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Form 990-PF

Department of the Treasury
Internal Revenue Service

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

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

OMB No 1545-0052

2010

For calendar year 2010, or tax year beginning 01-01-2010 , and ending 12-31-2010

G Check all that apply

☐ Initial return

☐ Initial return of a former public charity

☐ Final return

☐ Amended return

☐ Address change

☐ Name change

Name of foundation
WILLIAM G GILMORE FOUNDATION

Number and street (or P O box number if mail is not delivered to street address)
1660 BUSH STREET NO 300

Room/suite

City or town, state, and ZIP code
SAN FRANCISCO, CA 94109

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, col. (c), line 16) \$ 23,068,925

J Accounting method

☐ Cash

☒ Accrual

☐ Other (specify) _

(Part I, column (d) must be on cash basis.)

A Employer identification number
94-6079493

B Telephone number (see page 10 of the instructions)
(415) 561-6540

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

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 page 11 of the instructions))		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
Revenue	1 Contributions, gifts, grants, etc , received (attach schedule)				
	2 Check ☒ if the foundation is not required to attach Sch B				
	3 Interest on savings and temporary cash investments	34,175	34,175		
	4 Dividends and interest from securities.	373,870	373,870		
	5a Gross rents				
	b Net rental income or (loss) _____				
	6a Net gain or (loss) from sale of assets not on line 10	715,033			
	b Gross sales price for all assets on line 6a _____ 2,400,692				
	7 Capital gain net income (from Part IV , line 2)		715,033		
	8 Net short-term capital gain				
	9 Income modifications				
	10a Gross sales less returns and allowances				
Operating and Administrative Expenses	b Less Cost of goods sold				
	c Gross profit or (loss) (attach schedule)				
	11 Other income (attach schedule)	48,529	48,529		
	12 Total. Add lines 1 through 11	1,171,607	1,171,607		
	13 Compensation of officers, directors, trustees, etc	0	0		0
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits	85	0		85
	16a Legal fees (attach schedule).				
	b Accounting fees (attach schedule).	20,475	10,238		10,238
	c Other professional fees (attach schedule)	82,175	69,849		12,326
	17 Interest				
	18 Taxes (attach schedule) (see page 14 of the instructions)	10,190	0		9,146
	19 Depreciation (attach schedule) and depletion				
	20 Occupancy	80,331	68,281		12,050
	21 Travel, conferences, and meetings				
	22 Printing and publications				
	23 Other expenses (attach schedule)	4,949	4,154		219
	24 Total operating and administrative expenses.				
	Add lines 13 through 23	198,205	152,522		44,064
	25 Contributions, gifts, grants paid	1,308,000			1,308,000
	26 Total expenses and disbursements. Add lines 24 and 25	1,506,205	152,522		1,352,064
	27 Subtract line 26 from line 12				
	a Excess of revenue over expenses and disbursements	-334,598			
	b Net investment income (if negative, enter -0-)		1,019,085		
	c Adjusted net income (if negative, enter -0-)				

For Privacy Act and Paperwork Reduction Act Notice, see page 30 of the instructions.

Cat No 11289X

Form 990-PF (2010)

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	59,954	33,172	33,172
	2	Savings and temporary cash investments	2,121,394	1,886,648	1,886,648
	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 page 15 of the instructions)			
	7	Other notes and loans receivable (attach schedule) ▶ _____ Less allowance for doubtful accounts ▶ _____			
	8	Inventories for sale or use			
	9	Prepaid expenses and deferred charges			
	10a	Investments—U S and state government obligations (attach schedule)	1,010,156		
	b	Investments—corporate stock (attach schedule)	18,432,444	21,139,696	21,139,696
	c	Investments—corporate bonds (attach schedule)	157,976		
	11	Investments—land, buildings, and equipment basis ▶ _____ Less accumulated depreciation (attach schedule) ▶ _____			
	12	Investments—mortgage loans			
	13	Investments—other (attach schedule)			
	14	Land, buildings, and equipment basis ▶ _____ Less accumulated depreciation (attach schedule) ▶ _____			
15	Other assets (describe ▶ _____)	29,445	9,409	9,409	
16	Total assets (to be completed by all filers—see the instructions Also, see page 1, item I)	21,811,369	23,068,925	23,068,925	
Liabilities	17	Accounts payable and accrued expenses	6,600	8,395	
	18	Grants payable			
	19	Deferred revenue			
	20	Loans from officers, directors, trustees, and other disqualified persons			
	21	Mortgages and other notes payable (attach schedule)			
	22	Other liabilities (describe ▶ _____)	0	56,000	
	23	Total liabilities (add lines 17 through 22)	6,600	64,395	
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	21,804,769	23,004,530	
	25	Temporarily restricted			
	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 (see page 17 of the instructions)	21,804,769	23,004,530	
	31	Total liabilities and net assets/fund balances (see page 17 of the instructions)	21,811,369	23,068,925	

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 21,804,769
2	Enter amount from Part I, line 27a	2 -334,598
3	Other increases not included in line 2 (itemize) ▶ _____	3 1,590,359
4	Add lines 1, 2, and 3	4 23,060,530
5	Decreases not included in line 2 (itemize) ▶ _____	5 56,000
6	Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30	6 23,004,530

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)
1 a	PUBLICLY TRADED SECURITIES	P		
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 2,400,692		1,685,659	715,033
b			
c			
d			
e			

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

(i) F M V 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			715,033
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	715,033
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6) If gain, also enter in Part I, line 8, column (c) (see pages 13 and 17 of the instructions) If (loss), enter -0- in Part I, line 8		3	

