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

2007

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

For calendar year 2007, or tax year beginning

, and ending

G Check all that apply ☐ Initial return ☐ Final return ☒ Amended return ☒ Address change ☐ Name changeUse the IRS  
label.  
Otherwise,  
print  
or type.  
See Specific  
Instructions.

Name of foundation

ELBRIDGE STUART FOUNDATION

DBA STUART FOUNDATION

Number and street (or P O box number if mail is not delivered to street address)

500 WASHINGTON ST.

Room/suite

800

City or town, state, and ZIP code

SAN FRANCISCO, CA 94111

A Employer identification number

20-0882784

B Telephone number

415-393-1551

C If exemption application is pending, check here ☐D 1. Foreign organizations, check here ☐2. Foreign organizations meeting the 85% test, check here and attach computation ☐E If private foundation status was terminated under section 507(b)(1)(A), check here ☐F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here ☐H Check type of organization ☒ Section 501(c)(3) exempt private foundation  
☐ Section 4947(a)(1) nonexempt charitable trust ☐ Other taxable private foundationI Fair market value of all assets at end of year (from Part II, col (c), line 16)  
J Accounting method ☐ Cash ☒ Accrual  
☐ Other (specify)

\$ 443,373,131. (Part I, column (d) must be on cash basis.)

## Part I Analysis of Revenue and Expenses

(The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a))

	(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
1 Contributions, gifts, grants, etc., received			N/A	
2 Check <input checked="" type="checkbox"/> if the foundation is not required to attach Sch. B				
3 Interest on savings and temporary cash investments	100,357.	100,357.		
4 Dividends and interest from securities	5,006,102.	5,006,102.		
5a Gross rents				
b Net rental income or (loss)				
6a Net gain or (loss) from sale of assets not on line 10	53,168,148.			
b Gross sales price for all assets on line 6a	159,641,259.			
7 Capital gain net income (from Part IV, line 2)		53,168,148.		
8 Net short-term capital gain				
9 Income modifications				
10a Gross sales less returns and allowances				
b Less Cost of goods sold				
c Gross profit or (loss)				
11 Other income	<1,055,646.>	103,376.		STATEMENT 1
12 Total. Add lines 1 through 11	57,218,961.	58,377,983.		
13 Compensation of officers, directors, trustees, etc	285,100.	57,020.		228,080.
14 Other employee salaries and wages	1,301,066.	149,182.		1,151,884.
15 Pension plans, employee benefits	492,590.	64,038.		428,552.
16a Legal fees	38,739.	5,036.		33,703.
b Accounting fees	102,664.	13,346.		89,318.
c Other professional fees	2,784,314.	2,784,314.		0.
17 Interest				
18 Taxes	1,203,557.	0.		0.
19 Depreciation and depletion	91,232.	10,948.		
20 Occupancy	389,487.	46,738.		342,748.
21 Travel, conferences, and meetings	274,953.	26,021.		248,932.
22 Printing and publications				
23 Other expenses	625,977.	48,120.		577,859.
24 Total operating and administrative expenses. Add lines 13 through 23	7,589,679.	3,204,763.		3,101,076.
25 Contributions, gifts, grants paid	20,515,841.			15,632,166.
26 Total expenses and disbursements. Add lines 24 and 25	28,105,520.	3,204,763.		18,733,242.
27 Subtract line 26 from line 12	29,113,441.			
a Excess of revenue over expenses and disbursements		55,173,220.		
b Net investment income (if negative, enter -0-)				
c Adjusted net income (if negative, enter -0-)			N/A	

LHA For Privacy Act and Paperwork Reduction Act Notice, see the instructions.

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\*AMENDED FIGURES

**ELBRIDGE STUART FOUNDATION**  
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Part II Balance Sheets		Attached schedules and amounts in the description column should be for end-of-year amounts only		
		Beginning of year	End of year	
		(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1 Cash - non-interest-bearing			
	2 Savings and temporary cash investments	1,090,278.	693,534.	693,534.
	3 Accounts receivable ▶ 15,282,173.			
	Less: allowance for doubtful accounts ▶	338,946.	15,282,173.	15,282,173.
	4 Pledges receivable ▶			
	Less: allowance for doubtful accounts ▶			
	5 Grants receivable			
	6 Receivables due from officers, directors, trustees, and other disqualified persons			
	7 Other notes and loans receivable ▶			
	Less: allowance for doubtful accounts ▶			
	8 Inventories for sale or use			
	9 Prepaid expenses and deferred charges	104,447.	104,376.	104,376.
	10a Investments - U S and state government obligations			
	b Investments - corporate stock STMT 8	156,698,630.	138,318,735.	152,293,242.
	c Investments - corporate bonds			
Liabilities	11 Investments - land, buildings, and equipment basis ▶			
	Less: accumulated depreciation ▶			
	12 Investments - mortgage loans			
	13 Investments - other STMT 9	167,653,765.	206,009,339.	274,845,509.
	14 Land, buildings, and equipment basis ▶ 1,057,388.			
	Less: accumulated depreciation STMT 7 ▶ 903,091.	193,114.	154,297.	154,297.
	15 Other assets (describe ▶ )			
	16 Total assets (to be completed by all filers)	326,079,180.	360,562,454.	443,373,131.
	17 Accounts payable and accrued expenses	204,608.	636,593.	
	18 Grants payable	25,000.	4,884,095.	
Net Assets or Fund Balances	19 Deferred revenue			
	20 Loans from officers, directors, trustees, and other disqualified persons			
	21 Mortgages and other notes payable			
	22 Other liabilities (describe ▶ STATEMENT 10)	1,893,172.	1,971,925.	
	23 Total liabilities (add lines 17 through 22)	2,122,780.	7,492,613.	
Net Assets or Fund Balances	Foundations that follow SFAS 117, check here ▶ <input checked="" type="checkbox"/>			
	and complete lines 24 through 26 and lines 30 and 31.			
	24 Unrestricted	323,956,400.	353,069,841.	
	25 Temporarily restricted			
	26 Permanently restricted			
	Foundations that do not follow SFAS 117, check here ▶ <input type="checkbox"/>			
	and complete lines 27 through 31.			
	27 Capital stock, trust principal, or current funds			
28 Paid-in or capital surplus, or land, bldg, and equipment fund				
29 Retained earnings, accumulated income, endowment, or other funds				
30 Total net assets or fund balances	323,956,400.	353,069,841.		
31 Total liabilities and net assets/fund balances	326,079,180.	360,562,454.		

**Part III Analysis of Changes in Net Assets or Fund Balances**

1 Total net assets or fund balances at beginning of year - Part II, column (a), line 30 (must agree with end-of-year figure reported on prior year's return)	1	323,956,400.
2 Enter amount from Part I, line 27a	2	29,113,441.
3 Other increases not included in line 2 (itemize) ▶	3	0.
4 Add lines 1, 2, and 3	4	353,069,841.
5 Decreases not included in line 2 (itemize) ▶	5	0.
6 Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	353,069,841.

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\*AMENDED FIGURES

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2007.08000 ELBRIDGE STUART FOUNDATION 84800A3

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**Part IV Capital Gains and Losses for Tax on Investment Income**

(a) List and describe the kind(s) of property sold (e.g., real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co.)	(b) How acquired P - Purchase D - Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
1a			
b SEE ATTACHED STATEMENT			
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 159,641,259.		106,473,111.	53,168,148.

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

(i) FMV as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	(l) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col. (h))
a			
b			
c			
d			
e			53,168,148.

  

2 Capital gain net income or (net capital loss) { If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7 }	2	53,168,148.
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6) If gain, also enter in Part I, line 8, column (c) If (loss), enter -0- in Part I, line 8	3	N/A

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

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

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

Was the foundation liable for the section 4942 tax on the distributable amount of any year in the base period?

☐ Yes ☒ No

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

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

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col. (b) divided by col. (c))
2006	17,037,668.	379,413,864.	.044905
2005	15,804,967.	343,233,872.	.046047
2004	12,171,034.	211,522,949.	.057540
2003	17,599,946.	282,551,938.	.062289
2002	18,250,921.	299,752,628.	.060887

  

2 Total of line 1, column (d)	2	.271668
3 Average distribution ratio for the 5-year base period - divide the total on line 2 by 5, or by the number of years the foundation has been in existence if less than 5 years	3	.054334
4 Enter the net value of noncharitable-use assets for 2007 from Part X, line 5	4	431,669,415.
5 Multiply line 4 by line 3	5	23,454,326.
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	551,732.
7 Add lines 5 and 6	7	24,006,058.
8 Enter qualifying distributions from Part XII, line 4 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	8	18,733,242.

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

1a	Exempt operating foundations described in section 4940(d)(2), check here <input type="checkbox"/> and enter "N/A" on line 1 Date of ruling letter _____ (attach copy of ruling letter if necessary-see instructions)		
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	1	1,103,464.
c	All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, col (b)		
2	Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)	2	0.
3	Add lines 1 and 2	3	1,103,464.
4	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)	4	0.
5	Tax based on investment income. Subtract line 4 from line 3. If zero or less, enter -0-	5	1,103,464.
6	Credits/Payments		
a	2007 estimated tax payments and 2006 overpayment credited to 2007	6a	848,344.
b	Exempt foreign organizations - tax withheld at source	6b	
c	Tax paid with application for extension of time to file (Form 8868)	6c	305,000.
d	Backup withholding erroneously withheld	6d	
7	Total credits and payments. Add lines 6a through 6d	7	1,153,344.
8	Enter any penalty for underpayment of estimated tax. Check here <input checked="" type="checkbox"/> if Form 2220 is attached	8	
9	Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed	9	
10	Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10	49,880.
11	Enter the amount of line 10 to be Credited to 2008 estimated tax	11	0.

