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

2011

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

For calendar year 2011 or tax year beginning

, and ending

Name of foundation GOLDMAN ENVIRONMENTAL FOUNDATION		A Employer identification number 94-3094857
Number and street (or P.O. box number if mail is not delivered to street address) 160 PACIFIC AVENUE	Room/suite 200	B Telephone number 415-249-5800
City or town, state, and ZIP code SAN FRANCISCO, CA 94111		C If exemption application is pending, check here ☐
G Check all that apply: ☐ Initial return ☐ Initial return of a former public charity ☐ Final return ☐ Amended return ☐ Address change ☐ Name change		D 1. Foreign organizations, check here ☐ Foreign organizations meeting the 85% test, 2. check here and attach computation ☐
H Check type of organization: ☒ Section 501(c)(3) exempt private foundation ☐ Section 4947(a)(1) nonexempt charitable trust ☐ Other taxable private foundation		E If private foundation status was terminated under section 507(b)(1)(A), check here ☐
I Fair market value of all assets at end of year (from Part II, col. (c), line 16) \$ 102,226,074. (Part I, column (d) must be on cash basis)	J Accounting method: ☐ Cash ☒ Accrual ☐ Other (specify) _____	F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here ☐

Part I Analysis of Revenue and Expenses (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a))		(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	48,321,524.		N/A	
	2 Check ☐ if the foundation is not required to attach Sch. B				
	3 Interest on savings and temporary cash investments	45.	45.		STATEMENT 2
	4 Dividends and interest from securities	1,259,122.	1,259,122.		STATEMENT 3
	5a Gross rents				
	b Net rental income or (loss)				
	6a Net gain or (loss) from sale of assets not on line 10	<1,571,840.			STATEMENT 1
	b Gross sales price for all assets on line 6a	93,158,450.			
	7 Capital gain net income (from Part IV, line 2)		15,177,094.		
	8 Net short-term capital gain				
	9 Income modifications				
	10a Gross sales less returns and allowances				
b Less Cost of goods sold					
c Gross profit or (loss)					
11 Other income	930.	<111,248.>		STATEMENT 4	
12 Total. Add lines 1 through 11	48,009,781.	16,325,013.			
Operating and Administrative Expenses	13 Compensation of officers, directors, trustees, etc	4,369.	0.		4,369.
	14 Other employee salaries and wages	585,959.	0.		585,959.
	15 Pension plans, employee benefits	175,351.	0.		175,351.
	16a Legal fees STMT 5	20,907.	0.		20,907.
	b Accounting fees STMT 6	50,804.	25,402.		25,402.
	c Other professional fees STMT 7	196,492.	185,135.		11,357.
	17 Interest				
	18 Taxes STMT 8	666,000.	0.		43,692.
	19 Depreciation and depletion	126,843.	0.		
	20 Occupancy	140,017.	0.		140,017.
	21 Travel, conferences, and meetings	146,729.	0.		146,729.
	22 Printing and publications	1,233.	5.		1,228.
	23 Other expenses STMT 9	1,538,051.	13,757.		1,524,293.
	24 Total operating and administrative expenses. Add lines 13 through 23	3,652,755.	224,299.		2,679,304.
	25 Contributions, gifts, grants paid	1,108,000.			1,108,000.
26 Total expenses and disbursements. Add lines 24 and 25	4,760,755.	224,299.		3,787,304.	
27 Subtract line 26 from line 12:					
a Excess of revenue over expenses and disbursements	43,249,026.				
b Net investment income (if negative, enter -0-)		16,100,714.			
c Adjusted net income (if negative, enter -0-)			N/A		

Part II Balance Sheets		Attached schedules and amounts in the description column should be for end-of-year amounts only		
		Beginning of year	End of year	
		(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1 Cash - non-interest-bearing			
	2 Savings and temporary cash investments	459,403.	104,707.	104,707.
	3 Accounts receivable ▶ 381,323.			
	Less: allowance for doubtful accounts ▶	553,678.	381,323.	381,323.
	4 Pledges receivable ▶			
	Less: allowance for doubtful accounts ▶			
	5 Grants receivable			
	6 Receivables due from officers, directors, trustees, and other disqualified persons			
	7 Other notes and loans receivable ▶			
	Less: allowance for doubtful accounts ▶			
	8 Inventories for sale or use			
	9 Prepaid expenses and deferred charges	94,486.	89,774.	89,774.
	10a Investments - U.S. and state government obligations STMT 10	8,059,802.	18,534,642.	18,534,642.
	b Investments - corporate stock STMT 11	41,487,957.	54,534,798.	54,534,798.
	c Investments - corporate bonds STMT 12	2,199,892.	1,787,786.	1,787,786.
11 Investments - land, buildings, and equipment basis ▶				
Less: accumulated depreciation ▶				
12 Investments - mortgage loans				
13 Investments - other STMT 13	6,742,408.	26,116,303.	26,116,303.	
14 Land, buildings, and equipment: basis ▶ 1,057,971.				
Less: accumulated depreciation STMT 14 ▶ 381,230.	774,636.	676,741.	676,741.	
15 Other assets (describe ▶)				
16 Total assets (to be completed by all filers)	60,372,262.	102,226,074.	102,226,074.	
Liabilities	17 Accounts payable and accrued expenses	469,139.	156,916.	
	18 Grants payable	900,000.	900,000.	
	19 Deferred revenue			
	20 Loans from officers, directors, trustees, and other disqualified persons			
	21 Mortgages and other notes payable			
22 Other liabilities (describe ▶ STATEMENT 15)	1,430,804.	1,350,807.		
23 Total liabilities (add lines 17 through 22)	2,799,943.	2,407,723.		
Net Assets or Fund Balances	Foundations that follow SFAS 117, check here ▶ ☒ and complete lines 24 through 26 and lines 30 and 31.			
	24 Unrestricted	57,572,319.	99,818,351.	
	25 Temporarily restricted			
	26 Permanently restricted			
	Foundations that do not follow SFAS 117, check here ▶ ☐ and complete lines 27 through 31.			
	27 Capital stock, trust principal, or current funds			
	28 Paid-in or capital surplus, or land, bldg, and equipment fund			
	29 Retained earnings, accumulated income, endowment, or other funds			
30 Total net assets or fund balances	57,572,319.	99,818,351.		
31 Total liabilities and net assets/fund balances	60,372,262.	102,226,074.		

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	57,572,319.
2 Enter amount from Part I, line 27a	2	43,249,026.
3 Other increases not included in line 2 (itemize) ▶	3	0.
4 Add lines 1, 2, and 3	4	100,821,345.
5 Decreases not included in line 2 (itemize) ▶ MARK-TO-MARKET	5	1,002,994.
6 Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	99,818,351.

