



LISA & DOUGLAS GOLDMAN FUND

Financial Statements

For the Years Ended
December 31, 2014 and 2013

LISA AND DOUGLAS GOLDMAN FUND

(A California Non-Profit Corporation)

December 31, 2014

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LISA AND DOUGLAS GOLDMAN FUND

1 Montgomery Street, Suite 3440

San Francisco, California 94104

(415) 771-1717

Web Site Address: <http://ldgfund.org>

REGALIA & ASSOCIATES
CERTIFIED PUBLIC ACCOUNTANTS

INDEPENDENT AUDITORS' REPORT

The Board of Trustees Lisa and Douglas Goldman Fund

We have audited the accompanying financial statements of the Lisa and Douglas Goldman Fund (a California nonprofit organization classified as a Private Foundation) which comprise the statements of financial position as of December 31, 2014 and 2013 and the related statements of activities and changes in net assets, cash flows and functional expenses for the years then ended, and the related notes to the financial statements.

Management's Responsibility for the Financial Statements

Management is responsible for the preparation and fair presentation of these financial statements in accordance with accounting principles generally accepted in the United States of America; this includes the design, implementation, and maintenance of internal control relevant to the preparation and fair presentation of financial statements that are free from material misstatement, whether due to fraud or error.

Auditor's Responsibility

Our responsibility is to express an opinion on these financial statements based on our audits. We conducted our audits in accordance with auditing standards generally accepted in the United States of America. Those standards require that we plan and perform the audits to obtain reasonable assurance about whether the financial statements are free from material misstatement.

An audit involves performing procedures to obtain audit evidence about the amounts and disclosures in the financial statements. The procedures selected depend on the auditor's judgment, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error. In making those risk assessments, the auditor considers internal control relevant to the entity's preparation and fair presentation of the financial statements in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the entity's internal control. Accordingly, we express no such opinion. An audit also includes evaluating the appropriateness of accounting policies used and the reasonableness of significant accounting estimates made by management, as well as evaluating the overall presentation of the financial statements.

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion.

Opinion

In our opinion, the financial statements referred to above present fairly, in all material respects, the financial position of Lisa and Douglas Goldman Fund as of December 31, 2014 and 2013, and the results of its operations and its cash flows for the years then ended in accordance with accounting principles generally accepted in the United States of America.

**October 20, 2015
Danville, California**

Regalia & Associates

LISA AND DOUGLAS GOLDMAN FUND

Statements of Financial Position December 31, 2014 and 2013

Assets

	2014	2013
Current Assets:		
Cash and cash equivalents	\$ 408,659	\$ 357,463
Investments	239,652,179	229,359,670
Notes receivable	-	9,860,000
Other receivables	434,683	88,218
Prepaid expenses and other current assets	42,135	38,978
Total current assets	<u>240,537,656</u>	<u>239,704,329</u>
Other Assets:		
Security deposit	16,805	16,805
Property and equipment, net	116,382	149,567
Total assets	<u>\$ 240,670,843</u>	<u>\$ 239,870,701</u>

Liabilities and Net Assets

Current Liabilities:		
Accounts payable and accrued liabilities	\$ 251,241	\$ 191,202
Grants payable	22,250	280,000
Deferred rent	28,109	31,368
Total current liabilities	<u>301,600</u>	<u>502,570</u>
Net Assets:		
Unrestricted	240,369,243	239,368,131
Temporarily restricted	-	-
Total net assets	<u>240,369,243</u>	<u>239,368,131</u>
Total liabilities and net assets	<u>\$ 240,670,843</u>	<u>\$ 239,870,701</u>

LISA AND DOUGLAS GOLDMAN FUND

Statements of Activities and Changes in Net Assets For the Years Ended December 31, 2014 and 2013

	2014	2013
<i>Changes in unrestricted net assets:</i>		
Revenue and support:		
Contributions	\$ 1,931,910	\$ 23,182,894
Interest and dividend income	3,678,953	3,534,769
Realized investment gains	13,692,122	10,461,476
Capital gain distributions	3,262,852	625,986
Miscellaneous Income	74,046	195,277
Net assets released from restrictions	-	21,401,832
Total revenue and support	22,639,883	59,402,234
Expenses:		
Programs	11,913,653	10,255,017
Fundraising	-	-
General and administrative	2,090,755	1,399,885
Total expenses	14,004,408	11,654,902
Increase in unrestricted net assets	8,635,475	47,747,332
<i>Changes in temporarily restricted net assets:</i>		
Grants and contributions	-	-
Net assets released from restrictions	-	(21,401,832)
Decrease in temporarily restricted net assets	-	(21,401,832)
Increase in net assets before unrealized gains on investments	8,635,475	26,345,500
Unrealized gains (losses) on investments	(7,634,363)	26,466,085
Net assets at beginning of year	239,368,131	186,556,546
Net assets at end of year	\$ 240,369,243	\$ 239,368,131