**Part VII-A Statements Regarding Activities**

	Yes	No
1a During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?		X
1b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see instructions for definition)? If the answer is "Yes" to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities.		X
1c Did the foundation file Form 1120-POL for this year?		X
d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year: (1) On the foundation <input type="checkbox"/> \$ 0. (2) On foundation managers <input type="checkbox"/> \$ 0.		
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers <input type="checkbox"/> \$ 0.		
2 Has the foundation engaged in any activities that have not previously been reported to the IRS? If "Yes," attach a detailed description of the activities.		X
3 Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? If "Yes," attach a conformed copy of the changes		X
4a Did the foundation have unrelated business gross income of \$1,000 or more during the year?	X	
b If "Yes," has it filed a tax return on Form 990-T for this year?	X	
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? If "Yes," attach the statement required by General Instruction T.		X
6 Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either: • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?		X
7 Did the foundation have at least \$5,000 in assets at any time during the year? If "Yes," complete Part II, col. (c), and Part XV.	X	
8a Enter the states to which the foundation reports or with which it is registered (see instructions) <input type="checkbox"/> CA		
b If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by General Instruction G? If "No," attach explanation	X	
9 Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2007 or the taxable year beginning in 2007 (see instructions for Part XIV)? If "Yes," complete Part XIV		X
10 Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses		X

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\*AMENDED FIGURES

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

11a	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)	11a		X
b	If "Yes," did the foundation have a binding written contract in effect on August 17, 2006, covering the interest, rents, royalties, and annuities described in the attachment for line 11a?	11b		
12	Did the foundation acquire a direct or indirect interest in any applicable insurance contract?	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://WWW.STUARTFOUNDATION.ORG</u>				
14	The books are in care of ► <u>STUART FOUNDATION</u> Telephone no ► <u>415-393-1551</u> Located at ► <u>500 WASHINGTON ST., SUITE 800, SAN FRANCISCO, CA</u> ZIP+4 ► <u>94111</u>			
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 - Check here and enter the amount of tax-exempt interest received or accrued during the year	15		N/A

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

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

	Yes	No
1a During the year did the foundation (either directly or indirectly)		
(1) Engage in the sale or exchange, or leasing of property with a disqualified person?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person?	<input checked="" type="checkbox"/> Yes <input type="checkbox"/> No	
(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
(6) Agree to pay money or property to a government official? (Exception. Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days)	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
b If any answer is "Yes" to 1a(1)-(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see page 22 of the instructions)? Organizations relying on a current notice regarding disaster assistance check here		X
c Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2007?		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 2007, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2007? If "Yes," list the years ►	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
b Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement - see instructions)	N/A	
c If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here ►		
3a Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
b If "Yes," did it have excess business holdings in 2007 as a result of (1) any purchase by the foundation or disqualified persons after May 26, 1969, (2) the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest, or (3) the lapse of the 10-, 15-, or 20-year first phase holding period? (Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2007.)	N/A	
4a Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?		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 2007?		X

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

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

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

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

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

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

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

**b** If any answer is "Yes" to 5a(1)-(5), did any of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance (see instructions)? ☐ Yes ☒ No  
Organizations relying on a current notice regarding disaster assistance check here ☐

**c** If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant? ☒ Yes ☐ No  
SEE STATEMENT 12  
If "Yes," attach the statement required by Regulations section 53.4945-5(d)

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

**b** Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract? ☐ Yes ☒ No  
If you answered "Yes" to 6b, also file Form 8870

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

**b** If yes, did the foundation receive any proceeds or have any net income attributable to the transaction? ☐ 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.**

(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 11		285,100.	59,495.	0.

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

(a) Name and address of each employee paid more than \$50,000	(b) Title and average hours per week devoted to position	(c) Compensation	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
ELLEN HERSHEY	SENIOR PROGRAM OFFICER			
500 WASHINGTON ST., #800, SAN FRANCIS	60.00	317,690.	64,885.	
TERI KOOK	SENIOR PROGRAM OFFICER			
500 WASHINGTON ST., #800, SAN FRANCIS	60.00	126,011.	26,034.	
MARIE WASHINGTON	DIR OF FINANCE & ADMIN			
500 WASHINGTON ST., #800, SAN FRANCIS	60.00	163,166.	33,931.	
RHONNEL SOTELO	SENIOR PROGRAM OFFICER			
500 WASHINGTON ST., #800, SAN FRANCIS	60.00	136,000.	48,633.	
DON ERNST	SENIOR PROGRAM OFFICER			
500 WASHINGTON ST., #800, SAN FRANCIS	60.00	90,053.	38,473.	
Total number of other employees paid over \$50,000				5

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\*AMENDED FIGURES

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

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

(a) Name and address of each person paid more than \$50,000	(b) Type of service	(c) Compensation
CAPITAL GUARDIAN TRUST COMPANY		
333 SOUTH HOPE STREET, LOS ANGELES, CA 90067	FUND MANAGEMENT	255,246.
MONTICELLO ASSOCIATES	INVESTMENT	
1200 17TH ST, STE. 2600, DENVER, CO 80202	CONSULTING	133,333.
JULIUS BAER		
1999 AVE OF THE STARS, STE. 2340, LOS ANGELES,	FUND MANAGEMENT	382,705.
OAKTREE CAPITAL MANAGEMENT		
333 S. GRAND AVE, 28TH FLOOR, LOS ANGELES, CA	FUND MANAGEMENT	148,073.
TENASKA		
1044 NORTH 115 ST, STE. 400, OMAHA, NEBRASKA 6	FUND MANAGEMENT	140,353.
Total number of others receiving over \$50,000 for professional services		13

**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 ASSIST WITH THE GETTING DOWN TO FACTS PROJECT	
	25,000.
2 SUPPORT THE 2007 NATIONAL BOARD FOR PROFESSIONAL TEACHING STANDARDS CONFERENCE	
	25,000.
3 COMMUNICATE AND SHARE WITH CALIFORNIA CITIZENS AND POLITICAL LEADERS THE STUDIES THAT COMPRISE GETTING DOWN TO FACTS	
	25,000.
4 TO SUPPORT PARTICIPANTS AT THE NATIONAL SYMPOSIUM FOR GRADUATE SCHOLARS.	
	25,000.

**Part IX-B** Summary of Program-Related Investments

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2	Amount
1 N/A	
2	
All other program-related investments See instructions	
3	
Total. Add lines 1 through 3	0.

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\*AMENDED FIGURES



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

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes		
a	Average monthly fair market value of securities	1a	203,885,531.
b	Average of monthly cash balances	1b	1,797,871.
c	Fair market value of all other assets	1c	232,559,659.
d	Total (add lines 1a, b, and c)	1d	438,243,061.
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	1e	0.
2	Acquisition indebtedness applicable to line 1 assets	2	0.
3	Subtract line 2 from line 1d	3	438,243,061.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	6,573,646.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	431,669,415.
6	Minimum investment return. Enter 5% of line 5	6	21,583,471.

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

1	Minimum investment return from Part X, line 6	1	21,583,471.
2a	Tax on investment income for 2007 from Part VI, line 5	2a	1,103,464.
b	Income tax for 2007 (This does not include the tax from Part VI)	2b	
c	Add lines 2a and 2b	2c	1,103,464.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	20,480,007.
4	Recoveries of amounts treated as qualifying distributions	4	0.
5	Add lines 3 and 4	5	20,480,007.
6	Deduction from distributable amount (see instructions)	6	0.
7	Distributable amount as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1	7	20,480,007.

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

1	Amounts paid (including administrative expenses) to accomplish charitable, etc., purposes		
a	Expenses, contributions, gifts, etc. - total from Part I, column (d), line 26	1a	18,733,242.
b	Program-related investments - total from Part IX-B	1b	0.
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	2	
3	Amounts set aside for specific charitable projects that satisfy the		
a	Suitability test (prior IRS approval required)	3a	
b	Cash distribution test (attach the required schedule)	3b	
4	Qualifying distributions. Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	4	18,733,242.
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income. Enter 1% of Part I, line 27b	5	0.
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	18,733,242.

