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 , 2010, and ending ,

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

van Loben Sels/RembeRock Foundation
131 Steuart Street #301
San Francisco, CA 94105

A Employer identification number: 94-6109309

B Telephone number (see the instructions): 415-512-0577

C If exemption application is pending, check here ► [ ]

D 1 Foreign organizations, check here ► [ ]

2 Foreign organizations meeting the 85% test, check here and attach computation ► [ ]

E If private foundation status was terminated under section 507(b)(1)(A), check here ► [ ]

F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here ► [ ]

H Check type of organization [X] Section 501(c)(3) exempt private foundation
[ ] Section 4947(a)(1) nonexempt charitable trust [ ] Other taxable private foundation

I Fair market value of all assets at end of year (from Part II, column (c), line 16) ► $ 28,288,203.

J Accounting method [X] Cash [ ] Accrual
[ ] Other (specify) ________
(Part I, column (d) must be on cash basis)

Part I **Analysis of Revenue and Expenses** *(The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see the instructions))*

		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
REVENUE	1 Contributions, gifts, grants, etc, received (att sch)				
	2 Ck ► [X] if the foundn is not req to att Sch B				
	3 Interest on savings and temporary cash investments	622.	622.	N/A	
	4 Dividends and interest from securities	350,852.	350,852.		
	5a Gross rents				
	b Net rental income or (loss)				
	6a Net gain/(loss) from sale of assets not on line 10	878,461.			
	b Gross sales price for all assets on line 6a 29,409,012.				
	7 Capital gain net income (from Part IV, line 2)		878,461.		
	8 Net short-term capital gain				
	9 Income modifications				
	10a Gross sales less returns and allowances				
	b Less Cost of goods sold				
	c Gross profit/(loss) (att sch)				
	11 Other income (attach schedule) See Statement 1	2,375.	202.		
	12 Total. Add lines 1 through 11	* 1,232,310.	1,230,137.		
OPERATING AND ADMINISTRATIVE EXPENSES	13 Compensation of officers, directors, trustees, etc	155,844.			155,844.
	14 Other employee salaries and wages	78,155.	3,908.		74,247.
	15 Pension plans, employee benefits	18,623.	931.		17,692.
	16a Legal fees (attach schedule)				
	b Accounting fees (attach sch) See St 2	16,950.	8,475.		8,475.
	c Other prof fees (attach sch) See St 3	105,133.	105,133.		
	17 Interest				
	18 Taxes (attach schedule)(see instr) See Stm 4	25,056.			
	19 Depreciation (attach sch) and depletion				
	20 Occupancy	46,140.			46,140.
	21 Travel, conferences, and meetings	1,128.			1,128.
	22 Printing and publications				
	23 Other expenses (attach schedule) See Statement 5	165,893.	7,539.		158,354.
	24 **Total operating and administrative expenses.** Add lines 13 through 23	612,922.	125,986.		461,880.
	25 Contributions, gifts, grants paid Part XV	2,005,500.			2,005,500.
	26 **Total expenses and disbursements.** Add lines 24 and 25	* 2,618,422.	125,986.		2,467,380.
	27 Subtract line 26 from line 12:				
	a **Excess of revenue over expenses and disbursements**	-1,386,112.			
	b **Net investment income** (if negative, enter 0)		1,104,151.		
	c **Adjusted net income** (if negative, enter 0-)				

*SEE STATEMENT 16

2-14

Part II Balance Sheets

	Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions)	Beginning of year (a) Book Value	End of year (b) Book Value	End of year (c) Fair Market Value
ASSETS	1 Cash — non-interest-bearing	70.	49,418.	49,418.
	2 Savings and temporary cash investments	6,946,223.	138,007.	138,007.
	3 Accounts receivable ►			
	Less. allowance for doubtful accounts ►			
	4 Pledges receivable ►			
	Less allowance for doubtful accounts ►			
	5 Grants receivable			
	6 Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see the instructions)			
	7 Other notes and loans receivable (attach sch) ►			
	Less allowance for doubtful accounts ►			
	8 Inventories for sale or use			
	9 Prepaid expenses and deferred charges			
	10a Investments — U.S and state government obligations (attach schedule) Statement 6	491,415.	3,199,450.	3,199,788.
	b Investments — corporate stock (attach schedule) Statement 7	5,170,416.	238,248.	121,819.
	c Investments — corporate bonds (attach schedule) Statement 8	493,204.	1.	
	11 Investments — land, buildings, and equipment basis ►			
	Less: accumulated depreciation (attach schedule) ►			
	12 Investments — mortgage loans			
	13 Investments — other (attach schedule) Statement 9	15,481,959.	23,572,051.	24,779,171.
	14 Land, buildings, and equipment. basis ► 34,013.			
	Less accumulated depreciation (attach schedule) See Stmt 10 ► 34,013.			
	15 Other assets (describe ►)			
	16 Total assets (to be completed by all filers — see instructions. Also, see page 1, item I)	28,583,287.	27,197,175.	28,288,203.
LIABILITIES	17 Accounts payable and accrued expenses			
	18 Grants payable			
	19 Deferred revenue			
	20 Loans from officers, directors, trustees, & other disqualified persons			
	21 Mortgages and other notes payable (attach schedule)			
	22 Other liabilities (describe ►)			
	23 Total liabilities (add lines 17 through 22)	0.	0.	
NET ASSETS OR FUND BALANCES	Foundations that follow SFAS 117, check here ► [X] and complete lines 24 through 26 and lines 30 and 31.			
	24 Unrestricted	28,583,287.	27,197,175.	
	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, building, and equipment fund			
	29 Retained earnings, accumulated income, endowment, or other funds			
	30 Total net assets or fund balances (see the instructions)	28,583,287.	27,197,175.	
	31 Total liabilities and net assets/fund balances (see the instructions)	28,583,287.	27,197,175.	

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	28,583,287.
2	Enter amount from Part I, line 27a	2	-1,386,112.
3	Other increases not included in line 2 (itemize) ►	3	
4	Add lines 1, 2, and 3	4	27,197,175.
5	Decreases not included in line 2 (itemize) ►	5	
6	Total net assets or fund balances at end of year (line 4 minus line 5) — Part II, column (b), line 30	6	27,197,175.

Part IV Capital Gains and Losses for Tax on Investment Income

	(a) List and describe the kind(s) of property sold (e.g., real estate, 2-story brick warehouse, or common stock, 200 shares MLC Company)	(b) How acquired P — Purchase D — Donation	(c) Date acquired (month, day, year)	(d) Date sold (month, day, year)
1a	Sale of 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	29,409,012.		28,530,551.	878,461.
b				
c				
d				
e				

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

	(i) Fair Market Value as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of column (i) over column (j), if any	(l) Gains (Column (h) gain minus column (k), but not less than -0-) or Losses (from column (h))
a				878,461.
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	878,461.
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 the instructions). If (loss), enter -0- in Part I, line 8	3	0.

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

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

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

Was the foundation liable for the section 4942 tax on the distributable amount of any year in the base period? ☐ Yes ☒ No

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

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

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (column (b) divided by column (c))
2009	2,763,186.	26,251,852.	0.105257
2008	3,922,957.	33,938,580.	0.115590
2007	3,249,534.	39,810,472.	0.081625
2006	2,941,056.	39,556,060.	0.074352
2005	2,762,063.	38,581,690.	0.071590

2	**Total** of line 1, column (d)	2	0.448414
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	0.089683
4	Enter the net value of noncharitable-use assets for 2010 from Part X, line 5	4	26,565,264.
5	Multiply line 4 by line 3	5	2,382,453.
6	Enter 1% of net investment income (1% of Part I, line 27b)	6	11,042.
7	Add lines 5 and 6	7	2,393,495.
8	Enter qualifying distributions from Part XII, line 4	8	2,467,380.

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

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

1 a Exempt operating foundations described in section 4940(d)(2), check here ► [ ] and enter 'N/A' on line 1 Date of ruling or determination letter: ________ (attach copy of letter if necessary — see instr.) b Domestic foundations that meet the section 4940(e) requirements in Part V, check here ► [X] and enter 1% of Part I, line 27b c All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, column (b)			1	11,042.
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	11,042.
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	11,042.
6 Credits/Payments.				
a 2010 estimated tax pmts and 2009 overpayment credited to 2010	6a	45,059.		
b Exempt foreign organizations — tax withheld at source	6b			
c Tax paid with application for extension of time to file (Form 8868)	6c			
d Backup withholding erroneously withheld	6d			
7 Total credits and payments. Add lines 6a through 6d			7	45,059.
8 Enter any **penalty** for underpayment of estimated tax. Check here [X] if Form 2220 is attached			8	
9 **Tax due.** If the total of lines 5 and 8 is more than line 7, enter **amount owed** ►			9	0.
10 **Overpayment.** If line 7 is more than the total of lines 5 and 8, enter the **amount overpaid** ►			10	34,017.
11 Enter the amount of line 10 to be **Credited to 2011 estimated tax** ►	34,017.	**Refunded** ►	11	0.