LISA AND DOUGLAS GOLDMAN FUND

Statements of Cash Flows For the Years Ended December 31, 2014 and 2013

	2014	2013
<i>Cash flows from operating activities:</i>		
Increase in net assets	\$ 1,001,112	\$ 52,811,585
Adjustments to reconcile change in net assets to net cash provided by operating activities:		
Depreciation	33,185	32,299
Loss on disposal of property and equipment	3,682	3,682
Realized investment gains	(13,692,122)	(10,461,476)
Unrealized gains (losses) on investments	7,634,363	(26,466,085)
Changes in:		
Notes receivable	9,860,000	9,860,000
Other receivables	(346,465)	(52,949)
Prepaid expenses and other current assets	(3,157)	(13,148)
Security deposit	-	(16,805)
Accounts payable and accrued liabilities	60,039	177,403
Grants payable	(257,750)	280,000
Deferred rent	(3,259)	31,368
Net cash provided by operating activities	4,289,628	26,185,874
<i>Cash flows from investing activities:</i>		
Acquisition of investments and income reinvested	(45,136,305)	(59,944,862)
Proceeds from sale/redemption of investments	40,901,555	34,021,728
Acquisition of property and equipment	(3,682)	(153,028)
Net cash used for investing activities	(4,238,432)	(26,076,162)
Increase in cash and cash equivalents	51,196	109,712
Cash and cash equivalents at beginning of year	357,463	247,751
Cash and cash equivalents at end of year	\$ 408,659	\$ 357,463
<i>Supplemental Disclosures:</i>		
Interest expense	\$ -	\$ -
Excise taxes paid	\$ 386,005	\$ 271,299

LISA AND DOUGLAS GOLDMAN FUND

Statement of Functional Expenses

For the Year Ended December 31, 2014

(with Summarized Financial Information for the Year Ended December 31, 2013)

	Programs	Fund- raising	General and Adminis- trative	2014 Total Expenses	2013 Total Expenses	
Conferences/education	\$ -	\$ -	\$ 9,912	\$ 9,912	\$ 8,430	
Depreciation	-	-	33,185	33,185	32,299	
Grants to organizations	10,922,642	-	-	10,922,642	9,271,913	
Insurance	74,547	-	19,816	94,363	80,595	
Investment fees and expenses	-	-	1,060,178	1,060,178	650,937	
Legal and professional services	-	-	199,170	199,170	99,476	
Office and administrative	210,298	-	41,470	251,768	266,143	
Taxes	-	-	587,772	587,772	410,310	
Salaries and related costs	706,166	-	139,252	845,418	834,799	
Total expenditures	\$11,913,653	\$ -	\$ 2,090,755	\$14,004,408	\$11,654,902	

Notes to Financial Statements
December 31, 2014

1. Organization

Established in 1992, the Lisa and Douglas Goldman Fund (the Fund) is a private foundation committed to providing support for charitable organizations that enhance society.

The Lisa and Douglas Goldman Fund's interests include programs making valuable contributions in a variety of fields: children and youth, civic affairs, civil and human rights, education, environment, health, Jewish affairs, children's literacy, and social and human services. In general, the Fund places highest priority on projects in the San Francisco area.

2. Summary of Significant Accounting Policies

Basis of Accounting

The financial statements of the Fund have been prepared on the accrual basis of accounting and, accordingly, reflect all significant receivables, payables and other liabilities.

Basis of Presentation

Financial statement presentation follows the recommendations of the Financial Accounting Standards Board in its Accounting Standards Codification (ASC) 958.205, *Presentation of Financial Statements of Not-for-Profit Entities*. Under ASC 958.205, the Fund is required to report information regarding its financial position and activities according to three classes of net assets: unrestricted net assets, temporarily restricted net assets and permanently restricted net assets. As of December 31, 2014 and 2013, there were no temporarily or permanently restricted net assets.

Revenue Recognition

Contributions received are recorded as unrestricted, temporarily restricted, or permanently restricted support, depending on the existence and/or nature of any donor restrictions in accordance with the recommendations of ASC 958.605, *Revenue Recognition of Not-for-Profit Entities*.

All donor-restricted support is reported as an increase in temporarily or permanently restricted net assets, depending on the nature of the restriction. When a restriction expires (that is, when a stipulated time restriction ends or purpose restriction is accomplished), temporarily restricted net assets are reclassified to unrestricted net assets and reported on the statements of activities and changes in net assets as net assets released from restrictions.

