



See a Social Security Number? Say Something!
Report Privacy Problems to <https://public.resource.org/privacy>
Or call the IRS Identity Theft Hotline at 1-800-908-4490



Form 990-PF

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

OMB No 1545-0052

2012

Open to Public Inspection

Department of the Treasury
Internal Revenue Service

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

For calendar year 2012 or tax year beginning

, 2012, and ending

, 20

Name of foundation THE LISA & JOHN PRITZKER FAMILY FUND

C/O SEILER LLP

Number and street (or P O box number if mail is not delivered to street address)

Room/suite

THREE LAGOON DRIVE, SUITE 400

City or town, state, and ZIP code

REDWOOD CITY, CA 94065

G Check all that apply:

Initial return

Final return

Address change

Initial return of a former public charity

Amended return

Name change

H Check type of organization:

☒ Section 501(c)(3) exempt private foundation☐ Section 4947(a)(1) nonexempt charitable trust☐ Other taxable private foundation

I Fair market value of all assets at end

of year (from Part II, col. (c), line

16) \$ 57,799,886.

J Accounting method:

☐ Cash☒ Accrual☐ Other (specify)

(Part I, column (d) must be on cash basis)

A Employer identification number

30-0039815

B Telephone number (see instructions)

(650) 365-4646

C If exemption application is
pending, check here ☐D 1 Foreign organizations, check here ☐2 Foreign organizations meeting the
85% test, check here and attach
computation ☐E If private foundation status was terminated
under section 507(b)(1)(A), check here ☐F If the foundation is in a 60-month termination
under section 507(b)(1)(B), check here ☐Part I Analysis of Revenue and Expenses (The
total of amounts in columns (b), (c), and (d)
may not necessarily equal the amounts in
column (a) (see instructions).)(a) Revenue and
expenses per
books(b) Net investment
income(c) Adjusted net
income(d) Disbursements
for charitable
purposes
(cash basis only)

1	Contributions, gifts, grants, etc., received (attach schedule)	15,882,892.			
2	Check ☐ if the foundation is not required to attach Sch B				
3	Interest on savings and temporary cash investments	21,075.	20,001.		ATCH 1
4	Dividends and interest from securities	103,866.	103,866.		ATCH 2
5a	Gross rents	529,355.	529,355.		
b	Net rental income or (loss)	-17,710.			
6a	Net gain or (loss) from sale of assets not on line 10	41,831.			
b	Gross sales price for all assets on line 6a				
7	Capital gain net income (from Part IV, line 2)		41,831.		
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) (attach schedule)				
11	Other income (attach schedule) ATCH 3	16,949.	16,949.		
12	Total. Add lines 1 through 11	16,595,968.	712,002.		
13	Compensation of officers, directors, trustees, etc.	213,004.			213,004.
14	Other employee salaries and wages	54,150.			50,193.
15	Pension plans, employee benefits	26,850.			26,850.
16a	Legal fees (attach schedule) ATCH 4	12,471.	6,236.		4,325.
b	Accounting fees (attach schedule) ATCH 5	38,095.	19,048.		21,358.
c	Other professional fees (attach schedule) *	115,426.	17,801.		101,000.
17	Interest				
18	Taxes (attach schedule) (see instructions) ATCH 7	20,141.	220.		18,734.
19	Depreciation (attach schedule) and depletion	290,282.	289,291.		
20	Occupancy				
21	Travel, conferences, and meetings	29,869.			59,030.
22	Printing and publications				
23	Other expenses (attach schedule) ATCH 8	281,790.	260,659.		20,596.
24	Total operating and administrative expenses. Add lines 13 through 23	1,082,078.	593,255.		515,090.
25	Contributions, gifts, grants paid	32,264,748.			16,683,946.
26	Total expenses and disbursements. Add lines 24 and 25	33,346,826.	593,255.	0	17,199,036.
27	Subtract line 26 from line 12	-16,750,858.			
a	Excess of revenue over expenses and disbursements				
b	Net investment income (if negative, enter -0-)		118,747.		
c	Adjusted net income (if negative, enter -0-)				

SCANNED NOV 25 2013

Part II Balance Sheets

Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions)

		Beginning of year	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	42,579,921.	33,337,058.	33,337,058.
	3 Accounts receivable ▶			
	Less allowance for doubtful accounts ▶			
	4 Pledges receivable ▶			
	Less allowance for doubtful accounts ▶			
	5 Grants receivable			
	6 Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see instructions)			
	7 Other notes and loans receivable (attach schedule) ▶			
	Less allowance for doubtful accounts ▶			
	8 Inventories for sale or use			
	9 Prepaid expenses and deferred charges ATCH 9	161,321.	156,017.	156,017.
	10 a Investments - U S and state government obligations (attach schedule),			
	b Investments - corporate stock (attach schedule)			
	c Investments - corporate bonds (attach schedule)			
Liabilities	11 Investments - land, buildings, and equipment basis 16,117,621.			ATCH 10
	Less accumulated depreciation (attach schedule) ▶ 1,000,665.	15,406,246.	15,116,956.	15,116,956.
	12 Investments - mortgage loans			
	13 Investments - other (attach schedule) ATCH 11	741,094.	7,676,745.	7,617,311.
	14 Land, buildings, and equipment basis 6,863.			ATCH 12
	Less accumulated depreciation (attach schedule) ▶ 2,311.	2,281.	4,552.	4,552.
	15 Other assets (describe ▶ ATCH 13)	131,822.	1,567,992.	1,567,992.
	16 Total assets (to be completed by all filers - see the instructions Also, see page 1, item I)	59,022,685.	57,859,320.	57,799,886.
	17 Accounts payable and accrued expenses	21,426.	24,160.	
	18 Grants payable	21,096,932.	36,677,734.	
	19 Deferred revenue			
	20 Loans from officers, directors, trustees, and other disqualified persons			
	21 Mortgages and other notes payable (attach schedule)			
	22 Other liabilities (describe ▶ ATCH 14)	20,663.	24,620.	
	23 Total liabilities (add lines 17 through 22)	21,139,021.	36,726,514.	
Net Assets or Fund Balances	Foundations that follow SFAS 117, check here ▶ ☒ X and complete lines 24 through 26 and lines 30 and 31.			
	24 Unrestricted	37,883,664.	21,132,806.	
	25 Temporarily restricted			
	26 Permanently restricted			
	Foundations that do not follow SFAS 117, check here and complete lines 27 through 31. ▶ ☐			
	27 Capital stock, trust principal, or current funds			
	28 Paid-in or capital surplus, or land, bldg . and equipment fund			
	29 Retained earnings, accumulated income, endowment, or other funds			
	30 Total net assets or fund balances (see instructions)	37,883,664.	21,132,806.	
	31 Total liabilities and net assets/fund balances (see instructions)	59,022,685.	57,859,320.	

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	37,883,664.
2 Enter amount from Part I, line 27a	2	-16,750,858.
3 Other increases not included in line 2 (itemize) ▶	3	
4 Add lines 1, 2, and 3	4	21,132,806.
5 Decreases not included in line 2 (itemize) ▶	5	
6 Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	21,132,806.

Form 990-PF (2012)

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 PART IV SCHEDULE					
b					
c					
d					
e					
(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)		
a					
b					
c					
d					
e					
Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(i) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col. (h))		
(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			
a					
b					
c					
d					
e					
2 Capital gain net income or (net capital loss) { If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7 }			2	41,831.	
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6) If gain, also enter in Part I, line 8, column (c) (see instructions) If (loss), enter -0- in Part I, line 8			3	0	

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

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

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

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

☐ Yes ☒ No

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

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

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col. (b) divided by col. (c))
2011	11,039,067.	52,357,142.	0.210842
2010	8,002,411.	27,561,243.	0.290350
2009	6,956,720.	25,267,655.	0.275321
2008	7,256,007.	31,552,142.	0.229969
2007	2,936,948.	43,242,746.	0.067918
2 Total of line 1, column (d)			2 1.074400
3 Average distribution ratio for the 5-year base period - divide the total on line 2 by 5, or by the number of years the foundation has been in existence if less than 5 years			3 0.214880
4 Enter the net value of noncharitable-use assets for 2012 from Part X, line 5			4 59,206,313.
5 Multiply line 4 by line 3			5 12,722,253.
6 Enter 1% of net investment income (1% of Part I, line 27b)			6 1,187.
7 Add lines 5 and 6			7 12,723,440.
8 Enter qualifying distributions from Part XII, line 4 If line 8 is equal to or greater than line 7, check the box in Part VI, line 1b, and complete that part using a 1% tax rate. See the Part VI instructions			8 17,199,036.