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 page 18 of 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 (col (b) divided by col (c))
2009	1,310,047	19,849,297	0 066000
2008	1,515,473	24,837,312	0 061016
2007	1,598,162	30,317,444	0 052714
2006	1,379,920	28,884,789	0 047773
2005	1,307,647	27,179,610	0 048111

2 Total of line 1, column (d).	2	0 275614
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 055123
4 Enter the net value of noncharitable-use assets for 2010 from Part X, line 5.	4	21,685,930
5 Multiply line 4 by line 3.	5	1,195,394
6 Enter 1% of net investment income (1% of Part I, line 27b).	6	10,191
7 Add lines 5 and 6.	7	1,205,585
8 Enter qualifying distributions from Part XII, line 4.	8	1,352,064

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 on page 18

Part VI Excise Tax Based on Investment Income (Section 4940(a), 4940(b), 4940(e), or 4948—see page 18 of the 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	10,191
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	10,191
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	10,191
6 Credits/Payments			
a	2010 estimated tax payments and 2009 overpayment credited to 2010	6a	9,600
b	Exempt foreign organizations—tax withheld at source	6b	
c	Tax paid with application for extension of time to file (Form 8868)	6c	2,400
d	Backup withholding erroneously withheld	6d	
7 Total credits and payments Add lines 6a through 6d.		7	12,000
8 Enter any penalty for underpayment of estimated tax Check here ☒ if Form 2220 is attached		8	15
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	1,794
11 Enter the amount of line 10 to be Credited to 2011 estimated tax 1,794 Refunded		11	0

Part VII-A Statements Regarding Activities			
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?			Yes No
b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see page 19 of the 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.		1a 1b	No No
c Did the foundation file Form 1120-POL for this year?		1c	No
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.		2	No
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		3	No
4a Did the foundation have unrelated business gross income of \$1,000 or more during the year?		4a	No
b If "Yes," has it filed a tax return on Form 990-T for this year?		4b	
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? If "Yes," attach the statement required by General Instruction T.		5	No
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?		6	No
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		7	Yes
8a Enter the states to which the foundation reports or with which it is registered (see page 19 of 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 .		8b	Yes
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 2010 or the taxable year beginning in 2010 (see instructions for Part XIV on page 27)? If "Yes," complete Part XIV		9	No
10 Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses		10	No

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 page 20 of the instructions).	11		No
12	Did the foundation acquire a direct or indirect interest in any applicable insurance contract before August 17, 2008?	12		No
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address WWW PFS-LLC NET/GILMORE	13	Yes	
14	The books are in care of PACIFIC FOUNDATION SERVICES LLC Telephone no (415) 561-6536 Located at 1660 BUSH STREET SUITE 300 SAN FRANCISCO CA ZIP+4 94109			
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		
16	At any time during calendar year 2010, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country?	16		No
See page 20 of the instructions for exceptions and filing requirements for Form TD F 90-22.1 If "Yes", enter the name of the foreign country.				

Part VII-B

Statements Regarding Activities for Which Form 4720 May Be Required

File Form 4720 if any item is checked in the "Yes" column, unless an exception applies.			Yes	No
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. ☐	1b		
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 2010?	1c		No
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 2010, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2010? If "Yes," list the years 20____, 20____, 20____, 20____ ☐ Yes ☒ 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 page 20 of the instructions).	2b		
c	If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here 20____, 20____, 20____, 20____			
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 2010 as a result of (1) any purchase by the foundation or disqualified persons after May 26, 1969, (2) the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest, or (3) the lapse of the 10-, 15-, or 20-year first phase holding period? (<i>Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2010.</i>)	3b		
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a		No
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 2010?	4b		No

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 page 22 of the 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 page 22 of the instructions)?	5b	
	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	
	<i>If "Yes," attach the statement required by Regulations section 53.4945–5(d).</i>		
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	No
	<i>If "Yes" to 6b, file Form 8870.</i>		
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	

1 List all officers, directors, trustees, foundation managers and their compensation (see page 22 of the 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
WILLIAM MACKEY	PRESIDENT	0	0	0
1660 BUSH STREET SUITE 300 SAN FRANCISCO, CA 94109	1 00			
DAVID JUBB	TREASURER/CFP	0	0	0
1660 BUSH STREET SUITE 300 SAN FRANCISCO, CA 94109	1 00			
BOB BORTON	SECRETARY	0	0	0
1660 BUSH STREET SUITE 300 SAN FRANCISCO, CA 94109	1 00			
MARY LEE BOKLUND	VICE PRESIDENT	0	0	0
1660 BUSH STREET SUITE 300 SAN FRANCISCO, CA 94109	1 00			

(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
---	---	------------------	---	---------------------------------------

[illegible]

Total number of other employees paid over \$50,000.	0
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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 page 23 of the instructions). If none, enter "NONE".		
(a) Name and address of each person paid more than \$50,000	(b) Type of service	(c) Compensation
PACIFIC FOUNDATION SERVICES LLC	FOUNDATION MANAGEMENT	82,175
1660 BUSH STREET SUITE 300		
SAN FRANCISCO,CA 94109		
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	
2	
3	
4	

Part IX-B

Summary of Program-Related Investments (see page 24 of the instructions)

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2	Amount
1	
2	
All other program-related investments See page 24 of the instructions	
3	
Total. Add lines 1 through 3. 	0

Part X

Minimum Investment Return (All domestic foundations must complete this part. Foreign foundations, see page 24 of the 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	19,856,176
b	Average of monthly cash balances.	1b	2,159,997
c	Fair market value of all other assets (see page 24 of the instructions).	1c	0
d	Total (add lines 1a, b, and c).	1d	22,016,173
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	22,016,173
4	Cash deemed held for charitable activities Enter 1 1/2% of line 3 (for greater amount, see page 25 of the instructions).	4	330,243
5	Net value of noncharitable-use assets. Subtract line 4 from line 3 Enter here and on Part V, line 4	5	21,685,930
6	Minimum investment return. Enter 5% of line 5.	6	1,084,297