Property and Equipment

Property and equipment purchased by the Fund will be recorded at cost or, if donated, at the approximate fair value at the date of donation. Repairs and maintenance are charged to expense as incurred. Property and equipment will be depreciated using the straight-line method over the estimated useful lives of the assets.

Investments

Investments include cash, cash equivalents, stocks, mutual funds, and hedge funds. Purchased investments are initially stated at cost. Investments received by gift are recorded at market value at the date of contribution. Investments in equity securities with readily determinable fair values and all investments in debt securities are reported at fair value with gains and losses included on the statement of activities and changes in net assets.

Notes to Financial Statements

2. Summary of Significant Accounting Policies (continued)

The Fund follows the provisions of *Accounting Standards Update (ASU) 2011-04, Fair Value Measurement (Topic 820): Amendments to Achieve Common Fair Value Measurement and Disclosure Requirements in US GAAP and IFRSs* and has estimated the fair value of its investments using available market information and other valuation methodologies. Accordingly, the estimates presented are not necessarily indicative of the amounts that the Fund could realize in a current market exchange. The use of different assumptions and/or estimation methods may have a material effect on the estimated fair value amounts. The estimates are based on pertinent information available to management as of December 31, 2014. Although management is not aware of any factors that would significantly affect the estimated fair value amounts, current estimates of fair value may differ significantly from the statements presented.

Income Taxes

Financial statement presentation follows the recommendations of ASC 740, *Income Taxes*. Under ASC 740, the Fund is required to report information regarding its exposure to various tax positions taken by the Fund and requires a two-step process that separates recognition from measurement. The first step is determining whether a tax position has met the recognition threshold; the second step is measuring a tax position that meets the recognition threshold. Management believes that the Fund has adequately addressed all tax positions and that there are no unrecorded tax liabilities.

The Fund has received notification from the Internal Revenue Service and the State of California that it qualifies for tax-exempt status under Section 501(c)(3) of the Internal Revenue Code and Section 23701d of the California Revenue and Taxation Code. The exemptions are subject to periodic review by the federal and state taxing authorities and management believes that the Fund continues to satisfy all federal and state statutes in order to qualify for continued tax exemption status. Because the Fund is a Private Foundation, it must file Form 990-PF with the Internal Revenue Service and remit excise taxes on its net investment income (see Note 8).

Contributed Services

Several unpaid volunteers have made significant contributions of time to various departments or programs of the Fund. The value of this contributed time is not reflected in the financial statements since it is not susceptible to objective measurement or valuation.

Functional Allocation of Expenses

The costs of providing the Fund's various programs and other activities have been summarized on a functional basis in the statements of activities and changes in net assets. Accordingly, certain costs have been allocated among the programs and supporting services benefited.

3. Cash and Cash Equivalents

Cash and cash equivalents of \$408,659 and \$357,463 at December 31, 2014 and 2013, respectively, include all funds deposited in a bank with a maturity of three months or less. Such funds have been placed in a money fund account bearing interest at an annualized rate of approximately .01% (as of December 31, 2014). The Fund maintains its cash balances in high quality financial institutions, which at times may exceed federally insured limits. The Fund has not experienced any losses in such accounts.

LISA AND DOUGLAS GOLDMAN FUND

Notes to Financial Statements

4. Investments

Investments consist of the following at December 31, 2014 and 2013:

	2014		2013	
	Cost	Fair Value	Cost	Fair Value
Aurora Harris	\$ 8,170,490	\$ 8,484,620	\$ 8,939,312	\$ 9,341,543
Baird Short Term Bond	17,505,509	17,408,024	-	-
Capital Guardian Mutual Funds	11,401,908	12,759,241	9,837,656	12,753,752
Delaware Investments	22,362,727	27,488,620	22,378,995	27,829,435
Dodge & Cox Global Stock	18,862,986	22,185,939	19,305,382	23,458,282
Evergreen Partners Direct III	78,609	63,416	78,422	78,422
Francisco Partners, LP	326,331	436,832	550,390	550,390
H.I.G. Brightpoint Cap	41,923	35,051	41,923	41,923
JP Morgan Digital Growth	1,253,786	1,420,993	1,016,422	1,980,851
JW Childs Bermuda AIV One	-	-	114,210	114,210
JW Childs Equity Partners III	271,253	1,318	449,642	449,642
Koshla Venture Partners	961,088	1,498,728	971,739	1,418,568
Legacy Venture V, LLC	1,306,710	2,221,785	1,201,146	1,862,868
Lightspeed Venture Partners	322,724	196,166	348,424	370,740
Liquidity Management Agency	-	-	6,312,880	6,178,045
Money Market/Cash Funds	3,549,476	3,549,476	6,515,390	6,515,390
New Enterprises Associates VI	-	-	2,596	2,691
Next Century Growth	3,466,242	4,074,156	3,166,781	4,366,082
NT Cap International	18,489,286	21,450,903	18,016,063	22,170,084
Other stocks and equities	33,571	33,571	44,051	44,051
OZ Overseas Fund	6,304,859	6,304,859	5,956,032	5,956,032
Pzena	27,167,370	32,793,440	25,455,102	30,925,701
Silver Creek - Hedge Funds	2,051,139	2,431,810	2,931,219	3,126,046
State Street Global Advisors	24,895,887	28,138,773	22,094,236	28,271,155
Stevenson Street	982,400	848,016	1,187,960	1,187,960
U.S. Venture Partners	217,670	246,430	238,865	238,886
Vantage Point	1,192,512	679,084	1,165,343	1,165,343
Weiss Peck & Greer Venture Associates	(32,879)	41,632	(24,640)	57,761
Wells Fargo Mutual Funds and Equities	40,877,908	44,859,296	34,383,619	38,903,817
Total investments	\$ 212,061,485	\$ 239,652,179	\$ 192,679,160	\$ 229,359,670