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

1 a Exempt operating foundations described in section 4940(d)(2), check here ☐ and enter "N/A" on line 1		1	1,187.
Date of ruling or determination letter _____ (attach copy of letter if necessary - see instructions)			
b Domestic foundations that meet the section 4940(e) requirements in Part V, check here ☒ and enter 1% of Part I, line 27b			
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	
3 Add lines 1 and 2		3	1,187.
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	1,187.
6 Credits/Payments			
a 2012 estimated tax payments and 2011 overpayment credited to 2012	6a	41,515.	
b Exempt foreign organizations - tax withheld at source	6b		
c Tax paid with application for extension of time to file (Form 8868)	6c		
d Backup withholding erroneously withheld	6d		
7 Total credits and payments Add lines 6a through 6d	7		41,515.
8 Enter any penalty for underpayment of estimated tax. Check here ☐ if Form 2220 is attached	8		
9 Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed	9		
10 Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10		40,328.
11 Enter the amount of line 10 to be Credited to 2013 estimated tax ☒ 40,328. Refunded ☐	11		

Part VII-A Statements Regarding Activities

	Yes	No
1 a During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?		X
b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see Instructions for the definition)?		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?		X
d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year (1) On the foundation ☒ \$ _____ (2) On foundation managers ☒ \$ _____		
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers ☒ \$ _____		
2 Has the foundation engaged in any activities that have not previously been reported to the IRS?		X
If "Yes," attach a detailed description of the activities		
3 Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? If "Yes," attach a conformed copy of the changes		X
4 a Did the foundation have unrelated business gross income of \$1,000 or more during the year?		X
b If "Yes," has it filed a tax return on Form 990-T for this year?		
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year?		X
If "Yes," attach the statement required by General Instruction T		
6 Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	X	
7 Did the foundation have at least \$5,000 in assets at any time during the year? If "Yes," complete Part II, col (c), and Part XV	X	
8 a Enter the states to which the foundation reports or with which it is registered (see instructions) ☒ CA, IL, _____		
b If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by General Instruction G? If "No," attach explanation	X	
9 Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2012 or the taxable year beginning in 2012 (see instructions for Part XIV)? If "Yes," complete Part XIV		X
10 Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses		X

Form 990-PF (2012)

Part VII-A Statements Regarding Activities (continued)

11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions)	11		X
12	Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement (see instructions)	12	X	
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application?	13	X	
Website address ▶ N/A				
14	The books are in care of ▶ MICHAEL MAYER Telephone no ▶ 415-694-5807			
Located at ▶ PIER 5 THE EMBARCADERO, SUITE 102 SAN FRANCISCO, CA ZIP+4 ▶ 94111				
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				
16	At any time during calendar year 2012, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country?	16	Yes	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 ▶				

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 2012?	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 2012, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2012?	☐ 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)	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 2012 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 2012)	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 2012?	4b	X

Form 990-PF (2012)

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

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

(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))? ☐ Yes ☒ No(2) Influence the outcome of any specific public election (see section 4955), or to carry on, directly or indirectly, any voter registration drive? ☐ Yes ☒ No(3) Provide a grant to an individual for travel, study, or other similar purposes? ☐ Yes ☒ No(4) Provide a grant to an organization other than a charitable, etc., organization described in section 509(a)(1), (2), or (3), or section 4940(d)(2)? (see instructions) ☐ Yes ☒ No(5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals? ☐ Yes ☒ Nob 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)? ☐ Yes ☒ NoOrganizations 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? ☐ 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 ☒ Nob Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract? ☐ Yes ☒ No

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 ☒ Nob If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction? ☐ Yes ☒ No**Part VIII** Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors**1** List all officers, directors, trustees, foundation managers and their compensation (see instructions).

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
ATCH 16		213,004.	26,580.	0

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

(a) Name and address of each employee paid more than \$50,000	(b) Title, and average hours per week devoted to position	(c) Compensation	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances

Total number of other employees paid over \$50,000 ☐ 1

Form 990-PF (2012)

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

(a) Name and address of each person paid more than \$50,000	(b) Type of service	(c) Compensation
ATCH 17		90,000.
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 NOT APPLICABLE	
2	
3	
4	

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

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2

	Amount
1 NOT APPLICABLE	
2	
All other program-related investments See instructions	
3 NOT APPLICABLE	
Total. Add lines 1 through 3	

Form 990-PF (2012)

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	
b	Average of monthly cash balances	1b	43,388,015.
c	Fair market value of all other assets (see instructions)	1c	16,719,917.
d	Total (add lines 1a, b, and c)	1d	60,107,932.
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	1e	
2	Acquisition indebtedness applicable to line 1 assets	2	
3	Subtract line 2 from line 1d	3	60,107,932.
4	Cash deemed held for charitable activities. Enter 1 1/2 % of line 3 (for greater amount, see instructions)	4	901,619.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	59,206,313.
6	Minimum investment return. Enter 5% of line 5	6	2,960,316.

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	2,960,316.
2a	Tax on investment income for 2012 from Part VI, line 5	2a	1,187.
b	Income tax for 2012 (This does not include the tax from Part VI)	2b	
c	Add lines 2a and 2b	2c	1,187.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	2,959,129.
4	Recoveries of amounts treated as qualifying distributions	4	
5	Add lines 3 and 4	5	2,959,129.
6	Deduction from distributable amount (see instructions)	6	
7	Distributable amount as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1	7	2,959,129.

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	17,199,036.
b	Program-related investments - total from Part IX-B	1b	
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	2	
3	Amounts set aside for specific charitable projects that satisfy the		
a	Suitability test (prior IRS approval required)	3a	
b	Cash distribution test (attach the required schedule)	3b	
4	Qualifying distributions. Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	4	17,199,036.
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income. Enter 1% of Part I, line 27b (see instructions)	5	1,187.
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	17,197,849.

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 2011	(c) 2011	(d) 2012
1 Distributable amount for 2012 from Part XI, line 7				2,959,129.
2 Undistributed income, if any, as of the end of 2012				
a Enter amount for 2011 only				
b Total for prior years 20 <u>10</u> 20 <u>09</u> 20 <u>08</u>				
3 Excess distributions carryover, if any, to 2012:				
a From 2007	801,671.			
b From 2008	5,678,870.			
c From 2009	5,721,393.			
d From 2010	6,657,613.			
e From 2011	8,441,434.			
f Total of lines 3a through e	27,300,981.			
4 Qualifying distributions for 2012 from Part XII, line 4 ► \$ <u>17,199,036.</u>				
a Applied to 2011, but not more than line 2a				
b Applied to undistributed income of prior years (Election required - see instructions)				
c Treated as distributions out of corpus (Election required - see instructions)				
d Applied to 2012 distributable amount				2,959,129.
e Remaining amount distributed out of corpus	14,239,907.			
5 Excess distributions carryover applied to 2012 (If an amount appears in column (d), the same amount must be shown in column (a))				
6 Enter the net total of each column as indicated below:				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5	41,540,888.			
b Prior years' undistributed income Subtract line 4b from line 2b				
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				
d Subtract line 6c from line 6b Taxable amount - see instructions				
e Undistributed income for 2011 Subtract line 4a from line 2a Taxable amount - see instructions				
f Undistributed income for 2012 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2013				
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see instructions)				
8 Excess distributions carryover from 2007 not applied on line 5 or line 7 (see instructions)	801,671.			
9 Excess distributions carryover to 2013. Subtract lines 7 and 8 from line 6a	40,739,217.			
10 Analysis of line 9				
a Excess from 2008	5,678,870.			
b Excess from 2009	5,721,393.			
c Excess from 2010	6,657,613.			
d Excess from 2011	8,441,434.			
e Excess from 2012	14,239,907.			

