

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

▶ **Do not enter Social Security numbers on this form as it may be made public.**  
▶ Information about Form 990-PF and its separate instructions is at [www.irs.gov/form990pf](http://www.irs.gov/form990pf).

**2013**

**For calendar year 2013, or tax year beginning , 2013, and ending**

LISA AND DOUGLAS GOLDMAN FUND  
1 MONTGOMERY STREET #3440  
SAN FRANCISCO, CA 94104-4505

<b>A</b>	Employer identification number 94-3167546
<b>B</b>	Telephone number (see the instructions) 415-771-1717
<b>C</b>	If exemption application is pending, check here. . . . . <input type="checkbox"/>
<b>D</b>	<b>1</b> Foreign organizations, check here . . . . . <input type="checkbox"/> <b>2</b> Foreign organizations meeting the 85% test, check here and attach computation . . . . . <input type="checkbox"/>
<b>E</b>	If private foundation status was terminated under section 507(b)(1)(A), check here. . . . . <input type="checkbox"/>
<b>F</b>	If the foundation is in a 60-month termination under section 507(b)(1)(B), check here. . . . . <input type="checkbox"/>

**G** Check all that apply:

<input type="checkbox"/> Initial return	<input type="checkbox"/> Initial return of a former public charity
<input type="checkbox"/> Final return	<input type="checkbox"/> Amended return
<input type="checkbox"/> Address change	<input type="checkbox"/> Name change

**H** Check type of organization:  Section 501(c)(3) exempt private foundation  
 Section 4947(a)(1) nonexempt charitable trust  Other taxable private foundation

**I** Fair market value of all assets at end of year (from Part II, column (c), line 16)  
▶ \$ 239,870,701.

**J** Accounting method:  Cash  Accrual  
 Other (specify) \_\_\_\_\_  
(Part I, column (d) must be on cash basis.)

<b>Part I Analysis of Revenue and Expenses</b> (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)
<b>R E V E N U E</b>	<b>1</b> Contributions, gifts, grants, etc. received (att sch)	23,182,894.			
	<b>2</b> Ck ▶ <input checked="" type="checkbox"/> if the foundn is <b>not</b> req to att Sch B				
	<b>3</b> Interest on savings and temporary cash investments . . . . .				
	<b>4</b> Dividends and interest from securities . . . . .	3,534,769.	3,534,769.		
	<b>5a</b> Gross rents . . . . .				
	<b>b</b> Net rental income or (loss) . . . . .				
	<b>6a</b> Net gain/(loss) from sale of assets not on line 10	11,087,462.			
	<b>b</b> Gross sales price for all assets on line 6a. . . . . <u>34,021,728.</u>				
	<b>7</b> Capital gain net income (from Part IV, line 2). . . . .		11,087,462.		
	<b>8</b> Net short-term capital gain . . . . .				
	<b>9</b> Income modifications . . . . .				
	<b>10a</b> Gross sales less returns and allowances . . . . .				
<b>b</b> Less: Cost of goods sold . . . . .					
<b>c</b> Gross profit/(loss) (att sch) . . . . .					
<b>11</b> Other income (attach schedule) . . . . .					
<b>SEE STATEMENT 1</b>	195,277.	195,277.			
<b>12 Total.</b> Add lines 1 through 11. . . . .	38,000,402.	14,817,508.	0.		
<b>A D M I N I S T R A T I V E O P E R A T I N G A N D E X P E N S E S</b>	<b>13</b> Compensation of officers, directors, trustees, etc . . . . .	240,000.	48,000.		192,000.
	<b>14</b> Other employee salaries and wages . . . . .	499,375.	74,906.		424,469.
	<b>15</b> Pension plans, employee benefits . . . . .	95,424.	23,856.		71,568.
	<b>16a</b> Legal fees (attach schedule) . . . . .				
	<b>b</b> Accounting fees (attach sch) . . . . . <b>SEE . ST. 2</b>	87,870.	54,390.		33,480.
	<b>c</b> Other prof fees (attach sch) . . . . . <b>SEE . ST. 3</b>	11,606.	2,902.		8,704.
	<b>17</b> Interest . . . . .				
	<b>18</b> Taxes (attach schedule)(see instrs) . . . . . <b>SEE . STM. 4</b>	410,310.	300,708.		109,602.
	<b>19</b> Depreciation (attach sch) and depletion . . . . .	32,299.	8,075.		
	<b>20</b> Occupancy . . . . .	185,426.	46,357.		139,069.
	<b>21</b> Travel, conferences, and meetings . . . . .	19,868.	4,967.		14,901.
	<b>22</b> Printing and publications . . . . .				
	<b>23</b> Other expenses (attach schedule) . . . . .				
	<b>SEE STATEMENT 5</b>	800,811.	688,406.		112,405.
	<b>24 Total operating and administrative expenses.</b> Add lines 13 through 23 . . . . .	2,382,989.	1,252,567.		1,106,198.
<b>25</b> Contributions, gifts, grants paid <b>PART . XV.</b>	9,271,913.			9,271,913.	
<b>26 Total expenses and disbursements.</b> Add lines 24 and 25 . . . . .	11,654,902.	1,252,567.	0.	10,378,111.	
<b>27</b> Subtract line 26 from line 12:					
<b>a Excess of revenue over expenses and disbursements . . . . .</b>	26,345,500.				
<b>b Net investment income</b> (if negative, enter -0-) . . . . .		13,564,941.			
<b>c Adjusted net income</b> (if negative, enter -0-) . . . . .			0.		

Part II Balance Sheets		Attached schedules and amounts in the description column should be for end-of-year amounts only. (See instructions.)			
		Beginning of year	End of year		
		(a) Book Value	(b) Book Value	(c) Fair Market Value	
ASSETS	1	Cash — non-interest-bearing	617.	5,883.	5,883.
	2	Savings and temporary cash investments	247,134.	351,580.	351,580.
	3	Accounts receivable	88,218.		
		Less: allowance for doubtful accounts	35,269.	88,218.	88,218.
	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	25,830.	38,978.	38,978.
	10a	Investments — U.S. and state government obligations (attach schedule)			
	b	Investments — corporate stock (attach schedule)			
	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) STATEMENT 6	159,262,518.	195,774,792.	229,359,670.	
14	Land, buildings, and equipment: basis	209,937.			
	Less: accumulated depreciation (attach schedule) SEE STMT 7	60,370.	149,567.	149,567.	
15	Other assets (describe SEE STATEMENT 8)	19,720,000.	9,876,805.	9,876,805.	
16	<b>Total assets</b> (to be completed by all filers — see the instructions. Also, see page 1, item I)	179,323,888.	206,285,823.	239,870,701.	
LIABILITIES	17	Accounts payable and accrued expenses	13,799.	191,202.	
	18	Grants payable		280,000.	
	19	Deferred revenue			
	20	Loans from officers, directors, trustees, & other disqualified persons			
	21	Mortgages and other notes payable (attach schedule)			
	22	Other liabilities (describe SEE STATEMENT 9)	-7,246,457.	-33,553,510.	
	23	<b>Total liabilities</b> (add lines 17 through 22)	-7,232,658.	-33,082,308.	
NET ASSETS OR FUND BALANCES	Foundations that follow SFAS 117, check here and complete lines 24 through 26 and lines 30 and 31. <input checked="" type="checkbox"/>				
	24	Unrestricted	165,154,714.	239,368,131.	
	25	Temporarily restricted	21,401,832.		
	26	Permanently restricted			
	Foundations that do not follow SFAS 117, check here and complete lines 27 through 31. <input type="checkbox"/>				
	27	Capital stock, trust principal, or current funds			
	28	Paid-in or capital surplus, or land, building, and equipment fund			
	29	Retained earnings, accumulated income, endowment, or other funds			
30	<b>Total net assets or fund balances</b> (see instructions)	186,556,546.	239,368,131.		
31	<b>Total liabilities and net assets/fund balances</b> (see instructions)	179,323,888.	206,285,823.		

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)	186,556,546.
2	Enter amount from Part I, line 27a	26,345,500.
3	Other increases not included in line 2 (itemize) SEE STATEMENT 10	26,466,085.
4	Add lines 1, 2, and 3	239,368,131.
5	Decreases not included in line 2 (itemize)	
6	<b>Total net assets or fund balances at end of year</b> (line 4 minus line 5) — Part II, column (b), line 30	239,368,131.

**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)
1 a SEE STATEMENT 11			
b			
c			
d			
e			

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
a			
b			
c			
d			
e			

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Column (h) gain minus column (k), but not less than -0-) or Losses (from column (h))
(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	
a			
b			
c			
d			
e			

2 Capital gain net income or (net capital loss). <span style="float: right;">[ If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7 ]</span>	2	11,087,462.
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6):  If gain, also enter in Part I, line 8, column (c) (see instructions). If (loss), enter -0- in Part I, line 8 . . . . .	3	0.

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

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

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

Was the foundation liable for the section 4942 tax on the distributable amount of any year in the base period? . . . . .  Yes  No  
If 'Yes,' the foundation does not qualify under section 4940(e). Do not complete this part.

1 Enter the appropriate amount in each column for each year; see the instructions before making any entries.			
(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (column (b) divided by column (c))
2012	9,426,649.	159,952,107.	0.058934
2011	4,282,000.	59,322,516.	0.072182
2010	3,091,548.	32,159,141.	0.096133
2009	2,765,753.	25,608,900.	0.108000
2008	3,212,444.	29,446,568.	0.109094
2 Total of line 1, column (d) . . . . .			0.444343
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 . . . . .			0.088869
4 Enter the net value of noncharitable-use assets for 2013 from Part X, line 5 . . . . .			203,342,441.
5 Multiply line 4 by line 3 . . . . .			18,070,839.
6 Enter 1% of net investment income (1% of Part I, line 27b) . . . . .			135,649.
7 Add lines 5 and 6 . . . . .			18,206,488.
8 Enter qualifying distributions from Part XII, line 4 . . . . .			11,029,048.