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Part IV Capital Gains and Losses for Tax on Investment Income

(a) List and describe the kind(s) of property sold (e.g., real estate, 2-story brick warehouse; or common stock, 200 shs. MLC Co.)	(b) How acquired P - Purchase D - Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
1a PUBLICLY TRADED SECURITIES			
b PASS-THROUGH CAP.GAIN - AURORA NON-UBI	P	VARIOUS	VARIOUS
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 93,158,450.		78,197,501.	14,960,949.
b 216,145.			216,145.
c			
d			
e			

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

(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	(l) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col. (h))
a			14,960,949.
b			216,145.
c			
d			
e			

2 Capital gain net income or (net capital loss)	2	15,177,094.
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6): If gain, also enter in Part I, line 8, column (c). If (loss), enter -0- in Part I, line 8	3	N/A

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

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

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

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

☐ Yes ☒ No

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

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

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col. (b) divided by col. (c))
2010	3,527,933.	53,563,618.	.065864
2009	3,879,807.	46,991,978.	.082563
2008	3,653,640.	60,247,504.	.060644
2007	2,835,524.	68,888,811.	.041161
2006	2,679,832.	34,957,230.	.076660

2 Total of line 1, column (d)	2	.326892
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	.065378
4 Enter the net value of noncharitable-use assets for 2011 from Part X, line 5	4	78,718,003.
5 Multiply line 4 by line 3	5	5,146,426.
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	161,007.
7 Add lines 5 and 6	7	5,307,433.
8 Enter qualifying distributions from Part XII, line 4 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.	8	3,787,304.

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

1a Exempt operating foundations described in section 4940(d)(2), check here ☐ and enter "N/A" on line 1. Date of ruling or determination letter: _____ (attach copy of letter if necessary-see instructions)		
b Domestic foundations that meet the section 4940(e) requirements in Part V, check here ☐ and enter 1% of Part I, line 27b		1 322,014.
c All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, col. (b).		
2 Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)		2 0.
3 Add lines 1 and 2		3 322,014.
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-		5 322,014.
6 Credits/Payments:		
a 2011 estimated tax payments and 2010 overpayment credited to 2011	6a 618,544.	
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	7 618,544.	
8 Enter any penalty for underpayment of estimated tax. Check here ☐ if Form 2220 is attached	8	
9 Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed	9	
10 Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10 296,530.	
11 Enter the amount of line 10 to be: Credited to 2012 estimated tax ☐ 296,530. Refunded ☐ 0.	11 0.	

Part VII-A Statements Regarding Activities

	Yes	No
1a During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?		X
b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see instructions for definition)? If the answer is "Yes" to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities.		X
c Did the foundation file Form 1120-POL for this year?		X
d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year: (1) On the foundation. ☐ \$ 0. (2) On foundation managers. ☐ \$ 0.		
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers. ☐ \$ 0.		
2 Has the foundation engaged in any activities that have not previously been reported to the IRS? If "Yes," attach a detailed description of the activities.		X
3 Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? If "Yes," attach a conformed copy of the changes		X
4a Did the foundation have unrelated business gross income of \$1,000 or more during the year?	X	
b If "Yes," has it filed a tax return on Form 990-T for this year?	X	
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? If "Yes," attach the statement required by General Instruction T		X
6 Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either: • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	X	
7 Did the foundation have at least \$5,000 in assets at any time during the year? If "Yes," complete Part II, col (c), and Part XV	X	
8a Enter the states to which the foundation reports or with which it is registered (see instructions) ☐ CA		
b If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by General Instruction G? If "No," attach explanation	X	
9 Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2011 or the taxable year beginning in 2011 (see instructions for Part XIV)? If "Yes," complete Part XIV		X
10 Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses	X	

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Part VII-A Statements Regarding Activities (continued)

11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions)	11		X
12	Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement (see instructions)	12		X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address ► <u>HTTP://WWW.GOLDMANPRIZE.ORG</u>	13	X	
14	The books are in care of ► <u>NINA WASHBURNE, ADMINISTRATOR</u> Telephone no. ► <u>415-249-5800</u> Located at ► <u>160 PACIFIC AVENUE, SUITE 200, SAN FRANCISCO, CA</u> ZIP+4 ► <u>94111</u>			
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 - Check here and enter the amount of tax-exempt interest received or accrued during the year	15	N/A	
16	At any time during calendar year 2011, 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? See the instructions for exceptions and filing requirements for Form TD F 90-22.1. If "Yes," enter the name of the foreign country ►	16	Yes	No X

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

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

	Yes	No
1a During the year did the foundation (either directly or indirectly):		
(1) Engage in the sale or exchange, or leasing of property with a disqualified person?	☐ Yes ☒ No	
(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person?	☐ Yes ☒ No	
(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person?	☐ Yes ☒ No	
(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person?	☒ Yes ☐ No	
(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)?	☐ Yes ☒ No	
(6) Agree to pay money or property to a government official? (Exception. Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days.)	☐ Yes ☒ No	
b If any answer is "Yes" to 1a(1)-(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see instructions)? Organizations relying on a current notice regarding disaster assistance check here		1b X
c Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2011?		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 2011, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2011? If "Yes," list the years ►	☐ Yes ☒ No	
b Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement - see instructions.)	N/A	2b
c If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here. ►		
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 2011 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 2011.)	N/A	3b
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 2011?		4b X

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

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

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

☐ Yes ☒ No

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

☐ Yes ☒ No

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

☐ Yes ☒ No

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

☐ 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)?

N/A

5b

Organizations relying on a current notice regarding disaster assistance check here

☒

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

N/A

☐ Yes ☐ No

6b

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

6a Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract?

☐ Yes ☒ No

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

6b

X

If "Yes" to 6b, file Form 8870.

7a At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction?

☐ Yes ☒ No

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

N/A

7b

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

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

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
DOUGLAS GOLDMAN	PRESIDENT			
160 PACIFIC AVE., SUITE 200				
SAN FRANCISCO, CA 94111	5.00	0.	0.	0.
JOHN GOLDMAN	TREASURER			
160 PACIFIC AVE., SUITE 200				
SAN FRANCISCO, CA 94111	2.00	0.	0.	0.
SUSAN GELMAN	SECRETARY			
160 PACIFIC AVE., SUITE 200				
SAN FRANCISCO, CA 94111	2.00	0.	0.	4,369.
AMY LYONS	ASSISTANT SECRETARY/TREASURER			
160 PACIFIC AVE., SUITE 200				
SAN FRANCISCO, CA 94111	37.50	0.	0.	0.

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

(a) Name and address of each employee paid more than \$50,000	(b) Title, and average hours per week devoted to position	(c) Compensation	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
LORRAINE ROMINGER - 160 PACIFIC AVE., STE. 200, SAN FRANCISCO, CA	DEPUTY DIRECTOR			
	37.50	150,000.	41,417.	1,584.
MELINA SELVERSTON-SCHER - 160 PACIFIC AVE., STE. 200, SAN	PROGRAM OFFICER			
	37.50	100,000.	45,264.	270.
LEILANI ALO - 160 PACIFIC AVE., STE. 200, SAN FRANCISCO, CA 94111	PROGRAM OFFICER			
	37.50	101,500.	37,569.	184.
SAMANTHA AGUILAR - 160 PACIFIC AVE., STE. 200, SAN FRANCISCO, CA 94111	PROGRAM ASSOCIATE			
	37.50	50,484.	15,569.	45.

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

0

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

(a) Name and address of each person paid more than \$50,000	(b) Type of service	(c) Compensation
MILL VALLEY FILM GROUP - 31 EAST PIER, KAPPAS MARINA, SAUSALITO, CA 94941	VIDEO PRODUCTION	391,778.
ENGINE COMPANY #1 451 PACIFIC AVENUE, SAN FRANCISCO, CA 94133	ADVERTISING	300,000.
ALLISON & PARTNERS, LLC - 505 SANSOME STREET, 7TH FLOOR, SAN FRANCISCO, CA 94111	PUBLIC RELATIONS	235,017.
HOLZMUELLER CORPORATION 1000 25TH ST., SAN FRANCISCO, CA 94107	PRODUCTION SERVICES	85,295.
MCCALL ASSOCIATES 350 FLORIDA STREET, SAN FRANCISCO, CA 94110	CATERING	82,746.
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

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

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Part X Minimum Investment Return (All domestic foundations must complete this part. Foreign foundations, see instructions.)

