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

OMB No 1545-0052

**2009**Department of the Treasury  
Internal Revenue Service

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

For calendar year 2009, or tax year beginning , 2009, and ending

G Check all that apply ☐ Initial return ☐ Initial Return of a former public charity ☐ Final return  
☐ Amended return ☒ Address change ☐ Name change

Use the IRS label. Otherwise, print or type. See Specific Instructions.	The Passport Foundation 30 Hotaling Place #300 San Francisco, CA 94111		A Employer identification number 26-1580196
			B Telephone number (see the instructions) 415-321-4600
H Check type of organization: <input checked="" type="checkbox"/> Section 501(c)(3) exempt private foundation <input type="checkbox"/> Section 4947(a)(1) nonexempt charitable trust <input type="checkbox"/> Other taxable private foundation		C If exemption application is pending, check here <input type="checkbox"/>	
I Fair market value of all assets at end of year (from Part II, column (c), line 16) \$ 31,050,202.		D 1 Foreign organizations, check here <input type="checkbox"/> 2 Foreign organizations meeting the 85% test, check here and attach computation <input type="checkbox"/>	
J Accounting method <input checked="" type="checkbox"/> Cash <input type="checkbox"/> Accrual <input type="checkbox"/> Other (specify) _____		E If private foundation status was terminated under section 507(b)(1)(A), check here <input type="checkbox"/> F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here <input type="checkbox"/>	

Part I Analysis of Revenue and Expenses (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see the instructions).)		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
REVENUE	1 Contributions, gifts, grants, etc., received (att sch)				
	2 Ck <input checked="" type="checkbox"/> if the foundn is not req to att Sch B				
	3 Interest on savings and temporary cash investments	34,091.	34,091.	N/A	
	4 Dividends and interest from securities	7,500.	7,500.		
	5a Gross rents				
	b Net rental income or (loss)				
	6a Net gain/(loss) from sale of assets not on line 10	-780,733.			
	b Gross sales price for all assets on line 6a	10,565,352.			
	7 Capital gain net income (from Part IV, line 2)		0.		
	8 Net short-term capital gain				
	9 Income modifications				
	10a Gross sales less returns and allowances				
b Less cost of goods sold					
c Gross profit/(loss) (att sch)					
11 Other income (attach schedule)					
12 Total-Add lines 1 through 11	-739,142.	41,591.			
ADMINISTRATIVE AND OPERATING EXPENSES	13 Compensation of officers, directors, trustees, etc	0.			
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits				
	16a Legal fees (attach schedule)				
	b Accounting fees (attach sch) See St 1	200.		200.	
	c Other prof fees (attach sch) See St 2	208,848.	7,398.		201,450.
	17 Interest				
	18 Taxes (attach schedule)(see instr) See Stm 3	12,684.			
	19 Depreciation (attach sch) and depletion				
	20 Occupancy				
	21 Travel, conferences, and meetings	32,279.			32,279.
	22 Printing and publications				
	23 Other expenses (attach schedule) See Statement 4	72,695.			72,695.
	24 Total operating and administrative expenses. Add lines 13 through 23	326,706.	7,398.		306,624.
25 Contributions, gifts, grants paid Part XV	1,182,653.			1,182,653.	
26 Total expenses and disbursements. Add lines 24 and 25	1,509,359.	7,398.		1,489,277.	
27 Subtract line 26 from line 12:					
a Excess of revenue over expenses and disbursements	-2,248,501.				
b Net investment income (if negative, enter -0 )		34,193.			
c Adjusted net income (if negative, enter -0 )					