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

Form 990-PF (2007)

\*AMENDED FIGURES

ELBRIDGE STUART FOUNDATION  
DBA STUART FOUNDATION

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**Part XIII** Undistributed Income (see instructions)

	(a) Corpus	(b) Years prior to 2006	(c) 2006	(d) 2007
<b>1</b> Distributable amount for 2007 from Part XI, line 7				20,480,007.
<b>2</b> Undistributed income, if any, as of the end of 2006				
<b>a</b> Enter amount for 2006 only			6,825,543.	
<b>b</b> Total for prior years		0.		
<b>3</b> Excess distributions carryover, if any, to 2007				
<b>a</b> From 2002				
<b>b</b> From 2003				
<b>c</b> From 2004				
<b>d</b> From 2005				
<b>e</b> From 2006				
<b>f</b> Total of lines 3a through e	0.			
<b>4</b> Qualifying distributions for 2007 from Part XII, line 4 ▶ \$ 18,733,242.				
<b>a</b> Applied to 2006, but not more than line 2a			6,825,543.	
<b>b</b> Applied to undistributed income of prior years (Election required - see instructions)		0.		
<b>c</b> Treated as distributions out of corpus (Election required - see instructions)	0.			
<b>d</b> Applied to 2007 distributable amount				11,907,699.
<b>e</b> Remaining amount distributed out of corpus	0.			
<b>5</b> Excess distributions carryover applied to 2007 (If an amount appears in column (d), the same amount must be shown in column (a))	0.			0.
<b>6</b> Enter the net total of each column as indicated below:				
<b>a</b> Corpus Add lines 3f, 4c, and 4e Subtract line 5	0.			
<b>b</b> Prior years' undistributed income Subtract line 4b from line 2b		0.		
<b>c</b> 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.		
<b>d</b> Subtract line 6c from line 6b Taxable amount - see instructions		0.		
<b>e</b> Undistributed income for 2006 Subtract line 4a from line 2a Taxable amount - see instr.			0.	
<b>f</b> Undistributed income for 2007 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2008				8,572,308.
<b>7</b> Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3)	0.			
<b>8</b> Excess distributions carryover from 2002 not applied on line 5 or line 7	0.			
<b>9</b> Excess distributions carryover to 2008. Subtract lines 7 and 8 from line 6a	0.			
<b>10</b> Analysis of line 9				
<b>a</b> Excess from 2003				
<b>b</b> Excess from 2004				
<b>c</b> Excess from 2005				
<b>d</b> Excess from 2006				
<b>e</b> Excess from 2007				

**ELBRIDGE STUART FOUNDATION  
DBA STUART FOUNDATION**

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

N/A

**1 a** If the foundation has received a ruling or determination letter that it is a private operating foundation, and the ruling is effective for 2007, enter the date of the ruling

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

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

Tax year	Prior 3 years			(e) Total
(a) 2007	(b) 2006	(c) 2005	(d) 2004	

**b** 85% of line 2a

**c** Qualifying distributions from Part XII, line 4 for each year listed

**d** Amounts included in line 2c not used directly for active conduct of exempt activities

**e** Qualifying distributions made directly for active conduct of exempt activities

Subtract line 2d from line 2c

**3** Complete 3a, b, or c for the alternative test relied upon

**a** "Assets" alternative test - enter

(1) Value of all assets

(2) Value of assets qualifying under section 4942(j)(3)(B)(i)

**b** "Endowment" alternative test - enter 2/3 of minimum investment return shown in Part X, line 6 for each year listed

**c** "Support" alternative test - enter

(1) Total support other than gross investment income (interest, dividends, rents, payments on securities loans (section 512(a)(5)), or royalties)

(2) Support from general public and 5 or more exempt organizations as provided in section 4942(j)(3)(B)(iii)

(3) Largest amount of support from an exempt organization

(4) Gross investment income

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

**1 Information Regarding Foundation Managers:**

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

NONE

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

NONE

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

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

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

**SEE STATEMENT 13**

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

**c** Any submission deadlines

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

ELBRIDGE STUART FOUNDATION  
DBA STUART FOUNDATION

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**Part XV** **Supplementary Information** (continued)

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

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
<b>a Paid during the year</b>  STATEMENT A, RECIPIENTS' ADDRESS AS SHOWN, IN STATEMENT A, CA 94111	NONE	501(C)(3)	AS SHOWN IN STATEMENT A	15632166.
<b>Total</b>			<b>3a</b>	15632166.
<b>b Approved for future payment</b> STATEMENT B, RECIPIENTS' ADDRESS AS SHOWN, IN STATEMENT B, CA 94111	NONE	501(C)(3)	AS SHOWN IN STATEMENT B	4,884,095.
<b>Total</b>			<b>3b</b>	4,884,095.

723611/02-20-08

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## Enter gross amounts unless otherwise indicated

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

723621  
02-20-08



**Part IV** Capital Gains and Losses for Tax on Investment Income

(a) List and describe the kind(s) of property sold, e.g., real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co		(b) How acquired P - Purchase D - Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
1a PUBLIC TRADED SECURITIES		P	VARIOUS	VARIOUS
b PASS-THROUGH INCOME - ALT. INVESTMENT		P	VARIOUS	VARIOUS
c PASS-THROUGH INCOME - ALT. INVESTMENT		P	VARIOUS	VARIOUS
d PASS-THROUGH INCOME - SHORT TERM		P	VARIOUS	VARIOUS
e DISPOSITION - PASS-THROUGH INVESTMENTS		P	VARIOUS	VARIOUS
f OTHER		P	VARIOUS	VARIOUS
g				
h				
i				
j				
k				
l				
m				
n				
o				

(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 114,020,202.		101,242,621.	12,777,581.
b 1,655,906.			1,655,906.
c 8,424,733.			8,424,733.
d 20,399,226.			20,399,226.
e 15,000,000.		4,897,000.	10,103,000.
f 141,192.		333,490.	<192,298.>
g			
h			
i			
j			
k			
l			
m			
n			
o			

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

(i) FMV as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	(l) Losses (from col (h)) Gains (excess of col. (h) gain over col (k), but not less than "-0-")
a			12,777,581.
b			1,655,906.
c			8,424,733.
d			20,399,226.
e			10,103,000.
f			<192,298.>
g			
h			
i			
j			
k			
l			
m			
n			
o			

2 Capital gain net income or (net capital loss) { If gain, also enter in Part I, line 7 If (loss), enter "-0-" in Part I, line 7 }	2	53,168,148.
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6) If gain, also enter in Part I, line 8, column (c) If (loss), enter "-0-" in Part I, line 8 }	3	N/A

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FORM 990-PF	OTHER INCOME	STATEMENT	1
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DESCRIPTION	(A) REVENUE PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME
UBTI LOSS FROM PASS-THROUGH BOOK/TAX DIFFERENCE ORDINARY LOSS	<1,159,022.> 103,376.	0. 103,376.	
TOTAL TO FORM 990-PF, PART I, LINE 11	<1,055,646.>	103,376.	

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FORM 990-PF	LEGAL FEES	STATEMENT	2
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DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
LEGAL FEE	38,739.	5,036.		33,703.
TO FM 990-PF, PG 1, LN 16A	38,739.	5,036.		33,703.

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FORM 990-PF	ACCOUNTING FEES	STATEMENT	3
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DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
ACCOUNTING FEES	102,664.	13,346.		89,318.
TO FORM 990-PF, PG 1, LN 16B	102,664.	13,346.		89,318.

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FORM 990-PF	OTHER PROFESSIONAL FEES	STATEMENT	4
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DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
INVESTMENT MANAGEMENT FEE	2,205,112.	2,205,112.		0.
INVESTMENT FUND EXPENSES	579,202.	579,202.		0.
TO FORM 990-PF, PG 1, LN 16C	2,784,314.	2,784,314.		0.

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\*AMENDED FIGURES



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FORM 990-PF	TAXES	STATEMENT	5
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DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
FEDERAL EXCISE TAX	1,203,557.	0.		0.
TO FORM 990-PF, PG 1, LN 18	1,203,557.	0.		0.

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FORM 990-PF	OTHER EXPENSES	STATEMENT	6
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DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
COMMUNICATIONS TECHNOLOGY	33,025.	3,963.		29,063.
OFFICE SUPPLIES	43,686.	5,242.		38,443.
POSTAGE	7,642.	993.		6,648.
EQUIPMENT RENTAL	3,472.	417.		3,056.
BUILDING/EQUIP MAINTENANCE	10,269.	1,232.		9,037.
OTHER EXPENSES	426,603.	23,107.		403,498.
PAYROLL TAX	101,280.	13,166.		88,114.
TO FORM 990-PF, PG 1, LN 23	625,977.	48,120.		577,859.

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FORM 990-PF	DEPRECIATION OF ASSETS NOT HELD FOR INVESTMENT	STATEMENT	7
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DESCRIPTION	COST OR OTHER BASIS	ACCUMULATED DEPRECIATION	BOOK VALUE	FAIR MARKET VALUE
COMPUTERS & EQUIPMENT	122,080.	83,827.	38,253.	38,253.
FURNITURE & FINE ART	249,998.	236,095.	13,903.	13,903.
LEASEHOLD IMPROVEMENTS	685,310.	583,169.	102,141.	102,141.
TO 990-PF, PART II, LN 14	1,057,388.	903,091.	154,297.	154,297.

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\*AMENDED FIGURES

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FORM 990-PF	CORPORATE STOCK	STATEMENT	8
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DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
DOMESTIC EQUITIES	53,713,621.	59,804,933.
INTERNATIONAL EQUITIES	84,605,114.	92,488,309.
TOTAL TO FORM 990-PF, PART II, LINE 10B	138,318,735.	152,293,242.

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FORM 990-PF	OTHER INVESTMENTS	STATEMENT	9
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DESCRIPTION	VALUATION METHOD	BOOK VALUE	FAIR MARKET VALUE
ALTERNATIVE INVESTMENTS	COST	199,094,060.	267,965,325.
SHORT TERM INVESTMENTS	COST	6,915,279.	6,880,184.
TOTAL TO FORM 990-PF, PART II, LINE 13		206,009,339.	274,845,509.

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FORM 990-PF	OTHER LIABILITIES	STATEMENT	10
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DESCRIPTION	BOY AMOUNT	EOY AMOUNT
DEFERRED TAXES	1,532,000.	1,666,925.
EXCISE TAX PAYABLE	361,172.	305,000.
TOTAL TO FORM 990-PF, PART II, LINE 22	1,893,172.	1,971,925.