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

NOT APPLICABLE

- 1a** If the foundation has received a ruling or determination letter that it is a private operating foundation, and the ruling is effective for 2012, enter the date of the ruling ▶

- b** Check box to indicate whether the foundation is a private operating foundation described in section

4942(i)(3) or

4942(1)(5)

- 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

Tax year

Prior 3 years

(a) 2012

(b) 2011

(c) 2010

(d) 2009

(e) Total

- 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(f)(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 (i)(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 ☒ 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 or e-mail of the person to whom applications should be addressed

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

- 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 ATCH 18				
Total			▶ 3a	16,683,946.
b Approved for future payment ATCH 19				
Total			▶ 3b	36,677,734.

Form **990-PF** (2012)

Enter gross amounts unless otherwise indicated

Enter gross amounts unless otherwise indicated		Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income (See instructions)
		(a) Business code	(b) Amount	(c) Exclusion code	(d) Amount	
1	Program service revenue					
a	_____					
b	_____					
c	_____					
d	_____					
e	_____					
f	_____					
g	Fees and contracts from government agencies					
2	Membership dues and assessments					
3	Interest on savings and temporary cash investments			14	21,075.	
4	Dividends and interest from securities			14	103,866.	
5	Net rental income or (loss) from real estate					
a	Debt-financed property					
b	Not debt-financed property			16	529,355.	
6	Net rental income or (loss) from personal property .					
7	Other investment income					
8	Gain or (loss) from sales of assets other than inventory			18	41,831.	
9	Net income or (loss) from special events . . .					
10	Gross profit or (loss) from sales of inventory . .					
11	Other revenue a _____					
b	ATCH 20 _____				16,949.	
c	_____					
d	_____					
e	_____					
12	Subtotal Add columns (b), (d), and (e)				713,076.	
13	Total. Add line 12, columns (b), (d), and (e)					713,076.

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

[illegible]

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

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

OMB No 1545-0047

2012**Name of the organization**THE LISA & JOHN PRITZKER FAMILY FUND
C/O SEILER LLP**Employer identification number**

30-0039815

Organization type (check one)**Filers of:****Section:**

Form 990 or 990-EZ

☐ 501(c)() (enter number) organization☐ 4947(a)(1) nonexempt charitable trust **not** treated as a private foundation☐ 527 political organization

Form 990-PF

☒ 501(c)(3) exempt private foundation☐ 4947(a)(1) nonexempt charitable trust treated as a private foundation☐ 501(c)(3) taxable private foundationCheck if your organization is covered by the **General Rule** or a **Special Rule**.**Note.** Only a section 501(c)(7), (8), or (10) organization can check boxes for both the General Rule and a Special Rule. See instructions.**General Rule**

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

Special Rules

- ☐ For a section 501(c)(3) organization filing Form 990 or 990-EZ that met the 33 1/3 % support test of the regulations under sections 509(a)(1) and 170(b)(1)(A)(vi) and received from any one contributor, during the year, a contribution of the greater of (1) \$5,000 or (2) 2% of the amount on (i) Form 990, Part VIII, line 1h, or (ii) Form 990-EZ, line 1. Complete Parts I and II.
- ☐ For a section 501(c)(7), (8), or (10) organization filing Form 990 or 990-EZ that received from any one contributor, during the year, total contributions of more than \$1,000 for use *exclusively* for religious, charitable, scientific, literary, or educational purposes, or the prevention of cruelty to children or animals. Complete Parts I, II, and III.
- ☐ For a section 501(c)(7), (8), or (10) organization filing Form 990 or 990-EZ that received from any one contributor, during the year, contributions for use *exclusively* for religious, charitable, etc., purposes, but these contributions did not total to more than \$1,000. If this box is checked, enter here the total contributions that were received during the year for an *exclusively* religious, charitable, etc., purpose. Do not complete any of the parts unless the **General Rule** applies to this organization because it received nonexclusively religious, charitable, etc., contributions of \$5,000 or more during the year. ▶ \$ _____

Caution. An organization that is not covered by the General Rule and/or the Special Rules does not file Schedule B (Form 990, 990-EZ, or 990-PF), but it **must** answer "No" on Part IV, line 2 of its Form 990, or check the box on line H of its Form 990-EZ or on Part I, line 2 of its Form 990-PF, to certify that it does not meet the filing requirements of Schedule B (Form 990, 990-EZ, or 990-PF).

Name of organization THE LISA & JOHN PRITZKER FAMILY FUND
C/O SEILER LLP

Employer identification number
30-0039815

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

(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
1	COLSON TRUST CHICAGO, IL 60610	\$ 14,455,571.	Person ☒ Payroll ☐ Noncash ☐ (Complete Part II if there is a noncash contribution)
2	COLSON TRUST CHICAGO, IL 60610	\$ 1,427,321.	Person ☒ Payroll ☐ Noncash ☐ (Complete Part II if there is a noncash contribution)
			Person ☐ Payroll ☐ Noncash ☐ (Complete Part II if there is a noncash contribution)
			Person ☐ Payroll ☐ Noncash ☐ (Complete Part II if there is a noncash contribution)
			Person ☐ Payroll ☐ Noncash ☐ (Complete Part II if there is a noncash contribution)
			Person ☐ Payroll ☐ Noncash ☐ (Complete Part II if there is a noncash contribution)
			Person ☐ Payroll ☐ Noncash ☐ (Complete Part II if there is a noncash contribution)

Name of organization THE LISA & JOHN PRITZKER FAMILY FUND
C/O SEILER LLP

Employer identification number
30-0039815

Part II Noncash Property (see instructions) Use duplicate copies of Part II if additional space is needed.

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
---	----- ----- ----- -----	\$ -----	-----
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
---	----- ----- ----- -----	\$ -----	-----
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
---	----- ----- ----- -----	\$ -----	-----
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
---	----- ----- ----- -----	\$ -----	-----
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
---	----- ----- ----- -----	\$ -----	-----
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
---	----- ----- ----- -----	\$ -----	-----
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
---	----- ----- ----- -----	\$ -----	-----

Name of organization THE LISA & JOHN PRITZKER FAMILY FUND
C/O SEILER LLP

Employer identification number
30-0039815

Part III Exclusively religious, charitable, etc., individual contributions to section 501(c)(7), (8), or (10) organizations that total more than \$1,000 for the year. Complete columns (a) through (e) and the following line entry

For organizations completing Part III, enter the total of exclusively religious, charitable, etc., contributions of \$1,000 or less for the year. (Enter this information once. See instructions.) ► \$ _____

Use duplicate copies of Part III if additional space is needed.

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

Depreciation and Amortization

(Including Information on Listed Property)

Department of the Treasury
Internal Revenue Service (99)

▶ See separate instructions.

▶ Attach to your tax return.

Name(s) shown on return

THE LISA & JOHN PRITZKER FAMILY FUND

Identifying number

30-0039815

Business or activity to which this form relates

GENERAL DEPRECIATION

Part I Election To Expense Certain Property Under Section 179*Note: If you have any listed property, complete Part V before you complete Part I.*

1	Maximum amount (see instructions)	1	
2	Total cost of section 179 property placed in service (see instructions)	2	
3	Threshold cost of section 179 property before reduction in limitation (see instructions)	3	
4	Reduction in limitation Subtract line 3 from line 2. If zero or less, enter -0-	4	
5	Dollar limitation for tax year Subtract line 4 from line 1. If zero or less, enter -0-. If married filing separately, see instructions	5	
6	(a) Description of property	(b) Cost (business use only)	(c) Elected cost
7	Listed property Enter the amount from line 29	7	
8	Total elected cost of section 179 property Add amounts in column (c), lines 6 and 7	8	
9	Tentative deduction Enter the smaller of line 5 or line 8	9	
10	Carryover of disallowed deduction from line 13 of your 2011 Form 4562	10	
11	Business income limitation Enter the smaller of business income (not less than zero) or line 5 (see instructions)	11	
12	Section 179 expense deduction Add lines 9 and 10, but do not enter more than line 11	12	
13	Carryover of disallowed deduction to 2013 Add lines 9 and 10, less line 12	13	

*Note: Do not use Part II or Part III below for listed property. Instead, use Part V.***Part II Special Depreciation Allowance and Other Depreciation (Do not include listed property) (See instructions)**

14	Special depreciation allowance for qualified property (other than listed property) placed in service during the tax year (see instructions)	14	
15	Property subject to section 168(f)(1) election	15	
16	Other depreciation (including ACRS)	16	992.

