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Form **990-PF**

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

OMB No 1545 0052

2011

Department of the Treasury Internal Revenue Service

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

4	or cal	endar year 2011, or tax year beginning	, 2011,	and ending	,			
		Fund Montgomery Street #1011		A	Employer identification num 94-3215541			
		Francisco, CA 94104	В	B Telephone number (see the instructions) (415) 391-6943				
_			с	If exemption application is	pending, check here 🕨 🔲			
(G Che	ck all that apply. Initial return Final return	Initial Return of a forn Amended return	ner public charity D	1 Foreign organizations, chec			
ī	1 C	Address change heck type of organization X Section 501	Name change (c)(3) exempt private for	oundation	2 Foreign organizations meets here and attach computation			
_		Section 4947(a)(1) nonexempt charitable tr		rivate foundation E	If private foundation status under section 507(b)(1)(A),			
	(f ► \$	rom Part II, column (c), line 16)	Other (specify)	F	If the foundation is in a 60- under section 507(b)(1)(B)			
-	Part I		(a) Revenue and	(b) Net investment	(c) Adjusted net	(d) Disbursements		
		Expenses (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see instructions))	expenses per books	income	income	for charitable purposes (cash basis only)		
		1 Contributions, gifts, grants, etc, received (att sch)	161,941.			-		
		2 Ck I if the foundn is not req to att Sch B 3 Interest on savings and temporary				- -		
		cash investments	127.	127				
2		4 Dividends and interest from securities 5a Gross rents	109,837.	109,837	•			
AR 3 0 2012		b Net rental income or (loss)						
	R E	6a Net gain/(loss) from sale of assets not on line 10 b Gross sales price for all 1,328,194.	395,875.			:		
	V E N U	assets on line 6a 7 Capital gain net income (from Part IV, line 2)		395,875	•	***************************************		
		8 Net short-term capital gain						
\S	Ē	9 Income modifications 10 a Gross sales less						
H		10 a Gross sales less returns and allowances B Less Cost of RECEIVED				~~~~~~~~~~~~~~~~~~~~~~~~~~~~~~~~~~~~~~~		
Ž		goods sold	181					
SCANNED WAR		c Gross profit/(loss) fatt sch) 11 Other income Pattach (Fig. Reduil) 2012	188 10.88 10.80 10					
-		12 Total. Add lines Lthrough 17	667,780.	505,839				
		13 Compensation of officers, dilectors trusters etc. 14 Other employee salaries and wages	0.					
		15 Pension plans, employee benefits						
	A D	16a Legal fees (attach schedule)	3,485.	697		2,788.		
	M I N	b Accounting fees (attach sch) See St 1 c Other prof fees (attach sch)	3,405.	097	•	2,700.		
	PS	17 Interest	200	•				
	E T	18 Taxes (attach schedule)(see instrs) See Stm 2 19 Depreciation (attach	292.					
	i i	sch) and depletion						
	N Ý G E	20 Occupancy 21 Travel, conferences, and meetings						
	A E	22 Printing and publications						
	A N P E N	23 Other expenses (attach schedule) See Statement 3	13,727.	1,940		11,787.		
	N S E	24 Total operating and administrative						
	S	expenses. Add lines 13 through 23 25 Contributions, gifts, grants paid Part XV	17,504. 642,275.	2,637	•	14,575. 642,275.		
		26 Total expenses and disbursements. Add lines 24 and 25	659,779.	2,637		656,850.		
-		27 Subtract line 26 from line 12:						
		a Excess of revenue over expenses and disbursements	8,001.					
		b Net investment income (if negative, enter 0)		503,202				
	DAA E	C Adjusted net income (if negative, enter 0)	mustions.	<u> </u>	EADEON 12/05/11	Form 990-PF (2011)		

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) 14,275,969. 2 8,001 2 Enter amount from Part I, line 27a Other increases not included in line 2 (itemize) 3 4 14,283,970 4 Add lines 1, 2, and 3 Decreases not included in line 2 (itemize) ► See Statement 5 5 1,043,876. 6 13,240,094. 6 Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30

(a) List and describe 2-story brick warehouse	b) How acquired P — Purchase D — Donation	Purchase (month, day, year) (mo			
1a Sale of Publicly Tr	P	Various	Various		
b Capital Gain Distri			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 (e) plus (f) m	
a 1,133,200.		932,	319.		200,881.
ь 194,994.					194,994.
c					
d					
e					
Complete only for assets showing	ng gain in column (h) and owned by t	ne foundation on 12/31/69		(I) Gains (Coli	ımn (h)
(i) Fair Market Value as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of column (i) over column (j), if any		gain minus column (k nan -0-) or Losses (fr	(), but not less
a					200,881.
b					194,994.
C					
d			ĺ		
е					
2 Capital gain net income or (net	capital loss). If gain, also if (loss), ent	enter in Part I, line 7 er -0- in Part I, line 7	2		395,875.
3 Net short-term capital gain or (le	oss) as defined in sections 1222(5) ai	 nd (6):			
, ,	•	· · ·			
in Part I, line 8	8, column (c) (see instructions) If (lo	iss), effici -0-	3		0.
Part V Qualification Under	Section 4940(e) for Reduce	Tax on Net Investmen	t Income	•	
Was the foundation liable for the section of the section of the foundation does not qualify th	fy under section 4940(e) Do not com	plete this part		Yes	X No
	each column for each year, see the		/ entries		
(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use asset	s (co	(d) Distribution lumn (b) divided	
2010	553,881.	12,883,	982.		0.042990
2009	680,522.	11,118,			0.06120
2008	780,896.	13,803,			0.056571
2007	726,611.	16,358,	172.		0.044419
2006	655,224.	14,860,	956.		0.044090
2 Total of line 1, column (d)			2		0.249277
	e 5-year base period — divide the tota has been in existence if less than 5 y		3		0.049855
4 Enter the net value of noncharit	able-use assets for 2011 from Part X	line 5	4	1	4,114,790
E. Multiply line 4 by line 2					
5 Multiply line 4 by line 3			5		702 600
6 Enter 1% of net investment inco				1	703,693
7 Add lines 5 and 6	ome (1% of Part I, line 27b)		6		
	ome (1% of Part I, line 27b)		7		5,032
8 Enter qualifying distributions fro					703,693 5,032 708,725 656,850

