



See a Social Security Number? Say Something!
Report Privacy Problems to <https://public.resource.org/privacy>
Or call the IRS Identity Theft Hotline at 1-800-908-4490



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

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 , 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.	Name of foundation THE WALLACE ALEXANDER GERBODE FOUNDATION		A Employer identification number 94-6065226
	Number and street (or P.O. box number if mail is not delivered to street address)	Room/suite	B Telephone number 415-391-0911
	111 PINE STREET 1515		
	City or town, state, and ZIP code SAN FRANCISCO, CA 94111		
H Check type of organization ☒ Section 501(c)(3) exempt private foundation ☐ Section 4947(a)(1) nonexempt charitable trust ☐ Other taxable private foundation			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 ☐
I Fair market value of all assets at end of year (from Part II, col. (c), line 16) \$ 63,888,099. (Part I, column (d) must be on cash basis)			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 ☐
J Accounting method ☐ Cash ☒ Accrual ☐ Other (specify)			

Part I Analysis of Revenue and Expenses (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a))		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
1	Contributions, gifts, grants, etc., received	0.		N/A	
2	Check ☒ if the foundation is not required to attach Sch B				
3	Interest on savings and temporary cash investments	6,147.	6,147.		STATEMENT 1
4	Dividends and interest from securities	1,098,880.	1,098,880.		STATEMENT 2
5a	Gross rents				
b	Net rental income or (loss)				
6a	Net gain or (loss) from sale of assets not on line 10	<5,987,653.>			
b	Gross sales price for all assets on line 6a	28,238,055.			
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 or (loss)				
11	Other income	126,003.	0.		STATEMENT 3
12	Total. Add lines 1 through 11	<4,756,623.>	1,105,027.		
13	Compensation of officers, directors, trustees, etc.	271,766.	10,055.		261,711.
14	Other employee salaries and wages	111,227.	4,115.		107,112.
15	Pension plans, employee benefits	133,243.	4,930.		128,313.
16a	Legal fees STMT 4	2,327.	0.		2,327.
b	Accounting fees STMT 5	32,106.	1,188.		30,918.
c	Other professional fees STMT 6	268,350.	255,426.		12,924.
17	Interest				
18	Taxes STMT 7	35,168.	980.		25,518.
19	Depreciation and depletion	6,198.	0.		
20	Occupancy	85,401.	0.		85,401.
21	Travel, conferences, and meetings	15,156.	0.		15,156.
22	Printing and publications	1,692.	0.		1,692.
23	Other expenses STMT 8	55,393.	0.		55,393.
24	Total operating and administrative expenses. Add lines 13 through 23	1,018,027.	276,694.		726,465.
25	Contributions, gifts, grants paid	4,648,931.			4,382,318.
26	Total expenses and disbursements. Add lines 24 and 25	5,666,958.	276,694.		5,108,783.
27	Subtract line 26 from line 12	<10423581.>			
a	Excess of revenue over expenses and disbursements				
b	Net investment income (if negative, enter -0-)		828,333.		
c	Adjusted net income (if negative, enter -0-)			N/A	

116

Part II Balance Sheets

Attached schedules and amounts in the description column should be for end-of-year amounts only

		Beginning of year	End of year	
		(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1 Cash - non-interest-bearing	114.	78.	78.
	2 Savings and temporary cash investments	170,817.	109,165.	109,165.
	3 Accounts receivable ▶ Less: allowance for doubtful accounts ▶			
	4 Pledges receivable ▶ Less: allowance for doubtful accounts ▶			
	5 Grants receivable	475,375.	237,875.	237,875.
	6 Receivables due from officers, directors, trustees, and other disqualified persons			
	7 Other notes and loans receivable ▶ Less: allowance for doubtful accounts ▶			
	8 Inventories for sale or use			
	9 Prepaid expenses and deferred charges	36,770.	49,942.	49,942.
	10a Investments - U.S. and state government obligations			
	b Investments - corporate stock			
	c Investments - corporate bonds			
	11 Investments - land, buildings, and equipment basis ▶ Less: accumulated depreciation ▶			
	12 Investments - mortgage loans			
	13 Investments - other STMT 9	73,865,399.	64,087,530.	62,945,500.
Liabilities	14 Land, buildings, and equipment basis ▶ 102,833. Less: accumulated depreciation ▶ 92,946.	11,401.	9,887.	9,887.
	15 Other assets (describe ▶ STATEMENT 10)	515,244.	535,652.	535,652.
	16 Total assets (to be completed by all filers)	75,075,120.	65,030,129.	63,888,099.
	17 Accounts payable and accrued expenses	124,908.	142,228.	
	18 Grants payable	1,960,250.	2,247,374.	
	19 Deferred revenue			
	20 Loans from officers, directors, trustees, and other disqualified persons			
	21 Mortgages and other notes payable			
	22 Other liabilities (describe ▶ STATEMENT 11)	185,023.	259,169.	
	23 Total liabilities (add lines 17 through 22)	2,270,181.	2,648,771.	
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	72,329,564.	62,143,483.	
	25 Temporarily restricted	475,375.	237,875.	
	26 Permanently restricted			
	Foundations that do not follow SFAS 117, check here ▶ ☐ and complete lines 27 through 31.			
	27 Capital stock, trust principal, or current funds			
	28 Paid-in or capital surplus, or land, bldg, and equipment fund			
	29 Retained earnings, accumulated income, endowment, or other funds			
	30 Total net assets or fund balances	72,804,939.	62,381,358.	
	31 Total liabilities and net assets/fund balances	75,075,120.	65,030,129.	

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	72,804,939.
2 Enter amount from Part I, line 27a	2	<10,423,581.>
3 Other increases not included in line 2 (itemize) ▶	3	0.
4 Add lines 1, 2, and 3	4	62,381,358.
5 Decreases not included in line 2 (itemize) ▶	5	0.
6 Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	62,381,358.

Part IV Capital Gains and Losses for Tax on Investment Income

(a) List and describe the kind(s) of property sold (e.g., real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co.)	(b) How acquired P - Purchase D - Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
1a PUBLICLY TRADED SECURITIES	P	VARIOUS	VARIOUS
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 28,238,055.		34,225,708.	<5,987,653.>
b			
c			
d			
e			

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

(i) FMV as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
a			<5,987,653.>
b			
c			
d			
e			

2 Capital gain net income or (net capital loss)	If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7	2	<5,987,653.>
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6)	If gain, also enter in Part I, line 8, column (c) If (loss), enter -0- in Part I, line 8	3	N/A

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

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

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

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

☐ Yes ☒ No

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

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

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col (b) divided by col (c))
2008	3,912,218.	56,416,560.	.069345
2007	4,086,034.	83,875,622.	.048715
2006	3,339,973.	76,564,098.	.043623
2005	3,418,084.	71,160,382.	.048034
2004	3,120,517.	66,708,671.	.046778

2 Total of line 1, column (d)	2	.256495
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	.051299
4 Enter the net value of noncharitable-use assets for 2009 from Part X, line 5	4	54,062,397.
5 Multiply line 4 by line 3	5	2,773,347.
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	8,283.
7 Add lines 5 and 6	7	2,781,630.
8 Enter qualifying distributions from Part XII, line 4	8	5,108,783.