Part XI

Distributable Amount (see page 25 of the 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	1,084,297
2a	Tax on investment income for 2010 from Part VI, line 5.	2a	10,191
b	Income tax for 2010 (This does not include the tax from Part VI).	2b	
c	Add lines 2a and 2b.	2c	10,191
3	Distributable amount before adjustments Subtract line 2c from line 1.	3	1,074,106
4	Recoveries of amounts treated as qualifying distributions.	4	0
5	Add lines 3 and 4.	5	1,074,106
6	Deduction from distributable amount (see page 25 of the instructions).	6	0
7	Distributable amount as adjusted Subtract line 6 from line 5 Enter here and on Part XIII, line 1.	7	1,074,106

Part XII

Qualifying Distributions (see page 25 of the instructions)

1	Amounts paid (including administrative expenses) to accomplish charitable, etc , purposes		
a	Expenses, contributions, gifts, etc —total from Part I, column (d), line 26.	1a	1,352,064
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	1,352,064
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 page 26 of the instructions).	5	10,191
6	Adjusted qualifying distributions. Subtract line 5 from line 4.	6	1,341,873
Note: The amount on line 6 will be used in Part V, column (b), in subsequent years when calculating whether the foundation qualifies for the section 4940(e) reduction of tax in those years			

Part XIII

Undistributed Income (see page 26 of the instructions)

	(a) Corpus	(b) Years prior to 2009	(c) 2009	(d) 2010
1 Distributable amount for 2010 from Part XI, line 7				1,074,106
2 Undistributed income, if any, as of the end of 2010				
a Enter amount for 2009 only.			0	
b Total for prior years 20____, 20____, 20____		0		
3 Excess distributions carryover, if any, to 2010				
a From 2005.				
b From 2006.				
c From 2007.				
d From 2008.				760,399
e From 2009.				333,784
f Total of lines 3a through e.	1,094,183			
4 Qualifying distributions for 2010 from Part XII, line 4 ▶ \$ 1,352,064				
a Applied to 2009, but not more than line 2a			0	
b Applied to undistributed income of prior years (Election required—see page 26 of the instructions)		0		
c Treated as distributions out of corpus (Election required—see page 26 of the instructions). . .	0			
d Applied to 2010 distributable amount.				1,074,106
e Remaining amount distributed out of corpus	277,958			
5 Excess distributions carryover applied to 2010 (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	1,372,141			
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 page 27 of the instructions . . .		0		
e Undistributed income for 2009 Subtract line 4a from line 2a Taxable amount—see page 27 of the instructions			0	
f Undistributed income for 2010 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2011				0
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see page 27 of the instructions)	0			
8 Excess distributions carryover from 2005 not applied on line 5 or line 7 (see page 27 of the instructions)	0			
9 Excess distributions carryover to 2011. Subtract lines 7 and 8 from line 6a	1,372,141			
10 Analysis of line 9				
a Excess from 2006. . . .				
b Excess from 2007. . . .				
c Excess from 2008. . . .				760,399
d Excess from 2009. . . .				333,784
e Excess from 2010. . . .				277,958

Part XIV

Private Operating Foundations (see page 27 of the instructions and Part VII-A, question 9)

1a

If the foundation has received a ruling or determination letter that it is a private operating foundation, and the ruling is effective for 2010, enter the date of the ruling.

b

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

☐ 4942(j)(3) or ☐ 4942(j)(5)

2a	Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed	Tax year	Prior 3 years			(e) Total
		(a) 2010	(b) 2009	(c) 2008	(d) 2007	
b	85% of line 2a					
c	Qualifying distributions from Part XII, line 4 for each year listed					
d	Amounts included in line 2c not used directly for active conduct of exempt activities					
e	Qualifying distributions made directly for active conduct of exempt activities. Subtract line 2d from line 2c					
3	Complete 3a, b, or c for the alternative test relied upon					
a	"Assets" alternative test—enter					
	(1) Value of all assets					
	(2) Value of assets qualifying under section 4942(j)(3)(B)(i)					
b	"Endowment" alternative test— enter 2/3 of minimum investment return shown in Part X, line 6 for each year listed.					
c	"Support" alternative test—enter					
	(1) Total support other than gross investment income (interest, dividends, rents, payments on securities loans (section 512(a)(5)), or royalties)					
	(2) Support from general public and 5 or more exempt organizations as provided in section 4942(j)(3)(B)(iii).					
	(3) Largest amount of support from an exempt organization					
	(4) Gross investment income					

Part XV

Supplementary Information (Complete this part only if the organization had \$5,000 or more in assets at any time during the year—see page 27 of 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))

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

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 page 28 of the 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

ERIC L SLOAN SENIOR PROGRAM OFFICER
1660 BUSH STREET SUITE 300
SAN FRANCISCO, CA 94109
(415) 561-6540

b

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

FOR GUIDELINES AND MORE INFORMATION ABOUT THIS FOUNDATION, SEE WWW PFS-LLC NET

c

Any submission deadlines

FOR GUIDELINES AND MORE INFORMATION ABOUT THIS FOUNDATION, SEE WWW PFS-LLC NET

d

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

FOR GUIDELINES AND MORE INFORMATION ABOUT THIS FOUNDATION, SEE WWW PFS-LLC NET

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)				
a Paid during the year See Additional Data Table				
Total			▶ 3a	1,308,000
b Approved for future payment				
Total			▶ 3b	0

Enter gross amounts unless otherwise indicated

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

Form **990-PF** (2010)

Part XVII

Information Regarding Transfers To and Transactions and Relationships With Noncharitable Exempt Organizations

1

Did the organization directly or indirectly engage in any of the following with any other organization described in section 501(c) of the Code (other than section 501(c)(3) organizations) or in section 527, relating to political organizations?

a

Transfers from the reporting foundation to a noncharitable exempt organization of

1

Cash.