• By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict 6 Х with the state law remain in the governing instrument? X 7 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 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 8Ь Х (or designate) of each state as required by General Instruction G? If 'No,' attach explanation Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) 9 X for calendar year 2011 or the taxable year beginning in 2011 (see instructions for Part XIV)? If 'Yes,' complete Part XIV Did any persons become substantial contributors during the tax year? If 'Yes,' attach a schedule listing their names and addresses See Statement 6 10 10

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Par	rt 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		<u>X</u>
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?	13	X	
	Website address ► www.gaiasf.org			
14	The books are in care of ► Mark L. Schlesinger Telephone no ► _(415)	434	<u>-282</u>	1
	Located at ► 235 Montgomery St. #1011 San Francisco, CA ZIP +4 ► 94104	- 		
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 — Check here	N/A	. •	NI / N
	and enter the amount of tax-exempt interest received or accrued during the year		Van	N/A No
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?	16	Yes	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 ►			:
Pai	rt 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.	ļ	Yes	No
1 a	a 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?			
	(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? Yes X No			
	(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person?			
	(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person?			
	(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 X 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 X No			
t	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)?	1 b		Х
	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 2011?	1c		х
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))			
á	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? Yes X No			
	If 'Yes,' list the years ► 20, 20, 20			
ı	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.)	2Ь	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			
9.	a Did the foundation hold more than a 2% direct or indirect interest in any business			
	enterprise at any time during the year?			
•	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.)	_3b	N	/A
4:	a Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a		х
	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		х
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Part VII-B Statements Regarding Active 5a During the year did the foundation pay or ince			411-44 (00/10/1404)		
	cur any amount to.				
(1) Carry on propaganda, or otherwise atten		(section 4945(e))?	Yes X	No	
(2) Influence the outcome of any specific pu	iblic election (see section ration drive?	4955), or to carry	Yes X	No	
(3) Provide a grant to an individual for trave	No				
(4) Provide a grant to an organization other in section 509(a)(1), (2), or (3), or section	than a charitable, etc., org n 4940(d)(2)? (see instruc	ganization described ctions)	Yes X	No	
(5) Provide for any purpose other than religi educational purposes, or for the prevent	ious, charitable, scientific ion of cruelty to children o	literary, or or animals?	Yes X	No	
b If any answer is 'Yes' to 5a(1)-(5), did any or described in Regulations section 53 4945 or (see instructions)?	f the transactions fail to quin a current notice regard	ualify under the exception ing disaster assistance	ons	5b	N/A
Organizations relying on a current notice reg	arding disaster assistance	e check here	▶ _		
c If the answer is 'Yes' to question 5a(4), does tax because it maintained expenditure respo	nsibility for the grant?		N/A Yes] No	
If 'Yes,' attach the statement required by Re					
6a Did the foundation, during the year, receive on a personal benefit contract?b Did the foundation, during the year, pay prer				No 6b	x
If 'Yes' to 6b, file Form 8870	mams, allosity of mallosi	y, on a personal senen	Communic		
7a At any time during the tax year, was the four	• •			No	
b If 'Yes,' did the foundation receive any proce Part VIII Information About Officers,				N/A 7b	
and Contractors	Directors, Trustees	, roundation mana	igers, riigiliy Falu	Lilipioyee	55 ,
1 List all officers, directors, trustees, foundati	on managers and their co	mpensation (see instru	ctions).	_	
(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) Expens other allo	
Christine H. Russell	Director/CEO	0.	0.		0.
235 Montgomery Street #1011 San Francisco, CA 94104	2.00				
Mark L. Schlesinger	Dir/CFO/Sec	0.	0.		0.
235 Montgomery Street #1011 San Francisco, CA 94104	20.00				
2 Compensation of five highest-paid employe	es (other than those inclu	luded on line 1— see inst	 ructions). If none, ente	r '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) Expens other allo	
None					
	_				
					<u> </u>
			i	1	

Form 990-PF (2011) Gaia Fund Part VIII Information About Officers, Directors, Trustees, Found	94-321	5541 Page 7 Employees
and Contractors (continued)	ation managers, nightly raid t	impioyees,
3 Five highest-paid independent contractors for professional services (see instru	ctions). If none, enter 'NONE.'	·· ·
(a) Name and address of each person paid more than \$50,000	(b) Type of service	(c) Compensation
None		
Total number of others receiving over \$50,000 for professional services.	>	0
Part IX-A Summary of Direct Charitable Activities		
- June 100 Marie		
List the foundation's four largest direct charitable activities during the tax year. Include relevant statistical in organizations and other beneficiaries served, conferences convened, research papers produced, etc.	oformation such as the number of	Expenses
1 N/A		
2		
3		
4		
·		
Part IX-B Summary of Program-Related Investments (see instruction	tions)	
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		
Table Additions 1 through 2		
Total. Add lines 1 through 3		0.
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	94-3215	
Part X Minimum Investment Return (All domestic foundations must complete this part see instructions.)	. Foreigr	foundations,
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	13,064,242.
b Average of monthly cash balances	1 b	1,265,494.
c Fair market value of all other assets (see instructions)	1 c	
d Total (add lines 1a, b, and c)	1 d	14,329,736.
e Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	0.	
2 Acquisition indebtedness applicable to line 1 assets	2	<u> </u>
3 Subtract line 2 from line 1d	3	14,329,736.
4 Cash deemed held for charitable activities Enter 1-1/2% of line 3 (for greater amount, see instructions)	4	214,946.
5 Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	14,114,790.
6 Minimum investment return. Enter 5% of line 5.	6	705,740.
Part XI Distributable Amount (see instructions) (Section 4942(j)(3) and (j)(5) private or and certain foreign organizations check here ► and do not complete this part		foundations
1 Minimum investment return from Part X, line 6	1	705,740.
2a Tax on investment income for 2011 from Part VI, line 5	4.	
b Income tax for 2011 (This does not include the tax from Part VI)		
c Add lines 2a and 2b	2c	10,064.
3 Distributable amount before adjustments. Subtract line 2c from line 1	3	695,676.
4 Recoveries of amounts treated as qualifying distributions	4	
5 Add lines 3 and 4	5	695,676.
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	695,676.
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	656,850.
b Program-related investments — total from Part IX-B	1ь	
2 Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc, purposes	2	
 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)	3Ь	
4 Qualifying distributions. Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	4	656,850.
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	

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

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6 Adjusted qualifying distributions. Subtract line 5 from line 4

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<u>656,85</u>0.

