Form **990-PF** Department of the Treasury Internal Revenue Service

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

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

OMB No 1545-0052 **2011**

For calendar year 2011 or tax year beginning , and ending

Name of foundation: CRESCENT PORTER HALE FOUNDATION

A Employer identification number: 94-6093385

Number and street (or P O box number if mail is not delivered to street address): 655 REDWOOD HIGHWAY, SUITE 301 | Room/suite

B Telephone number: (415)388-2333

City or town, state, and ZIP code: MILL VALLEY, CA 94941

C If exemption application is pending, check here ▶ ☐

G Check all that apply: ☐ Initial return ☐ Initial return of a former public charity ☐ Final return ☐ Amended return ☐ Address change ☐ Name change

D 1. Foreign organizations, check here ▶ ☐

2. Foreign organizations meeting the 85% test, check here and attach computation ▶ ☐

H Check type of organization: ☒ Section 501(c)(3) exempt private foundation ☐ Section 4947(a)(1) nonexempt charitable trust ☐ Other taxable private foundation

E If private foundation status was terminated under section 507(b)(1)(A), check here ▶ ☐

I Fair market value of all assets at end of year *(from Part II, col. (c), line 16)* ▶$ 56,780,444.

J Accounting method: ☐ Cash ☒ Accrual ☐ Other (specify) *(Part I, column (d) must be on cash basis.)*

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

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

	Line		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
Revenue	1	Contributions, gifts, grants, etc, received			N/A	
	2	Check ▶ ☒ if the foundation is not required to attach Sch B				
	3	Interest on savings and temporary cash investments				
	4	Dividends and interest from securities	1,017,650.	1,017,638.		STATEMENT 1
	5a	Gross rents				
	b	Net rental income or (loss)				
	6a	Net gain or (loss) from sale of assets not on line 10	56,215.			
	b	Gross sales price for all assets on line 6a 3,222,868.				
	7	Capital gain net income (from Part IV, line 2)		56,215.		
	8	Net short-term capital gain				
	9	Income modifications				
	10a	Gross sales less returns and allowances				
	b	Less Cost of goods sold				
	c	Gross profit or (loss)				
	11	Other income	12,563,464.	5,664,279.		STATEMENT 2
	12	**Total.** Add lines 1 through 11	13,637,329.	6,738,132.		
Operating and Administrative Expenses	13	Compensation of officers, directors, trustees, etc	0.	0.		0.
	14	Other employee salaries and wages				
	15	Pension plans, employee benefits				
	16a	Legal fees				
	b	Accounting fees STMT 3	23,664.	11,832.		11,832.
	c	Other professional fees STMT 4	220,100.	11,020.		209,380.
	17	Interest				
	18	Taxes STMT 5	67,153.	0.		0.
	19	Depreciation and depletion	179.	0.		
	20	Occupancy				
	21	Travel, conferences, and meetings				
	22	Printing and publications				
	23	Other expenses STMT 6	10,483.	0.		14,168.
	24	**Total operating and administrative expenses** Add lines 13 through 23	321,579.	22,852.		235,380.
	25	Contributions, gifts, grants paid	2,541,000.			2,596,000.
	26	**Total expenses and disbursements.** Add lines 24 and 25	2,862,579.	22,852.		2,831,380.
	27	Subtract line 26 from line 12				
	a	Excess of revenue over expenses and disbursements	10,774,750.			
	b	**Net investment income** (if negative, enter -0-)		6,715,280.		
	c	**Adjusted net income** (if negative, enter -0-)			N/A	

Part II Balance Sheets Attached schedules and amounts in the description column should be for end-of-year amounts only

		Beginning of year	End of year	
		(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1 Cash - non-interest-bearing			
	2 Savings and temporary cash investments	1,937,339.	883,849.	883,849.
	3 Accounts receivable ▶ 994,747.			
	Less allowance for doubtful accounts ▶	872,467.	994,747.	994,747.
	4 Pledges receivable ▶			
	Less allowance for doubtful accounts ▶			
	5 Grants receivable			
	6 Receivables due from officers, directors, trustees, and other disqualified persons			
	7 Other notes and loans receivable ▶			
	Less allowance for doubtful accounts ▶			
	8 Inventories for sale or use			
	9 Prepaid expenses and deferred charges	50,700.	55,014.	55,014.
	10a Investments - U.S and state government obligations STMT 7	340,464.	2,337,627.	2,337,627.
	b Investments - corporate stock STMT 8	27,384,696.	25,261,661.	25,261,661.
	c Investments - corporate bonds STMT 9	19,918,315.	22,496,257.	22,496,257.
	11 Investments - land, buildings, and equipment basis ▶ 14,018,000.			
	Less accumulated depreciation ▶	4,751,100.	14,018,000.	4,751,100.
	12 Investments - mortgage loans			
	13 Investments - other			
	14 Land, buildings, and equipment basis ▶ 14,362.			
	Less accumulated depreciation STMT 10▶ 14,173.	368.	189.	189.
	15 Other assets (describe ▶)			
	16 **Total assets** (to be completed by all filers)	55,255,449.	66,047,344.	56,780,444.
Liabilities	17 Accounts payable and accrued expenses	12,749.	12,900.	
	18 Grants payable	55,000.		
	19 Deferred revenue			
	20 Loans from officers, directors, trustees, and other disqualified persons			
	21 Mortgages and other notes payable			
	22 Other liabilities (describe ▶ STATEMENT 11)	98,705.	170,699.	
	23 **Total liabilities** (add lines 17 through 22)	166,454.	183,599.	
Net Assets or Fund Balances	**Foundations that follow SFAS 117, check here ▶ ☐ and complete lines 24 through 26 and lines 30 and 31.**			
	24 Unrestricted			
	25 Temporarily restricted			
	26 Permanently restricted			
	Foundations that do not follow SFAS 117, check here ▶ [X] and complete lines 27 through 31.			
	27 Capital stock, trust principal, or current funds	55,088,995.	65,863,745.	
	28 Paid-in or capital surplus, or land, bldg, and equipment fund	0.	0.	
	29 Retained earnings, accumulated income, endowment, or other funds	0.	0.	
	30 **Total net assets or fund balances**	55,088,995.	65,863,745.	
	31 **Total liabilities and net assets/fund balances**	55,255,449.	66,047,344.	

Part III Analysis of Changes in Net Assets or Fund Balances

1 Total net assets or fund balances at beginning of year - Part II, column (a), line 30 (must agree with end-of-year figure reported on prior year's return)	1	55,088,995.
2 Enter amount from Part I, line 27a	2	10,774,750.
3 Other increases not included in line 2 (itemize) ▶	3	0.
4 Add lines 1, 2, and 3	4	65,863,745.
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) - Part II, column (b), line 30	6	65,863,745.