1a(1)

No

2

Other assets.

1a(2)

No

b

Other transactions

1

Sales of assets to a noncharitable exempt organization.

1b(1)

No

2

Purchases of assets from a noncharitable exempt organization.

1b(2)

No

3

Rental of facilities, equipment, or other assets.

1b(3)

No

4

Reimbursement arrangements.

1b(4)

No

5

Loans or loan guarantees.

1b(5)

No

6

Performance of services or membership or fundraising solicitations.

1b(6)

No

c

Sharing of facilities, equipment, mailing lists, other assets, or paid employees.

1c

No

d

If the answer to any of the above is "Yes," complete the following schedule. Column (b) should always show the fair market value of the goods, other assets, or services given by the reporting foundation. If the foundation received less than fair market value in any transaction or sharing arrangement, show in column (d) the value of the goods, other assets, or services received.

(a) Line No	(b) Amount involved	(c) Name of noncharitable exempt organization	(d) Description of transfers, transactions, and sharing arrangements

2a

Is the foundation directly or indirectly affiliated with, or related to, one or more tax-exempt organizations described in section 501(c) of the Code (other than section 501(c)(3)) or in section 527?

☐

Yes

☒

No

b

If "Yes," complete the following schedule.

(a) Name of organization	(b) Type of organization	(c) Description of relationship
--------------------------	--------------------------	---------------------------------

Sign Here

Under penalties of perjury, I declare that I have examined this return, including accompanying schedules and statements, and to the best of my knowledge and belief, it is true, correct, and complete. Declaration of preparer (other than taxpayer or fiduciary) is based on all information of which preparer has any knowledge.

Signature of officer or trustee

2011-08-24

Date

Title

Paid Preparer's Use Only

Preparer's Signature

Preparer's name

Firm's address

NASI RAISSIAN

ROBERT LEE & ASSOCIATES LLP

SAN JOSE, CA 95110

Date

Firm's EIN

Phone no

(408) 855-6770

Check if self-employed

PTIN

Form 990-PF (2010)

TY 2010 Accounting Fees Schedule

Name: WILLIAM G GILMORE FOUNDATION

EIN: 94-6079493

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
ACCOUNTING	20,475	10,238		10,238

**TY 2010 Investments Corporate
Stock Schedule**

Name: WILLIAM G GILMORE FOUNDATION
EIN: 94-6079493

Name of Stock	End of Year Book Value	End of Year Fair Market Value
COMMON STOCK	21,139,696	21,139,696

TY 2010 Other Assets Schedule**Name:** WILLIAM G GILMORE FOUNDATION**EIN:** 94-6079493

Description	Beginning of Year - Book Value	End of Year - Book Value	End of Year - Fair Market Value
DIVIDEND/INTEREST RECEIVABLE	24,673	4,472	4,472
EXCISE TAX OVERPAID	1,894	2,059	2,059
SECURITY DEPOSIT	2,878	2,878	2,878

TY 2010 Other Decreases Schedule

Name: WILLIAM G GILMORE FOUNDATION

EIN: 94-6079493

Description	Amount
DEFERRED EXCISE TAX EXPENSE	56,000

TY 2010 Other Expenses Schedule

Name: WILLIAM G GILMORE FOUNDATION

EIN: 94-6079493

Description	Revenue and Expenses per Books	Net Invest ment Income	Adjusted Net Income	Disbursements for Charitable Purposes
INSURANCE	4,374	4,154		219
MISCELLANEOUS	575	0		0

TY 2010 Other Income Schedule

Name: WILLIAM G GILMORE FOUNDATION

EIN: 94-6079493

Description	Revenue And Expenses Per Books	Net Invest ment Income	Adjusted Net Income
OTHER INCOME	48,529	48,529	48,529

TY 2010 Other Increases Schedule

Name: WILLIAM G GILMORE FOUNDATION

EIN: 94-6079493

Description	Amount
UNREALIZED GAIN	1,590,359

TY 2010 Other Liabilities Schedule

Name: WILLIAM G GILMORE FOUNDATION

EIN: 94-6079493

Description	Beginning of Year - Book Value	End of Year - Book Value
DEFERRED EXCISE TAX LIABILITY	0	56,000

TY 2010 Other Professional Fees Schedule

Name: WILLIAM G GILMORE FOUNDATION

EIN: 94-6079493

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
FOUNDATION MANAGEMENT	82,175	69,849		12,326

TY 2010 Taxes Schedule

Name: WILLIAM G GILMORE FOUNDATION

EIN: 94-6079493

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
EXCISE TAX	10,190	0		9,146

Additional Data

Software ID:
Software Version:
EIN: 94-6079493
Name: WILLIAM G GILMORE FOUNDATION