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Part II Balance Sheets		Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions)	Beginning of year	End of year	
			(a) Book Value	(b) Book Value	(c) Fair Market Value
ASSETS	1	Cash — non-interest-bearing			
	2	Savings and temporary cash investments	16,278,626.	11,717,528.	11,717,528.
	3	Accounts receivable			
		Less: allowance for doubtful accounts			
	4	Pledges receivable			
		Less: allowance for doubtful accounts			
	5	Grants receivable			
	6	Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see the instructions)			
	7	Other notes and loans receivable (attach sch)			
		Less: allowance for doubtful accounts			
	8	Inventories for sale or use			
	9	Prepaid expenses and deferred charges			
	10a	Investments — U S and state government obligations (attach schedule)			
	b	Investments — corporate stock (attach schedule) Statement 5	3,921,426.	3,022,550.	2,830,000.
	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	10,100,000.	13,311,473.	16,502,674.	
14	Land, buildings, and equipment basis				
	Less: accumulated depreciation (attach schedule)				
15	Other assets (describe )				
16	<b>Total assets</b> (to be completed by all filers — see instructions. Also, see page 1, item I)	30,300,052.	28,051,551.	31,050,202.	
LIABILITIES	17	Accounts payable and accrued expenses			
	18	Grants payable			
	19	Deferred revenue			
	20	Loans from officers, directors, trustees, & other disqualified persons			
	21	Mortgages and other notes payable (attach schedule)			
	22	Other liabilities (describe )			
	23	<b>Total liabilities</b> (add lines 17 through 22)	0.	0.	
NET ASSETS OR FUND BALANCES	Foundations that follow SFAS 117, check here and complete lines 24 through 26 and lines 30 and 31.				
	24	Unrestricted			
	25	Temporarily restricted			
	26	Permanently restricted			
	Foundations that do not follow SFAS 117, check here and complete lines 27 through 31.		X		
	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	30,300,052.	28,051,551.	
	30	<b>Total net assets or fund balances</b> (see the instructions)	30,300,052.	28,051,551.	
	31	<b>Total liabilities and net assets/fund balances</b> (see the instructions)	30,300,052.	28,051,551.	

## 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	30,300,052.
2	Enter amount from Part I, line 27a	2	-2,248,501.
3	Other increases not included in line 2 (itemize)	3	
4	Add lines 1, 2, and 3	4	28,051,551.
5	Decreases not included in line 2 (itemize)	5	
6	Total net assets or fund balances at end of year (line 4 minus line 5) — Part II, column (b), line 30	6	28,051,551.

**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)
<b>1a Publicly-traded securities</b>		P	Various	Various
<b>b See attachment</b>		P	Various	Various
<b>c</b>				
<b>d</b>				
<b>e</b>				
(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)	
<b>a</b> 4,816,999.		3,921,426.	895,573.	
<b>b</b> 5,748,353.		7,424,659.	-1,676,306.	
<b>c</b>				
<b>d</b>				
<b>e</b>				
Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69				
(i) Fair Market Value as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of column (i) over column (j), if any	(l) Gains (Column (h) gain minus column (k), but not less than -0-) or Losses (from column (h))	
<b>a</b>			895,573.	
<b>b</b>			-1,676,306.	
<b>c</b>				
<b>d</b>				
<b>e</b>				
<b>2 Capital gain net income or (net capital loss)</b>		<div style="border: 1px solid black; padding: 2px;">           If gain, also enter in Part I, line 7            If (loss), enter -0- in Part I, line 7         </div>		<b>2</b> -780,733.
<b>3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6):</b>		<div style="border: 1px solid black; padding: 2px;">           If gain, also enter in Part I, line 8, column (c) (see the instructions) If (loss), enter -0-            in Part I, line 8         </div>		<b>3</b> 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))
2008	411,891.	31,318,073.	0.013152
2007	0	2,471,119.	0.000000
2006			
2005			
2004			
<b>2 Total of line 1, column (d)</b>		<b>2</b>	0.013152
<b>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</b>		<b>3</b>	0.006576
<b>4 Enter the net value of noncharitable-use assets for 2009 from Part X, line 5</b>		<b>4</b>	29,770,004.
<b>5 Multiply line 4 by line 3</b>		<b>5</b>	195,768.
<b>6 Enter 1% of net investment income (1% of Part I, line 27b)</b>		<b>6</b>	342.
<b>7 Add lines 5 and 6</b>		<b>7</b>	196,110.
<b>8 Enter qualifying distributions from Part XII, line 4</b>		<b>8</b>	1,489,277.

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 the instructions)**

1 a Exempt operating foundations described in section 4940(d)(2), check here <input type="checkbox"/> and enter 'N/A' on line 1 Date of ruling or determination letter: _____ (attach copy of letter if necessary - see instr.)		1	342.
b Domestic foundations that meet the section 4940(e) requirements in Part V, check here <input checked="" type="checkbox"/> and enter 1% of Part I, line 27b			
c All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, column (b).			
2 Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)		2	0.
3 Add lines 1 and 2		3	342.
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	342.
6 Credits/Payments			
a 2009 estimated tax pmts and 2008 overpayment credited to 2009	6a	6,378.	
b Exempt foreign organizations – tax withheld at source	6b		
c Tax paid with application for extension of time to file (Form 8868)	6c		
d Backup withholding erroneously withheld	6d		
7 Total credits and payments. Add lines 6a through 6d	7	6,378.	
8 Enter any penalty for underpayment of estimated tax. Check here <input type="checkbox"/> if Form 2220 is attached	8		
9 Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed	9	0.	
10 Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10	6,036.	
11 Enter the amount of line 10 to be Credited to 2010 estimated tax 500. Refunded	11	5,536.	