Part XIII Undistributed Income (see instructions)

	(a) Corpus	(b) Years prior to 2010	(c) 2010	(d) 2011
Distributable amount for 2011 from Part XI,				695,676.
line 7 2 Undistributed income, if any, as of the end of 2011:				0,0,0,0.
a Enter amount for 2010 only			640,654.	
b Total for prior years 20, 20, 20		0.		······································
3 Excess distributions carryover, if any, to 2011				
a From 2006			1	
b From 2007			1	
c From 2008			1	
d From 2009			1	
e From 2010			1	
f Total of lines 3a through e	0.		1	
4 Qualifying distributions for 2011 from Part				
XII, line 4. ► \$ 656,850.			†	
a Applied to 2010, but not more than line 2a			640,654.	
b Applied to undistributed income of prior years		0.		
(Election required – see instructions) c Treated as distributions out of corpus		0.1		
(Election required - see instructions)	0.			
d Applied to 2011 distributable amount				16,196.
e Remaining amount distributed out of corpus	0.			
5 Excess distributions carryover applied to 2011	0.			0.
(If an amount appears in column (d), the same amount must be shown in column (a).)			1	
Carro arroam macrae cromm m column (177)			Ī	
6 Enter the net total of each column as			1	
indicated below:			1	
a Corpus Add lines 3f, 4c, and 4e Subtract line 5	0.			
b Prior years' undistributed income Subtract line 4b from line 2b		0.	1	
c Enter the amount of prior years' undistribut-				
ed 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.	=	
		<u>. </u>		
e Undistributed income for 2010 Subtract line 4a from line 2a Taxable amount — see instructions			0.	
f Undistributed income for 2011 Subtract lines				
4d and 5 from line 1. This amount must be distributed in 2012.				679,480.
7 Amounts treated as distributions out of				
corpus to satisfy requirements imposed			1	
by section 170(b)(1)(F) or 4942(g)(3) (see instructions)	0.		1	
8 Excess distributions carryover from 2006 not				
applied on line 5 or line 7 (see instructions)	0.			
9 Excess distributions carryover to 2012. Subtract lines 7 and 8 from line 6a	0.			
10 Analysis of line 9.	J.		!	·····
a Excess from 2007			1	
b Excess from 2008			I	
c Excess from 2009			I	
d Excess from 2010 .			1	
e Excess from 2011			1	
		<u> </u>		