Part IV Capital Gains and Losses for Tax on Investment Income

	(a) List and describe the kind(s) of property sold (e g , real estate, 2-story brick warehouse, or common stock, 200 shs. MLC Co)	(b) How acquired P - Purchase D - Donation	(c) Date acquired (mo , day, yr)	(d) Date sold (mo , day, yr)
1a	SEE ATTACHMENT B	P	VARIOUS	VARIOUS
b	SEE ATTACHMENT B	P	VARIOUS	VARIOUS
c	CAPITAL GAINS DIVIDENDS			
d				
e				

	(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
a	47,469.		44,160.	3,309.
b	2,691,164.		3,122,493.	-431,329.
c	484,235.			484,235.
d				
e				

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

	(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col. (h))
a				3,309.
b				-431,329.
c				484,235.
d				
e				

2	Capital gain net income or (net capital loss) { If gain, also enter in Part I, line 7; If (loss), enter -0- in Part I, line 7 }	2	56,215.
3	Net short-term capital gain or (loss) as defined in sections 1222(5) and (6) If gain, also enter in Part I, line 8, column (c) If (loss), enter -0- in Part I, line 8	3	N/A

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

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

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

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

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

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

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col (b) divided by col (c))
2010	2,479,419.	49,221,751.	.050372
2009	2,169,339.	42,137,111.	.051483
2008	2,462,488.	48,287,258.	.050997
2007	2,480,098.	50,249,404.	.049356
2006	1,946,166.	40,614,017.	.047919

2	**Total** of line 1, column (d)	2	.250127
3	Average distribution ratio for the 5-year base period - divide the total on line 2 by 5, or by the number of years the foundation has been in existence if less than 5 years	3	.050025
4	Enter the net value of noncharitable-use assets for 2011 from Part X, line 5	4	54,832,389.
5	Multiply line 4 by line 3	5	2,742,990.
6	Enter 1% of net investment income (1% of Part I, line 27b)	6	67,153.
7	Add lines 5 and 6	7	2,810,143.
8	Enter qualifying distributions from Part XII, line 4	8	2,831,380.

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

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

1a	Exempt operating foundations described in section 4940(d)(2), check here ▶ [ ] and enter "N/A" on line 1. Date of ruling or determination letter ________ (attach copy of letter if necessary-see instructions)				
b	Domestic foundations that meet the section 4940(e) requirements in Part V, check here ▶ [X] and enter 1% of Part I, line 27b			1	67,153.
c	All other domestic foundations enter 2% of line 27b Exempt foreign organizations enter 4% of Part I, line 12, col (b)				
2	Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)			2	0.
3	Add lines 1 and 2			3	67,153.
4	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)			4	0.
5	**Tax based on investment income.** Subtract line 4 from line 3 If zero or less, enter -0-			5	67,153.
6	Credits/Payments				
a	2011 estimated tax payments and 2010 overpayment credited to 2011	6a	70,600.		
b	Exempt foreign organizations - tax withheld at source	6b			
c	Tax paid with application for extension of time to file (Form 8868)	6c	35,000.		
d	Backup withholding erroneously withheld	6d			
7	Total credits and payments Add lines 6a through 6d			7	105,600.
8	Enter any **penalty** for underpayment of estimated tax. Check here [X] if Form 2220 is attached			8	329.
9	**Tax due.** If the total of lines 5 and 8 is more than line 7, enter **amount owed** ▶			9	
10	**Overpayment.** If line 7 is more than the total of lines 5 and 8, enter the **amount overpaid** ▶			10	38,118.
11	Enter the amount of line 10 to be **Credited to 2012 estimated tax** ▶ 38,118. Refunded ▶			11	0.

Part VII-A Statements Regarding Activities

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

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Part VII-A Statements Regarding Activities *(continued)*

			Yes	No
11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions)	11		X
12	Did the foundation 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.CRESCENTPORTERHALE.ORG

14 The books are in care of ▶ ULLA DAVIS, CRESCENT PORTER HALE FO Telephone no ▶ (415) 388-2333
Located at ▶ 655 REDWOOD HWY, SUITE 301, MILL VALLEY, CA ZIP+4 ▶ 94941

15 Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 - Check here ▶ ☐
and enter the amount of tax-exempt interest received or accrued during the year ▶ | 15 | N/A

			Yes	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		X
	See the instructions for exceptions and filing requirements for Form TD F 90-22.1 If "Yes," enter the name of the foreign country ▶			

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

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

			Yes	No
1a	During the year did the foundation (either directly or indirectly)			
	(1) Engage in the sale or exchange, or leasing of property with a disqualified person? ☐ Yes ☒ No			
	(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? ☐ Yes ☒ No			
	(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? ☐ Yes ☒ No			
	(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? ☒ Yes ☐ No			
	(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)? ☐ Yes ☒ No			
	(6) Agree to pay money or property to a government official? (**Exception.** Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days.) ☐ Yes ☒ No			
b	If any answer is "Yes" to 1a(1)-(6), did **any** of the acts fail to qualify under the exceptions described in Regulations section 53 4941(d)-3 or in a current notice regarding disaster assistance (see instructions)?	1b		X
	Organizations relying on a current notice regarding disaster assistance check here ▶ ☐			
c	Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2011?	1c		X
2	Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5))			
a	At the end of tax year 2011, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2011? ☐ Yes ☒ No			
	If "Yes," list the years ▶ ______, ______, ______, ______			
b	Are there any years listed in 2a for which the foundation is **not** applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to **all** years listed, answer "No" and attach statement - see instructions) N/A	2b		
c	If the provisions of section 4942(a)(2) are being applied to **any** of the years listed in 2a, list the years here ▶ ______, ______, ______, ______			
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? ☐ Yes ☒ No			
b	If "Yes," did it have excess business holdings in 2011 as a result of **(1)** any purchase by the foundation or disqualified persons after May 26, 1969, **(2)** the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest, or **(3)** the lapse of the 10-, 15-, or 20-year first phase holding period? *(Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2011)* N/A	3b		
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a		X
b	Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2011?	4b		X

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

		Yes	No
5a During the year did the foundation pay or incur any amount to			
(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))? ☐ Yes ☒ No			
(2) Influence the outcome of any specific public election (see section 4955), or to carry on, directly or indirectly, any voter registration drive? ☐ Yes ☒ No			
(3) Provide a grant to an individual for travel, study, or other similar purposes? ☐ Yes ☒ No			
(4) Provide a grant to an organization other than a charitable, etc, organization described in section 509(a)(1), (2), or (3), or section 4940(d)(2)? ☐ Yes ☒ No			
(5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals? ☐ Yes ☒ No			
b If any answer is "Yes" to 5a(1)-(5), did **any** of the transactions fail to qualify under the exceptions described in Regulations section 53 4945 or in a current notice regarding disaster assistance (see instructions)? N/A	5b		
Organizations relying on a current notice regarding disaster assistance check here ▶ ☐			
c If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant? N/A ☐ Yes ☐ No			
If "Yes," attach the statement required by Regulations section 53.4945-5(d).			
6a Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract? ☐ Yes ☒ No			
b Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract?	6b		X
If "Yes" to 6b, file Form 8870.			
7a At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction? ☐ Yes ☒ No			
b If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction? N/A	7b		

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

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

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
SEE STATEMENT 12		0.	0.	0.