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)**

<b>1 a</b> Exempt operating foundations described in section 4940(d)(2), check here. <input type="checkbox"/> and enter 'N/A' on line 1. Date of ruling or determination letter: _____ (attach copy of letter if necessary— see instrs)		
<b>b</b> Domestic foundations that meet the section 4940(e) requirements in Part V, check here.. <input type="checkbox"/> and enter 1% of Part I, line 27b .....	<b>1</b>	271,299.
<b>c</b> All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, column (b) .....		
<b>2</b> Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)	<b>2</b>	0.
<b>3</b> Add lines 1 and 2.	<b>3</b>	271,299.
<b>4</b> Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)	<b>4</b>	0.
<b>5 Tax based on investment income.</b> Subtract line 4 from line 3. If zero or less, enter -0-	<b>5</b>	271,299.
<b>6 Credits/Payments:</b>		
<b>a</b> 2013 estimated tax pmts and 2012 overpayment credited to 2013	<b>6 a</b>	550,000.
<b>b</b> Exempt foreign organizations — tax withheld at source	<b>6 b</b>	
<b>c</b> Tax paid with application for extension of time to file (Form 8868)	<b>6 c</b>	
<b>d</b> Backup withholding erroneously withheld	<b>6 d</b>	
<b>7</b> Total credits and payments. Add lines 6a through 6d	<b>7</b>	550,000.
<b>8</b> Enter any <b>penalty</b> for underpayment of estimated tax. Check here <input checked="" type="checkbox"/> if Form 2220 is attached	<b>8</b>	
<b>9 Tax due.</b> If the total of lines 5 and 8 is more than line 7, enter <b>amount owed</b>	<b>9</b>	0.
<b>10 Overpayment.</b> If line 7 is more than the total of lines 5 and 8, enter the <b>amount overpaid</b>	<b>10</b>	278,701.
<b>11</b> Enter the amount of line 10 to be: <b>Credited to 2014 estimated tax</b> 278,701. <b>Refunded</b>	<b>11</b>	0.

**Part VII-A Statements Regarding Activities**

	Yes	No
<b>1 a</b> During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?		X
<b>b</b> Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see the instructions for definition)? <i>If the answer is 'Yes' to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities.</i>		X
<b>c</b> Did the foundation file <b>Form 1120-POL</b> for this year?		X
<b>d</b> Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year: <b>(1)</b> On the foundation. . . . ▶ \$ 0. <b>(2)</b> On foundation managers. . . . ▶ \$ 0.		
<b>e</b> Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers. . . . ▶ \$ 0.		
<b>2</b> Has the foundation engaged in any activities that have not previously been reported to the IRS? <i>If 'Yes,' attach a detailed description of the activities.</i>		X
<b>3</b> Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? <i>If 'Yes,' attach a conformed copy of the changes.</i>		X
<b>4 a</b> Did the foundation have unrelated business gross income of \$1,000 or more during the year?		X
<b>b</b> If 'Yes,' has it filed a tax return on <b>Form 990-T</b> for this year?		N/A
<b>5</b> Was there a liquidation, termination, dissolution, or substantial contraction during the year? <i>If 'Yes,' attach the statement required by General Instruction T.</i>		X
<b>6</b> 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? .....		X
<b>7</b> Did the foundation have at least \$5,000 in assets at any time during the year? <i>If 'Yes,' complete Part II, column (c), and Part XV.</i>	X	
<b>8 a</b> Enter the states to which the foundation reports or with which it is registered (see instructions) ▶ CA		
<b>b</b> If the answer is 'Yes' to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by <i>General Instruction G</i> ? <i>If 'No,' attach explanation</i> .....	X	
<b>9</b> Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2013 or the taxable year beginning in 2013 (see instructions for Part XIV)? <i>If 'Yes,' complete Part XIV.</i>		X
<b>10</b> Did any persons become substantial contributors during the tax year? <i>If 'Yes,' attach a schedule listing their names and addresses</i> .....		X

BAA

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**Part VII-A Statements Regarding Activities (continued)**

11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If 'Yes', attach schedule (see instructions) .....	11		X
12	Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If 'Yes,' attach statement (see instructions) .....	12		X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application? .....	13	X	
Website address: ..... ▶ <u>HTTP://LDGFUND.ORG/</u>				
14	The books are in care of ▶ <u>NANCY KAMI</u> Telephone no. ▶ <u>415-771-1717</u> Located at ▶ <u>1 MONTGOMERY STREET #3440 SAN FRANCISCO CA</u> ZIP + 4 ▶ <u>94104</u>			
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 – Check here .....	N/A	▶ <input type="checkbox"/> N/A	
and enter the amount of tax-exempt interest received or accrued during the year .....				
▶ <u>15</u>				
16	At any time during calendar year 2013, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country? .....	16	Yes	No
See the instructions for exceptions and filing requirements for Form TD F 90-22.1. If 'Yes,' enter the name of the foreign country ▶				

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

File Form 4720 if any item is checked in the 'Yes' column, unless an exception applies.			Yes	No
1 a	During the year did the foundation (either directly or indirectly):			
(1)	Engage in the sale or exchange, or leasing of property with a disqualified person? .....	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(2)	Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? .....	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(3)	Furnish goods, services, or facilities to (or accept them from) a disqualified person? .....	<input 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? ( <b>Exception.</b> Check 'No' if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days.) .....	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
b	If any answer is 'Yes' to 1a(1)-(6), did <b>any</b> 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)? .....		1 b	N/A
Organizations relying on a current notice regarding disaster assistance check here .....				
▶ <input type="checkbox"/>				
c	Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2013? .....		1 c	X
2	Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5)):			
a	At the end of tax year 2013, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2013? .....	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
If 'Yes,' list the years ▶ 20 __ , 20 __ , 20 __ , 20 __ .				
b	Are there any years listed in 2a for which the foundation is <b>not</b> 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 <b>all</b> 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 <b>any</b> of the years listed in 2a, list the years here. ▶ 20 __ , 20 __ , 20 __ , 20 __ .			
3 a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? .....	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
b	If 'Yes,' did it have excess business holdings in 2013 as a result of (1) any purchase by the foundation or disqualified persons after May 26, 1969; (2) the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest; or (3) the lapse of the 10-, 15-, or 20-year first phase holding period? ( <i>Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2013.</i> ) .....		3 b	N/A
4 a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes? .....		4 a	X
b	Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2013? .....		4 b	X

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

**5 a** During the year did the foundation pay or incur any amount to:

(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))?  Yes  No

(2) Influence the outcome of any specific public election (see section 4955); or to carry on, directly or indirectly, any voter registration drive?  Yes  No

(3) Provide a grant to an individual for travel, study, or other similar purposes?  Yes  No

(4) Provide a grant to an organization other than a charitable, etc., organization described in section 509(a)(1), (2), or (3), or section 4940(d)(2)? (see instructions).  Yes  No

(5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals?  Yes  No

**b** If any answer is 'Yes' to 5a(1)-(5), did **any** of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance (see instructions)? **5 b**  Yes  No N/A

Organizations relying on a current notice regarding disaster assistance check here

**c** If the answer is 'Yes' to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant? **N/A**  Yes  No

If 'Yes,' attach the statement required by Regulations section 53.4945-5(d).

**6 a** Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract?  Yes  No

**b** Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract? **6 b**  Yes  No X

If 'Yes' to 6b, file Form 8870.

**7 a** At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction?  Yes  No

**b** If 'Yes,' did the foundation receive any proceeds or have any net income attributable to the transaction? **7 b**  Yes  No N/A

**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 12		408,000.	0.	25,990.

**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
PAMELA J. ALLEN 1 MONTGOMERY STREET #3440 SAN FRANCISCO, CA 94104	PROGRAM OFFCR 40	130,246.	0.	15,746.

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

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

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

(a) Name and address of each person paid more than \$50,000	(b) Type of service	(c) Compensation
TRAYNOR GROUP 1323 SOLANO AVENUE, SUITE 205 ALBANY, CA 94706	ACCOUNTING/BOOKKPING	70,159.
----- ----- -----		
----- ----- -----		
----- ----- -----		
----- ----- -----		
<b>Total</b> number of others receiving over \$50,000 for professional services		0

**Part IX-A Summary of Direct Charitable Activities**

List the foundation's four largest direct charitable activities during the tax year. Include relevant statistical information such as the number of organizations and other beneficiaries served, conferences convened, research papers produced, etc.

	Expenses
1 N/A ----- -----	
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 N/A ----- -----		
2 ----- -----		
All other program-related investments. See instructions. 3 ----- -----		
<b>Total.</b> Add lines 1 through 3		0.

BAA

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

<b>1</b> Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes:		
<b>a</b> Average monthly fair market value of securities .....	<b>1 a</b>	187,504,650.
<b>b</b> Average of monthly cash balances .....	<b>1 b</b>	704,421.
<b>c</b> Fair market value of all other assets (see instructions) .....	<b>1 c</b>	18,229,955.
<b>d Total</b> (add lines 1a, b, and c) .....	<b>1 d</b>	206,439,026.
<b>e</b> Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation) .....	<b>1 e</b>	0.
<b>2</b> Acquisition indebtedness applicable to line 1 assets .....	<b>2</b>	0.
<b>3</b> Subtract line 2 from line 1d .....	<b>3</b>	206,439,026.
<b>4</b> Cash deemed held for charitable activities. Enter 1-1/2% of line 3 (for greater amount, see instructions) .....	<b>4</b>	3,096,585.
<b>5 Net value of noncharitable-use assets.</b> Subtract line 4 from line 3. Enter here and on Part V, line 4 .....	<b>5</b>	203,342,441.
<b>6 Minimum investment return.</b> Enter 5% of line 5 .....	<b>6</b>	10,167,122.