**Part VII-A Statements Regarding Activities**

	Yes	No
1 a 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 Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see the instructions for definition)?		X
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		
c 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 \$ 0. (2) On foundation managers \$ 0.		
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers \$ 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
4 a 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?		N/A
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, column (c), and Part XV	X	
8 a Enter the states to which the foundation reports or with which it is registered (see the instructions) 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 2009 or the taxable year beginning in 2009 (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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**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 acquire a direct or indirect interest in any applicable insurance contract before August 17, 2008?	12		X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address <u>N/A</u>	13	X	
14	The books are in care of <u>The Passport Foundation</u> Telephone no <u>415-321-4610</u> Located at <u>30 Hotaling Place, Ste 300 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 <u>N/A</u> and enter the amount of tax-exempt interest received or accrued during the year <u>15</u>			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 type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(6) Agree to pay money or property to a government official? (Exception. Check 'No' if the 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 the instructions)? Organizations relying on a current notice regarding disaster assistance check here <input type="checkbox"/>	1b	N/A
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 2009?	1c	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 2009, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2009? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No If 'Yes,' list the years <u>20__ , 20__ , 20__ , 20__</u>		
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 all years listed, answer 'No' and attach statement - see the instructions)	2b	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. <u>20__ , 20__ , 20__ , 20__</u>		
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 2009 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 2009.)	3b	N/A
4a Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a	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 2009?	4b	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)? (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)?

5b 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)

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

6b X

**b** Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract?

If 'Yes' to 6b, file Form 8870

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

7b N/A

**b** If yes, did the foundation receive any proceeds or have any net income attributable to the transaction?**Part VIII Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors****1** List all officers, directors, trustees, foundation managers and their compensation (see instructions).

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

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

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

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

0

**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
Foundation Source 55 Walls Drive Fairfield, CT 06824	Administration	72,185.
Janet Maughan 189 Highland Avenue Montclair, NJ 07042	Philanthropic svc	147,000.

Total 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.

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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	3,088,021.
b Average of monthly cash balances	1b	11,826,749.
c Fair market value of all other assets (see instructions)	1c	15,308,584.
d Total (add lines 1a, b, and c)	1d	30,223,354.
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	30,223,354.
4 Cash deemed held for charitable activities Enter 1-1/2% of line 3 (for greater amount, see instructions)	4	453,350.
5 Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	29,770,004.
6 Minimum investment return. Enter 5% of line 5	6	1,488,500.

**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	1,488,500.
2a Tax on investment income for 2009 from Part VI, line 5	2a	342.
b Income tax for 2009 (This does not include the tax from Part VI.)	2b	
c Add lines 2a and 2b	2c	342.
3 Distributable amount before adjustments Subtract line 2c from line 1	3	1,488,158.
4 Recoveries of amounts treated as qualifying distributions	4	
5 Add lines 3 and 4	5	1,488,158.
6 Deduction from distributable amount (see instructions)	6	
7 Distributable amount as adjusted. Subtract line 6 from line 5 Enter here and on Part XIII, line 1	7	1,488,158.

**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	1,489,277.
b Program-related investments — total from Part IX-B	1b	
2 Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	2	
3 Amounts set aside for specific charitable projects that satisfy the.		
a Suitability test (prior IRS approval required)	3a	
b Cash distribution test (attach the required schedule)	3b	
4 Qualifying distributions Add lines 1a through 3b Enter here and on Part V, line 8, and Part XIII, line 4	4	1,489,277.
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 (see instructions)	5	342.
6 Adjusted qualifying distributions. Subtract line 5 from line 4	6	1,488,935.

