization report an amount for other liabilities in Part X, line 25? <i>If "Yes," complete Schedule D, Part X</i>	X	
f	Did the organization's separate or consolidated financial statements for the tax year include a footnote that addresses the organization's liability for uncertain tax positions under FIN 48 (ASC 740)? <i>If "Yes," complete Schedule D, Part X</i>		X
12a	Did the organization obtain separate, independent audited financial statements for the tax year? <i>If "Yes," complete Schedule D, Parts XI and XII</i>	X	
b	Was the organization included in consolidated, independent audited financial statements for the tax year? <i>If "Yes," and if the organization answered "No" to line 12a, then completing Schedule D, Parts XI and XII is optional</i>		X
13	Is the organization a school described in section 170(b)(1)(A)(ii)? <i>If "Yes," complete Schedule E</i>		X
14a	Did the organization maintain an office, employees, or agents outside of the United States?		X
b	Did the organization have aggregate revenues or expenses of more than \$10,000 from grantmaking, fundraising, business, investment, and program service activities outside the United States, or aggregate foreign investments valued at \$100,000 or more? <i>If "Yes," complete Schedule F, Parts I and IV</i>		X
15	Did the organization report on Part IX, column (A), line 3, more than \$5,000 of grants or other assistance to or for any foreign organization? <i>If "Yes," complete Schedule F, Parts II and IV</i>		X
16	Did the organization report on Part IX, column (A), line 3, more than \$5,000 of aggregate grants or other assistance to or for foreign individuals? <i>If "Yes," complete Schedule F, Parts III and IV</i>		X
17	Did the organization report a total of more than \$15,000 of expenses for professional fundraising services on Part IX, column (A), lines 6 and 11e? <i>If "Yes," complete Schedule G, Part I</i>		X
18	Did the organization report more than \$15,000 total of fundraising event gross income and contributions on Part VIII, lines 1c and 8a? <i>If "Yes," complete Schedule G, Part II</i>		X
19	Did the organization report more than \$15,000 of gross income from gaming activities on Part VIII, line 9a? <i>If "Yes," complete Schedule G, Part III</i>		X
20a	Did the organization operate one or more hospital facilities? <i>If "Yes," complete Schedule H</i>		X
b	If "Yes" to line 20a, did the organization attach a copy of its audited financial statements to this return?		
21	Did the organization report more than \$5,000 of grants or other assistance to any domestic organization or domestic government on Part IX, column (A), line 1? <i>If "Yes," complete Schedule I, Parts I and II</i>	X	

Part IV Checklist of Required Schedules (continued)

	Yes	No
22 Did the organization report more than \$5,000 of grants or other assistance to or for domestic individuals on Part IX, column (A), line 2? <i>If "Yes," complete Schedule I, Parts I and III</i>		X
23 Did the organization answer "Yes" to Part VII, Section A, line 3, 4, or 5 about compensation of the organization's current and former officers, directors, trustees, key employees, and highest compensated employees? <i>If "Yes," complete Schedule J</i>	X	
24a Did the organization have a tax-exempt bond issue with an outstanding principal amount of more than \$100,000 as of the last day of the year, that was issued after December 31, 2002? <i>If "Yes," answer lines 24b through 24d and complete Schedule K. If "No," go to line 25a</i>		X
24b Did the organization invest any proceeds of tax-exempt bonds beyond a temporary period exception?		
24c Did the organization maintain an escrow account other than a refunding escrow at any time during the year to defease any tax-exempt bonds?		
24d Did the organization act as an "on behalf of" issuer for bonds outstanding at any time during the year?		
25a Section 501(c)(3), 501(c)(4), and 501(c)(29) organizations. Did the organization engage in an excess benefit transaction with a disqualified person during the year? <i>If "Yes," complete Schedule L, Part I</i>		X
25b Is the organization aware that it engaged in an excess benefit transaction with a disqualified person in a prior year, and that the transaction has not been reported on any of the organization's prior Forms 990 or 990-EZ? <i>If "Yes," complete Schedule L, Part I</i>		X
26 Did the organization report any amount on Part X, line 5, 6, or 22 for receivables from or payables to any current or former officers, directors, trustees, key employees, highest compensated employees, or disqualified persons? <i>If "Yes," complete Schedule L, Part II</i>		X
27 Did the organization provide a grant or other assistance to an officer, director, trustee, key employee, substantial contributor or employee thereof, a grant selection committee member, or to a 35% controlled entity or family member of any of these persons? <i>If "Yes," complete Schedule L, Part III</i>		X
28 Was the organization a party to a business transaction with one of the following parties (see Schedule L, Part IV instructions for applicable filing thresholds, conditions, and exceptions):		
28a A current or former officer, director, trustee, or key employee? <i>If "Yes," complete Schedule L, Part IV</i>		X
28b A family member of a current or former officer, director, trustee, or key employee? <i>If "Yes," complete Schedule L, Part IV</i>		X
28c An entity of which a current or former officer, director, trustee, or key employee (or a family member thereof) was an officer, director, trustee, or direct or indirect owner? <i>If "Yes," complete Schedule L, Part IV</i>		X
29 Did the organization receive more than \$25,000 in non-cash contributions? <i>If "Yes," complete Schedule M</i>		X
30 Did the organization receive contributions of art, historical treasures, or other similar assets, or qualified conservation contributions? <i>If "Yes," complete Schedule M</i>		X
31 Did the organization liquidate, terminate, or dissolve and cease operations? <i>If "Yes," complete Schedule N, Part I</i>		X
32 Did the organization sell, exchange, dispose of, or transfer more than 25% of its net assets? <i>If "Yes," complete Schedule N, Part II</i>		X
33 Did the organization own 100% of an entity disregarded as separate from the organization under Regulations sections 301.7701-2 and 301.7701-3? <i>If "Yes," complete Schedule R, Part I</i>		X
34 Was the organization related to any tax-exempt or taxable entity? <i>If "Yes," complete Schedule R, Part II, III, or IV, and Part V, line 1</i>		X
35a Did the organization have a controlled entity within the meaning of section 512(b)(13)?		X
35b If "Yes" to line 35a, did the organization receive any payment from or engage in any transaction with a controlled entity within the meaning of section 512(b)(13)? <i>If "Yes," complete Schedule R, Part V, line 2</i>		
36 Section 501(c)(3) organizations. Did the organization make any transfers to an exempt non-charitable related organization? <i>If "Yes," complete Schedule R, Part V, line 2</i>		
37 Did the organization conduct more than 5% of its activities through an entity that is not a related organization and that is treated as a partnership for federal income tax purposes? <i>If "Yes," complete Schedule R, Part VI</i>		X
38 Did the organization complete Schedule O and provide explanations in Schedule O for Part VI, lines 11b and 19?	X	

Note. All Form 990 filers are required to complete Schedule O

Part V Statements Regarding Other IRS Filings and Tax Compliance

Check if Schedule O contains a response or note to any line in this Part V

	Yes	No
1a Enter the number reported in Box 3 of Form 1096. Enter -0- if not applicable		
1b Enter the number of Forms W-2G included in line 1a. Enter -0- if not applicable		
1c Did the organization comply with backup withholding rules for reportable payments to vendors and reportable gaming (gambling) winnings to prize winners?		

Part V Statements Regarding Other IRS Filings and Tax Compliance (continued)

		Yes	No
2a	Enter the number of employees reported on Form W-3, Transmittal of Wage and Tax Statements, filed for the calendar year ending with or within the year covered by this return		
	2a 7		
b	If at least one is reported on line 2a, did the organization file all required federal employment tax returns? Note. If the sum of lines 1a and 2a is greater than 250, you may be required to e-file (see instructions)	X	
3a	Did the organization have unrelated business gross income of \$1,000 or more during the year?	X	
b	If "Yes," has it filed a Form 990-T for this year? If "No" to line 3b, provide an explanation in Schedule O	X	
4a	At any time during the calendar year, did the organization have an interest in, or a signature or other authority over, a financial account in a foreign country (such as a bank account, securities account, or other financial account)?		X
b	If "Yes," enter the name of the foreign country: See instructions for filing requirements for FinCEN Form 114, Report of Foreign Bank and Financial Accounts (FBAR).		
5a	Was the organization a party to a prohibited tax shelter transaction at any time during the tax year?		X
b	Did any taxable party notify the organization that it was or is a party to a prohibited tax shelter transaction?		X
c	If "Yes" to line 5a or 5b, did the organization file Form 8886-T?		
6a	Does the organization have annual gross receipts that are normally greater than \$100,000, and did the organization solicit any contributions that were not tax deductible as charitable contributions?		X
b	If "Yes," did the organization include with every solicitation an express statement that such contributions or gifts were not tax deductible?		
7	Organizations that may receive deductible contributions under section 170(c).		
a	Did the organization receive a payment in excess of \$75 made partly as a contribution and partly for goods and services provided to the payor?		X
b	If "Yes," did the organization notify the donor of the value of the goods or services provided?		
c	Did the organization sell, exchange, or otherwise dispose of tangible personal property for which it was required to file Form 8282?		X
d	If "Yes," indicate the number of Forms 8282 filed during the year		
	7d		
e	Did the organization receive any funds, directly or indirectly, to pay premiums on a personal benefit contract?		X
f	Did the organization, during the year, pay premiums, directly or indirectly, on a personal benefit contract?		X
g	If the organization received a contribution of qualified intellectual property, did the organization file Form 8899 as required?		X
h	If the organization received a contribution of cars, boats, airplanes, or other vehicles, did the organization file a Form 1098-C?		X
8	Sponsoring organizations maintaining donor advised funds. Did a donor advised fund maintained by the sponsoring organization have excess business holdings at any time during the year?		
9	Sponsoring organizations maintaining donor advised funds.		
a	Did the sponsoring organization make any taxable distributions under section 4966?		
b	Did the sponsoring organization make a distribution to a donor, donor advisor, or related person?		
10	Section 501(c)(7) organizations. Enter:		
a	Initiation fees and capital contributions included on Part VIII, line 12	10a	
b	Gross receipts, included on Form 990, Part VIII, line 12, for public use of club facilities	10b	
11	Section 501(c)(12) organizations. Enter:		
a	Gross income from members or shareholders	11a	
b	Gross income from other sources (Do not net amounts due or paid to other sources against amounts due or received from them.)	11b	
12a	Section 4947(a)(1) non-exempt charitable trusts. Is the organization filing Form 990 in lieu of Form 1041?	12a	
b	If "Yes," enter the amount of tax-exempt interest received or accrued during the year	12b	
13	Section 501(c)(29) qualified nonprofit health insurance issuers.		
a	Is the organization licensed to issue qualified health plans in more than one state? Note. See the instructions for additional information the organization must report on Schedule O.	13a	
b	Enter the amount of reserves the organization is required to maintain by the states in which the organization is licensed to issue qualified health plans	13b	
c	Enter the amount of reserves on hand	13c	
14a	Did the organization receive any payments for indoor tanning services during the tax year?	14a	X
b	If "Yes," has it filed a Form 720 to report these payments? If "No," provide an explanation in Schedule O	14b	
15	Is the organization subject to the section 4960 tax on payment(s) of more than \$1,000,000 in remuneration or excess parachute payment(s) during the year? If "Yes," see instructions and file Form 4720, Schedule N.	15	X
16	Is the organization an educational institution subject to the section 4968 excise tax on net investment income? If "Yes," complete Form 4720, Schedule O.	16	X

Part VI Governance, Management, and Disclosure For each "Yes" response to lines 2 through 7b below, and for a "No" response to line 8a, 8b, or 10b below, describe the circumstances, processes, or changes in Schedule O. See instructions.

Check if Schedule O contains a response or note to any line in this Part VI

Section A. Governing Body and Management

		Yes	No
1a	Enter the number of voting members of the governing body at the end of the tax year If there are material differences in voting rights among members of the governing body, or if the governing body delegated broad authority to an executive committee or similar committee, explain in Schedule O.		
	1a 4		
b	Enter the number of voting members included in line 1a, above, who are independent		
	1b 4		
2	Did any officer, director, trustee, or key employee have a family relationship or a business relationship with any other officer, director, trustee, or key employee?		X
3	Did the organization delegate control over management duties customarily performed by or under the direct supervision of officers, directors, or trustees, or key employees to a management company or other person?		X
4	Did the organization make any significant changes to its governing documents since the prior Form 990 was filed?		X
5	Did the organization become aware during the year of a significant diversion of the organization's assets?		X
6	Did the organization have members or stockholders?		X
7a	Did the organization have members, stockholders, or other persons who had the power to elect or appoint one or more members of the governing body?		X
b	Are any governance decisions of the organization reserved to (or subject to approval by) members, stockholders, or persons other than the governing body?		X
8	Did the organization contemporaneously document the meetings held or written actions undertaken during the year by the following:		
a	The governing body?	X	
b	Each committee with authority to act on behalf of the governing body?	X	
9	Is there any officer, director, trustee, or key employee listed in Part VII, Section A, who cannot be reached at the organization's mailing address? If "Yes," provide the names and addresses in Schedule O		X

Section B. Policies (This Section B requests information about policies not required by the Internal Revenue Code.)

		Yes	No
10a	Did the organization have local chapters, branches, or affiliates?		X
b	If "Yes," did the organization have written policies and procedures governing the activities of such chapters, affiliates, and branches to ensure their operations are consistent with the organization's exempt purposes?		
10b			
11a	Has the organization provided a complete copy of this Form 990 to all members of its governing body before filing the form?	X	
b	Describe in Schedule O the process, if any, used by the organization to review this Form 990.		
12a	Did the organization have a written conflict of interest policy? If "No," go to line 13	X	
b	Were officers, directors, or trustees, and key employees required to disclose annually interests that could give rise to conflicts?	X	
c	Did the organization regularly and consistently monitor and enforce compliance with the policy? If "Yes," describe in Schedule O how this was done	X	
12c		X	
13	Did the organization have a written whistleblower policy?	X	
14	Did the organization have a written document retention and destruction policy?	X	
15	Did the process for determining compensation of the following persons include a review and approval by independent persons, comparability data, and contemporaneous substantiation of the deliberation and decision?		
a	The organization's CEO, Executive Director, or top management official	X	
b	Other officers or key employees of the organization	X	
	If "Yes" to line 15a or 15b, describe the process in Schedule O (see instructions).		
16a	Did the organization invest in, contribute assets to, or participate in a joint venture or similar arrangement with a taxable entity during the year?		X
b	If "Yes," did the organization follow a written policy or procedure requiring the organization to evaluate its participation in joint venture arrangements under applicable federal tax law, and take steps to safeguard the organization's exempt status with respect to such arrangements?		
16b			

Section C. Disclosure

- 17** List the states with which a copy of this Form 990 is required to be filed **CA**
- 18** Section 6104 requires an organization to make its Forms 1023 (1024 or 1024-A if applicable), 990, and 990-T (Section 501(c)(3)s only) available for public inspection. Indicate how you made these available. Check all that apply.
 Own website Another's website Upon request Other (explain in Schedule O)
- 19** Describe in Schedule O whether (and if so, how) the organization made its governing documents, conflict of interest policy, and financial statements available to the public during the tax year.
- 20** State the name, address, and telephone number of the person who possesses the organization's books and records **VICTORIA B. ROGERS - (626) 696-2220**
225 SOUTH LAKE AVENUE SUITE 1250, PASADENA, CA 91101

Part VII Compensation of Officers, Directors, Trustees, Key Employees, Highest Compensated Employees, and Independent Contractors

Check if Schedule O contains a response or note to any line in this Part VII

Section A. Officers, Directors, Trustees, Key Employees, and Highest Compensated Employees

1a Complete this table for all persons required to be listed. Report compensation for the calendar year ending with or within the organization's tax year.