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

(a) Name and address of each employee paid more than $50,000	(b) Title, and average hours per week devoted to position	(c) Compensation	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
NONE				

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

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

3 Five highest-paid independent contractors for professional services. If none, enter "NONE."

(a) Name and address of each person paid more than $50,000	(b) Type of service	(c) Compensation
ULLA Z. DAVIS - 655 REDWOOD HIGHWAY, SUITE 301, MILL VALLEY, CA 94941	MANAGEMENT & ADMIN OF GRANT PROCESS	220,400.
(CONTINUED)	FURNISHING FACILITY, ALL FACILITY COSTS	0.

Total number of others receiving over $50,000 for professional services ▶ 0

Part IX-A Summary of Direct Charitable Activities

List the foundation's four largest direct charitable activities during the tax year Include relevant statistical information such as the number of organizations and other beneficiaries served, conferences convened, research papers produced, etc	Expenses
1 DISTRIBUTING GRANTS TO SAN FRANCISCO BAY AREA ORGANIZATIONS OPERATED EXCLUSIVELY FOR RELIGIOUS, CHARITABLE, SCIENTIFIC, LITERARY, EDUCATIONAL, OR COMMUNITY CHEST PURPOSES.	0.
2	
3	
4	

Part IX-B Summary of Program-Related Investments

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

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

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc , purposes.		
a	Average monthly fair market value of securities	1a	49,126,449.
b	Average of monthly cash balances	1b	1,789,851.
c	Fair market value of all other assets	1c	4,751,100.
d	**Total** (add lines 1a, b, and c)	1d	55,667,400.
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation) — 1e: 0.		
2	Acquisition indebtedness applicable to line 1 assets	2	0.
3	Subtract line 2 from line 1d	3	55,667,400.
4	Cash deemed held for charitable activities Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	835,011.
5	**Net value of noncharitable-use assets.** Subtract line 4 from line 3 Enter here and on Part V, line 4	5	54,832,389.
6	**Minimum investment return.** Enter 5% of line 5	6	2,741,619.

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

1	Minimum investment return from Part X, line 6	1	2,741,619.
2a	Tax on investment income for 2011 from Part VI, line 5 — 2a: 67,153.		
b	Income tax for 2011. (This does not include the tax from Part VI.) — 2b:		
c	Add lines 2a and 2b	2c	67,153.
3	Distributable amount before adjustments Subtract line 2c from line 1	3	2,674,466.
4	Recoveries of amounts treated as qualifying distributions	4	0.
5	Add lines 3 and 4	5	2,674,466.
6	Deduction from distributable amount (see instructions)	6	0.
7	**Distributable amount** as adjusted Subtract line 6 from line 5. Enter here and on Part XIII, line 1	7	2,674,466.

Part XII Qualifying Distributions (see instructions)

1	Amounts paid (including administrative expenses) to accomplish charitable, etc , purposes		
a	Expenses, contributions, gifts, etc - total from Part I, column (d), line 26	1a	2,831,380.
b	Program-related investments - total from Part IX-B	1b	0.
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc , purposes	2	
3	Amounts set aside for specific charitable projects that satisfy the:		
a	Suitability test (prior IRS approval required)	3a	
b	Cash distribution test (attach the required schedule)	3b	
4	**Qualifying distributions.** Add lines 1a through 3b Enter here and on Part V, line 8, and Part XIII, line 4	4	2,831,380.
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income Enter 1% of Part I, line 27b	5	67,153.
6	**Adjusted qualifying distributions.** Subtract line 5 from line 4	6	2,764,227.

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

Part XIII **Undistributed Income** (see instructions)

	(a) Corpus	(b) Years prior to 2010	(c) 2010	(d) 2011
1 Distributable amount for 2011 from Part XI, line 7				2,674,466.
2 Undistributed income, if any, as of the end of 2011				
a Enter amount for 2010 only			560,164.	
b Total for prior years ______ , ______ , ______		0.		
3 Excess distributions carryover, if any, to 2011:				
a From 2006				
b From 2007				
c From 2008				
d From 2009				
e From 2010				
f Total of lines 3a through e	0.			
4 Qualifying distributions for 2011 from Part XII, line 4 ▶ $ 2,831,380.				
a Applied to 2010, but not more than line 2a			560,164.	
b Applied to undistributed income of prior years (Election required - see instructions)		0.		
c Treated as distributions out of corpus (Election required - see instructions)	0.			
d Applied to 2011 distributable amount				2,271,216.
e Remaining amount distributed out of corpus	0.			
5 Excess distributions carryover applied to 2011 (If an amount appears in column (d), the same amount must be shown in column (a))	0.			0.
6 **Enter the net total of each column as indicated below:**				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5	0.			
b Prior years' undistributed income Subtract line 4b from line 2b		0.		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed		0.		
d Subtract line 6c from line 6b. Taxable amount - see instructions		0.		
e Undistributed income for 2010 Subtract line 4a from line 2a Taxable amount - see instr			0.	
f Undistributed income for 2011. Subtract lines 4d and 5 from line 1 This amount must be distributed in 2012				403,250.
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3)	0.			
8 Excess distributions carryover from 2006 not applied on line 5 or line 7	0.			
9 **Excess distributions carryover to 2012.** Subtract lines 7 and 8 from line 6a	0.			
10 Analysis of line 9				
a Excess from 2007				
b Excess from 2008				
c Excess from 2009				
d Excess from 2010				
e Excess from 2011				

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

1 a If the foundation has received a ruling or determination letter that it is a private operating foundation, and the ruling is effective for 2011, enter the date of the ruling ▶