**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 2008	(c) 2008	(d) 2009
1 Distributable amount for 2009 from Part XI, line 7				1,488,158.
2 Undistributed income, if any, as of the end of 2009.				
a Enter amount for 2008 only			1,142,679.	
b Total for prior years 20__, 20__, 20__		0.		
3 Excess distributions carryover, if any, to 2009				
a From 2004				
b From 2005				
c From 2006				
d From 2007				
e From 2008				
f Total of lines 3a through e	0.			
4 Qualifying distributions for 2009 from Part XII, line 4 ▶ \$ 1,489,277.				
a Applied to 2008, but not more than line 2a			1,142,679.	
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 2009 distributable amount				346,598.
e Remaining amount distributed out of corpus	0.			
5 Excess distributions carryover applied to 2009 (If an amount appears in column (d), the same amount must be shown in column (a) )	0.			0.
6 Enter the net total of each column as indicated below:				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5	0.			
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 2008 Subtract line 4a from line 2a Taxable amount — see instructions			0.	
f Undistributed income for 2009 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2010				1,141,560.
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 2004 not applied on line 5 or line 7 (see instructions)	0.			
9 Excess distributions carryover to 2010. Subtract lines 7 and 8 from line 6a	0.			
10 Analysis of line 9				
a Excess from 2005				
b Excess from 2006				
c Excess from 2007				
d Excess from 2008				
e Excess from 2009				

BAA

Form 990-PF (2009)

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

N/A

- 1a** If the foundation has received a ruling or determination letter that it is a private operating foundation, and the ruling is effective for 2009, 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)

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

- b** 85% of line 2a

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

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

- e** Qualifying distributions made directly for active conduct of exempt activities  
Subtract line 2d from line 2c

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

- a 'Assets' alternative test – enter

- (1) Value of all assets**

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

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

- c 'Support' alternative test – enter

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

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

- (3) Largest amount of support from an exempt organization

- (4) Gross investment income**

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

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

- 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:

**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</b> Paid during the year See attachment	N/A	Public	See attachment	1,182,653.
<b>Total</b>				<b>3a</b> 1,182,653.
<b>b</b> Approved for future payment				
<b>Total</b>				<b>3b</b>

**Part XVI-A Analysis of Income-Producing Activities**

Enter gross amounts unless otherwise indicated

Enter gross amounts unless otherwise indicated	Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income (see the instructions)
	(a) Business code	(b) Amount	(c) Exclu- sion code	(d) Amount	
1 Program service revenue.					
a					
b					
c					
d					
e					
f					
g Fees and contracts from government agencies					
2 Membership dues and assessments					
3 Interest on savings and temporary cash investments			14	34,091.	
4 Dividends and interest from securities			14	7,500.	
5 Net rental income or (loss) from real estate:					
a Debt-financed property					
b Not debt-financed property					
6 Net rental income or (loss) from personal property					
7 Other investment income					
8 Gain or (loss) from sales of assets other than inventory			18	-780,733.	
9 Net income or (loss) from special events					
10 Gross profit or (loss) from sales of inventory					
11 Other revenue					
a					
b					
c					
d					
e					
12 Subtotal. Add columns (b), (d), and (e)				-739,142.	
13 Total. Add line 12, columns (b), (d), and (e)				13	-739,142

(See worksheet in the instructions for line 13 to verify calculations.)

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

[illegible]



## The Passport Foundation

26-1580196

**Statement 1**  
**Form 990-PF, Part I, Line 16b**  
**Accounting Fees**

	(a) Expenses per Books	(b) Net Investment Income	(c) Adjusted Net Income	(d) Charitable Purposes
Prep of annual return and consult	\$ 200.			\$ 200.
Total	<u>\$ 200.</u>	<u>\$ 0.</u>		<u>\$ 200.</u>

**Statement 2**  
**Form 990-PF, Part I, Line 16c**  
**Other Professional Fees**

	(a) Expenses per Books	(b) Net Investment Income	(c) Adjusted Net Income	(d) Charitable Purposes
Investment management services	\$ 7,398.	\$ 7,398.		
Philanthropic consulting services	201,450.			\$ 201,450.
Total	<u>\$ 208,848.</u>	<u>\$ 7,398.</u>		<u>\$ 201,450.</u>

**Statement 3**  
**Form 990-PF, Part I, Line 18**  
**Taxes**

	(a) Expenses per Books	(b) Net Investment Income	(c) Adjusted Net Income	(d) Charitable Purposes
Excise tax	\$ 12,684.			
Total	<u>\$ 12,684.</u>	<u>\$ 0.</u>		<u>\$ 0.</u>

**Statement 4**  
**Form 990-PF, Part I, Line 23**  
**Other Expenses**

	(a) Expenses per Books	(b) Net Investment Income	(c) Adjusted Net Income	(d) Charitable Purposes
Administrative fees	\$ 72,185.			\$ 72,185.
Dues and memberships	500.			500.
State filing fee	10.			10.
Total	<u>\$ 72,695.</u>	<u>\$ 0.</u>		<u>\$ 72,695.</u>

