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

2002

Department of the Treasury
Internal Revenue Service

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

For calendar year 2002, or tax year beginning , 2002, and ending

G Check all that apply		Initial return	Final return	Amended return	X Address change	Name change
Use the IRS label Otherwise, print or type See Specific Instructions	THE MENTAL INSIGHT FOUNDATION 283 SECOND STREET EAST SONOMA, CA 95476				A Employer identification number 94-3256579	B Telephone number (see instructions) (707) 938-8248
	H Check type of organization <input checked="" type="checkbox"/> Section 501(c)(3) exempt private foundation <input type="checkbox"/> Section 4947(a)(1) nonexempt charitable trust <input type="checkbox"/> Other taxable private foundation				C If exemption application is pending, check here <input type="checkbox"/>	D 1 Foreign organizations, check here <input type="checkbox"/> 2 Foreign organizations meeting the 85% test, check here and attach computation <input type="checkbox"/>
I Fair market value of all assets at end of year (from Part II, column c, line 16) \$ 4,487,763.		J Accounting method <input checked="" type="checkbox"/> Cash <input type="checkbox"/> Accrual <input type="checkbox"/> Other (specify)		E If private foundation status was terminated under section 507(b)(1)(A), check here <input type="checkbox"/> F If the foundation is in a 60 month termination under section 507(b)(1)(B), check here <input type="checkbox"/>		

Part I Analysis of Revenue and Expenses (The total of amounts in columns b, c, and d may not necessarily equal the amounts in column a) (see instructions)		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
1	Contributions gifts grants, etc. received (att sch) Ck <input type="checkbox"/> if the found is not req to att Sch B	74,387.			
2	Distributions from split interest trusts				
3	Interest on savings and temporary cash investments			N/A	
4	Dividends and interest from securities	68,458	68,458.		
5a	Gross rents				
b	(Net rental income or loss)				
6a	Net gain/(loss) from sale of assets not on line 10	-104,702.	STATEMENT 1		
b	Gross sales prices for all assets on line 6a	1,100,674.			
7	Capital gain net income (from Part IV, line 2)		0.		
8	Net short-term capital gain				
9	Income modifications				
10a	Gross sales less returns and allowances				
b	Less Cost of goods sold				
c	Gross profit/(loss) (att sch)				
11	Other income (attach schedule)				
12	Total Add lines 1 through 11	38,143	68,458.		
13	Compensation of officers, directors trustees etc				
14	Other employee salaries and wages				
15	Pension plan employee benefits (attach schedule)	14,595			14,595
b	Accounting fees (attach schedule)	4,210			4,210
c	Other prof fees (attach schedule)				
17	Interest				
18	Taxes (attach schedule)				
19	Depreciation (attach schedule) and depletion				
21	Travel, conferences, and meetings	9,705			9,705
22	Printing and publications	56			58
23	Other expenses (attach schedule) SEE STATEMENT 4	96,378.	8,361.		88,017.
24	Total operating and administrative expenses Add lines 13 through 23	124,944.	8,361		116,585
25	Contributions, gifts, grants paid PART XV	300,000			300,000.
26	Total expenses and disbursements Add lines 24 and 25	424,944	8,361		416,585.
27	Subtract line 26 from line 12:				
a	Excess of revenue over expenses and disbursements	-386,801			
b	Net investment income (if negative enter 0)		60,097		
c	Adjusted net income (if negative, enter 0)				

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Part II Balance Sheets		Attached schedules and amounts in the description column should be for end of year amounts only (See instructions)		Beginning of year	End of year	
		(a) Book Value	(b) Book Value	(c) Fair Market Value		
ASSETS	1	Cash — non-interest bearing		15,615	13,419.	13,419
	2	Savings and temporary cash investments		2,952,895.	3,461,827.	3,461,827.
	3	Accounts receivable				
		Less allowance for doubtful accounts				
	4	Pledges receivable				
		Less allowance for doubtful accounts				
	5	Grants receivable				
	6	Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see instructions)				
	7	Other notes and loans receivable (attach sch)				
		Less allowance for doubtful accounts				
	8	Inventories for sale or use				
	9	Prepaid expenses and deferred charges				
	10a	Investments — U S and state government obligations (attach schedule)				
	b	Investments — corporate stock (attach schedule) STATEMENT 5		2,187,655	1,294,118	1,012,517.
	c	Investments — corporate bonds (attach schedule)				
	11	Investments — land, buildings, and equipment basis				
	Less accumulated depreciation (attach schedule)					
12	Investments — mortgage loans					
13	Investments — other (attach schedule)					
14	Land, buildings, and equipment basis					
	Less accumulated depreciation (attach schedule)					
15	Other assets (describe)					
16	Total assets (to be completed by all filers — see instructions Also, see page 1, item l)		5,156,165.	4,769,364.	4,487,763.	
LIABILITIES	17	Accounts payable and accrued expenses				
	18	Grants payable				
	19	Deferred revenue				
	20	Loans from officers, directors, trustees, & other disqualified persons				
	21	Mortgages and other notes payable (attach schedule)				
	22	Other liabilities (describe)				
	23	Total liabilities (add lines 17 through 22)		0.	0.	
NET FUND ASSETS BALANCES	Organizations that follow SFAS 117, check here and complete lines 24 through 26 and lines 30 and 31 <input type="checkbox"/>					
	24	Unrestricted				
	25	Temporarily restricted				
	26	Permanently restricted				
	Organizations that do not follow SFAS 117, check here and complete lines 27 through 31. <input checked="" type="checkbox"/>					
	27	Capital stock, trust principal, or current funds		6,250,000	6,250,000.	
	28	Paid in or capital surplus, or land, building, and equipment fund				
	29	Retained earnings, accumulated income, endowment, or other funds.		-1,093,835	-1,480,636.	
30	Total net assets or fund balances (see instructions)		5,156,165.	4,769,364.		
31	Total liabilities and net assets/fund balances (see instructions)		5,156,165.	4,769,364.		

Part III Analysis of Changes in Net Assets or Fund Balances

1	Total net assets or fund balances at beginning of year — Part II, column (a), line 30 (must agree with end-of-year figure reported on prior year's return)	1	5,156,165.
2	Enter amount from Part I, line 27a	2	-386,801.
3	Other increases not included in line 2 (itemize)	3	
4	Add lines 1, 2, and 3	4	4,769,364
5	Decreases not included in line 2 (itemize)	5	
6	Total net assets or fund balances at end of year (line 4 minus line 5) — Part II, column (b), line 30	6	4,769,364

Part IV Capital Gains and Losses for Tax on Investment Income

(a) List and describe the kind(s) of property sold (e.g., real estate, 2-story brick warehouse, or common stock, 200 shares MLC Company)

(b) How acquired P - Purchase D - Donation	(c) Date acquired (month, day, year)	(d) Date sold (month, day, year)
P	VARIOUS	VARIOUS
P	VARIOUS	VARIOUS
P	11/30/00	4/26/02
P	VARIOUS	VARIOUS

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
a 84,202		128,821	-44,619.
b 162,306		260,300	-97,994
c 852,659.		816,255	36,404.
d 1,507			1,507.

(i) Fair Market Value as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of column (i) over column (j), if any	(l) Gains (Column (h) gain minus column (k), but not less than 0-) or Losses (from column (h))
a			-44,619.
b			-97,994
c			36,404.
d			1,507

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

(i) Fair Market Value as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of column (i) over column (j), if any	(l) Gains (Column (h) gain minus column (k), but not less than 0-) or Losses (from column (h))
a			-44,619.
b			-97,994
c			36,404.
d			1,507

2 Capital gain net income or (net capital loss)	[If gain, also enter in Part I, line 7 If (loss), enter 0 in Part I, line 7]	2	-104,702.
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6)		3	-44,619.