Part XV Private Operating Foundations (see instructions and Part VII:A, question 9) N/A	Part XIV Private Operating Foundary	tions (see inst	ructions and Pa	ort VII. A guestion	94-3215541 n 9)	L Page 19 N/A
se effective for 2011, enter the date of the ruling b. Check box to micrate whether the foundation is a private operating foundation described in section 4942(0)(3) or 4942(0)(5) 2a Enter the lesser of the adjusted net income from Part I vit he innumum of the proof of the innumum of the proof of the innumum of the proof o						N/ A
2a Enter the inscer of the adjusted net income from Part I of the minimum investment return from Part X for each year I stade of the instance of the part of the minimum investment return from Part X for each year isolated of the part	'is effective for 2011, enter the date of the r	uling				<u> </u>
income from Part I of the fiminimum investment return from Part X for each year fisted b 85% of the 200 dishriptions from Part X for each year fisted b 85% of the 200 dishriptions from Part XIII, line 4 for each year fisted d Amonts return definitions from Part XIII, line 4 for each year fisted d Amonts return definition of the 2 first year fisted d Amonts return definition of the control of t			rating foundation d		4942(j)(3) or	4942(j)(5)
Investment return from Part X for each year Islade b 55% of line 2a Cusalitying distributions from Part XII, line 4 for each year islade d Areasts middled line 2a not used directly for each year islade d Areasts middled line 12a not used directly for solve conduct of exemple activities. Subtract line 2d from line 2c 3 Complete 3a, b, or of for the afternative test reflect upon. a "Assets' alternative test reflect upon. a "Assets' alternative test - enter (1) Value of all assets (2) Value of assets qualitying under section 4942(0)(3)(6)(6) b "Endowment Elemative test - enter (2) at minimum investment items about a feet of a section 4942(0)(3)(6)(6) b "Endowment Elemative test - enter (3) at minimum investment items about a feet of a minimum investment investigation and in Fait X, dividends, rents, payments on accurates loans (section 512(a)(3)), or royalbes) (2) Support differences and the section of 312(a)(3)), or royalbes) (3) Largest amount of support from a nexempl cognizations a provided in a section of 312(a)(3)), or royalbes and a renter exempl cognization in come Part XVI Supplementary Information (Complete this part only if the organization had \$5,000 or more in a seeds at any time during the year – see instructions.) 1 Information Regarding Foundation Managers: a lost any managers of the industation who have nown 10% or more than \$5,000). (See section 507(d)(2).) Christine H. Russell 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 partiership or other enity) of which the foundation has a 10% or greater interest. None 2 Information Regarding Contribution, Grant, Gift, Loan, Scholarship, etc., Programs: Check here: P 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 submitted and information and materials the	2a Enter the lesser of the adjusted net				1 10000	
c Custifying distributions from Part XII, line 4 for each year irsted d Amounts included in line 2 not used directly for active conduct of exempt activities. c Custifying distributions made directly for active conduct of exempt activities. Subtract line 26 from line 26. 3 Complete 3, b, or c for the atternative test relied upon. a "Assets' afternative test relied upon. a "Assets' afternative test ented upon. b Todownem' afternative test ented upon. b Todownem' afternative test ented upon. c "Support afternative test ented 2/3 of minimum investment return shown in Part X, line 6 for each year insted c Support afternative test – enter (1) You also of assets qualifying under section 4942(0)(3)(B)(b) b Todownem' afternative test – enter (1) Total support other than gross investment income (interest, on securities loans (section 5)(2(a)(5)), or royalties) on securities loans (section 5)(2(a)(5)), or royalties) c securities loans (section 5)(2(a)(5)), or royalties) in section (section of support from an exemple organization as atom (section 5)(2(a)(5)), or royalties) in section (section of section of	investment return from Part X for	(a) 2011	(b) 2010	(c) 2009	(d) 2008	(e) Total
Inter 4 for each year insted d Announts included in like 2 hot used directly for active conduct of exempt activities Cualifying distributions made directly for active conduct of exempt activities. Subtract line 23 from line 2 for mine 2 for						
for active conduct of exempt activities © Qualitying distributions made directly for active conduct of exempt activities. Subtract line 24 from line 25 and active test relied upon. a 'Assets' alternative test - enter (1) Value of all assets (2) Value of assets qualifying under section 9492(0)(3(9)) b 'Endowmen' alternative test - enter (2) 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 (increast, dividends, rents), payments of Si2(a)(9), or royaltes) (2) Support frem general public and 5 or size of the folial payments in come (increast, dividends, rents), payments of Si2(a)(9), or organization (a) Gross investment uncome [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 35,000). (See section 507(6)(2).) Christine H. Russell b List any managers of the foundation who have contributed more than 35,000). (See section 507(6)(2).) Christine H. Russell c Information Regarding Contribution, Grant, Gift, Loan, Scholarship, etc. Programs: Check here *	line 4 for each year listed					
for active conduct of exempt activuties. 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 assets qualifying under section 942(0)(3(9b)) b 'Endawmen' alternative test – enter (2) of memory activation of the control	for active conduct of exempt activities					
alternative test relied upon. a 'Assets' alternative test — enter (1) Value of all assets (2) Value of sasets qualifying under section 992(0)(3)(6)(0) b Endowmen' alternative test — enter 2/3 of miliumum inscribing total indown in Part X, lime 8 for each year lated (1) Total support other than gross investment income (interest, consecurities) loans, (section 512(a)(6)), or royallities) (2) Support from general public and 5 or more exempt organizations as provided in setting 494(0)(6)(6)), or royallities) (3) Largest amount of support from an exempt organization a seep programization Part XVI 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 Otto only if they have contributed more than \$5,000). (See section 507(d)(2).) Christine H. Russell b List any managers of the foundation who own 10% or more of the slock 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 26, b, c, and d The name, address, and telephone number of the person to whom applications should be addressed See Statement 7 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.	for active conduct of exempt activities. Subtract line 2d from line 2c					
(1) Value of all assets (2) Value of assets qualifying under section 4920(0)(0)(0)(0)(0)(0)(0)(0)(0)(0)(0)(0)(0)	3 Complete 3a, b, or c for the alternative test relied upon.					
Value of assets qualifying under section 4942(i)(3)(8)(6)	a 'Assets' alternative test — enter					
section 4942(0/3(8)0) b Endowment alternalive test = enter 2/3 of minimum investment return show in Part X, line 6 for each year listed c 'Support' alternative test = enter 2/3 of minimum investment return show in Part X, line 6 for each year listed c 'Support differential the come (interest), on securities loans (section 512(a)(5)), or royalites) (2) Support from general public and 5 or more earned organizations as provided in settion 492(0)(3)(6)(n)) (3) Largest amount of support from an exempt organization and support from an exempt organization A) 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).) 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 P if the foundation makes gift, grants, etc., (see instructions) to individuals or organizations under other conditions, complete items 2a, b, c, and d See Statement 7 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	• • • • • • • • • • • • • • • • • • • •					
minimum investment return shown in Part X, line 6 for each year listed c 'Support' alternative test — enter (1) Total support other than gross dividence from the first of the stock of a corporation (interest, dividence). Support from the first of the stock of a corporation of support from general public and 5 or more exempt organizations as provided in section 492(0/30), or royalties) (2) Support from general public and 5 or more exempt organization of support from an exempt organization of support from an exempt organization (2) (3) (4) (4) (4) (4) (4) (4) (4) (4) (5) (5) (5) (6) (6) (7) (7) (7) (7) (7) (7) (7) (7) (7) (7	section 4942(j)(3)(B)(i)					
(1) Total support other than gross investment income (interest, considered, rents, payments), considered, rents, payments, considered, paymen	minimum investment return shown in Part X,					<u> </u>
investment income (interest, dividends, rents, payments on securities loans (section 512(a)(5)), or royalites) (2) Support from general public and 5 or more exempt organizations as provided in section 492((3)(5)(b)(in)) (3) Largest amount of support from an exempt organization 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 \$5,000). (See section 507(d)(2).) Christine H. Russell 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 >	••					
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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 7 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	a List any managers of the foundation who had close of any tax year (but only if they have	ave contributed mi	ore than 2% of the than \$5,000). (See	total contributions red section 507(d)(2).)	ceived by the founda	ation before the
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 7 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	a partnership or other entity) of which the	wn 10% or more o foundation has a 1	of the stock of a cor 0% or greater interes	poration (or an equal est.	ly large portion of th	e ownership of
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 7 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	10116					
a The name, address, and telephone number of the person to whom applications should be addressed See Statement 7 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	Check here ► ☐ If the foundation only n requests for funds. If the foundation makes	nakes contributions	to preselected cha	ırıtable organızatıons		
See Statement 7 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		r of the person to	whom applications	should be addressed		
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	·	-	• •			
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						
See Statement for Line 2a c Any submission deadlines. See Statement for Line 2a		-				 .
c Any submission deadlines. See Statement for Line 2a	b The form in which applications should be s	ubmitted and infor	mation and materia	ils they should includ	e.	
See Statement for Line 2a	See Statement for Line 2a					
	c Any submission deadlines.					
a Any restrictions or limitations on awards, such as by geographical areas, charitable fields, kinds of institutions, or other factors			head age = 1 · 1	had the state of t		
	a Any restrictions or limitations on awards, s	ucn as by geograp	onicai areas, charita	ible fields, kinds of in	istitutions, or other f	actors
See Statement for Line 2a	See Statement for Line 2a	<u>. </u>				