**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.)

<b>1</b> Minimum investment return from Part X, line 6 .....	<b>1</b>	10,167,122.
<b>2 a</b> Tax on investment income for 2013 from Part VI, line 5 .....	<b>2 a</b>	271,299.
<b>b</b> Income tax for 2013. (This does not include the tax from Part VI.) .....	<b>2 b</b>	
<b>c</b> Add lines 2a and 2b .....	<b>2 c</b>	271,299.
<b>3</b> Distributable amount before adjustments. Subtract line 2c from line 1 .....	<b>3</b>	9,895,823.
<b>4</b> Recoveries of amounts treated as qualifying distributions .....	<b>4</b>	
<b>5</b> Add lines 3 and 4 .....	<b>5</b>	9,895,823.
<b>6</b> Deduction from distributable amount (see instructions) .....	<b>6</b>	
<b>7 Distributable amount</b> as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1 .....	<b>7</b>	9,895,823.

**Part XII** **Qualifying Distributions** (see instructions)

<b>1</b> Amounts paid (including administrative expenses) to accomplish charitable, etc., purposes:		
<b>a</b> Expenses, contributions, gifts, etc – total from Part I, column (d), line 26 .....	<b>1 a</b>	10,378,111.
<b>b</b> Program-related investments – total from Part IX-B .....	<b>1 b</b>	
<b>2</b> Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes .....	<b>2</b>	650,937.
<b>3</b> Amounts set aside for specific charitable projects that satisfy the:		
<b>a</b> Suitability test (prior IRS approval required) .....	<b>3 a</b>	
<b>b</b> Cash distribution test (attach the required schedule) .....	<b>3 b</b>	
<b>4 Qualifying distributions.</b> Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4 .....	<b>4</b>	11,029,048.
<b>5</b> Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income. Enter 1% of Part I, line 27b (see instructions) .....	<b>5</b>	
<b>6 Adjusted qualifying distributions.</b> Subtract line 5 from line 4 .....	<b>6</b>	11,029,048.

**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 2012	(c) 2012	(d) 2013
1 Distributable amount for 2013 from Part XI, line 7.....				9,895,823.
2 Undistributed income, if any, as of the end of 2013:				
a Enter amount for 2012 only.....			0.	
b Total for prior years: 20____, 20____, 20____		0.		
3 Excess distributions carryover, if any, to 2013:				
a From 2008.....	1,754,576.			
b From 2009.....	1,490,428.			
c From 2010.....	1,493,295.			
d From 2011.....	1,508,823.			
e From 2012.....	1,508,098.			
f Total of lines 3a through e.....	7,755,220.			
4 Qualifying distributions for 2013 from Part XII, line 4: ▶ \$ 11,029,048.				
a Applied to 2012, 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 2013 distributable amount.....				9,895,823.
e Remaining amount distributed out of corpus.....	1,133,225.			
5 Excess distributions carryover applied to 2013..... <i>(If an amount appears in column (d), the same amount must be shown in column (a).)</i>	0.			0.
6 Enter the net total of each column as indicated below:				
a Corpus. Add lines 3f, 4c, and 4e. Subtract line 5.....	8,888,445.			
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 2012. Subtract line 4a from line 2a. Taxable amount – see instructions.....			0.	
f Undistributed income for 2013. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2014.....				0.
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see instructions).....	0.			
8 Excess distributions carryover from 2008 not applied on line 5 or line 7 (see instructions).....	1,754,576.			
9 Excess distributions carryover to 2014. Subtract lines 7 and 8 from line 6a.....	7,133,869.			
10 Analysis of line 9:				
a Excess from 2009.....	1,490,428.			
b Excess from 2010.....	1,493,295.			
c Excess from 2011.....	1,508,823.			
d Excess from 2012.....	1,508,098.			
e Excess from 2013.....	1,133,225.			

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

<b>1 a</b> If the foundation has received a ruling or determination letter that it is a private operating foundation, and the ruling is effective for 2013, enter the date of the ruling. . . . . ▶					
<b>b</b> Check box to indicate whether the foundation is a private operating foundation described in section <input type="checkbox"/> 4942(j)(3) or <input type="checkbox"/> 4942(j)(5)					
<b>2 a</b> 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) 2013	(b) 2012	(c) 2011	(d) 2010	
<b>b</b> 85% of line 2a. . . . .					
<b>c</b> Qualifying distributions from Part XII, line 4 for each year listed. . . . .					
<b>d</b> Amounts included in line 2c not used directly for active conduct of exempt activities. . . . .					
<b>e</b> Qualifying distributions made directly for active conduct of exempt activities. Subtract line 2d from line 2c. . . . .					
<b>3</b> Complete 3a, b, or c for the alternative test relied upon:					
<b>a</b> 'Assets' alternative test – enter:					
<b>(1)</b> Value of all assets. . . . .					
<b>(2)</b> Value of assets qualifying under section 4942(j)(3)(B)(i). . . . .					
<b>b</b> 'Endowment' alternative test – enter 2/3 of minimum investment return shown in Part X, line 6 for each year listed. . . . .					
<b>c</b> 'Support' alternative test – enter:					
<b>(1)</b> Total support other than gross investment income (interest, dividends, rents, payments on securities loans (section 512(a)(5)), or royalties). . . . .					
<b>(2)</b> Support from general public and 5 or more exempt organizations as provided in section 4942(j)(3)(B)(iii). . . . .					
<b>(3)</b> Largest amount of support from an exempt organization. . . . .					
<b>(4)</b> Gross investment income. . . . .					

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

**1 Information Regarding Foundation Managers:**  
**a** List any managers of the foundation who have contributed more than 2% of the total contributions received by the foundation before the close of any tax year (but only if they have contributed more than \$5,000). (See section 507(d)(2).)  
 SEE STATEMENT 13

**b** List any managers of the foundation who own 10% or more of the stock of a corporation (or an equally large portion of the ownership of a partnership or other entity) of which the foundation has a 10% or greater interest.  
 NONE

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

**a** The name, address, and telephone number or e-mail of the person to whom applications should be addressed:  
 SEE STATEMENT 14

**b** The form in which applications should be submitted and information and materials they should include:  
 SEE STATEMENT FOR LINE 2A

**c** Any submission deadlines:  
 SEE STATEMENT FOR LINE 2A

**d** Any restrictions or limitations on awards, such as by geographical areas, charitable fields, kinds of institutions, or other factors:  
 SEE STATEMENT FOR LINE 2A

**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 <i>Paid during the year</i> SEE STATEMENT 15				
<b>Total</b> ..... ▶ <b>3 a</b>				9,271,913.
b <i>Approved for future payment</i>				
<b>Total</b> ..... ▶ <b>3 b</b>				





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LISA AND DOUGLAS GOLDMAN FUND

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**STATEMENT 16  
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>
AMERICAN FRIENDS TEL-AVIV UNIV 9911 WEST PICO BLVD #1010 LOS ANGELES, CA 90035	UNRELATED 3RD PARTY	501C3	GENERAL CHARITABLE PURPOSES	\$ 75,000.
AMERICAN FRIENDS ISRAEL MUSEUM 500 FIFTH AVENUE #2540 NEW YORK, NY 10110	UNRELATED 3RD PARTY	501C3	GENERAL CHARITABLE PURPOSES	16,000.
AMERICAN JEWISH WORLD SERVICE 45 WEST 36TH STREET NEW YORK, NY 10018	UNRELATED 3RD PARTY	501C3	GENERAL CHARITABLE PURPOSES	110,000.
AMERICAN RED CROSS BAY AREA 85 SECOND STREET SUITE 700 SAN FRANCISCO, CA 94105	UNRELATED 3RD PARTY	501C3	GENERAL CHARITABLE PURPOSES	2,500.
ARTHRITIS FOUNDATION 657 MISSION STREET SUITE 603 SAN FRANCISCO, CA 94105	UNRELATED 3RD PARTY	501C3	GENERAL CHARITABLE PURPOSES	1,000.
ASIAN ART MUSEUM FOUNDATION 200 LARKING STREET SAN FRANCISCO, CA 94102	UNRELATED 3RD PARTY	501C3	GENERAL CHARITABLE PURPOSES	2,500.
BAY AREA DISCOVERY MUSEUM 557 MCREYNOLDS ROAD SAUSALITO, CA 94965	UNRELATED 3RD PARTY	501C3	GENERAL CHARITABLE PURPOSES	1,000.
HILLEL THE FDN FOR JEWISH CAMPUS LIFE 2736 BANCROFT WAY BERKELEY, CA 94704	UNRELATED 3RD PARTY	501C3	GENERAL CHARITABLE PURPOSES	82,000.
BUREAU OF JEWISH EDUCATION 639 14TH AVENUE AT BALBOA SAN FRANCISCO, CA 94118	UNRELATED 3RD PARTY	501C3	GENERAL CHARITABLE PURPOSES	67,000.
CALIFORNIA ACADEMY OF SCIENCES 875 HOWARD STREET SAN FRANCISCO, CA 94103	UNRELATED 3RD PARTY	501C3	GENERAL CHARITABLE PURPOSES	2,500.
CENTRAL CITY HOSPITALITY HOUSE 290 TURK STREET SAN FRANCISCO, CA 94102	UNRELATED 3RD PARTY	501C3	GENERAL CHARITABLE PURPOSES	1,000.