Form 990PF Part XV Line 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)				
a <i>Paid during the year</i>				
A SAFE PLACE PO BOX 23006 OAKLAND, CA 94623		501 (C)(3) PUBLIC CH	DOMESTIC VIOLENCE EDUCATION AND SERVICES FOR YOUTH	25,000
ACCESS INSTITUTE PSYCHOLOGICAL 110 GOUGH STREET SUITE 301 SAN FRANCISCO, CA 94102		501 (C)(3) PUBLIC CH	ELDER PSYCHOTHERAPY PROGRAM	10,000
AIM HIGH FOR HIGH SCHOOL PO BOX 410715 SAN FRANCISCO, CA 94141		501 (C)(3) PUBLIC CH	TO HELP 1,150 YOUTH ENROLL AT THE AIM HIGH PROGRAMS	20,000
ALAMEDA COUNTY LIBRARY FOUNDATION 2450 STEVENSON BLVD FREMONT, CA 94538		501 (C)(3) PUBLIC CH	CHILDREN'S BOOKS FOR THE START WITH A STORY PROGRAM	5,000
BAYVIEW HUNTERS POINT 2415 THIRD STREET SUITE 230 SAN FRANCISCO, CA 94107		501 (C)(3) PUBLIC CH	BAYCAT'S DIGITAL MEDIA YOUTH EDUCATION PROGRAMS	10,000
BERKELEY FOOD AND HOUSING PROJECT 2362 BANCROFT WAY BERKELEY, CA 94704		501 (C)(3) PUBLIC CH	FEEDING PROGRAM	20,000
BIG BROTHERS BIG SISTERS OF SC 731 MARKET STREET SUITE 600 SAN FRANCISCO, CA 94103		501 (C)(3) PUBLIC CH	MENTORING IN THE CITY OF SAN FRANCISO	3,000
BLANCHET HOUSE OF HOSPITALITY 340 NW GLISAN ST PORTLAND, OR 97209		501 (C)(3) PUBLIC CH	SOUP KITCHEN	15,000
BOYS & GIRLS CLUBS OF OAKLAND 3300 HIGH STREET OAKLAND, CA 94619		501 (C)(3) PUBLIC CH	SUSTAINING PROGRAM OPERATION FOR SUMMER AND ENSUING SCHOOL YEAR	5,000
BOYS & GIRLS CLUBS OF SF 55 HAWTHORNE STREET SUITE 600 SAN FRANCISCO, CA 94105		501 (C)(3) PUBLIC CH	READ ON! LITERACY PROGRAM	5,000
BUCKELEW PROGRAMS 900 FIFTH AVE SUITE 150 SAN RAFAEL, CA 94901		501 (C)(3) PUBLIC CH	TRANSITION AGE YOUTH PROGRAM TO OVERCOME MENTAL ILLNESS	10,000
CATLIN GABEL SCHOOL 8825 SW BARNES RD PORTLAND, OR 97225		501 (C)(3) PUBLIC CH	FINANCIAL AID	25,000
CATLIN GABEL SCHOOL 8825 SW BARNES RD PORTLAND, OR 97225		501 (C)(3) PUBLIC CH	ANNUAL FUND CAMPAIGN	37,500
CHILD CENTERED SOLUTIONS PO BOX 0397 PORTLAND, OR 97207		501 (C)(3) PUBLIC CH	LEGAL REPRESENTATION FOR CHILDREN	10,000
CHILDREN'S HEALING ART PROJECT 25 NW 23RD PLACE SUITE 6 BOX 155 PORTLAND, OR 97210		501 (C)(3) PUBLIC CH	CHAP'S ART PROGRAMS IN HOSPITALS AND ART FACTORY FOR CRITICALLY- ILL CHILDREN	10,000
Total			3a	1,308,000

Form 990PF Part XV Line 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)				
a Paid during the year				
CHILDREN'S SHELTER OF HOPE FOUNDATION 505 N TOMAHAWK IS DR PORTLAND, OR 97217		501 (C)(3) PUBLIC CH	GENERAL OPERATING SUPPORT	10,000
COLLEGE TRACK 117 BROADWAY OAKLAND, CA 94607		501 (C)(3) PUBLIC CH	DIRECT SERVICES IN SAN FRANCISCO	10,000
COMMUNITY HOUSING PARTNERSHIP 280 TURK STREET SAN FRANCISCO, CA 94102		501 (C)(3) PUBLIC CH	EXPAND HOUSING AND DELIVER SUPPORTIVE SERVICES TO FORMERLY HOMELESS	10,000
COMMUNITY INITIATIVES 333 VALENCIA STREET SUITE 320 SAN FRANCISCO, CA 94103		501 (C)(3) PUBLIC CH	TO SUPPORT AT THE CROSSROAD'S WORK WITH HOMELESS YOUTH	20,000
COMMUNITY MUSIC CENTER 544 CAPP STREET SAN FRANCISCO, CA 94110		501 (C)(3) PUBLIC CH	TO SUPPORT YOUTH IN THE MISSION DISTRICT YOUNG MUSICIANS PROGRAM	10,000
COMMUNITY OVERCOMING RELATIONSHIP ABUSE PO BOX 5090 SAN MATEO, CA 94402		501 (C)(3) PUBLIC CH	TO SUPPORT STAFF SALARIES AND BENEFITS TO SHELTER STAFF	10,000
COMPASS COMMUNITY SERVICES 49 POWELL ST 3RD FLOOR SAN FRANCISCO, CA 94102		501 (C)(3) PUBLIC CH	TENDERLOIN CHILDCARE CENTER	10,000
COOPERATIVE RESTRAINING ORDER 3543 18TH STREET BOX 5 SAN FRANCISCO, CA 94110		501 (C)(3) PUBLIC CH	SUPPORT SALARIES OF TWO STAFF ATTORNEYS WHO PROVIDE DIRECT LEGAL SERVICES	10,000
CORO NORTHERN CALIFORNIA INC 601 MONTGOMERY STREET SUITE 800 SAN FRANCISCO, CA 94111		501 (C)(3) PUBLIC CH	CORO EXPLORING LEADERSHIP YOUTH PROGRAM	10,000
COVENANT HOUSE CALIFORNIA 200 HARRISON ST OAKLAND, CA 94612		501 (C)(3) PUBLIC CH	TO SUSTAIN CARE FOR TRANSITIONAL AGE, HOMELESS YOUTH IN OAKLAND	10,000
DIABETIC YOUTH FOUNDATION 5167 CLAYTON ROAD SUITE F CONCORD, CA 94521		501 (C)(3) PUBLIC CH	2010 DIABETES RESIDENTIAL EDUCATION PROGRAM	10,000
EAST PALO ALTO TENNIS AND TUTORING PO BOX 60597 PALO ALTO, CA 94306		501 (C)(3) PUBLIC CH	TO RAISE FUNDS FOR ANNUAL DINNER	5,000
EPISCOPAL COMMUNITY SERVICES OF SF 165 EIGHTH STREET 3RD FLOOR SAN FRANCISCO, CA 94103		501 (C)(3) PUBLIC CH	ASSIST HOMELESS ADULTS IN EMERGENCY SHELTERS, SENIOR SERVICES, ETC	20,000
EXPLORATORIUM 3601 LYON STREET SAN FRANCISCO, CA 94123		501 (C)(3) PUBLIC CH	TO SUPPORT MUSEUM'S CORE PROGRAM	20,000
FIRST BAPTIST CHURCH 909 SW 11TH AVE PORTLAND, OR 97205		501 (C)(3) PUBLIC CH	DOWNTOWN SOUP KITCHEN	15,000
Total  3a				1,308,000