If gain, also enter in Part I, line 8, column (c) (see instructions) If (loss), enter -0- in Part I, line 8

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

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

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

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

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

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

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (column (b) divided by column (c))
2001	707,150.	5,491,322	0.128776
2000	684,792	4,955,637	0.138184
1999	352,470	3,602,634.	0.097837
1998	166,496	2,493,133	0.066782
1997	96,718	1,308,469	0.073917

2 Total of line 1, column (d)	2	0.505496
3 Average distribution ratio for the 5-year base period - divide the total on line 2 by 5, or by the number of years the foundation has been in existence if less than 5 years.	3	0.101099
4 Enter the net value of noncharitable use assets for 2002 from Part X, line 5	4	4,750,283.
5 Multiply line 4 by line 3	5	480,249.
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	601
7 Add lines 5 and 6	7	480,850.
8 Enter qualifying distributions from Part XII, line 4	8	416,585.

If line 8 is equal to or greater than line 7, check the box in Part VI, line 1b, and complete that part using a 1% tax rate. See the Part VI instructions

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

1 a	Exempt operating foundations described in section 4940(d)(2), check here <input type="checkbox"/> and enter 'N/A' on line 1 Date of ruling letter _____ (attach copy of ruling letter if necessary - see instructions)		
b	Domestic organizations that meet the section 4940(e) requirements in Part V, check here <input type="checkbox"/> and enter 1% of Part I, line 27b	1	1,202.
c	All other domestic organizations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, column (b)		
2	Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)	2	0.
3	Add lines 1 and 2	3	1,202.
4	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter 0)	4	0.
5	Tax based on investment income Subtract line 4 from line 3. If zero or less, enter -0-	5	1,202.
6	Credits/Payments		
a	2002 estimated tax pmts and 2001 overpayment credited to 2002	6a	4,464.
b	Exempt foreign organizations - tax withheld at source	6b	
c	Tax paid with application for extension of time to file (Form 8868)	6c	
d	Backup withholding erroneously withheld	6d	
7	Total credits and payments. Add lines 6a through 6d	7	4,464.
8	Enter any penalty for underpayment of estimated tax. Check here <input type="checkbox"/> if Form 2220 is attached	8	
9	Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed	9	
10	Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10	3,262.
11	Enter the amount on line 10 to be credited to 2003 estimated tax <input type="checkbox"/> 3,262. Refunded <input type="checkbox"/>	11	

Part VII-A Statements Regarding Activities

	Yes	No
1 a		X
b		X
c		X
d		
e		
2		X
3		X
4a		X
4b		N/A
5		X
6	X	
7	X	
8a		
8b	X	
9		X
10		X
11	X	
12		
13		

1 a During the tax year, did the organization attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?
 b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see instructions for definition)?
If the answer is 'Yes' to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the organization in connection with the activities
 c Did the organization file Form 1120-POL for this year?
 d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year:
 (1) On the organization \$ 0 (2) On organization managers \$ 0
 e Enter the reimbursement (if any) paid by the organization during the year for political expenditure tax imposed on organization managers \$ 0.
 2 Has the organization engaged in any activities that have not previously been reported to the IRS?
If 'Yes,' attach a detailed description of the activities
 3 Has the organization made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? *If 'Yes,' attach a conformed copy of the changes*
 4a Did the organization have unrelated business gross income of \$1,000 or more during the year?
 b If 'Yes,' has it filed a tax return on Form 990-T for this year?
 5 Was there a liquidation, termination, dissolution, or substantial contraction during the year?
If 'Yes,' attach the statement required by General Instruction T
 6 Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either:
 • By language in the governing instrument or
 • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?
 7 Did the organization have at least \$5,000 in assets at any time during the year? *If 'Yes,' complete Part II, column (c), and Part XV*
 8a Enter the states to which the foundation reports or with which it is registered (see instructions) _____
CALIFORNIA
 b If the answer is 'Yes' to line 7, has the organization furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by General Instruction G? *If 'No,' attach explanation*
 9 Is the organization claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2002 or the taxable year beginning in 2002 (see instructions for Part XIV)? *If 'Yes,' complete Part XIV*
 10 Did any persons become substantial contributors during the tax year?
If 'Yes,' attach a schedule listing their names and addresses
 11 Did the organization comply with the public inspection requirements for its annual returns and exemption application?
 Web site address N/A
 12 The books are in care of KIT HOM Telephone no (415) 397-5572
 Located at 222 KEARNY ST STE 200 SAN FRANCISCO, CA ZIP + 4 94108-4510
 13 Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 - Check here N/A and enter the amount of tax exempt interest received or accrued during the year N/A

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

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

		Yes	No
1 a During the year did the organization (either directly or indirectly)			
(1) Engage in the sale or exchange, or leasing of property with a disqualified person?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(6) Agree to pay money or property to a government official? (Exception. Check 'No' if the organization agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days)	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
b If any answer is 'Yes' to 1a(1)-(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see instructions)? Organizations relying on a current notice regarding disaster assistance check here	<input type="checkbox"/>	1 b	N/A
c Did the organization engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2002?		1 c	X
2 Taxes on failure to distribute income (section 4942) (does not apply for years the organization was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5))			
a At the end of tax year 2002, did the organization have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2002? If 'Yes,' list the years	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No 20__ , 20__ , 19__ , 19__		
b Are there any years listed in 2a for which the organization is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer 'No' and attach statement - see instructions)		2 b	N/A
c If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here	20__ , 20__ , 19__ , 19__		
3 a Did the organization hold more than a 2% direct or indirect interest in any business enterprise at any time during the year?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
b If 'Yes,' did it have excess business holdings in 2002 as a result of (1) any purchase by the organization or disqualified persons after May 26, 1969, (2) the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest, or (3) the lapse of the 10-, 15-, or 20-year first phase holding period? (Use Schedule C, Form 4720, to determine if the organization had excess business holdings in 2002)		3 b	N/A
4 a Did the organization invest during the year any amount in a manner that would jeopardize its charitable purposes?		4 a	X
b Did the organization make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2002?		4 b	X
5 a During the year did the organization pay or incur any amount to			
(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(2) Influence the outcome of any specific public election (see section 4955), or to carry on, directly or indirectly, any voter registration drive?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(3) Provide a grant to an individual for travel, study, or other similar purposes?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(4) Provide a grant to an organization other than a charitable, etc, organization described in section 509(a)(1), (2), or (3), or section 4940(d)(2)?	<input checked="" type="checkbox"/> Yes <input type="checkbox"/> No		
(5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
b If any answer is 'Yes' to 5a(1)-(5), did any of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance (see instructions)? Organizations relying on a current notice regarding disaster assistance check here	<input type="checkbox"/>	5 b	X
c If the answer is 'Yes' to question 5a(4), does the organization claim exemption from the tax because it maintained expenditure responsibility for the grant? If 'Yes,' attach the statement required by Regulations section 53.4945-5(d)	<input checked="" type="checkbox"/> Yes <input type="checkbox"/> No SEE STATEMENT 6		
6 a Did the organization, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
b Did the organization, during the year, pay premiums, directly or indirectly, on a personal benefit contract? If you answered Yes to 6b, also file 8870		6 b	X

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

1 List all officers, directors, trustees, foundation managers and their compensation (see instructions):

(a) Name and address	(b) Title and average hours per week devoted to position	(c) Compensation (if not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
SEE STATEMENT 7		0	0	0.