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FORM 990-PF

PART VIII - LIST OF OFFICERS, DIRECTORS  
TRUSTEES AND FOUNDATION MANAGERS

STATEMENT 11

NAME AND ADDRESS	TITLE AND AVRG HRS/WK	COMPEN- SATION	EMPLOYEE BEN PLAN CONTRIB	EXPENSE ACCOUNT
CHRISTY PICHEL 500 WASHINGTON ST., #800 SAN FRANCISCO, CA 94111	PRESIDENT 60.00	285,100.	59,495.	0.
DWIGHT L. STUART, JR. 500 WASHINGTON ST., #800 SAN FRANCISCO, CA 94111	CHAIRMAN 5.00	0.	0.	0.
E. HADLEY STUART, JR. 500 WASHINGTON ST., #800 SAN FRANCISCO, CA 94111	VICE-CHAIRMAN 5.00	0.	0.	0.
ELBRIDGE H. STUART, III 500 WASHINGTON ST., #800 SAN FRANCISCO, CA 94111	TREASURER 5.00	0.	0.	0.
STUART E. LUCAS 500 WASHINGTON ST., #800 SAN FRANCISCO, CA 94111	VICE-CHAIRMAN 5.00	0.	0.	0.
TOTALS INCLUDED ON 990-PF, PAGE 6, PART VIII		285,100.	59,495.	0.

FORM 990-PF

EXPENDITURE RESPONSIBILITY STATEMENT  
PART VII-B, LINE 5C

STATEMENT 12

GRANTEE'S NAME

PLEASE SEE STATEMENT C

GRANTEE'S ADDRESSGRANT AMOUNTDATE OF GRANTAMOUNT EXPENDEDPURPOSE OF GRANT

PAGE 12 OF 12

FORM 990-PF

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

STATEMENT 13

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NAME AND ADDRESS OF PERSON TO WHOM APPLICATIONS SHOULD BE SUBMITTED

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CHRISTY PICHEL, PRESIDENT, STUART FOUNDATION  
500 WASHINGTON ST., #800  
SAN FRANCISCO, CA 94111

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TELEPHONE NUMBER

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415-393-1551

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FORM AND CONTENT OF APPLICATIONS

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THE APPLICATION PROCESS - PLEASE FOLLOW OUR SEVEN-STEP PROCESS:

STEP 1: PLEASE REVIEW OUR PROGRAM OBJECTIVES, KEY ELEMENTS, AND LIST OF PREVIOUS GRANTS TO DETERMINE WHETHER YOUR PROGRAM FITS WITHIN ALL OR MOST OF OUR STATED GUIDELINES.

STEP 2: PLEASE SEND US A LETTER OF INQUIRY (LOI). PLEASE FOLLOW THE GUIDELINES ON OUR WEBSITE ("PREPARING AN EFFECTIVE LOI"). WE WILL CONTACT YOU WITHIN 30 DAYS.

STEP 3: A PROGRAM OFFICER WILL CONTACT YOU TO INVITE YOU TO SUBMIT A PROPOSAL.

STEP 4: YOUR PROGRAM OFFICER WILL DIRECT YOU TO SPECIFIC PROPOSAL GUIDELINES FOR THE APPROPRIATE PROGRAM AREA.

STEP 5: A PROGRAM OFFICER WILL HELP YOU STRENGTHEN YOUR PROPOSAL.

STEP 6: A PROGRAM OFFICER WILL CONDUCT THE NECESSARY DUE DILIGENCE.

STEP 7: THE BOARD OF THE STUART FOUNDATION WILL EVALUATE YOUR PROPOSAL.

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ANY SUBMISSION DEADLINES

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LETTERS OF INQUIRY ARE REVIEWED REGULARLY AND APPLICANTS ARE NOTIFIED OF A DECISION WITHIN 60 DAYS.

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RESTRICTIONS AND LIMITATIONS ON AWARDS

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ELIGIBLE ORGANIZATIONS MUST QUALIFY AS A LEGAL ENTITY AND MUST, IN MOST CASES, HAVE CURRENT TAX-EXEMPT STATUS AS DESCRIBED UNDER SECTION 501(C)(3) OF THE INTERNAL REVENUE CODE, OTHER THAN PRIVATE FOUNDATIONS. THE STUART FOUNDATION DOES NOT FUND CAPITAL CAMPAIGNS OR PROJECTS WHOSE BENEFICIARIES ARE OUTSIDE THE STATES OF CALIFORNIA AND WASHINGTON.

Elbridge Stuart Foundation  
DBA Stuart Foundation

	Grantee Legal Name	Payee Contact Primary Address	Amount	GL Account Description	Tax Status	Grant Date
1	Abraham Lincoln Bngade Archives	799 Broadway #341 New York, NY 1003	\$70 00	Grants - Fdn S I/Staff Directed	501c(3)	11/30/2007
2	Alex Smith Foundation	800 Broadway #341 New York, NY 1003	\$25,000 00	Grants - Child Welfare Discretionary	Advance Ruling Ends	6/25/2007
3	Alex Smith Foundation	801 Broadway #341 New York, NY 1003	\$150,000 00	Grants - Child Welfare	Advance Ruling Ends	11/30/2007
4	Alliance for Children's Rights	3333 Wilshire Blvd , Suite 550 Los Angeles, CA 90010-4111	\$75,000 00	Grants - Child Welfare	501c(3)	12/1/2007
5	American Indian Child Resource Center	522 Grand Avenue Oakland, CA 94610	\$5,000 00	Gateway	501c(3)	6/5/2007
6	American Institutes for Research	3333 K Street Washington, DC 20007-3541	\$39,100 00	Grants - Education Discretionary	501c(3)	9/14/2007
7	Architects/Designers/Planners for Social Responsibilities Inc	P O Box 9126 Berkeley, CA 94709	\$100 00	Grants - Fdn S I/Staff Directed	501c(3)	7/11/2007
8	Associated Recreation Council	860 Terry Avenue N Seattle, WA 98109	\$75,000 00	Grants - Communities	501c(3)	12/1/2007
9	Bay Area Community Resources	2607 Myrtle Street Oakland, CA 94607	\$40,000 00	Grants - Communities	501c(3)	12/2/2007
10	Bay Area Video Coalition, Inc	2727 Manposa Street, 2nd Floor San Francisco, CA 94110	\$75,000 00	Grants - Communities	501c(3)	3/30/2007
11	Bellevue Schools Foundation	P O Box 40644 Bellevue, WA 98015-4644	\$50,000 00	Grants - Education	School public/distinct/university	3/25/2007
12	Boys and Girls Clubs of Bellevue	209 100th Avenue, NE Bellevue, WA 98004	\$75,000 00	Grants - Communities	501c(3)	11/18/2007
13	Business United in Investing, Lending and Development	1600 Adams Drive Menlo Park, CA 94025	\$75,000 00	Grants - Communities	501c(3)	11/30/2007
14	California Council for the Humanities	312 Sutter Street, Suite 601 San Francisco, CA 94108	\$50 000 00	Grants - Communities	501c(3)	3/30/2007
15	California Court Appointed Special Advocate Association	660 13th Street, Suite 300 Oakland, CA 94612-1241	\$240,000 00	Grants - Child Welfare	501c(3)	3/30/2007
16	California Department of Social Services	744 P Street, Mail Station 14-78 Sacramento, CA 95814	\$200 000 00	Grants - Child Welfare	Government entity	3/30/2007
17	California Department of Social Services	744 P Street, MS 11-86 Sacramento, CA 95814	\$50,000 00	Grants - Child Welfare	Government entity	3/30/2007
18	California Department of Social Services	1921 Johnston Avenue San Jose, CA 95125	\$200,000 00	Grants - Child Welfare	Government entity	8/5/2007
19	California State University Foundation	401 Golden Shore, 6th Floor Long Beach, CA 90802-4210	\$179,900 00	Grants - Child Welfare	501c(3)	9/14/2007
20	California State University Fresno Foundation	402 Golden Shore, 6th Floor Long Beach, CA 90802-4210	\$100,000 00	Grants - Communities	501c(3)	3/30/2007
21	California Youth Connections	604 Mission Street, 9th Floor San Francisco, CA 94105	\$224,032 00	Grants - Child Welfare	501c(3)	3/30/2007
22	Camp Korey	1605 NW Sammamich Rd Suite 250 Issaquah, WA 98027	\$42 000 00	Grants - Board Initiated	Advance Ruling Ends	12/5/2007
23	Campaign for College Opportunity	663 13th Street First Floor Oakland, CA 94612	\$100 000 00	Grants - Communities	501c(3)	3/30/2007
24	Canal Alliance	91 Larkspur Street San Rafael, CA 94901	\$220,000 00	Grants - Communities	501c(3)	3/30/2007
25	Canal Alliance	91 Larkspur Street San Rafael CA 94901	\$5,500 00	Grants - Communities	501c(3)	10/8/2007
26	Cathedral High School	1253 Bishops Road Los Angeles CA 90012-1496	\$50 000 00	Grants - Board Initiated	School public/distinct/university	11/30/2007
27	Center for Effective Philanthropy	675 Massachusetts Avenue, 7th Floor Cambridge, MA 02139	\$25 000 00	Grants - Fdn S I/Staff Directed Discretionary	501c(3)	7/23/2007
28	Center for Strengthening the Teaching Profession	P O Box 7052 Tacoma, WA 98417	\$500,000 00	Grants - Education	Advance Ruling Ends	12/1/2007
29	Center for the Future of Teaching and Learning	133 Mission Street, Suite 220 Santa Cruz, CA 95060	\$25,000 00	Grants - Education Discretionary	501c(3)	4/12/2007
30	Center for the Future of Teaching and Learning	133 Mission Street, Suite 220 Santa Cruz, CA 95060	\$125,000 00	Grants - Education	501c(3)	11/18/2007
31	Center for the Future of Teaching and Learning	133 Mission Street, Suite 220 Santa Cruz, CA 95060	\$650,000 00	Grants - Education	501c(3)	11/30/2007
32	Child and Family Policy Institute	925 L Street, Suite 350 Sacramento, CA 95814	\$50,000 00	Grants - Child Welfare	Advance Ruling Ends	3/30/2007
33	Child and Family Policy Institute	925 L Street, Suite 350 Sacramento, CA 95814	\$250,000 00	Grants - Child Welfare	Advance Ruling Ends	11/18/2007
34	Child Trends Incorporated	4301 Connecticut Avenue, N W , Suite 350 Washington, DC 20008	\$40 000 00	Grants - Child Welfare Discretionary	501c(3)	11/30/2007