Form 990PF Part XV Line 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)				
a Paid during the year				
FLORENCE CRITTENTON SERVICES 840 BRODERICK STREET SAN FRANCISCO,CA 94115		501 (C)(3) PUBLIC CH	GENERAL OPERATING COSTS IN 2011	10,000
FOUNDATION CENTER 312 SUTTER STREET SUITE 606 SAN FRANCISCO,CA 94108		501 (C)(3) PUBLIC CH	GENERAL OPERATING SUPPORT	1,000
FRIENDS OF THE CHILDREN - PORTLAND 44 NE MORRIS PORTLAND,OR 97212		501 (C)(3) PUBLIC CH	SUPPORT SERVICES TO NEWLY SELECTED CHILDREN IN THE PROGRAM FOR ONE YEAR	25,000
FRIENDS OF THE SF PUBLIC LIBRARY 391 GROVE STREET SAN FRANCISCO,CA 94102		501 (C)(3) PUBLIC CH	YOUTH AND CHILDREN'S SERVICES AT THE SF PUBLIC LIBRARY	10,000
GENERAL ASSISTANCE ADVOCACY 276 GOLDEN GATE AVE SAN FRANCISCO,CA 94102		501 (C)(3) PUBLIC CH	TO SUPPORT MORE THAN ONE MONTH OF GAAP'S ANNUAL OPERATING NEEDS	10,000
GOLDEN GATE NTL PARKS CONSERVANCY BUILDING 201 FORT MASON SAN FRANCISCO,CA 94123		501 (C)(3) PUBLIC CH	EDUCATIONAL PROGRAMS OF THE CRISSY FIELD CENTER	10,000
HABITAT FOR HUMANITY SF 645 HARRISON STREET SUITE 201 SAN FRANCISCO,CA 94107		501 (C)(3) PUBLIC CH	TO PRE-DEVELOP AND CONSTRUCT, AFFORDABLE, OWNERSHIP HOMES IN SF	10,000
HAIGHT ASHBURY FREE CLINICS INC PO BOX 29917 SAN FRANCISCO,CA 94129		501 (C)(3) PUBLIC CH	INTEGRATED CARE CENTER	10,000
HEARING SPEECH CENTER OF NORCAL 1234 DIVISADERO STREET SAN FRANCISCO,CA 94115		501 (C)(3) PUBLIC CH	WORK WITH CHILDREN AND YOUTH WITH HEARING LOSS	20,000
HOMELESS PRENATAL PROGRAM INC 2500 18TH STREET SAN FRANCISCO,CA 94110		501 (C)(3) PUBLIC CH	CASE MANAGEMENT AND SUPPORT SERVICES FOR FAMILIES TO END POVERTY	10,000
HOSPICE BY THE BAY 17 E SIR FRANCIS DRAKE BLVD SUITE 100 LARKSPUR,CA 94939		501 (C)(3) PUBLIC CH	ART & GRIEF SUPPORT GROUPS IN THE SCHOOLS PROGRAM	10,000
I HAVE A DREAM FOUNDATION - OR 1478 NE KILLINGSWORTH PORTLAND,OR 97211		501 (C)(3) PUBLIC CH	SUPPORT TWO FULL-TIME PROGRAM COORDINATORS IN DREAMER CLASS 10	25,000
JEAN P EDWARDS WORK ACTIVITY 16500 NW BETHANY CT SUITE 130 BEAVERTON,OR 97006		501 (C)(3) PUBLIC CH	ELECTRIC PALLET TRUCK AND ELECTRONIC INVENTORY COUNTING SCALES	11,000
LAS TRAMPAS 3460 LANA LN LAFAYETTE,CA 94549		501 (C)(3) PUBLIC CH	SUPPLIES FOR BUSINESS VENTURES	5,000
LINDSAY WILDLIFE MUSEUM 1931 FIRST AVENUE WALNUT CREEK,CA 94597		501 (C)(3) PUBLIC CH	SUPPORT THE EDUCATIONAL COMPONENT OF THE MUSEUM THAT SERVES BAY AREA	5,000
Total  3a				1,308,000