If line 8 is equal to or greater than line 7, check the box in Part VI, line 1b, and complete that part using a 1% tax rate.
See the Part VI instructions

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

1a Exempt operating foundations described in section 4940(d)(2), check here ☐ and enter "N/A" on line 1. Date of ruling or determination letter: _____ (attach copy of letter if necessary-see instructions)			
b Domestic foundations that meet the section 4940(e) requirements in Part V, check here ☒ and enter 1% of Part I, line 27b		1	8,283.
c All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, col (b)			
2 Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)		2	0.
3 Add lines 1 and 2		3	8,283.
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	8,283.
6 Credits/Payments			
a 2009 estimated tax payments and 2008 overpayment credited to 2009	6a	42,890.	
b Exempt foreign organizations - tax withheld at source	6b		
c Tax paid with application for extension of time to file (Form 8868)	6c	20,000.	
d Backup withholding erroneously withheld	6d		
7 Total credits and payments. Add lines 6a through 6d	7	62,890.	
8 Enter any penalty for underpayment of estimated tax. Check here ☐ if Form 2220 is attached	8		
9 Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed	9		
10 Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10	54,607.	
11 Enter the amount of line 10 to be Credited to 2010 estimated tax ☒ Refunded ☐	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 instructions for definition)? If the answer is "Yes" to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities.		X
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
4a Did the foundation have unrelated business gross income of \$1,000 or more during the year?	X	
b If "Yes," has it filed a tax return on Form 990-T for this year?	X	
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? If "Yes," attach the statement required by General Instruction T		X
6 Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	X	
7 Did the foundation have at least \$5,000 in assets at any time during the year? If "Yes," complete Part II, col. (c), and Part XV.	X	
8a Enter the states to which the foundation reports or with which it is registered (see instructions) ☒ 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

Form 990-PF (2009)

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://FDNCENTER.ORG/GRANTMAKER/GERBODE</u>	13	X	
14	The books are in care of ► <u>CORPORATE OFFICES</u> Telephone no ► <u>(415) 391-0911</u> Located at ► <u>111 PINE STREET, STE 1515, SAN FRANCISCO, CA</u> ZIP+4 ► <u>94111</u>			
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 - Check here and enter the amount of tax-exempt interest received or accrued during the year		15	N/A

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

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

	Yes	No
1a During the year did the foundation (either directly or indirectly):		
(1) Engage in the sale or exchange, or leasing of property with a disqualified person?	☐ Yes ☒ No	
(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person?	☐ Yes ☒ No	
(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person?	☐ Yes ☒ No	
(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person?	☒ Yes ☐ 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)?	☐ Yes ☒ 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.)	☐ Yes ☒ No	
b If any answer is "Yes" to 1a(1)-(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see page 20 of the instructions)? Organizations relying on a current notice regarding disaster assistance check here		X
c Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2009?		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?	☐ Yes ☒ No	
If "Yes," list the years ► _____		
b Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement - see instructions)	N/A	
c If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here ► _____		
3a Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year?	☐ Yes ☒ 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.)	N/A	
4a Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?		X
b Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2009?		X

Form 990-PF (2009)

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

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

(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))?

☐ Yes ☒ No

(2) Influence the outcome of any specific public election (see section 4955), or to carry on, directly or indirectly, any voter registration drive?

☐ Yes ☒ No

(3) Provide a grant to an individual for travel, study, or other similar purposes?

☐ Yes ☒ No

(4) Provide a grant to an organization other than a charitable, etc., organization described in section 509(a)(1), (2), or (3), or section 4940(d)(2)?

☒ Yes ☐ No

(5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals?

☐ Yes ☒ No

b If any answer is "Yes" to 5a(1)-(5), did any of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance (see instructions)?

5b

X

Organizations relying on a current notice regarding disaster assistance check here

☐

c If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant?

☒ Yes ☐ No

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

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

N/A

7b

Part VIII Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors

1 List all officers, directors, trustees, foundation managers and their compensation.

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
SEE STATEMENT 12		271,766.	70,097.	0.

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

(a) Name and address of each employee paid more than \$50,000	(b) Title, and average hours per week devoted to position	(c) Compensation	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
SANDRA FONG - 111 PINE ST., SUITE 1515, SAN FRANCISCO, CA 94111	OFFICE MANAGER 40.00	55,098.	20,141.	0.

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

☐ 0

Form 990-PF (2009)

Part VIII Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors (continued)**3** Five highest-paid independent contractors for professional services. If none, enter "NONE."

(a) Name and address of each person paid more than \$50,000	(b) Type of service	(c) Compensation
ATALANTA SOSNOFF 101 PARK AVENUE, NEW YORK, NY 10178	INVESTMENT MANAGEMENT	133,413.
CAPITAL GUARDIAN 333 SOUTH HOPE STREET, LOS ANGELES, CA 90071	INVESTMENT MANAGEMENT	90,086.

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 POPULATION AND REPRODUCTIVE RIGHTS: FUNDS SPENT TO PROVIDE TECHNICAL ASSISTANCE TO POPULATION AND REPRODUCTIVE RIGHTS ORGANIZATIONS, AS WELL AS TO PROMOTE GRANTMAKING AND	900.
2 HAWAIIAN ISSUES: FUNDS SPENT TO PROVIDE TECHNICAL ASSISTANCE TO HAWAIIAN NONPROFITS AND THE HAWAII COMMUNITY FOUNDATION, AS WELL AS TO PROMOTE AND ASSIST GRANTMAKING IN HAWAII BY	970.
3 DIRECT SERVICE NONPROFIT SECTOR: FUNDS SPENT ON ACTIVITIES TO STRENGTHEN THE PHILANTHROPIC PROCESS AND THE NONPROFIT SECTOR	211,083.
4	

Part IX-B Summary of Program-Related Investments

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2

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

Form 990-PF (2009)

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	54,251,473.
b	Average of monthly cash balances	1b	634,209.
c	Fair market value of all other assets	1c	
d	Total (add lines 1a, b, and c)	1d	54,885,682.
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	54,885,682.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	823,285.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	54,062,397.
6	Minimum investment return. Enter 5% of line 5	6	2,703,120.

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	2,703,120.
2a	Tax on investment income for 2009 from Part VI, line 5	2a	8,283.
b	Income tax for 2009 (This does not include the tax from Part VI)	2b	4,761.
c	Add lines 2a and 2b	2c	13,044.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	2,690,076.
4	Recoveries of amounts treated as qualifying distributions	4	0.
5	Add lines 3 and 4	5	2,690,076.
6	Deduction from distributable amount (see instructions)	6	0.
7	Distributable amount as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1	7	2,690,076.

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	5,108,783.
b	Program-related investments - total from Part IX-B	1b	0.
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	2	
3	Amounts set aside for specific charitable projects that satisfy the		
a	Suitability test (prior IRS approval required)	3a	
b	Cash distribution test (attach the required schedule)	3b	
4	Qualifying distributions. Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	4	5,108,783.
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income. Enter 1% of Part I, line 27b	5	8,283.
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	5,100,500.

Note. The amount on line 6 will be used in Part V, column (b), in subsequent years when calculating whether the foundation qualifies for the section 4940(e) reduction of tax in those years.

Form 990-PF (2009)

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				2,690,076.
2 Undistributed income, if any, as of the end of 2009				
a Enter amount for 2008 only			0.	
b Total for prior years		0.		
3 Excess distributions carryover, if any, to 2009				
a From 2004	150,000.			
b From 2005				
c From 2006				
d From 2007	104,946.			
e From 2008	1,118,783.			
f Total of lines 3a through e	1,373,729.			
4 Qualifying distributions for 2009 from Part XII, line 4 ▶ \$ 5,108,783.				
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				2,690,076.
e Remaining amount distributed out of corpus	2,418,707.			
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	3,792,436.			
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 instr			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)	0.			
8 Excess distributions carryover from 2004 not applied on line 5 or line 7	150,000.			
9 Excess distributions carryover to 2010. Subtract lines 7 and 8 from line 6a	3,642,436.			
10 Analysis of line 9				
a Excess from 2005				
b Excess from 2006				
c Excess from 2007	104,946.			
d Excess from 2008	1,118,783.			
e Excess from 2009	2,418,707.			