Investment income (interest, dividends, and capital gain distributions) amounted to \$6,941,805 and \$4,160,755 for the years ended December 31, 2014 and 2013, respectively. Investment, management fees and related expenses amounted to \$909,295 and \$650,937 for the years ended December 31, 2014 and 2013, respectively.

(continued)

LISA AND DOUGLAS GOLDMAN FUND

Notes to Financial Statements

4. Investments *(continued)*

Net realized gains amounted to \$13,181,339 and \$10,461,476 for the years ended December 31, 2014 and 2013, respectively. Net unrealized gains (losses) amounted to (\$7,274,463) and \$26,466,085 for the years ended December 31, 2014 and 2013, respectively.

Fair value measurements establish a fair value hierarchy that prioritizes the input used to measure fair value. This hierarchy consists of three broad levels: (a) Level 1 measurement reflects the value of the investments at quoted prices in active markets for identical assets, generally without any adjustments, (b) Level 2 assets and liabilities are valued based on "observable inputs" other than quoted active market prices, including quoted prices for similar assets or liabilities in active markets, quoted prices for identical or similar assets or liabilities in inactive markets, and interest rates and yield curves, and (c) Level 3 assets and liabilities are valued based on "unobservable inputs," such as a company's own estimates and pricing models. Composition of investments utilizing fair value measurements at December 31, 2014 is as follows:

	Totals	Level 1	Level 2	Level 3
Aurora Harris	\$ 8,484,620	\$ -	\$ -	\$ 8,484,620
Baird Short Term Bond	17,408,024	-	17,408,024	-
Capital Guardian Mutual Funds	12,759,241	12,759,241	-	-
Delaware Investments	27,488,620	27,488,620	-	-
Dodge & Cox Global Stock	22,185,939	22,185,939	-	-
Evergreen Partners Direct III	63,416	-	-	63,416
Francisco Partners, LP	436,832	-	-	436,832
H.I.G. Brightpoint Cap	35,051	-	-	35,051
JP Morgan Digital Growth	1,420,993	-	-	1,420,993
JW Childs Equity Partners III	1,318	-	-	1,318
Koshla Venture Partners	1,498,728	-	-	1,498,728
Legacy Venture V, LLC	2,221,785	-	-	2,221,785
Lightspeed Venture Partners	196,166	-	-	196,166
Money Market/Cash Funds	3,549,476	3,549,476	-	-
Next Century Growth	4,074,156	4,074,156	-	-
NT Cap International	21,450,903	21,450,903	-	-
Other stocks and equities	33,571	33,571	-	-
OZ Overseas Fund	6,304,859	-	-	6,304,859
Pzena	32,793,440	32,793,440	-	-
Silver Creek - Hedge Funds	2,431,810	-	-	2,431,810
State Street Global Advisors	28,138,773	-	-	28,138,773
Stevenson Street	848,016	-	-	848,016
U.S. Venture Partners	246,430	-	-	246,430
Vantage Point	679,084	-	-	679,084
Weiss Peck & Greer Venture Associates	41,632	-	-	41,632
Wells Fargo Mutual Funds and Equities	44,859,296	44,859,296	-	-
Totals	\$ 239,652,179	\$ 169,194,642	\$ 17,408,024	\$ 53,049,513

(continued)

Notes to Financial Statements

4. Investments *(continued)*

Assets Classified as Level 3

The significant unobservable inputs used in the fair value measurement of the entity's asset-backed securities are the probability of default and loss severity in the event of default. Significant increases or decreases in either of those inputs in isolation would result in a significantly lower or higher fair value measurement. In general, a change in the assumption of the probability of default is accompanied by a directionally similar change in the assumption used for the loss severity in an event of default.