Part VII-A Statements Regarding Activities

		Yes	No
1 a During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?	1a		X
b Did it spend more than $100 during the year (either directly or indirectly) for political purposes (see the instructions for definition)?	1b		X
*If the answer is 'Yes' to **1a** or **1b**, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities.*			
c Did the foundation file **Form 1120-POL** for this year?	1c		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.*	2		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*	3		X
4a Did the foundation have unrelated business gross income of $1,000 or more during the year?	4a		X
b If 'Yes,' has it filed a tax return on **Form 990-T** for this year?	4b	N/A	
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? *If 'Yes,' attach the statement required by General Instruction T.*	5		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?	6	X	
7 Did the foundation have at least $5,000 in assets at any time during the year? *If 'Yes,' complete Part II, column (c), and Part XV*	7	X	
8a Enter the states to which the foundation reports or with which it is registered (see the instructions) ► CA			
b If the answer is 'Yes' to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by *General Instruction G? If 'No,' attach explanation*	8b	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 2010 or the taxable year beginning in 2010 (see instructions for Part XIV)? *If 'Yes,' complete Part XIV*	9		X
10 Did any persons become substantial contributors during the tax year? *If 'Yes,' attach a schedule listing their names and addresses*	10		X

Part VII-A Statements Regarding Activities (Continued)

			Yes	No
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?	13	X	

Website address ► www.vlsrr.org

14 The books are in care of ► Mel Varrelman Telephone no. ► 415-512-0500

Located at ► 131 Steuart St., #301, San Francisco, CA ZIP + 4 ► 94105

15 Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of **Form 1041** – Check here N/A ► ☐

and enter the amount of tax-exempt interest received or accrued during the year ► 15 N/A

			Yes	No
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		X
	See 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

			Yes	No
	File Form 4720 if any item is checked in the 'Yes' column, unless an exception applies.			
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? Stmts11 ☒ Yes ☐ No			
	(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? &14 ☒ 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 the instructions)?	1b		X
	Organizations relying on a current notice regarding disaster assistance check here ► ☐			
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		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 2010, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2010? ☐ Yes ☒ No			
	If 'Yes,' list the years ► 20__ , 20__ , 20__ , 20__ .			
b	Are there any years listed in 2a for which the foundation is **not** applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to **all** years listed, answer 'No' and attach statement – see the instructions.)	2b	N/A	
c	If the provisions of section 4942(a)(2) are being applied to **any** of the years listed in 2a, list the years here. ► 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? *(Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2010.)*	3b	N/A	
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a		X
b	Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2010?	4b		X

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

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

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

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

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

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

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

b If any answer is 'Yes' to 5a(1)-(5), did **any** of the transactions fail to qualify under the exceptions described in Regulations section 53 4945 or in a current notice regarding disaster assistance (see instructions)? **5b** N/A

Organizations relying on a current notice regarding disaster assistance check here ► ☐

c If the answer is 'Yes' to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant? N/A ☐ Yes ☐ No

If 'Yes,' attach the statement required by Regulations section 53.4945-5(d).

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

b Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract? **6b** No: X

If 'Yes' to 6b, file Form 8870

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

b If yes, did the foundation receive any proceeds or have any net income attributable to the transaction? 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 (see instructions).

(a) Name and address	**(b)** Title and average hours per week devoted to position	**(c)** Compensation **(If not paid, enter -0-)**	**(d)** Contributions to employee benefit plans and deferred compensation	**(e)** Expense account, other allowances
See Statement 11		155,844.	0.	0.

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

(a) Name and address of each employee paid more than $50,000	**(b)** Title and average hours per week devoted to position	**(c)** Compensation	**(d)** Contributions to employee benefit plans and deferred compensation	**(e)** Expense account, other allowances
Gail Shuster 131 Steuart St #301 San Francisco, CA 94105	Program Admin 40	78,155.	18,623.	0.

Total number of other employees paid over $50,000 ► 0

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

3 Five highest-paid independent contractors for professional services (see instructions). If none, enter 'NONE.'

(a) Name and address of each person paid more than $50,000	**(b)** Type of service	**(c)** Compensation
See Statement 12		73,652.
Total number of others receiving over $50,000 for professional services ►		0

Part IX-A Summary of Direct Charitable Activities

List the foundation's four largest direct charitable activities during the tax year. Include relevant statistical information such as the number of organizations and other beneficiaries served, conferences convened, research papers produced, etc	Expenses
1 N/A	
2	
3	
4	

Part IX-B Summary of Program-Related Investments (see instructions)

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

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	21,878,582.
b	Average of monthly cash balances	1b	1,629,691.
c	Fair market value of all other assets (see instructions)	1c	3,461,538.
d	**Total** (add lines 1a, b, and c)	1d	26,969,811.
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	26,969,811.
4	Cash deemed held for charitable activities. Enter 1-1/2% of line 3 (for greater amount, see instructions)	4	404,547.
5	**Net value of noncharitable-use assets.** Subtract line 4 from line 3. Enter here and on Part V, line 4	5	26,565,264.
6	**Minimum investment return.** Enter 5% of line 5	6	1,328,263.

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

1	Minimum investment return from Part X, line 6	1	1,328,263.
2a	Tax on investment income for 2010 from Part VI, line 5 — 2a: 11,042.		
b	Income tax for 2010 (This does not include the tax from Part VI.) — 2b:		
c	Add lines 2a and 2b	2c	11,042.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	1,317,221.
4	Recoveries of amounts treated as qualifying distributions	4	
5	Add lines 3 and 4	5	1,317,221.
6	Deduction from distributable amount (see instructions)	6	
7	**Distributable amount** as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1	7	1,317,221.

Part XII Qualifying Distributions (see instructions)

1	Amounts paid (including administrative expenses) to accomplish charitable, etc, purposes.		
a	Expenses, contributions, gifts, etc — total from Part I, column (d), line 26	1a	2,467,380.
b	Program-related investments — total from Part IX-B	1b	
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc, purposes	2	
3	Amounts set aside for specific charitable projects that satisfy the		
a	Suitability test (prior IRS approval required)	3a	
b	Cash distribution test (attach the required schedule)	3b	
4	**Qualifying distributions.** Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	4	2,467,380.
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income. Enter 1% of Part I, line 27b (see instructions)	5	11,042.
6	**Adjusted qualifying distributions.** Subtract line 5 from line 4	6	2,456,338.

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

Part XIII Undistributed Income (see instructions)

		(a) Corpus	(b) Years prior to 2009	(c) 2009	(d) 2010
1 Distributable amount for 2010 from Part XI, line 7					1,317,221.
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	863,638.				
b From 2006	1,029,323.				
c From 2007	1,311,018.				
d From 2008	2,239,084.				
e From 2009	1,458,590.				
f **Total** of lines 3a through e		6,901,653.			
4 Qualifying distributions for 2010 from Part XII, line 4. ► $ 2,467,380.					
a Applied to 2009, 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 2010 distributable amount					1,317,221.
e Remaining amount distributed out of corpus		1,150,159.			
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		8,051,812.			
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 2009. Subtract line 4a from line 2a. Taxable amount – see 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 instructions)		0.			
8 Excess distributions carryover from 2005 not applied on line 5 or line 7 (see instructions)		863,638.			
9 **Excess distributions carryover to 2011.** Subtract lines 7 and 8 from line 6a		7,188,174.			
10 Analysis of line 9.					
a Excess from 2006	1,029,323.				
b Excess from 2007	1,311,018.				
c Excess from 2008	2,239,084.				
d Excess from 2009	1,458,590.				
e Excess from 2010	1,150,159.				

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

1a If the foundation has received a ruling or determination letter that it is a private operating foundation, and the ruling is effective for 2010, 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)

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

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

1 **Information Regarding Foundation Managers:**

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

None

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

None

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

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

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

See Statement 13

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

See Statement for Line 2a

c Any submission deadlines.

See Statement for Line 2a

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

See Statement for Line 2a

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 *Paid during the year*				
See Statement 15	N/A	509(a)(1)	Various	2,005,500.
Total			► 3a	2,005,500.
b *Approved for future payment*				
Total			► 3b	

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated.	Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income (see the instructions)
	(a) Business code	(b) Amount	(c) Exclusion code	(d) Amount	
1 Program service revenue					
a					
b					
c					
d					
e					
f					
g Fees and contracts from government agencies					
2 Membership dues and assessments					
3 Interest on savings and temporary cash investments			14	622.	
4 Dividends and interest from securities			14	350,852.	
5 Net rental income or (loss) from real estate:					
a Debt-financed property					
b Not debt-financed property					
6 Net rental income or (loss) from personal property					
7 Other investment income					
8 Gain or (loss) from sales of assets other than inventory			18	878,461.	
9 Net income or (loss) from special events					
10 Gross profit or (loss) from sales of inventory					
11 Other revenue:					
a Litigation Settlement			18	2,173.	
b Other Investment Revenue			18	202.	
c					
d					
e					
12 Subtotal. Add columns (b), (d), and (e)				1,232,310.	

13 Total. Add line 12, columns (b), (d), and (e) ... 13 1,232,310.

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

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

Line No. ▼	Explain below how each activity for which income is reported in column (e) of Part XVI-A contributed importantly to the accomplishment of the foundation's exempt purposes (other than by providing funds for such purposes) (See the instructions.)
N/A	

Part XVII **Information Regarding Transfers To and Transactions and Relationships With Noncharitable Exempt Organizations**

		Yes	No
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)		X
(2) Other assets	1a (2)		X
b Other transactions			
(1) Sales of assets to a noncharitable exempt organization	1b (1)		X
(2) Purchases of assets from a noncharitable exempt organization	1b (2)		X
(3) Rental of facilities, equipment, or other assets	1b (3)		X
(4) Reimbursement arrangements	1b (4)		X
(5) Loans or loan guarantees	1b (5)		X
(6) Performance of services or membership or fundraising solicitations	1b (6)		X
c Sharing of facilities, equipment, mailing lists, other assets, or paid employees	1c		X

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
N/A			

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
N/A		

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: Lon Fantz | Date: 9/28/11 | Title: President

Paid Preparer Use Only

Print/Type preparer's name	Preparer's signature	Date	Check if ☐ if self employed	PTIN
Carol Duffield	Carol Duffield Carol Duffield	9/28/11		N/A

Firm's name ▶ Fontanello, Duffield & Otake, LLP — Firm's EIN ▶ N/A

Firm's address ▶ 44 Montgomery Street, Suite 2019, San Francisco, CA 94104 — Phone no (415) 983-0200

Statement 1
Form 990-PF, Part I, Line 11
Other Income

	(a) Revenue per Books	(b) Net Investment Income	(c) Adjusted Net Income
Litigation Settlement	$ 2,173.		
Other Investment Revenue	202.	$ 202.	
Total	$ 2,375.	$ 202.	$ 0.