2 Compensation of five highest-paid employees (other than those included on line 1— see instructions). If none, enter 'None'

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

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

3 Five highest-paid independent contractors for professional services — (see instructions). If none, enter 'None'

(a) Name and address of each person paid more than \$50,000	(b) Type of service	(c) Compensation
NONE		

Total number of others receiving over \$50,000 for professional services ▶

Part IX-A Summary of Direct Charitable Activities

List the foundation's four largest direct charitable activities during the tax year. Include relevant statistical information such as the number of organizations and other beneficiaries served, conferences convened, research papers produced, etc	Expenses
1 NONE	
2	
3	
4	

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

Describe the two largest program related investments made by the foundation during the tax year on lines 1 and 2	Amount
1 NONE	
2	
All other program-related investments See instructions	
3	
Total. Add lines 1 through 3	0.

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

1 Fair market value of assets not used (or held for use) directly in carrying out charitable, etc, purposes		
a Average monthly fair market value of securities	1a	1,600,743.
b Average of monthly cash balances	1b	3,221,879
c Fair market value of all other assets (see instructions)	1c	
d Total (add lines 1a, b and c)	1d	4,822,622.
e Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	1e	0.
2 Acquisition indebtedness applicable to line 1 assets	2	0
3 Subtract line 2 from line 1d	3	4,822,622.
4 Cash deemed held for charitable activities Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	72,339.
5 Net value of noncharitable-use assets. Subtract line 4 from line 3 Enter here and on Part V, line 4	5	4,750,283
6 Minimum investment return. Enter 5% of line 5	6	237,514

Part XI Distributable Amount (see instructions) (Section 4942(j)(3) and (j)(5) private operating foundations and certain foreign organizations check here and do not complete this part)

1 Minimum investment return from Part X, line 6	1	237,514.
2a Tax on investment income for 2002 from Part VI, line 5	2a	1,202.
b Income tax for 2002 (This does not include the tax from Part VI)	2b	
c Add lines 2a and 2b	2c	1,202.
3 Distributable amount before adjustments Subtract line 2c from line 1	3	236,312.
4a Recoveries of amounts treated as qualifying distributions	4a	
b Income distributions from section 4947(a)(2) trusts	4b	
c Add lines 4a and 4b	4c	
5 Add lines 3 and 4c	5	236,312.
6 Deduction from distributable amount (see instructions)	6	
7 Distributable amount as adjusted Subtract line 6 from line 5 Enter here and on Part XIII, line 1	7	236,312.

Part XII Qualifying Distributions (see instructions)

1 Amounts paid (including administrative expenses) to accomplish charitable, etc, purposes		
a Expenses, contributions, gifts, etc — total from Part I, column (d), line 26	1a	416,585
b Program-related investments — Total from Part IX B	1b	
2 Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc, purposes	2	
3 Amounts set aside for specific charitable projects that satisfy the		
a Suitability test (prior IRS approval required)	3a	
b Cash distribution test (attach the required schedule)	3b	
4 Qualifying distributions Add lines 1a through 3b Enter here and on Part V, line 8, and Part XIII, line 4	4	416,585.
5 Organizations that qualify under section 4940(e) for the reduced rate of tax on net investment income Enter 1% of Part I, line 27b (see instructions)	5	
6 Adjusted qualifying distributions Subtract line 5 from line 4	6	416,585

Note: The amount on line 6 will be used in Part V, column (b), in subsequent years when calculating whether the foundation qualifies for the section 4940(e) reduction of tax in those years

Part XIII Undistributed Income (see instructions)

	(a) Corpus	(b) Years prior to 2001	(c) 2001	(d) 2002
1 Distributable amount for 2002 from Part XI, line 7				236,312
2 Undistributed income, if any, as of the end of 2001				
a Enter amount for 2001 only			0.	
b Total for prior years 20 __, 19 __, 19 __		0		
3 Excess distributions carryover, if any, to 2002				
a From 1997	32,083.			
b From 1998	44,163.			
c From 1999	174,918.			
d From 2000	448,166.			
e From 2001	435,656.			
f Total of lines 3a through e	1,134,986.			
4 Qualifying distributions for 2002 from Part XII, line 4 ▶ \$ 416,585.				
a Applied to 2001, but not more than line 2a			0.	
b Applied to undistributed income of prior years (Election required — see instructions)		0.		
c Treated as distributions out of corpus (Election required — see instructions)	0			
d Applied to 2002 distributable amount				236,312
e Remaining amount distributed out of corpus	180,273			
5 Excess distributions carryover applied to 2002 (if an amount appears in column (d), the same amount must be shown in column (a))	0.			0.
6 Enter the net total of each column as indicated below				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5	1,315,259.			
b Prior years' undistributed income Subtract line 4b from line 2b		0		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed		0		
d Subtract line 6c from line 6b Taxable amount — see instructions		0		
e Undistributed income for 2001 Subtract line 4a from line 2a Taxable amount — see instructions			0.	
f Undistributed income for 2002 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2003				0
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(E) or 4942(g)(3) (see instructions)	0.			
8 Excess distributions carryover from 1997 not applied on line 5 or line 7 (see instructions)	32,083.			
9 Excess distributions carryover to 2003. Subtract lines 7 and 8 from line 6a	1,283,176			
10 Analysis of line 9				
a Excess from 1998	44,163.			
b Excess from 1999	174,918			
c Excess from 2000	448,166			
d Excess from 2001	435,656			
e Excess from 2002	180,273.			

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

N/A

1 a If the foundation has received a ruling or determination letter that it is a private operating foundation, and the ruling is effective for 2002, enter the date of the ruling

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

2a Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed

	Tax year	Prior 3 years			(e) Total
	(a) 2002	(b) 2001	(c) 2000	(d) 1999	
b 85% of line 2a					
c Qualifying distributions from Part XII, line 4 for each year listed					
d Amounts included in line 2c not used directly for active conduct of exempt activities					
e Qualifying distributions made directly for active conduct of exempt activities. Subtract line 2d from line 2c					
3 Complete 3a, b, or c for the alternative test relied upon					
a 'Assets' alternative test - enter					
(1) Value of all assets					
(2) Value of assets qualifying under section 4942(j)(3)(B)(i)					
b 'Endowment' alternative test - Enter 2/3 of minimum investment return shown in Part X, line 6 for each year listed					
c 'Support' alternative test - enter					
(1) Total support other than gross investment income (interest, dividends, rents, payments on securities loans (section 512(a)(5)), or royalties)					
(2) Support from general public and 5 or more exempt organizations as provided in section 4942(j)(3)(B)(iii)					
(3) Largest amount of support from an exempt organization					
(4) Gross investment income					

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

1 Information Regarding Foundation Managers:

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

NONE

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

NONE

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

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

a The name, address, and telephone number of the person to whom applications should be addressed

SEE STATEMENT 8

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

WRITTEN APPLICATION

c Any submission deadlines

NONE

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

SEE STATEMENT

Part XV Supplementary Information (continued)

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

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a Paid during the year SEE STATEMENT 9				
Total			▶ 3a	300,000.
b Approved for future payment PHIL. COL. FOR INTEGRATIVE MED 1818 OLIVER AV SOUTH MINNEAPOLIS, MN 55405	NONE	PRT. OP. Found.	CHARITABLE	67,000.
Total			▶ 3b	67,000

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

Department of the Treasury
Internal Revenue Service

Schedule of Contributors

Supplementary information for
line 1 of Form 990, 990-EZ and 990-PF (see instructions)

OMB No 1545 0047

2002

Name of organization

THE MENTAL INSIGHT FOUNDATION

Employer identification number

94-3256579

Organization type (check one)

Filers of:

Form 990 or 990 EZ

Section.