Elbridge Stuart Foundation  
DBA Stuart Foundation

	Grantee Legal Name	Payee Contact Primary Address	Amount	GL Account Description	Tax Status	Grant Date
35	Children and Youth Justice Center	615 2nd Avenue, Suite 275 Seattle, WA 98104	\$10,000.00	CW Charitable Expenses	501c(3)	7/20/2007
36	Children and Youth Justice Center	616 2nd Avenue, Suite 275 Seattle, WA 98104	\$40,000.00	Grants - Child Welfare Discretionary	501c(3)	9/14/2007
37	CIF of the San Francisco Foundation	354 Pine Street, Suite 700 San Francisco, CA 94104-3229	\$35,000.00	Grants - Child Welfare Discretionary	501c(3)	9/14/2007
38	CIF of the San Francisco Foundation	354 Pine Street, Suite 700 San Francisco, CA 94104-3229	\$325,000.00	Grants - Education	501c(3)	9/14/2007
39	CIF of the San Francisco Foundation	1 South Van Ness, 5th Floor San Francisco, CA 94103	\$300,000.00	Grants - Collaborative	501c(3)	9/22/2007
40	City of San Rafael	61 Canal Street, #12 San Rafael, CA 94901	\$3,500.00	Grants - Communities Discretionary	Government entity	10/8/2007
41	City Year Inc	142 W Santa Clara Street San Jose, CA 95113	\$100,000.00	Grants - Communities	501c(3)	4/21/2007
42	City Year, Inc	2203 23rd Avenue South, Suite #101 Seattle, WA 98144	\$75,000.00	Grants - Communities	501c(3)	4/21/2007
43	Code 3 Associates, Inc	P O Box 1128 Erie, CO 80516	\$35,000.00	Grants - Board Initiated	501c(3)	3/30/2007
44	College Success Foundation	1605 NW Sammamish Road, Suite 100 Issaquah, WA 98027	\$110,000.00	Grants - Child Welfare	501c(3)	3/30/2007
45	College Success Foundation	1605 NW Sammamish Road, Suite 100 Issaquah, WA 98027	\$137,500.00	Grants - Child Welfare	501c(3)	8/5/2007
46	College Success Foundation	1605 NW Sammamish Road, Suite 100 Issaquah, WA 98027	\$137,500.00	Grants - Education	501c(3)	8/5/2007
47	Community for Youth	999 Third Avenue, Suite 1570 Seattle WA 98104	\$50,000.00	Grants - Communities	501c(3)	11/18/2007
48	Community Partners	719 Georgina Avenue Santa Monica, CA 90402	\$50,000.00	Grants - Communities	501c(3)	9/22/2007
49	Community Schools Collaboration	16256 Military Road South, Suite 102 SeaTac, WA 98168	\$5,000.00	Y&C Charitable Expenses	501c(3)	5/18/2007
50	Community Schools Collaboration	16256 Military Road South, Suite 102 SeaTac, WA 98168	\$400,000.00	Grants - Communities	501c(3)	9/14/2007
51	Community Schools Collaboration	16256 Military Road South, Suite 102 SeaTac, WA 98168	\$7,500.00	Grants - Communities	501c(3)	9/17/2007
52	CompassPoint Nonprofit Services	731 Market Street, Suite 200 San Francisco, CA 94103	\$5,000.00	Grants - Fdn S I /Staff Directed Discretionary	501c(3)	4/3/2007
53	Contra Costa County Employment and Human Services Department	40 Douglas Drive Martinez, CA 94553	\$100,000.00	Grants - Child Welfare	Government entity	3/30/2007
54	Council on Foundations	2121 Crystal Drive, Suite 700 Arlington, VA 22202-3706	\$34,500.00	Grants to other organizations	501c(3)	2/17/2007
55	County of Riverside - Child Protective Services	10281 Kidd Street Riverside, CA 92503	\$100,000.00	Grants - Child Welfare	Government entity	3/30/2007
56	Dan Schnur Consulting	1808 Garden Highway Sacramento CA 95833	\$15,000.00	Education Charitable Expenses	for profit	2/13/2007
57	Dan Schnur Consulting	1807 Garden Highway Sacramento, CA 95833	\$10,000.00	Education Charitable Expenses	for profit	2/13/2007
58	Department of Children Youth and Their Families	1390 Market Street, Suite 900 San Francisco CA 94102	\$5,000.00	Grants - Fdn S I /Staff Directed Discretionary	Government entity	2/8/2007
59	Destiny Arts Center	1000 42nd Street Oakland, CA 94608	\$5,000.00	Gateway	501c(3)	7/24/2007
60	Developmental Studies Center	2000 Embarcadero, Suite 305 Oakland CA 94606	\$250,000.00	Grants - Education	501c(3)	12/1/2007
61	Dramatic Results	3308 Lime Avenue Signal Hill, CA 90755	\$50,000.00	Grants - Communities	501c(3)	11/18/2007
62	DVP Praxis Ltd	5034 N Capitol Ave Indianapolis IN 46208	\$9,500.00	CW Charitable Expenses	for profit	8/16/2007
63	Earth Island Institute	300 Broadway, Suite 28 San Francisco, CA 94133	\$225.00	Grants - Fdn S I /Staff Directed	501c(3)	7/31/2007
64	East Bay Asian Local Development Corporation	310 8th Street Suite 200 Oakland, CA 94607	\$15,000.00	Grants - Fdn S I /Staff Directed Discretionary	501c(3)	3/30/2007
65	Emery Education Foundation	4727 San Pablo Avenue Emeryville CA 94608	\$150,000.00	Grants - Collaborative	501c(3)	9/22/2007
66	Emery Education Foundation	4727 San Pablo Avenue Emeryville CA 94608	\$150,000.00	Grants - Education	501c(3)	9/22/2007
67	Fenton Communications	182 Second Street San Francisco CA 94105	\$25,000.00	Education Charitable Expenses	for profit	4/2/2007

Elbridge Stuart Foundation  
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	Grantee Legal Name	Payee Contact Primary Address	Amount	GL Account Description	Tax Status	Grant Date
68	First Place for Youth	519 17th Street, Suite 600 Oakland, CA 94612	\$50,000 00	Grants - Child Welfare	501c(3)	8/5/2007
69	First Place for Youth	519 17th Street, Suite 600 Oakland, CA 94612	\$50,000 00	Grants - Communities	501c(3)	8/6/2007
70	Foster A Dream	77 Solano Square, #133 Benicia, CA 94510	\$3,000 00	CW Chantable Expenses	501c(3)	6/26/2007
71	Foster A Dream	77 Solano Square, #133 Benicia, CA 94510	\$75,000 00	Grants - Child Welfare	501c(3)	8/6/2007
72	Foster Youth Education Fund	925 L Street, Suite 350 Sacramento, CA 95814	\$3,500 00	CW Chantable Expenses	Advance Ruling Ends	4/26/2007
73	Foundation Center	312 Sutter Street, Suite 606 San Francisco, CA 94108-4323	\$5,000 00	Grants to other organizations	501c(3)	12/21/2007
74	Foundation Financial Officers Group	c/o The Wallace H Coulter Foundation The Wallace H Coulter Foundation 790 NW 107th Avenue, Suite 215 Miami, FL 33172	\$2,000 00	Grants to other organizations	501c(3)	1/16/2007
75	Fresno County Office of Education	49 Stevenson Street, Suite 575 San Francisco, CA 94105	\$140,000 00	Grants - Education	Government entity	9/14/2007
76	Fulfillment Fund	6100 Wilshire Blvd, Suite 600 Los Angeles, CA 90048	\$50,000 00	Grants - Communities	501c(3)	9/22/2007
77	Full Circle Fund	2601 Mission Street, Suite 901 San Francisco, CA 94110	\$25,000 00	Grants - Education Discretionary	501c(3)	11/21/2007
78	Grantmakers for Children Youth and Families Inc	8757 Georgia Avenue, Suite 540 Silver Spring, MD 20910	\$2,500 00	Grants - Fdn S I /Staff Directed	501c(3)	9/14/2007
79	Grantmakers for Education	720 SW Washington Street, Suite 605 Portland, OR 97205	\$5,000 00	Grants to other organizations	501c(3)	3/9/2007
80	Great Valley Center	201 Needham Street Modesto, CA 95354	\$100,000 00	Grants - Communities	501c(3)	3/25/2007
81	Habitot Children's Museum	PMB 326 1563 Solano Avenue Berkeley, CA 94707	\$5,000 00	Gateway	501c(3)	7/24/2007
82	Highline Public Schools	15675 Ambaum Boulevard SW Buenen, WA 98166	\$30,000 00	Grants - Communities Discretionary	School public/district/university	11/28/2007
83	Huckleberry Youth Programs	361 Third Street, Suite G San Rafael, CA 94901	\$7,500 00	Grants - Communities Discretionary		9/18/2007
84	Human Development Foundation	P O Box 231665 Encinitas, CA 92023	\$50 000 00	Grants - Communities	501c(3)	11/18/2007
85	Institute for College Access and Success, Inc	2054 University Ave, Suite 500 Berkeley, CA 94704	\$125 000 00	Grants - Collaborative	Advance Ruling Ends	9/14/2007
86	Institute for Educational Advancement	625 Fair Oaks Avenue, Suite 285 South Pasadena, CA 91030	\$75 000 00	Grants - Communities	501c(3)	11/18/2007
87	Institute for Educational Inquiry	124 East Edgar Street Seattle, WA 98102	\$75,000 00	Grants - Education	501c(3)	3/30/2007
88	Institute for Educational Leadership	4455 Connecticut Avenue NW, Suite 310 Washington DC 20008	\$25,000 00	Grants - Education Discretionary	501c(3)	11/28/2007
89	Interface Children Family Services	1305 Del Norte Road Suite 130 Camarillo, CA 93010-8436	\$106,000 00	Grants - Child Welfare	501c(3)	11/30/2007
90	Inverness Research Associates	P O Box 313 15 Inverness Way Inverness CA 94937	\$122,000 00	Grants - Education		9/14/2007
91	Inverness Research Associates	P O Box 313 15 Inverness Way Inverness CA 94937	\$50 000 00	Grants - Education Discretionary		11/21/2007
92	Judicial Council of California, Administrative Office of the Courts	455 Golden Gate Avenue San Francisco, CA 94102-3688	\$7,500 00	CW Chantable Expenses	Government entity	3/21/2007
93	Juma Ventures	131 Steuart Street, Suite 201 San Francisco, CA 131 94105	\$100,000 00	Grants - Collaborative	501c(3)	11/30/2007
94	Just Think Foundation	39 Mesa Street, Suite 106 San Francisco, CA 94129	\$75,000 00	Grants - Communities	501c(3)	3/30/2007
95	Kid Serve Youth Murals	1068 Bowdoin Street San Francisco, CA 94134	\$5,000 00	Gateway	501c(3)	7/24/2007
96	Kid Stock Inc	1539 Funston Avenue San Francisco, CA 94122	\$5 000 00	Gateway	501c(3)	7/24/2007
97	Kidsave International	11835 W Olympic Blvd, Suite 295 Los Angeles, CA 90064	\$104,450 00	Grants - Child Welfare	501c(3)	8/5/2007
98	Laurel Dell Elementary School	225 Woodland Avenue San Rafael, CA 94901	\$7,500 00	Grants - Communities		10/8/2007