Part III MACRS Depreciation (Do not include listed property) (See instructions.)**Section A**

17	MACRS deductions for assets placed in service in tax years beginning before 2012	17	
18	If you are electing to group any assets placed in service during the tax year into one or more general asset accounts, check here		

Section B - Assets Placed in Service During 2012 Tax Year Using the General Depreciation System

(a) Classification of property	(b) Month and year placed in service	(c) Basis for depreciation (business/investment use only - see instructions)	(d) Recovery period	(e) Convention	(f) Method	(g) Depreciation deduction
19a 3-year property						
b 5-year property						
c 7-year property						
d 10-year property						
e 15-year property						
f 20-year property						
g 25-year property			25 yrs		S/L	
h Residential rental property			27 5 yrs	MM	S/L	
i Nonresidential real property			39 yrs	MM	S/L	

Section C - Assets Placed in Service During 2012 Tax Year Using the Alternative Depreciation System

20a Class life					S/L	
b 12-year			12 yrs		S/L	
c 40-year			40 yrs.	MM	S/L	

Part IV Summary (See instructions.)

21	Listed property Enter amount from line 28	21	
22	Total. Add amounts from line 12, lines 14 through 17, lines 19 and 20 in column (g), and line 21. Enter here and on the appropriate lines of your return. Partnerships and S corporations - see instructions	22	992.
23	For assets shown above and placed in service during the current year, enter the portion of the basis attributable to section 263A costs	23	

Part V Listed Property (Include automobiles, certain other vehicles, certain computers, and property used for entertainment, recreation, or amusement.)

Note: For any vehicle for which you are using the standard mileage rate or deducting lease expense, complete **only** 24a, 24b, columns (a) through (c) of Section A, all of Section B, and Section C if applicable

Section A - Depreciation and Other Information (Caution: See the instructions for limits for passenger automobiles)

24a Do you have evidence to support the business/investment use claimed?				Yes	X	No	24b If "Yes," is the evidence written?				Yes	X	No
(a) Type of property (list vehicles first)	(b) Date placed in service	(c) Business/investment use percentage	(d) Cost or other basis	(e) Basis for depreciation (business/investment use only)	(f) Recovery period	(g) Method/Convention	(h) Depreciation deduction	(i) Elected section 179 cost					
25 Special depreciation allowance for qualified listed property placed in service during the tax year and used more than 50% in a qualified business use (see instructions)								25					
26 Property used more than 50% in a qualified business use													
		%											
		%											
		%											
27 Property used 50% or less in a qualified business use													
		%				S/L -							
		%				S/L -							
		%				S/L -							
28 Add amounts in column (h), lines 25 through 27. Enter here and on line 21, page 1								28					
29 Add amounts in column (i), line 26. Enter here and on line 7, page 1								29					

Section B - Information on Use of Vehicles

Complete this section for vehicles used by a sole proprietor, partner, or other "more than 5% owner," or related person. If you provided vehicles to your employees, first answer the questions in Section C to see if you meet an exception to completing this section for those vehicles.

	(a) Vehicle 1	(b) Vehicle 2	(c) Vehicle 3	(d) Vehicle 4	(e) Vehicle 5	(f) Vehicle 6
30 Total business/investment miles driven during the year (do not include commuting miles)						
31 Total commuting miles driven during the year						
32 Total other personal (noncommuting) miles driven						
33 Total miles driven during the year. Add lines 30 through 32						
34 Was the vehicle available for personal use during off-duty hours?	Yes	No	Yes	No	Yes	No
35 Was the vehicle used primarily by a more than 5% owner or related person?						
36 Is another vehicle available for personal use?						

Section C - Questions for Employers Who Provide Vehicles for Use by Their Employees

Answer these questions to determine if you meet an exception to completing Section B for vehicles used by employees who are not more than 5% owners or related persons (see instructions)

37 Do you maintain a written policy statement that prohibits all personal use of vehicles, including commuting, by your employees?	Yes	No
38 Do you maintain a written policy statement that prohibits personal use of vehicles, except commuting, by your employees? See the instructions for vehicles used by corporate officers, directors, or 1% or more owners		
39 Do you treat all use of vehicles by employees as personal use?		
40 Do you provide more than five vehicles to your employees, obtain information from your employees about the use of the vehicles, and retain the information received?		
41 Do you meet the requirements concerning qualified automobile demonstration use? (See instructions)		

Note: If your answer to 37, 38, 39, 40, or 41 is "Yes," do not complete Section B for the covered vehicles

Part VI Amortization

(a) Description of costs	(b) Date amortization begins	(c) Amortizable amount	(d) Code section	(e) Amortization period or percentage	(f) Amortization for this year
42 Amortization of costs that begins during your 2012 tax year (see instructions)					
43 Amortization of costs that began before your 2012 tax year					43
44 Total. Add amounts in column (f). See the instructions for where to report					44

DEPRECIATION

AMORTIZATION							
Asset description	Date placed in service	Cost or basis		Accumulated amortization	Ending accumulated amortization	Code	Life
TOTALS							

17160

Depreciation and Amortization
(Including Information on Listed Property)

OMB No 1545-0172

2012Department of the Treasury
Internal Revenue Service (99)

▶ See separate instructions.

▶ Attach to your tax return.

Attachment
Sequence No **179**

Name(s) shown on return

Identifying number

THE LISA & JOHN PRITZKER FAMILY FUND

30-0039815

Business or activity to which this form relates

2130 THIRD STREET, SAN FRANCISCO, CA

Part I Election To Expense Certain Property Under Section 179*Note: If you have any listed property, complete Part V before you complete Part I*

1	Maximum amount (see instructions)	1	
2	Total cost of section 179 property placed in service (see instructions)	2	
3	Threshold cost of section 179 property before reduction in limitation (see instructions)	3	
4	Reduction in limitation Subtract line 3 from line 2. If zero or less, enter -0-	4	
5	Dollar limitation for tax year Subtract line 4 from line 1. If zero or less, enter -0- If married filing separately see instructions	5	
6	(a) Description of property	(b) Cost (business use only)	(c) Elected cost
7	Listed property. Enter the amount from line 29	7	
8	Total elected cost of section 179 property Add amounts in column (c), lines 6 and 7	8	
9	Tentative deduction Enter the smaller of line 5 or line 8	9	
10	Carryover of disallowed deduction from line 13 of your 2011 Form 4562	10	
11	Business income limitation Enter the smaller of business income (not less than zero) or line 5 (see instructions)	11	
12	Section 179 expense deduction Add lines 9 and 10, but do not enter more than line 11	12	
13	Carryover of disallowed deduction to 2013 Add lines 9 and 10, less line 12	13	

*Note: Do not use Part II or Part III below for listed property. Instead, use Part V***Part II Special Depreciation Allowance and Other Depreciation (Do not include listed property) (See instructions)**

14	Special depreciation allowance for qualified property (other than listed property) placed in service during the tax year (see instructions)	14	
15	Property subject to section 168(f)(1) election	15	
16	Other depreciation (including ACRS)	16	

Part III MACRS Depreciation (Do not include listed property) (See instructions)**Section A**

17	MACRS deductions for assets placed in service in tax years beginning before 2012	17	289,290.
18	If you are electing to group any assets placed in service during the tax year into one or more general asset accounts, check here		

Section B - Assets Placed in Service During 2012 Tax Year Using the General Depreciation System

(a) Classification of property	(b) Month and year placed in service	(c) Basis for depreciation (business/investment use only - see instructions)	(d) Recovery period	(e) Convention	(f) Method	(g) Depreciation deduction
19a 3-year property						
b 5-year property						
c 7-year property						
d 10-year property						
e 15-year property						
f 20-year property						
g 25-year property			25 yrs		S/L	
h Residential rental property			27 5 yrs	MM	S/L	
i Nonresidential real property			27 5 yrs	MM	S/L	
			39 yrs	MM	S/L	
				MM	S/L	

Section C - Assets Placed in Service During 2012 Tax Year Using the Alternative Depreciation System

20a Class life					S/L	
b 12-year			12 yrs		S/L	
c 40-year			40 yrs	MM	S/L	

Part IV Summary (See instructions)

21	Listed property Enter amount from line 28	21	
22	Total. Add amounts from line 12, lines 14 through 17, lines 19 and 20 in column (g), and line 21 Enter here and on the appropriate lines of your return Partnerships and S corporations - see instructions	22	289,290.
23	For assets shown above and placed in service during the current year, enter the portion of the basis attributable to section 263A costs	23	

Part V Listed Property (Include automobiles, certain other vehicles, certain computers, and property used for entertainment, recreation, or amusement.)

