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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
InstructionsLISA AND DOUGLAS GOLDMAN FUND
ONE DANIEL BURNHAM COURT 330C
SAN FRANCISCO, CA 94109-5460

A Employer identification number

94-3167546

B Telephone number (see the instructions)

415-771-1717

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 foundation

I Fair market value of all assets at end of year (from Part II, column (c), line 16) ☐ Accounting method ☐ Cash ☒ Accrual
☐ Other (specify) _____

Fair market value of all assets at end of year (from Part II, column (c), line 16) \$ 28,270,209.

(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) (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)

1 Contributions, gifts, grants, etc, received (att sch)

5,924,071

2 Check ☐ if the foundn is not req to att Sch B

3 Interest on savings and temporary cash investments

64,082

64,082

64,082

4 Dividends and interest from securities

230,400

230,400

230,400

5a Gross rents

b Net rental income or (loss)

6a Net gain/(loss) from sale of assets not on line 10

-3,530

b Gross sales price for all assets on line 6a

7 Capital gain net income (from Part IV, line 2)

0

8 Net short-term capital gain

9 Income modifications

10a Gross sales less return and allowances

b Less Cost of goods sold

c Gross profit/(loss) (att sch)

11 Other income (attach schedule)

SEE STATEMENT 1

25,226

12 Total. Add lines 1 through 11

6,240,249

294,482

294,482

13 Compensation of officers, directors, trustees, etc

131,575

6,579

124,996

14 Other employee salaries and wages

38,397

1,920

36,477

15 Pension plans, employee benefits

16a Legal fees (attach schedule)

b Accounting fees (attach sch) SEE ST 2

17,074

7,764

9,310

c Other prof fees (attach sch)

17 Interest

18 Taxes (attach schedule) (see instr)

9,160

8

9,152

19 Depreciation (attach sch) and depletion

10,390

20 Occupancy

76,426

3,821

72,605

21 Travel, conferences, and meetings

12,677

12,677

22 Printing and publications

1,099

1,099

23 Other expenses (attach schedule)

SEE STATEMENT 4

45,545

18,357

27,188

24 Total operating and administrative expenses. Add lines 13 through 23

342,343

38,449

293,504

25 Contributions, gifts, grants paid PART XV

2,457,000

2,457,000

26 Total expenses and disbursements. Add lines 24 and 25

2,799,343

38,449

0

2,750,504

27 Subtract line 26 from line 12:

a Excess of revenue over expenses and disbursements

3,440,906

b Net investment income (if negative, enter 0)

256,033

c Adjusted net income (if negative, enter 0)

294,482

SCANNED JUN 09 2010

ADMINISTRATIVE EXPENSES

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OPERATING AND
IRS-CSC

610 14

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		1,892,862.	
	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			
	10 a	Investments — U.S. and state government obligations (attach schedule)			
	b	Investments — corporate stock (attach schedule)			
	c	Investments — corporate bonds (attach schedule)			
	11	Investments — land, buildings, and equipment: basis			
	Less: accumulated depreciation (attach schedule)				
12	Investments — mortgage loans				
13	Investments — other (attach schedule)	34,080,628.	33,135,719.	28,270,209.	
14	Land, buildings, and equipment: basis	71,508.			
	Less: accumulated depreciation (attach schedule) SEE STMT 5	26,652.	35,251.	44,856.	
15	Other assets (describe SEE STATEMENT 6)	6,609.	7,039.		
16	Total assets (to be completed by all filers — see instructions. Also, see page 1, item I)	34,122,488.	35,080,476.	28,270,209.	
LIABILITIES	17	Accounts payable and accrued expenses	6,121.	6,853.	
	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 SEE STATEMENT 7)	11,928,652.	4,865,510.	
	23	Total liabilities (add lines 17 through 22)	11,934,773.	4,872,363.	
FUND ASSETS OR BALANCES	Foundations that follow SFAS 117, check here and complete lines 24 through 26 and lines 30 and 31. <input checked="" type="checkbox"/>				
	24	Unrestricted	12,527,011.	17,080,338.	
	25	Temporarily restricted	9,660,704.	13,127,775.	
	26	Permanently restricted			
	Foundations that do not follow SFAS 117, check here and complete lines 27 through 31. <input type="checkbox"/>				
	27	Capital stock, trust principal, or current funds			
	28	Paid-in or capital surplus, or land, building, and equipment fund			
	29	Retained earnings, accumulated income, endowment, or other funds			
	30	Total net assets or fund balances (see the instructions)	22,187,715.	30,208,113.	
	31	Total liabilities and net assets/fund balances (see the instructions)	34,122,488.	35,080,476.	

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	22,187,715.
2	Enter amount from Part I, line 27a	2	3,440,906.
3	Other increases not included in line 2 (itemize) SEE STATEMENT 8	3	4,579,492.
4	Add lines 1, 2, and 3	4	30,208,113.
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	30,208,113.

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)
1a VARIOUS NET REALIZED LOSSES WFB		P	2/01/07	12/31/09
b				
c				
d				
e				

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
a		3,530.	-3,530.
b			
c			
d			
e			

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(i) Gains (Column (h) gain minus column (k), but not less than -0-) or Losses (from column (h))
(i) Fair Market Value as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of column (i) over column (j), if any	
a			-3,530.
b			
c			
d			
e			

2 Capital gain net income or (net capital loss)	<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>		2	-3,530.
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6).	<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>		3	0.

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

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

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

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

☐ Yes☒ No

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

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

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (column (b) divided by column (c))
2008	3,212,444.	29,446,568.	0.109094
2007	2,038,494.	27,257,342.	0.074787
2006	1,349,937.	23,211,471.	0.058158
2005	1,060,028.	18,077,662.	0.058637
2004	920,385.	13,521,514.	0.068068

2 Total of line 1, column (d)	2	0.368744
3 Average distribution ratio for the 5-year base period — divide the total on line 2 by 5, or by the number of years the foundation has been in existence if less than 5 years	3	0.073749
4 Enter the net value of noncharitable-use assets for 2009 from Part X, line 5	4	25,608,900.
5 Multiply line 4 by line 3	5	1,888,631.
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	2,560.
7 Add lines 5 and 6	7	1,891,191.
8 Enter qualifying distributions from Part XII, line 4	8	2,768,313.

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)

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 or determination letter _____ (attach copy of letter if necessary — see instr.)			
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		1	2,560.
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	2,560.
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	2,560.
6 Credits/Payments			
a 2009 estimated tax pmts and 2008 overpayment credited to 2009	6a	9,000.	
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	9,000.	
8 Enter any penalty for underpayment of estimated tax. Check here <input checked="" type="checkbox"/> if Form 2220 is attached	8	5.	
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	6,435.	
11 Enter the amount of line 10 to be Credited to 2010 estimated tax <input type="checkbox"/> 6,435. Refunded <input checked="" type="checkbox"/>	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
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 <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?		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	
8a 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>HTTP://LDGFUND.ORG/</u>	13	X	
14	The books are in care of <u>NANCY KAMI</u> Telephone no <u>415-771-1717</u> Located at <u>ONE DANIEL BURNHAM COURT, #330C SAN FRANCISCO</u> ZIP + 4 <u>94109-5460</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 <u>15</u>	N/A		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? If 'Yes,' list the years <u>20__</u> , <u>20__</u> , <u>20__</u> , <u>20__</u>	<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 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__</u> , <u>20__</u> , <u>20__</u> , <u>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**b** Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract?

6b X

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

7b N/A

Part VIII Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors**1** List all officers, directors, trustees, foundation managers and their compensation (see instructions).