- List all of the organization's **current** officers, directors, trustees (whether individuals or organizations), regardless of amount of compensation. Enter -0- in columns (D), (E), and (F) if no compensation was paid.
- List all of the organization's **current** key employees, if any. See instructions for definition of "key employee."
- List the organization's five **current** highest compensated employees (other than an officer, director, trustee, or key employee) who received reportable compensation (Box 5 of Form W-2 and/or Box 7 of Form 1099-MISC) of more than \$100,000 from the organization and any related organizations.
- List all of the organization's **former** officers, key employees, and highest compensated employees who received more than \$100,000 of reportable compensation from the organization and any related organizations.
- List all of the organization's **former directors or trustees** that received, in the capacity as a former director or trustee of the organization, more than \$10,000 of reportable compensation from the organization and any related organizations.

List persons in the following order: individual trustees or directors; institutional trustees; officers; key employees; highest compensated employees; and former such persons.

Check this box if neither the organization nor any related organization compensated any current officer, director, or trustee.

(A) Name and Title	(B) Average hours per week (list any hours for related organizations below line)	(C) Position (do not check more than one box, unless person is both an officer and a director/trustee)						(D) Reportable compensation from the organization (W-2/1099-MISC)	(E) Reportable compensation from related organizations (W-2/1099-MISC)	(F) Estimated amount of other compensation from the organization and related organizations
		Individual trustee or director	Institutional trustee	Officer	Key employee	Highest compensated employee	Former			
(1) DONALD MULLANE VICE CHAIRMAN & AUDIT CHAI	4.00	X		X				35,000.	0.	0.
(2) VICTORIA B. ROGERS PRESIDENT, CEO & ASST SECRETARY	37.50	X		X	X			475,000.	0.	18,500.
(3) JAMES G. ELLIS VICE CHAIRMAN & SECRETARY	4.00	X		X				35,000.	0.	0.
(4) PATRICK C. HADEN VICE CHAIRMAN & TREASURER	4.00	X		X				35,000.	0.	0.
(5) RICHARD W. COOK CHAIRMAN	5.00	X		X				45,000.	0.	0.
(6) INGRID HILLEBRAND GRANTS AND OFFICE MANAGER	37.50					X		133,500.	0.	0.
(7) REBECCA NEWMAN PROGRAM OFFICER	37.50					X		128,775.	0.	0.
(8) HEEUNG P. JO FINANCIAL ANALYST	37.50					X		115,000.	0.	0.

Part VII Section A. Officers, Directors, Trustees, Key Employees, and Highest Compensated Employees (continued)

(A) Name and title	(B) Average hours per week (list any hours for related organizations below line)	(C) Position (do not check more than one box, unless person is both an officer and a director/trustee)						(D) Reportable compensation from the organization (W-2/1099-MISC)	(E) Reportable compensation from related organizations (W-2/1099-MISC)	(F) Estimated amount of other compensation from the organization and related organizations
		Individual trustee or director	Institutional trustee	Officer	Key employee	Highest compensated employee	Former			
1b Sub-total							1,002,275.	0.	18,500.	
c Total from continuation sheets to Part VII, Section A							0.	0.	0.	
d Total (add lines 1b and 1c)							1,002,275.	0.	18,500.	

2 Total number of individuals (including but not limited to those listed above) who received more than \$100,000 of reportable compensation from the organization **4**

	Yes	No
3 Did the organization list any former officer, director, or trustee, key employee, or highest compensated employee on line 1a? If "Yes," complete Schedule J for such individual		X
4 For any individual listed on line 1a, is the sum of reportable compensation and other compensation from the organization and related organizations greater than \$150,000? If "Yes," complete Schedule J for such individual	X	
5 Did any person listed on line 1a receive or accrue compensation from any unrelated organization or individual for services rendered to the organization? If "Yes," complete Schedule J for such person		X

Section B. Independent Contractors

1 Complete this table for your five highest compensated independent contractors that received more than \$100,000 of compensation from the organization. Report compensation for the calendar year ending with or within the organization's tax year.

(A) Name and business address	(B) Description of services	(C) Compensation
CAMBRIDGE ASSOCIATES 100 SUMMER STREET, BOSTON, MA 02110-2112	INVESTMENT MANAGEMENT	996,285.
NORTHERN TRUST, 355 SOUTH GRAND AVENUE SUITE 2600, LOS ANGELES, CA 90071	INVESTMENT MANAGEMENT	217,878.
WELLINGTON TRUST COMPANY 280 CONGRESS STREET, BOSTON, MA 02210	INVESTMENT MANAGEMENT	105,747.

2 Total number of independent contractors (including but not limited to those listed above) who received more than \$100,000 of compensation from the organization **3**

Part VIII Statement of Revenue

Check if Schedule O contains a response or note to any line in this Part VIII

				(A)	(B)	(C)	(D)
				Total revenue	Related or exempt function revenue	Unrelated business revenue	Revenue excluded from tax under sections 512 - 514
Contributions, Gifts, Grants and Other Similar Amounts	1 a Federated campaigns	1a					
	b Membership dues	1b					
	c Fundraising events	1c					
	d Related organizations	1d					
	e Government grants (contributions)	1e					
	f All other contributions, gifts, grants, and similar amounts not included above	1f					
	g Noncash contributions included in lines 1a-1f: \$						
	h Total. Add lines 1a-1f						
Program Service Revenue	2 a _____	Business Code					
	b _____						
	c _____						
	d _____						
	e _____						
	f All other program service revenue						
	g Total. Add lines 2a-2f						
Other Revenue	3 Investment income (including dividends, interest, and other similar amounts)			8,541,846.	8,541,846.		
	4 Income from investment of tax-exempt bond proceeds						
	5 Royalties						
	6 a Gross rents	(i) Real	(ii) Personal				
		b Less: rental expenses					
		c Rental income or (loss)					
		d Net rental income or (loss)					
	7 a Gross amount from sales of assets other than inventory	(i) Securities	(ii) Other				
		1,054,357.					
		b Less: cost or other basis and sales expenses		0.			
		c Gain or (loss)		1,054,357.			
	d Net gain or (loss)			1,054,357.	1,054,357.		
	8 a Gross income from fundraising events (not including \$ _____ of contributions reported on line 1c). See Part IV, line 18	a					
		b Less: direct expenses	b				
		c Net income or (loss) from fundraising events					
9 a Gross income from gaming activities. See Part IV, line 19	a						
	b Less: direct expenses	b					
	c Net income or (loss) from gaming activities						
10 a Gross sales of inventory, less returns and allowances	a						
	b Less: cost of goods sold	b					
	c Net income or (loss) from sales of inventory						
Miscellaneous Revenue		Business Code					
11 a OTHER INVESTMENT INCOME		900000		-4,198,280.	463.	-4,198,743.	
b _____							
c _____							
d All other revenue							
e Total. Add lines 11a-11d				-4,198,280.			
12 Total revenue. See instructions				5,397,923.	9,596,666.	-4,198,743.	

Part IX Statement of Functional Expenses

Section 501(c)(3) and 501(c)(4) organizations must complete all columns. All other organizations must complete column (A).

Check if Schedule O contains a response or note to any line in this Part IX

Do not include amounts reported on lines 6b, 7b, 8b, 9b, and 10b of Part VIII.	(A) Total expenses	(B) Program service expenses	(C) Management and general expenses	(D) Fundraising expenses
1 Grants and other assistance to domestic organizations and domestic governments. See Part IV, line 21	23,096,533.	23,096,533.		
2 Grants and other assistance to domestic individuals. See Part IV, line 22				
3 Grants and other assistance to foreign organizations, foreign governments, and foreign individuals. See Part IV, lines 15 and 16				
4 Benefits paid to or for members				
5 Compensation of current officers, directors, trustees, and key employees	1,002,275.	545,950.	456,325.	
6 Compensation not included above, to disqualified persons (as defined under section 4958(f)(1)) and persons described in section 4958(c)(3)(B)				
7 Other salaries and wages	232,799.	106,139.	126,660.	
8 Pension plan accruals and contributions (include section 401(k) and 403(b) employer contributions)	149,508.	97,180.	52,328.	
9 Other employee benefits	12,010.	8,407.	3,603.	
10 Payroll taxes	62,113.	40,373.	21,740.	
11 Fees for services (non-employees):				
a Management				
b Legal	6,395.	2,558.	3,837.	
c Accounting	110,280.	16,542.	93,738.	
d Lobbying				
e Professional fundraising services. See Part IV, line 17				
f Investment management fees				
g Other. (If line 11g amount exceeds 10% of line 25, column (A) amount, list line 11g expenses on Sch O.)	29,081.	10,178.	18,903.	
12 Advertising and promotion				
13 Office expenses	12,608.	6,219.	6,389.	
14 Information technology				
15 Royalties				
16 Occupancy	117,018.	58,509.	58,509.	
17 Travel	3,005.		3,005.	
18 Payments of travel or entertainment expenses for any federal, state, or local public officials				
19 Conferences, conventions, and meetings	1,870.	1,870.		
20 Interest				
21 Payments to affiliates				
22 Depreciation, depletion, and amortization	30,133.		30,133.	
23 Insurance	193,388.	87,025.	106,363.	
24 Other expenses. Itemize expenses not covered above. (List miscellaneous expenses in line 24e. If line 24e amount exceeds 10% of line 25, column (A) amount, list line 24e expenses on Schedule O.)				
a COMPUTER EXPENSE	28,287.	21,215.	7,072.	
b BANK CHARGES	23,548.	0.	23,548.	
c PARKING	14,277.	11,422.	2,855.	
d TELEPHONE	12,754.	6,377.	6,377.	
e All other expenses	34,205.	24,192.	10,013.	
25 Total functional expenses. Add lines 1 through 24e	25,172,087.	24,140,689.	1,031,398.	0.
26 Joint costs. Complete this line only if the organization reported in column (B) joint costs from a combined educational campaign and fundraising solicitation. Check here <input type="checkbox"/> if following SOP 98-2 (ASC 958-720)				

Part X Balance Sheet

Check if Schedule O contains a response or note to any line in this Part X

		(A) Beginning of year		(B) End of year
Assets	1 Cash - non-interest-bearing		1	
	2 Savings and temporary cash investments	7,076,802.	2	11,241,432.
	3 Pledges and grants receivable, net		3	
	4 Accounts receivable, net		4	
	5 Loans and other receivables from current and former officers, directors, trustees, key employees, and highest compensated employees. Complete Part II of Schedule L		5	
	6 Loans and other receivables from other disqualified persons (as defined under section 4958(f)(1)), persons described in section 4958(c)(3)(B), and contributing employers and sponsoring organizations of section 501(c)(9) voluntary employees' beneficiary organizations (see instr). Complete Part II of Sch L		6	
	7 Notes and loans receivable, net		7	
	8 Inventories for sale or use		8	
	9 Prepaid expenses and deferred charges	21,998.	9	20,058.
	10a Land, buildings, and equipment: cost or other basis. Complete Part VI of Schedule D	10a 298,456.		
	b Less: accumulated depreciation	10b 244,066.	72,854.	10c 54,390.
	11 Investments - publicly traded securities	122,677,919.	11	89,385,286.
	12 Investments - other securities. See Part IV, line 11	369,467,018.	12	350,037,801.
	13 Investments - program-related. See Part IV, line 11		13	
	14 Intangible assets		14	
	15 Other assets. See Part IV, line 11	4,686,869.	15	10,699,133.
16 Total assets. Add lines 1 through 15 (must equal line 34)	504,003,460.	16	461,438,100.	
Liabilities	17 Accounts payable and accrued expenses	221,009.	17	186,754.
	18 Grants payable		18	
	19 Deferred revenue		19	
	20 Tax-exempt bond liabilities		20	
	21 Escrow or custodial account liability. Complete Part IV of Schedule D		21	
	22 Loans and other payables to current and former officers, directors, trustees, key employees, highest compensated employees, and disqualified persons. Complete Part II of Schedule L		22	
	23 Secured mortgages and notes payable to unrelated third parties		23	
	24 Unsecured notes and loans payable to unrelated third parties		24	
	25 Other liabilities (including federal income tax, payables to related third parties, and other liabilities not included on lines 17-24). Complete Part X of Schedule D	67,556.	25	84,431.
	26 Total liabilities. Add lines 17 through 25	288,565.	26	271,185.
Net Assets or Fund Balances	Organizations that follow SFAS 117 (ASC 958), check here <input checked="" type="checkbox"/> and complete lines 27 through 29, and lines 33 and 34.			
	27 Unrestricted net assets	503,714,895.	27	461,166,915.
	28 Temporarily restricted net assets		28	
	29 Permanently restricted net assets		29	
	Organizations that do not follow SFAS 117 (ASC 958), check here <input type="checkbox"/> and complete lines 30 through 34.			
	30 Capital stock or trust principal, or current funds		30	
	31 Paid-in or capital surplus, or land, building, or equipment fund		31	
	32 Retained earnings, endowment, accumulated income, or other funds		32	
33 Total net assets or fund balances	503,714,895.	33	461,166,915.	
34 Total liabilities and net assets/fund balances	504,003,460.	34	461,438,100.	