Form 990PF Part XV Line 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)				
a Paid during the year				
LINFIELD COLLEGE 900 SE BAKER ST MCMINNVILLE,OR 97128		501 (C)(3) PUBLIC CH	LINFIELD-GOOD SAMARITAN SCHOOL OF NURSING	100,000
LOAVES & FISHES - PORTLAND 7710 SW 31ST AVENUE PO BOX 19477 PORTLAND,OR 97280		501 (C)(3) PUBLIC CH	ONSITE DINING PROJECT	25,000
LOAVES & FISHES - PORTLAND 7710 SW 31ST AVENUE PO BOX 19477 PORTLAND,OR 97280		501 (C)(3) PUBLIC CH	GENERAL OPERATING SUPPORT	15,000
MARIN SERVICES FOR WOMEN 1251 SOUTH ELISEO DRIVE GREENBRAE,CA 94904		501 (C)(3) PUBLIC CH	CHILD DEVELOPMENT PROGRAM	7,500
MARYLHURST UNIVERSITY PO BOX 261 MARYLHURST,OR 97036		501 (C)(3) PUBLIC CH	SCHOLARSHIP SUPPORT FOR MARYLHURST'S ADULT LEARNERS	25,000
MEALS ON WHEELS OF SF 1375 FAIRFAX AVE SAN FRANCISCO,CA 94124		501 (C)(3) PUBLIC CH	HOME-DELIVERED MEAL PROGRAM	15,000
MID-PENINSULA BOYS AND GIRLS CLUB 200 NORTH QUEBEC STREET SAN MATEO,CA 94401		501 (C)(3) PUBLIC CH	EDUCATION & CAREER DEVELOPMENT, TECHNOLOGY & INTERNET SAFETY	5,000
MINDS MATTER OF PORTLAND P O BOX 820023 PORTLAND,OR 97282		501 (C)(3) PUBLIC CH	GENERAL OPERATING SUPPORT	5,000
MISSION GRADUATES 3040 16TH STREET SAN FRANCISCO,CA 94103		501 (C)(3) PUBLIC CH	GENERAL OPERATING SUPPORT	10,000
MUDD NICK FOUNDATION PO BOX 993 MANZANITA,OR 97130		501 (C)(3) PUBLIC CH	GENERAL OPERATING SUPPORT	4,000
NEW DOOR VENTURES 3075 21ST STREET SAN FRANCISCO,CA 94110		501 (C)(3) PUBLIC CH	GENERAL OPERATION SUPPORT IN 2011	10,000
NORTH OF MARKET SENIOR SERVICES 333 TURK STREET SAN FRANCISCO,CA 94102		501 (C)(3) PUBLIC CH	TO SUPPORT THE PROGRAMS OF CURRY SENIOR CENTER	10,000
NORTHERN LIGHT SCHOOL 3710 DORISA AVENUE OAKLAND,CA 94605		501 (C)(3) PUBLIC CH	MUSIC EQUIPMENTS	5,000
OKIZU FOUNDATION 16 DIGITAL DRIVE NOVATO,CA 94949		501 (C)(3) PUBLIC CH	ONCOLOGY CAMP PROGRAM	10,000
OMEGA BOYS CLUB 1060 TENNESSEE STREET SAN FRANCISCO,CA 94107		501 (C)(3) PUBLIC CH	OMEGA LEADERSHIP ACADEMY EDUCATIONAL PROGRAM	10,000
Total  3a				1,308,000

Form 990PF Part XV Line 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)				
a Paid during the year				
OREGON FOOD BANK PO BOX 55370 PORTLAND, OR 97238		501 (C)(3) PUBLIC CH	GENERAL OPERATING SUPPORT	17,500
PACIFIC NORTHWEST COLLEGE OF ART 1241 NW JOHNSON ST PORTLAND, OR 97209		501 (C)(3) PUBLIC CH	GENERAL OPERATING SUPPORT	50,000
PATHWAYS HOSPICE FOUNDATION 585 NORTH MARY AVENUE SUNNYVALE, CA 94085		501 (C)(3) PUBLIC CH	HOSPICE SERVICES IN ALAMEDA, SF, AND SAN MATEO COUNTIES FOR 2011	10,000
PORTLAND RESCUE MISSION 34 NW FIRST AVE SUITE 50 PORTLAND, OR 97209		501 (C)(3) PUBLIC CH	GENERAL OPERATING SUPPORT	15,000
PROJECT OPEN HAND 730 POLK STREET SAN FRANCISCO, CA 94109		501 (C)(3) PUBLIC CH	NUTRITION PROGRAM TO CLIENTS IN SAN FRANCISCO AND ALAMEDA	30,000
RAPHAEL HOUSE OF SF 1065 SUTTER STREET SAN FRANCISCO, CA 94109		501 (C)(3) PUBLIC CH	TO CONTINUE PROVIDE SAFETY NET TO CHILDREN	5,000
REBUILDING TOGETHER SF PIER 28 SAN FRANCISCO, CA 94105		501 (C)(3) PUBLIC CH	HOME SAFETY ASSESSMENT AND MODIFICATION FOR THE DISABLED	3,000
RONALD MCDONALD HOUSE OF SF 1640 SCOTT STREET SAN FRANCISCO, CA 94115		501 (C)(3) PUBLIC CH	LODGING PROGRAM	20,000
SAINT FRANCIS FOUNDATION 900 HYDE STREET SUITE 1208 SAN FRANCISCO, CA 94109		501 (C)(3) PUBLIC CH	FINANCE ST FRANCIS MEMORIAL HOSPITAL EXPANSION AND UPGRADING BURN CENTER	10,000
SECOND HARVEST FOOD BANK 750 CURTNER AVE SAN JOSE, CA 95125		501 (C)(3) PUBLIC CH	GENERAL OPERATING SUPPORT INCLUDING FOOD PURCHASE AND DISTRIBUTION	10,000
SELF ENHANCEMENT INC 3920 NORTH KERBY AVE PORTLAND, OR 97227		501 (C)(3) PUBLIC CH	GENERAL OPERATING SUPPORT	25,000
SF COURT APPOINTED SPECIAL ADVOCATES 100 BUSH STREET SUITE 650 SAN FRANCISCO, CA 94104		501 (C)(3) PUBLIC CH	GENERAL OPERATING SUPPORT	10,000
SF FOOD BANK 900 PENNSYLVANIA AVENUE SAN FRANCISCO, CA 94107		501 (C)(3) PUBLIC CH	TO EXPAND AND SUPPORT HEALTHY CHILDREN PANTRY PROGRAM	10,000
SF GENERAL HOSPITAL FNDN 2789 25TH STREET SUITE 2028 SAN FRANCISCO, CA 94110		501 (C)(3) PUBLIC CH	IMPROVE THE HEALTH AND WELL BEING OF CHILDREN AND THEIR FAMILIES	25,000
SF GIRLS CHORUS INC 44 PAGE STREET SUITE 200 SAN FRANCISCO, CA 94102		501 (C)(3) PUBLIC CH	NEED-BASED SCHOLARSHIPS FOR GIRLS IN MUSIC EDUCATION AND PERFORMANCE	10,000
Total  3a				1,308,000