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes:		
a	Average monthly fair market value of securities	1a	61,948,530.
b	Average of monthly cash balances	1b	17,586,901.
c	Fair market value of all other assets	1c	381,323.
d	Total (add lines 1a, b, and c)	1d	79,916,754.
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	79,916,754.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	1,198,751.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	78,718,003.
6	Minimum investment return. Enter 5% of line 5	6	3,935,900.

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	3,935,900.
2a	Tax on investment income for 2011 from Part VI, line 5	2a	322,014.
b	Income tax for 2011. (This does not include the tax from Part VI.)	2b	
c	Add lines 2a and 2b	2c	322,014.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	3,613,886.
4	Recoveries of amounts treated as qualifying distributions	4	0.
5	Add lines 3 and 4	5	3,613,886.
6	Deduction from distributable amount (see instructions)	6	0.
7	Distributable amount as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1	7	3,613,886.

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	3,787,304.
b	Program-related investments - total from Part IX-B	1b	0.
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	2	
3	Amounts set aside for specific charitable projects that satisfy the:		
a	Suitability test (prior IRS approval required)	3a	
b	Cash distribution test (attach the required schedule)	3b	
4	Qualifying distributions. Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	4	3,787,304.
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income. Enter 1% of Part I, line 27b	5	0.
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	3,787,304.

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

Form 990-PF (2011)

Part XIII Undistributed Income (see instructions)

	(a) Corpus	(b) Years prior to 2010	(c) 2010	(d) 2011
1 Distributable amount for 2011 from Part XI, line 7				3,613,886.
2 Undistributed income, if any, as of the end of 2011				
a Enter amount for 2010 only			0.	
b Total for prior years:		0.		
3 Excess distributions carryover, if any, to 2011:				
a From 2006	970,595.			
b From 2007	328,561.			
c From 2008	667,266.			
d From 2009	1,546,256.			
e From 2010	877,520.			
f Total of lines 3a through e	4,390,198.			
4 Qualifying distributions for 2011 from Part XII, line 4: ▶ \$	3,787,304.			
a Applied to 2010, 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 2011 distributable amount	173,418.			3,613,886.
e Remaining amount distributed out of corpus	0.			0.
5 Excess distributions carryover applied to 2011 (If an amount appears in column (d), the same amount must be shown in column (a).)				
6 Enter the net total of each column as indicated below:	4,563,616.			
a Corpus. Add lines 3f, 4c, and 4e. Subtract line 5				
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 2010. Subtract line 4a from line 2a. Taxable amount - see instr.			0.	
f Undistributed income for 2011. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2012				0.
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3)	0.			
8 Excess distributions carryover from 2006 not applied on line 5 or line 7	970,595.			
9 Excess distributions carryover to 2012. Subtract lines 7 and 8 from line 6a	3,593,021.			
10 Analysis of line 9:				
a Excess from 2007	328,561.			
b Excess from 2008	667,266.			
c Excess from 2009	1,546,256.			
d Excess from 2010	877,520.			
e Excess from 2011	173,418.			

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				
GRANTS TO NOMINATING INDIVIDUALS - SEE STATEMENT A 160 PACIFIC AVE., STE 200 SAN FRANCISCO, CA 94111	NONE		GENERAL	126,000.
GRANTS TO NOMINATING ORGANIZATIONS - SEE STATEMENT B 160 PACIFIC AVE., STE 200 SAN FRANCISCO, CA 94111	NONE		GENERAL	82,000.
GRANTS TO PRIZE WINNING INDIVIDUALS - SEE STATEMENT C 160 PACIFIC AVE., STE 200 SAN FRANCISCO, CA 94111	NONE		GENERAL	900,000.
Total				1,108,000.
b Approved for future payment				
GRANTS PAYABLE TO PRIZE WINNING INDIVIDUALS - SEE STATEMENT D 160 PACIFIC AVE., STE 200 SAN FRANCISCO, CA 94111	NONE		GENERAL	900,000.
Total				900,000.

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

- | | | | | | | | | | | | | | | | | | | | | | |
|--|--|--|-----|-------|--|-------|--|-------|--|-------|--|-------|--|-------|--|-------|--|-------|--|----|--|
| <p>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?</p> <p>a Transfers from the reporting foundation to a noncharitable exempt organization of:</p> <p>(1) Cash</p> <p>(2) Other assets</p> <p>b Other transactions:</p> <p>(1) Sales of assets to a noncharitable exempt organization</p> <p>(2) Purchases of assets from a noncharitable exempt organization</p> <p>(3) Rental of facilities, equipment, or other assets</p> <p>(4) Reimbursement arrangements</p> <p>(5) Loans or loan guarantees</p> <p>(6) Performance of services or membership or fundraising solicitations</p> <p>c Sharing of facilities, equipment, mailing lists, other assets, or paid employees</p> <p>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.</p> | <table border="1"> <tr> <td></td> <td>Yes</td> </tr> <tr> <td>1a(1)</td> <td></td> </tr> <tr> <td>1a(2)</td> <td></td> </tr> <tr> <td>1b(1)</td> <td></td> </tr> <tr> <td>1b(2)</td> <td></td> </tr> <tr> <td>1b(3)</td> <td></td> </tr> <tr> <td>1b(4)</td> <td></td> </tr> <tr> <td>1b(5)</td> <td></td> </tr> <tr> <td>1b(6)</td> <td></td> </tr> <tr> <td>1c</td> <td></td> </tr> </table> | | Yes | 1a(1) | | 1a(2) | | 1b(1) | | 1b(2) | | 1b(3) | | 1b(4) | | 1b(5) | | 1b(6) | | 1c | |
| | Yes | | | | | | | | | | | | | | | | | | | | |
| 1a(1) | | | | | | | | | | | | | | | | | | | | | |
| 1a(2) | | | | | | | | | | | | | | | | | | | | | |
| 1b(1) | | | | | | | | | | | | | | | | | | | | | |
| 1b(2) | | | | | | | | | | | | | | | | | | | | | |
| 1b(3) | | | | | | | | | | | | | | | | | | | | | |
| 1b(4) | | | | | | | | | | | | | | | | | | | | | |
| 1b(5) | | | | | | | | | | | | | | | | | | | | | |
| 1b(6) | | | | | | | | | | | | | | | | | | | | | |
| 1c | | | | | | | | | | | | | | | | | | | | | |

	Yes	No
1a(1)		X
1a(2)		X
1b(1)		X
1b(2)		X
1b(3)		X
1b(4)		X
1b(5)		X
1b(6)		X
1c		X

[illegible]

- 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) is based on all information of which preparer has any knowledge.				May the IRS discuss this return with the preparer shown below (see instr.)? ☒ Yes ☐ No	
	Signature of officer or trustee <i>Laraine Thominger</i>		Date <i>11/12/12</i>	Title <i>Asst. Secretary</i>		
Paid Preparer Use Only	Print/Type preparer's name ROBERT A. DOCILI		Preparer's signature <i>[Signature]</i>		Date NOV 12 2012	Check ☐ if self-employed PTIN P00303463
	Firm's name ▶ HOOD & STRONG LLP					Firm's EIN ▶ 94-1254756
	Firm's address ▶ 100 FIRST STREET, 14TH FLOOR SAN FRANCISCO, CA 94105					Phone no. (415) 781-0793

Schedule B(Form 990, 990-EZ,
or 990-PF)Department of the Treasury
Internal Revenue Service**Schedule of Contributors**

▶ Attach to Form 990, Form 990-EZ, or Form 990-PF.