Part XI Reconciliation of Net Assets

Check if Schedule O contains a response or note to any line in this Part XI

1	Total revenue (must equal Part VIII, column (A), line 12)	1	5,397,923.
2	Total expenses (must equal Part IX, column (A), line 25)	2	25,172,087.
3	Revenue less expenses. Subtract line 2 from line 1	3	-19,774,164.
4	Net assets or fund balances at beginning of year (must equal Part X, line 33, column (A))	4	503,714,895.
5	Net unrealized gains (losses) on investments	5	-20,378,931.
6	Donated services and use of facilities	6	
7	Investment expenses	7	-2,394,885.
8	Prior period adjustments	8	
9	Other changes in net assets or fund balances (explain in Schedule O)	9	0.
10	Net assets or fund balances at end of year. Combine lines 3 through 9 (must equal Part X, line 33, column (B))	10	461,166,915.

Part XII Financial Statements and Reporting

Check if Schedule O contains a response or note to any line in this Part XII

		Yes	No
1	Accounting method used to prepare the Form 990: <input type="checkbox"/> Cash <input checked="" type="checkbox"/> Accrual <input type="checkbox"/> Other _____ If the organization changed its method of accounting from a prior year or checked "Other," explain in Schedule O.		
2a	Were the organization's financial statements compiled or reviewed by an independent accountant? _____ If "Yes," check a box below to indicate whether the financial statements for the year were compiled or reviewed on a separate basis, consolidated basis, or both: <input type="checkbox"/> Separate basis <input type="checkbox"/> Consolidated basis <input type="checkbox"/> Both consolidated and separate basis		X
2b	Were the organization's financial statements audited by an independent accountant? _____ If "Yes," check a box below to indicate whether the financial statements for the year were audited on a separate basis, consolidated basis, or both: <input checked="" type="checkbox"/> Separate basis <input type="checkbox"/> Consolidated basis <input type="checkbox"/> Both consolidated and separate basis	X	
2c	If "Yes" to line 2a or 2b, does the organization have a committee that assumes responsibility for oversight of the audit, review, or compilation of its financial statements and selection of an independent accountant? _____ If the organization changed either its oversight process or selection process during the tax year, explain in Schedule O.	X	
3a	As a result of a federal award, was the organization required to undergo an audit or audits as set forth in the Single Audit Act and OMB Circular A-133? _____		X
3b	If "Yes," did the organization undergo the required audit or audits? If the organization did not undergo the required audit or audits, explain why in Schedule O and describe any steps taken to undergo such audits _____		

Form 990 (2018)

SCHEDULE C
(Form 990 or 990-EZ)

Political Campaign and Lobbying Activities

OMB No. 1545-0047

2018

Open to Public Inspection

Department of the Treasury
Internal Revenue Service

For Organizations Exempt From Income Tax Under section 501(c) and section 527
 ▶ **Complete if the organization is described below.** ▶ **Attach to Form 990 or Form 990-EZ.**
 ▶ **Go to www.irs.gov/Form990 for instructions and the latest information.**

If the organization answered "Yes," on Form 990, Part IV, line 3, or Form 990-EZ, Part V, line 46 (Political Campaign Activities), then

- Section 501(c)(3) organizations: Complete Parts I-A and B. Do not complete Part I-C.
- Section 501(c) (other than section 501(c)(3)) organizations: Complete Parts I-A and C below. Do not complete Part I-B.
- Section 527 organizations: Complete Part I-A only.

If the organization answered "Yes," on Form 990, Part IV, line 4, or Form 990-EZ, Part VI, line 47 (Lobbying Activities), then

- Section 501(c)(3) organizations that have filed Form 5768 (election under section 501(h)): Complete Part II-A. Do not complete Part II-B.
- Section 501(c)(3) organizations that have NOT filed Form 5768 (election under section 501(h)): Complete Part II-B. Do not complete Part II-A.

If the organization answered "Yes," on Form 990, Part IV, line 5 (Proxy Tax) (see separate instructions) or Form 990-EZ, Part V, line 35c (Proxy Tax) (see separate instructions), then

- Section 501(c)(4), (5), or (6) organizations: Complete Part III.

Name of organization THE ROSE HILLS FOUNDATION	Employer identification number 95-1637466
--	---

Part I-A Complete if the organization is exempt under section 501(c) or is a section 527 organization.

- 1 Provide a description of the organization's direct and indirect political campaign activities in Part IV.
- 2 Political campaign activity expenditures ▶ \$ 0.
- 3 Volunteer hours for political campaign activities 0.

Part I-B Complete if the organization is exempt under section 501(c)(3).

- 1 Enter the amount of any excise tax incurred by the organization under section 4955 ▶ \$ _____
- 2 Enter the amount of any excise tax incurred by organization managers under section 4955 ▶ \$ _____
- 3 If the organization incurred a section 4955 tax, did it file Form 4720 for this year? Yes No
- 4a Was a correction made? Yes No
- b If "Yes," describe in Part IV.

Part I-C Complete if the organization is exempt under section 501(c), except section 501(c)(3).

- 1 Enter the amount directly expended by the filing organization for section 527 exempt function activities ▶ \$ 0.
- 2 Enter the amount of the filing organization's funds contributed to other organizations for section 527 exempt function activities ▶ \$ 0.
- 3 Total exempt function expenditures. Add lines 1 and 2. Enter here and on Form 1120-POL, line 17b ▶ \$ _____
- 4 Did the filing organization file **Form 1120-POL** for this year? Yes No
- 5 Enter the names, addresses and employer identification number (EIN) of all section 527 political organizations to which the filing organization made payments. For each organization listed, enter the amount paid from the filing organization's funds. Also enter the amount of political contributions received that were promptly and directly delivered to a separate political organization, such as a separate segregated fund or a political action committee (PAC). If additional space is needed, provide information in Part IV.

(a) Name	(b) Address	(c) EIN	(d) Amount paid from filing organization's funds. If none, enter -0-.	(e) Amount of political contributions received and promptly and directly delivered to a separate political organization. If none, enter -0-.

For Paperwork Reduction Act Notice, see the Instructions for Form 990 or 990-EZ. Schedule C (Form 990 or 990-EZ) 2018

LHA
832041 11-08-18

Part II-A Complete if the organization is exempt under section 501(c)(3) and filed Form 5768 (election under section 501(h)).

- A Check if the filing organization belongs to an affiliated group (and list in Part IV each affiliated group member's name, address, EIN, expenses, and share of excess lobbying expenditures).
- B Check if the filing organization checked box A and "limited control" provisions apply.

Limits on Lobbying Expenditures (The term "expenditures" means amounts paid or incurred.)		(a) Filing organization's totals	(b) Affiliated group totals												
1a Total lobbying expenditures to influence public opinion (grass roots lobbying)															
b Total lobbying expenditures to influence a legislative body (direct lobbying)															
c Total lobbying expenditures (add lines 1a and 1b)															
d Other exempt purpose expenditures															
e Total exempt purpose expenditures (add lines 1c and 1d)															
f Lobbying nontaxable amount. Enter the amount from the following table in both columns.															
<table border="1" style="width: 100%;"> <thead> <tr> <th style="width: 50%;">If the amount on line 1e, column (a) or (b) is:</th> <th style="width: 50%;">The lobbying nontaxable amount is:</th> </tr> </thead> <tbody> <tr> <td>Not over \$500,000</td> <td>20% of the amount on line 1e.</td> </tr> <tr> <td>Over \$500,000 but not over \$1,000,000</td> <td>\$100,000 plus 15% of the excess over \$500,000.</td> </tr> <tr> <td>Over \$1,000,000 but not over \$1,500,000</td> <td>\$175,000 plus 10% of the excess over \$1,000,000.</td> </tr> <tr> <td>Over \$1,500,000 but not over \$17,000,000</td> <td>\$225,000 plus 5% of the excess over \$1,500,000.</td> </tr> <tr> <td>Over \$17,000,000</td> <td>\$1,000,000.</td> </tr> </tbody> </table>		If the amount on line 1e, column (a) or (b) is:	The lobbying nontaxable amount is:	Not over \$500,000	20% of the amount on line 1e.	Over \$500,000 but not over \$1,000,000	\$100,000 plus 15% of the excess over \$500,000.	Over \$1,000,000 but not over \$1,500,000	\$175,000 plus 10% of the excess over \$1,000,000.	Over \$1,500,000 but not over \$17,000,000	\$225,000 plus 5% of the excess over \$1,500,000.	Over \$17,000,000	\$1,000,000.		
If the amount on line 1e, column (a) or (b) is:	The lobbying nontaxable amount is:														
Not over \$500,000	20% of the amount on line 1e.														
Over \$500,000 but not over \$1,000,000	\$100,000 plus 15% of the excess over \$500,000.														
Over \$1,000,000 but not over \$1,500,000	\$175,000 plus 10% of the excess over \$1,000,000.														
Over \$1,500,000 but not over \$17,000,000	\$225,000 plus 5% of the excess over \$1,500,000.														
Over \$17,000,000	\$1,000,000.														
g Grassroots nontaxable amount (enter 25% of line 1f)															
h Subtract line 1g from line 1a. If zero or less, enter -0-															
i Subtract line 1f from line 1c. If zero or less, enter -0-															
j If there is an amount other than zero on either line 1h or line 1i, did the organization file Form 4720 reporting section 4911 tax for this year?		<input type="checkbox"/> Yes	<input type="checkbox"/> No												

4-Year Averaging Period Under Section 501(h)
(Some organizations that made a section 501(h) election do not have to complete all of the five columns below. See the separate instructions for lines 2a through 2f.)

Lobbying Expenditures During 4-Year Averaging Period					
Calendar year (or fiscal year beginning in)	(a) 2015	(b) 2016	(c) 2017	(d) 2018	(e) Total
2a Lobbying nontaxable amount					
b Lobbying ceiling amount (150% of line 2a, column(e))					
c Total lobbying expenditures					
d Grassroots nontaxable amount					
e Grassroots ceiling amount (150% of line 2d, column (e))					
f Grassroots lobbying expenditures					

Part II-B Complete if the organization is exempt under section 501(c)(3) and has NOT filed Form 5768 (election under section 501(h)).

For each "Yes," response on lines 1a through 1i below, provide in Part IV a detailed description of the lobbying activity.

	(a)		(b)
	Yes	No	Amount
1 During the year, did the filing organization attempt to influence foreign, national, state, or local legislation, including any attempt to influence public opinion on a legislative matter or referendum, through the use of:			
a Volunteers?			
b Paid staff or management (include compensation in expenses reported on lines 1c through 1j)? ..			
c Media advertisements?			
d Mailings to members, legislators, or the public?			
e Publications, or published or broadcast statements?			
f Grants to other organizations for lobbying purposes?			
g Direct contact with legislators, their staffs, government officials, or a legislative body?			
h Rallies, demonstrations, seminars, conventions, speeches, lectures, or any similar means?			
i Other activities?			
j Total. Add lines 1c through 1i			
2a Did the activities in line 1 cause the organization to be not described in section 501(c)(3)?			
b If "Yes," enter the amount of any tax incurred under section 4912			
c If "Yes," enter the amount of any tax incurred by organization managers under section 4912			
d If the filing organization incurred a section 4912 tax, did it file Form 4720 for this year?			

Part III-A Complete if the organization is exempt under section 501(c)(4), section 501(c)(5), or section 501(c)(6).

	Yes	No
1 Were substantially all (90% or more) dues received nondeductible by members?	1	
2 Did the organization make only in-house lobbying expenditures of \$2,000 or less?	2	
3 Did the organization agree to carry over lobbying and political campaign activity expenditures from the prior year?	3	

Part III-B Complete if the organization is exempt under section 501(c)(4), section 501(c)(5), or section 501(c)(6) and if either (a) BOTH Part III-A, lines 1 and 2, are answered "No," OR (b) Part III-A, line 3, is answered "Yes."

1 Dues, assessments and similar amounts from members	1	
2 Section 162(e) nondeductible lobbying and political expenditures (do not include amounts of political expenses for which the section 527(f) tax was paid).		
a Current year	2a	
b Carryover from last year	2b	
c Total	2c	
3 Aggregate amount reported in section 6033(e)(1)(A) notices of nondeductible section 162(e) dues	3	
4 If notices were sent and the amount on line 2c exceeds the amount on line 3, what portion of the excess does the organization agree to carryover to the reasonable estimate of nondeductible lobbying and political expenditure next year?	4	
5 Taxable amount of lobbying and political expenditures (see instructions)	5	

Part IV Supplemental Information

Provide the descriptions required for Part I-A, line 1; Part I-B, line 4; Part I-C, line 5; Part II-A (affiliated group list); Part II-A, lines 1 and 2 (see instructions); and Part II-B, line 1. Also, complete this part for any additional information.

PART I-A, LINE 1:

NOT APPLICABLE

SCHEDULE D
(Form 990)

Department of the Treasury
Internal Revenue Service

Supplemental Financial Statements

▶ Complete if the organization answered "Yes" on Form 990, Part IV, line 6, 7, 8, 9, 10, 11a, 11b, 11c, 11d, 11e, 11f, 12a, or 12b.
▶ Attach to Form 990.

▶ Go to www.irs.gov/Form990 for instructions and the latest information.

OMB No. 1545-0047

2018

Open to Public Inspection

Name of the organization **THE ROSE HILLS FOUNDATION** Employer identification number **95-1637466**

Part I Organizations Maintaining Donor Advised Funds or Other Similar Funds or Accounts. Complete if the organization answered "Yes" on Form 990, Part IV, line 6.

	(a) Donor advised funds	(b) Funds and other accounts
1 Total number at end of year		
2 Aggregate value of contributions to (during year)		
3 Aggregate value of grants from (during year)		
4 Aggregate value at end of year		
5 Did the organization inform all donors and donor advisors in writing that the assets held in donor advised funds are the organization's property, subject to the organization's exclusive legal control?		<input type="checkbox"/> Yes <input type="checkbox"/> No
6 Did the organization inform all grantees, donors, and donor advisors in writing that grant funds can be used only for charitable purposes and not for the benefit of the donor or donor advisor, or for any other purpose conferring impermissible private benefit?		<input type="checkbox"/> Yes <input type="checkbox"/> No

Part II Conservation Easements. Complete if the organization answered "Yes" on Form 990, Part IV, line 7.