- 501(c)(____) (enter number) organization
 4947(a)(1) nonexempt charitable trust **not** treated as a private foundation
 527 political organization

Form 990-PF

- 501(c)(3) exempt private foundation
 4947(a)(1) nonexempt charitable trust treated as a private foundation
 501(c)(3) taxable private foundation

Check if your organization is covered by the **General Rule** or a **Special Rule** (Note: Only a section 501(c)(7), (8), or (10) organization can check box(es) for both the General Rule and a Special Rule – see instructions)

General Rule –

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

Special Rules –

- For a section 501(c)(3) organization filing Form 990, or Form 990-EZ, that met the 33-1/3% support test of the regulations under sections 509(a)(1)/170(b)(1)(A)(vi) and received from any one contributor, during the year, a contribution of the greater of \$5,000 or 2% of the amount on line 1 of these forms (Complete Parts I and II)
- For a section 501(c)(7), (8), or (10) organization filing Form 990, or Form 990-EZ, that received from any one contributor, during the year, aggregate contributions or bequests of more than \$1,000 for use *exclusively* for religious, charitable, scientific, literary, or educational purposes, or the prevention of cruelty to children or animals (Complete Parts I, II, and III)
- For a section 501(c)(7), (8), or (10) organization filing Form 990, or Form 990-EZ, that received from any one contributor, during the year, some contributions for use *exclusively* for religious, charitable, etc. purposes, but these contributions did not aggregate to more than \$1,000 (If this box is checked, enter here the total contributions that were received during the year for an *exclusively* religious, charitable, etc. purpose Do not complete any of the Parts unless the **General Rule** applies to this organization because it received nonexclusively religious, charitable, etc. contributions of \$5,000 or more during the year) ▶ \$ _____

Caution: Organizations that are not covered by the General Rule and/or the Special Rules do not file Schedule B (Form 990, 990-EZ, or 990-PF) but *must* check the box in the heading of their Form 990, Form 990-EZ, or on line 1 of their Form 990-PF, to certify that they do not meet the filing requirements of Schedule B (Form 990, 990-EZ, or 990 PF)

BAA For Paperwork Reduction Act Notice, see the instructions for Form 990 and Form 990-EZ.

Schedule B (Form 990, 990-EZ, or 990-PF) (2002)

Name of organization

Employer identification number

THE MENTAL INSIGHT FOUNDATION

94-3256579

Part I Contributors (See instructions)

(a) Number	(b) Name, address and ZIP + 4	(c) Aggregate contributions	(d) Type of contribution
1	KIMPTON REVOCABLE TRUST 222 KEARNY STREET, SUITE 200 SAN FRANCISCO, CA 94108	\$ 69,387.	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution)
2	JAMES C. MCINTOSH 1111 BAYHILL DRIVE, SUITE 425 SAN BRUNO, CA 94066-3035	\$ 5,000.	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution)
---	-----	\$ -----	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution)
---	-----	\$ -----	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution)
---	-----	\$ -----	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution)
---	-----	\$ -----	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution)

Name of organization

Employer identification number

THE MENTAL INSIGHT FOUNDATION

94-3256579

Part III Exclusively religious, charitable, etc, individual contributions to section 501(c)(7), (8), or (10) organizations aggregating more than \$1,000 for the year (Complete cols (a) through (e) and the following line entry)

For organizations completing Part III, enter total of *exclusively* religious, charitable, etc, contributions of \$1,000 or less for the year (Enter this information once - see instructions) ▶ \$ N/A

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

THE MENTAL INSIGHT FOUNDATION

94-3256579

STATEMENT 1
FORM 990-PF, PART I, LINE 6
NET GAIN (LOSS) FROM NONINVENTORY SALES

PUBLICLY TRADED SECURITIES

GROSS SALES PRICE. 1,100,674.
COST OR OTHER BASIS: 1,205,376.

TOTAL GAIN (LOSS) PUBLICLY TRADED SECURITIES \$ -104,702.

TOTAL NET GAIN (LOSS) FROM NONINVENTORY SALES \$ -104,702.

STATEMENT 2
FORM 990-PF, PART I, LINE 16A
LEGAL FEES

	(A) EXPENSES PER BOOKS	(B) NET INVESTMENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
LEGAL FEES	\$ 14,595.			\$ 14,595.
TOTAL	\$ <u>14,595.</u>	\$ <u>0.</u>		\$ <u>14,595.</u>

STATEMENT 3
FORM 990-PF, PART I, LINE 16B
ACCOUNTING FEES

	(A) EXPENSES PER BOOKS	(B) NET INVESTMENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
ACCOUNTING FEES	\$ 4,210.			\$ 4,210.
TOTAL	\$ <u>4,210.</u>	\$ <u>0.</u>		\$ <u>4,210.</u>

STATEMENT 4
FORM 990-PF, PART I, LINE 23
OTHER EXPENSES

	(A) EXPENSES PER BOOKS	(B) NET INVESTMENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
CA FILING FEE	\$ 35			\$ 35.
FOUNDATION MANAGEMENT SERVICES	87,982			87,982.
INVESTMENT MANAGEMENT FEES	8,361	\$ 8,361.		
TOTAL	\$ <u>96,378.</u>	\$ <u>8,361.</u>		\$ <u>88,017.</u>

THE MENTAL INSIGHT FOUNDATION

94-3256579

STATEMENT 5
FORM 990-PF, PART II, LINE 10B
INVESTMENTS - CORPORATE STOCKS

<u>CORPORATE STOCKS</u>	<u>VALUATION METHOD</u>	<u>BOOK VALUE</u>	<u>FAIR MARKET VALUE</u>
BANC OF AMERICA SECURITIES; EQUITY OFFICE	COST	\$ 0.	\$ 0.
KCM INVESTMENTS, SEE ATTACHED	COST	1,294,118.	1,012,517.
	TOTAL	<u>\$ 1,294,118.</u>	<u>\$ 1,012,517.</u>

STATEMENT 6
FORM 990-PF, PART VII-B, LINE 5C
EXEMPTION FROM TAX ON TAXABLE EXPENDITURES

SEE ATTACHED STATEMENT

STATEMENT 7
FORM 990-PF, PART VIII, LINE 1
LIST OF OFFICERS, DIRECTORS, TRUSTEES, AND KEY EMPLOYEES

<u>NAME AND ADDRESS</u>	<u>TITLE AND AVERAGE HOURS PER WEEK DEVOTED</u>	<u>COMPEN-SATION</u>	<u>CONTRI-BUTION TO EBP & DC</u>	<u>EXPENSE ACCOUNT/ OTHER</u>
DAVID HERSKOVITS 43 S. PORTLAND AVE BROOKLYN, NY 11217	PRESIDENT NONE	\$ 0.	\$ 0.	\$ 0.
ROBERT P BUNJE 349 SAILFISH ISLE FOSTER CITY, CA 94404	CFO NONE	0.	0.	0.
ISABELLE KIMPTON 222 KEARNY STREET, SUITE 200 SAN FRANCISCO, CA 94612	SECRETARY NONE	0.	0.	0.
	TOTAL	<u>\$ 0.</u>	<u>\$ 0.</u>	<u>\$ 0.</u>