OMB No 1545-0047

2011

Name of the organization

GOLDMAN ENVIRONMENTAL FOUNDATION

Employer identification number

94-3094857

Organization type (check one):

Filers of:

Section:

Form 990 or 990-EZ

☐

501(c)() (enter number) organization

☐4947(a)(1) nonexempt charitable trust **not** treated as a private foundation☐

527 political organization

Form 990-PF

☒

501(c)(3) exempt private foundation

☐

4947(a)(1) nonexempt charitable trust treated as a private foundation

☐

501(c)(3) taxable private foundation

Check if your organization is covered by the **General Rule** or a **Special Rule**.**Note.** Only a section 501(c)(7), (8), or (10) organization can check boxes for both the General Rule and a Special Rule. See instructions.**General Rule**☒

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

Special Rules☐

For a section 501(c)(3) organization filing Form 990 or 990-EZ that met the 33 1/3% support test of the regulations under sections 509(a)(1) and 170(b)(1)(A)(vi) and received from any one contributor, during the year, a contribution of the greater of (1) \$5,000 or (2) 2% of the amount on (i) Form 990, Part VIII, line 1h, or (ii) Form 990-EZ, line 1. Complete Parts I and II.

☐For a section 501(c)(7), (8), or (10) organization filing Form 990 or 990-EZ that received from any one contributor, during the year, total contributions of more than \$1,000 for use *exclusively* for religious, charitable, scientific, literary, or educational purposes, or the prevention of cruelty to children or animals. Complete Parts I, II, and III.☐For a section 501(c)(7), (8), or (10) organization filing Form 990 or 990-EZ that received from any one contributor, during the year, contributions for use *exclusively* for religious, charitable, etc., purposes, but these contributions did not total to more than \$1,000. If this box is checked, enter here the total contributions that were received during the year for an *exclusively* religious, charitable, etc., purpose. Do not complete any of the parts unless the **General Rule** applies to this organization because it received nonexclusively religious, charitable, etc., contributions of \$5,000 or more during the year ▶ \$ _____**Caution.** An organization that is not covered by the General Rule and/or the Special Rules does not file Schedule B (Form 990, 990-EZ, or 990-PF), but it **must** answer "No" on Part IV, line 2, of its Form 990, or check the box on line H of its Form 990-EZ or on Part I, line 2 of its Form 990-PF, to certify that it does not meet the filing requirements of Schedule B (Form 990, 990-EZ, or 990-PF)

LHA For Paperwork Reduction Act Notice, see the Instructions for Form 990, 990-EZ, or 990-PF. Schedule B (Form 990, 990-EZ, or 990-PF) (2011)

Name of organization	Employer identification number
GOLDMAN ENVIRONMENTAL FOUNDATION	94-3094857

Part I Contributors (see instructions) Use duplicate copies of Part I if additional space is needed.

(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
1	RICHARD N. GOLDMAN TRUST 160 PACIFIC AVENUE, SUITE 200 SAN FRANCISCO, CA 94111	\$ 48,321,524.	Person ☐ Payroll ☐ Noncash ☒ (Complete Part II if there is a noncash contribution.)
		\$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II if there is a noncash contribution.)
		\$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II if there is a noncash contribution.)
		\$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II if there is a noncash contribution.)
		\$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II if there is a noncash contribution.)
		\$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II if there is a noncash contribution.)

Name of organization	Employer identification number
GOLDMAN ENVIRONMENTAL FOUNDATION	94-3094857

Part III Exclusively religious, charitable, etc., individual contributions to section 501(c)(7), (8), or (10) organizations that total more than \$1,000 for the year. Complete columns (a) through (e) and the following line entry. For organizations completing Part III, enter the total of exclusively religious, charitable, etc., contributions of \$1,000 or less for the year. (Enter this information once) ▶ \$ _____

Use duplicate copies of Part III if additional space is needed

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

FORM 990-PF	GAIN OR (LOSS) FROM SALE OF ASSETS	STATEMENT	1
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(A) DESCRIPTION OF PROPERTY		MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
PUBLICLY TRADED SECURITIES				
(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
93,158,450.	94,730,290.	0.	0.	<1,571,840.>
CAPITAL GAINS DIVIDENDS FROM PART IV				0.
TOTAL TO FORM 990-PF, PART I, LINE 6A				<1,571,840.>

FORM 990-PF	INTEREST ON SAVINGS AND TEMPORARY CASH INVESTMENTS	STATEMENT	2
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SOURCE	AMOUNT
INTEREST ON CHECKING ACCOUNT	45.
TOTAL TO FORM 990-PF, PART I, LINE 3, COLUMN A	45.

FORM 990-PF	DIVIDENDS AND INTEREST FROM SECURITIES	STATEMENT	3
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SOURCE	GROSS AMOUNT	CAPITAL GAINS DIVIDENDS	COLUMN (A) . AMOUNT
DIVIDENDS/INTEREST SECURITIES	1,259,122.	0.	1,259,122.
TOTAL TO FM 990-PF, PART I, LN 4	1,259,122.	0.	1,259,122.

FORM 990-PF	OTHER INCOME	STATEMENT	4
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DESCRIPTION	(A) REVENUE PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME
OTHER INCOME FROM PASS-THROUGH	0.	<111,248.>	
OTHER	930.	0.	
TOTAL TO FORM 990-PF, PART I, LINE 11	930.	<111,248.>	

FORM 990-PF	LEGAL FEES	STATEMENT	5
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DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
LEGAL FEES	20,907.	0.		20,907.
TO FM 990-PF, PG 1, LN 16A	20,907.	0.		20,907.

FORM 990-PF	ACCOUNTING FEES	STATEMENT	6
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DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
ACCOUNTING FEES	50,804.	25,402.		25,402.
TO FORM 990-PF, PG 1, LN 16B	50,804.	25,402.		25,402.

FORM 990-PF	OTHER PROFESSIONAL FEES	STATEMENT	7
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DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
CONSULTING FEES	11,357.	0.		11,357.
INVESTMENT MANAGEMENT FEES	185,135.	185,135.		0.
TO FORM 990-PF, PG 1, LN 16C	196,492.	185,135.		11,357.

FORM 990-PF	TAXES	STATEMENT	8
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DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
PAYROLL TAXES	43,692.	0.		43,692.
EXCISE TAX	622,308.	0.		0.
TO FORM 990-PF, PG 1, LN 18	666,000.	0.		43,692.

FORM 990-PF	OTHER EXPENSES	STATEMENT	9
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DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
COMPUTER SERVICES	43,455.	6,518.		36,937.
SUPPLIES	26,019.	3,903.		22,116.
POSTAGE AND DELIVERY	6,183.	927.		5,256.
INSURANCE	16,063.	2,409.		13,653.
ADVERTISING	345,000.	0.		345,000.
AWARDS CEREMONIES	389,770.	0.		389,770.
PHOTOGRAPHY	7,029.	0.		7,029.
PUBLIC RELATIONS	311,358.	0.		311,358.
TV DEVELOPMENT/PROGRAMS	53,711.	0.		53,711.
TRANSLATION	3,523.	0.		3,523.
VIDEO PRODUCTION AWARDS	335,940.	0.		335,940.
TO FORM 990-PF, PG 1, LN 23	1,538,051.	13,757.		1,524,293.