Note: For any vehicle for which you are using the standard mileage rate or deducting lease expense, complete **only** 24a, 24b, columns (a) through (c) of Section A, all of Section B, and Section C if applicable

Section A - Depreciation and Other Information (Caution: See the instructions for limits for passenger automobiles.)

24a Do you have evidence to support the business/investment use claimed?				Yes	X	No	24b If "Yes," is the evidence written?				Yes	X	No
(a) Type of property (list vehicles first)	(b) Date placed in service	(c) Business/investment use percentage	(d) Cost or other basis	(e) Basis for depreciation (business/investment use only)	(f) Recovery period	(g) Method/Convention	(h) Depreciation deduction	(i) Elected section 179 cost					
25 Special depreciation allowance for qualified listed property placed in service during the tax year and used more than 50% in a qualified business use (see instructions)								25					
26 Property used more than 50% in a qualified business use													
		%											
		%											
		%											
27 Property used 50% or less in a qualified business use													
		%				S/L -							
		%				S/L -							
		%				S/L -							
28 Add amounts in column (h), lines 25 through 27. Enter here and on line 21, page 1								28					
29 Add amounts in column (i), line 26. Enter here and on line 7, page 1								29					

Section B - Information on Use of Vehicles

Complete this section for vehicles used by a sole proprietor, partner, or other "more than 5% owner," or related person. If you provided vehicles to your employees, first answer the questions in Section C to see if you meet an exception to completing this section for those vehicles.

	(a) Vehicle 1	(b) Vehicle 2	(c) Vehicle 3	(d) Vehicle 4	(e) Vehicle 5	(f) Vehicle 6
30 Total business/investment miles driven during the year (do not include commuting miles)						
31 Total commuting miles driven during the year						
32 Total other personal (noncommuting) miles driven						
33 Total miles driven during the year. Add lines 30 through 32						
34 Was the vehicle available for personal use during off-duty hours?	Yes	No	Yes	No	Yes	No
35 Was the vehicle used primarily by a more than 5% owner or related person?						
36 Is another vehicle available for personal use?						

Section C - Questions for Employers Who Provide Vehicles for Use by Their Employees

Answer these questions to determine if you meet an exception to completing Section B for vehicles used by employees who are not more than 5% owners or related persons (see instructions).

37 Do you maintain a written policy statement that prohibits all personal use of vehicles, including commuting, by your employees?	Yes	No
38 Do you maintain a written policy statement that prohibits personal use of vehicles, except commuting, by your employees? See the instructions for vehicles used by corporate officers, directors, or 1% or more owners		
39 Do you treat all use of vehicles by employees as personal use?		
40 Do you provide more than five vehicles to your employees, obtain information from your employees about the use of the vehicles, and retain the information received?		
41 Do you meet the requirements concerning qualified automobile demonstration use? (See instructions)		

Note: If your answer to 37, 38, 39, 40, or 41 is "Yes," do not complete Section B for the covered vehicles.

Part VI Amortization

(a) Description of costs	(b) Date amortization begins	(c) Amortizable amount	(d) Code section	(e) Amortization period or percentage	(f) Amortization for this year
42 Amortization of costs that begins during your 2012 tax year (see instructions)					
43 Amortization of costs that began before your 2012 tax year					43
44 Total. Add amounts in column (f). See the instructions for where to report					44

Description of Property

2130 THIRD STREET, SAN FRANCISCO, CA

DEPRECIATION

[illegible]

AMORTIZATION

[illegible]

***Assets Retired**

JSA
2X9024 1 000

7FS38U M200 11/13/2013 2:59:16 PM

V 12-7E

17160

FORM 990-PF - PART IV
CAPITAL GAINS AND LOSSES FOR TAX ON INVESTMENT INCOME

Kind of Property		Description				P or D	Date acquired	Date sold
Gross sale price less expenses of sale	Depreciation allowed/ allowable	Cost or other basis	FMV as of 12/31/69	Adj basis as of 12/31/69	Excess of FMV over adj basis		Gain or (loss)	
40,205.		FARALLON CAPITAL INST'L PARTNERS PROPERTY TYPE: OTHER				P	01/01/2004	12/31/2012
							40,205.	
1,626.		FARALLON FCIP LTD PROPERTY TYPE: OTHER				P	01/01/2005	12/31/2012
							1,626.	
TOTAL GAIN (LOSS)							<u>41,831.</u>	

ATTACHMENT 1

FORM 990PF, PART I - INTEREST ON TEMPORARY CASH INVESTMENTS

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
FARALLON LP	38.	38.
NORTHERN TRUST - INTEREST	849.	849.
NORTHERN TRUST - CALIFORNIA MUNI	1,068.	
NORTHERN TRUST - FEDERAL EXEMPT	6.	
INTEREST - PROPERTY TAX REFUND	18,965.	18,965.
OTHER INTEREST	149.	149.
TOTAL	21,075.	20,001.

ATTACHMENT 2FORM 990PF, PART I - DIVIDENDS AND INTEREST FROM SECURITIES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
OBSCURA DIGITAL INC	5,278.	5,278.
FIDELITY MMA - DIVIDENDS	90,388.	90,388.
PARTNERSHIPS - INTEREST	3,366.	3,366.
PARTNERSHIPS - DIVIDENDS	4,834.	4,834.
TOTAL	<u>103,866.</u>	<u>103,866.</u>

RENT AND ROYALTY INCOME

[illegible]

SUPPLEMENT TO RENT AND ROYALTY SCHEDULE

OTHER INCOME

RENT	185,375.
EXPENSE REIMBURSEMENT	85,808.
PROPERTY TAX REFUND	<u>258,172.</u>
	<u>529,355.</u>

OTHER DEDUCTIONS

INSURANCE	32,037.
MANAGEMENT FEES	42,000.
TAXES	147,375.
AMORTIZATION LEASE COMMISSION	<u>36,363.</u>
	<u>257,775.</u>

RENT AND ROYALTY SUMMARY

<u>PROPERTY</u>	<u>TOTAL INCOME</u>	<u>DEPLETION/ DEPRECIATION</u>	<u>OTHER EXPENSES</u>	<u>ALLOWABLE NET INCOME</u>
2130 THIRD STREET, S	529,355.	289,290.	257,775.	-17,710.
TOTALS	<u>529,355.</u>	<u>289,290.</u>	<u>257,775.</u>	<u>-17,710.</u>

ATTACHMENT 3

FORM 990PF, PART I - OTHER INCOME

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
FLOW-THRU FARALLON CAPITAL PTRS ORD INC	18,446.	18,446.
FLOW-THRU FARALLON CAPITAL PTR OTHER INC	-1,497.	-1,497.
TOTALS	<u>16,949.</u>	<u>16,949.</u>

ATTACHMENT 4

FORM 990PF, PART I - LEGAL FEES

<u>DESCRIPTION</u>	<u>REVENUE AND EXPENSES PER BOOKS</u>	<u>NET INVESTMENT INCOME</u>	<u>ADJUSTED NET INCOME</u>	<u>CHARITABLE PURPOSES</u>
LEGAL FEES	12,471.	6,236.		4,325.
TOTALS	<u>12,471.</u>	<u>6,236.</u>		<u>4,325.</u>