N/A

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

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

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(i)(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(i)(3)(B)(iii)

(3) Largest amount of support from an exempt organization

(4) Gross investment income

[illegible]

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

1 Information Regarding Foundation Managers:

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

NONE

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

NONE

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

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

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

SEE STATEMENT D

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
a <i>Paid during the year</i> SEE STATEMENT A				4382318.
Total			3a	4382318.
b <i>Approved for future payment</i> SEE STATEMENT A				2247374.
Total			3b	2247374.

FORM 990-PF INTEREST ON SAVINGS AND TEMPORARY CASH INVESTMENTS STATEMENT 1

SOURCE	AMOUNT
SAVINGS ACCOUNT	6,147.
TOTAL TO FORM 990-PF, PART I, LINE 3, COLUMN A	6,147.

FORM 990-PF DIVIDENDS AND INTEREST FROM SECURITIES STATEMENT 2

SOURCE	GROSS AMOUNT	CAPITAL GAINS DIVIDENDS	COLUMN (A) AMOUNT
SECURITIES	1,098,880.	0.	1,098,880.
TOTAL TO FM 990-PF, PART I, LN 4	1,098,880.	0.	1,098,880.

FORM 990-PF OTHER INCOME STATEMENT 3

DESCRIPTION	(A) REVENUE PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME
INCOME-PROGRAM RELATED INVESTMENTS	92,264.	0.	
UBI FROM PASS-THROUGH INVESTMENTS	33,739.	0.	
TOTAL TO FORM 990-PF, PART I, LINE 11	126,003.	0.	

FORM 990-PF LEGAL FEES STATEMENT 4

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
OTHER LEGAL ADVICE	2,327.	0.		2,327.
TO FM 990-PF, PG 1, LN 16A	2,327.	0.		2,327.

FORM 990-PF	ACCOUNTING FEES	STATEMENT	5
-------------	-----------------	-----------	---

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
AUDIT AND TAX SERVICES	32,106.	1,188.		30,918.
TO FORM 990-PF, PG 1, LN 16B	32,106.	1,188.		30,918.

FORM 990-PF	OTHER PROFESSIONAL FEES	STATEMENT	6
-------------	-------------------------	-----------	---

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
INVESTMENT FEES	255,426.	255,426.		0.
MISCELLANEOUS PROFESSIONAL FEES	12,924.	0.		12,924.
TO FORM 990-PF, PG 1, LN 16C	268,350.	255,426.		12,924.

FORM 990-PF	TAXES	STATEMENT	7
-------------	-------	-----------	---

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
FEDERAL EXCISE TAX ON INVESTMENT INCOME	8,670.	0.		0.
PAYROLL TAXES	26,498.	980.		25,518.
TO FORM 990-PF, PG 1, LN 18	35,168.	980.		25,518.

FORM 990-PF	OTHER EXPENSES			STATEMENT	8
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES	
MEMBERSHIP FEES	725.	0.		725.	
SUPPLIES	4,609.	0.		4,609.	
TELEPHONE	5,667.	0.		5,667.	
POSTAGE & DELIVERY	1,060.	0.		1,060.	
EQUIPMENT MAINTENANCE	2,466.	0.		2,466.	
INSURANCE	8,931.	0.		8,931.	
MISCELLANEOUS EXPENSES	862.	0.		862.	
REPRODUCTIVE RIGHTS-DIRECT COSTS	380.	0.		380.	
HAWAIIAN ISSUES-DIRECT COSTS	1,297.	0.		1,297.	
DIRECT SERVICE-NONPROFIT	5,657.	0.		5,657.	
ARTS COMMISSIONING-DIRECT COSTS	19,984.	0.		19,984.	
BOARD EXPENSES	2,103.	0.		2,103.	
PAYROLL PROCESSING	1,444.	0.		1,444.	
STAFF DEVELOPMENT	208.	0.		208.	
TO FORM 990-PF, PG 1, LN 23	55,393.	0.		55,393.	

FORM 990-PF	OTHER INVESTMENTS		STATEMENT	9
DESCRIPTION	VALUATION METHOD	BOOK VALUE	FAIR MARKET VALUE	
CASH MANAGEMENT FUNDS	FMV	679,908.	679,908.	
EQUITY SECURITIES	FMV	11,874,810.	16,592,045.	
MUTUAL FUNDS	FMV	51,468,339.	45,609,074.	
PARTNERSHIP INTEREST	FMV	64,473.	64,473.	
TOTAL TO FORM 990-PF, PART II, LINE 13		64,087,530.	62,945,500.	

FORM 990-PF	OTHER ASSETS	STATEMENT	10
-------------	--------------	-----------	----

DESCRIPTION	BEGINNING OF YR BOOK VALUE	END OF YEAR BOOK VALUE	FAIR MARKET VALUE
PROGRAM RELATED INVESTMENTS	489,508.	514,643.	514,643.
ACCRUED INTEREST AND DIVIDENDS	25,736.	21,009.	21,009.
TO FORM 990-PF, PART II, LINE 15	515,244.	535,652.	535,652.

FORM 990-PF	OTHER LIABILITIES	STATEMENT	11
-------------	-------------------	-----------	----

DESCRIPTION	BOY AMOUNT	EOY AMOUNT
DEFERRED COMPENSATION	185,023.	259,169.
TOTAL TO FORM 990-PF, PART II, LINE 22	185,023.	259,169.

FORM 990-PF	PART VIII - LIST OF OFFICERS, DIRECTORS TRUSTEES AND FOUNDATION MANAGERS	STATEMENT	12
-------------	---	-----------	----

NAME AND ADDRESS	TITLE AND AVRG HRS/WK	COMPEN- SATION	EMPLOYEE BEN PLAN CONTRIB	EXPENSE ACCOUNT
THOMAS LAYTON 111 PINE STREET SAN FRANCISCO, CA 94111	PRESIDENT 40.00	193,700.	47,740.	0.
STACIE MA'A 111 PINE STREET SAN FRANCISCO, CA 94111	VICE PRESIDENT 32.00	78,066.	22,357.	0.
MARYANNA G. STOCKHOLM 111 PINE STREET SAN FRANCISCO, CA 94111	CHAIR 5.00	0.	0.	0.
FRANK A. GERBODE, MD 111 PINE STREET SAN FRANCISCO, CA 94111	TREASURER 5.00	0.	0.	0.
CHARLES M. STOCKHOLM 111 PINE STREET SAN FRANCISCO, CA 94111	VICE-CHAIR 5.00	0.	0.	0.
TOTALS INCLUDED ON 990-PF, PAGE 6, PART VIII		271,766.	70,097.	0.