**Statement 5**  
**Form 990-PF, Part II, Line 10b**  
**Investments - Corporate Stocks**

<u>Corporate Stocks</u>	<u>Valuation Method</u>	<u>Book Value</u>	<u>Fair Market Value</u>
100,000 shs Dr. Pepper/7-Up Co.	Cost	\$ 3,022,550.	\$ 2,830,000.
	Total	<u>\$ 3,022,550.</u>	<u>\$ 2,830,000.</u>

**Statement 6**  
**Form 990-PF, Part II, Line 13**  
**Investments - Other**

<u>Other Investments</u>	<u>Valuation Method</u>	<u>Book Value</u>	<u>Fair Market Value</u>
Other Investments - See attachment	Cost	\$ 13,311,473.	\$ 16,502,674.
	Total	<u>\$ 13,311,473.</u>	<u>\$ 16,502,674.</u>

**Statement 7**  
**Form 990-PF, Part VIII, Line 1**  
**List of Officers, Directors, Trustees, and Key Employees**

<u>Name and Address</u>	<u>Title and Average Hours Per Week Devoted</u>	<u>Compensation</u>	<u>Contribution to EBP &amp; DC</u>	<u>Expense Account/Other</u>
John H. Burbank III 30 Hotaling Place, Ste 300 San Francisco, CA 94111	Pres/Director < 1 hr/wk	\$ 0.	\$ 0.	\$ 0.
Jim Cunningham 30 Hotaling Place, Ste 300 San Francisco, CA 94111	Dir/Trustee < 1 hr/wk	0.	0.	0.
Joanne Cormican 30 Hotaling Place, Ste 300 San Francisco, CA 94111	Dir/Treasurer < 1 hr/wk	0.	0.	0.
Walther Lovato 30 Hotaling Place, Ste 300 San Francisco, CA 94111	Dir/Trustee < 1 hr/wk	0.	0.	0.
Michele Clifford 30 Hotaling Place, Ste 300 San Francisco, CA 94111	Secretary < 1 hr/wk	0.	0.	0.
	Total	<u>\$ 0.</u>	<u>\$ 0.</u>	<u>\$ 0.</u>



**The Passport Foundation**  
**EIN: 26-1580196**  
**Taxable Year Ending December 31, 2009**

**Form 990-PF, Part II, Line 13 - Investments - Other**

Asset Description	Line 13 - Column (b) Book Value	Line 13 - Column (c) Fair Market Value
PASSPORT GLOBAL STRATEGIES II OFFSHORE LTD CL B IV (1114SPVS90109)	\$162,532 97	\$162,533 00
PASSPORT ENERGY FUND LTD CLASS D2 (1418D2407809)	\$500,000 00	\$496,344 00
PASSPORT MATERIALS FUND LTD CLASS A2 (18A21112809)	\$1,750,087 59	\$551,621 27
PASSPORT ENERGY FUND LTD CLASS SP C2 (3S1C281609)	\$212,808 00	\$212,807 27
PASSPORT MATERIALS FUND LTD CLASS SP A2 II (8S1A2084009)	\$49,912 68	\$51,414 40
PASSPORT ENERGY FUND, LTD CLASS D1 (ENERGYD1HRT)	\$636,132 00	\$635,296 00
PROVIDENCE MBS OFFSHORE FUND, LTD (MBSOFFSHORE)	\$4,000,000 00	\$4,846,250 40
NISSWA FIXED INCOME FUND LTD (NISSWA)	\$2,000,000 00	\$2,380,911 98
STRUCTURED SERVICING HOLDINGS (OFFSHORE), LTD 0904 (STRUCTURED0904)	\$2,000,000 00	\$3,750,488 58
STRUCTURED SERVICING HOLDINGS (OFFSHORE), LTD 0905 (STRUCTURED0905)	\$2,000,000 00	\$3,415,006 99
<b>TOTAL INVESTMENTS - OTHER</b>	<b>\$13,311,473</b>	<b>\$16,502,674</b>

The Passport Foundation  
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Form 990-PF, Part IV, Line 1 - Capital Gains and Losses for Tax on Investment Income