1 Purpose(s) of conservation easements held by the organization (check all that apply).
 Preservation of land for public use (e.g., recreation or education) Preservation of a historically important land area
 Protection of natural habitat Preservation of a certified historic structure
 Preservation of open space

2 Complete lines 2a through 2d if the organization held a qualified conservation contribution in the form of a conservation easement on the last day of the tax year.

	Held at the End of the Tax Year
a Total number of conservation easements	2a
b Total acreage restricted by conservation easements	2b
c Number of conservation easements on a certified historic structure included in (a)	2c
d Number of conservation easements included in (c) acquired after 7/25/06, and not on a historic structure listed in the National Register	2d

3 Number of conservation easements modified, transferred, released, extinguished, or terminated by the organization during the tax year ▶ _____

4 Number of states where property subject to conservation easement is located ▶ _____

5 Does the organization have a written policy regarding the periodic monitoring, inspection, handling of violations, and enforcement of the conservation easements it holds?

6 Staff and volunteer hours devoted to monitoring, inspecting, handling of violations, and enforcing conservation easements during the year ▶ _____

7 Amount of expenses incurred in monitoring, inspecting, handling of violations, and enforcing conservation easements during the year ▶ \$ _____

8 Does each conservation easement reported on line 2(d) above satisfy the requirements of section 170(h)(4)(B)(i) and section 170(h)(4)(B)(ii)?

9 In Part XIII, describe how the organization reports conservation easements in its revenue and expense statement, and balance sheet, and include, if applicable, the text of the footnote to the organization's financial statements that describes the organization's accounting for conservation easements.

Part III Organizations Maintaining Collections of Art, Historical Treasures, or Other Similar Assets.

Complete if the organization answered "Yes" on Form 990, Part IV, line 8.

1a If the organization elected, as permitted under SFAS 116 (ASC 958), not to report in its revenue statement and balance sheet works of art, historical treasures, or other similar assets held for public exhibition, education, or research in furtherance of public service, provide, in Part XIII, the text of the footnote to its financial statements that describes these items.

b If the organization elected, as permitted under SFAS 116 (ASC 958), to report in its revenue statement and balance sheet works of art, historical treasures, or other similar assets held for public exhibition, education, or research in furtherance of public service, provide the following amounts relating to these items:

(i) Revenue included on Form 990, Part VIII, line 1

(ii) Assets included in Form 990, Part X

2 If the organization received or held works of art, historical treasures, or other similar assets for financial gain, provide the following amounts required to be reported under SFAS 116 (ASC 958) relating to these items:

a Revenue included on Form 990, Part VIII, line 1

b Assets included in Form 990, Part X

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Schedule D (Form 990) 2018

Part III Organizations Maintaining Collections of Art, Historical Treasures, or Other Similar Assets(continued)

- 3 Using the organization's acquisition, accession, and other records, check any of the following that are a significant use of its collection items (check all that apply):
a Public exhibition
b Scholarly research
c Preservation for future generations
d Loan or exchange programs
e Other
4 Provide a description of the organization's collections and explain how they further the organization's exempt purpose in Part XIII.
5 During the year, did the organization solicit or receive donations of art, historical treasures, or other similar assets to be sold to raise funds rather than to be maintained as part of the organization's collection?

Part IV Escrow and Custodial Arrangements. Complete if the organization answered "Yes" on Form 990, Part IV, line 9, or reported an amount on Form 990, Part X, line 21.

- 1a Is the organization an agent, trustee, custodian or other intermediary for contributions or other assets not included on Form 990, Part X?
b If "Yes," explain the arrangement in Part XIII and complete the following table:
Table with columns: Amount, 1c Beginning balance, 1d Additions during the year, 1e Distributions during the year, 1f Ending balance
2a Did the organization include an amount on Form 990, Part X, line 21, for escrow or custodial account liability?
b If "Yes," explain the arrangement in Part XIII. Check here if the explanation has been provided on Part XIII

Part V Endowment Funds. Complete if the organization answered "Yes" on Form 990, Part IV, line 10.

Table with 5 columns: (a) Current year, (b) Prior year, (c) Two years back, (d) Three years back, (e) Four years back. Rows include: 1a-1g Balance and expense items; 2a-2c Endowment percentages; 3a(i)-(ii) Related organizations; 3b If "Yes" on line 3a(ii), are the related organizations listed as required on Schedule R?; 4 Describe in Part XIII the intended uses of the organization's endowment funds.

Part VI Land, Buildings, and Equipment.

Complete if the organization answered "Yes" on Form 990, Part IV, line 11a. See Form 990, Part X, line 10.

Table with 4 columns: (a) Cost or other basis (investment), (b) Cost or other basis (other), (c) Accumulated depreciation, (d) Book value. Rows include: 1a Land, b Buildings, c Leasehold improvements, d Equipment, e Other, Total. Add lines 1a through 1e. (Column (d) must equal Form 990, Part X, column (B), line 10c.)

Part VII Investments - Other Securities.

Complete if the organization answered "Yes" on Form 990, Part IV, line 11b. See Form 990, Part X, line 12.

(a) Description of security or category (including name of security)	(b) Book value	(c) Method of valuation: Cost or end-of-year market value
(1) Financial derivatives		
(2) Closely-held equity interests		
(3) Other		
(A) INVESTMENT IN		
(B) PARTNERSHIPS	335,417,630.	END-OF-YEAR MARKET VALUE
(C) HEDGE FUNDS	14,620,171.	END-OF-YEAR MARKET VALUE
(D)		
(E)		
(F)		
(G)		
(H)		
Total. (Col. (b) must equal Form 990, Part X, col. (B) line 12.) ▶	350,037,801.	

Part VIII Investments - Program Related.

Complete if the organization answered "Yes" on Form 990, Part IV, line 11c. See Form 990, Part X, line 13.

(a) Description of investment	(b) Book value	(c) Method of valuation: Cost or end-of-year market value
(1)		
(2)		
(3)		
(4)		
(5)		
(6)		
(7)		
(8)		
(9)		
Total. (Col. (b) must equal Form 990, Part X, col. (B) line 13.) ▶		

Part IX Other Assets.

Complete if the organization answered "Yes" on Form 990, Part IV, line 11d. See Form 990, Part X, line 15.

(a) Description	(b) Book value
(1)	
(2)	
(3)	
(4)	
(5)	
(6)	
(7)	
(8)	
(9)	
Total. (Column (b) must equal Form 990, Part X, col. (B) line 15.) ▶	

Part X Other Liabilities.

Complete if the organization answered "Yes" on Form 990, Part IV, line 11e or 11f. See Form 990, Part X, line 25.

1. (a) Description of liability	(b) Book value
(1) Federal income taxes	
(2) ACCRUED VACATION	16,761.
(3) PENSION CONTRIBUTION PAYABLE	14,062.
(4) DEFERRED COMPENSATION PAYABLE	53,608.
(5)	
(6)	
(7)	
(8)	
(9)	
Total. (Column (b) must equal Form 990, Part X, col. (B) line 25.) ▶	84,431.

2. Liability for uncertain tax positions. In Part XIII, provide the text of the footnote to the organization's financial statements that reports the organization's liability for uncertain tax positions under FIN 48 (ASC 740). Check here if the text of the footnote has been provided in Part XIII

Part XI Reconciliation of Revenue per Audited Financial Statements With Revenue per Return.

Complete if the organization answered "Yes" on Form 990, Part IV, line 12a.

1	Total revenue, gains, and other support per audited financial statements	1	-17,375,893.
2	Amounts included on line 1 but not on Form 990, Part VIII, line 12:		
a	Net unrealized gains (losses) on investments	2a	-20,378,931.
b	Donated services and use of facilities	2b	
c	Recoveries of prior year grants	2c	
d	Other (Describe in Part XIII.)	2d	
e	Add lines 2a through 2d	2e	-20,378,931.
3	Subtract line 2e from line 1	3	3,003,038.
4	Amounts included on Form 990, Part VIII, line 12, but not on line 1:		
a	Investment expenses not included on Form 990, Part VIII, line 7b	4a	2,394,885.
b	Other (Describe in Part XIII.)	4b	
c	Add lines 4a and 4b	4c	2,394,885.
5	Total revenue. Add lines 3 and 4c . (This must equal Form 990, Part I, line 12.)	5	5,397,923.

Part XII Reconciliation of Expenses per Audited Financial Statements With Expenses per Return.

Complete if the organization answered "Yes" on Form 990, Part IV, line 12a.

1	Total expenses and losses per audited financial statements	1	25,172,087.
2	Amounts included on line 1 but not on Form 990, Part IX, line 25:		
a	Donated services and use of facilities	2a	
b	Prior year adjustments	2b	
c	Other losses	2c	
d	Other (Describe in Part XIII.)	2d	
e	Add lines 2a through 2d	2e	0.
3	Subtract line 2e from line 1	3	25,172,087.
4	Amounts included on Form 990, Part IX, line 25, but not on line 1:		
a	Investment expenses not included on Form 990, Part VIII, line 7b	4a	
b	Other (Describe in Part XIII.)	4b	
c	Add lines 4a and 4b	4c	0.
5	Total expenses. Add lines 3 and 4c . (This must equal Form 990, Part I, line 18.)	5	25,172,087.

Part XIII Supplemental Information.

Provide the descriptions required for Part II, lines 3, 5, and 9; Part III, lines 1a and 4; Part IV, lines 1b and 2b; Part V, line 4; Part X, line 2; Part XI, lines 2d and 4b; and Part XII, lines 2d and 4b. Also complete this part to provide any additional information.

**SCHEDULE I
(Form 990)**

Department of the Treasury
Internal Revenue Service

**Grants and Other Assistance to Organizations,
Governments, and Individuals in the United States**
Complete if the organization answered "Yes" on Form 990, Part IV, line 21 or 22.
▶ Attach to Form 990.

OMB No. 1545-0047

2018

Open to Public
Inspection

Name of the organization

THE ROSE HILLS FOUNDATION

Employer identification number
95-1637466

Part I General Information on Grants and Assistance

- 1** Does the organization maintain records to substantiate the amount of the grants or assistance, the grantees' eligibility for the grants or assistance, and the selection criteria used to award the grants or assistance? Yes No
- 2** Describe in Part IV the organization's procedures for monitoring the use of grant funds in the United States.

Part II Grants and Other Assistance to Domestic Organizations and Domestic Governments. Complete if the organization answered "Yes" on Form 990, Part IV, line 21, for any recipient that received more than \$5,000. Part II can be duplicated if additional space is needed.

1 (a) Name and address of organization or government	(b) EIN	(c) IRC section (if applicable)	(d) Amount of cash grant	(e) Amount of non-cash assistance	(f) Method of valuation (book, FMV, appraisal, other)	(g) Description of non-cash assistance	(h) Purpose of grant or assistance
24TH STREET THEATRE COMPANY 1117 W. 24TH STREET LOS ANGELES, CA 90007	95-4607337		15,000.	0.			PROGRAM SUPPORT
826LA 1714 W. SUNSET BLVD. LOS ANGELES, CA 90026	38-3722092		25,000.	0.			OPERATING SUPPORT
A NOISE WITHIN 3352 E. Foothill Blvd. PASADENA, CA 91107-3111	95-4443878		30,000.	0.			PROGRAM SUPPORT
A PLACE CALLED HOME 2830 SOUTH CENTRAL AVENUE LOS ANGELES, CA 90011	95-4427291		75,000.	0.			OPERATING SUPPORT
ABILITYFIRST 1300 E. GREEN ST. PASADENA, CA 91106-2606	95-1690983		50,000.	0.			PROGRAM SUPPORT
ABODE COMMUNITIES 1149 S. HILL STREET, SUITE 700 LOS ANGELES, CA 90015	95-6377511		100,000.	0.			PROGRAM SUPPORT

2 Enter total number of section 501(c)(3) and government organizations listed in the line 1 table

3 Enter total number of other organizations listed in the line 1 table

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Schedule I (Form 990) (2018)

Part II Continuation of Grants and Other Assistance to Governments and Organizations in the United States (Schedule I (Form 990), Part II.)

(a) Name and address of organization or government	(b) EIN	(c) IRC section if applicable	(d) Amount of cash grant	(e) Amount of non-cash assistance	(f) Method of valuation (book, FMV, appraisal, other)	(g) Description of non-cash assistance	(h) Purpose of grant or assistance
ADVANCEMENT THROUGH OPPORTUNITY AND KNOWLEDGE INCORPORATED - 1200 W. 37TH PLACE - LOS ANGELES, CA 90007	95-4415115		25,000.	0.			OPERATING SUPPORT
ALCOHOLISM CENTER FOR WOMEN INC 1147 SOUTH ALVARADO STREET LOS ANGELES, CA 90006	23-7428537		35,000.	0.			PROGRAM SUPPORT
ALCOTT CENTER FOR MENTAL HEALTH SERVICES - 1433 S. ROBERTSON BLVD. - LOS ANGELES, CA 90035-3414	95-3392564		35,000.	0.			OPERATING SUPPORT
AMERICAN TRUST 8229 BOONE BOULEVARD, SUITE 240 VIENNA, VA 22182-2623	13-6024454		50,000.	0.			FINANCIAL AID
AMERICANS FOR OXFORD INC 500 FIFTH AVENUE, 32ND FLOOR NEW YORK, NY 10110-3299	521495060		5,000.	0.			FINANCIAL AID
ANGEL FLIGHT WEST INC 3161 DONALD DOUGLAS LOOP S. SANTA MONICA, CA 90405-3210	95-3956297		10,000.	0.			PROGRAM SUPPORT
ANTI-RECIDIVISM COALITION 1320 EAST 7TH STREET, SUITE 260 LOS ANGELES, CA 90021-1132	462140915		50,000.	0.			PROGRAM SUPPORT
ARMORY CENTER FOR THE ARTS 145 N. RAYMOND AVE PASADENA, CA 91103	95-2907884		40,000.	0.			PROGRAM SUPPORT
ARTCENTER COLLEGE OF DESIGN 1700 LIDA STREET PASADENA, CA 91103	95-19221340		100,000.	0.			FINANCIAL AID

Schedule I (Form 990)

Part II Continuation of Grants and Other Assistance to Governments and Organizations in the United States (Schedule I (Form 990), Part II.)