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**STATEMENT 16 (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>
CHILDREN'S BOOK PROJECT 290A NAPLOLEON STREET SAN FRANCISCO, CA 94124	UNRELATED 3RD PARTY	501C3	GENERAL CHARITABLE PURPOSES	\$ 1,000.
COMMON CAUSE EDUCATION FUND 1250 CONNECTICUT AVENUE, N.W. WASHINGTON, DC 20036	UNRELATED 3RD PARTY	501C3	GENERAL CHARITABLE PURPOSES	125,000.
CONGREGATION EMANU-EL 2 LAKE STREET SAN FRANCISCO, CA 94118	UNRELATED 3RD PARTY	501C3	GENERAL CHARITABLE PURPOSES	270,500.
CORO FOUNDATION 601 MONTGOMERY STREET SAN FRANCISCO, CA 94111	UNRELATED 3RD PARTY	501C3	GENERAL CHARITABLE PURPOSES	1,000.
CROHN'S & COLITIS FOUNDATION 111 NEW MONTGOMERY STREET #208 SAN FRANCISCO, CA 94105	UNRELATED 3RD PARTY	501C3	GENERAL CHARITABLE PURPOSES	25,000.
DELTA GAMMA FOUNDATION 3250 RIVERSIDE DRIVE COLUMBUS, OH 43221	UNRELATED 3RD PARTY	501C3	GENERAL CHARITABLE PURPOSES	2,000.
EARTHJUSTICE LEGAL DEFENSE FUND 426 17TH STREET, 6TH FLOOR OAKLAND, CA 94612	UNRELATED 3RD PARTY	501C3	GENERAL CHARITABLE PURPOSES	2,000.
ENVIRONMENTAL DEFENSE FUND 5655 COLLEGE AVENUE, SUITE 304 OAKLAND, CA 94618	UNRELATED 3RD PARTY	501C3	GENERAL CHARITABLE PURPOSES	2,000.
ENVIRONMENTAL TRAVELING COMPANIONS FORT MASON CENTER, BUILDING C SAN FRANCISCO, CA 94123	UNRELATED 3RD PARTY	501C3	GENERAL CHARITABLE PURPOSES	1,000.
EXPLORATORIUM 3601 LYON STREET SAN FRANCISCO, CA 94123	UNRELATED 3RD PARTY	501C3	GENERAL CHARITABLE PURPOSES	2,500.
FRIENDS OF THE S.F. PUBLIC LIBRARY 100 LARKIN STREET, 6TH FLOOR SAN FRANCISCO, CA 94102	UNRELATED 3RD PARTY	501C3	GENERAL CHARITABLE PURPOSES	6,000.

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**STATEMENT 16 (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>
GLIDE FOUNDATION 330 ELLIS STREET SAN FRANCISCO, CA 94102	UNRELATED 3RD PARTY	501C3	GENERAL CHARITABLE PURPOSES	\$ 5,000.
HABITAT FOR HUMANITY, SAN FRANCISCO 78 OCEAN AVENUE SAN FRANCISCO, CA 94112	UNRELATED 3RD PARTY	501C3	GENERAL CHARITABLE PURPOSES	1,000.
HAMILTON FAMILY CENTER 1631 HAYES STREET SAN FRANCISCO, CA 94117	UNRELATED 3RD PARTY	501C3	GENERAL CHARITABLE PURPOSES	2,500.
HAMLIN SCHOOL 2120 BROADWAY SAN FRANCISCO, CA 94115	UNRELATED 3RD PARTY	501C3	GENERAL CHARITABLE PURPOSES	2,250.
HEARING AND SPEECH CENTER NORTHERN CALIF 49 POWELL STREET, SUITE 400 SAN FRANCISCO, CA 94102	UNRELATED 3RD PARTY	501C3	GENERAL CHARITABLE PURPOSES	2,000.
JEWISH COMMUNITY CENTER OF SF 3200 CALIFORNIA STREET SAN FRANCISCO, CA 94118	NONPROFIT ORG	501C3	GENERAL CHARITABLE PURPOSES AND JCC MACCABI GAMES	121,100.
JEWISH FAMILY & CHILDREN'S SERVICES 2150 POST STREET SAN FRANCISCO, CA 94115	UNRELATED 3RD PARTY	501C3	GENERAL CHARITABLE PURPOSES	2,500.
JEWISH VOCATIONAL & CAREER COUNSELING SV 225 BUSH STREET, SUITE 400 SAN FRANCISCO, CA 94104	UNRELATED 3RD PARTY	501C3	GENERAL CHARITABLE PURPOSES	54,000.
JUMPSTART CALIFORNIA 919 18TH STREET N.W. SUITE 300 WASHINGTON, DC 20006	UNRELATED 3RD PARTY	501C3	GENERAL CHARITABLE PURPOSES	25,000.
KOED INC. 2601 MARIPOSA STREET SAN FRANCISCO, CA 94110	UNRELATED 3RD PARTY	501C3	GENERAL CHARITABLE PURPOSES	7,500.
LA CASA DE LAS MADRES 1850 MISSION STREET, SUITE B SAN FRANCISCO, CA 94103	UNRELATED 3RD PARTY	501C3	GENERAL CHARITABLE PURPOSES	1,000.



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**STATEMENT 16 (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>
LAGUNA HONDA HOSPITAL VOLUNTEERS 375 LAGUNA HONDA BLVD SAN FRANCISCO, CA 94116	UNRELATED 3RD PARTY	501C3	GENERAL CHARITABLE PURPOSES	\$ 1,000.
LARKIN STREET YOUTH CENTER 1044 LARKIN STREET SAN FRANCISCO, CA 94109	UNRELATED 3RD PARTY	501C3	GENERAL CHARITABLE PURPOSES	100,000.
LITTLE BROTHERS-FRIENDS OF THE ELDERLY 1150 BUSH STREET, 3RD FLOOR SAN FRANCISCO, CA 94109	UNRELATED 3RD PARTY	501C3	GENERAL CHARITABLE PURPOSES	1,000.
MACCABI USA/SPORTS FOR ISRAEL 1926 ARCH STREET, 3RD FLOOR PHILADELPHIA, PA 19103	UNRELATED 3RD PARTY	501C3	GENERAL CHARITABLE PURPOSES	5,000.
MARINE MAMMAL CENTER 1065 FORT CRONKHITE SAUSALITO, CA 94965	UNRELATED 3RD PARTY	501C3	GENERAL CHARITABLE PURPOSES	5,000.
MAYO FOUNDATION 200 FIRST STREET, S.W. ROCHESTER, MN 55590	UNRELATED 3RD PARTY	501C3	GENERAL CHARITABLE PURPOSES	2,000.
MEALS ON WHEELS OF SAN FRANCISCO 1375 FAIRFAX AVENUE SAN FRANCISCO, CA 94124	UNRELATED 3RD PARTY	501C3	GENERAL CHARITABLE PURPOSES	2,500.
MEDICAL STUDENTS FOR CHOICE P.O. BOX 70190 OAKLAND, CA 94612	UNRELATED 3RD PARTY	501C3	GENERAL CHARITABLE PURPOSES	32,500.
MENLO SCHOOL 50 VALPARAISO AVENUE ATHERTON, CA 94027	UNRELATED 3RD PARTY	501C3	GENERAL CHARITABLE PURPOSES	7,000.
NARAL FOUNDATION 999 BRANNAN STREET, SUITE 229 SAN FRANCISCO, CA 94103	UNRELATED 3RD PARTY	501C3	GENERAL CHARITABLE PURPOSES	35,000.
NATURAL RESOURCES DEFENSE COUNCIL 111 SUTTER STREET, 20TH FLOOR SAN FRANCISCO, CA 94104	UNRELATED 3RD PARTY	501C3	GENERAL CHARITABLE PURPOSES	3,000.

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**STATEMENT 16 (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>
NATURE CONSERVANCY OF CALIFORNIA 201 MISSION STREET, 4TH FLOOR SAN FRANCISCO, CA 94105	UNRELATED 3RD PARTY	501C3	GENERAL CHARITABLE PURPOSES	\$ 2,000.
NEW ISRAEL FUND 785 MARKET STREET, 14TH FLOOR SAN FRANCISCO, CA 94103	UNRELATED 3RD PARTY	501C3	GENERAL CHARITABLE PURPOSES	10,000.
NORTHERN CALIFORNIA GOLF ASSOCIATION P.O. BOX 1157 PEBBLE BEACH, CA 93953	UNRELATED 3RD PARTY	501C3	GENERAL CHARITABLE PURPOSES	51,000.
NORTHERN CALIFORNIA GRANTMAKERS 625 MARKET STREET, 15TH FLOOR SAN FRANCISCO, CA 94105	UNRELATED 3RD PARTY	501C3	GENERAL CHARITABLE PURPOSES	4,500.
OAKLAND MUSEUM OF CALIFORNIA FOUNDATION 1000 OAK STREET OAKLAND, CA 94607	UNRELATED 3RD PARTY	501C3	GENERAL CHARITABLE PURPOSES	41,000.
PLANNED PARENTHOOD SHASTA PACIFIC 815 EDDY STREET, SUITE 300 SAN FRANCISCO, CA 94109	UNRELATED 3RD PARTY	501C3	GENERAL CHARITABLE PURPOSES	80,000.
POPULATION CONNECTION 1400 SIXTEENTH STREET, N.W. WASHINGTON, DC 20036	UNRELATED 3RD PARTY	501C3	GENERAL CHARITABLE PURPOSES	15,000.
PORTOLA & EXCELSIOR FAMILY CONNECTIONS 459 VIENNA ST. SAN FRANCISCO, CA 94112	UNRELATED 3RD PARTY	501C3	GENERAL CHARITABLE PURPOSES	25,000.
PROJECT OPEN HAND 730 POLK STREET SAN FRANCISCO, CA 94109	UNRELATED 3RD PARTY	501C3	GENERAL CHARITABLE PURPOSES	1,000.
PUSH-2-EXCEL, INC. 2269 CHESTNUT STREET, #473 SAN FRANCISCO, CA 94123	UNRELATED 3RD PARTY	501C3	GENERAL CHARITABLE PURPOSES	2,500.
RAINFOREST ACTION NETWORK 221PINE STREET, SUITE 500 SAN FRANCISCO, CA 94104	UNRELATED 3RD PARTY	501C3	GENERAL CHARITABLE PURPOSES	1,000.