3 Grants and Contributions Paid During the Yea	r or Approved for Futur	e Payment	 -	
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)	substantial contributor	recipient	Contribution	
a Paid during the year				
See Statement 8				
see statement o				
		i		
		}		
		,		
]		
		1		
		ļ		
Total	<u> </u>		► 3a	642,275.
b Approved for future payment				,
			ļ	
		1	1	
		1		
		<u> </u>		
Total		_	► 3b	

iter gross amounts unless otherwise indicated	Unrelated	business income	Excluded by	section 512, 513, or 514	(e)
Program service revenue	(a) Business code	(b) Amount	(c) Exclu- sion code	(d) Amount	Related or exempt function income (See instructions)
a				·	
b					
с				_	-
d					
e					
f					
g Fees and contracts from government agencies					
2 Membership dues and assessments		*			
Interest on savings and temporary cash investments		•	14	127.	
Dividends and interest from securities			14	109,837.	
Net rental income or (loss) from real estate:					
a Debt-financed property			T		
b Not debt-financed property					
Net rental income or (loss) from personal property					
7 Other investment income					
B Gain or (loss) from sales of assets other than inventory			18	395,875.	
Net income or (loss) from special events					
Gross profit or (loss) from sales of inventory					
1 Other revenue:		, , , , ,			· • • • • • • • • • • • • • • • • •
a		· · · · · · · · · · · · · · · · · · ·			
b					
С					
d					
e			ļ		
2 Subtotal. Add columns (b), (d), and (e)				505,839.	
3 Total. Add line 12, columns (b), (d), and (e)				13	505,839
ee worksheet in line 13 instructions to verify calculation	ons.)				
art XVI-B Relationship of Activities to th	e Accomplish	nment of Exem	pt Purpose	es .	
ine No. Explain below how each activity for which is accomplishment of the foundation's exemption.	ncome is reported t purposes (other	in column (e) of Pathan by providing fu	art XVI-A cont ands for such	ributed importantly to purposes) (See instr	the uctions)
N/A	· ·			· · · · · · · · · · · · · · · · · · ·	<u> </u>

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 instructions)
N/A	
•	

Form 990-PF (2011) Gaia Fund 94-3215541 Part XVII Information Regarding Transfers To and Transactions and Relationships With Noncharitable

	Exempt Organ	izations									
des	the organization directl cribed in section 501(c) iting to political organiza	of the Code (oth	gage in any of the er than section	ne following with 501(c)(3) organiz	any other ations) or	organization in section 527	7,			Yes	No
			noncharitable e	exempt organizat	ion of						
	a Transfers from the reporting foundation to a noncharitable exempt organization of (1) Cash (2) Other assets										
• •	(2) Other assets										
• •	b Other transactions										
(1) Sales of assets to a noncharitable exempt organization											Х
(2) Purchases of assets from a noncharitable exempt organization.											X
											<u>X</u>
	(3) Rental of facilities, equipment, or other assets (4) Reimbursement arrangements										X
	Loans or loan guarante							_	1 b (4) 1 b (5)		X
	Performance of service		n or fundraising	solicitations				_	1 b (6)		X
	aring of facilities, equipr				25				1c		X
d If th	ne answer to any of the goods, other assets, or transaction or sharing	ahove is 'Yes' o	omplete the follo	owina schedule	Column (t) should alway on received les ther assets, or	ys show the is than fair i	fair marke market val	et value ue in	of	
(a) Line n			f noncharitable exem			escription of trans				gement	3
N/A					,,,				<u> </u>	<u>-</u>	
						-					
	-						·				
			· · · · · · · · · · · · · · · · · · ·			•					
											
	-	-								-	
											
	he foundation directly o scribed in section 501(c) Yes,' complete the follo		ted with, or relat ner than section	ted to, one or mo 501(c)(3)) or in s	ore tax-exe section 52	empt organizat 7?	tions		Yes	X	No
	(a) Name of organization	ation	(b) Type	e of organization		(c)) Descriptioi	n of relatio	nship		
N/A		·									
Ų	Under penalties of perjury, I de correct, and complete Declarat	clare that I have exam	ined this return, inclu	iding accompanying sized on all information	chedules and	statements, and to	o the best of m	y knowledge a	and belief	, it is tru	ie,
	orrect, and complete beclarat	ion of preparer (officer	than taxpayer) is bas	ieu on an imormation	or willer prep	arer has any know	neuge	Г	May the		
Sign	Mark Sc	Le Oesura .	_	13.22-12	- •	Treasur	e		this retur	n with ti	he
Here	Supplying of officer or trustee			Date	Title				(see inst	ructions)?
	Signature of officer or trustee Print/Type preparer's		PASSO	sign ture		Day /_ /			IN	Yes	ΧNο
			1.11.			3/7/10	Check	□"		דכחו	
Paid	Michael For		NYACOTO	and out one	KIVO	11/12	self emplo		$\frac{01471}{0474}$	LUZI	
Prepar	7ai Ci					37-142	U4/4	-			
Use Or	1ly Firm's address	44 Montgom		z, Suite 20	173			(415)	002	0000	
		San Franci	sco, CA 94	104			Phone no		983-		
BAA								F	orm 99	0-PF	(2011)

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

Employer identification number Name of the organization 94-3215541 Gaia Fund Organization type (check one) Section: Filers of: 501(c)() (enter number) organization Form 990 or 990-EZ 4947(a)(1) nonexempt charitable trust not treated as a private foundation 527 political organization X 501(c)(3) exempt private foundation Form 990-PF 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** |X|| 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).

