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OMB No 1545-0052

Department of the Treasury Internal Revenue Service

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

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

2011

For	cale	endar year 2011, or tax	year beginning 01-	01-2011 , and	d end	ding 12-31-	2011	
G C1	neck a	Ill that apply	_	of a former public ch		Final ref	turn	
		undation . KAPOR FOUNDATION					entification numbe	er
1111	CHELL	RAPORTOUNDATION				94-3330604		
Num	ber and	d street (or P O box number if mail is	not delivered to street address	s) Room/suite		B Telephone ու	ımber (see page 10 o	of the instructions)
22	01 BRO	ADWAY NO 727				(510) 255-4650)	
Cıtv	or town	n, state, and ZIP code				C If evenntion	application is pendin	g, check here 🕨
		CA 94612				'	rganizations, check h	· <u>,</u>
								•
		ype of organization			'n		rganizations meeting e and attach comput	
		ket value of all assets at end	J Accounting method			E If private for	undation status was t	erminated
of	ear (t	from Part II, col. (c),	Other (specify)	_			n 507(b)(1)(A), chec	
line	e 16) F	*\$ 37,197,308	(Part I, column (d) mus	t be on cash basıs.)			ation is in a 60-mont n 507(b)(1)(B), chec	
Pa	rt I	Analysis of Revenue total of amounts in columns (b), necessarily equal the amounts in the instructions)	(c), and (d) may not	(a) Revenue and expenses per books	(b) l	Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
	1	Contributions, gifts, grants, etc , red	eived (attach schedule)	500				
	2	Check F 🔽 if the foundation is no	t required to attach Sch B					
	3	Interest on savings and temp	orary cash investments	2,891		2,891		
	4	Dividends and interest from s	ecurities	59,300		59,300		
	5a	Gross rents						
Reveinue	Ь	Net rental income or (loss) _						
	6a	Net gain or (loss) from sale o	fassets not on line 10	208,264				
	Ь	Gross sales price for all assets on lin						
ğ	7	Capital gain net income (from				208,264		
_	8	Net short-term capital gain						
	9	Income modifications	1					
	10a	Gross sales less returns and allowar						
	b c	Less Cost of goods sold . Gross profit or (loss) (attach						
	11	Other income (attach schedu		163,596		160,714		
	12	Total. Add lines 1 through 11	-			431,169		
	13	Compensation of officers, dire		115,000		11,500		103,500
	14	O ther employee salaries and				24,045		216,407
ŞφŞ	15	Pension plans, employee ben	efits	50,348		5,035		45,313
Ψ	16a	Legal fees (attach schedule)		5,035		0		5,035
Expenses	ь	Accounting fees (attach sche	dule)	32,900		0		32,900
	С .	Other professional fees (atta	ch schedule)	348,430		26,341		322,089
and Administrative	17	Interest						
Ξ	18	Taxes (attach schedule) (see page	14 of the instructions)	42,112		12,148		25,964
ᇤ	19	Depreciation (attach schedul	e) and depletion	9,866		0		
ΑĠ	20	Occupancy		32,420		3,242		29,178
뒫	21	Travel, conferences, and mee	-	77,808		0		77,808
	22	Printing and publications .		AET				
Operating	23	Other expenses (attach sche		355,277		305,776		49,501
e G	24	Total operating and administ	-			202.22=		227
ā		Add lines 13 through 23 .				388,087		907,695
_	25	Contributions, gifts, grants pa				200 007		4,301,055 5,208,750
	26	Total expenses and disburseme	nts. Add lines 24 and 25	5,424,348		388,087		3,208,750
	27	Subtract line 26 from line 12 Excess of revenue over exper	ises and dishursements	-4,989,797				
	a b	Net investment income (if ne		1,505,757		43,082		
	C	Adjusted net income (if nega	-			13,002		
	<u> </u>	, (ii nega		Ĺ				I.

Pa	rt II	Balance Sheets Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions)	Beginning of year	(la) Daala (d	End of	
	1	Cash—non-interest-bearing	(a) Book Value 8,139,420	(b) Book Va	120,523	(c) Fair Market Value 6,120,523
	2	Savings and temporary cash investments		5,.	.20,020	
	3	Accounts receivable				
		Less allowance for doubtful accounts				
	4	Pledges receivable				
	~	Less allowance for doubtful accounts				
	5	Grants receivable			-+	
	_	Receivables due from officers, directors, trustees, and other			-+	
	6	disqualified persons (attach schedule) (see page 15 of the				
		Instructions)				
	_	Other notes and loans receivable (attach schedule)				
	7	———————				
10		Less allowance for doubtful accounts 🕨				
Assets	8	Inventories for sale or use				
AS.	9	Prepaid expenses and deferred charges	97,832		94,542	94,542
-	10a	Investments—U S and state government obligations (attach schedule)				
	ь	Investments—corporate stock (attach schedule)				
	С	Investments—corporate bonds (attach schedule)				
	11	Investments—land, buildings, and equipment basis 🕨				
		Less accumulated depreciation (attach schedule)				
	12	Investments—mortgage loans				
	13	Investments—other (attach schedule)	33,701,090	30,9	965,957	30,965,957
	14	Land, buildings, and equipment basis 🕨 32,298				
		Less accumulated depreciation (attach schedule) > 16,306	17,742		15,992	15,992
	15	Other assets (describe)	202	% 3	294	294
	16	Total assets (to be completed by all filers—see the				
		instructions Also, see page 1, item I)	41,956,286	37,:	197,308	37,197,308
	17	Accounts payable and accrued expenses	168,356	-	204,505	
	18	Grants payable	355,460	:	177,980	
ý.	19	Deferred revenue				
Itles	20	Loans from officers, directors, trustees, and other disqualified persons				
Liabil	21	Mortgages and other notes payable (attach schedule)				
Ĭ	22		342,944	19 3	72,092	
	23	Total liabilities (add lines 17 through 22)	866,760	4	154,577	
		Foundations that follow SFAS 117, check here 🕨 🔽				
.A		and complete lines 24 through 26 and lines 30 and 31.				
Balances	24	Unrestricted	41,089,526	36,7	742,731	
<u>a</u>	25	Temporarily restricted				
8	26	Permanently restricted				
Fund		Foundations that do not follow SFAS 117, check here 🕨 🦵				
Fu		and complete lines 27 through 31.				
ŏ	27	Capital stock, trust principal, or current funds				
Ş	28	Paid-in or capital surplus, or land, bldg , and equipment fund				
Assets	29	Retained earnings, accumulated income, endowment, or other funds				
	30	Total net assets or fund balances (see page 17 of the				
Ř		ınstructions)	41,089,526	36,7	742,731	
	31	Total liabilities and net assets/fund balances (see page 17 of				
		the instructions)	41,956,286	37,:	197,308	
Pa	rt II	Analysis of Changes in Net Assets or Fund Balances				_
1		Total net assets or fund balances at beginning of year—Part II, column	ı (a), lıne 30 (must a	gree		
		with end-of-year figure reported on prior year's return)		-	1	41,089,526
2		Enter amount from Part I, line 27a			2	-4,989,797
3		Other increases not included in line 2 (itemize)			3	643,002
4		Add lines 1, 2, and 3			4	36,742,731
5		Decreases not included in line 2 (itemize)			5	0
6		Total net assets or fund balances at end of year (line 4 minus line 5)—			5	36,742,731