(a) Name and address	(b) Title and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
NANCY KAMI ONE DANIEL BURNHAM COURT, #330 SAN FRANCISCO, CA 94109-5460	EXEC DIRECTR 40.00	131,575.	0.	0.
DOUGLAS E. GOLDMAN ONE DANIEL BURNHAM COURT, #330 SAN FRANCISCO, CA 94109-5460	PRESIDENT 8.00	0.	0.	0.
LISA M. GOLDMAN ONE DANIEL BURNHAM COURT, #330 SAN FRANCISCO, CA 94109-5460	SECRETARY 8.00	0.	0.	0.
DEREK T. KNUDSEN ONE DANIEL BURNHAM COURT, #330 SAN FRANCISCO, CA 94109-5460	TREASURER 2.00	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
NONE		
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	
Total. 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	25,682,548.
b	Average of monthly cash balances	1b	269,457.
c	Fair market value of all other assets (see instructions)	1c	46,878.
d	Total (add lines 1a, b, and c)	1d	25,998,883.
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	25,998,883.
4	Cash deemed held for charitable activities. Enter 1-1/2% of line 3 (for greater amount, see instructions)	4	389,983.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	25,608,900.
6	Minimum investment return. Enter 5% of line 5	6	1,280,445.

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	1,280,445.
2a	Tax on investment income for 2009 from Part VI, line 5	2a	2,560.
b	Income tax for 2009 (This does not include the tax from Part VI)	2b	
c	Add lines 2a and 2b	2c	2,560.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	1,277,885.
4	Recoveries of amounts treated as qualifying distributions	4	
5	Add lines 3 and 4	5	1,277,885.
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	1,277,885.

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	2,750,504.
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	17,809.
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	2,768,313.
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	2,560.
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	2,765,753.

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.

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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				1,277,885.
2 Undistributed income, if any, as of the end of 2009				
a Enter amount for 2008 only			0.	
b Total for prior years 20__, 20__, 20__		0.		
3 Excess distributions carryover, if any, to 2009				
a From 2004	252,123.			
b From 2005	165,301.			
c From 2006	233,119.			
d From 2007	734,841.			
e From 2008	1,754,576.			
f Total of lines 3a through e	3,139,960.			
4 Qualifying distributions for 2009 from Part XII, line 4. ► \$ 2,768,313.				
a Applied to 2008, but not more than line 2a			0.	
b Applied to undistributed income of prior years (Election required – see instructions)		0.		
c Treated as distributions out of corpus (Election required – see instructions)	0.			
d Applied to 2009 distributable amount				1,277,885.
e Remaining amount distributed out of corpus	1,490,428.			
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	4,630,388.			
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				0.
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see instructions)	0.			
8 Excess distributions carryover from 2004 not applied on line 5 or line 7 (see instructions)	252,123.			
9 Excess distributions carryover to 2010. Subtract lines 7 and 8 from line 6a	4,378,265.			
10 Analysis of line 9				
a Excess from 2005	165,301.			
b Excess from 2006	233,119.			
c Excess from 2007	734,841.			
d Excess from 2008	1,754,576.			
e Excess from 2009	1,490,428.			

Part XV Supplementary Information (continued)**3 Grants and Contributions Paid During the Year or Approved for Future Payment**

Recipient	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
Name and address (home or business)				
<i>a Paid during the year</i> SEE STATEMENT 11				
Total				3a 2,457,000.
<i>b Approved for future payment</i>				
Total				3b

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

Department of the Treasury
Internal Revenue Service

Schedule of Contributors

► **Attach to Form 990, 990-EZ, or 990-PF**

OMB No. 1545-0047

2009

Name of the organization

LISA AND DOUGLAS GOLDMAN FUND

Employer identification number

94-3167546

Organization type (check one)

Filers of:

Form 990 or 990-EZ

Section:

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

Form 990-PF

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

Check if your organization is covered by the **General Rule** or a **Special Rule**

Note: Only a section 501(c)(7), (8), or (10) organization can check boxes for both the General Rule and a Special Rule. See instructions.

General Rule –

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

Special Rules –

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

Caution: An organization that is not covered by the General Rule and/or the Special Rules does not file Schedule B (Form 990, 990-EZ, or 990-PF) but it **must** answer 'No' on Part IV, line 2 of their Form 990, or check the box on line H of its Form 990-EZ, or on line 2 of its Form 990-PF, to certify that it does not meet the filing requirements of Schedule B (Form 990, 990-EZ, or 990-PF).

BAA For Privacy Act and Paperwork Reduction Act Notice, see the Instructions for Form 990, 990-EZ, or 990-PF.

Schedule B (Form 990, 990-EZ, or 990-PF) (2009)

Name of organization

Employer identification number

LISA AND DOUGLAS GOLDMAN FUND

94-3167546

Part I Contributors (see instructions.)

(a) Number	(b) Name, address, and ZIP + 4	(c) Aggregate contributions	(d) Type of contribution
1	DOUGLAS GOLDMAN 1997 CHAR TRST 500 STANTON CHRISTIANA RD 2CS NEWARK, DE 19713	\$ 5,924,071.	Person <input checked="checked" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution.)
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution.)
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution.)
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution.)
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution.)
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution.)
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution.)
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution.)

Name of organization

Employer identification number

LISA AND DOUGLAS GOLDMAN FUND

94-3167546

Part II **Noncash Property** (see instructions)

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
	N/A	\$	
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
		\$	
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
		\$	
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
		\$	
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
		\$	
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
		\$	
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
		\$	

BAA

Employer identification number

94-3167546

Part III	<i>Exclusively</i> religious, charitable, etc, individual contributions to section 501(c)(7), (8), or (10)
-----------------	---

► \$ N/A

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

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STATEMENT 1
FORM 990-PF, PART I, LINE 11
OTHER INCOME

	(A) REVENUE PER BOOKS	(B) NET INVESTMENT INCOME	(C) ADJUSTED NET INCOME
OTHER INCOME	\$ 25,226.		
TOTAL	\$ 25,226.	\$ 0.	\$ 0.

STATEMENT 2
FORM 990-PF, PART I, LINE 16B
ACCOUNTING FEES

	(A) EXPENSES PER BOOKS	(B) NET INVESTMENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
ACCOUNTING FEES	\$ 15,355.	\$ 7,678.		\$ 7,677.
PAYROLL PROCESSING	1,719.	86.		1,633.
TOTAL	\$ 17,074.	\$ 7,764.	\$ 0.	\$ 9,310.

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 TAXES	\$ 9,000.			\$ 9,000.
STATE TAXES	160.	\$ 8.		152.
TOTAL	\$ 9,160.	\$ 8.	\$ 0.	\$ 9,152.

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
COMMUNICATION	\$ 6,505.			\$ 6,505.
EQUIPMENT MAINTENANCE	4,176.			4,176.
INSURANCE	10,957.	\$ 548.		10,409.
INVESTMENT FEES	17,809.	17,809.		
SUPPLIES	6,098.			6,098.
TOTAL	\$ 45,545.	\$ 18,357.	\$ 0.	\$ 27,188.