FORM 990-PF	U.S. AND STATE/CITY GOVERNMENT OBLIGATIONS	STATEMENT	10
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DESCRIPTION	U.S. GOV'T	OTHER GOV'T	BOOK VALUE	FAIR MARKET VALUE
U.S. GOV'T OBLIGATIONS - SEE STATEMENT E	X		18,534,642.	18,534,642.
TOTAL U.S. GOVERNMENT OBLIGATIONS			18,534,642.	18,534,642.
TOTAL STATE AND MUNICIPAL GOVERNMENT OBLIGATIONS				
TOTAL TO FORM 990-PF, PART II, LINE 10A			18,534,642.	18,534,642.

FORM 990-PF	CORPORATE STOCK	STATEMENT	11
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DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
MUTUAL FUNDS - EQUITIES - SEE STATEMENT E	40,896,355.	40,896,355.
EQUITIES	13,638,443.	13,638,443.
TOTAL TO FORM 990-PF, PART II, LINE 10B	54,534,798.	54,534,798.

FORM 990-PF	CORPORATE BONDS	STATEMENT	12
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DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
CORPORATE OBLIGATIONS - SEE STATEMENT E	1,787,786.	1,787,786.
TOTAL TO FORM 990-PF, PART II, LINE 10C	1,787,786.	1,787,786.

FORM 990-PF	OTHER INVESTMENTS	STATEMENT	13
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DESCRIPTION	VALUATION METHOD	BOOK VALUE	FAIR MARKET VALUE
MONEY MARKET FUNDS	FMV	19,654,446.	19,654,446.
ALTERNATIVE INVESTMENT FUNDS	FMV	6,461,857.	6,461,857.
TOTAL TO FORM 990-PF, PART II, LINE 13		26,116,303.	26,116,303.

FORM 990-PF	DEPRECIATION OF ASSETS NOT HELD FOR INVESTMENT	STATEMENT	14
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DESCRIPTION	COST OR OTHER BASIS	ACCUMULATED DEPRECIATION	BOOK VALUE
COMPUTERS & PERIPHERALS	198,382.	161,257.	37,125.
OFFICE FURNITURE & EQUIPMENT	178,684.	122,701.	55,983.
LEASEHOLD IMPROVEMENTS	680,905.	97,272.	583,633.
TOTAL TO FM 990-PF, PART II, LN 14	1,057,971.	381,230.	676,741.

FORM 990-PF	OTHER LIABILITIES	STATEMENT 15
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DESCRIPTION	BOY AMOUNT	EOY AMOUNT
DEFERRED RENT	207,900.	178,200.
AMOUNTS DUE ON PURCHASE OF INVESTMENTS	956,169.	1,171,110.
EXCISE TAXES PAYABLE	1,497.	1,497.
DUE TO RICHARD & RHODA GOLDMAN FUND	265,238.	0.
TOTAL TO FORM 990-PF, PART II, LINE 22	1,430,804.	1,350,807.

FORM 990-PF	LIST OF SUBSTANTIAL CONTRIBUTORS PART VII-A, LINE 10	STATEMENT 16
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NAME OF CONTRIBUTOR	ADDRESS
ESTATE OF RICHARD N. GOLDMAN	160 PACIFIC AVENUE, SUITE 200 SAN FRANCISCO, CA 94111

FORM 990-PF

GRANT APPLICATION SUBMISSION INFORMATION
PART XV, LINES 2A THROUGH 2D

STATEMENT 17

NAME AND ADDRESS OF PERSON TO WHOM APPLICATIONS SHOULD BE SUBMITTED

EXECUTIVE DIRECTOR
160 PACIFIC AVE., STE. 200
SAN FRANCISCO, CA 94111

TELEPHONE NUMBER

(415) 249-5800

FORM AND CONTENT OF APPLICATIONS

EACH SPRING THE GOLDMAN ENVIRONMENTAL FOUNDATION RECEIVES NOMINATIONS FROM A PRE-SELECTED GROUP OF ENVIRONMENTAL EXPERTS FROM AROUND THE WORLD. NOMINATORS INCLUDE:

- A DIVERSE GROUP OF ORGANIZATIONS WORKING ON ENVIRONMENTAL ISSUES WORLD-WIDE
- A CONFIDENTIAL PANEL OF OVER 150 ENVIRONMENTAL EXPERTS FROM MORE THAN 70 NATIONS, INCLUDING CITIZEN ACTIVISTS, DISTINGUISHED ENVIRONMENTALISTS WORKING IN THE FIELD, AND PROMINENT POLICYMAKERS.

ANY SUBMISSION DEADLINES

THE WINNERS ARE CHOSEN AT THE END OF THE YEAR AND ARE AWARDED IN APRIL.

RESTRICTIONS AND LIMITATIONS ON AWARDS

THE GOLDMAN ENVIRONMENTAL PRIZE STAFF AND JURY GIVE PARTICULAR CONSIDERATION TO ISSUES OR GEOGRAPHIC AREAS NOT YET RECOGNIZED BY THE GLOBAL COMMUNITY OR THE PRIZE. THE GOLDMAN ENVIRONMENTAL PRIZE DOES NOT ACCEPT UNSOLICITED NOMINATIONS.

Return of Private Foundation (FORM 990-PF) FYE 12/31/11

Goldman Environmental Foundation
160 Pacific Avenue, Suite 200
San Francisco, CA 94111

94-3094857

Schedule of Grants to Individual Nominators

<u>Reipient's Name</u>	<u>Amount</u>
Evelyn Arce	4,000 00
Estate of Julia Bonds	1,000.00
Jeff Conant	3,000 00
Francisco Ferreira	2,000 00
Darryl D'Monte	1,000 00
Mark Dubois	3,000.00
Alex Hannant	3,000 00
Karen Liane Greeff	9,000 00
Lois Gibbs	3,000 00
Martin Galea De Giovanni	3,000 00
Linde Ostro	3,000 00
Folabi Olagbaju	1,000.00
Erik Hoffner	3,000 00
Melinda Kramer	1,000 00
Miroslav Kundrata	3,000 00
John Seed	2,000.00
Maria Elena Foronda Farro	1,000.00
Todd Steiner	1,000.00
Robert Lamb	1,000.00
Denny Larson	6,000.00
Annie Leonard	4,000 00
Danny Kennedy	1,000 00
Nick Hildyard	1,000 00
Sizani Ngubane	1,000 00
Eve Schaeffer	1,000 00
Duane Silverstein	3,000 00
Eduardo Nugkuag Cabrera	1,000 00
Abigail Abrash Walton	1,000 00
Malgorzata Gorska	1,000 00
Janis Alcorn	3,000.00
Andreas Beckmann	3,000 00
Martijn ter Heegde	2,000 00
Emily Howgate	1,000 00
Orri Vigfusson (to North Atlantic Salmon Fund)	1,000 00
Ricardo Arnoldo Navarro Pineda	1,000 00
Yunyun Ismawati	1,000 00
Rosemary Olive Mbone Enie	2,000.00
Nat Quansah	1,000 00
Michal Kravcik	1,000.00
Marcus Colchester	1,000 00
Shafqat Kakakhel	1,000.00
Alvaro Umana	10,000.00
Erna Witoelar	10,000.00
Yolanda Kakabadse	10,000 00
Geoffrey Lean	10,000 00
Total	<u>126,000.00</u>