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

	Tax year	Prior 3 years			
	(a) 2011	(b) 2010	(c) 2009	(d) 2008	(e) Total
2 a Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed					
b 85% of line 2a					
c Qualifying distributions from Part XII, line 4 for each year listed					
d Amounts included in line 2c not used directly for active conduct of exempt activities					
e Qualifying distributions made directly for active conduct of exempt activities. Subtract line 2d from line 2c					
3 Complete 3a, b, or c for the alternative test relied upon					
a "Assets" alternative test - enter (1) Value of all assets					
(2) Value of assets qualifying under section 4942(j)(3)(B)(i)					
b "Endowment" alternative test - enter 2/3 of minimum investment return shown in Part X, line 6 for each year listed					
c "Support" alternative test - enter					
(1) Total support other than gross investment income (interest, dividends, rents, payments on securities loans (section 512(a)(5)), or royalties)					
(2) Support from general public and 5 or more exempt organizations as provided in section 4942(j)(3)(B)(iii)					
(3) Largest amount of support from an exempt organization					
(4) Gross investment income					

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

1 **Information Regarding Foundation Managers:**

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

NONE

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

NONE

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

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

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

SEE STATEMENT 13

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

c Any submission deadlines

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

Part XV Supplementary Information (continued)

3 Grants and Contributions Paid During the Year or Approved for Future Payment

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a Paid during the year SEE ATTACHMENT A				
Total			▶ 3a	0.
b Approved for future payment NONE				
Total			▶ 3b	0.

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated	Unrelated business income (a) Business code	(b) Amount	Excluded by section 512, 513, or 514 (c) Exclusion code	(d) Amount	(e) Related or exempt function income
1 Program service revenue					
a					
b					
c					
d					
e					
f					
g Fees and contracts from government agencies					
2 Membership dues and assessments					
3 Interest on savings and temporary cash investments					
4 Dividends and interest from securities			14	1,017,650.	
5 Net rental income or (loss) from real estate					
a Debt-financed property					
b Not debt-financed property					
6 Net rental income or (loss) from personal property			15	12,563,464.	
7 Other investment income					
8 Gain or (loss) from sales of assets other than inventory			18	56,215.	
9 Net income or (loss) from special events					
10 Gross profit or (loss) from sales of inventory					
11 Other revenue					
a					
b					
c					
d					
e					
12 Subtotal Add columns (b), (d), and (e)		0.		13,637,329.	0.

13 Total. Add line 12, columns (b), (d), and (e) 13 13,637,329.

(See worksheet in line 13 instructions to verify calculations)

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

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

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

			Yes	No
1	Did the organization directly or indirectly engage in any of the following with any other organization described in section 501(c) of the Code (other than section 501(c)(3) organizations) or in section 527, relating to political organizations?			
a	Transfers from the reporting foundation to a noncharitable exempt organization of			
	(1) Cash	1a(1)		X
	(2) Other assets	1a(2)		X
b	Other transactions			
	(1) Sales of assets to a noncharitable exempt organization	1b(1)		X
	(2) Purchases of assets from a noncharitable exempt organization	1b(2)		X
	(3) Rental of facilities, equipment, or other assets	1b(3)		X
	(4) Reimbursement arrangements	1b(4)		X
	(5) Loans or loan guarantees	1b(5)		X
	(6) Performance of services or membership or fundraising solicitations	1b(6)		X
c	Sharing of facilities, equipment, mailing lists, other assets, or paid employees	1c		X

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

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

2a Is the foundation directly or indirectly affiliated with, or related to, one or more tax-exempt organizations described in section 501(c) of the Code (other than section 501(c)(3)) or in section 527? ☐ Yes ☒ No

b If "Yes," complete the following schedule

(a) Name of organization	(b) Type of organization	(c) Description of relationship
N/A		

Sign Here

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

Signature of officer or trustee: [signature] Date: 10/3/12 Title: DIRECTOR

May the IRS discuss this return with the preparer shown below (see instr)? ☒ Yes ☐ No

Paid Preparer Use Only

Print/Type preparer's name	Preparer's signature	Date	Check ☐ if self-employed	PTIN
KATHLEEN W. WILLIAMS	KATHLEEN W. WILLIAMS	9/12/12		P00061138

Firm's name ▶ EISNERAMPER LLP — Firm's EIN ▶ 13-1699826

Firm's address ▶ ONE MARKET, LANDMARK, SUITE 620 SAN FRANCISCO, CA 94105 — Phone no 4159746000

2011 DEPRECIATION AND AMORTIZATION REPORT

FORM 990-PF PAGE 1 990-PF

Asset No	Description	Date Acquired	Method	Life	Line No	Unadjusted Cost Or Basis	Bus % Excl	* Reduction In Basis	Basis For Depreciation	Accumulated Depreciation	Current Sec 179	Current Year Deduction
1	FAX MACHINE	010593	200DB	5.00	17	646.			646.	646.		0.
2	COMPUTER EQUIPMENT	030193	200DB	5.00	17	5,000.			5,000.	5,000.		0.
4	COMPUTER EQUIPMENT	060195	200DB	5.00	17	3,000.			3,000.	3,000.		0.
5	COPIER	121603	200DB	5.00	17	3,846.			3,846.	3,845.		0.
6	COMPUTER EQUIPMENT	120507	200DB	5.00	17	1,139.			1,139.	906.		125.
7	SOFTWARE	120507		36M	43	173.			173.	173.		0.
8	COMPUTER EQUIPMENT	042209	200DB	5.00	17	558.		279.	279.	145.		54.
	* TOTAL 990-PF PG 1 DEPR & AMORT					14,362.		279.	14,083.	13,715.	0.	179.

128102
05-01-11

(D) - Asset disposed

* ITC, Section 179, Salvage, Bonus, Commercial Revitalization Deduction

FORM 990-PF	DIVIDENDS AND INTEREST FROM SECURITIES	STATEMENT 1

SOURCE	GROSS AMOUNT	CAPITAL GAINS DIVIDENDS	COLUMN (A) AMOUNT
CHARLES SCHWAB	1,501,632.	484,235.	1,017,397.
NORTHERN TRUST BANK	253.	0.	253.
TOTAL TO FM 990-PF, PART I, LN 4	1,501,885.	484,235.	1,017,650.

FORM 990-PF	OTHER INCOME	STATEMENT 2

DESCRIPTION	(A) REVENUE PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME
ROYALTIES-OIL & GAS LEASES	5,664,279.	5,664,279.	
ROYALTIES-OIL & GAS LEASES ACCRUAL ADJ	122,280.	0.	
CHANGE IN UNREALIZED APPRECIATION	6,776,905.	0.	
TOTAL TO FORM 990-PF, PART I, LINE 11	12,563,464.	5,664,279.	