Ln. 1		(a) - Description of Property Sold	(b) - How Acq.	(c) - Date Acq.	(d) - Date Sold	(e) - Gross Sales Price	(f) Dep. Allowed	(g) - Cost Basis	(h)/(i) Gain/ Loss
c	2718 0841	Sh 1045C207809 - PASSPORT OFFSHORE LTD CLASS C2	P	07/01/2008	12/31/2009	\$1,567,057 03	\$ -	\$2,837,467 03	(\$1,270,410 00)
d	1558 9823	Sh 1318C207809 - PASSPORT ENERGY FUND LTD CLASS C2	P	07/01/2008	12/31/2009	\$1,218,606 00	\$ -	\$1,587,192 00	(\$368,586 00)
e	2586 0342	Sh 1319C207809 - PASSPORT SPECIAL OPPORTUNITY FUND LTD CLASS C2	P	07/01/2008	12/31/2009	\$2,553,187 00	\$ -	\$2,578,325 58	(\$25,138 58)
f	401 4957	Sh 9SC281109 - PASSPORT SPECIAL OPPORTUNITY FUND LTD CLASS SP C2	P	Various	12/31/2009	\$409,503 00	\$ -	\$421,674 41	(\$12,171 41)
TOTAL GROSS SALES PRICE						\$5,748,353			
CAPITAL GAIN NET INCOME (OR NET CAPITAL LOSS):						(\$1,676,306)			

**The Passport Foundation**  
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**Taxable Year Ending December 31, 2009**

**Form 990-PF, Part XV, Line 3a - Grants and Contributions Paid During the Year**

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
ALASKA COMMUNITY ACTION ON TOXICS 505 W NORTHERN LIGHTS BLVD STE 205, ANCHORAGE, AK 99503	N/A		509(a)(2)	STUDY TO EXPAND KNOWLEDGE OF IMPACTS OF ORGANOCHLORINE PESTICIDES ON HUMANS IN ARCTIC ALASKA TO PROMPT ELIMINATION OF ENDOSULFAN	\$50,000 00
ASSOCIATION OF REPRODUCTIVE HEALTH PROFESSIONALS 1901 L STREET NW, WASHINGTON, DC 20036	N/A		509(a)(1)	REPRODUCTION AND ENVIRONMENT PROGRAM	\$50,000 00
AVON WALK FOR BREAST CANCER ONE AVON PLAZA, RYE, NY 10580	N/A		509(a)(1)	GENERAL & UNRESTRICTED	\$120 00
BREAST CANCER FUND 1388 SUTTER ST STE 400, SAN FRANCISCO, CA 94109	N/A		509(a)(1)	BISPHENOL A (BPA) MIGRATION FROM FOOD AND BEVERAGE CONTAINERS AND AN INTERVENTION TO REDUCE BPA CONSUMPTION IN A PILOT SAMPLE STUDY	\$40,720 00
BREAST CANCER FUND 1388 SUTTER ST STE 400, SAN FRANCISCO, CA 94109	N/A		509(a)(1)	POLICY ADVOCACY TO COMPLIMENT SIF BP MIGRATION STUDY	\$20,442 00
COMMONWEAL PO BOX 316, BOLINAS, CA 94924	N/A		509(a)(1)	THE COLLABORATIVE ON HEALTH AND THE ENVIRONMENT	\$100,000 00
CONSULTATIVE GROUP ON BIOLOGICAL DIVERSITY PO BOX 29361, SAN FRANCISCO, CA 94129	N/A		509(a)(1)	THE HEALTH AND ENVIRONMENT FUNDERS NETWORK	\$15,000 00

**The Passport Foundation**  
**EIN: 26-1580196**  
**Taxable Year Ending December 31, 2009**

**Form 990-PF, Part XV, Line 3a - Grants and Contributions Paid During the Year**

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
CORNELL UNIVERSITY FOUNDATION RELATIONS, ITHACA, NY 14850	N/A		509(a)(1)	GENERAL & UNRESTRICTED	\$2,500 00
ENVIRONMENTAL HEALTH FUND INC 41 OAKVIEW TER, BOSTON, MA 02130	N/A		509(a)(1)	NATIONAL CHEMICAL POLICY REFORM COALITION COORDINATION	\$100,000 00
GEORGE MARK CHILDRENS FUND 2121 GEORGE MARK LN, SAN LEANDRO, CA 94578	N/A		509(a)(1)	GENERAL & UNRESTRICTED	\$5,000 00
GLOBAL CONNECTION INTERNATIONAL 9250 E COSTILLA AVE STE 600, ENGLEWOOD, CO 80112	N/A		509(a)(1)	SONRISE ORPHANAGE	\$5,000 00
GOOD SHEPHERD LUTHERAN CHURCH 1630 GRAND AVENUE, GLENWOOD SPRINGS, CO 81601	N/A		509(a)(1)	HSYG NEW ORLEANS TRIP FUND	\$75 00
GORDON RESEARCH CONFERENCES 512 LIBERTY LN, WEST KINGSTON, RI 02892	N/A		509(a)(2)	GENERAL & UNRESTRICTED	\$10,000 00
HABITAT FOR HUMANITY GREATER SAN FRANCISCO INC 645 HARRISON STREET, SAN FRANCISCO, CA 94107	N/A		509(a)(1)	GENERAL & UNRESTRICTED	\$440 00
HEDGE FUNDS CARE INC 70 W 36TH ST RM 1404, NEW YORK, NY 10018	N/A		509(a)(1)	GENERAL & UNRESTRICTED	\$15,000 00