2009

Organization Name	Unpaid 12/31/08	Awarded	Refunds	Paid	Cancelled	Reductions	Unpaid 12/31/09
Agape Foundation 1095 Market Street, Suite 304 San Francisco, CA 94103 Ignite Project		10,000					10,000
Aging In Place-San Francisco 3330 Geary Boulevard San Francisco, CA 94118 San Francisco Village		50,000		25,000			25,000
Alliance for Justice 11 Dupont Circle, NW, 2nd Floor Washington, DC 20036 Program Support		30,000		15,000			15,000
Alonzo Kings LINES Ballet 26 Seventh Street 94103, CA New Work with Alonzo King in Collaboration with Christopher Haas	75,000			50,000			25,000
American Citizens for Justice, Inc. P.O. Box 851163 Westland, MI 48185 Documentary Film, "Vincent Who?"	25,000			25,000			
American Civil Liberties Union Foundation of Northern California 39 Drumm Street San Francisco, CA 94111 California Death Penalty		25,000		25,000			
American Civil Liberties Union Foundation of Northern California 39 Drumm Street San Francisco, CA 94111 Reproductive Rights Project		50,000		25,000			25,000
Asia Foundation 1779 Massachusetts Avenue NW #815 Washington, DC 20036 Women's Programs		50,000		25,000			25,000

2009

Organization Name	Unpaid 12/31/08	Awarded	Refunds	Paid	Cancelled	Reductions	Unpaid 12/31/09
Asian American Justice Center 1140 Connecticut Avenue NW, Suite 1200 Washington, DC 20036 Program Support		20,000					20,000
Asian American-Pacific Islanders in Philanthropy 200 Pine Street, Suite 700 San Francisco, CA 94104 Program Support		15,000		15,000			
Asian Communities for Reproductive Justice 1440 Broadway, Suite 301 Oakland, CA 94612 Program Support		25,000		25,000			
Asian Immigrant Women Advocates, Inc. 310 -18th Street, #301 Oakland, CA 94607 2010 U.S. Census Participation		10,000					10,000
Asian Law Caucus 55 Columbus Avenue San Francisco, CA 94111 Fred T. Korematsu Institute for Civil Rights and Education		50,000		25,000			25,000
Asian Pacific Environmental Network 310 Eighth Street #309 Oakland, CA 94607 Program Support		20,000		20,000			
Association of Black Foundation Executives, Inc. 55 Exchange Place, 5th Floor New York, NY 10005 Program Support		1,500		1,500			
AXIS Dance Company 1428 Alice Street, Suite 201 Oakland, CA 94612 New Work by Shinichi Iova-Koga in Collaboration with Joan Jeanrenaud	75,000			50,000			25,000

2009

Organization Name	Unpaid 12/31/08	Awarded	Refunds	Paid	Cancelled	Reductions	Unpaid 12/31/09
Axis Community Health, Inc. 4361 Railroad Avenue Pleasanton, CA 94566 2010 U.S. Census Participation		5,000		5,000			
BANANAS, Inc. 5232 Claremont Avenue Oakland, CA 94618 2010 U.S. Census Participation		10,000		10,000			
Bay Area Blacks in Philanthropy 200 Pine Street, Suite 700 San Francisco, CA 94104 Program Support		3,000		3,000			
Bishop Museum 1525 Bernice Street Honolulu, HI 96817-2704 Hawaiian Hall Docent Program		50,000		50,000			
Brava for Women in the Arts 2781 24th Street San Francisco, CA 94110 New Work with Cherrie L. Moraga and Celia Herrera Rodriguez		75,000					75,000
Breast Cancer Action 55 New Montgomery Street, Suite 323 San Francisco, CA 94105 Program Support		20,000					20,000
California Lawyers for the Arts Fort Mason, Bldg C, Rm 255 San Francisco, CA 94123 Arts and Environmental Initiative		25,000		25,000			
California Pacific Medical Center Foundation 1255 Post Street, Suite 700 San Francisco, CA 94109 When Worlds Collide		11,500		11,500			

2009

Organization Name	Unpaid 12/31/08	Awarded	Refunds	Paid	Cancelled	Reductions	Unpaid 12/31/09
California Pacific Medical Center Foundation 1255 Post Street, Suite 700 San Francisco, CA 94109		100,000		100,000			
Proactive Ethics Intervention Project California Pacific Medical Center Foundation 2015 Steiner Street, 2nd Floor San Francisco, CA 94115	25,000			25,000			
Program in Medicine and Human Values California Reinvestment Committee 474 Valencia Street #230 San Francisco, CA 94103		50,000		25,000			25,000
Financial Crisis and Community Recovery Project California Voter Foundation P O Box 189277 Sacramento, CA 95818		50,000		25,000			25,000
Program Support Catholics for Choice 1436 U Street NW #301 Washington, DC 20009-3997	150,000			50,000			100,000
Program Support Center for Asian American Media 145 Ninth Street, Suite 350 San Francisco, CA 94103		5,000		5,000			
San Francisco International Asian American Film Festival Center for Asian American Media 145 Ninth Street, Suite 350 San Francisco, CA 94103		5,000					5,000
San Francisco International Asian American Film Festival Center for Empowering Refugees, Inc. 544 International Blvd., Suite 9 Oakland, CA 94606		10,000		10,000			
2010 U.S. Census Participation							

2009

Organization Name	Unpaid 12/31/08	Awarded	Refunds	Paid	Cancelled	Reductions	Unpaid 12/31/09
Center for Lobbying in the Public Interest 1612 K Street, NW, Suite 505 Washington, DC 20006 Program Support		15,000		15,000			
Center for Reproductive Rights 120 Wall Street New York, NY 10005 Program Support		25,000		25,000			
Chinese for Affirmative Action 17 Waller U Lum Place San Francisco, CA 94108 Capacity Building		25,000		25,000			
Choice USA 1317 F Street NW, Suite 501 Washington, DC 20004 Program Support	25,000			25,000			
Circus Center (aka San Francisco Circus Center) 755 Frederick Street San Francisco, CA 94117 New Work with Itamar Moses and Sam Payne & Sandra Feusi		75,000					75,000
City Arts and Lectures 1955 Sulter Street San Francisco, CA 94115 Local and National Radio Broadcasts		15,000		15,000			
Common Cause Education Fund 1133 - 19th Street, NW, 9th Floor Washington, DC 20036 Program Support		50,000		25,000			25,000
Commonweal PO Box 316 Bolinas, CA 94924 Juvenile Justice Policy Reform Initiative		50,000					50,000

2009

Organization Name	Unpaid 12/31/08	Awarded	Refunds	Paid	Cancelled	Reductions	Unpaid 12/31/09
Communications Consortium Media Center 401 Ninth Street, N.W., Suite 450 Washington, DC 20004 Convention on Eliminating All Forms of Discrimination Against Women		25,000		25,000			
Communications Consortium Media Center 401 Ninth Street, N.W., Suite 450 New York, NY 20004 Work on Environmental Toxins		25,000		25,000			
Community Initiatives 354 Pine Street, Suite 700 San Francisco, CA 94104 Engage Her Project		25,000		25,000			
CIF of the San Francisco Foundation 225 Bush Street #500 San Francisco, CA 94104-4224 San Francisco Free Press Project			1,989			1,989	
Community Links Hawaii 1003 Bishop Street, Suite 2605 Honolulu, HI 96813 Malama Maunaloa Program		25,000		25,000			
Community Links Hawaii 1003 Bishop Street, Suite 2605 Honolulu, HI 96813 Best Practices in the Field of Fiscal Sponsorship		4,225		4,225			
Community Living Campaign P.O. Box 460400 San Francisco, CA 94146 Program Support		50,000		25,000			25,000
Community Music Center 544 Capp Street San Francisco, CA 94110 Faculty Grants Program		20,000		10,000			10,000