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LISA AND DOUGLAS GOLDMAN FUND

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STATEMENT 5
FORM 990-PF, PART II, LINE 14
LAND, BUILDINGS, AND EQUIPMENT

CATEGORY	BASIS	ACCUM. DEPREC.	BOOK VALUE	FAIR MARKET VALUE
MACHINERY AND EQUIPMENT	\$ 71,508.	\$ 26,652.	\$ 44,856.	\$ 0.
TOTAL	<u>\$ 71,508.</u>	<u>\$ 26,652.</u>	<u>\$ 44,856.</u>	<u>\$ 0.</u>

STATEMENT 6
FORM 990-PF, PART II, LINE 15
OTHER ASSETS

	BOOK VALUE	FAIR MARKET VALUE
OTHER PREPAIDS	\$ 7,039.	
TOTAL	<u>\$ 7,039.</u>	<u>\$ 0.</u>

STATEMENT 7
FORM 990-PF, PART II, LINE 22
OTHER LIABILITIES

INVESTMENT BOOK VALUE IN EXCESS OF FMV	\$ 4,865,510.
TOTAL	<u>\$ 4,865,510.</u>

STATEMENT 8
FORM 990-PF, PART III, LINE 3
OTHER INCREASES

UNREALIZED GAINS ON INVESTMENTS	\$ 4,579,492.
TOTAL	<u>\$ 4,579,492.</u>

STATEMENT 9
FORM 990-PF, PART XV, LINE 1A
FOUNDATION MANAGERS - 2% OR MORE CONTRIBUTORS

DOUGLAS E. GOLDMAN
 LISA M. GOLDMAN

STATEMENT 10
FORM 990-PF, PART XV, LINE 2A-D
APPLICATION SUBMISSION INFORMATION

NAME OF GRANT PROGRAM: ALL PROGRAMS
 NAME: DOUGLAS E. GOLDMAN
 CARE OF: LISA AND DOUGLAS GOLDMAN FUND

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LISA AND DOUGLAS GOLDMAN FUND

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STATEMENT 10 (CONTINUED)
FORM 990-PF, PART XV, LINE 2A-D
APPLICATION SUBMISSION INFORMATION

STREET ADDRESS: ONE DANIEL BURNHAM CT, STE 330C
 CITY, STATE, ZIP CODE: SAN FRANCISCO, CA 94109-5460
 TELEPHONE: 415-771-1717
 FORM AND CONTENT: AFTER REVIEWING THE FUND'S CURRENT PRIORITIES AND LIMITATIONS, INTERESTED APPLICANTS SHOULD SUBMIT AN INITIAL LETTER OF INQUIRY FOR REVIEW. APPLICANTS WHO RECEIVE A FAVORABLE RESPONSE TO THEIR INITIAL INQUIRY WILL BE INVITED TO SUBMIT A FORMAL PROPOSAL WITH SUPPORTING MATERIALS WE ENCOURAGE APPLICANTS WHO HAVE QUESTIONS REGARDING THE APPROPRIATENESS OF A PROJECT TO CONTACT THE FUND DIRECTLY.

SUBMISSION DEADLINES: THERE ARE NO DEADLINES FOR SUBMISSION; APPLICATIONS ALL YE
 RESTRICTIONS ON AWARDS: ORGANIZATIONS MUST QUALIFY UNDER THE PROVISIONS OF INTERNAL REVENUE CODE SECTION 501(C)(3).

STATEMENT 11
FORM 990-PF, PART XV, LINE 3A
RECIPIENT PAID DURING THE YEAR

NAME AND ADDRESS	DONEE RELATIONSHIP	FOUND- ATION STATUS	PURPOSE OF GRANT	AMOUNT
ACLU FOUNDATION OF NORTHERN CA 1663 MISSION STREET #460 SAN FRANCISCO, CA 94103	UNRELATED THIRD PARTY	501C3	GENERAL CHARITABLE PURPOSES	\$ 7,500.
AMERICAN COM FOR TEL-AVIV FDTN 220 FIFTH AVENUE #1301 NEW YORK, NY 10001	UNRELATED THIRD PARTY	501C3	GENERAL CHARITABLE PURPOSES	1,000.
AMERICAN FRIENDS TEL-AVIV UNIV 9911 WEST PICO BLVD #1010 LOS ANGELES, CA 90035	UNRELATED THIRD PARTY	501C3	HARTOG SCHOOL OF GOV'T.	10,000.
AMERICAN FRIENDS ISRAEL MUSEUM 500 FIFTH AVENUE #2540 NEW YORK, NY 10110	UNRELATED THIRD PARTY	501C3	GENERAL CHARITABLE PURPOSES	4,000.
AMERICAN JEWISH WORLD SERVICE 45 WEST 36TH STREET NEW YORK, NY 10018	UNRELATED THIRD PARTY	501C3	GENERAL CHARITABLE PURPOSES	5,000.
AMERICAN RED CROSS BAY AREA 85 SECOND STREET SUITE 700 SAN FRANCISCO, CA 94105	UNRELATED THIRD PARTY	501C3	GENERAL CHARITABLE PURPOSES	2,500.

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STATEMENT 11 (CONTINUED)
FORM 990-PF, PART XV, LINE 3A
RECIPIENT PAID DURING THE YEAR

NAME AND ADDRESS	DONEE RELATIONSHIP	FOUND- ATION STATUS	PURPOSE OF GRANT	AMOUNT
AMERICANS UNITED SEP CHURCH/ST 518 C STREET, N.E. WASHINGTON, DC 20002	UNRELATED THIRD PARTY	501C3	GENERAL CHARITABLE PURPOSES	\$ 2,500.
ARTHRITIS FOUNDATION 657 MISSION STREET SUITE 603 SAN FRANCISCO, CA 94105	UNRELATED THIRD PARTY	501C3	GENERAL CHARITABLE PURPOSES	1,000.
ASIAN ART MUSEUM FOUNDATION 200 LARKING STREET SAN FRANCISCO, CA 94102	UNRELATED THIRD PARTY	501C3	GENERAL CHARITABLE PURPOSES	1,000.
ASSOCIATION OF SMALL FOUNDATIONS 33 WILD BERRY LANE UNDERHILL, VT 05489	UNRELATED THIRD PARTY	501C3	GENERAL CHARITABLE PURPOSES	500.
BAY AREA DISCOVERY MUSEUM 557 MCREYNOLDS ROAD SAUSALITO, CA 94965	UNRELATED THIRD PARTY	501C3	GENERAL CHARITABLE PURPOSES	1,000.
BERKELEY HILLEL 2736 BANCROFT WAY BERKELEY, CA 94704	UNRELATED THIRD PARTY	501C3	GENERAL CHARITABLE PURPOSES	1,000.
BING SCHOOL-STANFORD UNIVERSITY 850 ESCONDIDO ROAD STANFORD, CA 94305	UNRELATED THIRD PARTY	501C3	GENERAL CHARITABLE PURPOSES	500.
BUREAU OF JEWISH EDUCATION 639 14TH AVENUE AT BALBOA SAN FRANCISCO, CA 94118	UNRELATED THIRD PARTY	501C3	GENERAL CHARITABLE PURPOSES	11,000.
CAL ATHLETIC BACKERS-UCB 2223 FULTON STREET #4424 BERKELEY, CA 94720	UNRELATED THIRD PARTY	501C3	TENNIS, FOOTBALL, INTERCOLLEGIATE SPORTS	5,000.
CAL MEN'S GOLF-UCB 2223 FULTON STREET #4424 BERKELEY, CA 94720	UNRELATED THIRD PARTY	501C3	CAL MEN'S GOLF	5,000.
CALIFORNIA ACADEMY OF SCIENCES 875 HOWARD STREET SAN FRANCISCO, CA 94103	UNRELATED THIRD PARTY	501C3	GENERAL CHARITABLE PURPOSES AND CAPITAL CAMPAIGN	101,000.