**The Passport Foundation**  
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**Form 990-PF, Part XV, Line 3a - Grants and Contributions Paid During the Year**

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
HORIZONS FOR HOMELESS CHILDREN INC 1705 COLUMBUS AVE, ROXBURY, MA 02119	N/A	509(a)(1)	GENERAL & UNRESTRICTED	\$101 00
LEAGUE TO SAVE LAKE TAHOE 955 EMERALD BAY RD, S LAKE TAHOE, CA 96150	N/A	509(a)(2)	GENERAL & UNRESTRICTED	\$500 00
LEUKEMIA & LYMPHOMA SOCIETY-GREATER SAN FRANCISCO BAY AREA 1390 MARKET STREET, SAN FRANCISCO, CA 94102	N/A	509(a)(1)	GENERAL & UNRESTRICTED	\$5,800 00
LEUKEMIA & LYMPHOMA SOCIETY-GREATER SAN FRANCISCO BAY AREA 1390 MARKET STREET, SAN FRANCISCO, CA 94102	N/A	509(a)(1)	HAYLEY VAUGHAN - TEAM IN TRAINING FUND	\$100 00
LEUKEMIA & LYMPHOMA SOCIETY-GREATER SAN FRANCISCO BAY AREA 1390 MARKET STREET, SAN FRANCISCO, CA 94102	N/A	509(a)(1)	CHARITABLE EVENT	\$100 00
MOUNT SINAI SCHOOL OF MEDICINE OF NEW YORK UNIVERSITY ONE GUSTAVE L LEVY PLACE, NEW YORK, NY 10029	N/A	509(a)(1)	PRENATAL METHYLMERCURY EXPOSURE AND ITS IMPACT ON ADULT COGNITIVE AND CARDIOVASCULAR OUTCOMES STUDY	\$50,000 00
NATURAL RESOURCES DEFENSE COUNCIL INC 40 WEST 20TH STREET, NEW YORK, NY 10011	N/A	509(a)(1)	HEALTH AND ENVIRONMENT PROGRAM	\$75,000 00
REGENTS OF THE UNIVERSITY OF CALIFORNIA 1 SHIELDS AVE, DAVIS, CA 95616	N/A	509(a)(1)	"BISPHENOL A METABOLISM AND EFFECTS IN A PRIMATE MODEL" STUDY	\$44,302 00

**The Passport Foundation**  
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**Taxable Year Ending December 31, 2009**

**Form 990-PF, Part XV, Line 3a - Grants and Contributions Paid During the Year**

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
REPRODUCTIVE HEALTH TECHNOLOGIES PROJECT INC 1020 19TH ST NW STE 875, WASHINGTON, DC 20036	N/A	509(a)(1)	HEALTH & WELLNESS/ENVIRONMENT PROGRAM ONLINE MEDIA SURVEY/ANTHROPOLOGY PROJECT	\$85,000 00
RESEARCH FOUNDATION OF STATE UNIVERSITY OF NEW YORK PO BOX 9, ALBANY, NY 12201	N/A	509(a)(1)	METABOLIC SYNDROME THE ROLE OF PERSISTENT ORGANIC POLLUTANTS IN INCREASING RISK STUDY	\$44,492 00
SIMMONS COLLEGE 300 THE FENWAY, BOSTON, MA 02115	N/A	509(a)(1)	DETERMINATION OF SOURCES OF BISPHEINOL A EXPOSURE AMONG INFANTS IN A NEONATAL INTENSIVE CARE UNIT STUDY	\$18,960 00
SOCIETY OF TOXICOLOGY 1821 MICHAEL FARADAY DR STE 300, RESTON, VA 20190	N/A	509(a)(2)	OBESITY SATELLITE MEETING	\$4,000 00
TALL SHIP EDUCATION ACADEMY INC 6 ENCLINE CT, SAN FRANCISCO, CA 94127	N/A	509(a)(1)	GENERAL & UNRESTRICTED	\$500 00
THE LEUKEMIA & LYMPHOMA SOCIETY 6033 CENTURY BLVD SUITE 300, LOS ANGELES, CA 90045	N/A	509(a)(1)	GENERAL & UNRESTRICTED	\$100 00
THE UNIVERSITY OF SOUTH DAKOTA FOUNDATION - SANFORD SCHOOL OF MEDICINE P O BOX 5555, VERMILLION, SD 57069	N/A	509(a)(1)	"EFFECTS OF PRENATAL EXPOSURE TO BISPHEINOL A ON FEMALE MONKEY UROGENITAL DEVELOPMENT" STUDY	\$10,000 00
TRUSTEES OF COLUMBIA UNIVERSITY IN THE CITY OF NEW YORK 100 HAVEN AVENUE, TOWER III, SUITE 25F, NEW YORK, NY 10032	N/A	509(a)(1)	IMPACT OF PRENATAL EXPOSURE TO BISPHEINOL-A ON CHILD NEURODEVELOPMENT STUDY	\$45,019 00