Statement 2
Form 990-PF, Part I, Line 16b
Accounting Fees

	(a) Expenses per Books	(b) Net Investment Income	(c) Adjusted Net Income	(d) Charitable Purposes
Audit and Tax Prep	$ 16,950.	$ 8,475.		$ 8,475.
Total	$ 16,950.	$ 8,475.		$ 8,475.

Statement 3
Form 990-PF, Part I, Line 16c
Other Professional Fees

	(a) Expenses per Books	(b) Net Investment Income	(c) Adjusted Net Income	(d) Charitable Purposes
Custodial Fees	$ 23,426.	$ 23,426.		
Investment Advisory Fees	81,707.	81,707.		
Total	$ 105,133.	$ 105,133.		$ 0.

Statement 4
Form 990-PF, Part I, Line 18
Taxes

	(a) Expenses per Books	(b) Net Investment Income	(c) Adjusted Net Income	(d) Charitable Purposes
Federal Excise Tax	$ 25,010.			
Tax - Other	46.			
Total	$ 25,056.	$ 0.		$ 0.

Statement 5
Form 990-PF, Part I, Line 23
Other Expenses

	(a) Expenses per Books	(b) Net Investment Income	(c) Adjusted Net Income	(d) Charitable Purposes
Bookkeeping	$ 14,950.	$ 7,475.		$ 7,475.
Consulting	500.			500.
Filing Fees	10.			10.
Grantee Event Sponsorships	106,200.			106,200.
Insurance	894.			894.
Memberships	16,208.			16,208.
Office Supplies	6,619.			6,619.
Payroll Processing	2,478.			2,478.
Program Expenses	1,405.			1,405.
Repair and Maintenance	9,042.			9,042.
Telephone	6,309.			6,309.
Workers Compensation Insurance	1,278.	64.		1,214.
Total	$ 165,893.	$ 7,539.		$ 158,354.

Statement 6
Form 990-PF, Part II, Line 10a
Investments - U.S. and State Government Obligations

U.S. Government Obligations	Valuation Method	Book Value	Fair Market Value
US Treas Bill 0% Due 01/06/11 400,000 Sh	Cost	$ 399,938.	$ 399,999.
US Treas Bill 0% Due 01/13/11 400,000 Sh	Cost	399,948.	399,996.
US Treas Bill 0% Due 01/20/11 400,000 Sh	Cost	399,924.	399,992.
US Treas Bill 0% Due 01/27/11 500,000 Sh	Cost	499,895.	499,981.
US Treas Bill 0% Due 02/17/11 300,000 Sh	Cost	299,957.	299,957.
US Treas Bill 0% Due 02/24/11 400,000 Sh	Cost	399,926.	399,934.
US Treas Bill 0% Due 02/03/11 400,000 Sh	Cost	399,928.	399,969.
US Treas Bill 0% Due 02/10/11 400,000 Sh	Cost	399,934.	399,960.
		$ 3,199,450.	$ 3,199,788.
	Total	$ 3,199,450.	$ 3,199,788.

Statement 7
Form 990-PF, Part II, Line 10b
Investments - Corporate Stocks

Corporate Stocks	Valuation Method	Book Value	Fair Market Value
Iasiaworks Inc 38,870 Sh	Cost	$ 1.	$ 0.
Indochina Juice Co Ltd 37,500 Sh	Cost	1.	0.
Mekong Leisure Ltd 182,827.3 Sh	Cost	125,284.	118,279.
Airnet Communications Corp 35 Sh	Cost	1.	0.
Cambric Corp 1 Sh	Cost	112,959.	3,540.
Solid Data Sys Inc 53,300 Sh	Cost	1.	0.
Consensus Orthopedics 60,000 Sh	Cost	1.	0.
	Total	$ 238,248.	$ 121,819.

Statement 8
Form 990-PF, Part II, Line 10c
Investments - Corporate Bonds

Corporate Bonds	Valuation Method	Book Value	Fair Market Value
Westfed Hldgs 15.5% 9/15/99 186,359.6 Sh	Cost	$ 1.	$ 0.
	Total	$ 1.	$ 0.

Statement 9
Form 990-PF, Part II, Line 13
Investments - Other

	Valuation Method	Book Value	Fair Market Value
Other Investments			
HCP Absolute Return Offshore LP	Cost	$ 5,015,917.	$ 5,306,325.
Total Other Investments		$ 5,015,917.	$ 5,306,325.
Other Publicly Traded Securities			
Pimco Total Return Fund Instl Cl	Cost	6,453,425.	6,339,713.
Dodge & Cox Global Stk Fd	Cost	4,037,549.	4,316,558.
Longleaf Partners Fund	Cost	3,016,360.	3,308,692.
Oakmark Intl Fd Class I	Cost	2,522,868.	2,800,665.
Osterweis Fund	Cost	2,525,932.	2,707,218.
Total Other Publicly Traded Securities		$ 18,556,134.	$ 19,472,846.
Total		$ 23,572,051.	$ 24,779,171.

Statement 10
Form 990-PF, Part II, Line 14
Land, Buildings, and Equipment

Category	Basis	Accum. Deprec.	Book Value	Fair Market Value
Furniture and Fixtures	$ 22,649.	$ 22,649.	$ 0.	$ 0.
Machinery and Equipment	8,246.	8,246.	0.	0.
Improvements	3,118.	3,118.	0.	0.
Total	$ 34,013.	$ 34,013.	$ 0.	$ 0.

Statement 11
Form 990-PF, Part VIII, Line 1
List of Officers, Directors, Trustees, and Key Employees

Name and Address	Title and Average Hours Per Week Devoted	Compen-sation	Contri-bution to EBP & DC	Expense Account/ Other
Toni Rembe 131 Steuart St. #301 San Francisco, CA 94105	Pres/Trustee 2.00	$ 0.	$ 0.	$ 0.
Katherine Armstrong 131 Steuart Street, #301 San Francisco, CA 94105	Consultant 24.00	* 39,344.	0.	0.
Richard Odgers 131 Steuart St. #301 San Francisco, CA 94105	Sec/Trustee 1.00	0.	0.	0.
Julie Divola 131 Steuart St. #301 San Francisco, CA 94105	Trustee 1.00	0.	0.	0.
Dan Corsello 131 Steuart St. #301 San Francisco, CA 94105	ED/Tres/Trustee 30.00	* 116,500.	0.	0.
	Total	$ 155,844.	$ 0.	$ 0.

*See Statement 14

Statement 12
Form 990-PF, Part VIII, Line 3
Compensation of Five Highest Paid Contractors

Name and Address	Type of Service	Compensation
Hall Capital Partners LLC One Maritime Plaza, Fifth Floor San Francisco, CA 94111	Investment Mgmt	73,652.
	Total	$ 73,652.

Statement 13
Form 990-PF, Part XV, Line 2a-d
Application Submission Information

Name of Grant Program:
Name: van Loben Sels/RembeRock Foundation
Care Of: Ms. Toni Rembe, President
Street Address: 131 Steuart St., #301
City, State, Zip Code: San Francisco, CA 94105
Telephone: 415-512-0500
Form and Content: Application format is posted on website.

Required Attachments:

-Documentation of tax exempt status;

Statement 13 (continued)
Form 990-PF, Part XV, Line 2a-d
Application Submission Information

-Current roster of Board of Directors and a statement as to their role on the Board (one sentence is sufficient);

-For a renewal grant, attach a year-end report on the current state of the organization or the project to which the grant was requested. (not to exceed two pages);

-A copy of the last annual report, if available;

-An organization chart, if applicable.

Submission Deadlines: None

Restrictions on Awards: The Foundation's grants are now limited to the following areas:

1. Legal advocacy and public interest law;

2. Juvenile justice, including programs and services to youth involved in the juvenile justice system, policy development, and direct services;

3. Programs for incarcerated and formerly incarcerated women and men;

4. Legal services programs that address the needs of immigrants and newcomers in areas of civil rights, deportation, asylum, "know your rights," and civic participation and;

5. Selected Social Service programs in remote, underserved communities with scarce resources.

The Foundation will not consider applications that:

-require medical, scientific, or other technical knowledge;

-request funding for an individual or family;

-request funding for scholarships or stipends;

-request funding for capital campaigns;

-seek support for programs outside Northern California;

-do not follow the application format.

Statement 14
Form 990-PF, Part VII-B
Statement Regarding Activities for Which Form 4720 May Be Required Line 1(a)(4)

During 2010, the Executive Director, Dan Corsello and consultant, Katherine Armstong were compensated $116,500 and $39,343 respectively. Payment for such services if reasonable and neccessary to carry out the exempt purposes of the Foundation, as they are in this case, are excluded from the self-dealing rules under Reg. 53.4941(d)-3(c).