ATTACHMENT 5FORM 990PF, PART I - ACCOUNTING FEES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME	ADJUSTED NET INCOME	CHARITABLE PURPOSES
ACCOUNTING FEES	38,095.	19,048.		21,358.
TOTALS	<u>38,095.</u>	<u>19,048.</u>		<u>21,358.</u>

ATTACHMENT 6FORM 990PF, PART I - OTHER PROFESSIONAL FEES

<u>DESCRIPTION</u>	<u>REVENUE AND EXPENSES PER BOOKS</u>	<u>NET INVESTMENT INCOME</u>	<u>CHARITABLE PURPOSES</u>
CONSULTING FEES	97,625.		
MANAGEMENT FEE	17,801.	17,801.	101,000.
TOTALS	<u>115,426.</u>	<u>17,801.</u>	<u>101,000.</u>

ATTACHMENT 7FORM 990PF, PART I - TAXES

<u>DESCRIPTION</u>	<u>REVENUE AND EXPENSES PER BOOKS</u>	<u>NET INVESTMENT INCOME</u>	<u>CHARITABLE PURPOSES</u>
SECRETARY OF STATE-ILLINOIS	244.		244.
SECRETARY OF STATE-CALIFORNIA	10.		10.
FOREIGN TAXES - PARTNERSHIPS	220.	220.	
PAYROLL FEES	18,470.		18,470.
CALIFORNIA TAXES	10.		10.
FEDERAL EXCISE TAX ACCRUED	1,187.		
TOTALS	<u>20,141.</u>	<u>220.</u>	<u>18,734.</u>

ATTACHMENT 8

FORM 990PF, PART I - OTHER EXPENSES

<u>DESCRIPTION</u>	<u>REVENUE AND EXPENSES PER BOOKS</u>	<u>NET INVESTMENT INCOME</u>	<u>CHARITABLE PURPOSES</u>
RENT AND ROYALTY EXPENSES	257,775.		
PARTNERSHIP PORTFOLIO EXPENSES	2,884.	2,884.	
OFFICE EXPENSES	3,793.		3,772.
PAYROLL EXPENSES	965.		965.
IT TECHNICAL SUPPORT	9,475.		8,961.
SOFTWARE AMORTIZATION	6,898.		6,898.
RENT AND ROYALTY EXPENSES		257,775.	
TOTALS	<u>281,790.</u>	<u>260,659.</u>	<u>20,596.</u>

ATTACHMENT 9

FORM 990PF, PART II - PREPAID EXPENSES AND DEFERRED CHARGES

<u>DESCRIPTION</u>	<u>BEGINNING BOOK VALUE</u>	<u>ENDING BOOK VALUE</u>	<u>ENDING FMV</u>
PREPAID LEASE COMMISSIONS-NET	112,121.	75,758.	75,758.
PREPAID EXCISE TAX	41,515.	40,328.	40,328.
PREPAID EXPENSES	1,853.	34,464.	34,464.
PREPAID INSURANCE	5,832.	5,467.	5,467.
TOTALS	<u>161,321.</u>	<u>156,017.</u>	<u>156,017.</u>

INVESTMENTS - LAND, BUILDINGS, EQUIPMENTATTACHMENT 10

ASSET DESCRIPTION		METHOD/ CLASS	FIXED ASSET DETAIL			ACCUMULATED DEPRECIATION DETAIL		
			BEGINNING BALANCE	ADDITIONS	DISPOSALS	ENDING BALANCE	BEGINNING BALANCE	ADDITIONS
BUILDING		M39	11282335.			11282335.	711,374.	289,290.
LAND		L	4,835,286.			4,835,286.		
TOTALS			<u>16117621.</u>			<u>16117621.</u>	<u>711,374.</u>	<u>1,000,664.</u>

ATTACHMENT 11FORM 990PF, PART II - OTHER INVESTMENTS

<u>DESCRIPTION</u>	<u>BEGINNING BOOK VALUE</u>	<u>ENDING BOOK VALUE</u>	<u>ENDING FMV</u>
FARALLON CAPITAL INSTL. PTNRS.	740,160.	605,551.	564,247.
FIDELITY		7,070,260.	7,053,064.
FCIP, LTD SPIN-OFF	934.	934.	
TOTALS	<u>741,094.</u>	<u>7,676,745.</u>	<u>7,617,311.</u>

LAND, BUILDINGS, EQUIPMENT NOT HELD FOR INVESTMENTATTACHMENT 12

ASSET DESCRIPTION	METHOD/ CLASS	FIXED ASSET DETAIL			ACCUMULATED DEPRECIATION DETAIL		
		BEGINNING BALANCE	ADDITIONS	DISPOSALS	BEGINNING BALANCE	ADDITIONS	ENDING BALANCE
COMPUTER EQUIPMENT	SL	3,601.			1,320.	720.	2,040.
COMPUTER EQUIPMENT	SL		3,263.			272.	272.
TOTALS		<u>3,601.</u>			<u>1,320.</u>		<u>2,312.</u>

ATTACHMENT 13FORM 990PF, PART II - OTHER ASSETS

<u>DESCRIPTION</u>	<u>BEGINNING BOOK VALUE</u>	<u>ENDING BOOK VALUE</u>	<u>ENDING FMV</u>
DUE FROM PROPERTY MGMT COMPANY	1,000.	1,025.	1,025.
SOFTWARE NET OF AMORTIZATION	6,898.		
RENT RECEIVABLE	111,131.	82,253.	82,253.
INTEREST RECEIVABLE	10,511.	15,788.	15,788.
DUE FROM NORTHERN TRUST	138.	11.	11.
DUE FROM TENANT	1,211.		
DISTRIBUTION RECEIVABLE	933.	1,427,321.	1,427,321.
INTEREST RECEIVABLE		18,965.	18,965.
DIVIDEND RECEIVABLE		22,629.	22,629.
TOTALS	<u>131,822.</u>	<u>1,567,992.</u>	<u>1,567,992.</u>

ATTACHMENT 14FORM 990PF, PART II - OTHER LIABILITIES

<u>DESCRIPTION</u>	<u>BEGINNING BOOK VALUE</u>	<u>ENDING BOOK VALUE</u>
PTO LIABILITY	20,663.	24,620.
TOTALS	<u>20,663.</u>	<u>24,620.</u>

FORM 990PF, PART VII-A -DISTRIBUTION TO A DONOR ADVISE

THE FOUNDATION MADE A GRANT TO THE JEWISH COMMUNITY ENDOWMENT FUND OF \$350,000 WHICH HAS BEEN TREATED AS A QUALIFYING DISTRIBUTION. THE JEWISH COMMUNITY ENDOWMENT FUND MAKES GRANTS TO 501(C) (3) ORGANIZATIONS FOR USES CONSISTENT WITH THE FOUNDATIONS MISSION STATEMENT AND PURPOSE.

FORM 990PF, PART VIII - LIST OF OFFICERS, DIRECTORS, AND TRUSTEESATTACHMENT 16

<u>NAME AND ADDRESS</u>	<u>TITLE AND AVERAGE HOURS PER WEEK DEVOTED TO POSITION</u>	<u>COMPENSATION</u>	<u>CONTRIBUTIONS TO EMPLOYEE BENEFIT PLANS</u>	<u>EXPENSE ACCT AND OTHER ALLOWANCES</u>
JOHN A. PRITZKER THREE LAGOON DRIVE, SUITE 400 REDWOOD CITY, CA 94065	CHAIRMAN/PRESIDENT 5.00	0	0	0
LISA PRITZKER THREE LAGOON DRIVE, SUITE 400 REDWOOD CITY, CA 94065	PRESIDENT 35.00	0	0	0
BEVERLY SYMONIK THREE LAGOON DRIVE, SUITE 400 REDWOOD CITY, CA 94065	SECRETARY 26.00	0	0	0
ADAM NICHOLAS PRITZKER THREE LAGOON DRIVE, SUITE 400 REDWOOD CITY, CA 94065	DIRECTOR 2.00	0	0	0
NOAH STONE PRITZKER C/O SEILER LLP THREE LAGOON DRIVE, SUITE 400 REDWOOD CITY, CA 94065	DIRECTOR 2.00	0	0	0