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	Grantee Legal Name	Payee Contact Primary Address	Amount	GL Account Description	Tax Status	Grant Date
99	Legacy Charter School	4217 West 18th Street North Building Chicago, IL 60623	\$10,000 00	Grants - Board Initiated	501c(3)	11/30/2007
100	Legal Advocates for Permanent Parenting	3182 Campus Dr., Suite 175 San Mateo, CA 94403	\$75,000 00	Grants - Child Welfare	Non-Charitable (expenditure responsibility)	11/18/2007
101	Loyola Marymount University	St Robert's Hall 1 LMU Drive, MS 8320 Los Angeles, CA 90045-2659	\$25,000 00	Grants - Board Initiated	School public/district/university	3/30/2007
102	Loyola Marymount University	St Robert's Hall 1 LMU Drive, MS 8320 Los Angeles CA 90045-2658	\$350,000 00	Grants - Education	501c(3)	9/14/2007
103	Loyola Marymount University	St Robert's Hall 1 LMU Drive, MS 8320 Los Angeles, CA 90045-2659	\$65,000 00	Grants - Board Initiated	School public/district/university	11/30/2007
104	Luna Kids Dance, Inc	2640 College Avenue Berkeley, CA 94704	\$5,000 00	Gateway	501c(3)	6/5/2007
105	Manilatown Heritage Foundation	Manilatown Heritage Foundation 953 Mission Street, Suite 30 San Francisco, CA 94103	\$100 00	Grants - Fdn S I /Staff Directed Discretionary	501c(3)	11/5/2007
106	Mann Conservation Corps	27 Larkspur Street San Rafael, CA 94901 P O Box 2154	\$7,500 00	Grants - Communities		10/8/2007
107	Mann Friends of Women	San Anselmo, CA 94979	\$15,000 00	Grants - Communities Discretionary	501c(3)	4/10/2007
108	Mann Friends of Women	141 Alto Street San Rafael, CA 94901	\$7,000 00	Grants - Communities	501c(3)	10/8/2007
109	Media Arts Center San Diego	921 25th Street San Diego, CA 92102	\$50,000 00	Grants - Communities	501c(3)	4/21/2007
110	Mental Health Advocacy Services, Inc	3255 Wilshire Blvd., Suite 902 Los Angeles, CA 90010	\$200,000 00	Grants - Child Welfare	501c(3)	12/3/2007
111	Mockingbird Society	2100 24th Avenue Street Suite 240 Seattle, WA 98144	\$5,000 00	CW Charitable Expenses	501c(3)	5/24/2007
112	Mockingbird Society	2100 24th Avenue Street, Suite 240 Seattle, WA 98144	\$150,000 00	Grants - Collaborative	501c(3)	11/30/2007
113	National Board for Professional Teaching Standards	1525 Wilson Blvd., Suite 500 Arlington, VA 22209	\$25,000 00	Education Charitable Expenses	501c(3)	4/30/2007
114	National Foundation for Ectodermal Dysplasias	410 East Main Street P O Box 114 Mascoutah, IL 62258-0114	\$5,000 00	Grants - Board Initiated	501c(3)	11/30/2007
115	New Futures	P O Box 66958 630 149th Street, SW Buenen, WA 98166	\$100,000 00	Grants - Communities	501c(3)	3/30/2007
116	New Visions Foundation	3131 Olympic Blvd Santa Monica, CA 90404	\$175,000 00	Grants - Child Welfare	501c(3)	8/5/2007
117	Northern California Grantmakers	625 Market Street, 15th Floor San Francisco, CA 94105	\$6,600 00	Grants - Fdn S I /Staff Directed Discretionary	501c(3)	4/23/2007
118	Northern California Grantmakers	625 Market Street, 15th Floor San Francisco CA 94105	\$12,000 00	Grants to other organizations	501c(3)	4/25/2007
119	NPR Foundation		\$25,000 00	Grants - Board Initiated	501c(3)	9/14/2007
120	OBUGS	1724 Mandela Parkway, Suite 5 Oakland, CA 94607	\$5,000 00	Gateway	501c(3)	7/24/2007
121	Occidental Arts and Ecology Center	15290 Coleman Valley Road Occidental, CA 95465	\$50,000 00	Grants - Communities	501c(3)	11/30/2007
122	Outward Bound Inc	100 Mystery Point Garrison, NY 10524	\$320,000 00	Grants - Education	501c(3)	12/1/2007
123	Pacific News Service	276 9th Street San Francisco, CA 94103	\$75,000 00	Grants - Communities	501c(3)	3/30/2007
124	Pacific News Service	275 9th Street San Francisco, CA 94103	\$5,000 00	Y&C Charitable Expenses	501c(3)	9/14/2007
125	Pacoima Beautiful	11243 Glenoaks Blvd Suite 1 Pacoima, CA 91331	\$50 000 00	Grants - Communities	501c(3)	9/14/2007
126	Parent Services Project Inc	79 Belvedere Street, Suite 101 San Rafael, CA 94901	\$5,000 00	Y&C Charitable Expenses	501c(3)	5/18/2007
127	Parent Trust for Washington Children	1601 Second Avenue Suite 410 Seattle, WA 98101	\$50,000 00	Grants - Communities	501c(3)	8/5/2005
128	Pasadena Educational Foundation	351 South Hudson Avenue Pasadena, CA 91109	\$1 000 00	Grants - Fdn S I /Staff Directed	501c(3)	3/30/2007
129	Pets Are Wonderful Support-Los Angeles	1545 N Argyle Avenue Hollywood, CA 90028	\$10,000 00	Grants - Board Initiated	501c(3)	11/30/2007
130	Philanthropy Northwest	2505 Third Avenue, Suite 200 Seattle WA 98121	\$4,560 00	Grants to other organizations	501c(3)	1/9/2007