FORM 990-PF	ACCOUNTING FEES	STATEMENT 3

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
ACCOUNTING	23,664.	11,832.		11,832.
TO FORM 990-PF, PG 1, LN 16B	23,664.	11,832.		11,832.

FORM 990-PF OTHER PROFESSIONAL FEES STATEMENT 4

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
EXECUTIVE DIRECTOR'S FEES	220,100.	11,020.		209,380.
TO FORM 990-PF, PG 1, LN 16C	220,100.	11,020.		209,380.

FORM 990-PF TAXES STATEMENT 5

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
FEDERAL EXCISE TAX	67,153.	0.		0.
TO FORM 990-PF, PG 1, LN 18	67,153.	0.		0.

FORM 990-PF OTHER EXPENSES STATEMENT 6

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
DUES	4,533.	0.		8,547.
MISCELLANEOUS EXPENSES	860.	0.		860.
BOARD MEETING	4,601.	0.		4,601.
STATE FILING FEES	160.	0.		160.
[illegible]	329.	0.		0.
TO FORM 990-PF, PG 1, LN 23	10,483.	0.		14,168.

FORM 990-PF U.S. AND STATE/CITY GOVERNMENT OBLIGATIONS STATEMENT 7

DESCRIPTION	U.S. GOV'T	OTHER GOV'T	BOOK VALUE	FAIR MARKET VALUE
FIXED INCOME-CHARLES SCHWAB	X		2,337,627.	2,337,627.
TOTAL U.S. GOVERNMENT OBLIGATIONS			2,337,627.	2,337,627.
TOTAL STATE AND MUNICIPAL GOVERNMENT OBLIGATIONS				
TOTAL TO FORM 990-PF, PART II, LINE 10A			2,337,627.	2,337,627.

FORM 990-PF CORPORATE STOCK STATEMENT 8

DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
SECURITIES-CHARLES SCHWAB	22,351,935.	22,351,935.
OTHER EQUITY FUNDS	2,909,726.	2,909,726.
TOTAL TO FORM 990-PF, PART II, LINE 10B	25,261,661.	25,261,661.

FORM 990-PF CORPORATE BONDS STATEMENT 9

DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
BOND FUNDS-CHARLES SCHWAB	22,496,257.	22,496,257.
TOTAL TO FORM 990-PF, PART II, LINE 10C	22,496,257.	22,496,257.

FORM 990-PF DEPRECIATION OF ASSETS NOT HELD FOR INVESTMENT STATEMENT 10

DESCRIPTION	COST OR OTHER BASIS	ACCUMULATED DEPRECIATION	BOOK VALUE
FAX MACHINE	646.	646.	0.
COMPUTER EQUIPMENT	5,000.	5,000.	0.
COMPUTER EQUIPMENT	3,000.	3,000.	0.
COPIER	3,846.	3,845.	1.
COMPUTER EQUIPMENT	1,139.	1,031.	108.
SOFTWARE	173.	173.	0.

COMPUTER EQUIPMENT	558.	478.	80.
TOTAL TO FM 990-PF, PART II, LN 14	14,362.	14,173.	189.

FORM 990-PF OTHER LIABILITIES STATEMENT 11

DESCRIPTION	BOY AMOUNT	EOY AMOUNT
DEFERRED TAXES PAYABLE	85,363.	153,817.
FEDERAL EXCISE TAX PAYABLE	13,342.	16,882.
TOTAL TO FORM 990-PF, PART II, LINE 22	98,705.	170,699.

FORM 990-PF PART VIII - LIST OF OFFICERS, DIRECTORS TRUSTEES AND FOUNDATION MANAGERS STATEMENT 12

NAME AND ADDRESS	TITLE AND AVRG HRS/WK	COMPEN-SATION	EMPLOYEE BEN PLAN CONTRIB	EXPENSE ACCOUNT
L.E. ALFORD 47-057 KASBAH DR PALM DESERT, CA 92260	0.00	0.	0.	0.
THOMAS J. MELLON, JR. 450 LIBERTY ST., #8 SAN FRANCISCO, CA 94114	0.00	0.	0.	0.
A.L. BALLARD BALLARD EXPLORATION CO., 1021 MAIN ST. #2310 HOUSTON, TX 77002	PRESIDENT 1.00	0.	0.	0.
EUGENE E. BLECK, M.D. 5 LAURELDALE RD. HILLSBOROUGH, CA 94010	0.00	0.	0.	0.
EPHRAIM P. ENGLEMAN, M.D. UC MEDICAL CENTER, 350 PARNASSUS AVE, STE 600 SAN FRANCISCO, CA 94143	0.00	0.	0.	0.
NICHOLAS M. GRAVES 2901 BRODERICK STREET SAN FRANCISCO, CA 94123	0.00	0.	0.	0.

E. WILLIAM SWANSON 518 MEADOWOOD LANE. ST HELENA, CA 94574	VICE PRESIDENT 1.00	0.	0.	0.
JOAN WITHERS DINNER P.O. BOX 1340 KENWOOD, CA 95452	0.00	0.	0.	0.
SISTER ESTELA MORALES 100 MASONIC AVENUE SAN FRANCISCO, CA 94118	M.S.W. 1.00	0.	0.	0.
ROBERT S. KELLING, JR. 596 GRIZZLY PEAK BLVD. BERKELEY, CA 94708	SECRETARY/TREASURER 5.00	0.	0.	0.
TOTALS INCLUDED ON 990-PF, PAGE 6, PART VIII		0.	0.	0.

FORM 990-PF GRANT APPLICATION SUBMISSION INFORMATION STATEMENT 13
PART XV, LINES 2A THROUGH 2D

NAME AND ADDRESS OF PERSON TO WHOM APPLICATIONS SHOULD BE SUBMITTED

CRESCENT PORTER HALE FOUNDATION

TELEPHONE NUMBER

FORM AND CONTENT OF APPLICATIONS

LETTER OF INTENT, INDICATING THE NATURE OF THE PROGRAM AND THE SPECIFIC PURPOSES FOR WHICH FUNDING IS SOUGHT.

ANY SUBMISSION DEADLINES

NONE

RESTRICTIONS AND LIMITATIONS ON AWARDS

NONE, HOWEVER, ORGANIZATIONS IN THE SAN FRANCISCO BAY AREA WILL BE GIVEN PREFERENCE.