STATEMENT 8
FORM 990-PF, PART XV, LINE 2A
NAME AND ADDRESS OF PERSON TO WHOM APPLICANTS SHOULD BE ADDRESSED

BOARD OF DIRECTORS
 MENTAL INSIGHT FOUNDATION
 283 SECOND STREET EAST
 SONOMA, CA 95476

THE MENTAL INSIGHT FOUNDATION

94-3256579

STATEMENT 9
FORM 990-PF, PART XV, LINE 3A
RECIPIENT PAID DURING THE YEAR

<u>NAME AND ADDRESS</u>	<u>DONEE RELATIONSHIP</u>	<u>FOUND- ATION STATUS</u>	<u>PURPOSE OF GRANT</u>	<u>AMOUNT</u>
HOFFMAN INSTITUTE 223 SAN ANSELMO STE 4 SAN ANSELMO, CA 94960	NONE	PUBLIC	CHARITABLE	\$ 40,000.
HOFFMAN INSTITUTE 223 SAN ANSELMO STE 4 SAN ANSELMO, CA 94960	NONE	PUBLIC	2001 GRANT RETURNED UNPAID	-50,000.
IMAGINE BUS PROJECT PMB 947-1001 BRIDGEWAY SAUSALITO CA 94965	NONE	PUBLIC	CHARITABLE	7,000.
LEAP..IMAGINATION IN LEARNING 703 MARKET ST STE 501 SAN FRANCISCO CA 94103	NONE	PUBLIC	CHARITABLE	7,000.
RICHMOND ART CENTER 2540 BARRETT AVE RICHMOND CA 94804	NONE	PUBLIC	CHARITABLE	7,000.
S.F. ARTS EDUCATION PROJECT 135 VAN NESS AVE SAN FRANCISCO CA 94102	NONE	PUBLIC	CHARITABLE	8,750.
SONOMA VALLEY ART MUSEUM P O BOX 322 SONOMA CA 95476	NONE	PUBLIC	CHARITABLE	4,000.
COLLISON THEORY 138 SO. OXFORD ST RM 2D BROOKLYN NY 11217	NONE	PUBLIC	CHARITABLE	5,000.
CROWDED FIRE THEATER CO 1822 MCALLISTER STE 5 SAN FRANCISCO CA 94115	NONE	PUBLIC	CHARITABLE	2,500.
HOME FOR CONTEMPORARY THEATRE 145 AVE OF THE AMERICAS NEW YORK NY 10013	NONE	PUBLIC	CHARITABLE	3,000.
PHOENIX ARTS ASSOCIATION 3529 - 21ST STREET SAN FRANCISCO CA 94114	NONE	PUBLIC	CHARITABLE	2,500.
THE MARSH A BREEDING GROUND 1062 VALENCIA ST SAN FRANCISCO CA 94110	NONE	PUBLIC	CHARITABLE	5,000.
NORTH AMERICAN CULTURAL LAB P O BOX 2201 TIMES SQ STATION NEW YORK, NY 10108	NONE	PUBLIC	CHARITABLE	4,000.

THE MENTAL INSIGHT FOUNDATION

94-3256579

STATEMENT 9 (CONTINUED)
 FORM 990-PF, PART XV, LINE 3A
 RECIPIENT PAID DURING THE YEAR

NAME AND ADDRESS	DONEE RELATIONSHIP	FOUND- ATION STATUS	PURPOSE OF GRANT	AMOUNT
PLAYWRIGHTS' FOUNDATION 1360 MISSION ST 3RD FL SAN FRANCISCO CA 94103	NONE	PUBLIC	CHARITABLE	\$ 5,000.
AMAZON WATCH 2350 CHUMASH ROAD MALIBU CA 90265	NONE	PUBLIC	CHARITABLE	15,000.
CULTURAL CONSERVANCY P O BOX 29044 SAN FRANCISCO CA 94129	NONE	PUBLIC	CHARITABLE	5,000.
RAINFOREST ACTION NETWORK 221 PINE ST STE 500 SAN FRANCISCO CA 94104	NONE	PUBLIC	CHARITABLE	15,000.
COALITION OF INSTITUTIONALIZE AGED & DISABLED- 93 SHERMAN S BROOKLYN NY 11218	NONE	PUBLIC	CHARITABLE	15,000.
OCCIDENTAL ARTS AND ECOLOGY C 15290 COLEMAN VALLEY RD OCCIDENTAL CA 95645	NONE	PUBLIC	CHARITABLE	15,000.
PHIL. COL. FOR INTEGRATIVE ME 1818 OLIVER AVE SO MINNEAPOLIS MN 55405	NONE	PRT.OP. Foundation	CHARITABLE	33,000.
SPIRIT ROCK MEDITATION CTR P O BOX 169 WOODACRE CA 94973	NONE	PUBLIC	CHARITABLE	10,000.
UNIV. OF CALIF - DAVIS ONE SHIELDS AVE-118 EVERSON DAVIS CA 95616-8671	NONE	PUBLIC	CHARITABLE	10,000.
HOTEL & RESTAURANT FOUNDATION 530 PARK BLVD MILLBRAE, CA 94030	NONE	PUBLIC	CHARITABLE	2,000.
MIDLAND SCHOOL P O BOX 8 LOS OLIVOS CA 93441	NONE	PUBLIC	CHARITABLE	100,000.
MARINE MAMMAL CENTER 1065 FORT CRONKITE SAUSALITO CA 94965	NONE	PUBLIC	CHARITABLE	10,000.
SOLAR COOKERS INTERNATIONAL 1919-21ST ST STE 101 SACRAMENTO CA 95814	NONE	PUBLIC	CHARITABLE	5,000.

STATEMENT 9 (CONTINUED)
FORM 990-PF, PART XV, LINE 3A
RECIPIENT PAID DURING THE YEAR

<u>NAME AND ADDRESS</u>	<u>DONEE RELATIONSHIP</u>	<u>FOUND- ATION STATUS</u>	<u>PURPOSE OF GRANT</u>	<u>AMOUNT</u>
SOLAR ENERGY INTERNATIONAL P O BOX 715 CARBONDALE CO 81623	NONE	PUBLIC	CHARITABLE	\$ 10,000
INTERSECTION FOR THE ARTS 446 VALENCIA ST SAN FRANCISCO CA 94103	NONE	PUBLIC	CHARITABLE	4,250.
			TOTAL \$	<u>300,000.</u>

PART XV, LINE 2 D

DISTRIBUTIONS IN THE FORM OF GRANTS OR LOANS ONLY TO ORGANIZATIONS (I E. THE FOUNDATION HAS NO PLANS TO MAKE GRANTS OR AWARD SCHOLARSHIPS TO INDIVIDUALS) EXEMPT FROM FEDERAL INCOME TAX UNDER IRC SECTION 501(C) (3) AND CLASSIFIED AS PUBLIC CHARITIES UNDER SECTION 509(A) (1), (2), OR (3) AND OTHER ORGANIZATIONS EXCLUSIVELY FOR CHARITABLE, SCIENTIFIC OR EDUCATIONAL PURPOSES.

THE SPECIFIC CHARITABLE FOCUS OF THE FOUNDATION'S GRANTS INITIALLY WILL BE ASSISTING INDIVIDUALS TO DEVELOP HEALTHIER MENTAL ATTITUDES, AND PROMOTING MEANINGFUL INSIGHTS INTO THE HUMAN MIND AND THE NATURE OF HUMAN RELATIONSHIPS. THE FOUNDATION'S EARLY GRANTS WILL ATTEMPT TO ADDRESS THE LACK OF RESEARCH WITH RESPECT TO THE THERAPEUTIC EFFECTS OF MEDITATION. IN ADDITION TO FUNDING THESE TREATMENTS, THE FOUNDATION WILL MAKE GRANTS TO RESEARCHERS WHO WILL STUDY THE EFFECTS ON PARTICIPANTS' BRAINWAVES. SPECIAL EMPHASIS WILL BE GIVEN TO THE STUDY OF DEPRESSIVE STATES, ALTERNATIVES TO MEDICATION, AND THE IMPACT OF MEDITATION ON STRESSFUL LIVES.