		ne kınd(s) of property sold (e g , re use, or common stock, 200 shs M	(b) How acquired P—Purchase D—Donation	(c) Date acquired (mo , day, yr)	(d) Date sold (mo , day, yr)	
1a	See Additional Data Ta	ble				
b						
С						
d						
e					Ļ	
(4	e) Gross sales price	(f) Depreciation allowe (or allowable)	1	t or other basis pense of sale		or (loss)) mınus (g)
а	See Additional Data Ta	ble				
b						
С						
d						
e						
Сс	omplete only for assets sh	owing gain in column (h) and owne				(h) gain minus
(i)	FM V as of 12/31/69	(j) Adjusted basis as of 12/31/69		cess of col (1) col (j), ıf any		less than -0-) or om col (h))
а	See Additional Data Ta	ble				
b						
С						
d						
e						
2	Capital gain net income	e or (net capital loss)	If gain, also enter If (loss), enter -0-		2	208,26
3	Net short-term capital	gain or (loss) as defined in sectio	ns 1222(5) and (6))	_	
		rt I, line 8, column (c) (see pages	13 and 17 of the I	nstructions))	
	If (loss), enter -0- in Pa	art I , line 8			J 3	
as the	," the foundation does not	ave this part blank section 4942 tax on the distributa qualify under section 4940(e) Do			eriod?	
			•	•		Yes ✓ No
		it in each column for each year, se	•	•		│ Yes
Base	(a) e period years Calendar (or tax year beginning in)	t in each column for each year, so (b) Adjusted qualifying distributions	•	nstructions before	makıng any entries (d) Distributioi (col (b) divided	n ratio
Base	(a) e period years Calendar	(b)	ee page 18 of the ir	nstructions before	(d) Distributioi	n ratio by col (c))
Base	(a) e penod years Calendar (or tax year beginning in)	(b) Adjusted qualifying distributions	ee page 18 of the ir	nstructions before	(d) Distributioi	n ratio by col (c)) 0 122367
Base	(a) e period years Calendar for tax year beginning in) 2010 2009 2008	(b) Adjusted qualifying distributions 5,125,339 5,209,981 5,762,775	ee page 18 of the ir	nstructions before ritable-use assets 41,885,145 44,272,701 54,147,074	(d) Distributioi	n ratio by col (c)) 0 122367 0 117679 0 106428
Base	(a) e penod years Calendar (or tax year beginning in) 2010 2009 2008 2007	(b) Adjusted qualifying distributions 5,125,339 5,209,981 5,762,775 7,816,497	ee page 18 of the ir	nstructions before ritable-use assets 41,885,145 44,272,701 54,147,074 58,868,021	(d) Distributioi	n ratio by col (c)) 0 122367 0 117679 0 106428 0 132780
Base	(a) e period years Calendar for tax year beginning in) 2010 2009 2008	(b) Adjusted qualifying distributions 5,125,339 5,209,981 5,762,775	ee page 18 of the ir	nstructions before ritable-use assets 41,885,145 44,272,701 54,147,074	(d) Distributioi	n ratio by col (c)) 0 122367 0 117679 0 106428 0 132780
Base	(a) e period years Calendar (or tax year beginning in) 2010 2009 2008 2007 2006	(b) Adjusted qualifying distributions 5,125,339 5,209,981 5,762,775 7,816,497 1,425,519	ee page 18 of the ir (c) Net value of nonchar	nstructions before ritable-use assets 41,885,145 44,272,701 54,147,074 58,868,021	(d) Distributioi	n ratio by col (c)) 0 122367 0 117679 0 106428 0 132780 0 028629
Base year ((a) e period years Calendar for tax year beginning in) 2010 2009 2008 2007 2006 Total of line 1, column a	(b) Adjusted qualifying distributions 5,125,339 5,209,981 5,762,775 7,816,497 1,425,519 (d)	ee page 18 of the ir (c) Net value of nonchar	nstructions before 11.885,145 41,885,145 44,272,701 54,147,074 58,868,021 49,793,542 1	(d) Distribution (col (b) divided	n ratio by col (c)) 0 122367 0 117679 0 106428 0 132780 0 028629
Base year ((a) e period years Calendar for tax year beginning in) 2010 2009 2008 2007 2006 Total of line 1, column a	(b) Adjusted qualifying distributions 5,125,339 5,209,981 5,762,775 7,816,497 1,425,519 (d)	ee page 18 of the ir (c) Net value of nonchar	nstructions before 11.885,145 41,885,145 44,272,701 54,147,074 58,868,021 49,793,542 1	(d) Distribution (col (b) divided	n ratio by col (c)) 0 122367 0 117679 0 106428 0 132780 0 028629
Base year ((a) e period years Calendar for tax year beginning in) 2010 2009 2008 2007 2006 Total of line 1, column of Average distribution rathe number of years the	(b) Adjusted qualifying distributions 5,125,339 5,209,981 5,762,775 7,816,497 1,425,519 (d)	ee page 18 of the ir (c) Net value of nonchar	nstructions before 11.885,145 44,272,701 54,147,074 58,868,021 49,793,542 e 2 by 5, or by rs	(d) Distribution (col (b) divided	n ratio by col (c)) 0 122367 0 117679 0 106428 0 132780 0 028629 0 50788
Base year ((a) e period years Calendar for tax year beginning in) 2010 2009 2008 2007 2006 Total of line 1, column of Average distribution rathe number of years the	(b) Adjusted qualifying distributions 5,125,339 5,209,981 5,762,775 7,816,497 1,425,519 (d)	ee page 18 of the ir (c) Net value of nonchar	nstructions before 11.885,145 44,272,701 54,147,074 58,868,021 49,793,542 e 2 by 5, or by rs	(d) Distribution (col (b) divided	n ratio by col (c)) 0 122367 0 117679 0 106428 0 132780 0 028629 0 50788 0 10157
Base year ((a) e period years Calendar for tax year beginning in) 2010 2009 2008 2007 2006 Total of line 1, column a A verage distribution rathe number of years the Enter the net value of n Multiply line 4 by line 3	(b) Adjusted qualifying distributions 5,125,339 5,209,981 5,762,775 7,816,497 1,425,519 (d)	Net value of nonchare if less than 5 years.	nstructions before 1,885,145 44,272,701 54,147,074 58,868,021 49,793,542 e 2 by 5, or by rs	(d) Distribution (col (b) divided	n ratio by col (c)) 0 122367 0 117679 0 106428 0 132780 0 028629 0 50788 0 10157 38,613,23
Base year ((a) e period years Calendar for tax year beginning in) 2010 2009 2008 2007 2006 Total of line 1, column a A verage distribution rathe number of years the Enter the net value of n Multiply line 4 by line 3	(b) Adjusted qualifying distributions 5,125,339 5,209,981 5,762,775 7,816,497 1,425,519 (d)	Net value of nonchare if less than 5 years.	nstructions before 1,885,145 44,272,701 54,147,074 58,868,021 49,793,542 e 2 by 5, or by rs	2 3 4	n ratio
Base year ((a) e period years Calendar for tax year beginning in) 2010 2009 2008 2007 2006 Total of line 1, column of the number of years the the net value of note that the second of the se	(b) Adjusted qualifying distributions 5,125,339 5,209,981 5,762,775 7,816,497 1,425,519 (d)	Net value of nonchare if less than 5 years. If from Part X, line 5	nstructions before 1,885,145 44,272,701 54,147,074 58,868,021 49,793,542 e 2 by 5, or by rs	2 3 4 5 6	n ratio by col (c)) 0 122367 0 117679 0 106428 0 132780 0 028629 0 50788 0 10157 38,613,23

Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses

11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the			
	meaning of section 512(b)(13)? If "Yes," attach schedule (see page 20 of the instructions)	11		No
12	Did the foundation acquire a direct or indirect interest in any applicable insurance contract before August 17, 2008?	12		No
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application?	13	Yes	
	Website address ►WWW MKF ORG			
14	The books are in care of ►THE FOUNDATION Telephone no ►(510)	255-	4650	
	Located at ►2201 BROADWAY NO 727 OAKLAND CA ZIP+4 ►94612			
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 —Check here			
13	and enter the amount of tax-exempt interest received or accrued during the year	•		- ,
16			1 1	
16	At any time during calendar year 2011, did the foundation have an interest in or a signature or other authority over	l	Yes	No
	a bank, securities, or other financial account in a foreign country?	16		No
	See the instructions for exceptions and filing requirements for Form TD F 90-22 1 If "Yes", enter the name of the foreign country			
Par	t 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?			
	(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from)			
	a disqualified person?			
	(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)?			
	(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)			
ь	If any answer is "Yes" to 1a(1)–(6), did any of the acts fail to qualify under the exceptions described in Regulations			
_	section 53 4941(d)-3 or in a current notice regarding disaster assistance (see page 20 of the instructions)?	1b		No
	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		No
2	Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private			
	operating foundation defined in section 4942(j)(3) or 4942(j)(5))			
а	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 ▶ 20, 20, 20, 20			
b	Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2)			
	(relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2)			
	to all years listed, answer "No" and attach statement—see page 20 of the instructions)	2b		
С	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			
За	Did the foundation hold more than a 2% direct or indirect interest in any business			
L	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		
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a		No
b	Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its			
-	charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2011?	4b		No
			-PF (2011)

D- 1 1/777	Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees,	
Part VIII	and Contractors (continued)	

3 Five highest-paid independent contractors for professional ser (a) Name and address of each person paid more than \$50,000	vices (see page 23 of the instructions). If none, e (b) Type of service	nter "NONE". (c) Compensation
KAPOR ENTERPRISES INC	BACK OFFICE SUPPORT	220,120
2201 BROADWAY SUITE 725 OAKLAND,CA 94612		
Part IX-A Summary of Direct Charitable Activities		0
List the foundation's four largest direct charitable activities during the tax year. Incorganizations and other beneficiaries served, conferences convened, research paper	lude relevant statistical information such as the number of	Expenses
1	, ,	
2		
3		
4		
Part IX-B Summary of Program-Related Investme		
Describe the two largest program-related investments made by the foundation	during the tax year on lines 1 and 2	A mount
2		
All ablances and a state of an artist of the state of the		
All other program-related investments See page 24 of the instru 3	actions	
Total. Add lines 1 through 3		0

Form	990-PF (2011)		Page 8
Pa	Minimum Investment Return (All domestic foundations must complete this part. For see page 24 of the instructions.)	reign	foundations,
1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc ,		
	purposes		
а	A verage monthly fair market value of securities	1a	31,190,482
b	A verage of monthly cash balances	1b	8,010,767
C	Fair market value of all other assets (see page 24 of the instructions)	1c	0
d	Total (add lines 1a, b, and c)	1d	39,201,249
e	Reduction claimed for blockage or other factors reported on lines 1a and		
	1c (attach detailed explanation)		
2	Acquisition indebtedness applicable to line 1 assets	2	0
3	Subtract line 2 from line 1d	3	39,201,249
4	Cash deemed held for charitable activities Enter 1 1/2% of line 3 (for greater amount, see page 25		
	of the instructions)	4	588,019
5	Net value of noncharitable-use assets. Subtract line 4 from line 3 Enter here and on Part V, line 4	5	38,613,230
6	Minimum investment return. Enter 5% of line 5	6	1,930,662
Dai	Distributable Amount (see page 25 of the instructions) (Section 4942(j)(3) and (j)(
	foundations and certain foreign organizations check here 🕨 📗 and do not complete t	his pa	art.)
1	Minimum investment return from Part X, line 6	1	1,930,662
2a	Tax on investment income for 2011 from Part VI, line 5 2a 431		
b	Income tax for 2011 (This does not include the tax from Part VI) 2b		
c	Add lines 2a and 2b	2c	431
3	Distributable amount before adjustments Subtract line 2c from line 1	3	1,930,231
4	Recoveries of amounts treated as qualifying distributions	4	0
5	Add lines 3 and 4	5	1,930,231
6	Deduction from distributable amount (see page 25 of the instructions)	6	0
7	Distributable amount as adjusted Subtract line 6 from line 5 Enter here and on Part XIII,		
	line 1	7	1,930,231
Par	Qualifying Distributions (see page 25 of the instructions)		
1	A mounts paid (including administrative expenses) to accomplish charitable, etc , purposes		
а	Expenses, contributions, gifts, etc —total from Part I, column (d), line 26	1a	5,208,750
b	Program-related investments—total from Part IX-B	1b	0
2	A mounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc ,		
	purposes	2	7,116
3	A mounts set aside for specific charitable projects that satisfy the		.,===
a	Suitability test (prior IRS approval required)	За	
b	Cash distribution test (attach the required schedule).	3b	
4	Qualifying distributions. Add lines 1a through 3b Enter here and on Part V, line 8, and Part XIII, line 4	4	5,215,866
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment	-	3,213,800
		_	424
•	Income Enter 1% of Part I, line 27b (see page 26 of the instructions)	5	431
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	5,215,435
	the section 4940(e) reduction of tax in those years	ner the	e loundation qualines for

	ondistributed income (see page	26 of the mstructi	UIIS)		
		(a) Corpus	(b) Years prior to 2010	(c) 2010	(d) 2011
1	Distributable amount for 2011 from Part XI, line 7		·		1,930,231
	Undistributed income, if any, as of the end of 2011				
	Enter amount for 2010 only			0	
	Total for prior years 20		0		
	Excess distributions carryover, if any, to 2011				
	From 2006				
	From 2007				
	From 2008 3,087,419				
	From 2009 2,996,346				
	From 2010 3,031,082				
	Total of lines 3a through e	14,217,673			
	Qualifying distributions for 2011 from Part				
•	XII, line 4 🕨 \$ 5,215,866				
а	Applied to 2010, but not more than line 2a			0	
	Applied to undistributed income of prior years				
_	(Election required—see page 26 of the instructions)		0		
c	Treated as distributions out of corpus (Election				
	required—see page 26 of the instructions)	0			
d	Applied to 2011 distributable amount				1,930,231
е	Remaining amount distributed out of corpus	3,285,635			
5	Excess distributions carryover applied to 2011	0			0
	(If an amount appears ın column (d), the				
	same amount must be shown in column (a).)				
6	Enter the net total of each column as				
_	indicated below:	17,503,308			
	Corpus Add lines 3f, 4c, and 4e Subtract line 5	17,303,300			
D	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)		0		
	tax has been previously assessed		0		
d	Subtract line 6c from line 6b Taxable amount—see page 27 of the instructions		0		
_	Undistributed income for 2010 Subtract line				
_	4a from line 2a Taxable amount—see page 27				
	of the instructions			0	
f	Undistributed income for 2011 Subtract				
	lines 4d and 5 from line 1 This amount must				0
_	be distributed in 2011				<u> </u>
7	Amounts treated as distributions out of				
	corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see page 27				
	of the instructions)	0			
8	Excess distributions carryover from 2006 not				
	applied on line 5 or line 7 (see page 27 of the	0			
	instructions)	0			
9	Excess distributions carryover to 2012.	17,503,308			
10	Subtract lines 7 and 8 from line 6a	27,303,300			
	Analysis of line 9 Excess from 2007 5,102,826				
	Excess from 2007				
_	Excess from 2009 2,996,346				
	Excess from 2010 3,031,082				
	Excess from 2011 3,031,002				
-	2,0000 Hom 2011: 1 1 1 1				