The Fund has a Finance Committee which has the responsibility for establishing the Fund's return objectives (generally lower rates of return associated with more stable and safer investments) and to define the risk parameters (generally low risk securities, certificates of deposit and mutual funds). The committee routinely oversees investment performances and reviews cash flows necessary to sustain the Fund's operating activities.

5. Notes Receivable

Notes receivable of \$9,860,000 at December 31, 2013 represent the Fund's 46.4% ownership interest in separate notes due from The Richard N. Goldman Trust. The notes bear interest at rates ranging from 2.06% to 2.15% per annum with interest compounded annually. During the year ended December 31, 2014, the Fund received payment in full and the notes receivable were retired.

6. Property and Equipment

A summary of property, equipment and improvements is as follows at December 31, 2014 and 2013:

	2014	2013
Furniture and equipment	\$ 121,357	\$ 121,357
Leasehold improvements	70,406	70,406
Software and website	18,174	18,174
Subtotal	209,937	209,937
Less accumulated depreciation	(93,555)	(60,370)
Total property and equipment (net)	\$ 116,382	\$ 149,567

Total depreciation expense for the years ended December 31, 2014 and 2013 amounted to \$33,185 and \$32,299, respectively, and is included on the statement of functional expenses. During the year ended December 31, 2013, the Fund disposed of partially depreciated equipment with original cost basis of \$36,783, resulting in a loss on disposal in the amount of \$3,682. There were no disposals during the year ended December 31, 2014.

LISA AND DOUGLAS GOLDMAN FUND

Notes to Financial Statements

7. Net Assets

Unrestricted net assets of \$240,369,243 and \$239,368,131 as of December 31, 2014 and 2013, respectively, represent the cumulative net surpluses since the inception of the Fund. On September 30, 2013, the Douglas W. Goldman 1997 Charitable Lead Trust was terminated and all assets were transferred to the Fund. Accordingly, \$21,401,832 in temporarily restricted net assets were released from restriction and transferred to unrestricted net assets during the year ended December 31, 2013. There were no temporarily restricted contributions for the years ended December 31, 2014 and 2013.

8. Excise Taxes

The Fund is classified as a private foundation under the provisions of Internal Revenue Code Section 501(c)(3), and as such, is taxed on its net investment earnings. During the year ended December 31, 2014, the Fund remitted \$560,000 in estimated tax payments which, along with an overpayment of \$278,701 from 2013, were applied to a Federal income tax liability of \$386,005, resulting in an overpayment of \$452,696. During the year ended December 31, 2013, the Fund remitted \$550,000 in estimated tax payments which were applied to a Federal income tax liability of \$271,299, resulting in an overpayment of \$278,701.

9. Related Party Transactions

The Lisa and Douglas E. Goldman Philanthropic Fund is a donor-advised fund at the Jewish Community Federation of San Francisco. It was established with a contribution from Lisa and Douglas Goldman. Although grants are recommended by the Lisa and Douglas Goldman Fund Board for funding, they are subject to the approval of the Federation's board of directors. In April 2007, the Board of Directors of the Fund agreed to continue to pay grants to various charities from the Philanthropic Fund until the balance in the Philanthropic Fund was reduced to \$100,000, at which time all future grants were to be paid out from the Lisa and Douglas Goldman Fund.

10. Grant Expenses

During the years ended December 31, 2014 and 2013, the Fund agreed to pay certain grant requests as follows:

	2014	2013
<i>Individual grants of \$10,000 or more during the combined last two years:</i>		
826 Valencia-The Writing Center	\$ 35,000	\$ -
Access Women's Health Justice	22,500	-
ACLU Foundation of Northern Calif., Inc.	160,000	140,000
AcroSports	-	10,000
Advocates for Youth	-	40,000
AICE Inc.	-	80,000
Aim High For High School	50,000	-
Alzheimer's Disease & Related Disorders	30,000	-
Ambulatory Surgery Access Coalition (Operation Access)	10,000	-
American Friends of Magen David Adom	25,000	-