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**STATEMENT 16 (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>
RANDALL MUSEUM FRIENDS 199 MUSEUM WAY SAN FRANCISCO, CA 94114	UNRELATED 3RD PARTY	501C3	GENERAL CHARITABLE PURPOSES	\$ 13,500.
READING IS FUNDAMENTAL, INC. 1825 CONNECTICUT AVENUE N.W. WASHINGTON, DC 20009	UNRELATED 3RD PARTY	501C3	GENERAL CHARITABLE PURPOSES	2,500.
REBUILDING TOGETHER PIER 28 SAN FRANCISCO, CA 94105	UNRELATED 3RD PARTY	501C3	GENERAL CHARITABLE PURPOSES	2,000.
RELIGIOUS ACTION CENTER 2027 MASSACHUSETTS AVENUE, NW WASHINGTON, DC 20036	UNRELATED 3RD PARTY	501C3	GENERAL CHARITABLE PURPOSES	1,000.
RONALD MCDONALD HOUSE, SF 1640 SCOTT STREET SAN FRANCISCO, CA 94115	UNRELATED 3RD PARTY	501C3	GENERAL CHARITABLE PURPOSES	1,000.
S.F. CHRONICLE SEASON OF SHARING FUND P.O. BOX 44740 SAN FRANCISCO, CA 94144	UNRELATED 3RD PARTY	501C3	GENERAL CHARITABLE PURPOSES	55,000.
S.F. GENERAL HOSPITAL FOUNDATION 2789 25TH STREET, SUITE 2028 SAN FRANCISCO, CA 94110	UNRELATED 3RD PARTY	501C3	GENERAL CHARITABLE PURPOSES	212,500.
SAINT ANTHONY FOUNDATION 121 GOLDEN GATE AVENUE SAN FRANCISCO, CA 94139	UNRELATED 3RD PARTY	501C3	GENERAL CHARITABLE PURPOSES	2,000.
SAN FRANCISCO BALLET 455 FRANKLIN STREET SAN FRANCISCO, CA 94102	UNRELATED 3RD PARTY	501C3	GENERAL CHARITABLE PURPOSES	8,500.
SAN FRANCISCO BOTANICAL GARDEN SOCIETY NINTH AVENUE AND LINCOLN WAY SAN FRANCISCO, CA 94122	UNRELATED 3RD PARTY	501C3	GENERAL CHARITABLE PURPOSES	1,000.
SAN FRANCISCO EDUCATION FUND 47 KEARNY STREET, SUITE 200 SAN FRANCISCO, CA 94108	UNRELATED 3RD PARTY	501C3	GENERAL CHARITABLE PURPOSES	2,000.

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**STATEMENT 16 (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>
SAN FRANCISCO FOOD BANK 900 PENNSYLVANIA AVENUE SAN FRANCISCO, CA 94107	UNRELATED 3RD PARTY	501C3	GENERAL CHARITABLE PURPOSES	\$ 10,000.
SAN FRANCISCO JAZZ ORGANIZATION THREE EMBARCADERO CENTER-LOBBY SAN FRANCISCO, CA 94111	UNRELATED 3RD PARTY	501C3	GENERAL CHARITABLE PURPOSES	15,000.
SAN FRANCISCO JEWISH FILM FESTIVAL 145 NINTH STREET, SUITE 200 SAN FRANCISCO, CA 94103	UNRELATED 3RD PARTY	501C3	GENERAL CHARITABLE PURPOSES	1,000.
SAN FRANCISCO MUSEUM OF MODERN 151 THIRD STREET SAN FRANCISCO, CA 94103	UNRELATED 3RD PARTY	501C3	GENERAL CHARITABLE PURPOSES	7,500.
SAN FRANCISCO OPERA 301 VAN NESS AVENUE SAN FRANCISCO, CA 94103	UNRELATED 3RD PARTY	501C3	GENERAL CHARITABLE PURPOSES	1,000.
SAN FRANCISCO PARKS TRUST 501 STANYAN STREET SAN FRANCISCO, CA 94117	UNRELATED 3RD PARTY	501C3	GENERAL CHARITABLE PURPOSES	1,000.
SAN FRANCISCO SUICIDE PREVENTION P.O. BOX 191350 SAN FRANCISCO, CA 94119	UNRELATED 3RD PARTY	501C3	GENERAL CHARITABLE PURPOSES	1,000.
SAN FRANCISCO SYMPHONY DAVIES SYMPHONY HALL SAN FRANCISCO, CA 94102	UNRELATED 3RD PARTY	501C3	GENERAL CHARITABLE PURPOSES	90,000.
SAN FRANCISCO ZOOLOGICAL SOCIETY ONE ZOO ROAD SAN FRANCISCO, CA 94131	UNRELATED 3RD PARTY	501C3	GENERAL CHARITABLE PURPOSES	2,500.
SOUTHERN POVERTY LAW CENTER 400 WASHINGTON AVENUE MONTGOMERY, AL 36101	UNRELATED 3RD PARTY	501C3	GENERAL CHARITABLE PURPOSES	2,000.
STERN GROVE FESTIVAL ASSOCIATION 44 PAGE STREET, SUITE 600 SAN FRANCISCO, CA 94102	UNRELATED 3RD PARTY	501C3	GENERAL CHARITABLE PURPOSES	312,600.

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<u>NAME AND ADDRESS</u>	<u>DONEE RELATIONSHIP</u>	<u>FOUND- ATION STATUS</u>	<u>PURPOSE OF GRANT</u>	<u>AMOUNT</u>
SUMMER SEARCH FOUNDATION 620 DAVIS STREET SAN FRANCISCO, CA 94111	UNRELATED 3RD PARTY	501C3	GENERAL CHARITABLE PURPOSES	\$ 2,500.
SUSTAINABLE CONSERVATION 121 SECOND STREET, 6TH FLOOR SAN FRANCISCO, CA 94105	UNRELATED 3RD PARTY	501C3	PLANTRIGHT CAMPAIGN	50,000.
TOWN SCHOOL FOR BOYS 2750 JACKSON STREET SAN FRANCISCO, CA 94115	UNRELATED 3RD PARTY	501C3	GENERAL CHARITABLE PURPOSES	102,000.
TRUST FOR PUBLIC LAND 116 NEW MONTGOMERY STREET SAN FRANCISCO, CA 94105	UNRELATED 3RD PARTY	501C3	GENERAL CHARITABLE PURPOSES	25,000.
U.S. COMMITTEE FOR UNICEF 331 EAST 38TH STREET NEW YORK, NY 10016	UNRELATED 3RD PARTY	501C3	GENERAL CHARITABLE PURPOSES	2,000.
US HOLOCAUST MEMORIAL COUNCIL P.O. BOX 90988 WASHINGTON, DC 20090	UNRELATED 3RD PARTY	501C3	GENERAL CHARITABLE PURPOSES	1,000.
UC BERKELEY FOUNDATION 1 ALUMNI HOUSE BERKELEY, CA 94720	UNRELATED 3RD PARTY	501C3	GENERAL CHARITABLE PURPOSES (VARIOUS PROGRAMS)	1,934,793.
UC REGENTS 1111 FRANKLIN ST, 12TH FLOOR OAKLAND, CA 94607	UNRELATED 3RD PARTY	501C3	GENERAL CHARITABLE PURPOSES	96,000.
UNITED WAY OF THE BAY AREA 50 CALIFORNIA STREET, #200 SAN FRANCISCO, CA 94111	UNRELATED 3RD PARTY	501C3	GENERAL CHARITABLE PURPOSES	72,000.
WESTERN STATES JEWISH HISTORY ASSN 22711 CASS AVENUE LOS ANGELES, CA 91364	UNRELATED 3RD PARTY	501C3	GENERAL CHARITABLE PURPOSES	1,000.
WILDCARE 76 ALBERT PARK LANE SAN RAFAEL, CA 94915	UNRELATED 3RD PARTY	501C3	GENERAL CHARITABLE PURPOSES	1,000.

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<u>NAME AND ADDRESS</u>	<u>DONEE RELATIONSHIP</u>	<u>FOUND- ATION STATUS</u>	<u>PURPOSE OF GRANT</u>	<u>AMOUNT</u>
YOSEMITE CONSERVANCY 155 MONTGOMERY STREET, #1104 SAN FRANCISCO, CA 94104	UNRELATED 3RD PARTY	501C3	GENERAL CHARITABLE PURPOSES	\$ 1,500.
YOUTH TENNIS ADVANTAGE 610 - 16TH STREET, #415 OAKLAND, CA 94612	UNRELATED 3RD PARTY	501C3	GENERAL CHARITABLE PURPOSES	5,000.
BAYKEEPER NORTHERN CALIFORNIA 785 MARKET STREET, SUITE 850 SAN FRANCISCO, CA 94103	UNRELATED THIRD PARTY	501C3	GENERAL CHARITABLE PURPOSES	25,000.
COMPASSION AND CHOICES PO BOX 101810 DENVER, CO 80250	UNRELATED THIRD PARTY	501C3	GENERAL CHARITABLE PURPOSES	37,000.
DRUG POLICY ALLIANCE 2233 LOMBARD ST SAN FRANCISCO, CA 94123	UNRELATED 3RD PARTY	501C3	GENERAL CHARITABLE PURPOSES	10,000.
FEMINIST MAJORITY FOUNDATION 433 S. BEVERLY DRIVE BEVERLY HILLS, CA 90212	UNRELATED THIRD PARTY	501C3	GENERAL CHARITABLE PURPOSES	75,000.
SAN FRANCISCO MUSEUM OF MODERN ART 151 THIRD STREET SAN FRANCISCO, CA 94103	UNRELATED 3RD PARTY	501C3	GENERAL CHARITABLE PURPOSES	1,000.
TAPROOT FOUNDATION 466 GEARY STREET SAN FRANCISCO, CA 94102	UNRELATED 3RD PARTY	501C3	GENERAL CHARITABLE PURPOSES	37,500.
THE FOUNDATION CENTER 79 FIFTH AVENUE/16TH STREET NEW YORK, NY 10003	UNRELATED THIRD PARTY	501C3	GENERAL CHARITABLE PURPOSES	5,000.
TUOLUMNE RIVER TRUST FORT MASON CENTER, BUILDING C SAN FRANCISCO, CA 94123	UNRELATED 3RD PARTY	501C3	THAT'S THE TUOLUMNE IN MY TAP PROGRAM	25,000.
JEWISH COMMUNITY FEDERATION 121 STEUART STREET SAN FRANCISCO, CA 94105	UNRELATED 3RD PARTY	501C3	GENERAL CHARITABLE PURPOSES	157,500.