2009

Organization Name	Unpaid 12/31/08	Awarded	Refunds	Paid	Cancelled	Reductions	Unpaid 12/31/09
Compassion and Choices P.O. Box 101810 Denver, CO 80250 End-of-Life Advocacy Symposium		50,000		50,000			
Compassion and Choices P.O. Box 101810 Denver, CO 80250 Northern California Chapter Event		2,500		2,500			
Council on Foundations 2121 Crystal Drive, Suite 700 Arlington, VA 22202 Program Support		8,624					8,624
Council on Foundations 2121 Crystal Drive, Suite 700 Arlington, VA 22202 Program Support		8,890		8,890			
Crucible, The 1260 - 7th Street Oakland, CA 94607 New Composition by Dan Cantrell	25,000			25,000			
David Brower Center 2150 Allston Way Berkeley, CA 94704 Strategic Planning		25,000					25,000
East Meets West Foundation P.O. Box 29292 Oakland, CA 94604 Organizational Development		25,000		25,000			
Endowment for California Leadership 97 Oakmont Avenue Piedmont, CA 94610 Program Support		25,000		25,000			

2009

Organization Name	Unpaid 12/31/08	Awarded	Refunds	Paid	Cancelled	Reductions	Unpaid 12/31/09
Environmental Grantmakers Association 55 Exchange Place, Suite 405 New York, NY 10005 Program Support		720		720			
Equal Justice Society 220 Sansome Street, Suite 700 San Francisco, CA 94104 Program Support		50,000		25,000			25,000
Equal Rights Advocates 180 Howard Street, Suite 300 San Francisco, CA 94105 Executive Director Search		25,000		25,000			
Exhale-An After-Abortion Counseling Talkline 484 Lake Park Avenue #63 Oakland, CA 94610 Program Support		25,000		25,000			
Feminist Majority Foundation 433 South Beverly Drive Beverly Hills, CA 90212 Program Support	25,000			25,000			
Filipino Advocates for Justice 310 Eighth Street #308 Oakland, CA 94607 2010 U.S. Census Participation		10,000		10,000			
Foundation Center 312 Sutter Street #606 San Francisco, CA 94108		5,000		5,000			
Funders Concerned About AIDS San Francisco Library-Learning Center in 2009 189 Montague Street, Suite 801A Brooklyn, NY 11201 Program Support		1,000		1,000			

2009

Organization Name	Unpaid 12/31/08	Awarded	Refunds	Paid	Cancelled	Reductions	Unpaid 12/31/09
Funders Network on Population, Reproductive Health and Rights P O. Box 750 Rockville, MD 20848-0750 Program Support		2,025		2,025			
Funders for Lesbian and Gay Issues 116 East 16th Street, 7th Floor New York, NY 10003 Program Support	5,000			5,000			
Funders for Lesbian and Gay Issues 116 East 16th Street, 7th Floor New York, NY 10003 Program Support		5,000					5,000
Give2Asia 465 California Street, Suite 806 San Francisco, CA 94104 Organizational Development		25,000		25,000			
Global Fund for Women 222 Sutter Street, Suite 500 San Francisco, CA 94108 Program Support		50,000		25,000			25,000
Grabhorn Institute 1802 Hays Street, The Presidio San Francisco, CA 94129 Program Support in 2009		5,000		5,000			
Grantmakers for Effective Organizations 1725 DeSales Street N.W., Suite 404 Washington, DC 20036 Program Support		1,000		1,000			
Grantmakers for Effective Organizations 1725 DeSales Street, NW, Suite 404 Washington, DC 20036 Program Support for 2010		1,725	725	1,725		725	

2009

Organization Name	Unpaid 12/31/08	Awarded	Refunds	Paid	Cancelled	Reductions	Unpaid 12/31/09
Grantmakers in the Arts 604 West Galer Street Seattle, WA 98119-3253 Program Support		1,400		1,400			
GreatNonprofits P.O. Box 1133 Palo Alto, CA 94302-1133 Program Support		50,000		25,000			25,000
Greenbelt Alliance 631 Howard Street, Suite 510 San Francisco, CA 94105 Grow Smart Bay Area Project		150,000		50,000			100,000
Groundspark 2180 Bryant Street, Suite 203 San Francisco, CA 94110 Education and Media Work for the Film, "Straightlaced"		25,000		25,000			
Guttmacher Institute 125 Maiden Lane, 7th Floor New York, NY 10038 "Off Base: The Harmful Consequences of the US Military's Abortion Ban"		75,000		75,000			
Hawaii Community Foundation 1164 Bishop Street, Suite 800 Honolulu, HI 96813 Ho'okele Professional Development Awards	55,750			26,000			29,750
Hawaii Community Foundation 1164 Bishop Street, Suite 800 Honolulu, HI 96813 Hawaii Environmental Funders Group		30,000		15,000			15,000
Hawaii Friends of Civic and Law Related Education P.O. Box 489 Waialua, HI 96791 Restorative Justice Project		25,000					25,000

2009

Organization Name	Unpaid 12/31/08	Awarded	Refunds	Paid	Cancelled	Reductions	Unpaid 12/31/09
Hawaii Nature Center 2131 Makiki Heights Drive Honolulu, HI 96822 Program Support		25,000		25,000			
Hawaiian Mission Childrens Society 553 South King Street Honolulu, HI 96813	50,000			50,000			
Headlands Center for the Arts Ensuring Our Future While Respecting Our Past 944 Fort Barry Sausalito, CA 94965	75,000			75,000			
Heyday Institute New Work by Alex Ketley in Collaboration with Les Stuck P.O. Box 9145 Berkeley, CA 94709 Program Support		20,000		20,000			
Heyday Institute P.O. Box 9145 Berkeley, CA 94709 Reprinting Project			18,000			18,000	
Hispanics in Philanthropy 200 Pine Street, Suite 700 San Francisco, CA 94104 Program Support		10,000		10,000			
Honolulu Academy of Arts 900 S. Beretania Street Honolulu, HI 96814-1495	50,000			25,000			25,000
Honolulu Academy of Arts Director of Communications Staff Position 900 S. Beretania Street Honolulu, HI 96814-1495 Communications Project		25,000		25,000			

2009

Organization Name	Unpaid 12/31/08	Awarded	Refunds	Paid	Cancelled	Reductions	Unpaid 12/31/09
Ibis Reproductive Health, Inc. 17 Dunster Street, Suite 201 Cambridge, MA 02138 TEACH Advocacy Project		25,000		25,000			
Ibis Reproductive Health Inc. 1330 Broadway, Suite 1100 Oakland, CA 94612 Program Support		25,000		25,000			
Ibis Reproductive Health Inc. 1330 Broadway, Suite 1100 Oakland, CA 94612 Work on Reproductive Health of Latinas in California		25,000		25,000			
Idris Ackamoore and Cultural Odyssey 762 Fulton Street, Suite 306 San Francisco, CA 94102 New Work by Joanna Haigood in Collaboration with Rhodessa Jones	75,000			75,000			
Immigrant Legal Resource Center 1663 Mission Street, Suite 602 San Francisco, CA 94103 Combating Immigration Provider Fraud	5,000			5,000			
Independent Production Fund, Inc. 200 Central Park South, 12F New York, NY 10019 Documentary Film, "Whose Death Is It Anyway?"		10,000		10,000			
Independent Sector 1602 L Street, NW, Suite 900 Washington, DC 20036 Program Support 2010		4,000					4,000
Independent Sector 1602 L Street NW, Suite 900 Washington, DC 20036 Program Support		4,000		4,000			