(a) Name and address of organization or government	(b) EIN	(c) IRC section if applicable	(d) Amount of cash grant	(e) Amount of non-cash assistance	(f) Method of valuation (book, FMV, appraisal, other)	(g) Description of non-cash assistance	(h) Purpose of grant or assistance
ASIAN AMERICANS ADVANCING JUSTICE LOS ANGELES - 1145 WILSHIRE BOULEVARD - LOS ANGELES, CA 90017-1900	95-3854152		50,000.	0.			PROGRAM SUPPORT
BET TZEDEK LEGAL SERVICES 3250 WILSHIRE BLVD., 13TH FL. LOS ANGELES, CA 90010	23-7304205		75,000.	0.			PROGRAM SUPPORT
BISHOP AMAT MEMORIAL HIGH SCHOOL 14301 FAIRGROVE AVENUE LA PUENTE, CA 91746	53-0196617		40,000.	0.			FINANCIAL AID
BISHOP CONATY- OUR LADY OF LORETTO HIGH SCHOOL - 2900 W. PICO BLVD. - LOS ANGELES, CA 90006	53-0196617		40,000.	0.			FINANCIAL AID
BISHOP MORA SALESIAN HIGH SCHOOL ALUMNI ASSOCIATION - 960 SOUTH SOTO STREET - LOS ANGELES, CA 90023	53-0196617		40,000.	0.			FINANCIAL AID
BLIND CHILDREN'S CENTER, INC. 4120 MARATHON ST. LOS ANGELES, CA 90029	95-1656369		50,000.	0.			OPERATING SUPPORT
BOYS & GIRLS CLUB OF BURBANK 2244 N. BUENA VISTA STREET BURBANK, CA 91504	95-4485745		25,000.	0.			PROGRAM SUPPORT
BOYS & GIRLS CLUB OF CARSON 1950 E. 220TH STREET, SUITE 207 LONG BEACH, CA 90810-1651	33-0475452		30,000.	0.			OPERATING SUPPORT
BOYS & GIRLS CLUB OF THE FOOTHILLS 600 S. SHAMROCK AVE. MONROVIA, CA 91016	95-4453545		75,000.	0.			OPERATING SUPPORT

Schedule I (Form 990)

Schedule I (Form 990) **THE ROSE HILLS FOUNDATION**

95-1637466

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Part II Continuation of Grants and Other Assistance to Governments and Organizations in the United States (Schedule I (Form 990), Part II.)

(a) Name and address of organization or government	(b) EIN	(c) IRC section if applicable	(d) Amount of cash grant	(e) Amount of non-cash assistance	(f) Method of valuation (book, FMV, appraisal, other)	(g) Description of non-cash assistance	(h) Purpose of grant or assistance
BOYS & GIRLS CLUB OF WEST SAN GABRIEL VALLEY - 328 S. RAMONA AVE. - MONTEREY PARK, CA 91754-3312	95-2782501		25,000.	0.			OPERATING SUPPORT
BOYS & GIRLS CLUBS OF METRO LOS ANGELES - 800 SOUTH FIGUEROA STREET, SUITE 950 - LOS ANGELES, CA 90017	810851473		150,000.	0.			OPERATING SUPPORT
BOYS & GIRLS CLUBS OF PASADENA 3230 E. DEL MAR BLVD PASADENA, CA 91107	95-1643305		30,000.	0.			OPERATING SUPPORT
BOYS AND GIRLS CLUB OF HOLLYWOOD 850 N. CAHUENGA BLVD. LOS ANGELES, CA 90038-3704	95-1775142		30,000.	0.			OPERATING SUPPORT
BOYS AND GIRLS CLUB OF SANTA MONICA INC - 1220 LINCOLN BLVD. - SANTA MONICA, CA 90401	95-1890706		50,000.	0.			OPERATING SUPPORT
CALIFORNIA COMMUNITY FOUNDATION 221 SOUTH FIGUEROA STREET, #400 LOS ANGELES, CA 90012-2524	95-3510055		10,000.	0.			OPERATING SUPPORT
CALIFORNIA COMMUNITY FOUNDATION 221 SOUTH FIGUEROA STREET, #400 LOS ANGELES, CA 90012-2524	95-3510055		50,000.	0.			PROGRAM SUPPORT
CALIFORNIA COMMUNITY FOUNDATION 221 SOUTH FIGUEROA STREET, #400 LOS ANGELES, CA 90012-2524	95-3510055		50,000.	0.			OPERATING SUPPORT
CALIFORNIA INSTITUTE OF TECHNOLOGY 1200 E CALIFORNIA BLVD MC 5-32 PASADENA, CA 91125	95-1643307		100,000.	0.			FINANCIAL AID

Schedule I (Form 990)

Part II Continuation of Grants and Other Assistance to Governments and Organizations in the United States (Schedule I (Form 990), Part II.)

(a) Name and address of organization or government	(b) EIN	(c) IRC section if applicable	(d) Amount of cash grant	(e) Amount of non-cash assistance	(f) Method of valuation (book, FMV, appraisal, other)	(g) Description of non-cash assistance	(h) Purpose of grant or assistance
CALIFORNIA INSTITUTE OF TECHNOLOGY 1200 E CALIFORNIA BLVD MC 5-32 PASADENA, CA 91125	95-1643307		100,000.	0.			SUPPORT FOR JUNIOR FACULTY
CALIFORNIA INSTITUTE OF TECHNOLOGY 1200 E CALIFORNIA BLVD MC 5-32 PASADENA, CA 91125	95-1643307		200,000.	0.			FINANCIAL AID
CALIFORNIA INSTITUTE OF TECHNOLOGY 1200 E CALIFORNIA BLVD MC 5-32 PASADENA, CA 91125	95-1643307		225,000.	0.			FINANCIAL AID
CANTWELL SACRED HEART OF MARY HIGH SCHOOL - 329 NORTH GARFIELD AVENUE - MONTEBELLO, CA 90640	53-0196617		40,000.	0.			FINANCIAL AID
CARNEGIE INSTITUTION OF WASHINGTON 813 SANTA BARBARA ST. PASADENA, CA 91101	53-0196523		50,000.	0.			PROGRAM SUPPORT
CASA DE LAS AMIGAS 160 NORTH EL MOLINO AVENUE PASADENA, CA 91101-1805	95-2513421		20,000.	0.			OPERATING SUPPORT
CATHEDRAL HIGH SCHOOL 1253 BISHOPS ROAD LOS ANGELES, CA 90012	95-4598507		40,000.	0.			FINANCIAL AID
CATHOLIC CHARITIES OF LOS ANGELES 1650 ROCKWOOD STREET LOS ANGELES, CA 90026	95-1690973		25,000.	0.			OPERATING SUPPORT
CHAMINADE COLLEGE PREPARATORY 10210 OAKDALE AVENUE CHATSWORTH, CA 91311	95-1744353		40,000.	0.			FINANCIAL AID

Schedule I (Form 990)

Part II Continuation of Grants and Other Assistance to Governments and Organizations in the United States (Schedule I (Form 990), Part II.)

(a) Name and address of organization or government	(b) EIN	(c) IRC section if applicable	(d) Amount of cash grant	(e) Amount of non-cash assistance	(f) Method of valuation (book, FMV, appraisal, other)	(g) Description of non-cash assistance	(h) Purpose of grant or assistance
CHILDREN'S INSTITUTE, INC. 2121 WEST TEMPLE STREET LOS ANGELES, CA 90026	95-1641424		200,000.	0.			OPERATING SUPPORT
CITY OF HOPE 1500 EAST DUARTE ROAD DUARTE, CA 91010	95-3773472		100,000.	0.			PROGRAM SUPPORT
CITY OF HOPE 1500 EAST DUARTE ROAD DUARTE, CA 91010	95-3773472		100,000.	0.			PROGRAM SUPPORT
CITY SCHOLARS FOUNDATION 611 WILSHIRE BLVD., SUITE 1109 LOS ANGELES, CA 90017-2963	95-4435039		15,000.	0.			OPERATING SUPPORT
CLAREMONT MCKENNA COLLEGE 400 N. CLAREMONT BLVD. CLAREMONT, CA 91711	95-1664101		50,000.	0.			FINANCIAL AID
CLAREMONT MCKENNA COLLEGE 400 N. CLAREMONT BLVD. CLAREMONT, CA 91711	95-1664101		100,000.	0.			FINANCIAL AID
CLINICA MONSIGNOR OSCAR A. ROMERO 123 S. ALVARADO ST. LOS ANGELES, CA 90057	95-3881333		83,000.	0.			CAPITAL SUPPORT
COACHING CORPS 310 8TH STREET, SUITE 300 OAKLAND, CA 94607	943310845		50,000.	0.			OPERATING SUPPORT
COLLEGE TRACK 2130 E. 1ST ST. LOS ANGELES, CA 90033	943279613		50,000.	0.			PROGRAM SUPPORT

Schedule I (Form 990)

Part II Continuation of Grants and Other Assistance to Governments and Organizations in the United States (Schedule I (Form 990), Part II.)

(a) Name and address of organization or government	(b) EIN	(c) IRC section if applicable	(d) Amount of cash grant	(e) Amount of non-cash assistance	(f) Method of valuation (book, FMV, appraisal, other)	(g) Description of non-cash assistance	(h) Purpose of grant or assistance
COLLEGE TRACK 2130 E. 1ST ST. LOS ANGELES, CA 90033	943279613		50,000.	0.			PROGRAM SUPPORT
COLLEGESPRING INC. 800 S. FIGUEROA ST., SUITE 760 LOS ANGELES, CA 90017	27-0920698		25,000.	0.			OPERATING SUPPORT
COMMUNITIES IN SCHOOLS OF LOS ANGELES INC. - C/O CREATIVE ARTISTS AGENCY 2000 AVENUE OF THE STARS, SUITE 808 - LOS ANGELES, CA	260404220		50,000.	0.			OPERATING SUPPORT
COMMUNITY HEALTH COUNCILS INC 3731 STOCKER ST., SUITE 201 LOS ANGELES, CA 90008	95-4487664		25,000.	0.			PROGRAM SUPPORT
CONVALESCENT AID SOCIETY 3255 E. FOOTHILL BLVD. PASADENA, CA 91107	95-1782304		20,000.	0.			OPERATING SUPPORT
DESCANSO GARDENS GUILD, INC. 1418 DESCANSO DRIVE LA CANADA FLINTRIDGE, CA 91011	95-2511202		75,000.	0.			OPERATING SUPPORT
DON BOSCO TECHNICAL INSTITUTE 1151 SAN GABRIEL BLVD. ROSEMEAD, CA 97710	95-18660996		40,000.	0.			FINANCIAL AID
DOOR OF HOPE P.O. BOX 90455 PASADENA, CA 91109	95-4044568		60,000.	0.			OPERATING SUPPORT
EAST LOS ANGELES WOMENS CENTER 1431 S. ATLANTIC BLVD. LOS ANGELES, CA 90022	51-0204577		50,000.	0.			OPERATING SUPPORT

Schedule I (Form 990)

Part II Continuation of Grants and Other Assistance to Governments and Organizations in the United States (Schedule I (Form 990), Part II.)

(a) Name and address of organization or government	(b) EIN	(c) IRC section if applicable	(d) Amount of cash grant	(e) Amount of non-cash assistance	(f) Method of valuation (book, FMV, appraisal, other)	(g) Description of non-cash assistance	(h) Purpose of grant or assistance
EL NIDO FAMILY CENTERS 10200 SEPULVEDA BLVD., STE. 350 MISSION HILLS, CA 91345	95-3186429		35,000.	0.			OPERATING SUPPORT
ENCORPS, INC. C/O SLF, 2121 AVENUE OF THE STARS, SUITE 2020 - LOS ANGELES, CA 90067	383771471		50,000.	0.			PROGRAM SUPPORT
ENCORPS, INC. C/O SLF, 2121 AVENUE OF THE STARS, SUITE 2020 - LOS ANGELES, CA 90067	383771471		50,000.	0.			PROGRAM SUPPORT
ESPERANZA COMMUNITY HOUSING CORPORATION - 3655 SOUTH GRAND AVE., SUITE 280 - LOS ANGELES, CA 90007	95-4230345		30,000.	0.			OPERATING SUPPORT
EXCEPTIONAL CHILDRENS FOUNDATION 5350 MACHADO ROAD CULVER CITY, CA 90230	95-1690988		50,000.	0.			PROGRAM SUPPORT
EXECUTIVE SERVICE CORPS OF SOUTHERN CALIFORNIA - 1000 N. ALAMEDA ST. STE. 330 - LOS ANGELES, CA 90012	95-3510781		50,000.	0.			OPERATING SUPPORT
FAMILY HOPE DBA ELIZABETH HOUSE P.O. BOX 94077 PASADENA, CA 91109-4077	95-4451243		25,000.	0.			OPERATING SUPPORT
FAMILY HOPE DBA ELIZABETH HOUSE P.O. BOX 94077 PASADENA, CA 91109-4077	95-4451243		100,000.	0.			OTHER
FIVE ACRES - THE BOYS & GIRLS AID SOCIETY OF LOS ANGELES COUNTY - 760 W. MOUNTAIN VIEW STREET - ALTADENA, CA 91001	95-1647810		75,000.	0.			OPERATING SUPPORT

Schedule I (Form 990)

Part II Continuation of Grants and Other Assistance to Governments and Organizations in the United States (Schedule I (Form 990), Part II.)

(a) Name and address of organization or government	(b) EIN	(c) IRC section if applicable	(d) Amount of cash grant	(e) Amount of non-cash assistance	(f) Method of valuation (book, FMV, appraisal, other)	(g) Description of non-cash assistance	(h) Purpose of grant or assistance
FLINTRIDGE PREPARATORY SCHOOL 4543 CROWN AVENUE LA CANADA FLINTRIDGE, CA 91011	95-1643324		75,000.	0.			OPERATING SUPPORT
FLINTRIDGE PREPARATORY SCHOOL 4543 CROWN AVENUE LA CANADA FLINTRIDGE, CA 91011	95-1643324		200,000.	0.			OPERATING SUPPORT
FOOD FINDERS INC 3744 N. INDUSTRY AVE. #401 LAKEWOOD, CA 90712	33-0412749		30,000.	0.			OPERATING SUPPORT
FOOD FORWARD INC 7412 FULTON AVE., #3 NORTH HOLLYWOOD, CA 91605-4155	900678872		50,000.	0.			OPERATING SUPPORT
FOOTHILL UNITY CENTER 790 W. CHESTNUT AVE. MONROVIA, CA 91016-7230	95-4310817		100,000.	0.			CAPITAL SUPPORT
FREE ARTS FOR ABUSED CHILDREN 11099 SOUTH LA CIENEGA BLVD., SUITE LOS ANGELES, CA 90045	953252001		30,000.	0.			OPERATING SUPPORT
FRIENDS OF PILGRIM SCHOOL 540 SOUTH COMMONWEALTH AVENUE LOS ANGELES, CA 90020-1204	954099278		40,000.	0.			FINANCIAL AID
FRIENDS OF THE OBSERVATORY 2800 EAST OBSERVATORY ROAD LOS ANGELES, CA 90025-7117	95-3374645		125,000.	0.			PROGRAM SUPPORT
FRIENDS OF THE OBSERVATORY 2800 EAST OBSERVATORY ROAD LOS ANGELES, CA 90025-7117	95-3374645		125,000.	0.			PROGRAM SUPPORT

Schedule I (Form 990)

Part II Continuation of Grants and Other Assistance to Governments and Organizations in the United States (Schedule I (Form 990), Part II.)