GRANT DATE	CATEGORY	GRANTEE NAME, ADDRESS & PURPOSE	GRANTS PAID IN 2010
8/25/2010	Rural	**Acorn Community Enterprises** - Staci Wadley, Executive Director, P O Box 188, Montgomery Creek, CA 96065 - A grant was made in the amount of $17,500 in general support of their multi-service center in rural Shasta county	$17,500
1/25/2010	LEGAL	**AIDS Legal Referral Panel** - Bill Hirsh, Esq , Executive Director, 1663 Mission Street, Suite 500, San Francisco, CA 94103 - A core grant was made in the amount of $25,000 (Year 3 of 3-year cycle)	$25,000
8/25/2010	LEGAL	**Alameda County Bar Association Volunteer Legal Services Corporation** - Ann Wassam, Executive Director, 70 Washington Street, Suite 200, Oakland, CA 94607 - A grant was made in the amount of $15,000 in general operating support	$15,000
12/14/2010	LEGAL	**Alliance for Justice –** Nan Aron, President, 11 Dupont Circle, NW, 2nd Floor, Washington, DC 20036 – A grant was made in the amount of $8,000 for general support of AFJ's Northern California Office	$8,000
1/25/2010	JUVENILE JUSTICE	**Ambassadors of Hope and Opportunity Project** - Zara Babitzke, Executive Director, P O Box 2278, Mill Valley, CA 94942 - A grant was made in the amount of $5,000 in support of homeless youth caught up in the juvenile justice system	$5,000
12/14/2010	JUVENILE JUSTICE	**Ambassadors of Hope and Opportunity –** Zara Babitzke, Executive Director, P O Box 2278, Mill Valley, CA 94942 – A grant was made in the amount of $5,000 in support of youth at risk of incarceration and recidivism	$5,000
1/25/2010	LEGAL	**American Civil Liberties Union of Northern California-** Abdi Soltani, Executive Director, 39 Drumm Street, San Francisco, CA 94111 - A core grant was made in the amount of $30,000 (Year one of three-year grant)	$30,000
1/25/2010	ARTS	**American Conservatory Theater** - Carey Perloff, Artistic Director, 30 Grant Avenue, San Francisco, CA 94108-5834 - A phase-out grant was made in the amount of $25,000 for their arts education programs for youth	$25,000
11/4/2010	LEGAL	**American Friends Service Committee, Pacific Mountain Region** - Laura Magnani, Interim Regional Director, 65 Ninth Street, San Francisco, CA 94103 - A grant was made in the amount of $10,000 in support of the Women Healing From Violence Program	$10,000
6/14/2010	LEGAL	**Arab Resource and Organizing Center [Fiscal sponsor: Tides Center]-** Lily Haskell, Project Director, 522 Valencia Street, San Francisco, CA 94110 - A grant was made in the amount of $20,000 in general operating support	$20,000
8/25/2010	JUVENILE JUSTICE	**The Art of Yoga Project** - Lisa Pedersen, Executive Director, 555 Bryant St #232, Palo Alto, CA 94301 - A grant was made in the amount of $10,000 in general support for their work in bringing yoga to girls in juvenile halls	$10,000
8/25/2010	LEGAL	**Asian Law Caucus** - Titi Liu, Executive Director, 55 Columbus Ave , San Francisco, CA 94111 A grant was made in the amount of $20,000 in general support	$20,000
3/22/2010	INCARCERATION	**At The Crossroads [Fiscal sponsor: Community Initiatives]** - Rob Gitin, Executive Director, 333 Valencia Street, Suite 320, San Francisco, CA 94103-3553 - A grant was made in the amount of $20,000 to support their work with incarcerated youth in San Francisco	$20,000
1/25/2010	LEGAL	**Bay Area Legal Aid** - Ramon P Arias, Executive Director, 1735 Telegraph Avenue, Oakland, CA 94612 - A core grant was made in the amount of $25,000 (Year 3 of 3-year grant)	$25,000
1/25/2010	INCARCERATION	**Bay Area Nonviolent Communication** - Erica Grevemeyer, Executive Direct, 55 Santa Clara Ave , Suite 203, Oakland, CA 94610 - A grant was made in the amount of $10,000 to provide non-violence training to selected state prisons and county jails	$10,000
1/25/2010	INCARCERATION	**Bay Area Women Against Rape** - Marcia Blackstock, Executive Director, 470 27th Street, Oakland, CA 94612 - A grant was made in the amount of $5,000 for its San Quentin and Sexually Exploited Minors Program	$5,000

GRANT DATE	CATEGORY	GRANTEE NAME, ADDRESS & PURPOSE	GRANTS PAID IN 2010
8/25/2010	INCARCERATION	**Bayview Hunters Point Multipurpose Senior Services, Inc.** - Cathy Davis, Executive Director, 1706 Yosemite Ave , San Francisco, CA 94124 - A grant was made in the amount of $15,000 in support of their work with senior ex-offenders	$15,000
3/22/2010	INCARCERATION	**Be A Mentor, Inc.** - Robert Goetsch, Executive Director, 1260 B Street, Ste 375, Hayward, CA 94541-2924 - A grant was made in the amount of $10,000 in support of their mentoring program with youth of incarcerated parents	$10,000
1/25/2010	Rural	**Bear Valley Parents Group, Inc.** - Kimi Johnson, President, P O Box 5186, Bear Valley, CA 95223 - A grant was made in the amount of $5,000 in general operating support for the Bear Valley Safe and Active Family Experiences Program	$5,000
8/25/2010	JUVENILE JUSTICE	**Bernal Heights Neighborhood Center** - Joseph Smooke, Executive Director, 515 Cortland Avenue, San Francisco, CA 94110 - A grant was made in the amount of $10,000 in support of their youth component	$10,000
11/4/2010	Rural	**Blue Mountain Coalition for Youth and Families** - Catherine Lambie, Executive Director, P O Box 41, West Point, CA 95255 - A grant was made in the amount of $20,000 in general operating support	$20,000
3/22/2010	Rural	**The Bodega Bay Parent Cooperative [Fiscal sponsor: Bay Area Community Resources]** - Jane L Realon, Executive Director, P O Box 155, Bodega Bay, CA 94923 - A grant was made in the amount of $10,000 in support of their work with parents and children of low-income residents of Bodega Bay	$10,000
7/30/2010	Rural	**The Bodega Bay Parent Cooperative [Fiscal sponsor: Bay Area Community Resources]** - Jane L Realon, Executive Director, P O Box 155, Bodega Bay, CA 94923 - A matching grant was made in the amount of $5,000	$5,000
8/25/2010	JUVENILE JUSTICE	**Boys & Girls Club of the Redwoods** - Elizabeth Smith, Executive Director, 3015 J Street, Eureka, CA 95501 - A grant was made in the amount of $7,500 in support of their Teen Court	$7,500
8/25/2010	LEGAL	**California Advocates for Nursing Home Reform**- Patricia L McGinnis, Executive Director, 650 Harrison Street, 2nd Floor, San Francisco, CA 94107 - A grant was made in the amount of $10,000 to provide litigation training for staff of the legal services program serving elders and disabled persons	$10,000
3/22/2010	JUVENILE JUSTICE	**California CASA Association** - Robin Allen, Executive Director, 660 13th Street, Suite 300, Oakland, CA 94612 - A grant was made in the amount of $25,000 in support of their work to build, support and strengthen the CASA Network in California	$25,000
1/25/2010	INCARCERATION	**California Coalition for Women Prisoners [Fiscal sponsor: Legal Services for Prisoners with Children]** - D Hafsah Al-Amin, Program Coordinator, 1540 Market Street, Suite 490, San Francisco, CA 94102-6049 - A grant was made in the amount of $20,000 for their work on behalf of incarcerated woment in the State prison system	$20,000
12/14/2010	LEGAL	**California Lawyers for the Arts** – Alma Robinson, Executive Director, Fort Mason Center, Building C, Room 255, San Francisco, CA 94123 – A grant was made in the amount of $7,500 for pro-bono and low-fee legal services for artists and art organizations	$7,500
6/14/2010	INCARCERATION	**California Prison Focus** - Ronald Ahnen, President and Executive Director, 1904 Franklin Street, Suite 507, Oakland, CA 94612 - A grant was made in the amount of $5,000 in support for their work in five state prisons	$5,000
1/25/2010	LEGAL	**California Rural Legal Assistance Foundation** - Amagda Perez, Executive Director, 2210 K Street, Suite 201, Sacramento, CA 95816 - A grant was made in the amount of $15,000 to "increase the awareness and incease the capacity of immigrant families and communities to effectively assert their constitutional rights in Immigration Custom Enforcement (ICE) settings, connect them to legal services, prevent family separation, and help them identify civil rights violations in their communities "	$15,000
3/22/2010	LEGAL	**Canal Alliance** - Tom Wilson, Executive Director, 91 Larkspur Street, San Rafael, CA 94901 - A grant was made in the amount of $17,000 in support of their legal services to immigrants	$17,000