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STATEMENT 11 (CONTINUED)
FORM 990-PF, PART XV, LINE 3A
RECIPIENT PAID DURING THE YEAR

NAME AND ADDRESS	DONEE RELATIONSHIP	FOUND- ATION STATUS	PURPOSE OF GRANT	AMOUNT
CENTRAL CITY HOSPITALITY HOUSE 290 TURK STREET SAN FRANCISCO, CA 94102	UNRELATED THIRD PARTY	501C3	GENERAL CHARITABLE PURPOSES	\$ 1,000.
CHILDREN'S BOOK PROJECT 290A NAPLOLEON STREET SAN FRANCISCO, CA 94124	UNRELATED THIRD PARTY	501C3	GENERAL CHARITABLE PURPOSES	1,000.
CONGREGATION EMANU-EL 2 LAKE STREET SAN FRANCISCO, CA 94118	UNRELATED THIRD PARTY	501C3	GENERAL CHARITABLE PURPOSES	12,400.
CORO FOUNDATION 601 MONTGOMERY STREET SAN FRANCISCO, CA 94111	UNRELATED THIRD PARTY	501C3	GENERAL CHARITABLE PURPOSES	1,000.
CPMC FOUNDATION 1255 POST STREET, SUITE 700 SAN FRANCISCO, CA 94109	UNRELATED THIRD PARTY	501C3	GENERAL CHARITABLE PURPOSES	5,000.
CROHN'S & COLITIS FOUNDATION 111 NEW MONTGOMERY STREET #208 SAN FRANCISCO, CA 94105	UNRELATED THIRD PARTY	501C3	GENERAL CHARITABLE PURPOSES AND PARENT & TEACHER BROCHURES	50,000.
DELTA GAMMA FOUNDATION 3250 RIVERSIDE DRIVE COLUMBUS, OH 43221	UNRELATED THIRD PARTY	501C3	GENERAL CHARITABLE PURPOSES	500.
EARTHJUSTICE LEGAL DEFENSE FUND 426 17TH STREET, 6TH FLOOR OAKLAND, CA 94612	UNRELATED THIRD PARTY	501C3	GENERAL CHARITABLE PURPOSES	1,000.
ENVIRONMENTAL DEFENSE FUND 5655 COLLEGE AVENUE, SUITE 304 OAKLAND, CA 94618	UNRELATED THIRD PARTY	501C3	GENERAL CHARITABLE PURPOSES	1,000.
ENVIRONMENTAL TRAVELING COMPANIONS FORT MASON CENTER, BUILDING C SAN FRANCISCO, CA 94123	UNRELATED THIRD PARTY	501C3	GENERAL CHARITABLE PURPOSES	1,000.
FINE ARTS MUSEUMS OF SAN FRAN 233 POST STREET, 5TH FLOOR SAN FRANCISCO, CA 94108	UNRELATED THIRD PARTY	501C3	GENERAL CHARITABLE PURPOSES	2,000.

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STATEMENT 11 (CONTINUED)
FORM 990-PF, PART XV, LINE 3A
RECIPIENT PAID DURING THE YEAR

NAME AND ADDRESS	DONEE RELATIONSHIP	FOUND- ATION STATUS	PURPOSE OF GRANT	AMOUNT
FOUNDATION CENTER - SAN FRANCISCO 312 SUTTER STREET, SUITE 606 SAN FRANCISCO, CA 94108	UNRELATED THIRD PARTY	501C3	GENERAL CHARITABLE PURPOSES AND CAPITAL CAMPAIGN	\$ 27,000.
FRIENDS OF BANCROFT LIBRARY UNIV OF CALIFORNIA AT BERKELEY BERKELEY, CA 94720	UNRELATED THIRD PARTY	501C3	GENERAL CHARITABLE PURPOSES	1,000.
FRIENDS OF RIVER FOUNDATION 915 20TH STREET SACRAMENTO, CA 95814	UNRELATED THIRD PARTY	501C3	GENERAL CHARITABLE PURPOSES	1,000.
FRIENDS OF THE S.F. PUBLIC LIBRARY 100 LARKIN STREET, 6TH FLOOR SAN FRANCISCO, CA 94102	UNRELATED THIRD PARTY	501C3	GENERAL CHARITABLE PURPOSES	2,000.
FRIENDS OF THE URBAN FOREST P.O. BOX 29456 SAN FRANCISCO, CA 94129	UNRELATED THIRD PARTY	501C3	GENERAL CHARITABLE PURPOSES	1,000.
GLIDE FOUNDATION--FOOD & MEALS 330 ELLIS STREET SAN FRANCISCO, CA 94102	UNRELATED THIRD PARTY	501C3	GENERAL CHARITABLE PURPOSES	2,500.
GOLDMAN SCHOOL PUBLIC POLICY UCB - 2607 HEARST AVENUE #7320 BERKELEY, CA 94720	UNRELATED THIRD PARTY	501C3	GENERAL CHARITABLE PURPOSES	20,000.
GRID ALTERNATIVES 995 MARKET STREET, SUITE 801 SAN FRANCISCO, CA 94103	UNRELATED THIRD PARTY	501C3	GENERAL CHARITABLE PURPOSES	15,000.
HABITAT FOR HUMANITY, SAN FRANCISCO 78 OCEAN AVENUE SAN FRANCISCO, CA 94112	UNRELATED THIRD PARTY	501C3	GENERAL CHARITABLE PURPOSES	1,000.
HAIGHT ASHBURY FREE CLINICS P.O. BOX 29917 SAN FRANCISCO, CA 94129	UNRELATED THIRD PARTY	501C3	GENERAL CHARITABLE PURPOSES	2,500.

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STATEMENT 11 (CONTINUED)
 FORM 990-PF, PART XV, LINE 3A
 RECIPIENT PAID DURING THE YEAR

NAME AND ADDRESS	DONEE RELATIONSHIP	FOUND- ATION STATUS	PURPOSE OF GRANT	AMOUNT
HAMILTON FAMILY CENTER 1631 HAYES STREET SAN FRANCISCO, CA 94117	UNRELATED THIRD PARTY	501C3	GENERAL CHARITABLE PURPOSES	\$ 2,500.
HAMLIN SCHOOL 2120 BROADWAY SAN FRANCISCO, CA 94115	UNRELATED THIRD PARTY	501C3	GENERAL CHARITABLE PURPOSES	1,000.
HEARING AND SPEECH CENTER NORTHERN CALIF 49 POWELL STREET, SUITE 400 SAN FRANCISCO, CA 94102	UNRELATED THIRD PARTY	501C3	GENERAL CHARITABLE PURPOSES	1,000.
HUMAN RIGHTS WATCH 350 FIFTH AVENUE, 34TH FLOOR NEW YORK, NY 10118	UNRELATED THIRD PARTY	501C3	GENERAL CHARITABLE PURPOSES	1,000.
JEWISH COMMUNITY CENTER OF SF 3200 CALIFORNIA STREET SAN FRANCISCO, CA 94118	UNRELATED THIRD PARTY	501C3	GENERAL CHARITABLE PURPOSES AND JCC MACCABI GAMES	77,500.
JEWISH FAMILY & CHILDREN'S SERVICES 2150 POST STREET SAN FRANCISCO, CA 94115	UNRELATED THIRD PARTY	501C3	GENERAL CHARITABLE PURPOSES	2,000.
JEWISH VOCATIONAL SERVICE 225 BUSH STREET, SUITE 400 SAN FRANCISCO, CA 94104	UNRELATED THIRD PARTY	501C3	GENERAL CHARITABLE PURPOSES	1,000.
JUDAH L. MAGNES MUSEUM 2911 RUSSELL STREET BERKELEY, CA 94705	UNRELATED THIRD PARTY	501C3	GENERAL CHARITABLE PURPOSES	1,000.
KQED INC. 2601 MARIPOSA STREET SAN FRANCISCO, CA 94110	UNRELATED THIRD PARTY	501C3	GENERAL CHARITABLE PURPOSES	1,000.
LA CASA DE LAS MADRES 1850 MISSION STREET, SUITE B SAN FRANCISCO, CA 94103	UNRELATED THIRD PARTY	501C3	GENERAL CHARITABLE PURPOSES	1,000.
LAGUNA HONDA HOSPITAL VOLUNTEERS 375 LAGUNA HONDA BLVD SAN FRANCISCO, CA 94116	UNRELATED THIRD PARTY	501C3	GENERAL CHARITABLE PURPOSES	1,000.