Form 990PF Part XV Line 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)				
a Paid during the year				
SF WOMEN AGAINST RAPE 3543 18TH ST 7 SAN FRANCISCO,CA 94110		501 (C)(3) PUBLIC CH	RAPE CRISIS DIRECT SERVICES	5,000
ST MARY'S HOME FOR BOYS 16535 SW TUALATIN VALLEY HIGHWAY BEAVERTON,OR 97006		501 (C)(3) PUBLIC CH	MENDING HEARTS LUNCHEON	25,000
ST ROSE OF LIMA CATHOLIC CHURCH 2727 NE 54TH AVE PORTLAND,OR 97213		501 (C)(3) PUBLIC CH	TUITION ASSISTANCE AT PARISH SCHOOL	50,000
ST ROSE OF LIMA CATHOLIC CHURCH 2727 NE 54TH AVE PORTLAND,OR 97213		501 (C)(3) PUBLIC CH	RENOVATION AND EXPANSION OF ST VINCENT DE PAUL FOOD PANTRY	25,000
ST ANNE'S HOME - LITTLE SISTERS 300 LAKE ST SAN FRANCISCO,CA 94118		501 (C)(3) PUBLIC CH	SUPPORT EXPENSES RELATED TO THE CARE OF THE ELDERLY RESIDENTS OF ST ANNE'S	3,500
ST ANTHONY FOUNDATION 150 GOLDEN GATE AVE SAN FRANCISCO,CA 94102		501 (C)(3) PUBLIC CH	GENERAL SUPPORT	10,000
ST MARY'S ACADEMY 1615 SW 5TH AVE PORTLAND,OR 97201		501 (C)(3) PUBLIC CH	NEED-BASED TUITION ASSISTANCE FOR THE CURRENT SCHOOL YEAR	10,000
ST VINCENT DE PAUL SOCIETY 169 STILLMAN STREET SAN FRANCISCO,CA 94107		501 (C)(3) PUBLIC CH	RILEY CENTER CHILDREN'S PROGRAM	25,000
SWORDS TO PLOWSHARES 1060 HOWARD STREET SAN FRANCISCO,CA 94103		501 (C)(3) PUBLIC CH	BASIC SERVICES AT FRONTLINE DROP-IN CENTER FOR HOMELESS AND LOW-INCOME	15,000
THE ARC OF SAN FRANCISCO 1500 HOWARD STREET SAN FRANCISCO,CA 94103		501 (C)(3) PUBLIC CH	TRANSITION SUPPORT PROGRAM	15,000
THE CRUCIBLE 1260 7TH STREET OAKLAND,CA 94607		501 (C)(3) PUBLIC CH	YOUTH INDUSTRIAL ART EDUCATION PROGRAM	5,000
THE DOUGY CENTER PO BOX 86852 3909 SE 52ND AVE PORTLAND,OR 97286		501 (C)(3) PUBLIC CH	GENERAL OPERATING SUPPORT	5,000
THE JANET POMEROY CENTER 207 SKYLINE BLVD AT HERBST RD SAN FRANCISCO,CA 94132		501 (C)(3) PUBLIC CH	AFTER-SCHOOL RECREATION FOR CHILDREN AND TEEN WITH DISABILITIES	10,000
THE SALVATION ARMY 832 FOLSOM STREET P O BOX 193465 SAN FRANCISCO,CA 94119		501 (C)(3) PUBLIC CH	TO SUPPORT ITS AFTER-SCHOOL PROGRAM	15,000
WASHINGTON COUNTY MUSEUM 17677 NW SPRINGVILLE RD PORTLAND,OR 97229		501 (C)(3) PUBLIC CH	TO PROVIDE EIGHT FREE FAMILY DAYS TO THE COMMUNITY	10,000
Total ▶ 3a				1,308,000

Form 990PF Part XV Line 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)				
a <i>Paid during the year</i>				
YWCA OF GREATER PORTLAND 1111 SW TENTH AVE PORTLAND, OR 97205		501 (C)(3) PUBLIC CH	LEARN LINKS CHILDREN'S PROGRAM	10,000
Total  3a				1,308,000