GRANT DATE	CATEGORY	GRANTEE NAME, ADDRESS & PURPOSE	GRANTS PAID IN 2010
1/25/2010	INCARCERATION	**Carnales Unidos Reformando Adictos, Inc.** - Joseph B Locaria, Executive Director, 4510 Peralta Blvd , Fremont, CA 94536 - A grant was made in the amount of $10,000 in support of a health and education program for formerly incarcerated women	$10,000
3/22/2010	INCARCERATION	**Catherine's Center [Fiscal sponsor: St. Vincent de Paul of San Mateo]** - Lorraine Moriarty, Executive Director, 50 North B Street, San Mateo 94401-3917 - A grant was made in the amount of $5,000 in support of a 10-bed residential program for women being released directly from jail or prison	$5,000
8/25/2010	LEGAL	**Center for California Homeowner Association Law** - Marjorie Murray, Executive Director, 1305 Franklin Street, Suite 201, Oakland, CA 94612 - A grant was made in the amount of $7,500 in general support to continue their work in training and providing resources to lawyers specific to "common interest developments "	$7,500
8/25/2010	LEGAL	**Center for Gender & Refugee Studies [Fiscal sponsor: Hastings College of the Law]** - Karen Musalo, Executive Director, 200 McAllister Street, San Francisco, CA 94102 - A grant was made in the amount of $10,000 in support of their work with the human rights of refugee women and children	$10,000
3/22/2010	JUVENILE JUSTICE	**The Center for Young Women's Development** - Marlene Sanchez, Executive Director, 832 Folsom Street, Suite 700, San Francisco, CA 94107 - A grant was made in the amount of $17,500 in support of The Girls Detention Advocacy Project	$17,500
12/14/2010	JUVENILE JUSTICE	**Center on Juvenile and Criminal Justice** – Daniel Macallair, Executive Director, 440 9th Street, San Francisco, CA 94103 – A grant was made in the amount of $40,000 for juvenile justice reform	$40,000
11/4/2010	LEGAL	**Central American Resource Center** - Ana Perez, Executive Director, 3101 Mission Street, Suite 101, San Francisco, CA 94110 - A grant was made in the amount of $8,000 in support of the Immigration Legal Program	$8,000
11/4/2010	MISCELLANEOUS	**Champions of Humanity Fund [Fiscal sponsor: Oakland Metropolitan Chamber of Commerce** - Joseph J Haraburda, President and CEO, 475 14th Street, Oakland, CA 94612-1903 - *Remember Them* donor wall Joyce M Taylor	$20,000
12/14/2010	LEGAL	**Child Abuse Prevention Council of San Joaquin County** – Lindy Turner-Hardin, Executive Director, P O Box 1257, Stockton, CA 95201-1257 – A grant was made in the amount of $5,000 for their CASA program	$5,000
11/4/2010	JUVENILE JUSTICE	**Child Advocates of Placer County**- Don Kleinfelder, Executive Director, 11641 Blocker Drive, Suite 220, Auburn, CA 95603 - A grant was made in the amount of $10,000 to expand CASA and A2Y Mentors program	$10,000
12/14/2010	LEGAL	**Child Advocates of Silicon Valley** – Vickie Scott Grove, Executive Director, 509 Valley Way, Milpitas, CA 95035 – A grant was made in the amount of $7,000 in support of their Teen Program	$7,000
12/14/2010	JUVENILE JUSTICE	**City Youth Now [Fiscal sponsor: Volunteer Auxiliary of the Youth Guidance Center of San Francisco]** – Elizabeth Fairbanks, Executive Director, 375 Woodside Avenue, San Francisco, CA 94117 – A grant was made in the amount of $10,000 in support of their Employment Internship Program	$10,000
3/22/2010	JUVENILE JUSTICE	**Cleo Eulau Center** - Lyra Ghose, Executive Director, 2483 Old Middlefield Way, Suite 208, Mountain View, CA 94043 - A grant was made in the amount of $5,000 in support of resiliency based psychotherapy for youth	$5,000
1/25/2010	LEGAL	**Coalition on Homelessness, San Francisco** - Jennifer Friedenbach, Executive Director, 468 Turk Street, San Francisco, CA 94102 - A grant was made in the amount of $12,500 in support of its advocacy work on behalf of the homeless	$12,500
6/14/2010	JUVENILE JUSTICE	**Commonweal** - Susan Braun, Executive Director, P O Box 316, Bolinas, CA 94924 - A grant was made in the amount of $20,000 for juvenile justice reform	$20,000
6/14/2010	LEGAL	**Community Legal Services in East Palo Alto** - Candice Greenberg, Executive Director, 2117-B University Avenue, East Palo Alto, CA 94303 - A grant was made in the amount of $17,500 in general operating support for their legal services work with a vulnerable, under resourced, population	$17,500

GRANT DATE	CATEGORY	GRANTEE NAME, ADDRESS & PURPOSE	GRANTS PAID IN 2010
12/14/2010	LEGAL	**Community Overcoming Relationship Abuse** – Melissa Lukin, Executive Director, 1633 Bayshore Highway, Burlingame, CA 94402 – A grant was made in the amount of $12,500 in support of their Legal Services Team, which provides legal services to victims of domestic violence	$12,500
12/14/2010	INCARCERATION	**Community Works West** – Ruth Morgan, Executive Director, 1605 Bonita Avenue, Berkeley, CA 94709 – A grant was made in the amount of $12,500 in support of the Women Rising Program, a re-entry program for previously incarcerated young women	$12,500
3/22/2010	JUVENILE JUSTICE	**Court Appointed Special Advocates Contra Costa County**- Charles Mead, Executive Director, 2020 N Broadway, Suite 204, Walnut Creek, CA 94596 - A grant was made in the amount of $7,500 in support of their work with foster youth	$7,500
6/14/2010	JUVENILE JUSTICE	**Court Appointed Special Advocates of Santa Cruz County**- Nancy Sherrod, Executive Director, 294 Green Valley Rd , Suite 326, Watsonville, CA 95076 - A final grant was made in the amount of $5,000 in support of their work with foster children	$5,000
11/4/2010	JUVENILE JUSTICE	**Court Appointed Special Advocates of Sonoma County**- Millie Gilson, Executive Director, P O Box 1418, Kenwood, CA 95452 - A grant was made in the amount of $8,000 to increase the number of children served	$8,000
12/14/2010	LEGAL	**Disability Rights Advocates** – Larry Paradis, Executive Director, 2001 Center St , Fourth Floor, Berkeley, CA 94704 – A grant was made in the amount of $10,000 in general operating support	$10,000
1/25/2010	LEGAL	**Disability Rights Education & Defense Fund**- Susan Henderson, Executive Director, 2212 Sixth Street, Berkeley, CA 94710 - A grant was made in the amount of $10,000 in general support of their legal work on behalf of disabled populations	$10,000
8/25/2010	LEGAL	**Disability Rights Education & Defense Fund** - Susan Henderson, Executive Director, 2212 Sixth Street, Berkeley, CA 94710 - A special needs grant was made in the amount of $1,500 for legal advocacy support	$1,500
8/25/2010	JUVENILE JUSTICE	**Each One Reach One** - Robin Sohnen, Executive Director, 1486 Huntington Avenue #304, South San Francisco, CA 94080 - A grant was made in the amount of $8,000 in support of their work in juvenile detention centers in San Francisco and San Mateo counties	$8,000
1/25/2010	LEGAL	**East Bay Community Law Center** - Tirien Steinbach, Executive Director, 2921 Adeline Street, Berkeley, CA 94703 - A core grant was made in the amount of $25,000 (Year 1 of 3-year cycle)	$25,000
6/14/2010	LEGAL	**East Bay Sanctuary Covenant** - Sister Maureen Duignan, OSF, Executive Director, 2362 Bancroft Way, Berkeley, CA 94704 - A grant was made in the amount of $10,000 for the Refugee Rights Program	$10,000
3/22/2010	JUVENILE JUSTICE	**The East Palo Alto Youth Court** - Leeor Neta, Executive Director, P O Box 50878, East Palo Alto, CA 94303 - A grant was made in the amount of $5,000 in general operating support of the youth court	$5,000
11/4/2010	INCARCERATION	**Emani Incorporated** - Junek Cummings, Executive Director, P O Box 4156, Vallejo, CA 94510 - A grant was made in the amount of $10,000 in support of a residential alcohol and substance abuse treatment program for previously incarcerated women	$10,000
1/25/2010	LEGAL	**Equal Justice Society**- Eva Paterson, Esq , Executive Director, 260 California Street, Suite 700, San Francisco, CA 94111 - A grant was made in the amount of $7,500 in support of its work on heightening consciousness on race in the law and popular discourse	$7,500
12/14/2010	LEGAL	**Equal Rights Advocates** - Arcelia Hurtado, Executive Director, 1663 Mission Street, Suite 250, San Francisco, CA 94103 - A two-year general support grant in the amount of $30,000 was awarded in 2009 $15,000 was paid in 2009, $15,000 was paid in 2010	$15,000
6/14/2010	LEGAL	**Fair Housing of Marin** - Nancy Kenyon, Executive Director, 615 B Street, San Rafael, CA 94901 - A grant was made in the amount of $10,000 in support of their Fair Housing Enforcement Project Subsequent proposals to the foundation must include a discrete legal services component budget, including revenues and expenditures	$10,000