2009

Organization Name	Unpaid 12/31/08	Awarded	Refunds	Paid	Cancelled	Reductions	Unpaid 12/31/09
International Institute of the Bay Area, The 657 Mission Street, Suite 500 San Francisco, CA 94105 2010 U.S. Census Participation		10,000		10,000			
Intersection 446 Valencia Street San Francisco, CA 94103 New Work with Sean San José and Richard Montoya		75,000					75,000
Jess Curtis/Gravity Inc. 849 Divisadero Street, #4 San Francisco, CA 94117 New Work by Jess Curtis in Collaboration with Guillermo Gómez-Peña	75,000			50,000			25,000
Lao Family Community Development, Inc. 2325 East 12th Street Oakland, CA 94601 2010 U.S. Census Participation		10,000		10,000			
Law Students for Reproductive Justice 449 - 15th Street, Suite 304 Oakland, CA 94612 Program Support		50,000		25,000			25,000
Lorraine Hansberry Theatre 777 Jones Street San Francisco, CA 94109 New Work with Jeannie Barroga and Alleluia Panis		75,000					75,000
Maplight (aka MAPLight.org) 2223 Shattuck Avenue Berkeley, CA 94704 Program Support	50,000			25,000			25,000
Medical Students for Choice P.O. Box 40188 Philadelphia, PA 19106 Program Support		20,000		20,000			

2009

Organization Name	Unpaid 12/31/08	Awarded	Refunds	Paid	Cancelled	Reductions	Unpaid 12/31/09
Musical Traditions-The Paul Dresher Ensemble 333 Valencia Street, Suite 301 San Francisco, CA 94103	25,000						25,000
NARAL Pro-Choice America Foundation New Composition by Ryan Brown 111 Pine Street, Suite 1500 San Francisco, CA 94111		20,000		20,000			
NARAL Pro-Choice California Foundation Power of Choice Luncheon 111 Pine Street, Suite 1500 San Francisco, CA 94111		10,000		10,000			
NARAL Pro-Choice Minnesota Foundation Performers for Choice 550 Rice Street Saint Paul, MN 55103		25,000		25,000			
Na Lei Hulu I Ka Wekiu Hula Halau Nursing Students for Choice 1527 - 20th Street San Francisco, CA 94107-2808		15,000		7,500			7,500
National Committee for Responsive Philanthropy Program Support 2001 S Street NW, Suite 620 Washington, DC 20009		25,000		25,000			
National Tropical Botanical Garden Program Support 3530 Papalina Road Kalaheo, Kauai, HI 96741	42,000			42,000			
National Women's Law Center Environmental Journalism Fellowship Program 11 Dupont Circle, NW Suite 800 Washington, DC 20036		25,000		25,000			
Reproductive Rights and Health Program							

2009

Organization Name	Unpaid 12/31/08	Awarded	Refunds	Paid	Cancelled	Reductions	Unpaid 12/31/09
Nature Conservancy 923 Nuuanu Avenue Honolulu, HI 96817 Local Environmental and Conservation Work		25,000		25,000			
Nature Conservancy 201 Mission Street, 4th Floor San Francisco, CA 94105 Conservation Work in the Asia Pacific Region	100,000			100,000			
Northern California Grantmakers 625 Market Street, 15th Floor San Francisco, CA 94105 Program Support		6,000		6,000			
ODC Theater 351 Shotwell Street San Francisco, CA 94110 New Work with Julie Herbert and Deborah Slater		75,000					75,000
Pacific News Service 275 Ninth Street San Francisco, CA 94103 Veterans Media Project	25,000			25,000			
Pelican Media 1736 Stockton Street, Suite 2 San Francisco, CA 94133 Pelican Dreams	25,000			25,000			
Philanthropic Ventures Foundation 1222 Preservation Park Way Oakland, CA 94612-1201 Gerbode Foundation Education Fund	25,000			25,000			
Philanthropic Ventures Foundation 1222 Preservation Park Way Oakland, CA 94612-1201 Gerbode Foundation Education Fund		25,000		25,000			

2009

Organization Name	Unpaid 12/31/08	Awarded	Refunds	Paid	Cancelled	Reductions	Unpaid 12/31/09
Physicians for Reproductive Choice and Health 55 West 39th Street, 10th Floor New York, NY 10018 Program Support		20,000		20,000			
Planet Drum Foundation PO Box 31251 San Francisco, CA 94131 Program Support		5,000		5,000			
Planned Parenthood Federation of America 434 West 33rd Street New York, NY 10001 Program Support		50,000		25,000			25,000
Prison University Project, Inc. P.O. Box 492 San Quentin, CA 94964 Public Education Work		15,000					15,000
Public Design Studio (aka Public Architecture) 1211 Folsom Street, 4th Floor San Francisco, CA 94103-3816 Program Support		50,000		25,000			25,000
Regents of the University of California School of Social Welfare 120 Haviland Hall #7400 Berkeley, CA 94720 Administration of the Gerbode Foundation Professional Development		60,000					60,000
Regents of the University of California School of Social Welfare 120 Haviland Hall #7400 Berkeley, CA 94720 Gift	7,500			7,500			
Regents of the University of California School of Social Welfare 120 Haviland Hall #120 Berkeley, CA 94720 Gift	7,500			7,500			

2009

Organization Name	Unpaid 12/31/08	Awarded	Refunds	Paid	Cancelled	Reductions	Unpaid 12/31/09
Regents of the University of California School of Social Welfare 120 Haviland Hall #7400 Berkeley, CA 94720		150,000					150,000
Gerbode Foundation Professional Development Program							
Regents of the University of California School of Social Welfare 120 Haviland Hall #7400 Berkeley, CA 94720	50,000			50,000			
Gerbode Foundation Professional Development Program							
Regents of the University of California School of Social Welfare 120 Haviland Hall #7400 Berkeley, CA 94720		15,000		15,000			
Gerbode Foundation Professional Development Program							
Rova Arts 333 - 12th Street San Francisco, CA 94103	25,000			25,000			
New Composition by Carla Kihlstedt							
Rural California Broadcasting (aka KRCB Television) 5850 Labath Avenue Rohnert Park, CA 94928-2041		75,000		75,000			
Documentary Film "Moments in Time"							
Samoan Community Development Center, Inc. 2055 Sunnydale Avenue San Francisco, CA 94134-2611		10,000		10,000			
2010 U.S. Census Participation							
San Francisco Bicycle Coalition 995 Market Street, Suite 1550 San Francisco, CA 94103		25,000					25,000
Great Streets Project							
San Francisco Film Society 39 Mesa Street, Suite 110 San Francisco, CA 94129	25,000			25,000			
Environmental History Project							

2009

Organization Name	Unpaid 12/31/08	Awarded	Refunds	Paid	Cancelled	Reductions	Unpaid 12/31/09
San Francisco Foundation 225 Bush Street #500 San Francisco, CA 94104-4224 Great Communities Collaborative	200,000			100,000			100,000
San Francisco Foundation 225 Bush Street #500 San Francisco, CA 94104-4224 Donor Advised Fund		500,000		500,000			
San Francisco Jazz Organization 3 Embarcadero Center, Lobby Level San Francisco, CA 94110 New Composition by Adam Theis	25,000			25,000			
San Francisco Planning and Urban Research Association 654 Mission Street San Francisco, CA 94105 Program Support	100,000			50,000			50,000
San Francisco Unified School District KALW Public Radio 500 Mansell Street San Francisco, CA 94134 Public Interest Reporting Project	25,000			25,000			
Save San Francisco Bay Association 350 Frank H. Ogawa Plaza, Suite 900 Oakland, CA 94612 Program Support		25,000		25,000			
Seacology 1623 Solano Avenue Berkeley, CA 94707 Program Support		10,000		10,000			
Shotgun Players 1901 Ashby Avenue Berkeley, CA 94703 New Work by Marcus Gardley	25,000			25,000			