CRESCENT PORTER HALE FOUNDATION
FEIN: 94-6093385
Attachment A

Name	Address	Status	Paid Amount
A Home Away from Homeless	San Francisco, CA	Public Charity	20,000 00
Adolescent Counseling Services	Palo Alto, CA	Public Charity	7,500 00
Adult Day Services Network of Alameda Co	Oakland, CA	Public Charity	7,500 00
Alameda Co Community Food Bank	Oakland, CA	Public Charity	25,000 00
Alliance of Mission Dist Cath Schools	San Francisco, CA	Public Charity	70,000 00
Alternatives in Action	Alameda, CA	Public Charity	20,000 00
American Scores Bay Area	San Francisco, CA	Public Charity	15,000 00
Asian Neighborhood Design	San Francisco, CA	Public Charity	15,000 00
Axis Dance Company	Oakland, CA	Public Charity	7,500 00
Bay Area Comm Resources	San Rafael, CA	Public Charity	25,000 00
Bay Area Outreach & Recreation Program	Berkeley, CA	Public Charity	15,000 00
Berkeley Repertory Theater	Berkeley, CA	Public Charity	3,000 00
Boys & Girls Club of Alameda	Alameda, CA	Public Charity	15,000 00
Boys & Girls Club of No San Meteo Co	So San Francisco	Public Charity	15,000 00
Boys and Girls Club of San Francisco	San Francisco, CA	Public Charity	15,000 00
Bread & Roses	Corte Madera	Public Charity	15,000 00
Bridge the Gap College Prep	Marin City, CA	Public Charity	15,000 00
Broadway by the Bay	Burlingame, CA	Public Charity	7,500 00
CA Consortium of Education Foundations	Palo Alto, CA	Public Charity	1,000 00
Calistoga Family Center	Calistoga, CA	Public Charity	3,000 00
Catholic Charities of the East Bay	Oakland, CA	Public Charity	65,000 00
Catholic Relief Services	Baltimore, MD	Public Charity	5,000 00
Children's Book Project	San Francisco, CA	Public Charity	5,000 00
Community Music Center	San Francisco, CA	Public Charity	15,000 00
Compass Family Services	San Francisco, CA	Public Charity	20,000 00
De Marillac Academy	San Francisco, CA	Public Charity	15,000 00
Destinay Arts Center	Oakland, CA	Public Charity	12,000 00
Dominican Sisters of San Rafael	San Rafael, CA	Public Charity	1,000 00

CRESCENT PORTER HALE FOUNDATION
FEIN: 94-6093385
Attachment A

Name	Address	Status	Paid Amount
Duke School	Durham, NC	Public Charity	5,000 00
East Bay Agency for Children	Oakland, CA	Public Charity	15,000 00
Edgewood Center for Children & Families	San Francisco, CA	Public Charity	10,000 00
El Centro de Libertad	Redwood City, CA	Public Charity	15,000 00
FACE	Oakland, CA	Public Charity	350,000 00
Family House	San Francisco, CA	Public Charity	15,000 00
Food Bank of Contra Costa & Solano	Concord, CA	Public Charity	20,000 00
Food Runners	San Francisco, CA	Public Charity	5,000 00
Friends of Ballard Park	Newport, RI	Public Charity	24,000 00
Girls to Women	E Palo Alto, CA	Public Charity	10,000 00
Glide Foundation	San Francisco, CA	Public Charity	10,000 00
Good Shepherd Gracenter	San Francisco, CA	Public Charity	12,500 00
Graduate Theology Union	Berkeley, CA	Public Charity	14,000 00
Green Scholarship Program	Cabo San Lucas, Mexico	Public Charity	6,000 00
Gregorian University	New York, NY	Public Charity	5,000 00
GRID - Genetic Resource	Alford, CA	Public Charity	10,000 00
Gubbio Project	San Francisco, CA	Public Charity	10,000 00
Hamilton Family Center	San Francisco, CA	Public Charity	20,000 00
Handson Bay Area	San Francisco, CA	Public Charity	10,000 00
Heifer Foundation International	New York, NY	Public Charity	1,000 00
HIP (Human Investment Project) Housing	San Mateo, CA	Public Charity	12,500 00
Holy Family Day Home	San Francisco, CA	Public Charity	25,000 00
Homeless Prenatal Program	San Francisco, CA	Public Charity	15,000 00
Hospital de la Familia	San Francisco, CA	Public Charity	6,000 00
Huckleberry Youth Programs	San Francisco, CA	Public Charity	20,000 00
Imagine Bus Project	San Francisco, CA	Public Charity	20,000 00
Immaculate Conception Academy (ICA)	San Francisco, CA	Public Charity	50,000 00
Indo Chinese Housing Development	San Francisco, CA	Public Charity	7,500 00
Integrated Community Services	San Rafael, CA	Public Charity	20,000 00
Jesuit Volunteer Corps	Santa Clara, CA	Public Charity	10,000 00

CRESCENT PORTER HALE FOUNDATION
FEIN: 94-6093385
Attachment A

Name	Address	Status	Paid Amount
Jesuits California Province	Los Gatos, CA	Public Charity	9,000 00
John Muir Health/Caring Hands	Walnut Creek, CA	Public Charity	7,500 00
Junipero Serra High School	San Mateo, CA	Public Charity	5,000 00
JVS - Jewish Vocational Services	Chicago, IL	Public Charity	15,000 00
Kenwood Education Foundation	Kenwood, CA	Public Charity	2,150 00
Larkin Street Youth Center	San Francisco, CA	Public Charity	20,000 00
LEAP - Imagination in Learning	San Francisco, CA	Public Charity	7,500 00
Little Brothers - Friends of the Elderly	San Francisco, CA	Public Charity	15,000 00
Little Sisters of the Poor	San Francisco, CA	Public Charity	10,000 00
Living Free Animals Sanctuary	Mountain Center, CA	Public Charity	2,000 00
Love Is The Answer	San Rafael, CA	Public Charity	5,000 00
Marin Advocates for Children	San Rafael, CA	Public Charity	10,000 00
Marin Catholic High School	Kentfield, CA	Public Charity	10,000 00
Marin County School Volunteers	San Rafael, CA	Public Charity	10,000 00
Marquette University	Milwaukee, WI	Public Charity	5,000 00
McCullum Youth Project	Oakland, CA	Public Charity	15,000 00
Meals on Wheels San Francisco	San Francisco, CA	Public Charity	15,000 00
Mercy Housing California	San Francisco, CA	Public Charity	10,000 00
Mercy Retirement & Care Center	Oakland, CA	Public Charity	15,000 00
Mission Graduates	San Francisco, CA	Public Charity	15,000 00
Monument Crisis Center	Concord, CA	Public Charity	20,000 00
Mount St Joseph - St Elizabeth	San Francisco, CA	Public Charity	24,000 00
Next Step Learning Center	Oakland, CA	Public Charity	10,000 00
Ninth St Independent Film Center	San Francisco, CA	Public Charity	10,000 00
Northern Calif Family Center	Martinez, CA	Public Charity	15,000 00
Novato Human Needs Center	Novato, CA	Public Charity	12,500 00
Novato Youth Center	Novato, CA	Public Charity	10,000 00
Oakland Based Urban Gardens	Oakland, CA	Public Charity	15,000 00
Oakland Community Organizations	Oakland, CA	Public Charity	25,000 00
Oakland Youth Chorus	Oakland, CA	Public Charity	10,000 00