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STATEMENT 11 (CONTINUED)
FORM 990-PF, PART XV, LINE 3A
RECIPIENT PAID DURING THE YEAR

NAME AND ADDRESS	DONEE RELATIONSHIP	FOUND- ATION STATUS	PURPOSE OF GRANT	AMOUNT
LARKIN STREET YOUTH CENTER 1044 LARKIN STREET SAN FRANCISCO, CA 94109	UNRELATED THIRD PARTY	501C3	GENERAL CHARITABLE PURPOSES	\$ 25,000.
LICK-WILMERDING HIGH SCHOOL 755 OCEAN AVENUE SAN FRANCISCO, CA 94112	UNRELATED THIRD PARTY	501C3	GENERAL CHARITABLE PURPOSES	1,000.
LITTLE BROTHERS-FRIENDS OF THE ELDERLY 1150 BUSH STREET, 3RD FLOOR SAN FRANCISCO, CA 94109	UNRELATED THIRD PARTY	501C3	GENERAL CHARITABLE PURPOSES	1,000.
LWV OF S.F. EDUCATION FUND 1611 TELEGRAPH AVENUE, #300 OAKLAND, CA 94612	UNRELATED THIRD PARTY	501C3	GENERAL CHARITABLE PURPOSES	1,000.
MARTIN DE PORRES HOUSE OF HOSPITALITY 225 POTRERO AVENUE SAN FRANCISCO, CA 94103	UNRELATED THIRD PARTY	501C3	GENERAL CHARITABLE PURPOSES	2,500.
MAYO FOUNDATION 200 FIRST STREET, S.W. ROCHESTER, MN 55590	UNRELATED THIRD PARTY	501C3	GENERAL CHARITABLE PURPOSES	1,000.
MEALS ON WHEELS OF SAN FRANCISCO 1375 FAIRFAX AVENUE SAN FRANCISCO, CA 94124	UNRELATED THIRD PARTY	501C3	GENERAL CHARITABLE PURPOSES	2,500.
MEDICAL STUDENTS FOR CHOICE P.O. BOX 70190 OAKLAND, CA 94612	UNRELATED THIRD PARTY	501C3	GENERAL CHARITABLE PURPOSES	1,000.
MENLO SCHOOL 50 VALPARAISO AVENUE ATHERTON, CA 94027	UNRELATED THIRD PARTY	501C3	GENERAL CHARITABLE PURPOSES	1,000.
NARAL PRO-CHOICE AMERICA FOUNDATION 1156 15TH STREET, NW SUITE 700 WASHINGTON, DC 20005	UNRELATED THIRD PARTY	501C3	GENERAL CHARITABLE PURPOSES	5,000.
NATURAL RESOURCES DEFENSE COUNCIL 111 SUTTER STREET, 20TH FLOOR SAN FRANCISCO, CA 94104	UNRELATED THIRD PARTY	501C3	GENERAL CHARITABLE PURPOSES	1,000.

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

NAME AND ADDRESS	DONEE RELATIONSHIP	FOUND- ATION STATUS	PURPOSE OF GRANT	AMOUNT
NCCC COMMUNITY EDUCATION PROGRAM 2201 WALNUT AVENUE, SUITE 300 FREMONT, CA 94536	UNRELATED THIRD PARTY	501C3	GENERAL CHARITABLE PURPOSES	\$ 1,000.
NEW ISRAEL FUND 785 MARKET STREET, 14TH FLOOR SAN FRANCISCO, CA 94103	UNRELATED THIRD PARTY	501C3	GENERAL CHARITABLE PURPOSES	2,500.
NORTHERN CALIF ENVIRONMENTAL GRASSROOTS 6008 COLLEGE AVENUE, SUITE 10 OAKLAND, CA 94618	UNRELATED THIRD PARTY	501C3	GENERAL CHARITABLE PURPOSES	10,000.
NORTHERN CALIFORNIA GOLF ASSOCIATION P.O. BOX 1157 PEBBLE BEACH, CA 93953	UNRELATED THIRD PARTY	501C3	GENERAL CHARITABLE PURPOSES	10,000.
NORTHERN CALIFORNIA GRANTMAKERS 625 MARKET STREET, 15TH FLOOR SAN FRANCISCO, CA 94105	UNRELATED THIRD PARTY	501C3	GENERAL CHARITABLE PURPOSES	4,500.
OAKLAND MUSEUM OF CALIFORNIA FOUNDATION 1000 OAK STREET OAKLAND, CA 94607	UNRELATED THIRD PARTY	501C3	GENERAL CHARITABLE PURPOSES	1,000.
PLANNED PARENTHOOD GOLDEN GATE 815 EDDY STREET, SUITE 300 SAN FRANCISCO, CA 94109	UNRELATED THIRD PARTY	501C3	GENERAL CHARITABLE PURPOSES	2,500.
PROJECT OPEN HAND 730 POLK STREET SAN FRANCISCO, CA 94109	UNRELATED THIRD PARTY	501C3	GENERAL CHARITABLE PURPOSES	1,000.
PROJECT READ-SF PUBLIC LIBRARY 100 LARKIN STREET SAN FRANCISCO, CA 94102	UNRELATED THIRD PARTY	501C3	GENERAL CHARITABLE PURPOSES	2,000.
PUSH-2-EXCEL, INC. 2269 CHESTNUT STREET, #473 SAN FRANCISCO, CA 94123	UNRELATED THIRD PARTY	501C3	GENERAL CHARITABLE PURPOSES	2,000.

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RECIPIENT PAID DURING THE YEAR

NAME AND ADDRESS	DONEE RELATIONSHIP	FOUND- ATION STATUS	PURPOSE OF GRANT	AMOUNT
RANDALL MUSEUM FRIENDS 199 MUSEUM WAY SAN FRANCISCO, CA 94114	UNRELATED THIRD PARTY	501C3	GENERAL CHARITABLE PURPOSES	\$ 1,000.
RCRC EDUCATIONAL FUND 1025 VERMONT AVENUE N.W. #1130 WASHINGTON, DC 20005	UNRELATED THIRD PARTY	501C3	GENERAL CHARITABLE PURPOSES	2,500.
READING IS FUNDAMENTAL, INC. 1825 CONNECTICUT AVENUE N.W. WASHINGTON, DC 20009	UNRELATED THIRD PARTY	501C3	GENERAL CHARITABLE PURPOSES	2,000.
REBUILDING TOGETHER PIER 28 SAN FRANCISCO, CA 94105	UNRELATED THIRD PARTY	501C3	GENERAL CHARITABLE PURPOSES	2,000.
RELIGIOUS ACTION CENTER 2027 MASSACHUSETTS AVENUE, NW WASHINGTON, DC 20036	UNRELATED THIRD PARTY	501C3	GENERAL CHARITABLE PURPOSES	1,000.
RONALD MCDONALD HOUSE, SF 1640 SCOTT STREET SAN FRANCISCO, CA 94115	UNRELATED THIRD PARTY	501C3	GENERAL CHARITABLE PURPOSES	1,000.
S.F. CHRONICLE SEASON OF SHARING FUND P.O. BOX 44740 SAN FRANCISCO, CA 94144	UNRELATED THIRD PARTY	501C3	GENERAL CHARITABLE PURPOSES	10,000.
S.F. GENERAL HOSPITAL FOUNDATION 2789 25TH STREET, SUITE 2028 SAN FRANCISCO, CA 94110	UNRELATED THIRD PARTY	501C3	GENERAL CHARITABLE PURPOSES	2,500.
SAINT ANTHONY FOUNDATION 121 GOLDEN GATE AVENUE SAN FRANCISCO, CA 94139	UNRELATED THIRD PARTY	501C3	GENERAL CHARITABLE PURPOSES	2,000.
SAN FRANCISCO BALLET 455 FRANKLIN STREET SAN FRANCISCO, CA 94102	UNRELATED THIRD PARTY	501C3	GENERAL CHARITABLE PURPOSES	1,000.
SAN FRANCISCO EDUCATION FUND 47 KEARNY STREET, SUITE 200 SAN FRANCISCO, CA 94108	UNRELATED THIRD PARTY	501C3	GENERAL CHARITABLE PURPOSES	2,000.