	m 990-PF (2011)					Page 10
	art XIV Private Operating Foun		_		rt VII-A, question	9)
1a	If the foundation has received a ruling or defoundation, and the ruling is effective for 20		•			
		-	_			
	Check box to indicate whether the organiza		perating foundation		on I 4942(j)(3) o	r 4942(j)(5)
2a	Enter the lesser of the adjusted net income from Part I or the minimum	Tax year		Prior 3 years	1	(e) Total
	investment return from Part X for each	(a) 2011	(b) 2010	(c) 2009	(d) 2008	
	year listed					
	85% of line 2a					
С	Qualifying distributions from Part XII,					
d	line 4 for each year listed					
u	for active conduct of exempt activities					
е	Qualifying distributions made directly					
	for active conduct of exempt activities					
2	Subtract line 2d from line 2c					
3	Complete 3a, b, or c for the alternative test relied upon					
а	"Assets" alternative test—enter					
	(1) Value of all assets					
	(2) Value of assets qualifying					
	under section 4942(j)(3)(B)(i)					
b	"Endowment" alternative test— enter 2/3					
	of minimum investment return shown in Part X, line 6 for each year listed					
С	"Support" alternative test—enter					
_	(1) Total support other than gross					
	investment income (interest,					
	dividends, rents, payments					
	on securities loans (section 512(a)(5)), or royalties)					
	(2) Support from general public					
	and 5 or more exempt					
	organizations as provided in					
	section 4942(j)(3)(B)(iii)					
	(3) Largest amount of support					
	from an exempt organization (4) Gross investment income					
Da	rt XV Supplementary Informatio	n (Complete t	is part only if	the organizati	on had \$5 000 a	or more in
	assets at any time during t					or more m
	List any managers of the foundation who ha before the close of any tax year (but only if See Additional Data Table List any managers of the foundation who ow ownership of a partnership or other entity)	they have contribution that the state of the	uted more than \$5 the stock of a corp	,000) (See section	507(d)(2))	
2	Information Regarding Contribution, Grant	, Gift, Loan, Schola	rship, etc., Progra	ms:		
	Check here I if the foundation only mak unsolicited requests for funds If the foundations, complete items 2a,	atıon makes gıfts, q				
а	The name, address, and telephone number APPLICATIONS ACCEPTED ONLINE ON 2201 BROADWAY SUITE 727 OAKLAND, CA 94612 (510) 255-4650		hom applications s	should be addresse	d	
	The form in which applications should be s WE HAVE A PAPER-FREE PROCESS, SO APPLICANTS MUST HAVE A CONVERSA REQUEST WE USUALLY FOLLOW UP WI' SUPPORTING BEFORE MAKING A RECO RECOMMENDATIONS WE ARE PARTICU JUSTICE ANALYSIS AND AN INTEGRAT LEADERSHIP/CONSTITUENCY OF AND REPRESENTATION ON STAFF AND BOA MISSION, REACH, AND EFFICIENCY, A	ALL GRANT REQUATION WITH THE THA PHONE CAL MMENDATION TO JLARLY INTERESTED USE OF INFOIFOCUS ON LOW-1RD, APPROPRIAT	JESTS MUST BE S APPROPRIATE F L OR SITE VISIT D OUR BOARD, W FED IN WORKING RMATION TECHN INCOME COMMU TE USE OF AVAIL	SUBMITTED USING OUNDATION STANTO ORGANIZATION OF THE PROPERTY	GOUR ONLINE APP FF BEFORE SUBMIT ONS WE ARE INTER ULARLY TO CONSI TIONS THAT HAVE ERATIONS INCLUD R, APPROPRIATE D ON TECHNOLOGY	TING A GRANT RESTED IN DER GRANT E A RACIAL E IVERSE TO FURTHER
	Any submission deadlines ONGOING					
d	Any restrictions or limitations on awards, s factors	such as by geograp	phical areas, chari	table fields, kinds o	f institutions, or othe	er
	IN ORDER TO BE ELIGIBLE FOR A GRAN STATUS AND BE CLASSIFIED AS "NOT QUALIFIED FISCAL SPONSOR THE FOUNDS (1) ORGANIZATIONS THAT ARE SIMILARLY QUALIFIED FISCAL SPONSO (2) ACADEMIC RESEARCH NOT RELATE DOES NOT HAVE PRACTICAL APPLICA ACTIVITIES, OR (4) PROGRAMS THAT I	A PRIVATE FOUN JNDATION NEVE NOT QUALIFIED OR SUPPORTING ED TO OR SUPPOF TIONS WHICH HE	DATION" UNDER R FUNDS INDIVII CHARITIES WIT ORGANIZATION RTIVE OF OTHER ELP OUR TARGET	R SECTION 509(A) DUALS FOR PERSO H IRS 501(C)(3) S NS GENERALLY DO ONGOING FOUNI POPULATIONS, (), OR HAVE A SIMIL DNAL PROJECTS, A TATUS OR THAT D NOT QUALIFY FOI DATION INTEREST	LARLY ND RARELY O NOT HAVE A R OUR GRANTS, S, OR THAT

Form 990-PF (2011) Part XV Supplementary Inform	nation (continued)			Page 1
3 Grants and Contributions Paid	During the Year or App	proved for F	uture Payment	
Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager	Foundation status of recipient	Purpose of grant or contribution	A mount
	or substantial contributor	recipient		
a Paid during the year See Additional Data Table				
Total				4,301,05
b Approved for future payment				
T-4-1			Ne. ⊃L	

	-A Analysis of Income-Produc			Excluded by section	n 512 - 512 - or 514	(e)
-		(a) Business code	(b) A mount	(c) Exclusion code	(d) A mount	Related or exempt function income (See page 28 of the instructions)
b	and contracts from government agencies riship dues and assessments on savings and temporary cash investments and and interest from securities	523000 528 to verify calco the Accomuch income is re	ulations) plishment of E ported in column(Exempt Purpos e) of Part XVI-A c	es ontributed importa	2,53 2,53 434,051
9	CONFERENCES ARE GIVEN TO PROVI PRACTITIONERS IN PREPARING STUI CHARITABLE PURPOSES					

Part	: XVII	Information Re Noncharitable			ansacti	ions and Re	elationships With	ו		
1 Did	the orgar	nization directly or indirectly			r organizati	on described in se	ection		Yes	No
501	(c) of the	Code (other than section	501(c)(3) organization	ons) or in section 527, rela	ating to poli	ıtıcal organızatıon	s?			
a Tra	nsfers 1	from the reporting four	ndation to a noncl	naritable exempt orga	anızatıon	of				
				-				. 1a(1)		No
		assets						. 1a(2)		No
` `		sactions								
(1)	(1) Sales of assets to a noncharitable exempt organization							1b(1)		No
		ases of assets from a								No
		l of facilities, equipme								No
		ursement arrangemer								No
		or loan guarantees.								No
		nance of services or n								No
		facılıtıes, equipment,								No
of t	he good	ver to any of the above is, other assets, or se saction or sharing arr	rvices given by tl angement, show i	ne reporting foundation n column (d) the valu	on Ifthe ue of the (foundation rec goods, other a	eived less than fair r ssets, or services re	narket value ceived	1	
(a) Line	e No	(b) Amount involved	(c) Name of nonch	arıtable exempt organızat	tion (d) Description of	transfers, transactions, a	nd sharing arra	ngemer	nts
-										
des	scribed	dation directly or indi in section 501(c) of the omplete the following s	he Code (other th schedule	an section 501(c)(3))) or in se			Г _Ү е	es F	√ No
	T	(a) Name of organization	n	(b) Type of org	anızatıon		(c) Description of	relationship		
	the be	r penalties of perjury, est of my knowledge a I on all information of v *****	nd belief, it is true	e, correct, and compl			parer (other than taxp			
	Sı	gnature of officer or tr	ustee		Date Title		Title			
Sign Here		Preparer's ROBE	ERT A DOCILI		Da	ate	Check if self- employed •	IN P00303	3463	
Š	Paid Preparer's Use Only	Firm's name 🕨	HOOD & ST	RONG LLP			Firm's EIN ► 94-12	54756		
	- 전 전 S - 전 전 S - 전 전 S		100 FIRST	STREET 14TH FLOC) R					
		Firm's address 🕨	SAN FRANC	CISCO,CA 94105			Phone no (415) 78	1-0793		
May th	e IRS d	 scuss this return with	the preparer sho	wn above? See instri	uctions			-	No	

Additional Data

Software ID: Software Version:

EIN: 94-3330604

Name: MITCHELL KAPOR FOUNDATION

Form 990PF - Special Condition Description:

Special Condition Description

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns a - d

·			
(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)
GENERATION IM FUND PLC			2011-01-04
GENERATION IM FUND PLC			2011-06-30
GENERATION IM FUND PLC			2011-09-30
CAPRICORN INVESTMENT GROUP			2011-02-01
CAPRICORN INVESTMENT GROUP			2011-03-01
CAPRICORN INVESTMENT GROUP			2011-07-01
CAPRICORN INVESTMENT GROUP			2011-08-01
CAPITAL GAINS FROM PASSTHROUGHS	Р		2011-12-31

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns e - h

(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)
127,933		80,210	47,723
1,014,907		627,310	387,597
17,007		13,976	3,031
2,700,000		2,803,454	-103,454
600,000		617,511	-17,511
300,000		297,004	2,996
200,000	_	196,096	3,904
		116,022	-116,022

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns i - I

Complete only for assets show	(I) Gains (Col (h) gain minus		
(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (ı) over col (j), ıf any	col (k), but not less than -0-) or Losses (from col (h))
			47,723
			387,597
			3,031
			-103,454
			-17,511
			2,996
			3,904
			-116,022

Form 990PF Part VIII Line 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	
MITCHELL D KAPOR	PRESIDENT	0	0	0	
2201 BROADWAY SUITE 727 OAKLAND,CA 94612	5 00				
FREADA KAPOR KLEIN	DIRECTOR	0	0	0	
2201 BROADWAY SUITE 727 OAKLAND,CA 94612	5 00				
STEPHEN DEBERRY	TREASURER	0	0	0	
2201 BROADWAY SUITE 727 OAKLAND,CA 94612	5 00				
CEDRIC BROWN	CEO	115,000	8,750	0	
2201 BROADWAY SUITE 727 OAKLAND,CA 94612	5 00				
JASON BANKS	CHAIR, AUDIT	0	0	0	
2201 BROADWAY SUITE 727 OAKLAND,CA 94612	COMMITTEE 5 00				

Form 990PF Part XV Line 1a - 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).

MIT	CH	FII	ח	ΚΔ	POR	

FREADA KAPOR KLEIN

Form 990PF Part XV Line 3 - Gra			1	<u> </u>
Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager	Foundation status of recipient	Purpose of grant or contribution	A mount
a Paid during the year	or substantial contributor			
100 BLACK MEN OF THE BAY AREA INC1638 12TH STREET OAKLAND, CA 94607	NONE	PUBLIC CHARITY	EDUCATION	5,000
A NEW WAY OF LIFE RE-ENTRY PROJECTPO BOX 875288 LOS ANGELES, CA 98087	NONE	PUBLIC CHARITY	ENVIRONMENTAL	8,000
ACT FOR MENTAL HEALTH441 PARK AVENUE SAN JOSE, CA 95110	NONE	PUBLIC CHARITY	SPECIAL OPPORTUNITIES - STAFF	1,500
ADVANCEMENT PROJECT1220 L STREET NW SUITE 850 WASHINGTON, DC 20005	NONE	PUBLIC CHARITY	CIVIC PARTICPATION	20,000
ALL STARS HELPING KIDS970 MAIN STREET REDWOOD CITY, CA 94063	NONE	PUBLIC CHARITY	SPECIAL OPPORTUNITIES - STAFF	1,000
AMERICAN FILM FOUNDATION345 ADELAIDE DRIVE SANTA MONICA,CA 90402	NONE	PUBLIC CHARITY	CIVIC PARTICIPATION	50,000
ASAP3750 - 18TH STREET SAN FRANCISCO,CA 94114	NONE	PUBLIC CHARITY	EDUCATION	25,000
ASIAN COMMUNITIES FOR REPRODUCTIVEJUSTICE1440 BROADWAY SUITE 301 OAKLAND,CA 94612	NONE	PUBLIC CHARITY	EDUCATION	30,000
ASIAN PACIFIC ENVIRONMENTAL NETWORK310 8TH ST SUITE 309 OAKLAND,CA 94607	NONE	PUBLIC CHARITY	CIVIC PARTICIPATION	8,000
ASIAN PACIFIC ENVIRONMENTAL NETWORK311 8TH ST SUITE 309 OAKLAND,CA 94608	NONE	PUBLIC CHARITY	CIVIC PARTICIPATION	45,000
AT THE CROSSROADS333 VALENCIA STREET SUITE 320 SAN FRANCISCO, CA 94103	NONE	PUBLIC CHARITY	SPECIAL OPPORTUNITIES - STAFF	1,500
BAY AREA BLACK UNITED FUND 1212 BROADWAY SUITE 810 OAKLAND,CA 94612	NONE	PUBLIC CHARITY	EDUCATION	5,000
BAYVIEW ASSOCIATION FOR YOUTH1201 MENDELL STREET SAN FRANCISCO, CA 94124	NONE	PUBLIC CHARITY	EDUCATION	5,000
BERKELEY ORGANIZING CONGREGATIONS FOR ACT1950 ADDISON STREET SUITE 108 BERKELEY,CA 94704	NONE	PUBLIC CHARITY	ENVIRONMENTAL	15,000
BERKELEY YMCA2001 ALLSTON WAY SUITE 101 BERKELEY,CA 94704	NONE	PUBLIC CHARITY	CIVIC PARTICIPATION	1,500
BIOTECH PARTNERSPO BOX 2186 BERKELEY,CA 94704	NONE	PUBLIC CHARITY	EDUCATION	5,000
BRIGHTLINE DEFENSE PROJECT 1028A HOWARD STREET SAN FRANCISCO, CA 94103	NONE	PUBLIC CHARITY	CIVIC PARTICIPATION	45,000
BUILDING DIVERSITY IN SCIENCE 1618 SULLIVAN AVENUE DALY CITY,CA 94015	NONE	PUBLIC CHARITY	EDUCATION	5,000
CALIFORNIA ALLIANCE OF A A EDUCATORSPO BOX 3134 SAN JOSE,CA 95156	NONE	PUBLIC CHARITY	EDUCATION	25,000
CALIFORNIA PRISON FOCUS1904 FRANKLIN ST STE 507 OAKLAND,CA 94612	NONE	PUBLIC CHARITY	SPECIAL OPPORTUNITIES - STAFF	1,500
CALIFORNIA REENTRY PROGRAM PO BOX 483 SAN QUENTIN,CA 94964	NONE	PUBLIC CHARITY	CIVIC PARTICIPATION	8,000
CAMPAIGN FOR YOUTH JUSTICE 1012 14 STREET NW WASHINGTON, DC 20005	NONE	PUBLIC CHARITY	CIVIC PARTICIPATION	20,000
CAUSA JUSTA JUST CAUSEPO BOX 3596 OAKLAND,CA 94609	NONE	PUBLIC CHARITY	ENVIRONMENTAL	30,000
CAUSA JUSTA JUST CAUSEPO BOX 3596 OAKLAND,CA 94609	NONE	PUBLIC CHARITY	CIVIC PARTICIPATION	2,500
CAUSA JUSTA JUST CAUSEPO BOX 3596 OAKLAND,CA 94609	NONE	PUBLIC CHARITY	CIVIC PARTICIPATION	30,000
CAUSA JUSTA JUST CAUSEPO BOX 3596 OAKLAND,CA 94609	NONE	PUBLIC CHARITY	CIVIC PARTICIPATION	40,000
CCISCO CONTRA COSTA INTERFAITH S COM724 FERRY STREET MARTINEZ,CA 94553	NONE	PUBLIC CHARITY	CIVIC PARTICIPATION	35,000
CENTER FOR COMMUNITY CHANGE 1536 U STREET NW WASHINGTON, DC 20009	NONE	PUBLIC CHARITY	ENVIRONMENTAL	20,000
CENTER FOR THIRD WORLD ORGANIZATION INC1218 E 21ST STREET OAKLAND, CA 94606	NONE	PUBLIC CHARITY	SPECIAL OPPORTUNITIES - STAFF	9,000
CENTER FOR THIRD WORLD ORGANIZATION INC1218 E 21ST STREET OAKLAND, CA 94606	NONE	PUBLIC CHARITY	CIVIC PARTICIPATION	30,000