KCM Investment Advisors
PORTFOLIO APPRAISAL
Mental Insight Foundation
William D. Kimpton Designator
Schwab Account # 6231-5819
 December 31, 2002

Quantity	Security	Adj Unit Cost	Total Adjusted Cost	Price	Market Value	Pct. Assets	Yield
CASH AND EQUIVALENTS							
	Schwab Money Market Fund-Sweep		8,160.49		8,160.49	0.8	0.9
			8,160.49		8,160.49	0.8	0.9
COMMON STOCK							
Financial							
Banks							
310	Bank Of America Corp	53.18	16,484.80	69.57	21,566.70	2.1	3.7
333	Bank Of New York Co Inc	51.69	17,211.11	23.96	7,978.68	0.8	3.2
385	FleetBoston Financial Corp	42.17	16,234.65	24.30	9,355.50	0.9	5.8
284	State Street Corp	66.90	18,998.36	39.00	11,076.00	1.1	1.3
320	Wells Fargo & Company	44.37	14,198.71	46.87	14,998.40	1.5	2.4
			83,127.62		64,975.28	6.4	3.2
Diversified Finan Serv							
328	American Express Co	33.54	11,001.29	35.35	11,594.80	1.1	0.9
500	Capital One Financial Corp	30.82	15,410.12	29.72	14,860.00	1.5	0.4
289	Citigroup Inc	25.18	7,277.07	35.19	10,169.91	1.0	2.0
220	Fannie Mae	58.51	12,872.23	64.33	14,152.60	1.4	2.1
275	Household International Inc	52.46	14,426.70	27.81	7,647.75	0.7	3.6
305	JP Morgan Chase & Co	42.63	13,002.12	24.00	7,320.00	0.7	5.7
			73,989.53		65,745.06	6.4	2.0
Insurance							
375	American International Group	78.60	29,474.75	57.85	21,693.75	2.1	0.0
480	MBIA Inc	48.82	23,431.60	43.86	21,052.80	2.1	1.0



12	Travelers Property Casualt-A	12 30	147 59	14 65	175 80	0 0	0 0
25	Travelers Property Casualt-B	13 30	332 51	14 65	366 25	0 0	0 0
			<u>53,386 45</u>		<u>43,288 60</u>	<u>4 2</u>	<u>0 9</u>
Savings&Loans							
696	Washington Mutual Inc	26 91	18,732 84	34 53	24,032 88	2 4	3 2
			<u>18,732 84</u>		<u>24,032 88</u>	<u>2 4</u>	<u>3 2</u>
	Financial Total		<u>229,236 44</u>		<u>198,041 82</u>	<u>19 4</u>	<u>2 3</u>
Consumer, Cyclical							
Media							
184	Comcast Corp-CL A	46 31	8,521.39	23 57	4,336 88	0 4	0 0
			<u>8,521.39</u>		<u>4,336 88</u>	<u>0 4</u>	<u>0 0</u>
Retail							
472	Home Depot Inc	36 73	17,335.83	23 96	11,309 12	1.1	1.0
585	May Department Stores Co	37 50	21,937 50	22 98	13,443 30	1 3	4 1
409	Wal-Mart Stores Inc	42 38	17,333 45	50 51	20,658 59	2 0	0 6
			<u>56,606 78</u>		<u>45,411 01</u>	<u>4 4</u>	<u>1 7</u>
	Consumer, Cyclical Total		<u>65,128 16</u>		<u>49,747 89</u>	<u>4.9</u>	<u>1 6</u>
Consumer, Non-Cyclical							
Beverages							
700	Pepsico Inc	44 81	31,367 00	42 22	29,554 00	2 9	1 4
			<u>31,367 00</u>		<u>29,554.00</u>	<u>2 9</u>	<u>1 4</u>
Biotechnology							
225	Amgen Inc	66 43	14,946 79	48 34	10,876.50	1.1	0.0
194	Genentech Inc	76 47	14,834 72	33.16	6,433.04	0 6	0.0
			<u>29,781 51</u>		<u>17,309.54</u>	<u>1.7</u>	<u>0 0</u>
Commercial Services							
890	Robert Half Intl Inc	26 42	23,513 80	16 11	14,337.90	1.4	0.
			<u>23,513.80</u>		<u>14,337.90</u>	<u>1 4</u>	<u>0.</u>
Cosmetics/Personal Care							
415	Kimberly-Clark Corp	65 82	27,313 24	47 47	19,700.05	1 9	2
			<u>27,313 24</u>		<u>19,700 05</u>	<u>1 9</u>	<u>2</u>



Food							
479	Safeway Inc	42.88	<u>20,538.90</u>	23.36	<u>11,189.44</u>	<u>1.1</u>	<u>0.0</u>
			20,538.90		11,189.44	1.1	0.0
Healthcare-Products							
324	Johnson & Johnson	47.36	<u>15,343.79</u>	53.71	<u>17,402.04</u>	<u>1.7</u>	<u>1.5</u>
			15,343.79		17,402.04	1.7	1.5
Healthcare-Services							
375	Laboratory Crp of Amer Hldgs	22.81	<u>8,555.26</u>	23.24	<u>8,715.00</u>	<u>0.9</u>	<u>0.0</u>
			8,555.26		8,715.00	0.9	0.0
Pharmaceuticals							
306	Merck & Co Inc	79.49	24,323.93	56.61	17,322.66	1.7	2.5
573	Pfizer Inc	32.13	18,410.98	30.57	17,516.61	1.7	2.0
900	Sicor Inc	18.01	16,206.75	15.85	14,265.00	1.4	0.0
424	Wyeth	53.02	<u>22,480.94</u>	37.40	<u>15,857.60</u>	<u>1.6</u>	<u>2.5</u>
			81,422.60		64,961.87	6.4	1.8
	Consumer, Non-Cyclical Total		<u>237,836.11</u>		<u>183,169.84</u>	<u>17.9</u>	<u>1.3</u>
Communications							
Internet							
934	Schwab (Charles) Corp	29.15	<u>27,225.57</u>	10.85	<u>10,133.90</u>	<u>1.0</u>	<u>0.4</u>
			27,225.57		10,133.90	1.0	0.4
Telecommunications							
114	AT&T Corp	44.75	5,101.98	26.11	2,976.54	0.3	2.9
329	BellSouth Corp	43.81	14,413.49	25.87	8,511.23	0.8	3.1
511	Cisco Systems Inc	31.56	16,127.30	13.10	6,694.10	0.7	0.0
596	General Motors-Hughes Elect	23.54	14,029.84	10.70	6,377.20	0.6	0.0
255	Qualcomm Inc	75.42	19,233.34	36.39	9,279.45	0.9	0.0
302	Verizon Communications Inc	48.25	<u>14,570.75</u>	38.75	<u>11,702.50</u>	<u>1.1</u>	<u>4.0</u>
			83,476.69		45,541.02	4.5	1.8
	Communications Total		<u>110,702.26</u>		<u>55,674.92</u>	<u>5.5</u>	<u>1.5</u>



Energy

Oil&Gas

470	Anadarko Petroleum Corp	57.35	26,956.00	47.90	22,513.00	2.2	0.8
430	ConocoPhillips	62.84	27,020.95	48.39	20,807.70	2.0	3.3
522	Exxon Mobil Corporation	34.13	17,815.26	34.94	18,238.68	1.8	2.6
			<u>71,792.21</u>		<u>61,559.38</u>	<u>6.0</u>	<u>2.2</u>
	Energy Total		<u>71,792.21</u>		<u>61,559.38</u>	<u>6.0</u>	<u>2.2</u>

Industrial

Miscellaneous Manufactur

573	General Electric Co	32.97	18,892.42	24.35	13,952.55	1.4	3.0
680	Honeywell International Inc	36.63	24,909.74	24.00	16,320.00	1.6	3.1
471	Tyco International LTD	34.46	16,229.62	17.08	8,044.68	0.8	0.0
			<u>60,031.78</u>		<u>38,317.23</u>	<u>3.8</u>	<u>2.9</u>