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JEWISH HOME & SENIOR LIVING FOUNDATION 302 SILVER AVENUE SAN FRANCISCO, CA 94112	UNRELATED 3RD PARTY	501C3	GENERAL CHARITABLE PURPOSES	\$ 78,000.
UNIVERSITY OF SOUTHERN CALIFORNIA UNIVERSITY PARK CAMPUS LOS ANGELES, CA 90089	UNRELATED 3RD PARTY	501C3	GENERAL CHARITABLE PURPOSES	415,500.
CA LEAGUE OF CONSERVATION VOTERS ED FUND 350 FRANK H. OGAWA PLAZA, SUITE 110 OAKLAND, CA 94612	UNRELATED THIRD PARTY	501C3	GENERAL CHARITABLE PURPOSES	25,000.
CONTEMPORARY JEWISH MUSEUM 736 MISSION STREET SAN FRANCISCO, CA 94103	UNRELATED 3RD PARTY	501C3	GENERAL CHARITABLE PURPOSES	7,500.
EASTSIDE COLLEGE PREPARATORY SCHOOL 1041 MYRTLE STREET EAST PALO ALTO, CA 94303	UNRELATED 3RD PARTY	501C3	GENERAL CHARITABLE PURPOSES	150.
MUSEUM OF PERFORMANCE AND DESIGN 401 VAN NESS AVENUE SAN FRANCISCO, CA 94102	UNRELATED THIRD PARTY	501C3	STERN GROVE FESTIVAL ARCHIVE ENDOWMENT	500.
NATIONAL PRO-AM 45 CHERRY VALLEY AVENUE, 2ND FLOOR WEST HEMPSTEAD, NY 11552	UNRELATED 3RD PARTY	501C3	GENERAL CHARITABLE PURPOSES	2,000.
SOCIAL & ENVIRONMENTAL ENTREPRENEURS 11948 WEST WASHINGTON BLVD STE 201 LOS ANGELES, CA 90066	UNRELATED 3RD PARTY	501C3	GENERAL CHARITABLE PURPOSES	60,000.
SPARK PROGRAM 251 RHODE ISLAND STREET #205 SAN FRANCISCO, CA 94103	NONPROFIT ORG	501C3	GENERAL CHARITABLE PURPOSES	30,000.
THE BIRTHRIGHT ISRAEL FOUNDATION P.O. BOX 1784 NEW YORK, NY 10156	UNRELATED 3RD PARTY	501C3	GENERAL CHARITABLE PURPOSES	5,000.

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<u>NAME AND ADDRESS</u>	<u>DONEE RELATIONSHIP</u>	<u>FOUND- ATION STATUS</u>	<u>PURPOSE OF GRANT</u>	<u>AMOUNT</u>
ACROSPORTS 639 FREDERICK STREET SAN FRANCISCO, CA 94117	UNRELATED THIRD PARTY	501C3	OUTREACH PROGRAM EXPANSION	\$ 10,000.
COMMUNITY HEALTH CHARITIES OF CALIFORNIA 1331 GARDEN HIGHWAY SACRAMENTO, CA 95833	UNRELATED 3RD PARTY	501C3	GENERAL CHARITABLE PURPOSES	5,000.
ENTERPRISE FOR HIGH SCHOOL STUDENTS FL 6, 200 PINE STREET SAN FRANCISCO, CA 94104	UNRELATED 3RD PARTY	501C3	GENERAL CHARITABLE PURPOSES	3,000.
HARPER FOR KIDS 2920 BUCHANAN STREET #9 SAN FRANCISCO, CA 94123	UNRELATED 3RD PARTY	501C3	GENERAL CHARITABLE PURPOSES	15,000.
LITTLE KIDS ROCK, INC. 116 GREENWOOD AVE MONTCLAIR, NJ 07042	UNRELATED 3RD PARTY	501C3	GENERAL CHARITABLE PURPOSES	50,000.
MY NEW RED SHOES 111 ANZA BLVD., SUITE 110 BURLINGAME, CA 94010	UNRELATED 3RD PARTY	501C3	GENERAL CHARITABLE PURPOSES	5,000.
READING PARTNERS 106 LINDEN ST. #202 OAKLAND, CA 94607	UNRELATED 3RD PARTY	501C3	GENERAL CHARITABLE PURPOSES	40,000.
STANFORD UNIVERSITY 450 SERRA MALL STANFORD, CA 94305	UNRELATED 3RD PARTY	501C3	GENERAL CHARITABLE PURPOSES	11,000.
TIDES FOUNDATION 1014 TORNEY AVENUE SAN FRANCISCO, CA 94129	UNRELATED 3RD PARTY	501C3	GENERAL CHARITABLE PURPOSES	95,000.
CANCER PREVENTION INSTITUTE - CALIFORNIA 2201 WALNUT AVE., SUITE 300 FREMONT, CA 94538	UNRELATED 3RD PARTY	501C3	GENERAL CHARITABLE PURPOSES	1,000.
CLEAN WATER FUND 1010 VERMONT AVENUE, NW #1100 WASHINGTON, DC 20005	UNRELATED 3RD PARTY	501C3	GENERAL CHARITABLE PURPOSES	15,000.
GOLDEN GATE NATIONAL PARKS CONSERVANCY BUILDING 201, FORT MASON SAN FRANCISCO, CA 94123	UNRELATED 3RD PARTY	501C3	GENERAL CHARITABLE PURPOSES	5,000.



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UPSTART BAY AREA 332 PINE STREET SAN FRANCISCO, CA 94104	UNRELATED 3RD PARTY	501C3	GENERAL CHARITABLE PURPOSES	\$ 102,000.
BREAST CANCER FUND 1388 SUTTER STREET, SUITE 400 SAN FRANCISCO, CA 94109	NONPROFIT ORG	501C3	CAMPAIGN FOR SAFE COSMETICS	25,060.
GIVE2ASIA 465 CALIFORNIA STREET, SUITE 806 SAN FRANCISCO, CA 94104	UNRELATED 3RD PARTY	501C3	GENERAL CHARITABLE PURPOSES	100,000.
IMMUNE DEFICIENCY FOUNDATION 40 WEST CHESAPEAKE AVENUE SUITE 308 TOWSON, MD 21204	UNRELATED 3RD PARTY	501C3	GENERAL CHARITABLE PURPOSES	15,000.
MEDIA MATTERS P.O. BOX 52155 WASHINGTON, DC 20091	UNRELATED 3RD PARTY	501C3	GENERAL CHARITABLE PURPOSES	25,000.
PACIFIC FOREST TRUST 1001A O'REILLY AVENUE SAN FRANCISCO, CA 94129	NONPROFIT ORG	501C3	GENERAL CHARITABLE PURPOSES	25,000.
PEER HEALTH EXCHANGE 426 17TH STREET OAKLAND, CA 94612	UNRELATED 3RD PARTY	501C3	GENERAL CHARITABLE PURPOSES	50,000.
SILICON VALLEY LEADERSHIP GROUP FDTN. 2001 GATEWAY PLACE, SUITE 101E SAN JOSE, CA 95110	UNRELATED 3RD PARTY	501C3	GENERAL CHARITABLE PURPOSES	15,000.
TUTORPEDIA FOUNDATION 251 RHODE ISLAND STREET SAN FRANCISCO, CA 94103	UNRELATED 3RD PARTY	501C3	GENERAL CHARITABLE PURPOSES	22,000.
UCSF FOUNDATION UCSF BOX 0248 SAN FRANCISCO, CA 94143	UNRELATED 3RD PARTY	501C3	GENERAL CHARITABLE PURPOSES	22,500.
COUNCIL ON FOUNDATIONS 2121 CRYSTAL DRIVE, SUITE 700 ARLINGTON, VA 22202	UNRELATED 3RD PARTY	501C3	GENERAL CHARITABLE PURPOSES	4,000.

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ENVIRONMENTAL GRANTMAKERS ASSOCIATION 475 RIVERSIDE DRIVE #960 NEW YORK, NY 10115	UNRELATED 3RD PARTY	501C3	GENERAL CHARITABLE PURPOSES	\$ 5,000.
AMERICAN FRIENDS OF ISRAEL UNION-ENV DEF 4182 BECK AVENUE STUDIO CITY, CA 91604	UNRELATED 3RD PARTY	501C3	GENERAL CHARITABLE PURPOSES	5,000.
AMERICANS UNITED FOR SEP CHURCH & STATE 1301 K STREET NW, SUITE 850E WASHINGTON, DC 20005	UNRELATED 3RD PARTY	501C3	GENERAL CHARITABLE PURPOSES	52,500.
BNAI BRITH YOUTH ORGANIZATION INC 2020 K ST. NW, 7TH FLOOR WASHINGTON, DC 20006	UNRELATED 3RD PARTY	501C3	GENERAL CHARITABLE PURPOSES	25,000.
BOYS AND GIRLS CLUB OF SAN FRANCISCO 55 HAWTHORNE ST #600 SAN FRANCISCO, CA 94105	UNRELATED 3RD PARTY	501C3	GENERAL CHARITABLE PURPOSES	40,000.
CALIFORNIA PACIFIC MEDICAL CENTER FDN 1625 VAN NESS AVENUE SAN FRANCISCO, CA 94109	UNRELATED 3RD PARTY	501C3	GENERAL CHARITABLE PURPOSES	10,000.
CHALLENGE SUCCESS P.O. BOX 20053 STANFORD, CA 94309	UNRELATED 3RD PARTY	501C3	GENERAL CHARITABLE PURPOSES	25,000.
CONVERGENCE 8 CALIFORNIA STREET SAN FRANCISCO, CA 94111	UNRELATED 3RD PARTY	501C3	GENERAL CHARITABLE PURPOSES	30,000.
DOGWOOD ALLIANCE INC P.O. BOX 7645 ASHEVILLE, NC 28802	UNRELATED 3RD PARTY	501C3	GENERAL CHARITABLE PURPOSES	30,000.
GREEN AMERICA 1612 K STREET NW, SUITE 600 WASHINGTON, DC 20006	UNRELATED 3RD PARTY	501C3	GENERAL CHARITABLE PURPOSES	50,000.
JEWISH COMMUNITY RELATIONS COUNCIL 121 STEUART STREET, #301 SAN FRANCISCO, CA 94105	UNRELATED 3RD PARTY	501C3	GENERAL CHARITABLE PURPOSES	36,000.