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	Grantee Legal Name	Payee Contact Primary Address	Amount	GL Account Description	Tax Status	Grant Date
131	Powerful Schools	3301 S Horton Street Seattle, WA 98144	\$125,000 00	Grants - Communities	501c(3)	11/18/2007
132	Precita Eyes Muralists	2981 24th Street San Francisco, CA 94110	\$5,000 00	Gateway	501c(3)	7/24/2007
133	Project Grad Los Angeles Inc	10625 Erwin Street North Hollywood, CA 91606	\$120,000 00	Grants - Communities	501c(3)	9/14/2007
134	Public Counsel	P O Box 76900 Los Angeles, CA 90076-0900	\$165,000 00	Grants - Child Welfare	501c(3)	4/21/2007
135	Public Counsel	P O Box 76900 Los Angeles, CA 90076-0900	\$75,000 00	Grants - Child Welfare	501c(3)	12/1/2007
136	Public Health Institute	California Permanency for Youth 663 13th Street, Suite 300 Oakland, CA 94612	\$500,000 00	Grants - Child Welfare	501c(3)	10/30/2007
137	Rainier Scholars	2100 24th Avenue South, Suite 210 Seattle, WA 98144	\$150,000 00	Grants - Communities	501c(3)	11/18/2007
138	Reel Grls Inc	915 East Pine Street, #415 Seattle, WA 98122	\$75,000 00	Grants - Communities	Advance Ruling Ends	3/30/2007
139	Regents of the University of California	University of California, Office of the President 1111 Franklin Street Oakland, CA 94607-5200	\$155,000 00	Grants - Education	501c(3)	3/30/2007
140	Regents of the University of California, Berkeley	University of California, Office of the President 1111 Franklin Street Oakland, CA 94607-5200	\$255,207 00	Grants - Child Welfare	501c(3)	4/21/2007
141	Regents of the University of California, Berkeley	316 Wurster Hall #1870 Berkeley, CA 94720-1870	\$75 000 00	Grants - Collaborative	501c(3)	9/22/2007
142	Regents of the University of California, Berkeley	University of California, Berkeley School of Social Welfare Marchant Building, Suite 420 Berkeley CA 94720-7420	\$18,283 18	Grants - Child Welfare	501c(3)	12/1/2007
143	Regents of the University of California, Santa Cruz	University of California, Office of the President	\$75 000 00	Grants - Education	501c(3)	9/14/2007
144	Ronald McDonald House Chanties of Denver, Inc	1300 E 21st Avenue Denver, CO 80205	\$10 000 00	Grants - Board Initiated	501c(3)	3/30/2007
145	Sacramento County Department of Health & Human Services	925 Del Paso Blvd , Suite 500 Sacramento, CA 95815	\$100,000 00	Grants - Child Welfare	Government entity	3/30/2007
146	Salesian Boys and Girls Club of Los Angeles	3218 Wabash Avenue Los Angeles, CA 90063	\$50,000 00	Grants - Communities	501c(3)	9/22/2007
147	San Francisco AIDS Foundation	995 Market Street, Suite 200 San Francisco, 94103	\$275 00	Fdn S I /Staff Dir Chantable Expenses	501c(3)	10/26/2007
148	San Francisco Chronicle, Season of Sharing Fund	901 Mission Street San Francisco, CA 94103	\$15 000 00	Grants - Fdn S I /Staff Directed Discretionary	501c(3)	12/10/2007
149	San Francisco Foundation	225 Bush Street, Suite 500 San Francisco, CA 94104-4224	\$100 000 00	Grants - Communities	501c(3)	12/1/2007
150	San Francisco State University	San Francisco State University 1600 Holloway Avenue HSS 227 San Francisco, CA 94132	\$150 000 00	Grants - Child Welfare	School_public/distinct/university	11/18/2007
151	San Luis Obispo County Department of Social Services	3433 South Higuera Street P O Box 8119 San Luis Obispo CA 93403-8119	\$100 000 00	Grants - Child Welfare	Government entity	3/30/2007
152	Seven Tepees Youth Program	3177 17th Street San Francisco, CA 94108	\$5,000 00	Gateway	501c(3)	6/5/2007
153	Silicon Valley Children's Fund	4525 Union Avenue San Jose, CA 95124-3530	\$25 000 00	CW Chantable Expenses	501c(3)	9/14/2007
154	Silicon Valley Community Foundation	2440 West El Camino Real, Suite 300 Mountain View, CA 94040	\$250 000 00	Grants - Communities	Advance Ruling Ends	4/21/2007
155	Silicon Valley Community Foundation	2440 West El Camino Real Suite 300 Mountain View, CA 94040	\$40,000 00	Grants - Communities	Advance Ruling Ends	11/30/2007
156	Solid Ground	1501 North 45th Street Seattle, WA 98103	\$75,000 00	Grants - Communities	501c(3)	12/1/2007
157	Sonoma Valley Mentonng Alliance, Inc	P O Box 721 Sonoma, CA 95476	\$30,000 00	Grants - Communities	501c(3)	3/30/2007

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158	Stone's Throw Communications	820 Manhattan Avenue, Suite 204 Manhattan Beach, CA 90266	\$10,000 00	Education Charitable Expenses	for profit	9/17/2007
159	Summer Search	620 Davis Street San Francisco, CA 94111	\$80,000 00	Grants - Communities	501c(3)	3/30/2007
160	Swinomish Indian Tribal Community	117 E Louisa S Ste #131 Seattle, WA 98102	\$50,000 00	Grants - Communities	Government entity	3/30/2007
161	TapFound, Inc	466 Geary Street, Suite 200 San Francisco, CA 94102	\$75,000 00	Grants - Collaborative	501c(3)	3/30/2007
162	Technology Access Foundation	3803 S Edmunds Street, Suite A Seattle, WA 98118	\$100,000 00	Grants - Communities	501c(3)	9/14/2007
163	The Board of Trustees of the Leland Stanford Junior University	326 Galvez Street Stanford, CA 94305-6105	\$250,000 00	Grants - Education	School public/district/university	11/30/2007
164	The Lawrenceville School	P O Box 6008 Lawrenceville, NJ 08648	\$15,000 00	Grants - Board Initiated	501c(3)	3/30/2007
165	The National Association for Urban Debate Leagues	332 S Michigan Ave Suite 500 Chicago, IL 60604	\$35,000 00	Grants - Communities Discretionary	501c(3)	7/19/2007
166	Tolt Congregational Church	P O Box 447 Carnation, WA 98014	\$47,500 00	Legacy Grant	501c(3)	9/17/2007
167	Treehouse	2100 - 24th Avenue South, Suite 200 Seattle, WA 98144-4632	\$25,000 00	Grants - Child Welfare Discretionary	501c(3)	4/3/2007
168	Trustees of Dartmouth College	6066 Development Office Hanover, NH 03755	\$5,000 00	Grants - Board Initiated	501c(3)	9/14/2007
169	Tukwila School District #406	4640 South 144th Street Tukwila, WA 98168	\$57,000 00	Grants - Education	School public/district/university	3/30/2007
170	Tukwila School District #406	4640 South 144th Street Tukwila, WA 98168	\$260,000 00	Grants - Education	School public/district/university	9/14/2007
171	University Enterprises Inc	1430 N Street, Suite 5602 Sacramento, CA 95814	\$50,000 00	Grants - Education Discretionary	501c(3)	11/30/2007
172	University of Chicago	1362 East 59th Street Chicago, IL 60637	\$10,000 00	Grants - Board Initiated	School public/district/university	9/17/2007
173	University of Wisconsin Survey Center	1800 University Avenue Madison, WI 53726	\$100,000 00	Grants - Child Welfare	501c(3)	11/30/2007
174	Urban ArtWorks	923 South Bayview Street, Suite C Seattle, WA 98134	\$25,000 00	Grants - Communities	501c(3)	8/5/2007
175	Urban Education Partnership	315 West Ninth Street, Suite 1110 Los Angeles, CA 90015	\$120,000 00	Grants - Communities	501c(3)	9/14/2007
176	Urban Education Partnership	315 West Ninth Street, Suite 1110 Los Angeles, CA 90015	\$150,000 00	Grants - Communities	501c(3)	9/14/2007
177	Urban Education Partnership	315 West Ninth Street, Suite 1110 Los Angeles, CA 90015	\$7,500 00	Y&C Charitable Expenses	501c(3)	11/30/2007
178	Urban Education Partnership	315 West Ninth Street, Suite 1110 Los Angeles, CA 90015	\$50,000 00	Grants - Communities	501c(3)	11/30/2007
179	Urban Education Partnership	315 West Ninth Street, Suite 1110 Los Angeles, CA 90015	\$300,000 00	Grants - Education	501c(3)	12/1/2007
180	Washington State Association of CASA-Guardian Ad Litem Programs	603 Stewart Street Suite 206 Seattle, WA 98101	\$138,400 00	Grants - Child Welfare	501c(3)	11/30/2007
181	Wellesley College	106 Central Street Wellesley MA 02481	\$50,000 00	Grants - Board Initiated	501c(3)	9/17/2007
182	WestEd	731 Harrison Street San Francisco, CA 94107-1242	\$47,200 00	Grants - Education Discretionary	Government entity	11/28/2007
183	Wonder, Inc	1401 El Camino Avenue, Suite 340 Sacramento CA 95815	\$50,000 00	Grants - Child Welfare	501c(3)	11/18/2007
184	World Savvy	999 Sutter Street, 4th Floor San Francisco, CA 94109	\$5,000 00	Gateway	501c(3)	7/24/2007
185	YMCA of Greater Seattle	4515 36th Ave SW Seattle, WA 98126-2788	\$150,000 00	Grants - Communities	501c(3)	9/22/2007
186	Yosemite National Institutes	Golden Gate National Recreation Area Building 1055 Sausalito, CA 94965	\$75,000 00	Grants - Communities	501c(3)	4/21/2007
187	Youth Business Week Foundation	5340 Skyline Blvd Santa Rosa, CA 95403	\$1,500 00	Grants - Fdn S I / Staff Directed	Advance Ruling Ends	3/30/2007
188	Youth Connection of Ventura County	1722 S Lewis Road Camarillo, CA 93012	\$7,500 00	Grants - Board Initiated	501c(3)	9/14/2007
189	Youth Law Center	200 Pine Street, Suite 300 San Francisco, CA 94104	\$100,000 00	Grants - Child Welfare	501c(3)	3/30/2007
190	Youth Leadership Institute	246 First Street, Suite 400 San Francisco, CA 94105	\$7,500 00	Grants - Communities	501c(3)	10/8/2007