LISA AND DOUGLAS GOLDMAN FUND

Notes to Financial Statements

10. Grant Expenses *(continued)*

	<u>2014</u>	<u>2013</u>
American Friends of Tel-Aviv University	\$ 20,000	\$ 75,000
American Friends of the Israel Museum	18,500	16,000
American Friends of the Israel Union	-	5,000
American Friends of the Jordan River Village	-	5,000
American Friends of the Parents Circle	-	5,000
American-Israeli Cooperative Enterprise	-	50,000
American Jewish Joint Distribution Committee	-	75,000
American Jewish World Service	35,000	110,000
Americans United for Sep Church and State	-	52,500
As You Sow	25,000	-
Aspiranet	25,000	-
Asian Art Museum Foundation of San Francisco	-	2,500
Athletic Scholars Advancement Program	-	5,000
Bay Institute of San Francisco	25,000	-
Baykeeper	25,000	25,000
Better Angels Society Inc	5,000	5,000
Birthright Israel Foundation	-	5,000
B'Nai B'Rith International	-	10,000
B'Nai B'Rith Youth Organization (BBYO)	-	25,000
Boys and Girls Club of San Francisco	-	40,000
Breast Cancer Fund	40,000	25,060
Bureau of Jewish Education	-	67,000
California Academy of Sciences	3,500	2,500
California League of Conservation Voters Education Fund	-	25,000
California Pacific Medical Center Foundation	15,000	15,000
Cardea Services	50,000	30,000
Center for Digital Storytelling	-	25,000
Center for Reproductive Rights	100,000	-
Challah For Hunger	13,650	-
Challenge Success	-	25,000
Children's Creativity Museum	50,000	-
Clean Water Fund	-	15,000
College Spring Inc	-	25,000
Common Cause Education Fund	125,000	125,000
Commonwealth Club of San Francisco	40,000	47,500
Community Health Resource Center	-	15,000
Community Health Charities of California	5,000	5,000
Community Initiatives	40,000	-
Compassion and Choices	30,000	37,000
Congregation Emanu-El	38,000	270,500
Contemporary Jewish Museum	7,500	7,500
Convergence	-	30,000

LISA AND DOUGLAS GOLDMAN FUND

Notes to Financial Statements

10. Grant Expenses *(continued)*

	2014	2013
Corporate Accountability International	\$ 50,000	\$ 50,000
Corporation for Enterprise Development	-	50,000
Corporation of the Fine Arts Museums	271,500	85,000
Council on Foundations	12,250	-
Crohn's and Colitis Foundation of America	75,000	25,000
Delta Gamma Foundation	-	2,000
Demos A Network For Ideas And Action Ltd	50,000	50,000
Dogwood Alliance	30,000	30,000
Drug Policy Alliance	-	10,000
Earthworks	50,000	75,000
Education Outside	50,000	50,000
Educational Fund To Stop Gun Violence	60,000	50,000
Environmental Grantmakers Association	5,000	5,000
Environmental Protection Info Center Inc	35,000	-
Fam 1st Family Foundation	25,000	-
Feminist Majority Foundation	50,000	75,000
For-Site Foundation	10,000	-
ForestEthics	20,000	-
Foundation Center	5,000	5,000
Foundation for National Progress	10,000	-
Friends of the San Francisco Public Library	6,000	6,000
Friends of Del Norte Conservation Council	25,000	25,000
Friends of the Earth	50,000	-
Friends of the Israel Defense Forces	25,000	-
Friends of the Urban Forest	10,500	33,000
Girls On the Run of the Bay Area Inc	20,000	-
Give2Asia	-	100,000
Glide Foundation	7,500	5,000
Global Citizen Year Incorporated	-	50,000
Global Community Monitor	15,000	45,000
Golden Gate National Parks Conservancy	45,000	5,000
Goodwill Industries	-	5,000
Green America	50,000	50,000
Guttmacher Institute	75,000	-
Harper for Kids	15,000	15,000
Health Care Without Harm	50,000	-
Hillel The Foundation for Jewish Campus Life	92,000	-
Ibis Reproductive Health Inc	35,000	25,000
Immune Deficiency Foundation	15,000	15,000
J Street Education Fund Inc.	-	25,000
Jewish Community Center of San Francisco	168,000	121,000
Jewish Community Federation	294,000	157,500