STATEMENT A

Return of Private Foundation (FORM 990-PF) FYE 12/31/2011

Goldman Environmental Foundation
160 Pacific Avenue, Suite 200
San Francisco, CA 94111

94-3094857

Various Schedules

Schedule of Grants To Nominating Organizations

<u>Recipient's name and address</u>	<u>Type of Organization</u>	<u>Purpose of Grant</u>	<u>Amount</u>
American Jewish World Service New York, NY	Public	General	\$5,000
Amazon Watch San Francisco, CA	Public	General	\$1,000
Ashoka Innovators for the Public Arlington, VA	Public	General	\$4,000
Center for International Environmental Law Washington, D C	Public	General	\$2,500
Conservation Fund Arlington, VA	Public	General	\$2,000
Conservation Strategy Fund Sebastopol, CA	Public	General	\$4,000
Earthworks Washington, D C	Public	General	\$5,000
Earth Day Network Washington, DC	Public	General	\$7,000
Earth Island Institute Berkeley, CA	Public	General	\$5,000
Environmental Defense Fund New York, NY	Public	General	\$1,000
E-LAW Eugene, OR	Public	General	\$8,000
Fauna and Flora International Cambridge, UK	Public	General	\$1,000
Gaia Foundation London, UK	Public	General	\$3,000
Global Greengrants Fund Boulder, CO	Public	General	\$1,000
Greenpeace International Amsterdam, The Netherlands	Public	General	\$6,000

STATEMENT B

Return of Private Foundation (FORM 990-PF) FYE 12/31/2011

Goldman Environmental Foundation
160 Pacific Avenue, Suite 200
San Francisco, CA 94111

94-3094857

Various Schedules

Schedule of Grants To Nominating Organizations

<u>Recipient's name and address</u>	<u>Type of Organization</u>	<u>Purpose of Grant</u>	<u>Amount</u>
International Forum on Globalization San Francisco, CA	Public	General	\$2,500
International Rivers Berkeley, CA	Public	General	\$6,000
Natural Resources Defense Council Washington, DC	Public	General	\$1,000
Oxfam America Boston, MA	Public	General	\$2,000
Pacific Environment San Francisco, CA .	Public	General	\$3,000
Rainforest Action Network San Francisco, CA	Public	General	\$3,000
Sierra Club Foundation San Francisco, CA	Public	General	\$2,000
World Wildlife Fund Washington, DC	Public	General	\$7,000
Total Grants to Nominating Organizations			\$82,000

STATEMENT B

Return of Private Foundation (FORM 990-PF) FYE 12/31/2011

Goldman Environmental Foundation
160 Pacific Avenue, Suite 200
San Francisco, CA 94111

94-3094857

Various Schedules**Schedule of Grants To Individuals Paid During the Year**

<u>Recipient's name and address</u>	<u>Amount</u>
Prigi Ansandi* JL RAYA BAMBE 115 DRIYOREJO GRESIK 61177 - East Java Indonesia	\$150,000
Dmitry Lisitsyn Sakhalin Environment Watch Dzerzhinskogo St , 34, off 18 Sakhalin Region Russia 693020	\$150,000
Raoul Frederic du Toit** Lowveld Rhino Trust 10 Lanark Road Belgravia, Harare Zimbabwe	\$150,000
Ursula Sladek Elektrizitatswerke Schonau Verwaltungs GmbH Friedrichstrasse 53- 55 79677 Schonau Germany	\$150,000
Hilton Kelley*** Community In-Power & Development 601 Woodworth Boulevard Port Arthur, TX 77642	\$150,000
Francisco Pineda**** Departamento de Cabañas Municipio de San Isidro Catón Llano de la Hacienda El Salvador	\$150,000
Total Grants To Individuals	<u>\$900,000</u>

* At the request of Prigi Ansandi , 50,000 was paid to Ecoton, a charitable organization based in Indonesia

** At the request of Raoul du Toit, \$150,000 was paid to International Rhino Foundation, a charitable organization based in the United States

*** At the request of Hilton Kelley, \$50,000 was paid to Community In-Power & Development, a charitable organization based in the United States

**** At the request of Francisco Pineda, \$100,000 was paid to Asociacion Comité Ambiental de Cabañas, a charitable organization based in El Salvador

Return of Private Foundation (FORM 990-PF) FYE 12/31/2011

Goldman Environmental Foundation
160 Pacific Avenue, Suite 200
San Francisco, CA 94111

94-3094857

Grants and Contributions Approved for Future Payments

Ikal Angelei	\$150,000
Caroline Cannon	\$150,000
Evgenia Chirikova	\$150,000
Edwin Gariguez	\$150,000
Sofia Gatica	\$150,000
Jun Ma	<u>\$150,000</u>
Total	\$900,000

Return of Private Foundation (FORM 990-PF) FYE 12/31/2011

Goldman Environmental Foundation
160 Pacific Avenue, Suite 200
San Francisco, CA 94111

94-3094857

Schedule of Securities

U.S. Obligations	Par Value	Cost	Fair Market Value
Bond Funds	429,708	4,344,309	4,331,460
Federal National Mtg Assn	2,389,904	2,459,060	2,533,326
Federal Home Loan Mtg Corp	377,073	401,600	406,640
Government National Mtg Assn	250,045	267,567	270,785
U S Treasury Bonds & Notes	9,162,952	10,124,509	10,460,814
		17,597,046	18,003,026

Schedule of Securities

Corporate and Other Bonds	Par Value	Cost	Fair Market Value
AFLAC	45,000	44,528	50,034
AMERICAN EXPRESS CR CORP	40,000	44,666	43,410
AMGEN	35,000	34,969	35,420
BANK AMERICA FUNDING CORP	40,000	42,001	40,283
BANK OF AMERICA	20,000	19,205	18,518
BEAR STEARNS COS	40,000	40,198	44,689
BEAR STEARNS COS	60,000	66,587	70,341
BERKELY W R	40,000	34,030	39,826
BP CAPITAL MARKETS PLC	20,000	22,293	22,214
CAPITAL ONE BANK USA	40,000	48,660	45,760
CENTERPOINT ENERGY HOUSTON ELEC	50,000	52,164	52,481
CIGNA	35,000	34,680	34,676
CITIGROUP	35,000	36,695	35,989
CITIGROUP	40,000	41,982	40,256
CITIGROUP COML MTG 2004-C2	23,037	23,152	23,025
CLOROX COMPANY	50,000	50,956	50,935
COMCAST NEW	30,000	32,233	34,688
CONOCOPHILLIPS	35,000	40,602	48,414
CREDIT SUISSE NEW YORK USA	10,000	10,020	9,432
DUKE ENERGY CAROLINAS LLC	30,000	29,949	31,387
FLORIDA POWER & LIGHT	35,000	44,476	45,891
GENERAL ELECTRIC CAPITAL	25,000	25,443	27,507
GENERAL ELECTRIC CAPITAL	60,000	60,654	61,313
GREENWICH CAPITAL	16,239	16,320	16,229
HASBRO	15,000	15,075	16,216
HEWLETT PACKARD	40,000	40,589	42,203
KEYBANK NATL ASSN CLEVELAND	50,000	48,185	52,601
LANDWIRTSCHAFTLICHE RENTENBANK	45,000	44,852	47,018
MATTEL	20,000	19,884	22,594
METLIFE	50,000	53,600	57,602
MOODYS CORP	35,000	34,410	36,158
NOVARTIS CAPITAL CORP	55,000	56,081	62,690
OHIO POWER COMPANY	50,000	51,413	57,355
ONEOK PARTNERS LP	40,000	44,546	48,566
PREFERRED TERM SECS XIII	215,156	215,156	48,410
PRUDENTIAL FINANCIAL	25,000	25,904	29,551
PUBLIC SERVICE CO COLO	40,000	46,040	42,072
RAYMOND JAMES FINANCIAL	40,000	45,366	46,482