CRESCENT PORTER HALE FOUNDATION
FEIN: 94-6093385
Attachment A

Name	Address	Status	Paid Amount
Oasis for Girls	San Francisco, CA	Public Charity	10,000 00
Omega Boys Club	San Francisco, CA	Public Charity	20,000 00
Opportunity Opportunity International	Oakbrook, IL	Public Charity	5,000 00
Peninsula Family Service	San Mateo, CA	Public Charity	40,000 00
Peninsula Girls Chorus	Burlingame, CA	Public Charity	7,500 00
Playworks	San Francisco, CA	Public Charity	10,000 00
Project Seed	Berkeley, CA	Public Charity	15,000 00
Raising a Reader	San Francisco, CA	Public Charity	15,000 00
Relgious Sacred Heart	Montebello, CA	Public Charity	1,000 00
Ritter Center	San Rafael, CA	Public Charity	20,000 00
Rock - Real Options for City Kids	San Francisco, CA	Public Charity	15,000 00
Roseland University Prep	Santa Rosa, CA	Public Charity	6,000 00
Salvation Army	San Francisco, CA	Public Charity	10,000 00
Samaritan House	San Mateo, CA	Public Charity	25,000 00
San Domenico School	San Anselmo, CA	Public Charity	2,000 00
San Francisco Ballet	San Francisco, CA	Public Charity	12,000 00
San Francisco Ballet School	San Francisco, CA	Public Charity	10,000 00
San Francisco Conservatory of Music	San Francisco, CA	Public Charity	25,000 00
San Francisco Educational Fund	San Francisco, CA	Public Charity	25,000 00
San Francisco Food Bank	San Francisco, CA	Public Charity	25,000 00
San Francisco Girls Chorus	San Francisco, CA	Public Charity	20,000 00
San Francisco Organizing Project	San Francisco, CA	Public Charity	20,000 00
San Francisco Senior Center	San Francisco, CA	Public Charity	15,000 00
San Francisco Shakespeare Festival	San Francisco, CA	Public Charity	20,000 00
San Francisco Symphony	San Francisco, CA	Public Charity	12,000 00
Scholarship Chicago	Chicago, IL	Public Charity	5,000 00
Senior Access	San Rafael, CA	Public Charity	5,000 00
Seven Tepees Youth Program	San Francisco, CA	Public Charity	25,000 00
SFCASA	San Francisco, CA	Public Charity	15,000 00

CRESCENT PORTER HALE FOUNDATION
FEIN: 94-6093385
Attachment A

Name	Address	Status	Paid Amount
Sitike Counseling Center	So San Francisco, CA	Public Charity	7,500 00
Spanish Speaking Citizens Foundation	Oakland, CA	Public Charity	15,000 00
Special Olympics of Norther California	Pleasant Hill, CA	Public Charity	15,000 00
Spring Lake Village	Silver Springs, FL	Public Charity	1,000 00
St Anthony's Dining Room	San Francisco, CA	Public Charity	10,000 00
St Elizabeth Seton Catholic School	Palo Alto, CA	Public Charity	15,000 00
St Francis of Assisi Youth Club	East Palo Alto, CA	Public Charity	10,000 00
St Helena Family Resource Center	Swanson	Public Charity	3,000 00
St Paul of the Shipwreck Catholic Comm	San Francisco, CA	Public Charity	15,000 00
St Peter's School	San Francisco, CA	Public Charity	5,000 00
St Vincent de Paul Society of Marin	San Rafael, CA	Public Charity	10,000 00
Stand! For Families Free of Violence	Concord, CA	Public Charity	20,000 00
Sutter VNA & Hospice	San Francisco, CA	Public Charity	500.00
T O T A	Oakland, CA	Public Charity	5,000 00
Teach for America	San Francisco, CA	Public Charity	10,000 00
Tenderloin Neighborhood Devel Corp	San Francisco, CA	Public Charity	25,000 00
The BASIC Fund	San Francisco, CA	Public Charity	280,000 00
The Foundation Center	San Francisco, CA	Public Charity	3,000 00
The Women's Building	San Francisco, CA	Public Charity	15,000 00
Theatreworks	Palo Alto, CA	Public Charity	15,000 00
Trips for Kids	Mill Valley, CA	Public Charity	7,500 00
UCSF Foundation	San Francisco, CA	Public Charity	35,000 00
Valley of the Moon	Sonoma, CA	Public Charity	2,350 00
Waterside Workshops	Berkeley, CA	Public Charity	12,500 00
Women's Initiative	San Francisco, CA	Public Charity	25,000 00
Youth in Arts	San Rafael, CA	Public Charity	10,000 00
Youth Radio	Oakland, CA	Public Charity	25,000 00
			2,596,000.00

ATTACHMENT B

Realized Gains and Losses
Fiscal Year Ending 12/31/2011

Crescent Porter Hale Foundation   Brokerage   Acct # 2672-2738
655 Redwood Highway #301
Mill Valley, CA 94941