**The Passport Foundation**  
**EIN: 26-1580196**  
**Taxable Year Ending December 31, 2009**

**Form 990-PF, Part XV, Line 3a - Grants and Contributions Paid During the Year**

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
TRUSTEES OF COLUMBIA UNIVERSITY IN THE CITY OF NEW YORK 475 RIVERSIDE DRIVE, MC7724, NEW YORK, NY 10115	N/A	509(a)(1)	COLUMBIA CENTER FOR CHILDREN'S ENVIRONMENTAL HEALTH'S SCIENCE AND POLICY CONFERENCE	\$10,000 00
TRUSTEES OF TUFTS COLLEGE 80 GEORGE ST - STE 200, MEDFORD, MA 02155	N/A	509(a)(1)	"DOES BPA ALTER FETAL MAMMARY GLAND DEVELOPMENT IN PRIMATES?" STUDY	\$37,318 00
U C REGENTS 1001 POTRERO AVENUE, BLDG 20, SAN FRANCISCO, CA 94110	N/A	509(a)(1)	UCSF PROGRAM ON REPRODUCTIVE HEALTH AND THE ENVIRONMENT	\$100,063 00
UNIVERSITY OF CALIFORNIA SAN FRANCISCO UCSF PAYROLL OFFICE UCSF BOX 0812, SAN FRANCISCO, CA 94143	N/A	509(a)(1)	"ASSESSING CUMULATIVE BURDENS OF CHEMICAL EXPOSURE AMONG PREGNANT WOMEN IN THE UNITED STATES" STUDY	\$21,476 00
UNIVERSITY OF CALIFORNIA SAN FRANCISCO UCSF PAYROLL OFFICE UCSF BOX 0812, SAN FRANCISCO, CA 94143	N/A	509(a)(1)	"CUMULATIVE IMPACTS OF POLYBROMINATED DIPHENYL ETHERS AND POLYCHLORINATED BIPHENYLS ON THYROID DISRUPTION DURING PREGNANCY" STUDY	\$43,003 00
UNIVERSITY OF CALIFORNIA SAN FRANCISCO FOUNDATION P O BOX 45339, SAN FRANCISCO, CA 94145	N/A	509(a)(1)	ALS CENTER	\$3,000 00
UNIVERSITY OF IDAHO P O BOX 443020, MOSCOW, ID 83844	N/A	509(a)(1)	"EFFECTS OF MATERNAL BPA EXPOSURE IN RHESUS MONKEYS ON GENE EXPRESSION AND METABOLISM IN FETAL CARDIAC AND SKELETAL MUSCLE " STUDY	\$49,372 00
VIRGINIA ORGANIZING PROJECT INC 703 CONCORD AVENUE, CHARLOTTESVILLE, VA 22903	N/A	509(a)(1)	GENERAL & UNRESTRICTED	\$100,000 00

The Passport Foundation  
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Taxable Year Ending December 31, 2009

**Form 990-PF, Part XV, Line 3a - Grants and Contributions Paid During the Year**

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
WESTMINSTER PRESBYTERIAN CHURCH 47 JEFFERSON AVE SE, GRAND RAPIDS, MI 49503	N/A		509(a)(1)	CAMP HENRY DIVISION	\$150 00
YALE UNIVERSITY P O BOX 208232, NEW HAVEN, CT 06520	N/A		509(a)(1)	NEGATIVE EFFECT OF BISPHEINOL A ON THE BRAIN OF FETAL NON-HUMAN PRIMATES STUDY	\$20,000 00
TOTAL:					\$1,182,653