(a) Name and address of organization or government	(b) EIN	(c) IRC section if applicable	(d) Amount of cash grant	(e) Amount of non-cash assistance	(f) Method of valuation (book, FMV, appraisal, other)	(g) Description of non-cash assistance	(h) Purpose of grant or assistance
FUND FOR MUSIC 300 E. GREEN STREET CIVIC AUDITORIUM, 3RD FLOOR - PASADENA, CA 91101	200725891		20,000.	0.			PROGRAM SUPPORT
GARDEN SCHOOL FOUNDATION, INC. P.O. BOX 191300 LOS ANGELES, CA 90019	203023426		15,000.	0.			OPERATING SUPPORT
GLENDALE ASSOCIATION FOR THE RETAIRED - 6512 SAN FERNANDO ROAD - GLENDALE, CA 91201	951976088		50,000.	0.			OPERATING SUPPORT
GOODWILL INDUSTRIES OF SOUTHERN CALIFORNIA - 342 N. SAN FERNANDO ROAD - LOS ANGELES, CA 90031-1730	95-1641441		150,000.	0.			PROGRAM SUPPORT
GREATER LOS ANGELES AREA COUNCIL, BOY SCOUTS OF AMERICA - 2333 SCOUT WAY - LOS ANGELES, CA 90026	95-1643982		100,000.	0.			PROGRAM SUPPORT
HARBOR INTERFAITH SERVICES INC. 670 W. 9TH ST. SAN PEDRO, CA 90731	330031099		60,000.	0.			OPERATING SUPPORT
HARVEY MUDD COLLEGE 301 PLATT BOULEVARD CLAREMONT, CA 91711	95-1911219		50,000.	0.			FINANCIAL AID
HARVEY MUDD COLLEGE 301 PLATT BOULEVARD CLAREMONT, CA 91711	95-1911219		225,000.	0.			FINANCIAL AID
HARVEY MUDD COLLEGE 301 PLATT BOULEVARD CLAREMONT, CA 91711	95-1911219		250,000.	0.			CAPITAL SUPPORT

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HATHAWAY-SYCAMORES CHILD AND FAMILY SERVICES - 100 W. WALNUT STREET, SUITE 375 - PASADENA, CA 91124	95-1691005		150,000.	0.			PROGRAM SUPPORT
HEART OF LOS ANGELES YOUTH, INC. 2701 WILSHIRE BLVD., SUITE 100 LOS ANGELES, CA 90057	95-4397418		250,000.	0.			CAPITAL SUPPORT
HELEN KELLER INTERNATIONAL, INC ONE DAG HAMMARSKJOLD PLAZA, FLOOR 4 NEW YORK, NY 10017	13-5562162		40,000.	0.			PROGRAM SUPPORT
HENRY E. HUNTINGTON LIBRARY & ART GALLERY - 1151 OXFORD ROAD - SAN MARINO, CA 91108	95-1644589		10,000.	0.			OPERATING SUPPORT
HENRY E. HUNTINGTON LIBRARY & ART GALLERY - 1151 OXFORD ROAD - SAN MARINO, CA 91108	95-1644589		25,000.	0.			OPERATING SUPPORT
HIGHER GROUND SUN VALLEY INC. DBA: HIGHER GROUND LOS ANGELES - BOB HOPE PATRIOTIC HALL, 4TH FLOOR 1816 S. FIGUEROA ST. - LOS	82-0512146		25,000.	0.			PROGRAM SUPPORT
HILLSIDE SCHOOL AND LEARNING CENTER - 4331 OAK GROVE DRIVE - LA CANADA FLINTRIDGE, CA 91011	95-2789645		25,000.	0.			OPERATING SUPPORT
HILLSIDES 815 COLORADO BLVD, STE 300 LOS ANGELES, CA 90041-1744	95-1644002		250,000.	0.			CAPITAL SUPPORT
HOLLYWOOD COMMUNITY HOUSING CORPORATION - 5020 SANTA MONICA BLVD. - LOS ANGELES, CA 90029	95-4198215		50,000.	0.			OPERATING SUPPORT

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HOLY FAMILY CATHOLIC COMMUNITY - HOLY FAMILY HIGH SCHOOL - 400 EAST LOMITA AVENUE - GLENDALE, CA 91205	53-0196617		36,500.	0.			FINANCIAL AID
HOLY FAMILY CHURCH 1527 FREMONT AVENUE SOUTH PASADENA, CA 91030	53-0196617		30,000.	0.			OPERATING SUPPORT
HOME OWNERSHIP FOR PERSONAL EMPOWERMENT INC. - 21231 HAWTHORNE BLVD. - TORRANCE, CA 90503	33-0618316		179,000.	0.			CAPITAL SUPPORT
HOPE HOUSE FOR THE MULTIPLE- HANDICAPPED INC - 4215 N. PECK RD. - EL MONTE, CA 91732	95-2287909		25,000.	0.			OPERATING SUPPORT
HOUSE OF RUTH P.O. BOX 459 CLAREMONT, CA 91711	95-3276033		50,000.	0.			OPERATING SUPPORT
IDYLLWILD ARTS FOUNDATION P.O. BOX 38 52500 TEMECULA ROAD IDYLLWILD, CA 92549	95-1801279		25,000.	0.			FINANCIAL AID
IMAGINE LOS ANGELES, INC. 672 S. LAFAYETTE PARK PLACE, UNIT 2 LOS ANGELES, CA 90057	20-4637089		50,000.	0.			OPERATING SUPPORT
IMMACULATE HEART HIGH SCHOOL 5515 FRANKLIN AVE. LOS ANGELES, CA 90028-5901	952706764		40,000.	0.			FINANCIAL AID
INDEPENDENT SECTOR 1602 L STREET, NW, SUITE 900 WASHINGTON, DC 20036	52-1081024		5,000.	0.			FINANCIAL AID

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INLAND VALLEY COUNCIL OF CHURCHES 1753 N. PARK AVENUE POMONA, CA 91768	95-2674837		30,000.	0.			OPERATING SUPPORT
INNER CITY LAW CENTER 1309 EAST SEVENTH STREET LOS ANGELES, CA 90021-1101 INTERNATIONAL TRADE EDUCATION PROGRAMS, INC. - 2417 E. CARSON STREET, SUITE 200 - CARSON, CA 90810	95-3697572		100,000.	0.			PROGRAM SUPPORT
JAPANESE AMERICAN NATIONAL MUSEUM 100 NORTH CENTRAL AVENUE LOS ANGELES, CA 90012	743161465		25,000.	0.			OPERATING SUPPORT
JERICHO ROAD PASADENA INC 75 SOUTH GRAND AVENUE PASADENA, CA 91105-1602	95-3966024		25,000.	0.			PROGRAM SUPPORT
JESUIT RESTORATIVE JUSTICE INITIATIVE - 9309 RAYO AVE - SOUTH GATE, CA 90280	463703303		16,000.	0.			OPERATING SUPPORT
JESUIT RESTORATIVE JUSTICE INITIATIVE - 9309 RAYO AVE - SOUTH GATE, CA 90280	80-0404971		25,000.	0.			OPERATING SUPPORT
JEWISH VOCATIONAL SERVICE 6505 WILSHIRE BLVD. SUITE 200 LOS ANGELES, CA 90048	95-1691012		25,000.	0.			PROGRAM SUPPORT
JUMPSTART FOR YOUNG CHILDREN INC 1625 W. OLYMPIC BLVD., SUITE #1050 LOS ANGELES, CA 90015	04-3262046		75,000.	0.			OPERATING SUPPORT
JUNIPERO SERRA HIGH SCHOOL 14830 SOUTH VAN NESS AVENUE GARDENA, CA 90247	53-0196617		40,000.	0.			FINANCIAL AID

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KCE TLINK 2900 WEST ALAMEDA AVENUE, #600 BURBANK, CA 91505	95-2211661		100,000.	0.			OPERATING SUPPORT
KIDSPACE A PARTICIPATORY MUSEUM 480 NORTH ARROYO BLVD. PASADENA, CA 91103	95-3501213		50,000.	0.			PROGRAM SUPPORT
KOREATOWN YOUTH & COMMUNITY CENTER 3727 W. 6TH STREET, SUITE 300 LOS ANGELES, CA 90020	95-3779389		75,000.	0.			PROGRAM SUPPORT
L A FAMILY HOUSING CORPORATION 7843 LANKERSHIM BLVD. NORTH HOLLYWOOD, CA 91605	95-3920560		75,000.	0.			PROGRAM SUPPORT
LA SALLE HIGH SCHOOL 3880 EAST SIERRA MADRE BOULEVARD PASADENA, CA 91107	53-0196617		40,000.	0.			FINANCIAL AID
LAND OF THE FREE FOUNDATION C/O MAJESTIC REALTY CO. 13191 CROSSROADS PARKWAY NORTH, 6TH FLOOR - CITY OF	27-0710805		5,000.	0.			OPERATING SUPPORT
LEADERSUP 830 TRACTION AVENUE, #3A HUB LOS ANGELES, CA 90013	46-2606773		100,000.	0.			OPERATING SUPPORT
LOS ANGELES CONSERVATION CORPS 1400 N. SPRING ST. LOS ANGELES, CA 90012-1924	95-4002138		100,000.	0.			CAPITAL SUPPORT
LOS ANGELES COUNTY MUSEUM OF NATURAL HISTORY FOUNDATION - 900 EXPOSITION BOULEVARD - LOS ANGELES, CA 90007	95-6132185		100,000.	0.			PROGRAM SUPPORT

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LOS ANGELES PHILHARMONIC ASSOCIATION - 151 SOUTH GRAND AVE. - LOS ANGELES, CA 90012	95-1696734		250,000.	0.			PROGRAM SUPPORT
LOS ANGELES YOUTH NETWORK 1853 TAFT AVENUE LOS ANGELES, CA 90028	95-3953979		100,000.	0.			OPERATING SUPPORT
LOYOLA LAW SCHOOL 919 ALBANY STREET LOS ANGELES, CA 90015	95-1643334		150,000.	0.			PROGRAM SUPPORT
LISC COMMUNITY DEVELOPMENT CORPORATION - 231 EAST THIRD STREET, SUITE G106 - LOS ANGELES, CA 90013	95-4444102		125,000.	0.			CAPITAL SUPPORT
MAR VISTA FAMILY CENTER 5075 SOUTH SLAUSON AVENUE CULVER CITY, CA 90230	95-2647443		50,000.	0.			PROGRAM SUPPORT
MARANATHA HIGH SCHOOL 169 SOUTH ST. JOHN AVENUE PASADENA, CA 91105	95-2401932		40,000.	0.			FINANCIAL AID
MATH FOR AMERICA LOS ANGELES 1150 S. OLIVE STREET, SUITE 2100 LOS ANGELES, CA 90015	20-0651886		150,000.	0.			OPERATING SUPPORT
MOUNT ALVERNO HIGH SCHOOL 200 NORTH MICHILLINDA AVENUE SIERRA MADRE, CA 91024	95-3331866		40,000.	0.			FINANCIAL AID
MOUNT SAINT MARY'S UNIVERSITY DOHENY CAMPUS 10 CHESTER PLACE LOS ANGELES, CA 90007	95-1641455		25,000.	0.			FINANCIAL AID

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MOUNT SAINT MARY'S UNIVERSITY DOHENY CAMPUS 10 CHESTER PLACE LOS ANGELES, CA 90007	95-1641455		250,000.	0.			FINANCIAL AID
MUSEUM ASSOCIATES 5905 WILSHIRE BOULEVARD LOS ANGELES, CA 90036	95-2264067		50,000.	0.			PROGRAM SUPPORT
MYCHALS LEARNING PLACE 4901 W. ROSECRAMS AVE. HAWTHORNE, CA 90250-6615	95-4871202		75,000.	0.			CAPITAL SUPPORT
NATIONAL AUDUBON SOCIETY INC. 4700 NORTH GRIFFIN AVENUE LOS ANGELES, CA 90031	13-1624102		25,000.	0.			PROGRAM SUPPORT
NATIONAL HEALTH FOUNDATION 515 S. FIGUEROA ST., SUITE 1300 LOS ANGELES, CA 90071	237314808		100,000.	0.			OPERATING SUPPORT
NAVY SEAL FOUNDATION INC 1619 D STREET VIRGINIA BEACH, VA 23455-8407	311728910		25,000.	0.			OPERATING SUPPORT
NO LIMITS THEATRE GROUP, INC. 9801 WASHINGTON BLVD., 2ND FLOOR CULVER CITY, CA 90232-2723	95-4603048		15,000.	0.			PROGRAM SUPPORT
NOTRE DAME HIGH SCHOOL OF SHERMAN OAKS - 13645 RIVERSIDE DRIVE - SHERMAN OAKS, CA 91423-2407	951716808		40,000.	0.			FINANCIAL AID
OAK CREST INSTITUTE OF SCIENCE 132 W CHESTNUT AVE MONROVIA, CA 91016-3412	95-4680961		100,000.	0.			PROGRAM SUPPORT