LISA AND DOUGLAS GOLDMAN FUND

Notes to Financial Statements

10. Grant Expenses *(continued)*

	2014	2013
Jewish Community Relations Council	\$ 102,500	\$ 36,000
Jewish Home and Senior Living Foundation	70,000	78,000
Jewish Vocational and Career Counseling Services	2,000	54,000
JRDF International	-	5,000
Jumpstart California	-	25,000
Kevah	75,000	50,000
Kitchen Slow Down Jew Up	80,000	60,000
KQED Inc.	57,500	7,500
Larkin Street Youth Services	75,000	100,000
Law Students for Reproductive Justice	25,000	25,000
Lawyers Committee-Civil Rights Under Law	125,000	125,000
Legal Community Against Violence	-	50,000
Limmud Bay Area	5,000	-
Little Kids Rock, Inc.	50,000	50,000
Maccabi USA/Sports for Israel	-	5,000
Marine Mammal Center	5,000	5,000
MDP Foundation	5,500	-
Media Matters	75,000	25,000
Medical Students For Choice	32,500	32,500
Menlo School	2,000	7,000
Midwest Access Project	-	25,000
Mile High United Way	-	25,000
Moishe Foundation	67,500	67,500
Music in Schools Today	10,000	-
My New Red Shoes	6,000	5,000
NARAL Pro-Choice America Foundation	5,000	35,000
National Abortion Federation	65,000	65,000
National Health Law Program Inc	-	40,000
National Network of Abortion Funds	75,000	35,000
National Women's Health Network	20,000	20,000
NCGA Foundation	55,000	-
New Israel Fund	40,000	10,000
New Venture Fund	50,000	-
Northern California Golf Association Foundation	-	51,000
Northern California Grantmakers	10,000	-
Oakland Museum of California Foundation	41,000	41,000
Oshman Family JCC	5,000	-
Pacific Forest Trust	-	25,000
Pacific Institute for Studies in Development Environment & Sec	25,000	-
Partnership for Haas Preeminence	2,000,000	-
Patient Assistance Foundation	15,000	-
PBS Foundation	10,000	5,000

LISA AND DOUGLAS GOLDMAN FUND

Notes to Financial Statements

10. Grant Expenses *(continued)*

	2014	2013
Peer Health Exchange	\$ 50,000	\$ 50,000
PEF Israel Endowment Funds, Inc.	5,000	-
Physicians For Reproductive Choice and Healing	20,000	-
Planned Parenthood Federation of America	-	100,000
Planned Parenthood Shasta Diablo Inc	5,000	80,000
Playworks Education Energized	50,000	-
Point Reyes Bird Observatory	-	15,000
Population Connection	-	15,000
Portola and Excelsior Family Connections	-	25,000
ProPublica Inc.	50,000	68,000
Project Vote	125,000	125,000
Proteus Fund Inc.	-	75,000
Provide Inc.	50,000	-
Public EEs for Environmental Responsibility	-	15,000
Raising A Reader	25,000	-
Randall Museum Friends	1,000	13,500
Reach Out and Read	35,000	-
Reading Partners	40,000	40,000
Reef Check Foundation	25,000	35,000
Religious Institute, Inc.	20,000	-
Reproductive Health Access Project	40,000	40,000
Reproductive Health Technologies Project	50,000	-
Ronald McDonald House, San Francisco	51,000	1,000
Rose Foundation for Communities and Environment	-	40,000
Rutgers University Foundation	-	25,000
San Bruno Mountain Watch	15,000	-
San Francisco Ballet	10,050	8,500
San Francisco Chronicle Season of Sharing Fund	55,000	55,000
San Francisco Day School	25,000	25,000
San Francisco Department of Environment	75,000	75,000
San Francisco Film Society	-	66,000
San Francisco Food Bank	15,000	10,000
San Francisco Foundation	60,000	-
San Francisco General Hospital Foundation	242,500	212,500
San Francisco Jazz Organization	-	15,000
San Francisco Jewish Community Publications	100,000	-
San Francisco Jewish Film Festival	37,000	-
San Francisco Museum of Modern Art	162,500	7,500
San Francisco Parks Alliance	336,000	-
San Francisco Parks Trust	10,000	1,000
San Francisco Planning and Urban Research Association	2,500	37,500
San Francisco Symphony	119,140	90,000

LISA AND DOUGLAS GOLDMAN FUND

Notes to Financial Statements

10. Grant Expenses *(continued)*

	<u>2014</u>	<u>2013</u>
San Francisco Unified School District	\$ 22,500	\$ 22,500
Schools Mentoring and Resource Team	-	25,000
Search for the Cause	25,000	-
Silicon Valley Jewish Film Festival	-	10,000
Silicon Valley Leadership Group Foundation	-	15,000
Siskiyou Land Conservancy	25,000	-
Social and Environmental Entrepreneurs	60,000	60,000
Spark Program Inc.	-	30,000
Stanford University	26,000	11,000
Stern Grove Festival Association	344,550	312,600
Sustainable Conservation	25,000	50,000
Taproot Foundation	40,000	37,500
Tawonga Jewish Community Corporation	75,000	75,000
The Battery Foundation	50,000	-
The California Water Impact Network	20,000	-
The Exploratorium	101,500	-
Tides Foundation	177,500	95,000
Town School for Boys	2,000	102,000
Transform California	60,000	-
Trust for Public Land	25,000	25,000
Tuolumne River Trust	-	25,000
Tutorpedia Foundation	15,000	22,000
UC Berkeley Regents	250,500	96,000
UC Berkeley Foundation	478,427	1,884,793
UCSF Foundation	25,000	22,500
United Nations Watch	-	50,000
United Way of the Bay Area	12,000	72,000
University of Southern California	407,500	415,500
Upstart Bay Area	75,000	102,000
Upstream Policy Institute Inc.	50,000	-
Urban Adamah	50,000	76,000
Volunteers in Medicine - San Francisco	20,000	-
We Are What We Do	25,000	-
Western Rivers Conservancy	50,000	-
Wilderness Torah	40,000	-
Wm J Brennan Jr Center for Justice Inc	50,000	-
YMCA of San Francisco	2,000	15,000
Youth Tennis Advantage	10,000	5,000
	<u>10,708,067</u>	<u>9,028,953</u>
<i>Individual grants less than \$10,000 during the combined last two years:</i>		
Various charitable organizations	214,575	242,960
Total grants	<u>\$ 10,922,642</u>	<u>\$ 9,271,913</u>