			r Future Payment
If recipient is an individual,	Foundation status of	Purpose of grant or contribution	A mount
show any relationship to any foundation manager or substantial contributor	recipient		
NONE	DIIDITO	CDECIAL ORDOSTUM	40055
NONE	CHARITY	STAFF	10,000
NONE	PUBLIC CHARITY	CIVIC PARTICIPATION	30,000
NONE	PUBLIC CHARITY	EDUCATION	25,000
NONE	PUBLIC CHARITY	ENVIRONMENTAL	30,000
NONE	PUBLIC CHARITY	ENVIRONMENTAL	35,000
NONE	PUBLIC CHARITY	EDUCATION	5,000
NONE	PUBLIC CHARITY	CIVIC PARTICIPATION	22,000
NONE	PUBLIC CHARITY	SPECIAL OPPORTUNITIES - BOARD	10,000
NONE	PUBLIC CHARITY	ENVIRONMENTAL	30,000
NONE	PUBLIC CHARITY	CAPACITY BUILDING	27,000
NONE	PUBLIC CHARITY	SPECIAL OPPORTUNITIES - STAFF	20,000
NONE	PUBLIC CHARITY	SPECIAL OPPORTUNITIES - STAFF	500
NONE	PUBLIC CHARITY	CAPACITY BUILDING	37,200
NONE	PUBLIC CHARITY	SPECIAL OPPORTUNITIES - STAFF	1,500
NONE	PUBLIC CHARITY	CIVIC PARTICIPATION	5,000
NONE	PUBLIC CHARITY	ENVIRONMENTAL	20,000
NONE	PUBLIC CHARITY	CIVIC PARTICIPATION	1,500
NONE	PUBLIC CHARITY	EDUCATION	45,000
NONE	PUBLIC CHARITY	EDUCATION	25,000
NONE	FOUNDATION	EDUCATION	25,000
NONE	PUBLIC CHARITY	EDUCATION	25,000
NONE	PUBLIC CHARITY	SPECIAL OPPORTUNITIES - STAFF	1,500
NONE	PUBLIC CHARITY	SPECIAL OPPORTUNITIES - STAFF	1,500
NONE	FOUNDATION	CIVIC PARTICIPATION	1,500
NONE	PUBLIC CHARITY	ENVIRONMENTAL	2,500
NONE	PUBLIC CHARITY	CIVIC PARTICIPATION	40,000
NONE	PUBLIC CHARITY	SPECIAL OPPORTUNITIES - STAFF	1,500
NONE	PUBLIC CHARITY	EDUCATION	5,000
NONE	PUBLIC CHARITY	SPECIAL OPPORTUNITIES - STAFF	27,000
NONE	PUBLIC CHARITY	CIVIC PARTICIPATION	5,000
	If recipient is an individual, show any relationship to any foundation manager or substantial contributor. NO NE NO NE	If recipient is an individual, show any relationship to any foundation manager or substantial contributor Foundation manager or recipient NO NE PUBLIC CHARITY NO NE PUBLIC CHARITY	

Form 990PF Part XV Line 3 - G	rants and Contribution	ns Paid During	g the Year or Approved for	r Future Payment
Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager	Foundation status of recipient	Purpose of grant or contribution	A mount
	or substantial contributor			
a Paid during the year GIRLS TO WOMENPO BOX 50368	NONE	PUBLIC	CIVIC PARTICIPATION	1,500
GLOW FOUNDATION 275 - 5TH STREET	NONE	PUBLIC CHARITY	SPECIAL OPPORTUNITIES - STAFF	500
SAN FRANCISCO, CA 94103 GRANT MANAGERS NETWORK141 HOMESTEAD AVENUE	NONE	PUBLIC CHARITY	ENVIRONMENTAL	1,000
WASHINGTON, DC 20005 GRASSROOTS POLICY PROJECT 64R PROSPECT STREET CAMBRIDGE, MA 02139	NONE	PUBLIC CHARITY	ENVIRONMENTAL	12,000
GREEN FOR ALL1611 TELEGRAPH AVENUE SUITE 600 OAKLAND, CA 94612	NONE	PUBLIC CHARITY	ENVIRONMENTAL	6,000
GREEN FOR ALL1611 TELEGRAPH AVENUE SUITE 600 OAKLAND,CA 94612	NONE	PUBLIC CHARITY	ENVIRONMENTAL	32,000
HIDDEN VILLA 26870 MOODY ROAD LOS ALTOS HILLS, CA 94022	NONE	PUBLIC CHARITY	SPECIAL OPPORTUNITIES - STAFF	1,000
HIP HOP CAUCUS EDUCATION FUND INC1112 - 16TH STREET NW STE 110 WASHINGTON, DC 20036	NONE	PUBLIC CHARITY	SPECIAL OPPORTUNITIES - BOARD	20,000
INNER CITY ADVISORS1999 HARRISON STREET SUITE 2220 OAKLAND, CA 94612	NONE	PUBLIC CHARITY	SPECIAL OPPORTUNITIES - STAFF	50,000
INSTITUTE FOR FOOD AND DEVELOPMENT POLICY398 - 60TH STREET OAKLAND, CA 94618	NONE	PUBLIC CHARITY	ENVIRONMENTAL	7,500
JUMA VENTURES131 STEUART ST 201 SAN FRANCISCO, CA 94105	NONE	PUBLIC CHARITY	EDUCATION	25,000
LA COCINA 2948 FOLSOM STREET SAN FRANCISCO, CA 94110	NONE	PUBLIC CHARITY	CIVIC PARTICIPATION	10,000
LAWYERS COMMITTEE CIVIL RIGHTS UNDER LAW1401 NEW YORK AVENUE NW SUITE 400 WASHINGTON, DC 20005	NONE	PUBLIC CHARITY	CIVIC PARTICIPATION	20,000
MAKING WAVES EDUCATION200 - 24TH STREET RICHMOND,CA 94804	NONE	PUBLIC CHARITY	EDUCATION	25,000
MARIN CITY COMMUNITY DEV CORPORATION630 DRAKE AVENUE MARIN CITY, CA 94965	NONE	PUBLIC CHARITY	EDUCATION	25,000
MK LEVEL PLAYING FIELD INSTITUTE543 HOWARD STREET 5TH FLLOR SAN FRANCISCO, CA 94105	SHARED BOARD MEMBERS	PUBLIC CHARITY	EDUCATION	5,000
MK LEVEL PLAYING FIELD INSTITUTE543 HOWARD ST 5TH FLOOR	SHARED BOARD MEMBERS	PUBLIC CHARITY	SPECIAL OPPORTUNITIES - STAFF	50,000
MK LEVEL PLAYING FIELD INSTITUTE543 HOWARD ST 5TH FLOOR	SHARED BOARD MEMBERS	PUBLIC CHARITY	CIVIC PARTICIPATION	10,000
SAN FRANCISCO, CA 94105 MK LEVEL PLAYING FIELD INSTITUTE543 HOWARD STREET 5TH FLLOR	SHARED BOARD MEMBERS	PUBLIC CHARITY	EDUCATION	117,980
MK LEVEL PLAYING FIELD INSTITUTE 2201 BROADWAY	SHARED BOARD MEMBERS	PUBLIC CHARITY	EDUCATION	5,000
MOVEMENT STRATEGY CENTER 436 14TH STREET 5TH FLOOR OAKLAND, CA 94612	NONE	PUBLIC CHARITY	ENVIRONMENTAL	5,000
MOVEMENT STRATEGY CENTER 436 14TH STREET 5TH FLOOR OAKLAND,CA 94612	NONE	PUBLIC CHARITY	CIVIC PARTICIPATION	2,000
MOVEMENT STRATEGY CENTER 436 14TH STREET 5TH FLOOR OAKLAND,CA 94612	NONE	PUBLIC CHARITY	CIVIC PARTICIPATION	15,000
MOVEMENT STRATEGY CENTER 436 14TH STREET 5TH FLOOR OAKLAND,CA 94612	NONE	PUBLIC CHARITY	CIVIC PARTICIPATION	40,000
NAACP4805 MT HOPE DRIVE BALTIMORE, MD 21215	NONE	PUBLIC CHARITY	SPECIAL OPPORTUNITIES - BOARD	50,000
NATIONAL SOCIETY OF BLACK ENGINEERSPO BOX 8841 PITTSBURG,CA 94565	NONE	PUBLIC CHARITY	EDUCATION	5,000
NAT'L COMM FOR RESPONSIVE PHILANTHROPY1331 H ST NW STE 200 WASHINGTON, DC 20005	NONE	PUBLIC CHARITY	CIVIC PARTICIPATION	10,000
NETWORK FOR GOOD7920 NORFOLK AVENUE SUITE 520 BETHESDA, MD 20814	NONE	PUBLIC CHARITY	SPECIAL OPPORTUNITIES - STAFF	1,500
NEW ORGANIZING INSTITUTE EDUCATION FUND1850 M ST NW SUITE 1100 WASHINGTON, DC 20006	NONE	PUBLIC CHARITY	CIVIC PARTICIPATION	20,000
NEW WORLD FOUNDATION666 W END AVENUE SUITE 1B NEW YORK,NY 10025	NONE	FOUNDATION	CIVIC PARTICIPATION	20,000