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OCCIDENTAL COLLEGE 1600 CAMPUS ROAD LOS ANGELES, CA 90041	95-1667177		500,000.	0.			CAPITAL SUPPORT
OLIVE CREST TREATMENT CENTER NATIONAL HEADQUARTERS 2130 E. 4TH ST., STE. 200 - SANTA ANA, CA 92705	95-2877102		50,000.	0.			OPERATING SUPPORT
ONE VOICE 1228 15TH STREET, SUITE C SANTA MONICA, CA 90404	95-3900124		40,000.	0.			PROGRAM SUPPORT
OUR SAVIOR CATHOLIC CENTER 844 WEST 32ND STREET LOS ANGELES, CA 90007	95-2017225		10,000.	0.			FINANCIAL AID
P F BRESEE FOUNDATION 184 S BIMINI PLACE LOS ANGELES, CA 90004	95-3797363		50,000.	0.			PROGRAM SUPPORT
PARA LOS NIOS 5000 HOLLYWOOD BOULEVARD LOS ANGELES, CA 90027	95-3443276		100,000.	0.			PROGRAM SUPPORT
PASADENA COMMUNITY FOUNDATION 301 E. COLORADO BLVD., SUITE 810 PASADENA, CA 91101	20-0253310		25,000.	0.			OPERATING SUPPORT
PASADENA HOSPITAL ASSOCIATION, LTD. - 100 WEST CALIFORNIA BOULEVARD - PASADENA, CA 91105	95-1644036		5,000.	0.			OPERATING SUPPORT
PASADENA SYMPHONY ASSOCIATION 2 NORTH LAKE AVENUE, SUITE 1080 PASADENA, CA 91101-1871	95-6002375		25,000.	0.			PROGRAM SUPPORT

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PEACE 4 KIDS P.O. BOX 5347 COMPTON, CA 90224	330920234		20,000.	0.			OPERATING SUPPORT
PEACE OVER VIOLENCE 1015 WILSHIRE BOULEVARD, SUITE 200 LOS ANGELES, CA 90017	51-0179305		50,000.	0.			OPERATING SUPPORT
PERFORMING ARTS CENTER OF LOS ANGELES COUNTY - 135 N. GRAND AVE. - LOS ANGELES, CA 90012	95-2217011		1,000,000.	0.			CAPITAL SUPPORT
PHILANTHROPY ROUNDTABLE 1120 20TH STREET, NW SUITE 550 SOUTH WASHINGTON, DC 20036	13-2943020		5,000.	0.			OPERATING SUPPORT
PIECE BY PIECE 1317 E. 7TH ST. LOS ANGELES, CA 90021	20-8348198		15,000.	0.			OPERATING SUPPORT
PITZER COLLEGE 1050 NORTH MILLS AVENUE CLAREMONT, CA 91711	95-2261113		187,500.	0.			FINANCIAL AID
PLANNED PARENTHOOD OF PASADENA, INC. - 2333 LAKE AVE., FLOOR 2 - ALTADENA, CA 91001	95-1916050		25,000.	0.			PROGRAM SUPPORT
POLYTECHNIC SCHOOL 1030 E. CALIFORNIA BLVD. PASADENA, CA 91106	95-1641456		10,000.	0.			OPERATING SUPPORT
POMONA CATHOLIC HIGH SCHOOL 533 WEST HOLT AVENUE POMONA, CA 91768	95-1759179		40,000.	0.			FINANCIAL AID

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POMONA COLLEGE 550 NORTH COLLEGE AVENUE ALEXANDER HALL 133 - CLAREMONT, CA 91711-0000	95-1664112		50,000.	0.		FINANCIAL AID	
POMONA COLLEGE 550 NORTH COLLEGE AVENUE ALEXANDER HALL 133 - CLAREMONT, CA 91711-0000	95-1664112		125,000.	0.		FINANCIAL AID	
POMONA COMMUNITY HEALTH CENTER DBA PARK TREE COMMUNITY HEALTH CENTER - 1450 E. HOLT AVENUE - POMONA, CA 91767	223914738		50,000.	0.			OPERATING SUPPORT
POMONA VALLEY COMMUNITY SERVICES 141 SPRING STREET CLAREMONT, CA 91711	95-3100466		20,000.	0.			OPERATING SUPPORT
PROCON.ORG 233 WILSHIRE BLVD., #200 SANTA MONICA, CA 90401	571210185		10,000.	0.			OPERATING SUPPORT
PROVIDENCE HEALTH & SERVICES FOUNDATION - 501 SOUTH BUENA VISTA - BURBANK, CA 91505-4809	95-3544877		25,000.	0.			OPERATING SUPPORT
PROYECTO PASTORAL 135 N. MISSION ROAD LOS ANGELES, CA 90033-2101	95-3213958		75,000.	0.			PROGRAM SUPPORT
PUBLIC COUNSEL 610 SOUTH ARDMORE AVENUE LOS ANGELES, CA 90005-2322	23-7105149		50,000.	0.			PROGRAM SUPPORT
R.M. PYLES BOYS CAMP 27211 HENRY MAYO DRIVE VALENCIA, CA 91355	95-1810837		25,000.	0.			PROGRAM SUPPORT

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RAMONA CONVENT SECONDARY SCHOOL 1701 WEST RAMONA ROAD ALHAMBRA, CA 91803	95-1756424		40,000.	0.			FINANCIAL AID
READING TO KIDS 1600 SAWTELLE BOULEVARD, SUITE 210 LOS ANGELES, CA 90025	95-4758698		10,000.	0.			OPERATING SUPPORT
REGENTS OF THE UNIVERSITY OF CALIFORNIA - UCLA BROAD STEM CELL RESEARCH CENTER 615 CHARLES E. YOUNG DRIVE, SOUTH - LOS ANGELES,	95-6006143		175,000.	0.			FINANCIAL AID
REGENTS OF THE UNIVERSITY OF CALIFORNIA - UCLA BROAD STEM CELL RESEARCH CENTER 615 CHARLES E. YOUNG DRIVE, SOUTH - LOS ANGELES,	95-6006143		200,000.	0.			FINANCIAL AID
REGENTS OF THE UNIVERSITY OF CALIFORNIA - UCLA BROAD STEM CELL RESEARCH CENTER 615 CHARLES E. YOUNG DRIVE, SOUTH - LOS ANGELES,	95-6006143		250,000.	0.			SUPPORT FOR JUNIOR FACULTY
RESOURCE FOR EDUCATION, ADVOCACY, COMMUNICATION AND HOUSING - 9300 SANTA FE SPRINGS ROAD - SANTA FE SPRINGS, CA 90670	23-7036873		266,000.	0.			PROGRAM SUPPORT
SACRED HEART HIGH SCHOOL 2111 GRIFFIN AVENUE LOS ANGELES, CA 90031	53-0196617		40,000.	0.			FINANCIAL AID
SAINT PHILIP THE APOSTLE SCHOOL 1363 CORDOVA STREET PASADENA, CA 91106	95-1831084		5,000.	0.			OPERATING SUPPORT
SAINT PHILIP THE APOSTLE SCHOOL 1363 CORDOVA STREET PASADENA, CA 91106	95-1831084		20,000.	0.			OPERATING SUPPORT

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SALK INSTITUTE FOR BIOLOGICAL STUDIES - 10010 N. TORREY PINES RD. - LA JOLLA, CA 92037-1002	95-2160097		100,000.	0.			FINANCIAL AID
SALK INSTITUTE FOR BIOLOGICAL STUDIES - 10010 N. TORREY PINES RD. - LA JOLLA, CA 92037-1002	95-2160097		100,000.	0.			SUPPORT FOR JUNIOR FACULTY
SAN GABRIEL MISSION HIGH SCHOOL 254 SOUTH SANTA ANITA STREET SAN GABRIEL, CA 91776	95-2015452		40,000.	0.			FINANCIAL AID
SCHOOL ON WHEELS, INC 3150 N. SAN FERNANDO ROAD, SUITE B LOS ANGELES, CA 90065	95-4422640		20,000.	0.			OPERATING SUPPORT
SCRIPPS COLLEGE INSTITUTIONAL ADVANCEMENT 1030 COLUMBIA AVENUE, #2009 - CLAREMONT, CA 91711	95-1664123		75,000.	0.			FINANCIAL AID
SHELTER PARTNERSHIP, INC 520 S. GRAND AVE., SUITE 695 LOS ANGELES, CA 90071-2660	95-3976214		50,000.	0.			PROGRAM SUPPORT
SHOES THAT FIT 1420 N. CLAREMONT BLVD., SUITE 204A CLAREMONT, CA 91711-3528	95-4425565		30,000.	0.			OPERATING SUPPORT
SKIRBALL CULTURAL CENTER 2701 N. SEPULVEDA BLVD. LOS ANGELES, CA 90049-6833	95-4538371		250,000.	0.			CAPITAL SUPPORT
SOCIETY OF SAINT VINCENT DE PAUL COUNCIL OF LOS ANGELES - 210 NORTH AVENUE 21 - LOS ANGELES, CA 90031-1713	951644622		50,000.	0.			OPERATING SUPPORT

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SOUTH ASIAN NETWORK INC. 18173 PIONEER BLVD, SUITE I ARTESIA, CA 90701	330608166		30,000.	0.			OPERATING SUPPORT
SOUTH BAY CHILDRENS HEALTH CENTER ASSOCIATION INC - 410 CAMINO REAL - REDONDO BEACH, CA 90277-3815	956003956		25,000.	0.			PROGRAM SUPPORT
SOUTH CENTRAL SCHOLARS FOUNDATION DEA SCS NOONAN SCHOLARS - 1414 SOUTH GRAND AVENUE, SUITE 410 - LOS ANGELES, CA 90015	20-2820261		25,000.	0.			PROGRAM SUPPORT
SOUTHERN CALIFORNIA COUNSELING CENTER - 5615 W. PICO BLVD. - LOS ANGELES, CA 90019	95-2430665		50,000.	0.			OPERATING SUPPORT
SOUTHERN CALIFORNIA FOSTER FAMILY AGENCY - 221 N. ARDMORE AVENUE - LOS ANGELES, CA 90004	954440220		150,000.	0.			OPERATING SUPPORT
SOUTHERN CALIFORNIA GRANTMAKERS 1000 N. ALAMEDA STREET, SUITE 230 LOS ANGELES, CA 90012	95-2831058		15,000.	0.			OPERATING SUPPORT
SOUTHERN CALIFORNIA GRANTMAKERS 1000 N. ALAMEDA STREET, SUITE 230 LOS ANGELES, CA 90012	95-2831058		25,000.	0.			OPERATING SUPPORT
SOUTHSIDE COALITION OF COMMUNITY HEALTH CENTERS - 1400 S. GRAND AVE., SUITE 711 - LOS ANGELES, CA 90015	20-8892311		75,000.	0.			PROGRAM SUPPORT
SPARK PROGRAM INC. 145 S SPRING ST., SUITE 410 LOS ANGELES, CA 90012	20-1836547		25,000.	0.			PROGRAM SUPPORT

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95-1637466

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Part II Continuation of Grants and Other Assistance to Governments and Organizations in the United States (Schedule I (Form 990), Part II.)

(a) Name and address of organization or government	(b) EIN	(c) IRC section if applicable	(d) Amount of cash grant	(e) Amount of non-cash assistance	(f) Method of valuation (book, FMV, appraisal, other)	(g) Description of non-cash assistance	(h) Purpose of grant or assistance
ST ANNES MATERNITY HOME 155 N. OCCIDENTAL BLVD. LOS ANGELES, CA 90026	95-1691306		100,000.	0.			OPERATING SUPPORT
ST. BARNABAS SENIOR CENTER OF LOS ANGELES - 675 S CARONDELET ST - LOS ANGELES, CA 90057-3309	95-1641435		60,000.	0.			OPERATING SUPPORT
ST. FRANCIS CENTER 1835 S. HOPE ST. LOS ANGELES, CA 90015	95-4479271		25,000.	0.			OPERATING SUPPORT
ST. GENEVIEVE HIGH SCHOOL 13967 ROSCOE BOULEVARD PANORAMA CITY, CA 91402-4299	53-0196617		40,000.	0.			FINANCIAL AID
ST. JOHN BOSCO HIGH SCHOOL 13640 BELLFLOWER BOULEVARD BELLFLOWER, CA 90706	53-0196617		40,000.	0.			FINANCIAL AID
ST. JOHN VIANNEY 1345 TURNBULL CANYON ROAD HACIENDA HEIGHTS, CA 91745	53-0196617		10,000.	0.			OPERATING SUPPORT
ST. JOHN VIANNEY 1345 TURNBULL CANYON ROAD HACIENDA HEIGHTS, CA 91745	53-0196617		20,000.	0.			OPERATING SUPPORT
ST. JOHN VIANNEY 1345 TURNBULL CANYON ROAD HACIENDA HEIGHTS, CA 91745	53-0196617		50,000.	0.			PROGRAM SUPPORT
ST. JOHN'S WELL CHILD AND FAMILY CENTER, INC. - 808 W. 58TH STREET - LOS ANGELES, CA 90037	95-4067758		100,000.	0.			PROGRAM SUPPORT

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Part II Continuation of Grants and Other Assistance to Governments and Organizations in the United States (Schedule I (Form 990), Part II.)

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ST. MARY'S ACADEMY 701 GRACE AVENUE INGLEWOOD, CA 90301	53-0196617		40,000.	0.			FINANCIAL AID
ST. PAUL HIGH SCHOOL 9635 GREENLEAF AVENUE SANTA FE SPRINGS, CA 90670	53-0196617		40,000.	0.			FINANCIAL AID
ST. PIUS X - ST. MATTHIAS ACADEMY 7851 GARDENDALE STREET DOWNEY, CA 90242	53-0196617		40,000.	0.			FINANCIAL AID
ST. RAPHAEL 924 WEST 70TH STREET LOS ANGELES, CA 90044	53-0196617		30,000.	0.			FINANCIAL AID
ST. VINCENT SENIOR CITIZEN NUTRITION PROGRAM, INC - 2303 MIRAMAR ST - LOS ANGELES, CA 90057-2109	95-3696693		5,000.	0.			OPERATING SUPPORT
ST. VINCENT SENIOR CITIZEN NUTRITION PROGRAM, INC - 2303 MIRAMAR ST - LOS ANGELES, CA 90057-2109	95-3696693		25,000.	0.			PROGRAM SUPPORT
STANFORD UNIVERSITY 326 GALVEZ STREET STANFORD, CA 94305	94-1156365		10,000.	0.			OPERATING SUPPORT
STANFORD UNIVERSITY 326 GALVEZ STREET STANFORD, CA 94305	94-1156365		25,000.	0.			FINANCIAL AID
STANFORD UNIVERSITY 326 GALVEZ STREET STANFORD, CA 94305	94-1156365		25,000.	0.			PROGRAM SUPPORT

Schedule I (Form 990)

Part II Continuation of Grants and Other Assistance to Governments and Organizations in the United States (Schedule I (Form 990), Part II.)