GRANT DATE	CATEGORY	GRANTEE NAME, ADDRESS & PURPOSE	GRANTS PAID IN 2010
1/25/2010	• LEGAL	**Family Resource Center of Truckee** - Adela Gonzalez del Valle, Executive Director, P O Box 9178, Truckee, CA 96162-7178 - A grant was made in the amount of $10,000 in support of its legal services program	$10,000
12/14/2010	JUVENILE JUSTICE	**Family Support Services of the Bay Area** – Lou Fox, Executive Director, 401 Grand Avenue, Suite 500, Oakland, CA 94610 – A grant was made in the amount of $7,000 in support of the OreMi Mentoring Program	$7,000
3/22/2010	INCARCERATION	**Foundation of City College of San Francisco** - Edith Guillen-Nunez, J D , LMFT , Faculty Advisor, City College of San Francisco, Health Education and Community Health Studies Department, 50 Phelan Avenue, C363, San Francisco, CA 94112 - A grant was made in the amount of $10,000 in support of the Way Pass Project for formerly incarcerated women	$10,000
12/14/2010	INCARCERATION	**Four Seasons Arts** – Jesse W Anthony, Executive Director, 2930 Domingo Avenue, #190, Berkeley, CA 94705 – A grant was made in the amount of $3,000 in support of music at the Santa Rita Alameda County jail	$3,000
12/14/2010	JUVENILE JUSTICE	**Friends and Foundation of the San Francisco Public Library** – Donna Bero, Executive Director, 391 Grove Street, San Francisco, CA 94102 – A grant was made in the amount of $7,500 in support of library branches housed within a juvenile justice center and Log Cabin Ranch	$7,500
6/14/2010	INCARCERATION	**Friends Outside - Santa Cruz [Fiscal sponsor: Volunteer Center of Santa Cruz County]** - Karen Delaney, Executive Director, 1010 Emeline Ave , Bldg C, Santa Cruz, CA 95060 - A grant was made in the amount of $7,500 in support of their work with incarcerated and formerly incarcerated individuals and their families Subsequent proposals must include specific information regarding the organization's work with women and families in order to qualify for consideration	$7,500
6/14/2010	INCARCERATION	**Friends Outside in Sonoma County** - Kate Jenkins, Executive Director, P O Box 3905, Santa Rosa, CA 95402 - A grant was made in the amount of $5,000 in general support for their work with incarcerated and formerly incarcerated individuals and their families Subsequent proposals must include specific information regarding the organization's work with women and families in order to quality for consideration	$5,000
12/14/2010	LEGAL	**General Assistance Advocacy Project** – Ruth Isaacson, Esq , Executive Director, 276 Golden Gate Avenue, San Francisco, CA 94102 – A grant was made in the amount of $10,000 in general operating support	$10,000
11/4/2010	JUVENILE JUSTICE	**Girl Scouts of Northern California** - Marina H Park, Chief Executive Officer, 1310 S Bascom Avenue, San Jose, CA 95128 - A grant was made in the amount of $10,000 in support of its juvenile hall programs	$10,000
6/14/2010	LEGAL	**Greater Napa Valley Fair Housing Center, dba Fair Housing Napa Valley [Fiscal sponsor: Greater Napa Fair Housing]** - Kathryn Winter, Executive Director, 603 Cabot Way, Napa, CA 94559 - A grant was made in the amount of $10,000 in support of their audit/testing program Subsequent proposals must identify and include a discrete legal services component budget, including revenues and expenditures	$10,000
3/22/2010	INCARCERATION	**Homeless Children's Network** - April Y Silas, PhD, Executive Director, 3265 17th Street, Suite 404, San Francisco, CA 94110 - A grant was made in the amount of $10,000 to provide services to 30 women who have been incarcerated within the last three months and who have children	$10,000
1/25/2010	JUVENILE JUSTICE	**Homeless Youth Alliance [Fiscal sponsor: Tides Center]**- Mary Howe, Executive Director, P O Box 170427, San Francisco, CA 94117 - A grant was made in the amount of $10,000 in general operating support for their work with homeless, disabled, and youth involved with the juvenile justice system in San Francisco	$10,000
11/4/2010	LEGAL	**Housing Rights Committee of San Francisco [Fiscal sponsor: Tides Center]** - Sara Shortt, Executive Director, 427 South Van Ness, San Francisco, CA 94103 - A grant was made in the amount of $10,000 in support of the Low Income Housing Counseling Program	$10,000
6/14/2010	LEGAL	**Housing Rights, Inc.** - Wanda Remmers, Executive Director, P O Box 12895, Berkeley, CA 94712 - A grant was made in the amount of $7,500 in support of their Lawyer Referral Service	$7,500

GRANT DATE	CATEGORY	GRANTEE NAME, ADDRESS & PURPOSE	GRANTS PAID IN 2010
11/4/2010	JUVENILE JUSTICE	**Huckleberry Youth Programs** - Bruce Fisher, Executive Director, 3310 Geary Boulevard, San Francisco, CA 94118 - A grant was made in the amount of $10,000 in support of the Community Assessment and Referral Center	$10,000
3/22/2010	JUVENILE JUSTICE	**The Imagine Bus Project** - Jaren Bonillo, Executive Director, 342 9th Street, Suite 201, San Francisco, CA 94103 - A grant was made in the amount of $5,000 in support of their art project conducted in youth dentention centers in San Francisco and Sonoma	$5,000
1/25/2010	LEGAL	**Immigrant Legal Resource Center** - Eric Cohen, Executive Director, 1663 Mission Street, Suite 602, San Francisco, CA 94103 - A core grant was made in the amount of $32,000 (Year 1 of 3-year cycle)	$32,000
3/22/2010	LEGAL	**Immigrant Legal Resource Center** - Eric Cohen, Executive Director, 1663 Mission Street, Suite 602, San Francisco, CA 94103 - Aspecial need grant was made in the amount of $10,000 for the Pro Bono Mentoring Project	$10,000
1/25/2010	LEGAL	**The Impact Fund** - Brad Seligman, Executive Director, 125 University Avenue, Suite 102, Berkeley, CA 94710-1616 - A grant was made in the amount of $20,000 in support of the Renting While Black litigation project	$20,000
11/4/2010	INCARCERATION	**Insight Prison Project** - Jennie K Curtis, Executive Director, 805 Fourth Street, Ste 3, San Rafael, CA 94091 - A grant was made in the amount of $15,000 in support of Victim/Offender Education Group Facilitation Training for Female Offenders	$15,000
8/25/2010	LEGAL	**Instituto Laboral de la Raza** - Sarah M Shaker, Executive Director, 2947 16th Street, San Francisco, CA 94103 - A grant was made in the amount of $12,500 in support for work with the working poor population in San Francisco in securing denied wages and earned benefits	$12,500
8/25/2010	LEGAL	**International Institute of the Bay Area** - Margi Dunlap, Executive Director, 657 Mission Street #500, San Francisco, CA 94105 - A grant was made in the amount of $15,000 for their work providing legal services for the immigrant population, specifically the U-Visa program	$15,000
3/22/2010	INCARCERATION	**Justice Now** - Cynthia Chandler, Executive Director, 1322 Webster St, Suite 210, Oakland, CA 94612 - A grant was made in the amount of $17,500 for their work in providing direct legal services and advocacy for women incarcerated in the state prison system	$17,500
3/22/2010	LEGAL	**Korean Community Center of the East Bay** - Catherine Pyun, Executive Director, 4390 Telegraph Avenue, Suite A, Oakland, CA 94609 - A grant was made in the amount of $10,000 in support of their legal advocacy project	$10,000
1/25/2010	LEGAL	**La Raza Centro Legal** - Anamaria Loya, Executive Director, 474 Valencia Street #295, San Francisco, CA 94103 - A grant was made in the amount of $17,500 in support for the Immigrant Advocacy and Legal Services Project	$17,500
1/25/2010	LEGAL	**Lawyers' Committee for Civil Rights**- Lateefah Simon, Executive Director, 131 Steuart Street, Suite 400, San Francisco, CA 94105 - A core grant was made in the amount of $25,000 (Year 1 of 3-year cycle)	$25,000
8/25/2010	LEGAL	**Legal Aid of Marin** - Paul S Cohen, Executive Director, 30 N San Pedro Rd, Suite 230, San Rafael, CA 94903 - A grant was made in the amount of $15,000 for the continuation of their work in the social work component of their dependency law program	$15,000
8/25/2010	LEGAL	**Legal Aid of Napa Valley**- Diana Dorame, Executive Director, 1001 Second Street, Suite 224, Napa, CA 94559 - A grant was made in the amount of $25,000 in general support [Core grantee - 1st year]	$25,000
3/22/2010	LEGAL	**Legal Aid of Sonoma County**- Ronit Rubinoff, Executive Director, 1105 N Dutton Avenue, Suite B, Santa Rosa, CA 95401 - A grant was made in the amount of $25,000 in support of the legal component of the Collaborative Legal and Social Services program, a joint venture with Catholic Social Services and the YWCA focusing on domestic violence	$25,000
11/4/2010	LEGAL	**Legal Aid of Sonoma County** - Ronit Rubinoff, Executive Director, 1105 N Dutton Avenue, Suite B, Santa Rosa, CA 95401 - A one-time special needs grant was made in the amount of $3,000 in support of Campaign Michelle	$3,000

GRANT DATE	CATEGORY	GRANTEE NAME, ADDRESS & PURPOSE	GRANTS PAID IN 2010
1/25/2010	LEGAL	**The Legal Aid Society/Employment Law Center** - Joan M Graff, Esq , President, 600 Harrison Street, Suite 120, San Francisco, CA 94107 - A core grant was made in the amount of $38,000 (Year 1 of 3-year cycle)	$38,000
8/25/2010	LEGAL	**Legal Assistance for Seniors** - Francel D'Andrea, Executive Director, 464 7th Street, Oakland, CA 94607 - A grant was made in the amount of $20,000 in support of the Elder Abuse Program	$20,000
1/25/2010	LEGAL	**Legal Community Against Violence** - Robynk Thomas, Executive Director, 268 Bush Street, #555, San Francisco, CA 94104 - A core grant was made in the amount of $25,000 (Year 3 of 3-year grant)	$25,000
1/25/2010	LEGAL	**Legal Services for Children** - Shannan Wilber, Executive Director, 1254 Market Street, 3rd Floor, San Francisco, CA 94102 - A core grant was made in the amount of $30,000 (Year 2 of 3 year grant)	$30,000
1/25/2010	LEGAL	**Legal Services for Prisoners with Children** - Karen Shain and Dorsey Nunn, Co-directors, 1540 Market Street, #490, San Francisco, CA 94102 - A supplemental grant was made in the amount of $5,000 in support of the Battered Women's Habeas Project	$5,000
11/4/2010	LEGAL	**Legal Services for Prisoners with Children** - Dorsey Nunn, Executive Director, 1540 Market Street, #490, San Francisco, CA 94102 - A grant was made in the amount of $25,000 in support of the Battered Women's Habeas Project	$25,000
1/25/2010	LEGAL	**Legal Services of Northern California** - Gary Smith, Executive Director, 517 12th Street, Sacramento, CA 95814 - A core grant was made in the amount of $40,000 (Year 2 of 3-year grant)	$40,000
12/14/2010	LEGAL	**MAITRI Charitable Trust** – Sarah Khan, Program Director, 234 East Gish Road, Suite 200, San Jose, CA 95112 – A grant was made in the amount of $10,000 to provide legal help to South Asian women who are victims of domestic violence or human trafficking	$10,000
3/22/2010	LEGAL	**Marin Abused Women's Services** - Donna Garske, Executive Director, 734 A Street, San Rafael, CA 94901 - A grant was made in the amount of $10,000 for their legal services advocacy component	$10,000
12/14/2010	LEGAL	**Marin Advocates for Children** –Cyndy Doherty, Executive Director, 30 North San Pedro Road #275, San Rafael, CA 94903-4133 – A grant was made in the amount of $5,000 in support of its CASA training program	$5,000
3/22/2010	JUVENILE JUSTICE	**Marin County Youth Court [Fiscal sponsor: YMCA of San Francisco]** - Don Carney, Program Director, 734 A Street, San Rafael, CA 94901 - A grant was made in the amount of $5,000 in general support of their youth court	$5,000
8/25/2010	INCARCERATION	**Marin Literacy Program** - Susan Charlton, Executive Director, 1100 E Street, San Rafael, CA 94901 - A grant was made in the amount of $10,000 for continuing support of their work at San Quentin prison	$10,000
1/25/2010		**MISSSEY, Inc.** - Nola Brantley, Executive Director, 470 27th Street, Oakland, CA 94612 - A grant was made in the amount of $10,000 in support of its work with sexually exploited youth	$10,000
6/14/2010	JUVENILE JUSTICE	**Napa County Probation Department** - Mary Butler, Chief Probation Officer, Juvenile Justice Center, 212 Walnut Street, Napa, CA 94559 - A grant was made in the amount of $50,000 in support of juvenile justice reform, specific to implementation of SB81	$50,000
6/14/2010	LEGAL	**National Center for Lesbian Rights** - Kate Kendell, Esq , Executive Director, 870 Market Street, Suite 370, San Francisco, CA 94102 - A final grant was made in the amount of $5,000 in general operating support	$5,000
11/4/2010	JUVENILE JUSTICE	**National Center for Youth Law** - John F O'Toole, Executive Director, 405 14th Street, 15th Floor, Oakland, CA 94612 - A grant was made in the amount of $12,500 in support of the Juvenile Justice Reform Project	$12,500
12/14/2010	LEGAL	**National Housing Law Project** – Marcia Rosen, Executive Director, 614 Grand Avenue, Suite 320, Oakland, CA 94610 – A grant was made in the amount of $12,500 in general operating support	$12,500