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NAME AND ADDRESS	DONEE RELATIONSHIP	FOUND- ATION STATUS	PURPOSE OF GRANT	AMOUNT
SAN FRANCISCO FOOD BANK 900 PENNSYLVANIA AVENUE SAN FRANCISCO, CA 94107	UNRELATED THIRD PARTY	501C3	GENERAL CHARITABLE PURPOSES	\$ 7,500.
SAN FRANCISCO JEWISH FILM FESTIVAL 145 NINTH STREET, SUITE 200 SAN FRANCISCO, CA 94103	UNRELATED THIRD PARTY	501C3	GENERAL CHARITABLE PURPOSES	1,000.
SAN FRANCISCO MUSEUM OF MODERN 151 THIRD STREET SAN FRANCISCO, CA 94103	UNRELATED THIRD PARTY	501C3	GENERAL CHARITABLE PURPOSES	2,500.
SAN FRANCISCO OPERA 301 VAN NESS AVENUE SAN FRANCISCO, CA 94103	UNRELATED THIRD PARTY	501C3	GENERAL CHARITABLE PURPOSES	1,000.
SAN FRANCISCO PARKS TRUST 501 STANYAN STREET SAN FRANCISCO, CA 94117	UNRELATED THIRD PARTY	501C3	GENERAL CHARITABLE PURPOSES	2,500.
SAN FRANCISCO SUICIDE PREVENTION P.O. BOX 191350 SAN FRANCISCO, CA 94119	UNRELATED THIRD PARTY	501C3	GENERAL CHARITABLE PURPOSES	1,000.
SAN FRANCISCO SYMPHONY DAVIES SYMPHONY HALL SAN FRANCISCO, CA 94102	UNRELATED THIRD PARTY	501C3	GENERAL CHARITABLE PURPOSES	30,000.
SAN FRANCISCO ZOOLOGICAL SOCIETY ONE ZOO ROAD SAN FRANCISCO, CA 94131	UNRELATED THIRD PARTY	501C3	GENERAL CHARITABLE PURPOSES	1,000.
SOUTHERN POVERTY LAW CENTER 400 WASHINGTON AVENUE MONTGOMERY, AL 36101	UNRELATED THIRD PARTY	501C3	GENERAL CHARITABLE PURPOSES	2,000.
SPUR 312 SUTTER STREET, SUITE 500 SAN FRANCISCO, CA 94108	UNRELATED THIRD PARTY	501C3	GENERAL CHARITABLE PURPOSES	1,000.
STERN GROVE FESTIVAL ASSOCIATION 44 PAGE STREET, SUITE 600 SAN FRANCISCO, CA 94102	UNRELATED THIRD PARTY	501C3	GENERAL CHARITABLE PURPOSES	70,000.

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RECIPIENT PAID DURING THE YEAR

NAME AND ADDRESS	DONEE RELATIONSHIP	FOUND- ATION STATUS	PURPOSE OF GRANT	AMOUNT
SUSTAINABLE CONSERVATION 121 SECOND STREET, 6TH FLOOR SAN FRANCISCO, CA 94105	UNRELATED THIRD PARTY	501C3	GENERAL CHARITABLE PURPOSES	\$ 15,000.
TOWN SCHOOL FOR BOYS 2750 JACKSON STREET SAN FRANCISCO, CA 94115	UNRELATED THIRD PARTY	501C3	GENERAL CHARITABLE PURPOSES	1,000.
U.S. COMMITTEE FOR UNICEF 331 EAST 38TH STREET NEW YORK, NY 10016	UNRELATED THIRD PARTY	501C3	GENERAL CHARITABLE PURPOSES	2,000.
US HOLOCAUST MEMORIAL COUNCIL P.O. BOX 90988 WASHINGTON, DC 20090	UNRELATED THIRD PARTY	501C3	GENERAL CHARITABLE PURPOSES	1,000.
UC BERKELEY FOUNDATION 1 ALUMNI HOUSE BERKELEY, CA 94720	UNRELATED THIRD PARTY	501C3	GENERAL CHARITABLE PURPOSES AND NEW ALUMNI CHALLENGE FUND	20,000.
UC REGENTS 1111 FRANKLIN ST, 12TH FLOOR OAKLAND, CA 94607	UNRELATED THIRD PARTY	501C3	GENERAL CHARITABLE PURPOSES, FOOTBALL COACHES FUND AND SAHPC	711,000.
UCSF-FRESNO FOUNDATION 2615 E CLINTON AVE FRESNO, CA 93727	UNRELATED THIRD PARTY	501C3	GENERAL CHARITABLE PURPOSES	1,500.
UNITED WAY OF THE BAY AREA 50 CALIFORNIA STREET, #200 SAN FRANCISCO, CA 94111	UNRELATED THIRD PARTY	501C3	GENERAL CHARITABLE PURPOSES	10,000.
UC BERKELEY INCENTIVE AWARDS PGM 2440 BANCROFT WAY, #4200 BERKELEY, CA 94720	UNRELATED THIRD PARTY	501C3	GENERAL CHARITABLE PURPOSES	1,000.
WESTERN JEWISH HISTORY CENTER 2911 RUSSELL STREET BERKELEY, CA 94705	UNRELATED THIRD PARTY	501C3	GENERAL CHARITABLE PURPOSES	1,000.

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FORM 990-PF, PART XV, LINE 3A
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NAME AND ADDRESS	DONEE RELATIONSHIP	FOUND- ATION STATUS	PURPOSE OF GRANT	AMOUNT
WESTERN STATES JEWISH HISTORY ASSN 22711 CASS AVENUE LOS ANGELES, CA 91364	UNRELATED THIRD PARTY	501C3	GENERAL CHARITABLE PURPOSES	\$ 1,000.
WILDCARE 76 ALBERT PARK LANE SAN RAFAEL, CA 94915	UNRELATED THIRD PARTY	501C3	GENERAL CHARITABLE PURPOSES	1,000.
YOSEMITE FUND 155 MONTGOMERY STREET, #1104 SAN FRANCISCO, CA 94104	UNRELATED THIRD PARTY	501C3	GENERAL CHARITABLE PURPOSES	1,000.
YOUTH TENNIS ADVANTAGE 610 - 16TH STREET, #415 OAKLAND, CA 94612	UNRELATED THIRD PARTY	501C3	GENERAL CHARITABLE PURPOSES	10,000.
ACCESS/WOMEN'S HEALTH RIGHTS PO BOX 3609 OAKLAND, CA 94609	UNRELATED THIRD PARTY	501C3	REPRODUCTIVE HEALTH GUIDE	10,000.
COMPASSION & CHOICES PO BOX 101810 DENVER, CO 80250	UNRELATED THIRD PARTY	501C3	GENERAL CHARITABLE PURPOSES	10,000.
FORESTETHICS ONE HAIGHT STREET, SUITE B SAN FRANCISCO, CA 94102	UNRELATED THIRD PARTY	501C3	SAVE THE SIERRA CAMPAIGN	15,000.
HAAS SCHOOL OF BUSINESS 545 STUDENT SERVICES #1900 BERKELEY, CA 94720	UNRELATED THIRD PARTY	501C3	GENERAL CHARITABLE PURPOSES	14,200.
MUSEUM OF MODERN ART 151 THIRD STREET SAN FRANCISCO, CA 94103	UNRELATED THIRD PARTY	501C3	GENERAL CHARITABLE PURPOSES	1,000.
PLANNING AND CONSERVATION LEAG 1107 9TH STREET, SUITE 360 SACRAMENTO, CA 95814	UNRELATED THIRD PARTY	501C3	GENERAL CHARITABLE PURPOSES	15,000.
STRATEGIC ENERGY INNOVATIONS 185 NORTH REDWOOD DRIVE #188 SAN RAFAEL, CA 94903	UNRELATED THIRD PARTY	501C3	ACE PROGRAM IN SF	10,000.