FORM 990PF, PART VIII - LIST OF OFFICERS, DIRECTORS, AND TRUSTEESATTACHMENT 16 (CONT'D)

<u>NAME AND ADDRESS</u>	<u>TITLE AND AVERAGE HOURS PER WEEK DEVOTED TO POSITION</u>	<u>COMPENSATION</u>	<u>CONTRIBUTIONS TO EMPLOYEE BENEFIT PLANS</u>	<u>EXPENSE ACCT AND OTHER ALLOWANCES</u>
MICHAEL MAYER THREE LAGOON DRIVE, SUITE 400 REDWOOD CITY, CA 94065	TREASURER & CFO 5.00	0	0	0
CHERYL POLK SAN FRANCISCO, CA 94111	EXECUTIVE DIRECTOR 40.00	213,004.	26,580.	0
GRAND TOTALS		213,004.	26,580.	0

'990PF, PART VIII- COMPENSATION OF THE FIVE HIGHEST PAID PROFESSIONALSATTACHMENT 17

<u>NAME AND ADDRESS</u>	<u>TYPE OF SERVICE</u>	<u>COMPENSATION</u>
STEPHEN DOBBS SAN FRANCISCO, CA 94111 CONSULTANT	CONSULTANT	90,000.
TOTAL COMPENSATION		<u>90,000.</u>

FORM 990PF, PART XV - GRANTS AND CONTRIBUTIONS PAID DURING THE YEARATTACHMENT 18

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT		PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
A.N. PRITZKER YOUTH FOUNDATION 71 S WACKER DRIVE CHICAGO, IL 60606-4637	NONE PUBLIC		A.N. PRITZKER ELEMENTARY SCHOOL	5,000.
AIM HIGH FOR HIGH SCHOOL P.O. BOX 410715 SAN FRANCISCO, CA 94141-0715	NONE PUBLIC		ANNUAL GALA	2,500.
ALL CHICAGO 651 W. WASHINGTON, SUITE 501 CHICAGO, IL 60661	NONE PUBLIC		UNRESTRICTED	10,000.
ALONZO KING'S LINES BALLET 26 SEVENTH STREET, 5TH FLOOR SAN FRANCISCO, CA 94103-1508	NONE PUBLIC		NEW WORKS FUND	100,000.
ALZHEIMER'S DISEASE AND RELATED DISORDERS ASSOCIAT 225 NORTH MICHIGAN AVE., 17TH FLOOR CHICAGO, IL 60601-7633	NONE PUBLIC		IN HONOR OF JEROME H. STONE	25,000.
AMERICAN BALLET THEATRE 890 BROADWAY NEW YORK, NY 10003	NONE PUBLIC		STARS UNDER STARS EVENT 09/06/12	5,000.

ATTACHMENT 18

FORM 990PF, PART XV - GRANTS AND CONTRIBUTIONS PAID DURING THE YEARATTACHMENT 18 (CONT'D)

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT	PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
AMERICAN CONSERVATORY THEATRE FOUNDATION 30 GRANT AVENUE, FLOOR 6 SAN FRANCISCO, CA 94108-5880	NONE PUBLIC	ANNUAL FUND	10,000.
AMERICAN CONSERVATORY THEATRE FOUNDATION 30 GRANT AVENUE, FLOOR 6 SAN FRANCISCO, CA 94108-5880	NONE PUBLIC	UNRESTRICTED	25,000.
AMERICAN FOUNDATION FOR EQUAL RIGHTS 6565 SUNSET BOULEVARD, SUITE 400 LOS ANGELES, CA 90028	NONE PUBLIC	WEST COAST PREMIER OF '8'	20,000.
AMERICAN FRIENDS OF THE ISRAEL MUSEUM 500 5TH AVENUE, 25TH FLOOR NEW YORK, NY 10110-0002	NONE PUBLIC	DEPARTMENT OF PHOTOGRAPHY	10,000.
AMERICAN JEWISH COMMITTEE THE BLAUSTEIN BUILDING, 165 E 56TH ST., STE. 615 NEW YORK, NY 10022-2709	NONE PUBLIC	AJC JUDGE LEARNED HAND AWARD DINNER	50,000.
AMERICAN JEWISH JOINT DISTRIBUTION COMMITTEE INC 121 STEUART STREET, SUITE 405 SAN FRANCISCO, CA 94105	NONE PUBLIC	BETTER TOGETHER NEIGHBORHOODS OF ARRABA AND KIRYAT SHEMONA	144,000.

FORM 990PF, PART XV - GRANTS AND CONTRIBUTIONS PAID DURING THE YEARATTACHMENT 18 (CONT'D)

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT	PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
AMERICAN JEWISH WORLD SERVICE INC. 45 W. 36TH STREET, 11TH FLOOR NEW YORK, NY 10018-7641	NONE PUBLIC	ONE HALF IS UNRESTRICTED, THE OTHER HALF IS IN SUPPORT OF THE INTERNSHIP PROGRAM	25,000.
ATHLETIC SCHOLARS ADVANCEMENT PROGRAM 3750 18TH STREET SAN FRANCISCO, CA 94114	NONE PUBLIC	UNRESTRICTED	1,500.
ASPEN INSTITUTE 1000 NORTH THIRD STREET 2301 BROADWAY, SUITE B ASPEN, CO 81611	NONE PUBLIC	SOCIETY OF FELLOWS	10,000.
AUTISM SPEAKS 1 EAST 33RD STREET, 4TH FLOOR NEW YORK, NY 10016	NONE PUBLIC	UNRESTRICTED	2,500.
BATON ROUGE YOUTH COALITION 4559 ORCHID STREET BATON ROUGE, LA 70808	NONE PUBLIC	GENERAL OPERATING SUPPORT	15,000.
BAY AREA DISCOVERY MUSEUM FORT BAKER, 557 MCREYNOLDS ROAD SAUSALITO, CA 94965-2614	NONE PUBLIC	IN SUPPORT OF THE CREATIVITY FORUM LUNCH	3,000.

FORM 990PF, PART XV - GRANTS AND CONTRIBUTIONS PAID DURING THE YEARATTACHMENT 18 (CONT'D)

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT	PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
BAY AREA WOMEN'S AND CHILDREN'S CENTER 318 LEAVENWORTH STREET SAN FRANCISCO, CA 94102	NONE PUBLIC	NOPA FOR TENDERLOIN KIDS	1,000.
BAY AREA WOMEN'S AND CHILDREN'S CENTER 318 LEAVENWORTH STREET SAN FRANCISCO, CA 94102	NONE PUBLIC	TEENS FOR TENDERLOIN KIDS EVENT 03/15/12	2,500.
BAY AREA WOMEN'S AND CHILDREN'S CENTER 318 LEAVENWORTH STREET SAN FRANCISCO, CA 94102	NONE PUBLIC	UNRESTRICTED	300.
BAY CITIZEN 126 POST STREET, SUITE 500 SAN FRANCISCO, CA 94108	NONE PUBLIC	GENERAL OPERATING SUPPORT	83,000.
BAY CITIZEN 126 POST STREET, SUITE 500 SAN FRANCISCO, CA 94108	NONE PUBLIC	IN HONOR OF WARREN HELLMAN	5,000.
BERKELEY ART MUSEUM AND PACIFIC FILM ARCHIVE WOO HON FAI HALL, 2625 DURANT AVENUE #2250 BERKELEY, CA 94720-2250	NONE PUBLIC	2012 BAM/PFA GALA	5,000.