2009

Organization Name	Unpaid 12/31/08	Awarded	Refunds	Paid	Cancelled	Reductions	Unpaid 12/31/09
Silicon Valley Community Foundation 2440 West El Camino Real, Suite 300 Mountain View, CA 94040 Donor Advised Fund		500,000		500,000			
Sonoma Ecology Center P O Box 1486 Eldridge, CA 95431 Organizational Development		21,833		21,833			
A Traveling Jewish Theatre (aka The Jewish Theatre San Francisco) 499 Alabama Street, #127 San Francisco, CA 94110		75,000					75,000
Trust for Public Land New Work with Corey Fischer and Sam Ball 212 Merchant Street, Suite 320 Honolulu, HI 96813 Hawaiian Islands Program	187,500			75,000			112,500
Trust for Public Land 212 Merchant Street, Suite 320 Honolulu, HI 96813 Hawaiian Islands Program		100,000		100,000			
Vietnamese American Community Center of the East Bay 106 International Boulevard Oakland, CA 94606 2010 U.S. Census Participation		5,000		5,000			
Voices of Music Inc. 333 Grant Avenue #601 San Francisco, CA 94108 Charity Concert and Advanced Professional Training		5,500		5,500			
WNET.ORG 450 West 33rd Street New York, NY 10001-2604 Documentary Project, "Women, War & Peace"		25,000		25,000			

2009

Organization Name	Unpaid 12/31/08	Awarded	Refunds	Paid	Cancelled	Reductions	Unpaid 12/31/09
Women's Link Worldwide Calle Coloreros 2, 2(3) 28013 Madrid, Spain		25,000		25,000			
Yerba Buena Center for the Arts 701 Mission Street San Francisco, CA 94103-3138 New Work by Sara Shelton Mann in Collaboration with David , Szlasa	75,000			50,000			25,000
Youth Speaks 290 Division Street, Suite 302 San Francisco, CA 94103 Organizational Development		25,000		25,000			
Zellerbach Family Foundation 575 Market Street, Suite 2950 San Francisco, CA 94105 Community Arts Distribution Committee		300,000					300,000
Zellerbach Family Foundation 575 Market Street, Suite 2950 San Francisco, CA 94105 Community Arts Distribution Committee	100,000			100,000			
Total grants listed: 157	1,960,250	4,669,442	20,714	4,382,318		20,714	2,247,374

The Wallace Alexander Gerbode Foundation

TIN: 94-6065226

12/31/2009

Investment Holding Summary

PRI - Women's Capital Corp	4,165
Dodge & Cox - Stock (Deferred)	65,327
Dodge & Cox - Allowance	45,495
Dodge & Cox Interntl(Deferred)	177,471
Unrealized D&C Intern'l	(29,124)
Atalanta Cost Schwab	12,278,557
Atalanta Allowance Schwab	3,477,852
A&B Cost Schwab	157,028
A&B Allowance Schwab	1,227,740
Blair Cost Schwab	20,968,000
Blair Allowance Schwab	(3,359,760)
Schwab Cash	126,611
Investments - Capital Guardian	19,593,985
Allowance - Capital Guardian	(2,813,830)
Vanguard Bond Fund	10,717,964
Unrealized Gain - Vanguard	243,547
Investments-Danco	64,473
Form 990-PF, Page 2, Line 13	62,945,500

The Wallace Alexander Gerbode Foundation

TIN: 94-6065226

December 31, 2008

Investment Holding Summary

PRI - Women's Capital Corp	4,165
Dodge & Cox - Stock (Deferred)	63,962
Dodge & Cox - Allowance	20,460
Dodge & Cox Interntl(Deferred)	175,468
Unrealized D&C Intern'l	(74,867)
Atalanta Cost Schwab	15,340,612
Atalanta Allowance Schwab	(1,522,894)
A&B Cost Schwab	157,028
A&B Allowance Schwab	856,770
Blair Cost Schwab	21,373,849
Blair Allowance Schwab	(10,816,602)
Schwab Cash	18,587
Investments - Capital Guardian	21,249,186
Allowance - Capital Guardian	(9,235,903)
Deutsch Cost Schwab	15,564,852
Deutsch Allowance Schwab	(2,657,435)
Investments-Danco	54,520
Form 990-PF, Page 2, Line 13	50,571,757

The Wallace Alexander Gerbode Foundation
EIN: 94-6065226
Tax Year: 2009
Form: 990PF

Form 990-PF, Parts I, XII and XVII., Charitable Expenses

Expenses have been allocated based upon time spent, space utilized or expenses incurred in furtherance of charitable, as opposed to, investment purposes.

Form 990-PF, Parts I and XV, Contributions, Gifts and Grants Paid

Grants per books in the amount of \$4,648,931 consist of grants approved, but not necessarily paid in 2009.

Grants paid during the year (990-PF Part I, line 25, column (d))	\$ 4,382,318
Grants Payable, beginning of the Year	(1,960,250)
Grants Payable, end of the Year	2,247,374
Returned Grants	(20,714)
Grants Adjustment	<u>203</u>
 Total Grants per books (990-PF Part I, Line 25, col. (a))	 <u><u>4,648,931</u></u>

The Wallace Alexander Gerbode Foundation

EIN: 94-6065226

Tax Year: 2009

Form: 990PF

Form 990-PF, Part XV, Supplementary Information

Purpose: The Wallace Alexander Gerbode Foundation is interested in programs and projects offering potential for significant impact. The primary focus is on the San Francisco Bay Area and Hawaii. The Foundation's interests generally fall under the following categories:

- Arts and culture
- Environment
- Reproductive rights
- Citizen participation/building communities/inclusiveness
- Strength of the philanthropic process and the nonprofit sector
- Foundation-initiated special projects.

Limitations and restrictions: To qualify for support, an organization must be a tax-exempt public charity, as determined by Internal Revenue Code Section 501(c)(3). The Foundation generally does not support direct services, deficit budgets, general operating funds, building or equipment funds, general fundraising campaigns, religious purposes, private schools, publications, scholarships, or grants to individuals.

Preferred form of contact: Letter of inquiry with short description of the project. Initial contact should not include materials (videotapes, etc.) requiring return. In the event that materials must be returned, an explicit request for their return and a self-addressed, stamped envelope must be provided. The Foundation does not accept applications or unsolicited materials via fax machine.

Contact person: Thomas C. Layton
The Wallace Alexander Gerbode Foundation
111 Pine Street, Suite 1515
San Francisco, CA 94111-5624
415-391-0911

Application deadlines: Applications are accepted on an ongoing basis. Under the annual Special Awards program to commission new works of art, the Foundation issues special guidelines covering the eligibility requirements, application procedure and deadline. Special Awards cycles are usually announced in May.

Substantiation of Exercise of Expenditure Responsibility: The following information is provided in accordance with IRC Sec. 4945(h)(3) and Reg. 53.4945-5(d) to demonstrate that the Foundation exercised fiscal responsibility in regard to its grants and program-related investments.

Name and address of grantee	Amount of grant	Date of grant	Purpose of grant	Amounts expended by grantee as of December 31, 2009	To the grantor's knowledge, grantee has diverted a portion of funds from the purpose of the grant (yes/no)	Dates of reports received from grantee	Dates and results of any verification of the grantee's reports
Mankiller Project 2275 Summit Drive Hillsborough, CA 94010 95-P015	\$100,000.00	Paid 8/1/96	Develop a film on the life of Wilma Mankiller, the first woman to become chief of the Cherokee Nation	\$0* No 2009 K-1	No	05/31/01 08/10/02 04/15/03 05/03/04 05/16/05 03/09/06 05/06/09	None required
Zellerbach Family Foundation 575 Market Street #2950 San Francisco, CA 94105 06-0058	\$100,000.00	Paid 02/01/09 07/01/09	Increase funds made available by the Fund to support tax-exempt public charity arts groups in Bay Area	\$100,000.00	No	12/12/08 11/24/09	None required

**Application for Extension of Time To File an
Exempt Organization Return**

OMB No. 1545-1709

► File a separate application for each return.