Telecommunications

183	A T & T Wireless Services	0.24	43.94	5.65	1,033.95	0.1	0.0
			<u>43.94</u>		<u>1,033.95</u>	<u>0.1</u>	<u>0.0</u>

Transportation

370	CSX Corp	36.97	13,678.00	28.31	10,474.70	1.0	1.0
531	FedEx Corp	47.33	25,134.18	54.22	28,790.82	2.8	0.0
			<u>38,812.18</u>		<u>39,265.52</u>	<u>3.8</u>	<u>0.0</u>

	Industrial Total		<u>98,887.90</u>		<u>78,616.70</u>	<u>7.7</u>	<u>1.0</u>
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Technology

Computers

760	Dell Computer Corp	24.12	18,333.10	26.74	20,322.40	2.0	0.0
548	Hewlett-Packard Co	40.38	22,127.99	17.36	9,513.28	0.9	1.0
161	Intl Business Machines Corp	84.33	13,576.97	77.50	12,477.50	1.2	0.0
			<u>54,038.06</u>		<u>42,313.18</u>	<u>4.1</u>	<u>0.0</u>

Semiconductors

700	Applied Materials Inc	21.12	14,786.63	13.03	9,121.00	0.9	0.0
575	Intel Corp	32.33	18,588.29	15.57	8,952.75	0.9	0.0



600	Lam Research Corp	23 19	<u>13,911.00</u>	10.80	<u>6,480 00</u>	<u>0 6</u>	<u>0 0</u>
			47,285 92		24,553 75	2 4	0.2
Software							
660	First Data Corp	29 83	19,684 80	35 41	23,370 60	2 3	0 2
742	Oracle Corp	9 42	6,986 20	10 80	8,013.60	0 8	0 0
425	SAP AG-Sponsored ADR	46 22	19,643 75	19 50	8,287 50	0 8	0 7
			<u>46,314 75</u>		<u>39,671 70</u>	<u>3 9</u>	<u>0.3</u>
	Technology Total		<u>147,638.73</u>		<u>106,538 63</u>	<u>10 4</u>	<u>0 4</u>
Utilities							
Electric							
791	Calpine Corp	20 75	<u>16,413.07</u>	3 26	<u>2,578 66</u>	<u>0 3</u>	<u>0.0</u>
			16,413 07		2,578.66	0 3	0 0
	Utilities Total		<u>16,413 07</u>		<u>2,578 66</u>	<u>0 3</u>	<u>0 0</u>
Not Classified							
Equity Index Unit Trust							
1,450	IShares S&P 100 Index Fund	48 15	69,820 90	44 46	64,467 00	6.3	2.2
1,290	IShares S&P Europe 350 Index	45.00	58,045 10	47 48	61,249.20	6 0	2.2
1,710	S & P 500 Depositary Receipt	110 30	188,616 80	88.23	150,873.30	14.8	2.0
			<u>316,482 80</u>		<u>276,589.50</u>	<u>27.1</u>	<u>2.1</u>
	Not Classified Total		<u>316,482 80</u>		<u>276,589.50</u>	<u>27.1</u>	<u>2.1</u>
	COMMON STOCK Total		<u>1,294,117.68</u>		<u>1,012,517.34</u>	<u>99.2</u>	<u>1.7</u>
TOTAL PORTFOLIO			1,302,278.17		1,020,677.83	100.0	1.7



KCM Investment Advisors
REALIZED GAINS AND LOSSES

Mental Insight Foundation
William D. Kimpton Designator
Schwab Account # 6231-5819
From 01-01-02 Through 12-31-02

Open Date	Close Date	Quantity	Security	Cost Basis	Amort. or Accretion	Proceeds	Gain Or Loss		
							Short Term	Long Term	
04-13-00	01-29-02	675 00	NASDAQ-100 Index Tracking Stock	63,775 26		25,804 20		-37,971 06	
04-15-99	01-29-02	132 00	NASDAQ-100 Index Tracking Stock	6,902 25		5,046 15		-1,856 10	
02-05-01	02-05-02	180.00	Sanmina-SCI Corp	7,439 23		2,342 52	-5,096 69		
02-05-01	02-05-02	200 00	Sanmina-SCI Corp	8,265 79		2,602 80	-5,662 99		
02-05-01	02-11-02	410 00	Flextronics Intl LTD	15,712 50		7,745 32		-7,967 18	
11-16-99	02-20-02	505 00	Nokia Corp-SPON ADR	15,456.08		10,175 54		-5,280.54	
02-05-01	02-21-02	200 00	AOL Time Warner	9,892 00		4,683.16		-5,208 84	
12-06-00	02-21-02	434 00	AOL Time Warner	19,681 52		10,162 46		-9,519 06	
02-05-01	03-07-02	390.00	Novellus Systems Inc	15,550 76		19,683 17		4,132 41	
10-03-01	03-07-02	200 00	Novellus Systems Inc	5,713.10		10,093 93	4,380 83		
10-18-00	04-01-02	357 90	El Paso Corp	21,147 05		15,997 70		-5,149 35	
01-30-00	04-01-02	0 10	El Paso Corp	0 00		4 47		4 47	
02-05-01	04-17-02	392 00	Harrah's Entertainment Inc	11,736 48		19,569.43		7,832 95	
02-05-01	04-19-02	393 00	Harrah's Entertainment Inc	11,766 42		19,813 04		8,046 62	
11-16-99	04-25-02	186 00	Morgan Stanley	11,413 92		8,828.33		-2,585 59	
02-05-01	05-06-02	13 00	Worldcom Inc-MCI Group	277 85		34.15		-243 70	
02-05-01	05-06-02	12 00	Worldcom Inc-MCI Group	255 72		31 52		-224 20	
06-22-01	05-06-02	625.00	Worldcom Inc-MCI Group	9,905 56		1,641 91	-8,263 65		
02-05-01	05-10-02	340.00	Worldcom Inc-Worldcom Group	6,975 98		576 91		-6,399 07	
02-05-01	05-10-02	300 00	Worldcom Inc-Worldcom Group	6,137 28		509 03		5,628.25	
10-17-01	05-15-02	700 00	Mirant Corp	19,784.60		6,169 81	-13,614.79		
02-05-01	05-15-02	115 00	Dynegy Inc-CL A	6,005 40		971.11		-5,034 29	
10-18-00	05-15-02	337 00	Dynegy Inc-CL A	16,037.50		2,845 77		-13,191 73	
02-05-01	06-18-02	215 00	Celestica Inc	15,656 20		5,543 33		-10,112 87	
02-12-99	08-21-02	0 51	Travelers Property Casual-A	6 30		7 75		1 45	
02-12-99	08-21-02	0 65	Travelers Prop Casual-B	8 69		11 22		2 53	
04-01-02	09-05-02	0.28	ConocoPhillips	17 85		14 74	-3 11		
06-07-02	10-08-02	335 00	IShares MSCI EAFE Index Fund	39,887 62		30,349 02	-9,538 60		
07-16-02	10-08-02	275 00	IShares MSCI EAFE Index Fund	29,805 05		24,913 37	-4,891 68		
12-19-01	10-17-02	70.00	SPDR Trust Series I	8,092 00		6,163 51	-1,928 49		
02-05-01	11-18-02	0 40	Comcast Corp-CL A	18 29		9 63		-8 66	
02-05-01	12-02-02	250 00	Lam Research Corp	5,796 25		4,162 37		-1,633 88	
TOTAL GAINS							4,380.83	20,020.43	
TOTAL LOSSES							-49,000.00	-118,014.37	
				389,120.47	0.00	246,507.37	-44,619.17	-97,993.93	

TOTAL REALIZED GAIN/LOSS -142,613 10
 NO CAPITAL GAINS DISTRIBUTIONS

**Mental Insight Foundation
Expenditure Responsibility
Form 990-PF, Part VII-B, Question 5a-4
Year Ended 12/31/02**

Name and Address of Grantee: Philanthropic Collaborative for Integrative Medicine
1818 Oliver Avenue South
Minneapolis, MN 55405

Primary Grantee: Philanthropic Collaborative for Integrative Medicine

Address: 1818 Oliver Avenue South
Minneapolis, MN 55405

Date and Amount of Grant: December 30, 2002; \$33,000

Grant Purpose: In support of the mission of the Philanthropic Collaborative for Integrative Medicine to bring about optimal health and healing for individuals and society by:

- Organizing and sustaining a community of philanthropists dedicated to advancing integrative medicine;
- Offering strategic and informed program initiatives which create optimal healing environments for both patients and healers;
- Creating an atmosphere of collaboration that stimulates and supports innovation in integrative medicine; and
- Providing educational opportunities for health professionals, consumers, philanthropists and others in position to move American healthcare to integrative medicine.