			g the Year or Approved fo	
Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager	Foundation status of recipient	Purpose of grant or contribution	A mount
a Paid during the year	or substantial contributor			
NEXT GENERATION FOR SCHOLARS INC912 LOOTENS PLACE 1ST FLOOR SAN RAFAEL, CA 94901	NONE	PUBLIC CHARITY	SPECIAL OPPORTUNITIES - STAFF	1,500
NEXT STEP LEARNING CENTER 2222 CURTIS STREET OAKLAND,CA 94607	NONE	PUBLIC CHARITY	SPECIAL OPPORTUNITIES - BOARD	375
NEXT STEP LEARNING CENTER 2222 CURTIS STREET OAKLAND,CA 94607	NONE	PUBLIC CHARITY	EDUCATION	25,000
OJAI FOUNDATION9739 OJAI- SANTA PAULA ROAD OJAI,CA 93023	NONE	FOUNDATION	CIVIC PARTICIPATION	1,500
PARTI PROGRAM2576 GUMDROP DRIVE SAN JOSE, CA 95148	NONE	PUBLIC CHARITY	EDUCATION	5,000
PARTNERSHIP FOR IMMIGRANT LEADERSHIP AND 2601 MISSION STREET SUITE 404 SAN FRANCISCO, CA 94110	NONE	PUBLIC CHARITY	CIVIC PARTICIPATION	20,000
PEOPLE ORGANIZED TO WIN EMPLOYMENT RIGHTS335 SOUTH VAN NESS AVE 2ND FLOOR SAN FRANCISCO, CA 94103	NONE	PUBLIC CHARITY	ENVIRONMENTAL	35,000
PROGRESSIVE TECHNOLOGY PROJECT28010 21ST AVENUE STE 132E MINNEAPOLIS,MN 55401	NONE	PUBLIC CHARITY	CIVIC PARTICIPATION	20,000
PROTEUS FUNDPIPER FUND101 UNIVERSITY DRIVE SUITE A2 AMHERST,MA 01002	NONE	PUBLIC CHARITY	CIVIC PARTICIPATION	20,000
PUBLIC CAMPAIGN1320 19TH STREET NW SUITE M-1 WASHINGTON,DC 20036	NONE	PUBLIC CHARITY	CIVIC PARTICIPATION	20,000
PUEBLO3528 FOOTHILL BOULEVARD OAKLAND,CA 94601	NONE	PUBLIC CHARITY	ENVIRONMENTAL	5,000
PUSHBACK NETWORK330 - 7TH AVENUE 19TH FLOOR NEW YORK,NY 10001	NONE	PUBLIC CHARITY	CIVIC PARTICIPATION	20,000
REALITY MENTOR INCPO BOX 521 HAYWARD,CA 94543	NONE	PUBLIC CHARITY	EDUCATION	5,000
REDF631 HOWARD STREET SUITE 320 SAN FRANCISCO,CA 94105	NONE	PUBLIC CHARITY	ENVIRONMENTAL	35,000
REFUGEE TRANSITIONS870 MARKET STREET SUITE 718 SAN FRANCISCO,CA 94102	NONE	PUBLIC CHARITY	SPECIAL OPPORTUNITIES - STAFF	1,000
RUTGERS UNIVERSITY1 WASHINGTON PARK NEWARK,NJ 07102	NONE	PUBLIC CHARITY	SPECIAL OPPORTUNITIES - BOARD	5,000
SPAAT517 - 22ND STREET UPPER OAKLAND,CA 94612	NONE	PUBLIC CHARITY	EDUCATION	25,000
SAN FRANCISCO FOUNDATION 225 BUSH STREET 5 SAN FRANCISCO,CA 94104	NONE	FOUNDATION	SPECIAL OPPORTUNITIES - BOARD	1,010,000
SAN FRANCISCO FOUNDATION 225 BUSH STREET 5 SAN FRANCISCO,CA 94104	NONE	FOUNDATION	CORE OPERATING	1,010,000
SAN FRANCISCO FREE CLINIC 4900 CALIFORNIA STREET SAN FRANCISCO,CA 94118	NONE	PUBLIC CHARITY	SPECIAL OPPORTUNITIES - BOARD	5,000
SAN FRANCISCO STUDY CENTER 1095 MARKET STREET SUITE 601 SAN FRANCISCO,CA 94103	NONE	PUBLIC CHARITY	EDUCATION	5,000
SCHOOL OF UNITY AND LIBERATION1904 FRANKLIN ST SUITE 904 OAKLAND,CA 94612	NONE	PUBLIC CHARITY	CIVIC PARTICIPATION	9,000
SCIENCE ENGINEERING AND MATHEMATICS LINKPO BOX 30441 OAKLAND, CA 94604	NONE	PUBLIC CHARITY	EDUCATION	5,000
SCOPE1715 W FLORENCE AVE 2ND FL LOS ANGELES, CA 90047	NONE	PUBLIC CHARITY	CIVIC PARTICIPATION	20,000
SEEDS OF PEACE370 LEXINGTON AVE ROOM 2103 NEW YORK, NY 10017	NONE	PUBLIC CHARITY	SPECIAL OPPORTUNITIES - BOARD	5,000
SOLIDAGO FOUNDATION25 MAIN STREET NORTHAMPTON, MA 01060	NONE	FOUNDATION	CIVIC PARTICIPATION	20,000
SOUTHWEST GEORGIA PROJECT FOR COMMUNITY EPO BOX 1933 ALBANY,GA 31702	NONE	PUBLIC CHARITY	EDUCATION	10,000
SOUTHWEST ORGANIZING PROJECT211 - 10TH STREET SW ALBUQUERQUE,NM 87102	NONE	PUBLIC CHARITY	CAPACITY BUILDING	7,000
SUMMER SCIENCE PROGRAM 1720 TORREY PINES ROAD LA JOLLA,CA 92037	NONE	PUBLIC CHARITY	SPECIAL OPPORTUNITIES - BOARD	2,500
SUMMER SEARCH500 SANSOME STREET SUITE 350 SAN FRANCISCO,CA 94111	NONE	PUBLIC CHARITY	EDUCATION	25,000