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LAWYERS COMMITTEE-CIVIL RIGHTS UNDER LAW 131 STEUART STREET, SUITE 400 SAN FRANCISCO, CA 94105	UNRELATED 3RD PARTY	501C3	GENERAL CHARITABLE PURPOSES	\$ 125,000.
POINT REYES BIRD OBSERVATORY 3820 CYPRESS DRIVE #11 PETALUMA, CA 94954	UNRELATED 3RD PARTY	501C3	GENERAL CHARITABLE PURPOSES	15,000.
PROJECT VOTE, INC. 805 15TH STREET NW, SUITE 250 WASHINGTON, DC 20005	UNRELATED 3RD PARTY	501C3	GENERAL CHARITABLE PURPOSES	125,000.
REEF CHECK FOUNDATION P.O. BOX 1057 PACIFIC PALISADES, CA 90272	UNRELATED 3RD PARTY	501C3	GENERAL CHARITABLE PURPOSES	35,000.
ROSE FDN FOR COMMUNITIES & ENVIRONMENT 1970 BROADWAY #600 OAKLAND, CA 94612	UNRELATED 3RD PARTY	501C3	GENERAL CHARITABLE PURPOSES	40,000.
SAN FRANCISCO UNIFIED SCHOOL DISTRICT 555 FRANKLIN STREET SAN FRANCISCO, CA 94102	UNRELATED 3RD PARTY	501C3	GENERAL CHARITABLE PURPOSES	22,500.
SCHOOLS MENTORING & RESOURCE TEAM 1663 MISSION STREET #400 SAN FRANCISCO, CA 94103	UNRELATED 3RD PARTY	501C3	GENERAL CHARITABLE PURPOSES	25,000.
SF AMERICA'S CUP ORGANIZING COMMITTEE PIER 23, SUITE 100 SAN FRANCISCO, CA 94111	UNRELATED 3RD PARTY	501C3	GENERAL CHARITABLE PURPOSES	2,500.
TAWONGA JEWISH COMMUNITY CORPORATION 131 STEUART STREET STE 460 SAN FRANCISCO, CA 94105	UNRELATED 3RD PARTY	501C3	GENERAL CHARITABLE PURPOSES	75,000.
URBAN ADAMAH 1050 PARKER STREET BERKELEY, CA 94710	UNRELATED 3RD PARTY	501C3	GENERAL CHARITABLE PURPOSES	76,000.
YMCA OF SAN FRANCISCO 333 EUCALYPTUS DRIVE SAN FRANCISCO, CA 94132	UNRELATED 3RD PARTY	501C3	GENERAL CHARITABLE PURPOSES	15,000.

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BENTLEY SCHOOL 1 HILLER DRIVE OAKLAND, CA 94618	UNRELATED 3RD PARTY	501C3	GENERAL CHARITABLE PURPOSES	\$ 1,100.
BRANDEIS HILLEL DAY SCHOOL 180 N. SAN PEDRO ROAD SAN RAFAEL, CA 94903	UNRELATED 3RD PARTY	501C3	GENERAL CHARITABLE PURPOSES	1,000.
CALIFORNIA SCHOOL OF MECHANICAL ARTS 755 OCEAN AVENUE SAN FRANCISCO, CA 94112	UNRELATED 3RD PARTY	501C3	GENERAL CHARITABLE PURPOSES	1,000.
CHEVRA KADISHA-SINAI MEMORIAL CHAPEL 1501 DIVISADERO STREET SAN FRANCISCO, CA 94115	UNRELATED 3RD PARTY	501C3	GENERAL CHARITABLE PURPOSES	1,500.
CREATIVE ARTS CHARTER SCHOOL 1601 TURK STREET SAN FRANCISCO, CA 94115	UNRELATED 3RD PARTY	501C3	GENERAL CHARITABLE PURPOSES	2,000.
FUNDERS NETWORK ON POPULATION 1215 VEIRS MILL ROAD ROCKVILLE, MD 20851	UNRELATED 3RD PARTY	501C3	GENERAL CHARITABLE PURPOSES	2,000.
GRANTS MANAGERS NETWORK INC 1666 K STREET, NW SUITE 440 WASHINGTON, DC 20006	UNRELATED 3RD PARTY	501C3	GENERAL CHARITABLE PURPOSES	2,000.
JEWISH FUNDERS NETWORK 150 W 30TH STREET #900 NEW YORK, NY 10001	UNRELATED 3RD PARTY	501C3	GENERAL CHARITABLE PURPOSES	1,000.
PUBLIC INTEREST PROJECTS INC 45 W 36TH ST, 6TH FLOOR NEW YORK, NY 10018	UNRELATED 3RD PARTY	501C3	GENERAL CHARITABLE PURPOSES	2,500.
RELIGIOUS COALITION-REPRODUCTIVE CHOICE 1413 K STREET NW 14TH FLOOR WASHINGTON, DC 20005	UNRELATED 3RD PARTY	501C3	GENERAL CHARITABLE PURPOSES	2,500.
SF PLANNING & URBAN RESEARCH ASSOC 654 MISSION STREET SAN FRANCISCO, CA 94105	UNRELATED 3RD PARTY	501C3	GENERAL CHARITABLE PURPOSES	37,500.

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ADVOCATES FOR YOUTH 2000 M STREET NW, SUITE 750 WASHINGTON, DC 20036	UNRELATED 3RD PARTY	501C3	GENERAL CHARITABLE PURPOSES	\$ 40,000.
AMERICAN INSTITUTE FOR CREATIVE ENTREP 80 HATHAWAY DRIVE STRATFORD, CT 06615	UNRELATED 3RD PARTY	501C3	GENERAL CHARITABLE PURPOSES	80,000.
AMERICAN CIVIL LIBERTIES UNION 39 DRUMM STREET SAN FRANCISCO, CA 94111	UNRELATED 3RD PARTY	501C3	GENERAL CHARITABLE PURPOSES	140,000.
AMERICAN FRIENDS OF THE PARENTS CIRCLE 1425 RXR PLAZA UNIONDALE, NY 11556	UNRELATED 3RD PARTY	501C3	GENERAL CHARITABLE PURPOSES	5,000.
AMERICAN JEWISH JOINT DISTRIBUTION COMM 711 THIRD AVENUE 7TH FLOOR NEW YORK, NY 10017	UNRELATED 3RD PARTY	501C3	GENERAL CHARITABLE PURPOSES	75,000.
ATHLETIC SCHOLARS ADVANCEMENT PROGRAM 3750 18TH STREET SAN FRANCISCO, CA 94114	UNRELATED 3RD PARTY	501C3	GENERAL CHARITABLE PURPOSES	5,000.
BETTER ANGELS SOCIETY INC. 1 ASHFIELD STREET #3 SHELBURNE FALLS, MA 01370	UNRELATED 3RD PARTY	501C3	GENERAL CHARITABLE PURPOSES	5,000.
BNAI BRITH INTERNATIONAL 2020 K STREET NW WASHINGTON, DC 20006	UNRELATED 3RD PARTY	501C3	GENERAL CHARITABLE PURPOSES	10,000.
BREAST CANCER RESEARCH FOUNDATION 60 EAST 56TH STREET, 8TH FLOOR NEW YORK, NY 10022	UNRELATED 3RD PARTY	501C3	GENERAL CHARITABLE PURPOSES	10,000.
CARDEA SERVICES 614 GRAND AVENUE #400 OAKLAND, CA 94610	UNRELATED 3RD PARTY	501C3	GENERAL CHARITABLE PURPOSES	30,000.
CENTER FOR DIGITAL STORYTELLING 1250 ADDISON STREET #104 BERKELEY, CA 94702	UNRELATED 3RD PARTY	501C3	GENERAL CHARITABLE PURPOSES	25,000.

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COLLEGE SPRING INC 145 NATOMA STREET SAN FRANCISCO, CA 94105	UNRELATED 3RD PARTY	501C3	GENERAL CHARITABLE PURPOSES	\$ 25,000.
COMMONWEALTH CLUB OF SAN FRANCISCO 595 MARKET STREET SAN FRANCISCO, CA 94105	UNRELATED 3RD PARTY	501C3	GENERAL CHARITABLE PURPOSES	47,500.
COMMUNITY HEALTH RESOURCE CENTER 2100 WEBSTER STREET #100 SAN FRANCISCO, CA 94115	UNRELATED 3RD PARTY	501C3	GENERAL CHARITABLE PURPOSES	15,000.
CORPORATE ACCOUNTABILITY INTERNATIONAL 10 MILK STREET #610 BOSTON, MA 02108	UNRELATED 3RD PARTY	501C3	GENERAL CHARITABLE PURPOSES	50,000.
CORPORATION FOR ENTERPRISE DEVELOPMENT 1200 G STREET, NW SUITE 40 WASHINGTON, DC 20005	UNRELATED 3RD PARTY	501C3	GENERAL CHARITABLE PURPOSES	50,000.
CORPORATION OF THE FINE ARTS MUSEUMS 50 HAGIWARA TEA GARDEN DRIVE SAN FRANCISCO, CA 94118	UNRELATED 3RD PARTY	501C3	GENERAL CHARITABLE PURPOSES	85,000.
DEMOS A NETWORK FOR IDEAS AND ACTION LTD 220 FIFTH AVENUE NEW YORK, NY 10001	UNRELATED 3RD PARTY	501C3	GENERAL CHARITABLE PURPOSES	50,000.
EARTHWORKS 1612 K STREET NW, SUITE 808 WASHINGTON, DC 20006	UNRELATED 3RD PARTY	501C3	GENERAL CHARITABLE PURPOSES	75,000.
EDUCATION OUTSIDE 135 VAN NESS AVENUE #408 SAN FRANCISCO, CA 94102	UNRELATED 3RD PARTY	501C3	GENERAL CHARITABLE PURPOSES	50,000.
EDUCATION TRAINING & RESEARCH ASSOCIATES 100 ENTERPRISE WAY SUITE G300 SCOTTS VALLEY, CA 95066	UNRELATED 3RD PARTY	501C3	GENERAL CHARITABLE PURPOSES	75,000.