- If you are filing for an **Automatic 3-Month Extension**, complete only **Part I** and check this box ► ☒
- If you are filing for an **Additional (Not Automatic) 3-Month Extension**, complete only **Part II** (on page 2 of this form).

Do not complete **Part II** unless you have already been granted an automatic 3-month extension on a previously filed Form 8868.**Part I Automatic 3-Month Extension of Time.** Only submit original (no copies needed).A corporation required to file Form 990-T and requesting an automatic 6-month extension - check this box and complete Part I only ► ☐

All other corporations (including 1120-C filers), partnerships, REMICs, and trusts must use Form 7004 to request an extension of time to file income tax returns.

Electronic Filing (e-file). Generally, you can electronically file Form 8868 if you want a 3-month automatic extension of time to file one of the returns noted below (6 months for a corporation required to file Form 990-T). However, you cannot file Form 8868 electronically if (1) you want the additional (not automatic) 3-month extension or (2) you file Forms 990-BL, 6069, or 8870, group returns, or a composite or consolidated Form 990-T. Instead, you must submit the fully completed and signed page 2 (Part II) of Form 8868. For more details on the electronic filing of this form, visit www.irs.gov/efile and click on *e-file for Charities & Nonprofits*

Type or print File by the due date for filing your return. See instructions.	Name of Exempt Organization	Employer identification number
	THE WALLACE ALEXANDER GERBODE FOUNDATION	94-6065226
	Number, street, and room or suite no. If a P.O. box, see instructions. 111 PINE STREET, NO. 1515	
	City, town or post office, state, and ZIP code. For a foreign address, see instructions. SAN FRANCISCO, CA 94111	

Check type of return to be filed (file a separate application for each return):

- | | | |
|---|---|------------------------------------|
| ☐ Form 990 | ☐ Form 990-T (corporation) | ☐ Form 4720 |
| ☐ Form 990-BL | ☐ Form 990-T (sec. 401(a) or 408(a) trust) | ☐ Form 5227 |
| ☐ Form 990-EZ | ☐ Form 990-T (trust other than above) | ☐ Form 6069 |
| ☒ Form 990-PF | ☐ Form 1041-A | ☐ Form 8870 |

CORPORATE OFFICES

- The books are in the care of ► 111 PINE STREET, STE 1515 - SAN FRANCISCO, CA 94111
Telephone No. ► (415) 391-0911 FAX No. ►

- If the organization does not have an office or place of business in the United States, check this box ► ☐
- If this is for a Group Return, enter the organization's four digit Group Exemption Number (GEN) _____. If this is for the whole group, check this box ► ☐. If it is for part of the group, check this box ► ☐ and attach a list with the names and EINs of all members the extension will cover.

- 1 I request an automatic 3-month (6-months for a corporation required to file Form 990-T) extension of time until AUGUST 15, 2010, to file the exempt organization return for the organization named above. The extension is for the organization's return for:
 ► ☒ calendar year 2009 or
 ► ☐ tax year beginning _____, and ending _____.

- 2 If this tax year is for less than 12 months, check reason: ☐ Initial return ☐ Final return ☐ Change in accounting period

3a If this application is for Form 990-BL, 990-PF, 990-T, 4720, or 6069, enter the tentative tax, less any nonrefundable credits. See instructions.	3a	\$ 49,890.
b If this application is for Form 990-PF or 990-T, enter any refundable credits and estimated tax payments made. Include any prior year overpayment allowed as a credit.	3b	\$ 29,890.
c Balance Due. Subtract line 3b from line 3a. Include your payment with this form, or, if required, deposit with FTD coupon or, if required, by using EFTPS (Electronic Federal Tax Payment System). See instructions.	3c	\$ 20,000.

Caution. If you are going to make an electronic fund withdrawal with this Form 8868, see Form 8453-EO and Form 8879-EO for payment instructions.

LHA For Privacy Act and Paperwork Reduction Act Notice, see Instructions.

Form 8868 (Rev. 4-2009)

- If you are filing for an **Additional (Not Automatic) 3-Month Extension**, complete only **Part II** and check this box ☒ **X**
- Note.** Only complete Part II if you have already been granted an automatic 3-month extension on a previously filed Form 8868
- If you are filing for an **Automatic 3-Month Extension**, complete only **Part I** (on page 1).

Part II	Additional (Not Automatic) 3-Month Extension of Time. Only file the original (no copies needed).	
Type or print File by the extended due date for filing the return. See instructions.	Name of Exempt Organization	Employer identification number
	THE WALLACE ALEXANDER GERBODE FOUNDATION	94-6065226
	Number, street, and room or suite no. If a P.O. box, see instructions. 111 PINE STREET, NO. 1515	For IRS use only
	City, town or post office, state, and ZIP code. For a foreign address, see instructions. SAN FRANCISCO, CA 94111	

Check type of return to be filed (File a separate application for each return)

- ☐ Form 990 ☐ Form 990-EZ ☐ Form 990-T (sec. 401(a) or 408(a) trust) ☐ Form 1041-A ☐ Form 5227 ☐ Form 8870
☐ Form 990-BL ☒ Form 990-PF ☐ Form 990-T (trust other than above) ☐ Form 4720 ☐ Form 6069

STOP! Do not complete Part II if you were not already granted an automatic 3-month extension on a previously filed Form 8868.**CORPORATE OFFICES**

- The books are in the care of ☒ **111 PINE STREET, STE 1515 - SAN FRANCISCO, CA 94111**
Telephone No ☒ **(415) 391-0911** FAX No ☐
- If the organization does not have an office or place of business in the United States, check this box ☐
- If this is for a Group Return, enter the organization's four digit Group Exemption Number (GEN) ☐. If this is for the whole group, check this box ☐. If it is for part of the group, check this box ☐ and attach a list with the names and EINs of all members the extension is for

- 4 I request an additional 3-month extension of time until **NOVEMBER 15, 2010.**
- 5 For calendar year **2009**, or other tax year beginning _____, and ending _____.
- 6 If this tax year is for less than 12 months, check reason. ☐ Initial return ☐ Final return ☐ Change in accounting period
- 7 State in detail why you need the extension
THE TAXPAYER'S FINANCIAL MATTERS ARE QUITE COMPLEX. ADDITIONAL TIME IS REQUIRED TO FILE A COMPLETE AND ACCURATE RETURN.

8a If this application is for Form 990-BL, 990-PF, 990-T, 4720, or 6069, enter the tentative tax, less any nonrefundable credits. See instructions.	8a	\$	49,890.
b If this application is for Form 990-PF, 990-T, 4720, or 6069, enter any refundable credits and estimated tax payments made. Include any prior year overpayment allowed as a credit and any amount paid previously with Form 8868	8b	\$	79,780.
c Balance Due. Subtract line 8b from line 8a. Include your payment with this form, or, if required, deposit with FTD coupon or, if required, by using EFTPS (Electronic Federal Tax Payment System). See instructions.	8c	\$	0.

Signature and Verification

Under penalties of perjury, I declare that I have examined this form, including accompanying schedules and statements, and to the best of my knowledge and belief, it is true, correct, and complete, and that I am authorized to prepare this form.

Signature *Kevin G. Bentley* Title **CPA FOR CLIENT**Date 8/6/10

Form 8868 (Rev. 4-2009)