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NAME AND ADDRESS	DONEE RELATIONSHIP	FOUND- ATION STATUS	PURPOSE OF GRANT	AMOUNT
TAPROOT FOUNDATION 466 GEARY STREET SAN FRANCISCO, CA 94102	UNRELATED THIRD PARTY	501C3	GENERAL CHARITABLE PURPOSES	\$ 20,000.
BAY AREA WILDERNESS TRAINING 300 BROADWAY, SUITE 23 SAN FRANCISCO, CA 94133	UNRELATED THIRD PARTY	501C3	BAWT MOBILE PROGRAM	10,000.
GIRLS ON THE RUN 500 EAST MOREHEAD STREET STE 104 CHARLOTTE, NC 28202	UNRELATED THIRD PARTY	501C3	GENERAL CHARITABLE PURPOSES	10,000.
JEWISH COMMUNITY FEDERATION 121 STEUART STREET SAN FRANCISCO, CA 94105	UNRELATED THIRD PARTY	501C3	GENERAL CHARITABLE PURPOSES	125,000.
MAYBECK FOUNDATION 3200 WASHINGTON STREET SAN FRANCISCO, CA 94115	UNRELATED THIRD PARTY	501C3	GENERAL CHARITABLE PURPOSES	40,000.
SAN FRANCISCO FOUNDATION 225 BUSH STREET, SUITE 500 SAN FRANCISCO, CA 94104	UNRELATED THIRD PARTY	501C3	GENERAL CHARITABLE PURPOSES AND CITY FIELDS FUND #4719	100,000.
UNIVERSITY OF SOUTHERN CALIFORNIA UNIVERSITY PARK CAMPUS LOS ANGELES, CA 90089	UNRELATED THIRD PARTY	501C3	GENERAL CHARITABLE PURPOSES	14,400.
CIF/MISSION SCIENCE WORKSHOP 3750 18TH STREET SAN FRANCISCO, CA 94114	UNRELATED THIRD PARTY	501C3	GENERAL CHARITABLE PURPOSES	10,000.
CONTEMPORARY JEWISH MUSEUM 736 MISSION STREET SAN FRANCISCO, CA 94103	UNRELATED THIRD PARTY	501C3	GENERAL CHARITABLE PURPOSES AND CAPITAL CAMPAIGN	125,000.
COOL THE EARTH PO BOX 694 KENTFIELD, CA 94914	UNRELATED THIRD PARTY	501C3	GENERAL CHARITABLE PURPOSES	10,000.
ENVIRONMENT CALIFORNIA 3435 WILSHIRE BLVD. #385 LOS ANGELES, CA 90010	UNRELATED THIRD PARTY	501C3	SIERRA NEVADA PROJECT	10,000.

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NAME AND ADDRESS	DONEE RELATIONSHIP	FOUND- ATION STATUS	PURPOSE OF GRANT	AMOUNT
MUSEUM OF PERFORMANCE AND DESIGN 401 VAN NESS AVENUE SAN FRANCISCO, CA 94102	UNRELATED THIRD PARTY	501C3	STERN GROVE FESTIVAL ARCHIVE ENDOWMENT	\$ 40,000.
NATIONAL PRO-AM 45 CHERRY VALLEY AVENUE, 2ND FLOOR WEST HEMPSTEAD, NY 11552	UNRELATED THIRD PARTY	501C3	GENERAL CHARITABLE PURPOSES	2,000.
SAN FRANCISCO SCHOOL ALLIANCE 114 SANSOME ST # 800 SAN FRANCISCO, CA 94104	UNRELATED THIRD PARTY	501C3	GENERAL CHARITABLE PURPOSES	10,000.
SMART 1345 MISSION STREET SAN FRANCISCO, CA 94103	UNRELATED THIRD PARTY	501C3	ALUMNI OUTREACH PROGRAM	10,000.
SOCIAL & ENVIRONMENTAL ENTREPRENEURS 11948 WEST WASHINGTON BLVD STE 201 LOS ANGELES, CA 90066	UNRELATED THIRD PARTY	501C3	NEWSPRINT TRANSFORMATION	30,000.
SPARK 251 RHODE ISLAND STREET #205 SAN FRANCISCO, CA 94103	UNRELATED THIRD PARTY	501C3	GENERAL CHARITABLE PURPOSES	10,000.
TAUBE-KORET CAMPUS FOR JEWISH LIFE 4000 MIDDLEFIELD RD., BLDG. R PALO ALTO, CA 94303	UNRELATED THIRD PARTY	501C3	GENERAL CHARITABLE PURPOSES AND CAPITAL CAMPAIGN	100,000.
TEACH FOR AMERICA - BAY AREA 315 WEST 36TH STREET 7TH FLOOR NEW YORK, NY 10018	UNRELATED THIRD PARTY	501C3	SAN FRANCISCO EXPANSION	10,000.
URBAN SOLUTIONS 1083 MISSION STREET, 2ND FLOOR SAN FRANCISCO, CA 94103	UNRELATED THIRD PARTY	501C3	GENERAL CHARITABLE PURPOSES	15,000.
ACROSPO RTS 639 FREDERICK STREET SAN FRANCISCO, CA 94117	UNRELATED THIRD PARTY	501C3	OUTREACH PROGRAM EXPANSION	10,000.

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NAME AND ADDRESS	DONEE RELATIONSHIP	FOUND- ATION STATUS	PURPOSE OF GRANT	AMOUNT
BAY AREA COUNCIL FOUNDATION 201 CALIFORNIA ST, SUITE 1450 SAN FRANCISCO, CA 94111	UNRELATED THIRD PARTY	501C3	CLIMATE BAY AREA	\$ 10,000.
BLUE STAR PR 96 JESSIE STREET #311 SAN FRANCISCO, CA 94105	UNRELATED THIRD PARTY	501C3	ISRAEL ENVIRONMENTAL INITIATIVE	10,000.
BREAST CANCER ACTION 55 NEW MONTGOMERY STREET #323 SAN FRANCISCO, CA 94105	UNRELATED THIRD PARTY	501C3	"THINK BEFORE YOU PINK" CAMPAIGN	15,000.
BUILDON 101 CALIFORNIA ST., SUITE 1500 SAN FRANCISCO, CA 94111	UNRELATED THIRD PARTY	501C3	S.F. AFTER-SCHOOL PROGRAMS	5,000.
ASAP/SFSA 114 SANSOME STREET #800 SAN FRANCISCO, CA 94105	UNRELATED THIRD PARTY	501C3	GENERAL CHARITABLE PURPOSES	2,500.
CALIFORNIA TROUT 870 MARKET STREET, SUITE 528 SAN FRANCISCO, CA 94102	UNRELATED THIRD PARTY	501C3	FLY CLUB PARTNERSHIP	10,000.
COMMUNITY HEALTH CHARITIES OF CALIFORNIA 1331 GARDEN HIGHWAY SACRAMENTO, CA 95833	UNRELATED THIRD PARTY	501C3	GENERAL CHARITABLE PURPOSES	2,500.
ENTERPRISE FOR HIGH SCHOOL STUDENTS FL 6, 200 PINE STREET SAN FRANCISCO, CA 94104	UNRELATED THIRD PARTY	501C3	GENERAL CHARITABLE PURPOSES	500.
GLOBAL GREEN USA 301 BATTERY STREET SAN FRANCISCO, CA 94105	UNRELATED THIRD PARTY	501C3	BAY AREA GREEN SCHOOLS	10,000.
HARPER FOR KIDS 2920 BUCHANAN STREET #9 SAN FRANCISCO, CA 94123	UNRELATED THIRD PARTY	501C3	AFTERSCHOOL TENNIS PROGRAM	10,000.
HEALTHY BUILDING NETWORK 2001 S STREET NW, SUITE 570 WASHINGTON, DC 20009	UNRELATED THIRD PARTY	501C3	GREENING HEALTHCARE IN CA	10,000.