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**STATEMENT 16 (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>
EDUCATIONAL FUND TO STOP GUN VIOLENCE 805 15TH STREET NW, 700 WASHINGTON, DC 20005	UNRELATED 3RD PARTY	501C3	GENERAL CHARITABLE PURPOSES	\$ 50,000.
FRIENDS OF DEL NORTE CONSERVATION COUNCI P.O. BOX 229 GASQUET, CA 95543	UNRELATED 3RD PARTY	501C3	GENERAL CHARITABLE PURPOSES	25,000.
GLOBAL CITIZEN YEAR INCORPORATED 1625 CLAY STREET OAKLAND, CA 94612	UNRELATED 3RD PARTY	501C3	GENERAL CHARITABLE PURPOSES	45,000.
GLOBAL COMMUNITY MONITOR 6263 BERNHARD AVE, CA 948 RICHMOND, CA 94805	UNRELATED 3RD PARTY	501C3	GENERAL CHARITABLE PURPOSES	45,000.
GOODWILL INDUSTRIES OF SF/S MATEO/MARIN 1500 MISSION STREET SAN FRANCISCO, CA 94103	UNRELATED 3RD PARTY	501C3	GENERAL CHARITABLE PURPOSES	5,000.
IBIS REPRODUCTIVE HEALTH INC 17 DUNSTER STREET CAMBRIDGE, MA 02138	UNRELATED 3RD PARTY	501C3	GENERAL CHARITABLE PURPOSES	25,000.
J STREET EDUCATION FUND INC. P.O. BOX 33106 WASHINGTON, DC 20033	UNRELATED 3RD PARTY	501C3	GENERAL CHARITABLE PURPOSES	25,000.
JRDF INTERNATIONAL 49 STEVENSON ST SUITE 1200 SAN FRANCISCO, CA 94105	UNRELATED 3RD PARTY	501C3	GENERAL CHARITABLE PURPOSES	5,000.
KEVAH 2095 ROSE STREET #202 BERKELEY, CA 94709	UNRELATED 3RD PARTY	501C3	GENERAL CHARITABLE PURPOSES	50,000.
KITCHEN SLOW DOWN JEW UP 40 WOODRUFF ROAD SAN ANSELMO, CA 94960	UNRELATED 3RD PARTY	501C3	GENERAL CHARITABLE PURPOSES	60,000.
LAW STUDENTS FOR REPRODUCTIVE JUSTICE 1730 FRANKLIN STREET OAKLAND, CA 94612	UNRELATED 3RD PARTY	501C3	GENERAL CHARITABLE PURPOSES	25,000.

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**STATEMENT 16 (CONTINUED)**  
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<u>NAME AND ADDRESS</u>	<u>DONEE RELATIONSHIP</u>	<u>FOUND- ATION STATUS</u>	<u>PURPOSE OF GRANT</u>	<u>AMOUNT</u>
LEGAL COMMUNITY AGAINST VIOLENCE 268 BUSH STREET #555 SAN FRANCISCO, CA 94104	UNRELATED 3RD PARTY	501C3	GENERAL CHARITABLE PURPOSES	\$ 50,000.
MIDWEST ACCESS PROJECT 2000 W ARMITAGE AVENUE CHICAGO, IL 60647	UNRELATED 3RD PARTY	501C3	GENERAL CHARITABLE PURPOSES	25,000.
MILE HIGH UNITED WAY 711 PARK AVENUE W DENVER, CO 80205	UNRELATED 3RD PARTY	501C3	GENERAL CHARITABLE PURPOSES	25,000.
MOISHE FOUNDATION 1330 BROADWAY OAKLAND, CA 94612	UNRELATED 3RD PARTY	501C3	GENERAL CHARITABLE PURPOSES	67,500.
NATIONAL ABORTION FEDERATION 1660 L STREET NW, SUITE 450 WASHINGTON, DC 20036	UNRELATED 3RD PARTY	501C3	GENERAL CHARITABLE PURPOSES	65,000.
NATIONAL HEALTH LAW PROGRAM INC. 1444 I STREET NW, SUITE 1105 WASHINGTON, DC 20005	UNRELATED 3RD PARTY	501C3	GENERAL CHARITABLE PURPOSES	40,000.
NATIONAL NETWORK OF ABORTION FUNDS P.O. BOX 170280 BOSTON, MA 02117	UNRELATED 3RD PARTY	501C3	GENERAL CHARITABLE PURPOSES	35,000.
NATIONAL WOMEN'S HEALTH NETWORK 1413 K STREET NW, 4TH FLOOR WASHINGTON, DC 20005	UNRELATED 3RD PARTY	501C3	GENERAL CHARITABLE PURPOSES	14,134.
PBS FOUNDATION 1320 BRADDOCK PLACE ALEXANDRIA, VA 22314	UNRELATED 3RD PARTY	501C3	GENERAL CHARITABLE PURPOSES	5,000.
PLANNED PARENTHOOD FEDERATION OF AMERICA 1110 VERMONT AVENUE NW #300 WASHINGTON, DC 20005	UNRELATED 3RD PARTY	501C3	GENERAL CHARITABLE PURPOSES	100,000.
PROPUBLICA INC. 55 BROADWAY, 23RD FLOOR NEW YORK, NY 10006	UNRELATED 3RD PARTY	501C3	GENERAL CHARITABLE PURPOSES	68,000.



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**STATEMENT 16 (CONTINUED)**  
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<u>NAME AND ADDRESS</u>	<u>DONEE RELATIONSHIP</u>	<u>FOUND- ATION STATUS</u>	<u>PURPOSE OF GRANT</u>	<u>AMOUNT</u>
PROTEUS FUND INC. 15 RESEARCH DRIVE AMHERST, MA 01002	UNRELATED 3RD PARTY	501C3	GENERAL CHARITABLE PURPOSES	\$ 75,000.
PUBLIC EES FOR ENVIRONMENTAL RESPONSIBIL 2000 P STREET NW, SUITE 240 WASHINGTON, DC 20036	UNRELATED 3RD PARTY	501C3	GENERAL CHARITABLE PURPOSES	15,000.
REPRODUCTIVE HEALTH ACCESS PROJECT P.O. BOX 21191 NEW YORK, NY 10025	UNRELATED 3RD PARTY	501C3	GENERAL CHARITABLE PURPOSES	40,000.
RUTGERS UNIVERSITY FOUNDATION 7 COLLEGE AVENUE NEW BRUNSWICK, NJ 08901	UNRELATED 3RD PARTY	501C3	GENERAL CHARITABLE PURPOSES	25,000.
SAN FRANCISCO DAY SCHOOL 350 MASONIC AVENUE SAN FRANCISCO, CA 94118	UNRELATED 3RD PARTY	501C3	GENERAL CHARITABLE PURPOSES	25,000.
SAN FRANCISCO DEPT OF ENVIRONMENT 1455 MARKET STREET #1200 SAN FRANCISCO, CA 94103	UNRELATED 3RD PARTY	501C3	GENERAL CHARITABLE PURPOSES	75,000.
SAN FRANCISCO FILM SOCIETY 39 MESA STREET, SUITE 110 SAN FRANCISCO, CA 94129	UNRELATED 3RD PARTY	501C3	GENERAL CHARITABLE PURPOSES	66,000.
SILICON VALLEY JEWISH FILM FESTIVAL P.O. BOX 2190 CUPERTINO, CA 95015	UNRELATED 3RD PARTY	501C3	GENERAL CHARITABLE PURPOSES	10,000.
UNITED NATIONS WATCH - USA CASE POSTALE 191 GENEVA, 1211 SWITZERLAND	UNRELATED 3RD PARTY	501C3	GENERAL CHARITABLE PURPOSES	50,000.
MDP FOUNDATION 225 POTRERO AVENUE SAN FRANCISCO, CA 94103	UNRELATED 3RD PARTY	501C3	GENERAL CHARITABLE PURPOSES	3,000.
AMERICAN FRIENDS OF JORDAN RIVER VILLAGE 244 MADISON AVENUE #482 NEW YORK, NY 10016	UNRELATED 3RD PARTY	501C3	GENERAL CHARITABLE PURPOSES	5,000.

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HEADLANDS CENTER FOR THE ARTS 944 SIMMONDS ROAD SAUSALITO, CA 94965	UNRELATED 3RD PARTY	501C3	GENERAL CHARITABLE PURPOSES	\$ 1,000.
MARINES MEMORIAL THEATRE 609 SUTTER STREET SAN FRANCISCO, CA 94102	UNRELATED 3RD PARTY	501C3	GENERAL CHARITABLE PURPOSES	2,500.
LEAGUE OF WOMEN VOTERS EDUCATION FUND 1107 NINTH STREET, SUITE 300 SACRAMENTO, CA 95814	UNRELATED 3RD PARTY	501C3	GENERAL CHARITABLE PURPOSES	1,000.
REBOOT INC. 245 RUSSELL ST STE 20 HADLEY, MA 01035	UNRELATED 3RD PARTY	501C3	GENERAL CHARITABLE PURPOSES	3,000.
OTHER CHARITABLE ENTITIES 1 MONTGOMERY STREET #3440 SAN FRANCISCO, CA 94104	UNRELATED 3RD PARTY	501C3	GENERAL CHARITABLE PURPOSES	9,726.
TOTAL				\$ <u>9,271,913.</u>