Schedule B (Form 990, 990-EZ, or 990-PF) (2011)

Schedule B (Form 990, 990-EZ, or 990-PF) (2011) Name of organization		Page Fmployer ide	1 of 1 of Part 1 nuffication number
Gaia Fund		94-321	
Part I Contributors (see instructions) Use duplicate	te copies of Part I if additional space is ne	eded	
(a) (b) Number Name, address, and Z	CIP + 4 co	(c) Total ntributions	(d) Type of contribution
1 MH_Russell_94_Char_Lead_Trust_ 235_Montgomery_Street_#1011	\$\$	161,941.	Person X Payroll Indicate In It I was a noncash contribution.)
(a) (b) Number Name, address, and Z	ZIP + 4 co	(c) Total ontributions	(d) Type of contribution
	\$\$	F N	Person Payroll Ioncash (Complete Part II if there a noncash contribution)
(a) (b) Number Name, address, and Z	ZIP + 4 co	(c) Total entributions	(d) Type of contribution
	\$\$	F	Person Payroll Honcash (Complete Part II if there is a noncash contribution)
(a) (b) Number Name, address, and Z	CIP + 4	(c) Total entributions	(d) Type of contribution
(a) (b) Number Name, address, and Z	\$\$ \$	F	Person Payroll Noncash (Complete Part II if there is a noncash contribution) (d) Type of contribution
	\$\$	F F	Person Payroll Noncash (Complete Part II if there is a noncash contribution)
(a) (b) Number Name, address, and Z	ZIP + 4	(c) Total entributions	(d) Type of contribution
PAA	\$\$	F P	Person Payroll Noncash (Complete Part II if there is a noncash contribution.)

1 of Part II

Name of organization

Gaia Fund

Employer identification number

94-3215541

Part II	Noncash Property (see instructions) Use duplicate copies of Part II if additional sp	ace is needed.	
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
	N/A		
		\$	
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
		-	
		-	
		\$	
(2)	(b)	(6)	(d)
(a) No. from Part I	Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
		\$	
	4.		4.15
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
		1	
		\$	
(2)	(b)	(0)	(4)
(a) No. from Part I	Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
		İ	
		\$	
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
]	
		\$ \$	
		T	l

1 to

of Part III

Name of organization
Gaia Fund

Employer identification number 94-3215541

Part III	Exclusively religious, charitable, e organizations that total more than	\$1,000 for the year.Comp	lete cols (a) th	rough (e) and the following line entry.		
	For organizations completing Part III, enter contributions of \$1,000 or less for the year. Use duplicate copies of Part III if additional	total of <i>exclusively</i> religious, cha (Enter this information once Se space is needed.	arıtable, etc, e ınstructions) * \$	N/A	
(a) No. from Part I	(b) Purpose of gift	(c) Use of gift		(d) Description of how gift is held		
	N/A					
	Transferee's name, addres	(e) Transfer of gift s, and ZIP + 4	Rela	ationship of transferor to transferee		
(a) No. from	(b) Purpose of gift	(c) Use of gift		(d) Description of how gift is held	-	
Part I	ruipose oi giit	USE OF GIRC		Description of now gire is near		
	(e) Transfer of gift Transferee's name, address, and ZIP + 4			Relationship of transferor to transferee		
(a) No. from Part I	(b) Purpose of gift	(c) Use of gift		(d) Description of how gift is held		
	Transferee's name, addres	(e) Transfer of gift s, and ZIP + 4	Rela	ationship of transferor to transferee		
(a) No. from Part I	(b) Purpose of gift	(c) Use of gift		(d) Description of how gift is held		
	Transferee's name, addres	(e) Transfer of gift ss, and ZIP + 4	Rela	ationship of transferor to transferee		

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Statement 1 Form 990-PF, Part I, Line 16b Accounting Fees		
Tax Preparation	(a) (b) Net Expenses per Books Income \$ 3,485. \$ 697 Total \$ 3,485. \$ 697	Net Income Purposes . \$ 2,788.
Statement 2 Form 990-PF, Part I, Line 18 Taxes		
Excise Tax	(a) (b) Net Expenses per Books Investment Income \$ 292. \$ 0	Net Income Purposes
Statement 3 Form 990-PF, Part I, Line 23 Other Expenses		
Dues & Memberships Filing Fees Hardware/Software/Internet Insurance Investment Expense Special Events	(a) (b) Net Investment Income \$ 3,069. 85. 409. 750. 1,940. 7,474. Total \$ 13,727. \$ 1,940	Net Income Purposes \$ 3,069. 85. 409. 750.
Statement 4 Form 990-PF, Part II, Line 13 Investments - Other	Valuation	Book Fair Market
Other Publicly Traded Securion Schwab Value Advantage 559,1 RS Sml Cap Growth Fnd 87.944 Dodge & Cox Stock Fund 26,42 Dreyfus Emerging Mkt Fnd 60, FMI Focus Fund 34,801.071 Sharbor Cap Appreciation 97,1 Royce Micro Cap Fund 61,405. Tweedy Browne Global 85,393	26.790 Sh Mkt Val \$ Sh Mkt Val 3.616 Sh Mkt Val 791.483 Sh Mkt Val Mkt Val 69.825 Sh Mkt Val 581 Sh Mkt Val	Value Value 559,126. \$ 559,126. 3,579. 3,579. 2,685,696. 2,685,696. 548,339. 548,339. 978,954. 978,954. 3,585,567. 3,585,567. 892,837. 892,837. 1,865,847. 1,865,847.

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Statement 4 (continued) Form 990-PF, Part II, Line 13 Investments - Other

> Book Fair Market Valuation Method Value Value

Other Publicly Traded Securities

Pimco Low Durantion Fd II 123, 915.216 Sh

Mkt Val

\$ 1,237,913. \$ 1,237,913.

Total \$ 12,357,858. \$ 12,357,858.