Return of Private Foundation (FORM 990-PF) FYE 12/31/2011

Goldman Environmental Foundation
160 Pacific Avenue, Suite 200
San Francisco, CA 94111

94-3094857

TELECOM ITALIA CAPITAL	15,000	16,647	14,057
TELEFONOS DE MEXICO SA	50,000	53,682	54,031
TRANSCANADA CORP	50,000	63,454	72,112
VERIZON COMMUNICATIONS	30,000	29,936	31,234
VIACOM	50,000	63,374	63,610
WEATHERFORD INTL LTD	30,000	34,860	38,799
WISCONSIN ELECTRIC POWER	20,000	19,985	20,959
BANK AMERICA TRUST 2008-1	35,000	33,868	34,411
CITIBANK CREDIT CARD MASTER TR 2002-A7	100,000	99,999	110,595
CITIGROUP COML MTG 2006-C4	40,000	44,479	44,760
COMMERICAL MTG ACCEPT 2006-C7	35,000	36,250	35,222
DISCOVER CARD MASTER	65,000	64,937	69,556
LB-UBS CMBS 2006-C1	55,000	36,794	60,678
LB-UBS CMBS 2007-C1	40,000	43,301	43,584
MORGAN STANLEY CAP 2004-TOP15	50,000	41,949	53,771
MORGAN STANLEY CAP 2006-HQ8	25,000	26,924	27,380
		<u>2,348,003</u>	<u>2,306,995</u>

Schedule of Securities

Stocks	Number of Shares	Cost	Fair Market Value
ACACIA RESEARCH CORP	967	36,616	35,305
AEROPOSTALE	1,875	28,771	28,594
AKRON	1,540	15,631	17,125
ALEXION PHARMACEUTICALS	2,472	163,487	176,748
ALLERGAN	5,726	410,206	502,399
ALTRA HOLDINGS	425	7,462	8,003
AMAZON COM	2,387	310,236	413,190
AMERICAN EQTY INVT LIFE	3,553	35,117	36,951
AMERICAN REPROGRAPHICS	5,475	34,245	25,130
APPLE COMPUTER	1,248	271,373	505,440
ARGO GROUP INTL HLDGS	1,638	58,886	47,436
ARIBA INC	942	29,433	26,451
ASPEN INSURANCE HLDGS LTD	1,225	31,791	32,463
ATHENAHEALTH	532	26,426	26,132
BAIDU INC ADR	2,424	254,778	282,323
BBCN BANCORP	4,450	38,052	42,053
BE AEROSPACE	1,031	34,115	39,910
BJS RESTAURANTS	940	23,809	42,601
BOEING	4,520	208,333	331,542
BRADY	1,475	44,827	46,566
BROADCOM	3,121	80,042	91,633
BROADSOFT INC	933	35,588	28,177
C&J ENERGY SERVICES	761	20,956	15,928
CAPITAL INTL EMERGING MKTS GWTH FUND	174,719	1,406,384	1,285,933
CATALYST HEALTH SOLUTIONS	624	34,438	32,448
CATERPILLAR	2,545	162,305	230,577
CELGENE	3,272	203,235	221,187
CEPHEID	980	32,552	33,722
CG NON-US EQTY FUND-TAX EXEMPT TRUSTS	380,324	11,463,311	9,930,266
CHART INDUSTRIES	933	38,414	50,447
CHIPOTLE MEXICAN GRILL	667	212,885	225,273
CIRCOR INTERNATIONAL	750	22,616	26,483
CISCO SYSTEMS	23,210	421,367	419,637

STATEMENT E

Return of Private Foundation (FORM 990-PF) FYE 12/31/2011

Goldman Environmental Foundation
160 Pacific Avenue, Suite 200
San Francisco, CA 94111

94-3094857

CITRIX SYSTEMS	3,612	211,899	219,321
CNO FINANCIAL GROUP	3,825	26,817	24,136
COGNIZANT TECH SOLUTNS	5,017	159,738	322,643
CONCUR TECHNOLOGIES	902	29,217	45,813
CON-WAY	1,925	53,308	56,133
CORNERSTONE ONDEMAND	909	16,428	16,580
COSTCO WHOLESALE NEW	3,827	252,740	318,866
CUMMINS ENGINE	3,127	333,581	275,239
CURTISS WRIGHT	1,325	41,224	46,812
DIAMONDROCK HOSPITALITY	4,322	31,000	41,664
DIODES INC	2,700	48,550	57,510
DTS INC	775	22,135	21,111
EBAY	10,077	324,829	305,635
EMC CORP MASS	8,944	161,005	192,654
ENDOLOGIX INC	1,491	16,547	17,117
ENERSYS	650	15,784	16,881
FASTENAL	9,150	311,013	399,032
FEDEX	1,903	146,001	158,920
FINANCIAL ENGINES	1,073	20,073	23,960
FIRST AMERICAN FINANCIAL	2,350	33,049	29,775
FLUOR	2,107	94,770	105,877
FORTINET	681	15,918	14,853
FORTUNE BRANDS & HOME SECURITY	2,925	44,167	49,813
FRANCESCAS HLDGS CORP	1,078	24,189	18,649
GALLAGHER ARTHUR J	875	20,141	29,260
GENTEX	1,733	27,095	51,279
GLOBAL INDEMNITY PLC ORD	752	10,899	14,912
GOOGLE	689	376,312	445,025
GRAND CANYON EDUCATION	1,432	22,094	22,855
GRIFFON	4,264	42,778	38,930
GULFPORT ENERGY CORP	513	15,205	15,108
H & E EQUIPMENT SERVICES	1,480	22,199	19,862
HARSCO	1,550	34,505	31,899
HARTE-HANKS	5,950	62,477	54,086
HEXCEL NEW	1,009	23,589	24,428
HITTITE MICROWAVE	294	10,646	14,518
HMS HOLDINGS	1,965	30,835	62,841
HUMANA	2,480	216,155	217,273
HUNTINGTON INGALLS	1,575	49,728	49,266
INTERLINE BRANDS	2,000	29,304	31,140
INTUITIVE SURGICAL	309	125,156	143,070
JAKKS PACIFIC	1,175	22,131	16,579
JONES GROUP INC	3,350	41,781	35,343
LINKEDIN CORP	1,472	118,530	92,751
LONGLEAF PARTNERS FUND #133	411,735	13,346,791	10,972,743
LUFKIN INDUSTRIES	239	20,116	16,087
MI DEVELOPMENTS	1,000	16,693	31,980
MONDRIAN EMERGING MARKETS FUND LP	114,584	2,326,611	2,452,755
MONDRIAN INTERNATIONAL EQUITY FUND LP	390,531	8,341,936	8,654,126
MONDRIAN INTERNATIONAL SMALL CAP EQ FD LP	67,141	1,120,192	1,153,119
MOSAIC CO NEW	3,236	198,594	163,191
MTS SYSTEMS	325	8,662	13,244
MUELLER WATER PRODUCTS	11,350	34,017	27,694
NATL PENN BANCSHARES	4,750	27,959	40,090
NETSUITE	1,272	39,455	51,580
NIC INC	1,762	22,352	23,452