GRANT DATE	CATEGORY	GRANTEE NAME, ADDRESS & PURPOSE	GRANTS PAID IN 2010
1/25/2010	LEGAL	**National Legal Sanctuary for Community Advancement [Fiscal sponsor: The Agape Foundation]** - Banafsheh Akhlaghi, Executive Director, One Mandalay Place, Suite 1600, San Francisco, CA 94080 - A grant was made in the amount of $20,000 in general operating support for its work with Middle Eastern, Muslim and South Asian populations	$20,000
6/14/2010	LEGAL	**National Legal Sanctuary for Community Advancement [Fiscal sponsor: Peace Development Fund Inc.]** - Banafsheh Akhlaghi, Executive Director, One Mandalay Place, Suite 1600, San Francisco, CA 94080 - A grant was made in the amount of $20,000 resulting from a special need request As the foundation has previously awarded a $20,000 grant for general operating support in 2010, it is the intent of the trustees to consider the current award as an advance on a potential 2011 application	$20,000
1/25/2010	LEGAL	**Northern California Innocence Project** [Fiscal sponsor Santa Clara University School of Law] - Prof Kathleen "Cookie" Ridolfi, Executive Director, Santa Clara University School of Law, 900 Lafayette Street, Suite 105, Santa Clara, CA 95050 - A one-time grant was made in the amount of $15,000 for an Eyewitness Identification Reform project	$15,000
12/14/2010	JUVENILE JUSTICE	**Omega Boys Club of San Francisco** – Joseph E Marshall, Jr , Ph D , Executive Director, 1060 Tennessee Street, San Francisco, CA 94107 – A grant was made in the amount of $12,500 in support of the Alive & Free classes in Richmond and Alameda County Juvenile Hall	$12,500
1/25/2010	INCARCERATION	**Options Recovery Services, Inc.** - Bobby Miller, Executive Director, 1931 Center Street, Berkeley, CA 94704 - A grant was made in the amount of $12,500 in support of a re-entry program for men returning to the community from San Quentin and formerly incarcerated women	$12,500
3/22/2010	JUVENILE JUSTICE	**Peninsula Omega Youth Club dba Inne City Adolescent Network**- Alpha Buie, Executive Director, 1321 Evans Street, Suite C, San Francisco, CA 94124 - A grant was made in the amount of $5,000 in support of a juvenile delinquency prevention program	$5,000
3/22/2010	JUVENILE JUSTICE	**People Organized to Win Employment Rights**- Steve Williams, Co-Executive Director, 335 S Van Ness Ave , San Francisco, CA 94103 - A grant was made in the amount of $10,000 in support of their work with Bay View-Hunters Point youth in gang prevention work and leadership development	$10,000
6/14/2010	LEGAL	**People With Disabilities Foundation** - Steven Bruce, Esq , Interim Executive Director, 507 Polk Street, Suite 430, San Francisco, CA 94102 - A grant was made in the amount of $15,000 in general operating support for their legal work with individuals with disabilities	$15,000
6/14/2010	LEGAL	**Positive Resource Center** - Brett Andrews, Executive Director, 785 Market Street, 10th Floor, San Francisco, CA 94103 - A grant was made in the amount of $12,500 ($10,000 for general support, $2,500 for Disability Law Library)	$12,500
8/25/2010	INCARCERATION	**Prison University Project** - Jody Lewen, Ph D , Executive Director, Post Office Box 492, San Quentin, CA 94964 - A grant was made in the amount of $15,000 in general operating support	$15,000
1/25/2010	INCARCERATION	**Project Avary** - Herb Castillo, Executive Director, 385 Bel Marin Keys Boulevard, Ste G, Novato, CA 94949 - A grant was made in the amount of $15,000 in support of their work with children of incarcerated parents	$15,000
1/25/2010	LEGAL	**Public Advocates** - Jamienne S Studley, Executive Director, 131 Steuart Street, Suite 300, San Francisco, CA 94105 - A core grant was made in the amount of $25,000 (Year 3 of 3-year cycle)	$25,000
3/22/2010	LEGAL	**Public Benefits Attorneys, Inc.** - Jane Gelfand, Esq , Executive Director, 580 Howard Street #303, San Francisco, CA 94105 - A grant was made in the amount of $10,000 in start-up funding to provide free legal representation for low-income and underrepresented residents of San Francisco in dire need of public disability benefits and health care coverage	$10,000
11/4/2010	LEGAL	**Public Interest Clearinghouse** - Julia R Wilson, Executive Director, 433 California Street, Suite 815, San Francisco, CA 94104 - A grant was made in the amount of $17,500 in support of the Justice Bus Project	$17,500
11/4/2010	INCARCERATION	**Reentry Council of the City and County of San Francisco** - Jessica Flintoft, Reentry Policy Director, Public Defender's Office, 555 7th Street, San Francisco, CA 94103 - A grant was made in the amount of $12,500 in support of the Mentoring and Enrichment component of the With Open Arms Initiative	$12,500

GRANT DATE	CATEGORY	GRANTEE NAME, ADDRESS & PURPOSE	GRANTS PAID IN 2010
1/25/2010	SOCIAL SERVICES	**Refugee Transitions** - Laura Vaudreuil, Executive Director, 870 Market Street, Suite 718, San Francisco, CA 94102 - A phase-out grant was made in the amount of $15,000 to assist refugee and immigrant families in becoming self-sufficient by providing language, life, job, and academic skills	$15,000
6/14/2010	JUVENILE JUSTICE	**Restorative Justice for Oakland Youth [Fiscal sponsor: Community Initiatives]** - Fania E Davis, J D , PhD , Executive Director, 1203 Preservation Park, Suite 200, Oakland, CA 94612 - A grant was made inn the amount of $12,000 in general operating support for their work in reducing youth incarceration	$12,000
12/14/2010	JUVENILE JUSTICE	**Restorative Resources** – Susan Kinder, Executive Director, 3440 Airway Drive Suite E, Santa Rosa, CA 95404 – A grant was made in the amount of $15,000 in support of a program that will serve people affected by instances of juvenile crime	$15,000
11/4/2010	INCARCERATION	**San Francisco Adult Probation Department** - Wendy Still, Chief Adult Probation Officer, 880 Bryant Street, Room 200, San Francisco, CA 94103 - A grant was made in the amount of $12,500 to provide individualized services to women on probation	$12,500
6/14/2010	JUVENILE JUSTICE	**San Francisco Court Appointed Special Advocate Program**- Sally Hamlin Coates, Executive Director, 100 Bush Street, Suite 650, San Francisco, CA 94104 - A grant was made in the amount of $12,500 in support of the Pre-Emancipation Client Youth Project for foster youth	$12,500
11/4/2010	LEGAL	**Senior Medi-Benefits, Inc.** - Matthew Olesen, Executive Director, 3195 Adeline Street, P O Box 3435, Berkeley, CA 94703 - A grant was made in the amount of $17,500 in support of the Legal Advocacy Program	$17,500
8/25/2010	JUVENILE JUSTICE	**Silicon Valley De-Bug [Fiscal sponsor: Pacific News Service]** - Raj Jayadev, Executive Director, 701 Lenzen Avenue, San Jose, CA 95126 - A grant was made in the amount of $10,000 for their work with reforming the criminal justice system "for people of color", in Santa Clara County jails and juvenile hall	$10,000
3/22/2010	LEGAL	**South Lake Tahoe Women's Center [Fiscal sponsor: Womenspace Unlimited South Lake Tahoe Women's Center]** - Leanne Wagoner, Executive Director, 2941 Lake Tahoe Blvd , South Lake Tahoe, CA 96150-7804 - A grant was made in the amount of $10,000 in support of the Center's legal services component	$10,000
1/25/2010	JUVENILE JUSTICE	**Sunset Youth Services** - Dawn Stueckle, Executive Director, 3918 Judah Street, San Francisco, CA 94122 - A grant was made in the amount of $7,500 in support of the Juvenile Case Management Program	$7,500
12/14/2010	INCARCERATION	**Syzygy Dance Project** – Sylvie Minot, Executive Director, P O Box 25232, Sausalito, CA 94966 – A grant was made in the amount of $3,000 in support of dance classes for women at the San Francisco county women's jail	$3,000
6/14/2010	LEGAL	**Transgender, Gender Variant, Intersex Justice Project [Fiscal sponsor: Justice Now]** - Miss Major Griffin-Gracy, Executive Director, 342 9th Street, Suite 202B, San Francisco, CA 94103 - A grant was made in the amount of $15,000 in general operating support	$15,000
12/14/2010	LEGAL	**Transgender Law Center** – Masen Davis, Executive Director, 870 Market Street, Room 400, San Francisco, CA 94102 – A grant was made in the amount of $10,000 in support of the Community Legal Services Project	$10,000
3/22/2010	LEGAL	**UFW Foundation** - Diana Tellefson, Executive Director, 4545 E Cesar E Chavez Avenue, Suite 2E, Los Angeles, CA 90022 - A grant was made in the amount of $10,000 in support of their legal services programs on behalf of immigrants in the Salinas Valley	$10,000
11/4/2010	JUVENILE JUSTICE	**United Against Sexual Assault of Sonoma County**- Christine Castillo, Executive Director, 835 Piner Road, Suite D, Santa Rosa, CA 95403-2063 - A grant was made in the amount of $7,500 in support of the Youth Empowerment Services program	$7,500
3/22/2010	Rural	**The Volunteer Center of Calaveras County**- Marti Crane, Executive Director, P O Box 196, San Andreas, CA 95249 - A grant was made in the amount of $5,000 in support of their work with frail seniors in the community	$5,000
1/25/2010	LEGAL	**Volunteer Legal Services Program**- Tiela Chalmers, Executive Director, 301 Battery Street, 3rd Floor, San Francisco, CA 94111 - A core grant was made in the amount of $30,000 (Year 1 of 3-year cycle)	$30,000