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NAME AND ADDRESS	DONEE RELATIONSHIP	FOUND- ATION STATUS	PURPOSE OF GRANT	AMOUNT
JAMESTOWN COMMUNITY CENTER 3382 26TH STREET SAN FRANCISCO, CA 94110	UNRELATED THIRD PARTY	501C3	EARLY LITERACY PROGRAM	\$ 10,000.
LITTLE KIDS ROCK, INC. 116 GREENWOOD AVE MONTCLAIR, NJ 07042	UNRELATED THIRD PARTY	501C3	BAY AREA EXPANSION	10,000.
MY NEW RED SHOES 111 ANZA BLVD., SUITE 110 BURLINGAME, CA 94010	UNRELATED THIRD PARTY	501C3	BACK TO SCHOOL EVENT	11,000.
PEF ISRAEL ENDOWMENT FUNDS, INC. 317 MADISON AVENUE #607 NEW YORK, NY 10017	UNRELATED THIRD PARTY	501C3	ISRAELI BOBSLED TEAM	25,000.
PROJECT VOTE SMART ONE COMMON GROUND PHILIPSBURG, MT 59858	UNRELATED THIRD PARTY	501C3	GENERAL CHARITABLE PURPOSES	15,000.
READING PARTNERS 106 LINDEN ST. #202 OAKLAND, CA 94607	UNRELATED THIRD PARTY	501C3	GENERAL CHARITABLE PURPOSES	10,000.
SIERRA NEVADA ALLIANCE PO BOX 7989 SOUTH LAKE TAHOE, CA 96158	UNRELATED THIRD PARTY	501C3	SUSTAINABLE COMMUNITY PLAN	5,000.
STANFORD UNIVERSITY 450 SERRA MALL STANFORD, CA 94305	UNRELATED THIRD PARTY	501C3	WOMEN'S CANCER PROGRAM	5,000.
TEAM UP FOR YOUTH 310 EIGHTH STREET, SUITE 300 OAKLAND, CA 94607	UNRELATED THIRD PARTY	501C3	TEAM UP FOR GIRLS	10,000.
THE SECOND OPINION 1200 GOUGH STREET, SUITE 500 SAN FRANCISCO, CA 94109	UNRELATED THIRD PARTY	501C3	EXPANSION OF PHYSICIAN PARTICIPATION	12,000.
THE TIDES CENTER PO BOX 29907 SAN FRANCISCO, CA WOMEN'S COMMUNITY CLINIC CAPITAL CAMPAIGN	UNRELATED THIRD PARTY	501C3	WOMEN'S COMMUNITY CLINIC AND CAPITAL CAMPAIGN	15,000.

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NAME AND ADDRESS	DONEE RELATIONSHIP	FOUND- ATION STATUS	PURPOSE OF GRANT	AMOUNT
TIDES CANADA FOUNDATION 400-163 WEST HASTINGS STREET VANCOUVER, VANCOUVER V6B 1H5 CANADA	UNRELATED THIRD PARTY	501C3	MARKETS INITIATIVE, GPLC INITIATIVE	\$ 15,000.
USC ASSOCIATES 3551 TROUSDALE PARKWAY LOS ANGELES, CA 90089	UNRELATED THIRD PARTY	501C3	USC ASSOCIATES CHAIRMAN LEVEL AND USC HILLEL	4,000.
USC ATHLETICS 1975 ZONAL AVENUE LOS ANGELES, CA 90089	UNRELATED THIRD PARTY	501C3	USC WOMEN'S TENNIS	10,000.
USC COLLEGE OF LETTERS, ARTS & SCIENCES 1975 ZONAL AVENUE LOS ANGELES, CA 90089	UNRELATED THIRD PARTY	501C3	GENERAL CHARITABLE PURPOSES	10,000.
USC DELTA GAMMA FOUNDATION 1975 ZONAL AVENUE LOS ANGELES, CA 90089	UNRELATED THIRD PARTY	501C3	DG HOUSE CORP. "BUY-A-BRICK"	8,000.
VOLUNTEERS IN MEDICINE - SAN FRANCISCO 465 CALIFORNIA STREET SAN FRANCISCO, CA 94104	UNRELATED THIRD PARTY	501C3	CLINIC BY THE BAY	10,000.
TOTAL				\$ 2,457,000.

Form **990-W**

(Worksheet)

Department of the Treasury
Internal Revenue Service

FOR FORM 990-PF PURPOSES
**Estimated Tax on Unrelated Business Taxable
 Income for Tax-Exempt Organizations**
 (and on Investment Income for Private Foundations)
 (Keep for your records. Do not send to the Internal Revenue Service.)

OMB No 1545-0076

2010

1	Unrelated business taxable income expected in the tax year	1	
2	Tax on the amount on line 1. See instructions for tax computation	2	
3	Alternative minimum tax (see instructions)	3	
4	Total. Add lines 2 and 3	4	
5	Estimated tax credits (see instructions)	5	
6	Subtract line 5 from line 4	6	
7	Other taxes (see instructions)	7	
8	Total. Add lines 6 and 7	8	
9	Credit for federal tax paid on fuels (see instructions)	9	
10a	Subtract line 9 from line 8. Note. If less than \$500, the organization is not required to make estimated tax payments. Private foundations, see instructions.	10a	6,435.
b	Enter the tax shown on the 2009 return (see instructions). Caution. If zero or the tax year was for less than 12 months, skip this line and enter the amount from line 10a on line 10c.	10b	
c	2010 Estimated Tax. Enter the smaller of line 10a or line 10b. If the organization is required to skip line 10b, enter the amount from line 10a on line 10c.	10c	6,435.

		(a)	(b)	(c)	(d)	
11	Installment due dates (see instructions)	11	5/17/10	6/15/10	9/15/10	12/15/10
12	Required installments. Enter 25% of line 10c in columns (a) through (d) unless the organization uses the annualized income installment method, the adjusted seasonal installment method, or is a 'large organization' (see instructions)	12	1,609.	1,609.	1,608.	1,609.
13	2009 Overpayment. (see instructions)	13	1,609.	1,609.	1,608.	1,609.
14	Payment due. (Subtract line 13 from line 12)	14	0.	0.	0.	0.

BAA For Paperwork Reduction Act Notice, see separate instructions.

Form 990-W (2010)

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**OTHER INCOME PRODUCING ACTIVITIES
INTEREST ON SAVINGS & CASH INVESTMENTS**

INTEREST - MONEY MARKET CHECKING	\$	1,390.
INTEREST - WFB CLT		60,179.
INTEREST - WFB NON-CLT		2,440.
OTHER		73.
TOTAL	\$	<u>64,082.</u>

**OTHER INCOME PRODUCING ACTIVITIES
DIVIDENDS/INTEREST FROM SECURITIES.**

DIVIDENDS - WFB CLT	\$	171,210.
DIVIDENDS - WFB NON-CLT		59,190.
TOTAL	\$	<u>230,400.</u>

**BALANCE SHEET
OTHER (FORM 990-PF)[O]**

KOSHLA VENTURE PARTNERS	\$	53,333.
LEGACY VENTURE V, LLC		55,000.
SILVER CREEK - HEDGE FUNDS		10,412,045.
VANGUARD - STOCK AND MUTUAL FUNDS		12,999,202.
WELLS FARGO - MONEY MARKET FUNDS		336,645.
WELLS FARGO - STOCK EQUITY FUNDS		5,278,236.
WELLS FARGO - PRIME MONEY MARKET FUNDS		2,567,503.
WELLS FARGO - BAIRD SHORT TERM BOND		1,433,755.
TOTAL	\$	<u>33,135,719.</u>

**FMV OF ASSETS (990-PF)
OTHER [O]**

KOSHLA VENTURE PARTNERS	\$	49,687.
LEGACY VENTURE V, LLC		51,356.
SILVER CREEK - HEDGE FUNDS		8,417,123.
WELLS FARGO - MONEY MARKET FUNDS		336,645.
WELLS FARGO - STOCK EQUITY FUNDS		4,313,155.
WELLS FARGO - PRIME MONEY MARKET FUNDS		2,567,503.
WELLS FARGO - VANGUARD STOCK AND FUNDS		11,063,119.
WELLS FARGO - BAIRD SHORT TERM BOND		1,471,621.
TOTAL	\$	<u>28,270,209.</u>