STATEMENT E

Return of Private Foundation (FORM 990-PF) FYE 12/31/2011

Goldman Environmental Foundation
160 Pacific Avenue, Suite 200
San Francisco, CA 94111

94-3094857

NIKE CL B	3,373	320,392	325,056
NOKIA ADR CL A	18,124	110,585	87,358
NORTHERN OIL & GAS NEVADA	792	21,270	18,992
NXSTAGE MEDICAL	2,292	42,213	40,752
OLD DOMINION FGHT LINE	890	25,877	36,072
ORACLE	11,465	234,131	294,077
PEGASYSYSTEMS	532	18,102	15,641
PHH	2,925	55,934	31,298
PIKE ELECTRIC	2,575	34,560	18,514
PNM RESOURCES	700	6,434	12,761
PORTFOLIO RECOVERY ASSOC	540	39,948	36,461
PORTLAND GENERAL ELECTRIC CO	775	15,893	19,600
PRECISION CASTPARTS	1,994	169,903	328,591
PRICELINE COM	642	156,384	300,270
PRIMERICA	2,075	43,705	48,223
PROTECTIVE LIFE	1,092	23,287	24,636
QLIK TECHNOLOGIES	1,639	41,008	39,664
QUALCOMM	4,357	224,265	238,328
QUESTCOR PHARMACEUTICALS	1,390	41,010	57,796
RALPH LAUREN CORP	764	112,270	105,493
REALPAGE INC	2,020	41,209	51,045
RENT A CENTER NEW	725	10,187	26,825
ROSETTA RESOURCES	401	7,260	17,444
RTI INTERNATIONAL METALS	648	18,321	15,040
SACRED SILKS INC	5,000	1	-
SALESFORCE	2,951	296,698	299,408
SALIX PHARMACEUTICALS	1,069	34,534	51,152
SCHLUMBERGER	3,036	179,046	207,389
SEALY	3,466	16,596	5,962
SEALY CORP	310	34,460	17,593
SKECHERS USA	3,800	62,512	46,056
SOURCEFIRE INC	922	29,606	29,854
SSgA S&P 500 TOBACCO FREE CTF (CMD9)	392,809	5,588,481	6,432,249
STARBUCKS	7,301	295,542	335,919
STEEL EXCEL	252	6,891	6,048
SXC HEALTH SOLUTIONS	1,049	31,650	59,248
SYNTEL	659	30,340	30,821
TALEO CORP	956	28,614	36,988
TCF FINANCIAL	3,950	53,211	40,764
TEAVANA HOLDINGS	1,417	33,485	26,611
TECH DATA	750	24,888	37,058
TENNECO AUTOMATIVE	1,061	25,760	31,597
THE FRESH MARKET	615	22,053	24,539
THOR INDUSTRIES	550	13,064	15,087
TITAN INTERNATIONAL	1,991	41,471	38,745
TUTOR PERINI CORP	1,650	25,140	20,361
ULTIMATE SOFTWARE GRP	876	34,660	57,045
UNIFIRST CORP MASS	350	18,925	19,859
UNION PACIFIC	3,515	296,779	372,379
VALASSIS COMMUNICATIONS	2,900	75,472	55,767
VCA ANTECH	1,250	21,570	24,688
VIAD	155	2,533	2,709
VISA	2,890	206,666	293,422
VMWARE	3,793	339,770	315,540
VOLCANO CORPORATION	545	12,214	12,966
WABASH NATIONAL	2,222	22,093	17,420

STATEMENT E

Return of Private Foundation (FORM 990-PF) FYE 12/31/2011

Goldman Environmental Foundation
160 Pacific Avenue, Suite 200
San Francisco, CA 94111

94-3094857

WATSON PHARMACEUTICALS	1,527	99,604	92,139
WEBSTER FINANCIAL	1,925	17,861	39,251
WHOLE FOODS MARKET	2,484	165,654	172,837
WSFS FINANCIAL	350	14,713	12,586

55,453,312

54,519,533

THE DIFFERENCE BETWEEN AMOUNTS SHOWN ON FORM 990-PF STATEMENTS 10,11, AND 12 AND THE AMOUNTS SHOWN ON STATEMENT E IS ATTRIBUTABLE TO UNREALIZED GAINS/LOSSES AND PENDING SALES AND TRADES

STATEMENT E

- 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).

		Enter filer's identifying number, see instructions	
Type or print File by the due date for filing your return. See instructions.	Name of exempt organization or other filer, see instructions	Employer identification number (EIN) or	
	GOLDMAN ENVIRONMENTAL FOUNDATION	☒ 94-3094857	
	Number, street, and room or suite no. If a P.O. box, see instructions.	Social security number (SSN)	
	160 PACIFIC AVENUE, NO. 200	☐	
City, town or post office, state, and ZIP code. For a foreign address, see instructions.			
SAN FRANCISCO, CA 94111			

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	01	Form 4720	09
Form 990-PF	04	Form 5227	10
Form 990-T (sec. 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.

NINA WASHBURNE, ADMINISTRATOR

- The books are in the care of ☒ 160 PACIFIC AVENUE, SUITE 200 - SAN FRANCISCO, CA 94111

Telephone No. ☒ 415-249-5800

FAX No. ☒ 415-772-9137

- If the organization does not have an office or place of business in the United States, check this box ☐

- If this is for a Group Return, enter the organization's four digit Group Exemption Number (GEN) ☐. If this is for the whole group, check this box ☐. If it is for part of the group, check this box ☐ and attach a list with the names and EINs of all members the extension is for.

4 I request an additional 3-month extension of time until NOVEMBER 15, 2012

5 For calendar year 2011, or other tax year beginning , and ending .

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 TAXPAYER'S FINANCIAL MATTERS ARE QUITE COMPLEX. ADDITIONAL TIME IS NEEDED 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	\$	618,544.
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	\$	618,544.
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 must be completed for Part II only.

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 ☒

Title ☒ ATTORNEY/RETURN PREPARER

Date ☒ 7/30/2012

Form 8868 (Rev. 1-2012)

Application for Extension of Time To File an Exempt Organization Return

OMB No. 1545-1709

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

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

Do not complete Part II unless you have already been granted an automatic 3-month extension on a previously filed Form 8868.

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	Name of exempt organization or other filer, see instructions. GOLDMAN ENVIRONMENTAL FOUNDATION	Employer identification number (EIN) or ☒ 94-3094857
File by the due date for filing your return. See instructions	Number, street, and room or suite no. If a P.O. box, see instructions. 160 PACIFIC AVENUE, NO. 200	Social security number (SSN) ☐
	City, town or post office, state, and ZIP code. For a foreign address, see instructions. SAN FRANCISCO, CA 94111	

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	01	Form 4720	09
Form 990-PF	04	Form 5227	10
Form 990-T (sec. 401(a) or 408(a) trust)	05	Form 6069	11
Form 990-T (trust other than above)	06	Form 8870	12

NINA WASHBURNE, ADMINISTRATOR

- The books are in the care of ► **160 PACIFIC AVENUE, SUITE 200 - SAN FRANCISCO, CA 94111**
Telephone No. ► **415-249-5800** FAX No. ► **415-772-9137**

- 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 **AUGUST 15, 2012**, to file the exempt organization return for the organization named above. The extension is for the organization's return for:
► ☒ calendar year **2011** or
► ☐ tax year beginning _____, and ending _____

- 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	\$ 596,698.
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	\$ 618,544.
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

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

Form **8868** (Rev. 1-2012)