GRANT DATE	CATEGORY	GRANTEE NAME, ADDRESS & PURPOSE	GRANTS PAID IN 2010
6/14/2010	Rural	**The Watershed Research and Training Center** - Nick Goulette, Executive Director, 98 Clinic Avenue, P O Box 356, Hayfork, CA 96041 - A grant was made in the amount of $5,000 in support of the Indian Valley Summer Camp, an outdoor educational program for economically disadvantaged, at-risk youth	$5,000
6/14/2010	LEGAL	**The Watsonville Law Center** - Dori Rose Inda, Executive Director, 315 Main Street, Suite 207, Watsonville, CA 95076 - A grant was made in the amount of $15,000 in support of the Economic Justice Project	$15,000
11/4/2010	LEGAL	**Western Regional Advocacy Project** - Paul Boden, Executive Director, 2940 16th St, Ste 200-2, San Francisco, CA 94103 - A grant was made in the amount of $10,000 in support of legal advocacy for the homeless	$10,000
6/14/2010	INCARCERATION	**Women's Community Clinic [Fiscal sponsor: Tides Center]** - Carlina Hansen, Executive Director, 2166 Hayes Street, Suite 104, San Francisco, CA 94117 - A grant was made in the amount of $10,000 to provide health services to currently and formerly incarcerated women	$10,000
11/4/2010	JUVENILE JUSTICE	**Youth Alive!** - Anne Marks, Executive Director, 3300 Elm Street, Oakland, CA 94609 - A grant was made in the amount of $10,000 in support of the Caught in the Crossfire Violence Prevention Program	$10,000
11/4/2010	JUVENILE JUSTICE	**Youth Guidance Center Improvement Committee** - Liz Jackson-Simpson, Executive Director, 375 Woodside Avenue, Building W2, San Francisco, CA 94127 - A grant was made in the amount of $7,500 in support of a job readiness and placement program for youth re-entering the community from incarceration in a juvenile facility	$7,500
1/25/2010	JUVENILE JUSTICE	**Youth Justice Institute [Fiscal sponsor: Tides Center]** - Gena Castro Rodriguez, Executive Director, P O Box 31733, San Francisco, CA 94131 - A grant was made in the amount of $20,000 in general support for their work with young women in the DJJ system	$20,000
1/25/2010	LEGAL	**Youth Law Center** - Carole Shauffer, 200 Pine Street, Suite 300, San Francisco, CA 94104 - A core grant was made in the amount of $20,000 (Year 3 of 3-year grant)	$20,000
12/14/2010	JUVENILE JUSTICE	**Youth Radio** – Jacinda Abcarian, Executive Director, 1701 Broadway, Oakland, CA 94612 – A grant was made in the amount of $5,000 in support of the Media Training Program at Camp Wilmont Sweeny in Alameda	$5,000
6/14/2010	JUVENILE JUSTICE	**Yurok Tribal Court [Fiscal sponsor: Yurok Tribe]** - Abby Abinanti, Chief Judge Yurok Tribe, Yurok Tribal Court, 190 Klamath Blvd, P O Box 1027, Klamath, CA 95548 - A grant was made in the amount of $10,000 to further develop the Tribal Youth Court and for the salary of the Tribal Court Liaison	$10,000
		TOTAL	**$2,005,500**

STATEMENT 16
FORM 990-PF
SUPPLEMENTAL INFORMATION

Reconciliation of Revenue per Audited Financial Statements with Revenue Reported on Form 990-PF, Return of Private Foundation	
Total revenue per audited financial statements	2,345,024
Amounts included on Form 990-PF, but not included as revenue in the audited financial statements	-
Amounts included in the audited financial statements but not included in line 12, column (a), Form 990-PF	
Net unrealized gains on investments	(1,257,795)
Cash to accrual adjustments	
Investment income	19,180
Investment related fees	105,133
Provision for excise tax	20,768
Total revenue per line 12, column (a), Form 990-PF	**1,232,310**

Reconciliation of Expenses per Audited Financial Statements with Expenses Reported on Form 990-PF, Return of Private Foundation	
Total expenses per audited financial statements	2,475,048
Amounts included on Form 990-PF, but not included as expense in the audited financial statements	
Grants	15,000
Federal Excise Tax	25,010
Amounts included in the audited financials statements but not included in line 26, column (a), Form 990-PF	
Cash to accrual adjustments	
Program expenses	(154,439)
General and administrative expenses	152,670
Investment related fees	105,133
Total expenses per line 26, column (a), Form 990-PF	**2,618,422**

Form **8868** (Rev January 2011)

Department of the Treasury Internal Revenue Service

Application for Extension of Time To File an Exempt Organization Return

► **File a separate application for each return.**

OMB No 1545 1709

- If you are filing for an **Automatic 3-Month Extension, complete only Part I** and check this box ► [X]
- 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.

Electronic filing *(e-file)*. You can electronically file Form 8868 if you need a 3-month automatic extension of time to file (6 months for a corporation required to file Form 990-T), or an additional (not automatic) 3-month extension of time You can electronically file Form 8868 to request an extension of time to file any of the forms listed in Part I or Part II with the exception of Form 8870, Information Return for Transfers Associated With Certain Personal Benefit Contracts, which must be sent to the IRS in paper format (see instructions) For more details on the electronic filing of this form, visit *www.irs.gov/efile* and click on *e-file for Charities & Nonprofits.*

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

Type or print

File by the due date for filing your return See instructions

Name of exempt organization: van Loben Sels/RembeRock Foundation

Employer identification number: 94-6109309

Number, street, and room or suite number If a P O box, see instructions: 131 Steuart Street #301

City, town or post office, state, and ZIP code For a foreign address, see instructions: San Francisco, CA 94105

Enter the Return code for the return that this application is for (file a separate application for each return) [04]

Application Is For	Return Code	Application Is For	Return Code
Form 990	01	Form 990-T (corporation)	07
Form 990-BL	02	Form 1041-A	08
Form 990-EZ	03	Form 4720	09
Form 990-PF	04	Form 5227	10
Form 990-T (section 401(a) or 408(a) trust)	05	Form 6069	11
Form 990-T (trust other than above)	06	Form 8870	12

- The books are in the care of ► Mel Varrelman

  Telephone No. ► 415-512-0500 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.

1 I request an automatic 3-month (6 months for a corporation required to file Form 990-T) extension of time until 8/15, 20 11, to file the exempt organization return for the organization named above. The extension is for the organization's return for.

► [X] calendar year 20 10 or

► [ ] tax year beginning ________, 20 ___, and ending ________, 20 ___.

2 If the tax year entered in line 1 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**	$ 45,059.
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	**3b**	$ 45,059.
c Balance due. Subtract line 3b from line 3a. Include your payment with this form, if required, by using EFTPS (Electronic Federal Tax Payment System). See instructions	**3c**	$ 0.

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.

- 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 van Loben Sels/RembeRock Foundation	Employer identification number 94-6109309
	Number street and room or suite number If a P O box, see instructions 131 Steuart Street #301	
	City, town or post office, state and ZIP code For a foreign address, see instructions San Francisco, CA 94105	

Enter the Return code for the return that this application is for (file a separate application for each return) **04**

Application Is For	Return Code	Application Is For	Return Code
Form 990	01		
Form 990-BL	02	Form 1041-A	08
Form 990-EZ	03	Form 4720	09
Form 990-PF	04	Form 5227	10
Form 990-T (section 401(a) or 408(a) trust)	05	Form 6069	11
Form 990-T (trust other than above)	06	Form 8870	12

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

- The books are in care of ► Mel Varrelman
  Telephone No ► 415-512-0500 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 11/15, 20 11

5 For calendar year 2010, or other tax year beginning ______, 20 __, and ending ______, 20 __

6 If the tax year entered in line 5 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 Foundation requires additional time to gather the information necessary 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	$ 9,789.
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	$ 45,059.
c Balance due. Subtract line 8b from line 8a Include your payment with this form, 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 ► Carol Dozzell Title ► CPA Date ► 8/11/11