(a) Name and address of organization or government	(b) EIN	(c) IRC section if applicable	(d) Amount of cash grant	(e) Amount of non-cash assistance	(f) Method of valuation (book, FMV, appraisal, other)	(g) Description of non-cash assistance	(h) Purpose of grant or assistance
STANFORD UNIVERSITY 326 GALVEZ STREET STANFORD, CA 94305	94-1156365		50,000.	0.			PROGRAM SUPPORT
STANFORD UNIVERSITY 326 GALVEZ STREET STANFORD, CA 94305	94-1156365		200,000.	0.			FINANCIAL AID
STANFORD UNIVERSITY 326 GALVEZ STREET STANFORD, CA 94305	94-1156365		200,000.	0.			SUPPORT FOR JUNIOR FACULTY
STANFORD UNIVERSITY 326 GALVEZ STREET STANFORD, CA 94305	94-1156365		300,000.	0.			FINANCIAL AID
STANFORD UNIVERSITY 326 GALVEZ STREET STANFORD, CA 94305	94-1156365		400,000.	0.			FINANCIAL AID
STEP UP ON SECOND STREET INC. 1328 SECOND STREET SANTA MONICA, CA 90401	954109386		75,000.	0.			OPERATING SUPPORT
STRIVE FOUNDATION 9124 SOUTH MAIN STREET LOS ANGELES, CA 90003-3723	33-0411257		50,000.	0.			OPERATING SUPPORT
THE ARC LOS ANGELES AND ORANGE COUNTIES - 12049 WOODRUFF AVENUE - DOWNEY, CA 90241	95-2287675		50,000.	0.			OPERATING SUPPORT
THE CENTER AT BLESSED SACRAMENT 6636 SELMA AVE. LOS ANGELES, CA 90028	20-3022534		100,000.	0.			OPERATING SUPPORT

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Part II Continuation of Grants and Other Assistance to Governments and Organizations in the United States (Schedule I (Form 990), Part II.)

(a) Name and address of organization or government	(b) EIN	(c) IRC section if applicable	(d) Amount of cash grant	(e) Amount of non-cash assistance	(f) Method of valuation (book, FMV, appraisal, other)	(g) Description of non-cash assistance	(h) Purpose of grant or assistance
THE CHRYSALIS CENTER 522 S. MAIN STREET LOS ANGELES, CA 90013-1422	95-3972624		125,000.	0.			OPERATING SUPPORT
THE COLBURN SCHOOL 200 S. GRAND AVE. LOS ANGELES, CA 90012	95-2501387		125,000.	0.			PROGRAM SUPPORT
THE FOODBANK OF SOUTHERN CALIFORNIA - 1444 SAN FRANCISCO AVENUE - LONG BEACH, CA 90813	95-3557056		75,000.	0.			OPERATING SUPPORT
THE FUND FOR PARTNERSHIP FOR SUCCESS! - C/O POLYTECHNIC SCHOOL 1030 E. CALIFORNIA BLVD. - PASADENA, CA 91106	82-3396946		30,000.	0.			PROGRAM SUPPORT
THE GABRIELLA FOUNDATION 222 E. 16TH STREET, SUITE E LOS ANGELES, CA 90005-4051	95-4773654		15,000.	0.			OPERATING SUPPORT
THE HARMONY PROJECT 4322 WILSHIRE BLVD. SUITE 101 LOS ANGELES, CA 90015	95-4856236		25,000.	0.			OPERATING SUPPORT
THE PEOPLE CONCERN 2116 ARLINGTON AVE., SUITE 100 LOS ANGELES, CA 90018	956143865		150,000.	0.			OPERATING SUPPORT
THE PEOPLE CONCERN 2116 ARLINGTON AVE., SUITE 100 LOS ANGELES, CA 90018	956143865		150,000.	0.			CAPITAL SUPPORT
THE RAPE FOUNDATION 1223 WILSHIRE BOULEVARD, SUITE 410 SANTA MONICA, CA 90403	954250167		150,000.	0.			OPERATING SUPPORT

Schedule I (Form 990)

Part II Continuation of Grants and Other Assistance to Governments and Organizations in the United States (Schedule I (Form 990), Part II.)

(a) Name and address of organization or government	(b) EIN	(c) IRC section if applicable	(d) Amount of cash grant	(e) Amount of non-cash assistance	(f) Method of valuation (book, FMV, appraisal, other)	(g) Description of non-cash assistance	(h) Purpose of grant or assistance
THE RICHARD NIXON FOUNDATION 18001 YORBA LINDA BOULEVARD YORBA LINDA, CA 92886-3903	52-1278303		333,333.	0.			PROGRAM SUPPORT
THE SALVATION ARMY, CALIFORNIA SOUTH DIVISION - 180 EAST OCEAN BLVD., SUITE 500 - LONG BEACH, CA 90802	94-1156347		175,000.	0.			PROGRAM SUPPORT
THE SCGA FOUNDATION 3740 CAHUENGA BOULEVARD NORTH HOLLYWOOD, CA 91604	95-3858373		25,000.	0.			OPERATING SUPPORT
THE WENDE MUSEUM OF THE COLD WAR INC - 10808 CULVER BLVD. - CULVER CITY, CA 90230-6520	16-0470118		100,000.	0.			PROGRAM SUPPORT
TIERRA DEL SOL FOUNDATION 9919 SUNLAND BLVD. SUNLAND, CA 91040	95-2671260		50,000.	0.			OPERATING SUPPORT
TRUST FOR PUBLIC LAND 135 WEST GREEN ST., 2ND FLOOR PASADENA, CA 91105	94-2313970		50,000.	0.			OPERATING SUPPORT
UC REGENTS UNIVERSITY DEVELOPMENT AND ALUMNI RELATIONS 1995 UNIVERSITY AVE., SUITE 401	94-6002123		200,000.	0.			FINANCIAL AID
UC REGENTS UNIVERSITY DEVELOPMENT AND ALUMNI RELATIONS 1995 UNIVERSITY AVE., SUITE 401	94-6002123		250,000.	0.			FINANCIAL AID
UC REGENTS UNIVERSITY DEVELOPMENT AND ALUMNI RELATIONS 1995 UNIVERSITY AVE., SUITE 401	94-6002123		250,000.	0.			SUPPORT FOR JUNIOR FACULTY

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Part II Continuation of Grants and Other Assistance to Governments and Organizations in the United States (Schedule I (Form 990), Part II.)

(a) Name and address of organization or government	(b) EIN	(c) IRC section if applicable	(d) Amount of cash grant	(e) Amount of non-cash assistance	(f) Method of valuation (book, FMV, appraisal, other)	(g) Description of non-cash assistance	(h) Purpose of grant or assistance
UC REGENTS UNIVERSITY DEVELOPMENT AND ALUMNI RELATIONS 1995 UNIVERSITY AVE., SUITE 401	94-6002123		400,000.	0.		FINANCIAL AID	
UNCOMMON GOOD 211 W. FOOTHILL BLVD. CLAREMONT, CA 91711	95-4792792		50,000.	0.		PROGRAM SUPPORT	
UNCOMMON GOOD 211 W. FOOTHILL BLVD. CLAREMONT, CA 91711	95-4792792		50,000.	0.		PROGRAM SUPPORT	
UNION RESCUE MISSION 545 SOUTH SAN PEDRO STREET LOS ANGELES, CA 90013-2101	95-1709293		150,000.	0.		OPERATING SUPPORT	
UNITED FRIENDS OF THE CHILDREN 1055 WILSHIRE BOULEVARD, SUITE 1955 LOS ANGELES, CA 90017	95-3665186		100,000.	0.		OPERATING SUPPORT	
UNIVERSITY OF CALIFORNIA, IRVINE 510 ALDRICH HALL IRVINE, CA 92697-1000	95-2226406		175,000.	0.		FINANCIAL AID	
UNIVERSITY OF SOUTHERN CALIFORNIA 3670 TROUSDALE PARKWAY LOS ANGELES, CA 90089-5016	95-1642394		15,000.	0.		OPERATING SUPPORT	
UNIVERSITY OF SOUTHERN CALIFORNIA 3670 TROUSDALE PARKWAY LOS ANGELES, CA 90089-5016	95-1642394		50,000.	0.		OPERATING SUPPORT	
UNIVERSITY OF SOUTHERN CALIFORNIA 3670 TROUSDALE PARKWAY LOS ANGELES, CA 90089-5016	95-1642394		200,000.	0.		FINANCIAL AID	

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Part II Continuation of Grants and Other Assistance to Governments and Organizations in the United States (Schedule I (Form 990), Part II.)

(a) Name and address of organization or government	(b) EIN	(c) IRC section if applicable	(d) Amount of cash grant	(e) Amount of non-cash assistance	(f) Method of valuation (book, FMV, appraisal, other)	(g) Description of non-cash assistance	(h) Purpose of grant or assistance
UNIVERSITY OF SOUTHERN CALIFORNIA 3670 TROUSDALE PARKWAY LOS ANGELES, CA 90089-5016	95-1642394		250,000.	0.		FINANCIAL AID	
UNIVERSITY OF SOUTHERN CALIFORNIA 3670 TROUSDALE PARKWAY LOS ANGELES, CA 90089-5016	95-1642394		250,000.	0.		SUPPORT FOR JUNIOR FACULTY	
UNIVERSITY OF SOUTHERN CALIFORNIA 3670 TROUSDALE PARKWAY LOS ANGELES, CA 90089-5016	95-1642394		450,000.	0.		FINANCIAL AID	
UNIVERSITY OF SOUTHERN CALIFORNIA, MARSHALL SCHOOL OF BUSINESS - UNIVERSITY OF SOUTHERN CALIFORNIA BRIDGE HALL 100 - LOS ANGELES, CA	95-1642394		100,000.	0.		FINANCIAL AID	
UNIVERSITY OF SOUTHERN CALIFORNIA, WRIGLEY INSTITUTE FOR ENVIRONMENTAL STUD - USC DORNSIFE COLLEGE OF LETTERS, ARTS AND	95-1642394		25,000.	0.		OPERATING SUPPORT	
UPWARD BOUND HOUSE 1104 WASHINGTON AVE. SANTA MONICA, CA 90403-4119	95-4288926		30,000.	0.		PROGRAM SUPPORT	
USA WATER POLO, INC. 2124 MAIN STREET, SUITE 240 HUNTINGTON BEACH, CA 92648	84-1357609		7,500.	0.		OPERATING SUPPORT	
USC LEONARD DAVIS SCHOOL OF GERONTOLOGY - 3715 MCCLINTOCK AVENUE, SUITE 110 - LOS ANGELES, CA 90089	95-1642394		25,000.	0.		OPERATING SUPPORT	
USC VERDUGO HILLS HOSPITAL FOUNDATION - UNIVERSITY OF SOUTHERN CALIFORNIA 1812 VERDUGO BLVD. - GLENDALE, CA 91208	95-3247823		25,000.	0.		OPERATING SUPPORT	

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Part II Continuation of Grants and Other Assistance to Governments and Organizations in the United States (Schedule I (Form 990), Part II.)

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VARIETY BOYS AND GIRLS CLUB 2530 CINCINNATI STREET LOS ANGELES, CA 90033	95-1919219		60,000.	0.			OPERATING SUPPORT
VENICE COMMUNITY HOUSING CORPORATION - 720 ROSE AVE. - VENICE, CA 90291	95-4200761		50,000.	0.			OPERATING SUPPORT
VENICE FAMILY CLINIC 604 ROSE AVENUE VENICE, CA 90291	95-2769432		150,000.	0.			PROGRAM SUPPORT
VERBUM DEI HIGH SCHOOL 11100 SOUTH CENTRAL AVENUE LOS ANGELES, CA 90059	53-0196617		40,000.	0.			FINANCIAL AID
VILLAGE FAMILY SERVICES 6736 LAUREL CANYON BLVD., #200 NORTH HOLLYWOOD, CA 91606	954625826		100,000.	0.			CAPITAL SUPPORT
WAYFINDER FAMILY SERVICES 5300 ANGELES VISTA BLVD. LOS ANGELES, CA 90043	95-1977659		100,000.	0.			PROGRAM SUPPORT
WEINGART CENTER ASSOCIATION 566 SOUTH SAN PEDRO STREET LOS ANGELES, CA 90013	95-6054617		50,000.	0.			OPERATING SUPPORT
WHITTIER CHRISTIAN HIGH SCHOOL 501 NORTH BEACH BLVD. LA HABRA, CA 90631	95-2002095		40,000.	0.			FINANCIAL AID
YOUNG & HEALTHY 136 W. PEORIA STREET PASADENA, CA 91103	95-4527969		50,000.	0.			OPERATING SUPPORT

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Part II Continuation of Grants and Other Assistance to Governments and Organizations in the United States (Schedule I (Form 990), Part II.)

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YOUNG MENS CHRISTIAN ASSOCIATION OF METROPOLITAN LOS ANGELES - 625 SOUTH NEW HAMPSHIRE AVENUE - LOS ANGELES, CA 90005-1342	95-1644052		100,000.	0.		PROGRAM SUPPORT	
YOUNG MENS CHRISTIAN ASSOCIATION OF METROPOLITAN LOS ANGELES - 625 SOUTH NEW HAMPSHIRE AVENUE - LOS ANGELES, CA 90005-1342	95-1644052		1,300,000.	0.		OPERATING SUPPORT	
YOUNG STORYTELLERS FOUNDATION 923 E 3RD STREET #307 LOS ANGELES, CA 90013	550827731		15,000.	0.		OPERATING SUPPORT	
YOUTH MENTORING CONNECTION 1818 S. WESTERN AVENUE, SUITE 505 LOS ANGELES, CA 90006	95-4845105		20,000.	0.		OPERATING SUPPORT	
YWCA OF GLENDALE CALIFORNIA 735 E. LEXINGTON DRIVE GLENDALE, CA 91206	95-1644057		50,000.	0.		PROGRAM SUPPORT	

Part III **Grants and Other Assistance to Domestic Individuals.** Complete if the organization answered "Yes" on Form 990, Part IV, line 22.
 Part III can be duplicated if additional space is needed.

(a) Type of grant or assistance	(b) Number of recipients	(c) Amount of cash grant	(d) Amount of non-cash assistance	(e) Method of valuation (book, FMV, appraisal, other)	(f) Description of noncash assistance

Part IV **Supplemental Information.** Provide the information required in Part I, line 2; Part III, column (b); and any other additional information.