Realized Gains and Losses in Non-Taxable or Tax Deferred Accounts

Description	Date Acquired	Date Sold	Quantity	Net Proceeds	Cost	Short Term Gains	Total Long Gains	Total Gains
DEUTCHE INTN'L SELECT EQ	01/07/2005	04/20/2011	75,273 989	572,065 95	794,000 00		-221,934 05	-221,934 05
DEUTCHE INTN'L SELECT EQ	10/28/2005	04/20/2011	1,322 586	10,051 36	14,494 80		-4,443 44	-4,443 44
DEUTCHE INTN'L SELECT EQ	10/28/2005	04/20/2011	2,487 972	18,908 05	27,266 79		-8,358 74	-8,358 74
DEUTCHE INTN'L SELECT EQ	11/15/2005	04/20/2011	0 003	0 02	0 00		0 02	0 02
DEUTCHE INTN'L SELECT EQ	04/19/2006	04/20/2011	1,854 994	14,097 55	23,725 37		-9,627 82	-9,627 82
DEUTCHE INTN'L SELECT EQ	04/19/2006	04/20/2011	3,091 656	23,495 92	39,542 28		-16,046 36	-16,046 36
DEUTCHE INTN'L SELECT EQ	05/10/2006	04/20/2011	16,129.173	122,578 22	216,962 38		-94,384 16	-94,384 16
DEUTCHE INTN'L SELECT EQ	12/22/2006	04/20/2011	4,124 405	31,344 58	47,265 68		-15,921 10	-15,921 10
DEUTCHE INTN'L SELECT EQ	12/22/2006	04/20/2011	4,623 459	35,137.29	52,984 84		-17,847 55	-17,847 55
DEUTCHE INTN'L SELECT EQ	12/22/2006	04/20/2011	11,038 617	83,891 09	126,502 55		-42,611.46	-42,611.46
DEUTCHE INTN'L SELECT EQ	12/21/2007	04/20/2011	1,469 723	11,169 57	15,329 21		-4,159.64	-4,159 64
DEUTCHE INTN'L SELECT EQ	12/21/2007	04/20/2011	14,027 917	106,609 12	146,311 17		-39,702 05	-39,702 05
DEUTCHE INTN'L SELECT EQ	12/21/2007	04/20/2011	18,647.538	141,717.24	194,493 82		-52,776 58	-52,776 58
DEUTCHE INTN'L SELECT EQ	11/04/2008	04/20/2011	10,885 343	82,726 25	65,119 35		17,606 90	17,606 90
DEUTCHE INTN'L SELECT EQ	12/23/2008	04/20/2011	8,058 510	61,242 93	39,809.04		21,433.89	21,433 89
DEUTCHE INTN'L SELECT EQ	12/23/2009	04/20/2011	3,194 306	24,276 04	20,954 65		3,321 39	3,321 39
DEUTCHE INTN'L SELECT EQ	01/12/2010	04/20/2011	47,477.745	360,820.55	320,049 95		40,770 60	40,770 60
DEUTCHE INTN'L SELECT EQ	12/23/2010	04/20/2011	6,246 103	47,469 02	44,159.95	3,309 07		3,309 07
			229,954.039	1,747,600.75	2,188,971 83	3,309 07	-444,680 15	-441,371 08
DFA SHORT TERM GOVT	01/04/2002	02/23/2011	10,860.501	116,853 10	110,891.20		5,961 90	5,961.90
DFA SHORT TERM GOVT	06/10/2002	02/23/2011	3,220 664	34,652 59	33,494 91		1,157 68	1,157 68
DFA SHORT TERM GOVT	12/16/2002	02/23/2011	4,400 618	47,348.26	47,922.73		-574 47	-574 47
DFA SHORT TERM GOVT	06/10/2003	02/23/2011	2,481 683	26,701.56	28,489 72		-1,788 16	-1,788 16
DFA SHORT TERM GOVT	12/22/2003	02/23/2011	232.527	2,501.86	2,471 76		30.10	30.10
DFA SHORT TERM GOVT	12/22/2003	02/23/2011	3,681 668	39,612 75	39,136 13		476 62	476 62
DFA SHORT TERM GOVT	12/22/2003	02/23/2011	7,130.810	76,723 65	75,800 51		923.14	923.14

ATTACHMENT B

Realized Gains and Losses
Fiscal Year Ending 12/31/2011

Crescent Porter Hale Foundation Brokerage Acct # 2672-2738

Realized Gains and Losses in Non-Taxable or Tax Deferred Accounts

Description	Date Acquired	Date Sold	Quantity	Net Proceeds	Cost	Short Term Gains	Total Long Gains	Total Gains
DFA SHORT TERM GOVT	01/08/2004	02/23/2011	60,099 535	646,638 42	639,474 08		7,164 34	7,164 34
			92.108 006	991,032.19	977,681 04		13,351 15	13,351.15
Short Term Gains				47,469.02	44,159.95	3,309.07		
Total Long Gains				2,691,163.92	3,122,492.92		-431,329.00	
Total (Sales)				2,738,632.94	3,166,652.87	3,309.07	-431,329.00	-428,019.93

- If you are filing for an **Additional (Not Automatic) 3-Month Extension, complete only Part II** and check this box ▶ [X]

Note. Only complete Part II if you have already been granted an automatic 3-month extension on a previously filed Form 8868.

- If you are filing for an **Automatic 3-Month Extension, complete only Part I** (on page 1).

Part II **Additional (Not Automatic) 3-Month Extension of Time.** Only file the original (no copies needed).

Enter filer's identifying number, see instructions

Type or print File by the due date for filing your return See instructions	Name of exempt organization or other filer, see instructions CRESCENT PORTER HALE FOUNDATION	Employer identification number (EIN) or [X] 94-6093385
	Number, street, and room or suite no. If a P.O. box, see instructions. 655 REDWOOD HIGHWAY, SUITE 301	Social security number (SSN) [ ]
	City, town or post office, state, and ZIP code. For a foreign address, see instructions. MILL VALLEY, CA 94941	

Enter the Return code for the return that this application is for (file a separate application for each return) 0 4

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

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

- The books are in the care of ▶ ULLA DAVIS, CRESCENT PORTER HALE FO 655 REDWOOD HWY, SUITE 301 - MILL VALLEY, CA 94941

Telephone No. ▶ (415) 388-2333 FAX No. ▶

- If the organization does not have an office or place of business in the United States, check this box ▶ [ ]
- If this is for a Group Return, enter the organization's four digit Group Exemption Number (GEN) ______ . If this is for the whole group, check this box ▶ [ ] . If it is for part of the group, check this box ▶ [ ] and attach a list with the names and EINs of all members the extension is for.

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

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

6 If the tax year entered in line 5 is for less than 12 months, check reason: [ ] Initial return [ ] Final return [ ] Change in accounting period

7 State in detail why you need the extension
ADDITIONAL TIME IS REQUIRED TO COMPILE INFORMATION FOR A COMPLETE AND ACCURATE TAX RETURN.

8a	If this application is for Form 990-BL, 990-PF, 990-T, 4720, or 6069, enter the tentative tax, less any nonrefundable credits. See instructions.	8a	$ 67,153.
b	If this application is for Form 990-PF, 990-T, 4720, or 6069, enter any refundable credits and estimated tax payments made. Include any prior year overpayment allowed as a credit and any amount paid previously with Form 8868.	8b	$ 105,600.
c	**Balance due.** Subtract line 8b from line 8a. Include your payment with this form, if required, by using EFTPS (Electronic Federal Tax Payment System). See instructions.	8c	$ 0.

Signature and Verification must be completed for Part II only.

Under penalties of perjury, I declare that I have examined this form, including accompanying schedules and statements, and to the best of my knowledge and belief, it is true, correct, and complete, and that I am authorized to prepare this form

Signature ▶ Title ▶ Date ▶

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

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01-06-12