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191	Youth News Service Los Angeles Bureau	5967 West Third Street, Suite 301 Los Angeles, CA 90036	\$75,000.00	Grants - Communities	501c(3)	3/30/2007
192	Youth Radio	1701 Broadway Avenue Oakland, CA 94612	\$200,000.00	Grants - Communities	501c(3)	3/30/2007
193	Youth Speak Collective	11243 Glenoaks Blvd., Suite #3 Pacoma, CA 91331	\$80,000.00	Grants - Communities	Advance Ruling Ends	9/14/2007
194	Youth Speaks Inc	290 Division Street Suite 302 San Francisco, CA 94103	\$50,000.00	Grants - Communities	501c(3)	3/30/2007

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195	California Department of Education	Child, Youth and Family Services Branch 721 Capitol Mall P O Box 944272 Sacramento, CA 94244-2720	(\$711.10)	Grants - Education	Government entity	3/5/2007
196	KCTS Public Television	401 Mercer Street Seattle, WA 98109	(\$8,664.31)	Grants - Education	501c(3)	9/10/2007
197	Public Health Institute	California Center for Research on Women and Families 917 Regal Road Berkeley, CA 94708	(\$31,439.00)	Grants - Child Welfare	501c(3)	11/7/2000
198	Regents of the University of California	University of California, Santa Cruz 245 Hahn Student Services Santa Cruz, CA 95064	(\$12,238.47)	Grants - Child Welfare	501c(3)	3/12/2004
199	Regents of the University of California, Berkeley	University of California, Berkeley 2030 Addison Berkeley, CA 94720-1674	(\$30,000.00)	Grants - Education	501c(3)	6/11/2002
200	Regents of the University of California, Davis	The Center for Human Services UC Davis Extension 1632 Da Vinci Ct Davis, CA 95616-4860	(\$18,283.18)	Grants - Child Welfare	501c(3)	9/10/2007
	Total of Grants Paid		\$15,632,166.12			

Elbridge Stuart Foundation  
DBA Stuart Foundation

	Grantee Legal Name	Payee Contact Primary Address	Amount	GL Account Description	Tax Status	Grant Date
1	California Department of Social Services	745 P Street, MS 11-86 Sacramento, CA 95814	\$75,000.00	Grants - Child Welfare	Government entity	3/30/2007
2	California Department of Social Services	744 P Street, Mail Station 8-13-78 Sacramento, CA 95814	\$300,000.00	Grants - Child Welfare	Government entity	3/30/2007
3	Camp Korey	1605 NW Sammamish Rd Suite 250 Issaquah, WA 98027	\$250,000.00	Legacy Grant	Advance Ruling Ends	9/14/2007
4	Canal Alliance	91 Larkspur Street San Rafael, CA 94901	\$240,000.00	Grants - Communities	501c(3)	3/30/2007
5	Canal Alliance	91 Larkspur Street San Rafael, CA 94901	\$240,000.00	Grants - Communities	501c(3)	3/30/2007
6	Center for the Future of Teaching and Learning	133 Mission Street, Suite 220 Santa Cruz, CA 95060	\$650,000.00	Grants - Education	501c(3)	11/30/2007
7	Children's Administration	Washington Department of Social & Health Services P O Box 45710 Olympia, WA 98504	\$100,000.00	Grants - Child Welfare	Government entity	3/30/2007
8	Children's Administration	Washington Department of Social & Health Services P O Box 45710 Olympia, WA 98504	\$100,000.00	Grants - Child Welfare	Government entity	3/30/2007
9	Children's Administration	Washington Department of Social & Health Services P O Box 45710 Olympia, WA 98504	\$100,000.00	Grants - Child Welfare	Government entity	3/30/2007
10	Contra Costa County Employment and Human Services Department	40 Douglas Drive Martinez, CA 94553	\$100,000.00	Grants - Child Welfare	Government entity	3/30/2007
11	Contra Costa County Employment and Human Services Department	40 Douglas Drive Martinez, CA 94553	\$100,000.00	Grants - Child Welfare	Government entity	3/30/2007
12	County of Riverside - Child Protective Services	10281 Kidd Street Riverside, CA 92503	\$100,000.00	Grants - Child Welfare	Government entity	3/30/2007
13	County of Riverside - Child Protective Services	10281 Kidd Street Riverside, CA 92503	\$100,000.00	Grants - Child Welfare	Government entity	3/30/2007
14	Fresno County Office of Education	Governor's Committee on Education Excellence 1121 L Street, Suite 600 Sacramento, CA 95814	\$30,000.00	Grants - Education Discretionary	Government entity	11/30/2007
15	Regents of the University of California, Berkeley	School of Social Welfare 120 Haviland Hall Berkeley, CA 94720-7400	\$244,738.00	Grants - Child Welfare	501c(3)	4/21/2007
16	Regents of the University of California, Berkeley	School of Social Welfare 120 Haviland Hall Berkeley, CA 94720-7400	\$254,357.00			4/21/2007
17	Sacramento County Department of Health & Human Services	925 Del Paso Blvd , Suite 500 Sacramento, CA 95815	\$100,000.00	Grants - Child Welfare	Government entity	3/30/2007
18	Sacramento County Department of Health & Human Services	925 Del Paso Blvd , Suite 500 Sacramento, CA 95815	\$100,000.00	Grants - Child Welfare	Government entity	3/30/2007
19	San Luis Obispo County Department of Social Services	3433 South Higuera Street P O Box 8119 San Luis Obispo, CA 93403-8119	\$100,000.00	Grants - Child Welfare	Government entity	3/30/2007
20	San Luis Obispo County Department of Social Services	3433 South Higuera Street P O Box 8119 San Luis Obispo, CA 93403-8119	\$100,000.00	Grants - Child Welfare	Government entity	3/30/2007
21	Seattle University	901 12th Avenue P O Box 22200 Seattle, WA 98122-1090	\$75,000.00	Grants - Education	501c(3)	11/30/2007
22	Seattle University	901 12th Avenue P O Box 22200 Seattle, WA 98122-1090	\$75,000.00	Grants - Child Welfare	501c(3)	12/1/2007
23	Seattle University	901 12th Avenue P O Box 22200 Seattle, WA 98122-1090	\$75,000.00	Grants - Education	501c(3)	12/2/2007
24	Seattle University	901 12th Avenue P O Box 22200 Seattle, WA 98122-1090	\$75,000.00	Grants - Child Welfare	501c(3)	12/3/2007
25	Silicon Valley Community Foundation	2440 West El Camino Real Suite 300 Mountain View, CA 94040	\$350,000.00	Grants - Communities	Advance Ruling Ends	4/21/2007

Elbridge Stuart Foundation  
DBA Stuart Foundation

	Grantee Legal Name	Payee Contact Primary Address	Amount	GL Account Description	Tax Status	Grant Date
26	Silicon Valley Community Foundation	2440 West El Camino Real, Suite 300 Mountain View, CA 94040	\$400,000 00	Grants - Communities	Advance Ruling Ends	4/21/2007
27	WestEd	730 Hamson Street San Francisco, CA 94107-1242	\$300,000 00	Grants - Education	Government entity	9/14/2007
28	Youth Law Center	200 Pine Street, Suite 300 San Francisco, CA 94104	\$75,000 00	Grants - Child Welfare	501c(3)	3/30/2007
29	Youth Law Center	200 Pine Street, Suite 300 San Francisco, CA 94104	\$75,000 00	Grants - Child Welfare	501c(3)	3/30/2007
Total of Grants Payable			\$4,884,095 00			

**Stuart Foundation 2007 990-PF Attachment  
Report of Expenditure Responsibility Grants**

<b>Grantee</b>	Inverness Research Associates
<b>Grantee Address</b>	P.O. Box 313 15 Inverness Way Inverness, CA 94937
<b>Grant #</b>	2007-538
<b>Purpose</b>	To start the Bay Area Consortium for Improving Science Education, to strengthen the capacity of Bay Area educators, school districts, science education organizations, and other child and youth-serving organizations to improve science education
<b>Awarded Amount</b>	\$50,000

**Payments**

1. Date Paid in Current Tax Year: 11/21/2007
2. Total Paid: \$50,000.00
3. Amount of Grant Spent by Grantee: \$50,000.00

**Reporting**

<b>Due Date</b>	<b>Type of Report</b>	<b>Report Notes</b>	<b>Done</b>
2/29/2008	Interim Financial Report	Covers period prior to Stuart grant	5/30/2008
5/30/2008	Final Narrative Report		7/3/2008
5/30/2008	Final Financial Report		7/3/2008

**Diversion**

To the knowledge of the Foundation and based on the reports furnished by the grantee, no part of the grant was used for other than the intended purpose and no verification efforts have been considered necessary

**Verification**

Please see attached Grantee Reports

**Stuart Foundation 2007 990-PF Attachment  
Report of Expenditure Responsibility Grants**

<b>Grantee</b>	Inverness Research Associates
<b>Grantee Address</b>	P.O. Box 313 15 Inverness Way Inverness, CA 94937
<b>Grant #</b>	2007-432
<b>Purpose</b>	to support the Cotsen Foundation Collaboration
<b>Awarded Amount</b>	\$122,000

**Payments**

1. Date Paid in Current Tax Year: 09/15/2007
2. Total Paid: \$122,000 00
3. Amount of Grant Spent by Grantee: \$60,344

**Reporting**

Due Date	Type of Report	Report Notes	Done Date
3/31/2008	Interim Financial Report		4/3/2008
3/31/2008	Interim Narrative Report		4/3/2008
10/31/2008	Final Narrative Report		
10/31/2008	Final Financial Report		

**Diversion**

To the knowledge of the Foundation and based on the reports furnished by the grantee, no part of the grant was used for other than the intended purpose and no verification efforts have been considered necessary

**Verification**

Please see attached Grantee Reports