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment

Recipient	If recipient is an individual, show any relationship to	Foundation status of	Purpose of grant or contribution	A mount
Name and address (home or business)	any foundation manager or substantial contributor	recipient		
a Paid during the year				
TAPFOUND INC466 GEARY STREET SUITE 200 SAN FRANCISCO, CA 94102	NONE	FOUNDATION	ENVIRONMENTAL	30,000
THE PACIFIC INSTITUTE654 - 13TH STREET OAKLAND,CA 94612	NONE	PUBLIC CHARITY	SPECIAL OPPORTUNITIES - BOARD	20,000
THE REGENTS OF THE UNIVERSITY OF CALIFORN2150 SHATTUCK AVENUE SUITE 313 BERKELEY,CA 94704	NONE	PUBLIC CHARITY	ENVIRONMENTAL	50,000
THE WOMEN OF COLOR POLICY NETWORK295 LAFAYETTE STREET 3RD FLOOR NEW YORK,NY 10003	NONE	PUBLIC CHARITY	EDUCATION	6,000
THIRD SECTOR NEW ENGLAND89 SOUTH STREET SUITE 700 BOSTON,MA 02111	NONE	PUBLIC CHARITY	CIVIC PARTICIPATION	10,000
TIDES CENTERPO BOX 29907 SAN FRANCISCO, CA 94129	NONE	PUBLIC CHARITY	ENVIRONMENTAL	40,000
TIDES CENTERPO BOX 29907 SAN FRANCISCO, CA 94129	NONE	PUBLIC CHARITY	ENVIRONMENTAL	10,000
TIDES FOUNDATIONPO BOX 29903 SAN FRANCISCO, CA 94129	NONE	PUBLIC CHARITY	SPECIAL OPPORTUNITIES - BOARD	1,000
TUTORPEDIA FOUNDATION251 RHODE ISLAND ST SUITE 205 SAN FRANCISCO, CA 94103	NONE	PUBLIC CHARITY	SPECIAL OPPORTUNITIES - BOARD	500
UC BERKELEY FOUNDATION2080 ADDISON STREET SUITE 400 BERKELEY,CA 94720	NONE	FOUNDATION	SPECIAL OPPORTUNITIES - BOARD	5,000
VOTO LATINO7600 WISCONSIN AVENUE BETHESDA,MD 20814	NONE	PUBLIC CHARITY	CIVIC PARTICIPATION	20,000
WE B DUBOIS INST FOR AFR AMERICAN RSCH104 MOUNT AUBURN STREET 3R CAMBRIDGE,MA 02138	NONE	PUBLIC CHARITY	SPECIAL OPPORTUNITIES - BOARD	15,000
WEST HARLEM ENVIRONMENTAL ACTION INC1638 AMSTERDAM AVENUE NEW YORK,NY 10031	NONE	PUBLIC CHARITY	CORE OPERATING	25,000
WILLIAM J BRENNAN JR CENTER FOR J INC161 AVENUE OF THE AMERICAS 12TH FL NEW YORK,NY 10013	NONE	PUBLIC CHARITY	CORE OPERATING	20,000
YMCA OF SAN FRANCISCO URBAN SERVICES1426 FILLMORE STREET 204 SAN FRANCISCO, CA 94115	NONE	PUBLIC CHARITY	EDUCATION	5,000
YOUNG SCHOLARS PROGRAM449- 15TH STREET SUITE 201 F OAKLAND,CA 94612	NONE	PUBLIC CHARITY	EDUCATION	30,000
Total				4,301,055

TY 2011 Accounting Fees Schedule

Name: MITCHELL KAPOR FOUNDATION

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
ACCOUNTING FEES	32,900	0		32,900

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TY 2011 Gain/Loss from Sale of Other Assets Schedule

Name: MITCHELL KAPOR FOUNDATION

Name	Date Acquired	How Acquired	Date Sold	Purchaser Name	Gross Sales Price	Basis	Basis Method	Sales Expenses	Total (net)	Accumulated Depreciation
SALE OF SPARE LAPTOP	2010-03	PURCHASED	2011-01		1,255	1,255		0		

TV 2011	Invoctments	- Othor	Schodule

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TY 2011 Investments - Other Schedule

Name: MITCHELL KAPOR FOUNDATION

EIN: 94-			
Category/ Item	Listed at Cost or FMV	Book Value	End of Year Fair Market Value
ADELANTE TOTAL RETURN FUND	FMV	1,196,093	1,196,093
CLAREMONT CREEK VENTURES, L.P.	FMV	981,590	981,590
WIKIA, INC	FMV	500,000	500,000
FEDERATED MEDIA PUBLISHING	FMV	846,936	846,936
HONOLUA RIDGE, LOT 23	FMV	2,500,000	2,500,000
O'REILLY ALPHATECH PARTNERS	FMV	1,611,831	1,611,831
EPALS (IN2BOOKS)	FMV	0	0
NEW RESOURCE BANK	FMV	137,330	137,330
GENERATION IM FUND PLC	FMV	11,550,067	11,550,067
CATAMOUNT VENTURES III, L.P.	FMV	2,629,231	2,629,231
PACIFIC COMMUNITY PSHIP III	FMV	90,653	90,653
CAPRICORN - MKF HOLDINGS	FMV	3,249,837	3,249,837
CATAMOUNT VENTURES IV	FMV	535,980	535,980
CLAREMONT CREEK VENTURES II	FMV	244,252	244,252
GENERATION IM CLIMATE SOLUTIONS	FMV	2,649,340	2,649,340
SEVENTH GENERATION	FMV	290,003	290,003
ZAZZLE (SOCIETY CAFE)	FMV	22,779	22,779
PUBLIC STOCK - EPALS (SLN)	FMV	1,081,616	1,081,616
GENERATION IM ASIA FUND	FMV	848,419	848,419

TY 2011 Legal Fees Schedule

Name: MITCHELL KAPOR FOUNDATION

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
LEGAL FEES	5,035	0		5,035

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TY 2011 Other Assets Schedule

Name: MITCHELL KAPOR FOUNDATION

Description	Beginning of Year -	End of Year - Book	End of Year - Fair
	Book Value	Value	Market Value
INTEREST RECEIVABLE	202	294	294

TY 2011 Other Expenses Schedule

Name: MITCHELL KAPOR FOUNDATION

Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
SUPPLIES	4,687	0		4,687
INSURANCE	10,285	0		10,285
MISCELLANEOUS	5,246	0		5,246
DUES/MEMBERSHIPS	24,997	0		24,997
LAND MAINTENANCE	15,528	15,528		0
LICENSES & FEES	201	0		201
PUBLIC RELATIONS	1,235	0		1,235
EMPLOYEE MATCHING CHARITABLE CONTRIBUTIONS	2,850	0		2,850
PASSTHROUGH DEDUCTIONS	290,248	290,248		0

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TY 2011 Other Income Schedule

Name: MITCHELL KAPOR FOUNDATION

Description	Revenue And Expenses Per Books	Net Investment Income	Adjusted Net Income
IM GEN FEE REVERSAL	145,788	145,788	145,788
PASSTHROUGH INCOME	15,272	14,926	15,272
GROSS INCOME FROM SPECIAL FUNDRAISING EVENTS	2,536		2,536

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TY 2011 Other Increases Schedule

Name: MITCHELL KAPOR FOUNDATION

Description	Amount
UNREALIZED GAIN ON INVESTMENTS	311,304
NET LOSS FROM PARTNERSHIP ACTIVITIES	331,698



TY 2011 Other Liabilities Schedule

Name: MITCHELL KAPOR FOUNDATION

Description	Beginning of Year - Book Value	End of Year - Book Value	
ACCRUED INVESTMENT FEES	342,944	72,092	

TY 2011 Other Professional Fees Schedule

Name: MITCHELL KAPOR FOUNDATION

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
INVESTMENT MANAGER FEES	26,341	26,341		0
PROGRAM CONSULTANT	313,131	0		313,131
STAFF DEVELOPMENT & TRAINING	8,958	0		8,958

TY 2011 Taxes Schedule

Name: MITCHELL KAPOR FOUNDATION

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
PAYROLL TAXES	28,849	2,885		25,964
PROPERTY TAXES	9,263	9,263		0
EXCISE TAXES	4,000	0		0