Statement 5 Form 990-PF, Part III, Line 5 Other Decreases

FMV Adjustment of Investments

1,043,876. 1,043,876.

Statement 6 Form 990-PF, Part VII-A, Line 10 Substantial Contributors During the Tax Year

Name of Substantial Contributor Address of Substantial Contributor

MH Russell 94 Charitable Lead Trust

235 Montgomery Street, Ste 1011 San Francisco, CA 94104

Statement 7 Form 990-PF, Part XV, Line 2a-d **Application Submission Information**

Name of Grant Program:

Name:

Mark Schlesinger

Care Of:

Street Address:

235 Montgomery Street, Ste 1011 San Francisco, CA 94104

City, State, Zip Code: Telephone:

415-391-6943

Form and Content:

See Statement 9

Submission Deadlines:

See Statement 9

Restrictions on Awards:

See Statement 9

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Statement 8 Form 990-PF, Part XV, Line 3a Recipient Paid During the Year					
Name and Address	Donee Relationship	Found- ation Status	Purpose of Grant	Amount	
Organic Farming Research Fdn PO Box 440 Santa Cruz, CA 95061	N/A	509(a)(1)	OFFH&P Project Phase II	\$ 50,000	
Sonoma Land Trust 966 Sonoma Avenue Santa Rosa, CA 95404	N/A	509(a)(1)	General Support	7,500	
Wild Farm Alliance PO Box 2570 Watsonville, CA 95077	N/A	509(a)(1)	Food Safety & Conservation	10,00	
Center for Agroecology University of California Santa Cruz, CA 95064	N/A	509(a)(1)	Training Manual Revision	25,00	
Natural Resources Defense Cncl 40 West 20th Street New York, NY 10011	N/A	509(a)(1)	California Food and Ag Programming	100,00	
Xerces Society 4828 SE Hawthorne Blvd Portland, OR 97215	N/A	509(a)(1)	Restoring Biodiversity Project	10,00	
BRJCC / Jewish Music Festival 1414 Walnut Street Berkeley, CA 94709	N/A	509(a)(1)	General Support	7,50	
Congregation Emanu-El Two Lake Street San Francisco, CA 94118	N/A	509(a)(1)	Special Campaign 3/4	62,50	
Jewish Community Center of SF 3200 California Street San Francisco, CA 94118	N/A	509(a)(1)	General Support	7,50	
New Israel Fund 1101 14th Street NW, 6th Fl. Washington, DC 20005	N/A	509(a)(1)	General Support	7,50	
SF Jewish Film Festival 145 Ninth Street #200 San Francisco, CA 94103	N/A	509(a)(1)	General Operating Support	7,50	

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Statement 8 (continued) Form 990-PF, Part XV, Line 3a Recipient Paid During the Year						
Name and Address	Donee Relationship	Found- ation <u>Status</u>	Purpose of Grant		Amount	
Jewish Theatre of San Francisco 499 Alabama Street, #127 San Francisco, CA 94110	N/A	509(a)(1)	General Support	\$	7,500	
Ecological Farming Association 406 Main Street, Suite 313 Watsonville, CA 95076	N/A	509(a)(1)	EcoFarm 2012 Scholarships		1,000	
Jewish Community Federation 121 Steuart Street San Francisco, CA 94105	N/A	509(a)(1)	Annual Campaign/Japan Disaster Relief Fund		45,000	
Foundation Center 312 Sutter Street, Ste 606 San Francisco, CA 94108	N/A	509(a)(1)	General Support of SF Fdn Center		1,00	
Magic Theatre Fort Mason Ctr Bldg D, 3rd Fl. San Francisco, CA 94123	N/A	509(a)(1)	General Support		7,50	
SF Planning & Urban Res Assn 312 Sutter Street, Ste 500 San Francisco, CA 94108	N/A	509(a)(1)	General Support		5,00	
Zen Hospice Project 273 Page Street San Francisco, CA 94102	N/A	509(a)(1)	One Night, One Heart Gala		1,00	
Marin Agricultural Land Trust PO Box 809 Point Reyes Station, CA 94956	N/A	509(a)(1)	General Support		5,00	
Occidental Arts & Ecology Ctr 15290 Coleman Valley Rd Occidental, CA 95465	N/A	509(a)(1)	CalCAN general support		10,00	
Grist 710 Second Ave. Ste 860 Seattle, CA 98104	N/A	509(a)(1)	Food and Agriculture Reporting		7,50	
Sonoma Ecology Center 20 East Spain Street Sonoma, CA 95476	N/A	509(a)(1)	General Support		5,00	

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Statement 8 (continued) Form 990-PF, Part XV, Line 3a Recipient Paid During the Year				
Name and Address	Donee Relationship	Found- ation Status	Purpose of Grant	Amount
Brandeis Hillel Day School/Gauss Campus 655 Brotherhood Way San Francisco, CA 94132	N/A		Flexible Tuition Program	
Contemporary Jewish Museum 736 Mission Street San Francosco, CA 94103	N/A	509(a)(1)	General Support and California Dreaming Exhibit	60,17
Pie Ranch PO Box 440 Santa Cruz, CA 95061	N/A	509(a)(1)	Farm Land Security/Local Food Systems	10,00
Jewish Family and Children's Svcs 2150 Post Street San Francisco, CA 94115	N/A	509(a)(1)	General Support	7,50
San Francisco Ballet 455 Franklin Street San Francisco, CA 94102	N/A	509(a)(1)	Annual Campaign	93,10
Conservation Corps North Bay 27 Larkspur Street San Rafael, CA 94901	N/A	509(a)(1)	Indian Valley Farm Curriculum Development	10,00
Ag Innovations Network 101 Morris Street, Suite 212 Sebastopol, CA 95472	N/A	509(a)(1)	Ag and Water Programs	10,00
Anthony Manning Kunin Foundation 2698 Pacific Ave San Francisco, CA 94115	N/A	509(a)(2)	Young Performers Theatre	1,00
Community Alliance With Family Farmers PO Box 363 Davis, CA 95617	N/A	509(a)(2)	CAWSI Involvement	10,00
Organic Seed Alliance PO Box 772 Port Townsend, WA 98368	N/A	509(a)(2)	California Outreach Seed Funding	10,00
Sustainable Conservation 98 Battery Street, Suite 302 San Francisco, CA 94111	N/A	509(a)(1)	Sustainable Practices Program	5,00