Amounts expended by Grantee (Based upon the reports received from the grantee): \$ 0.00

Has grantee diverted any portion of the funds from the purpose of the grant (to the knowledge of the foundation): Yes ___ No X

Date and results of any verification of grantee's reports: N/A

Application for Extension of Time to File an Exempt Organization Return

Department of the Treasury
Internal Revenue Service

▶ File a separate application for each return

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

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

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

Note: Form 990-T corporations requesting an automatic 6-month extension — check this box and complete Part I only

All other corporations (including Form 990-C filers) must use Form 7004 to request an extension of time to file income tax returns. Partnerships, REMICs and trusts must use Form 8736 to request an extension of time to file Form 1065, 1066, or 1041

Type or print File by the due date for filing your return See instructions	Name of Exempt Organization THE MENTAL INSIGHT FOUNDATION	Employer identification number 94-3256579
	C/O KIMPTON GROUP	
	Number, street, and room or suite number If a P O box, see instructions 222 KEARNY STREET #200	
	City, town or post office For a foreign address, see instructions SAN FRANCISCO, CA 94108-4510	state ZIP code

Check type of return to be filed (file a separate application for each return)

- | | | |
|---|--|------------------------------------|
| <input type="checkbox"/> Form 990 | <input type="checkbox"/> Form 990-T (corporation) | <input type="checkbox"/> Form 4720 |
| <input type="checkbox"/> Form 990-BL | <input type="checkbox"/> Form 990-T (Section 401(a) or 408(a) trust) | <input type="checkbox"/> Form 5227 |
| <input type="checkbox"/> Form 990-EZ | <input type="checkbox"/> Form 990-T (trust other than above) | <input type="checkbox"/> Form 6069 |
| <input checked="" type="checkbox"/> Form 990-PF | <input type="checkbox"/> Form 1041-A | <input type="checkbox"/> Form 8870 |

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

1 I request an automatic 3-month (6-month, for 990-T corporation) extension of time until 8/15, 20 03, to file the exempt organization return for the organization named above. The extension is for the organization's return for

- ▶ calendar year 20 02 or
- ▶ tax year beginning _____, 20 _____, and ending _____, 20 _____

2 If this tax year is for less than 12 months, check reason Initial return Final return Change in accounting period

3a If this application is for Form 990-BL, 990-PF, 990-T, 4720, or 6069, enter the tentative tax, less any nonrefundable credits. See instructions. \$ 0.

b If this application is for Form 990-PF or 990-T, enter any refundable credits and estimated tax payments made. Include any prior year overpayment allowed as a credit. \$ 4,464.

c **Balance Due.** Subtract line 3b from line 3a. Include your payment with this form, or, if required, deposit with FTD coupon or, if required, by using EFTPS (Electronic Federal Tax Payment System) See instructions. \$ 0.

Signature and Verification

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, and that I am authorized to prepare this form.

Signature ▶  Title ▶  Date ▶ 

BAA For Paperwork Reduction Act Notice, see instructions.

Form 8868 (12-2000)

If you are filing for an Additional (not automatic) 3-Month Extension, complete only Part II and check this box

Notd: Only complete Part II if you have already been granted an automatic 3-month extension on a previously filed Form 8868.

If you are filing for an Automatic 3-Month Extension, complete only Part I (on page 1)

Part II Additional (not automatic) 3-Month Extension of Time - Must File Original and One Copy.

Name of Exempt Organization THE MENTAL INSIGHT FOUNDATION
C/O KIMPTON GROUP
Employer identification number 94-3256579
222 KEARNY STREET #200
SAN FRANCISCO, CA 94108-4510

Check type of return to be filed (file a separate application for each return)

Form 990 Form 990-EZ Form 990-T (Section 401(a) or 408(a) trust) Form 1041 A Form 5227 Form 8870
Form 990-BL Form 990-PF Form 990-T (trust other than above) Form 4720 Form 6069

Stop: Do not complete Part II if you were not already granted an automatic 3-month extension on a previously filed Form 8868

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

I request an additional 3-month extension of time until 11/15, 2003
For calendar year 2002, or other tax year beginning 20 and ending 20
If this tax year is for less than 12 months, check reason Initial return Final return Change in accounting period
State in detail why you need the extension ADDITIONAL TIME IS NEEDED TO GATHER FINANCIAL INFORMATION NEEDED TO PREPARE A COMPLETE AND ACCURATE RETURN

8a If this application is for Form 990-BL, 990-PF, 990-T, 4720, or 6069, enter the tentative tax, less any nonrefundable credits See instructions \$ 1,231.
8b If this application is for Form 990-PF, 990-T, 4720, or 6069, enter any refundable credits and estimated tax payments made Include any prior year overpayment allowed as a credit and any amount paid previously with Form 8868 \$ 4,464.
8c Balance due Subtract line 8b from line 8a Include your payment with this form, or, if required, deposit with FTD coupon or, if required, by using EFTPS (Electronic Federal Tax Payment System) See instructions \$ 0.

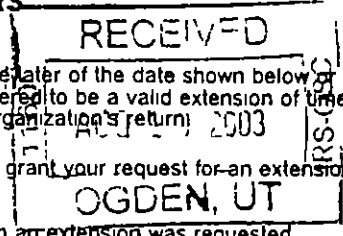
Signature and Verification

Under penalties of perjury, I declare that I have examined this form, including accompanying schedules and statements, and to the best of my knowledge and belief, it is true, correct and complete, and that I am authorized to prepare this form

Signature Date 8/14/03

Notice to Applicant - To be Completed by the IRS

We have approved this application Please attach this form to the organization's return
We have not approved this application However, we have granted a 10-day grace period from the later of the date shown below or the due date of the organization's return (including any prior extensions) This grace period is considered to be a valid extension of time for elections otherwise required to be made on a timely filed return Please attach this form to the organization's return 2003
We have not approved this application After considering the reasons stated in item 7, we cannot grant your request for an extension of time to file We are not granting a 10-day grace period
We cannot consider this application because it was filed after the due date of the return for which an extension was requested
Other



Director By Date

Alternate Mailing Address - Enter the address if you want the copy of this application for an additional 3-month extension returned to an address different than the one entered above

Name COMYNS, SMITH, MCCLEARY LLP
Number and street (include suite, room, or apartment number) or a P O box number 3470 MT. DIABLO BLVD. #A-310
City or town, province or state, and country (including postal or ZIP code) LAFAYETTE, CA 94549

EXTENSION APPROVED

AUG 28 2003

LINDA W. COOPER, FIELD DIRECTOR, SUBMISSION PROCESSING, OGDEN

POSTMARK DATE AUG 15 2003