Notes to Financial Statements

11. Financial Commitments

Office Lease: The Fund is obligated under a multi-year operating lease agreement in San Francisco through January 31, 2018. The Fund is required to tender monthly rent payments of \$16,041 as of December 31, 2014. Rental rates are subject to adjustment in accordance with the terms of the lease but generally increase at the rate of about 1.6% each February 1st. Rent expense amounted to \$188,517 and \$174,637 for the years ended December 31, 2014 and 2013, respectively, and is included in office and administrative expense on the statement of functional expenses. The Fund is also obligated under an office equipment lease which expires October 31, 2016. Future minimum rental payments under all leases are as follows: Year ending December 31, 2015: \$199,376; Year ending December 31, 2016: \$201,710; Year ending December 31, 2017: \$201,150; and Year ending December 31, 2018: \$33,610.

Grant Allocations: The Fund's Board of Directors has agreed to commit the organization to future grant allocations totaling \$20,685,750 which have been scheduled as follows: Year ending December 31, 2015: \$5,610,750; Year ending December 31, 2016: \$4,005,000; Year ending December 31, 2017: \$3,760,000; Year ending December 31, 2018: \$3,310,000; and Year ending December 31, 2019 and beyond: \$4,000,000.

12. Compensation Commitments

Compensated Absences: Financial statement presentation follows the recommendations of ASC 710.25, *Compensated Absences*. Under ASC 710.25, the Fund is required to record a liability for the estimated amounts of compensation for future absences. Employees are permitted to accrue a specific number of hours of vacation which is payable upon termination of the employee. Sick leave is not paid upon termination. Annual leave accruals are recorded in the financial statements as an accrued liability on the statement of financial position based on hourly rates in effect at the end of the fiscal year.

403(b) Plan: As of December 31, 2009, the Goldman Fund adopted a 403(b) Plan. Employees are eligible to contribute as of their date of hire. The company, in its sole discretion, may make non-elective contributions on employees' behalf. Employees must meet certain eligibility criteria in order to receive contributions by the Goldman Fund. Employer contributions for the years ended December 31, 2014 and 2013 amounted to \$103,710 and \$95,424, respectively. Distributions from the 403(b) plan can only be made pursuant to all applicable laws and regulations.

13. Use of Estimates

The preparation of financial statements in conformity with accounting principles generally accepted in the United States of America requires management to make estimates and assumptions. These estimates and assumptions affect the reported amounts of assets and liabilities and disclosure of contingent assets and liabilities at the date of the financial statements and the reported amounts of revenues and expenses during the reported period. Accordingly, actual results could differ from those estimates.

Notes to Financial Statements

14. Contingencies

In the normal course of business there are outstanding various commitments and contingent liabilities, such as commitments to enter into contracts related to ongoing operational activities, which are not reflected in the financial statements. Such commitments and contingencies also include risks associated with various economic and operating factors, which include (a) Contractual restrictions and donor conditions which obligate the Fund to fulfill certain requirements as set forth in legal instruments, (b) Investment income and cash flow levels which vary based on factors beyond the Fund's control, such as general economic conditions, (c) Employment contracts and service agreements with outside contractors, and (d) Financial risks associated with funds on deposit in accounts at financial and brokerage institutions. Management believes that such commitments or contingencies have been properly addressed, appropriate amounts have been accrued (where necessary), and there will not be any resolution with a material adverse effect on the financial statements.

15. Reclassifications

Certain reclassifications have been made to the 2013 financial statements in order to conform to the presentation used in 2014.

16. Subsequent Events

In compliance with ASC 855, *Subsequent Events*, the Fund has evaluated subsequent events through October 20, 2015, the date the financial statements were available to be issued. In the opinion of management, there are no subsequent events which need to be disclosed.