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Statement 8 (continued) Form 990-PF, Part XV, Line 3a Recipient Paid During the Year	Donee	Found- ation	Purpose of	
Name and Address	Relationship	<u>Status</u>	Purpose of Grant	Amount
Rural Advancement Fndn Int'l USA PO Box 640 Pittsboro, NC 27312	N/A	509(a)(1)	Santa Cruz AJP Pilot	\$ 30,000
			Total	\$ 642,27
		•		

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Statement 9 Form 990-PF, Part XV, Lines 2b-d Supplementary Information

Applying for a Grant

Those interested in applying for a grant from Gaia Fund should carefully review the material on this website describing our funding interests and grantmaking policies. Only inquiries that align with those interests and policies are considered by the Fund.

Applying to Gaia Fund for a grant involves a two-step process.

First Step: Initial Inquiry

As a first step in applying for a grant, applicants should submit a completed Gaia Fund inquiry form. A link to the inquiry form, along with additional guidelines for making an initial inquiry, is in the Making an Initial Inquiry section of the website.

Following a trustee review of the inquiry, applicants will be notified whether or not the Fund would like to invite a full proposal. This notification may be mailed at any time following receipt of the inquiry, but no later than the final notification date indicated in the Application Timeline.

Second Step: Full Proposal

If the Fund is interested in further considering the request, applicants will be asked to submit a more detailed document that conforms to our Full Proposal Guidelines.

The due date for the full proposal will vary depending on when the Fund's trustees review the initial inquiry, and will be communicated at the time the invitation for submission is extended. The assigned due date will be on or before the final due date for each funding cycle as specified in the Application Timeline.

Applicants will be notified of the Fund's decision regarding their proposal according to the dates in the Application Timeline. Successful applicants will be asked to sign an agreement letter indicating any conditions associated with the grant award.

Please follow the instructions for submission of both the initial inquiry and the full proposal carefully. Submissions that do not conform will not be considered.

Full Proposal Guidelines

Applying to Gaia Fund involves a two-step process, as outlined in the Applying for a Grant section of the website. The first step requires Making an Initial Inquiry in a manner consistent with the Fund's published instructions.

Based upon the trustees' review of an initial inquiry, a select number of applicants will be invited to submit a full proposal. The full proposal consists of a formatted application letter, accompanied by a set of specified attachments.

The Application Letter

The application letter should be organized according to the following seven headings

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(shown in underlined font) and in the order indicated:

- 1. Statement of Purpose and Goals for the activity that is the subject of the request, including an explanation of how the program or project advances your organization's mission.
 - 2. Strategies/Tactics for Achieving Stated Goals, including a program timeline.
- 3. Desired Outcomes and Evaluation Methods that will be used to assess the success of the program.
- 4. Qualifications of Key Staff involved with the project. If additional staff will be hired for the program, include a brief job description and explanation of the search/hiring process.
- 5. Other Players and Organizational Niche, citing other organizations that are working on issues related to the request, your view of your organization's distinct niche relative to those other organizations, and a description of any relevant collaborations.
- 6. Recent Accomplishments of the Organization that indicate it has the skill, experience, and capacity to successfully complete the project that is the subject of the request.
 - 7. Additional Comments that you feel will help Gaia Fund evaluate your request.

The application letter, exclusive of the attachments, should be limited to six pages (three pages if double-sided). It is to be written in 12-point font with 1" margins on all sides.

Application Letter Attachments

The application letter should be accompanied by the following seven attachments, in the order listed below:

- 1. A list of the organization's governing body, indicating officers and relevant affiliations.
 - 2. The organization's budget for the current fiscal year.
 - 3. A project budget if the request is for other than general operating support.
- 4. Committed major funding sources and grant amounts in support of the project (or, if the request is for general support, year-to-date major funding sources/amounts for the organization).
- 5. Financial statements (audited, if available) for the most recently concluded fiscal year. Financial statements are to be unbound, submitted on loose sheets.
- 6. The most recent annual report, or an appropriate substitute document if the organization doesn't prepare an annual report. Annual reports are to be unbound, submitted on loose sheets.
- 7. A copy of the organization's IRS 501(c)(3) tax determination letter, or that of its fiscal sponsor.

The application letter and all attachments should be printed on standard $8.5" \times 11"$ sheets of paper. Applicants should send two complete sets of the full proposal, three-hole punched, to the Fund via regular mail. No other materials should accompany the full proposal submission.

Consistent with the Fund's efforts to be environmentally conscious, we prefer that

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submissions be double-sided and/or printed on recycled paper. Please do not use plastic folders or other unnecessary presentation materials.

The Fund will confirm receipt of the full proposal by return mail. Applicants will be contacted if additional information is needed, or it the Fund wishes to schedule a site visit or face-to-face meeting. Communication from applicants to discuss the status of pending proposals or to schedule meetings is strongly discouraged.

The Fund reserves the right to decline proposals that fail to follow any of these instructions.

Application Timeline

Gaia Fund completes two funding cycles per year. The key dates associated with each cycle are indicated below:

First Funding Cycle

February - 15 final date for receipt of initial inquiry

March 1 - final date that Gaia Fund mails requests for full proposals

March 30 - latest due date for receipt of full proposal

June 15 - Gaia Fund mails notifications of grant awards

Second Funding Cycle

August 15 - final date for receipt of initial inquiry

September 1 - final date that Gaia Fund mails requests for full proposals

September 30 - latest due date for receipt of full proposal

December 15 - Gaia Fund mails notifications of grant awards

Applicants may be asked to submit full proposals prior to the above timeline dates, depending on when the trustees review the initial inquiry.

Gaia Fund does not give extensions to our published deadlines for letters of inquiry and full proposals.