FORM 990PF, PART XV - GRANTS AND CONTRIBUTIONS PAID DURING THE YEARATTACHMENT 18 (CONT'D)

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT		PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
BOYS AND GIRLS CLUBS OF SAN FRANCISCO 55 HAWTHORNE STREET, SUITE 600 SAN FRANCISCO, CA 94105-3930	NONE PUBLIC		ANNUAL YOUTH OF THE YEAR AWARDS LUNCHEON	6,000.
BOYS AND GIRLS CLUBS OF SAN FRANCISCO 55 HAWTHORNE STREET, SUITE 600 SAN FRANCISCO, CA 94105-3930	NONE PUBLIC		ANNUAL GALA HONORING STEVE STRANDBERG	2,500.
BREAD AND ROSES BENEFIT AGENCY 233 TAMALPAIS DRIVE, SUITE 100 CORTE MADERA, CA 94925-1415	NONE PUBLIC		UNRESTRICTED	500.
BREAKTHROUGH COLLABORATIVE 545 SANSOME ST. SUITE 700 SAN FRANCISCO, CA 94111	NONE PUBLIC		BREAKING BREAD FOR BREAKTHROUGH LUNCHEON	2,500.
BREAST CANCER FUND 1388 SUTTER STREET, SUITE 400 SAN FRANCISCO, CA 94109-5400	NONE PUBLIC		UNRESTRICTED	16,666.
BROWN UNIVERSITY BOX 1893 PROVIDENCE, RI 02912-1893	NONE PUBLIC		IN SUPPORT OF THE ACADEMIC SCHOLARSHIPS	30,000.

FORM 990PF, PART XV - GRANTS AND CONTRIBUTIONS PAID DURING THE YEARATTACHMENT 18 (CONT'D)

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT		PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
BUENA VISTA CHILD CARE CENTER 3351 23RD STREET SAN FRANCISCO, CA 94110	NONE PUBLIC		BACKPACK DRIVE	250.
CALIFORNIA ACADEMY OF SCIENCES 875 HOWARD STREET SAN FRANCISCO, CA 94103	NONE PUBLIC		UNRESTRICTED	100,000.
CALIFORNIA ACADEMY OF SCIENCES 875 HOWARD STREET SAN FRANCISCO, CA 94103	NONE PUBLIC		BIG BANG GALA	25,000.
CALIFORNIA INSTITUTE OF INTEGRAL STUDIES 1453 MISSION STREET, 4TH FLOOR SAN FRANCISCO, CA 94103-2561	NONE PUBLIC		SUPPORTING SCHOLARSHIPS FOR DESERVING AND DISADVANTAGED STUDENTS	15,000.
CALIFORNIA PACIFIC MEDICAL CENTER FOUNDATION 1255 POST STREET, SUITE 729 SAN FRANCISCO, CA 94109	NONE PUBLIC		GOODSON BREAST CANCER RESEARCH	2,000.
CALIFORNIA PACIFIC MEDICAL CENTER FOUNDATION 1255 POST STREET, SUITE 729 SAN FRANCISCO, CA 94109	NONE PUBLIC		CELEBRATING SCIENCE & SOUL	1,000.

FORM 990PF, PART XV - GRANTS AND CONTRIBUTIONS PAID DURING THE YEARATTACHMENT 18 (CONT'D)

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT	PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
CENTER FOR ARTS EDUCATION INC. 266 W. 37TH ST., 9TH FLOOR NEW YORK, NY 10018	NONE PUBLIC	UNRESTRICTED	25,000.
CHICAGO ALLIANCE TO END HOMELESSNESS 651 W. WASHINGTON, SUITE 504 CHICAGO, IL 60606	NONE PUBLIC	ANNUAL GALA	25,000.
CHICAGO PUBLIC LIBRARY FOUNDATION 20 NORTH MICHIGAN AVENUE, SUITE 204 CHICAGO, IL 60602-4805	NONE PUBLIC	IN HONOR OF CINDY PRITZKER	1,500.
CHILDREN OF SHELTERS 2269 CHESTNUT STREET, BOX 439 SAN FRANCISCO, CA 94123	NONE PUBLIC	JINGLE & MINGLE DESIGNER WREATH AUCTION	2,500.
CHRONICLE SEASON OF SHARING FUND 901 MISSION STREET SAN FRANCISCO, CA 94103-2905	NONE PUBLIC	LEADERSHIP CIRCLE	35,000.
CITY & COUNTY OF SAN FRANCISCO HUMAN SERVICES AGEN P.O. BOX 7988 SAN FRANCISCO, CA 94120-7988	NONE PUBLIC	COMPASS CONNECTING POINT ENHANCED SERVICES, HAMILTON FAMILY EMERGENCY CENTER & HOMELESS PRENATAL PROGRAM	300,000.

FORM 990PF, PART XV - GRANTS AND CONTRIBUTIONS PAID DURING THE YEARATTACHMENT 18 (CONT'D)

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT		PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
	RECIPIENT	FOUNDATION STATUS		
CITY ARTS AND LECTURES 1955 SUTTER STREET SAN FRANCISCO, CA 94115-3113	NONE PUBLIC		IN SUPPORT OF THE RELOCATION TO THE NOURSE AUDITORIUM	10,000.
COLLEGE TRACK OAKLAND 111 BROADWAY, SUITE 101 OAKLAND, CA 94607	NONE PUBLIC		IN SUPPORT OF THE JUNE 9, 2012 BENEFIT	10,000.
COLUMBIA COLLEGE 475 RIVERSIDE DRIVE, MAIL CODE 7732 NEW YORK, NY 10115	NONE PUBLIC		PRITZKER FAMILY INTERNSHIP FUND, INTERNSHIP PROGRAM FOR FINANCIALLY NEEDY STUDENTS	400,000.
COLUMBIA UNIVERSITY SCHOOL OF THE ARTS 305 DODGE HALL, MC 1803 NEW YORK, NY 10027	NONE PUBLIC		UNRESTRICTED	25,000.
COLUMBIA UNIVERSITY SCHOOL OF THE ARTS 305 DODGE HALL, MC 1803 NEW YORK, NY 10027	NONE PUBLIC		SCHOOL OF THE ARTS	25,000.
COMMON SENSE MEDIA 650 TOWNSEND STREET, SUITE 375 SAN FRANCISCO, CA 94103-6221	NONE PUBLIC		PROGRAM SUPPORT	5,000.

FORM 990PF, PART XV - GRANTS AND CONTRIBUTIONS PAID DURING THE YEARATTACHMENT 18 (CONT'D)

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT		PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
COMMON SENSE MEDIA 650 TOWNSEND STREET, SUITE 375 SAN FRANCISCO, CA 94103-6221	NONE PUBLIC		8TH ANNUAL COMMON SENSE MEDIA AWARDS	5,000.
COMMUNITY INITIATIVES 354 PINE STREET, SUITE 700 SAN FRANCISCO, CA 94104	NONE PUBLIC		FUND A NEED	250.
COMMUNITY INITIATIVES 354 PINE STREET, SUITE 700 SAN FRANCISCO, CA 94104	NONE PUBLIC		YOGA GOES TO SCHOOL	500.
COMPASS COMMUNITY SERVICES 49 POWELL ST., 3RD FLOOR SAN FRANCISCO, CA 94102	NONE PUBLIC		PROGRAM SUPPORT	1,000.
CONGREGATION BETH ISRAEL CARMEL 5716 CARMEL VALLEY ROAD CARMEL, CA 93923-7919	NONE PUBLIC		3RD ANNUAL JEWISH INTERNATIONAL FILM FESTIVAL	2,500.
CONGREGATION BETH ISRAEL CARMEL 5716 CARMEL VALLEY ROAD CARMEL, CA 93923-7919	NONE PUBLIC		SECOND ANNUAL MONTEREY PENINSULA JEWISH INTERNATIONAL FILM FESTIVAL	1,000.

FORM 990PF, PART XV - GRANTS AND CONTRIBUTIONS PAID DURING THE YEARATTACHMENT 18 (CONT'D)

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT	PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
CONGREGATION EMANU-EL TWO LAKE STREET SAN FRANCISCO, CA 94118	NONE PUBLIC	RABBI STEPHEN PEARCE'S 20 YEARS	50,000.
CONGREGATION EMANU-EL TWO LAKE STREET SAN FRANCISCO, CA 94118	NONE PUBLIC	YOUNG ADULT EDUCATION PROGRAM 50%, UNRESTRICTED 50%	100,000.
CONGREGATION EMANU-EL TWO LAKE STREET SAN FRANCISCO, CA 94118	NONE PUBLIC	AN EVENING OF SONG WITH MARASHA ATTIE AND FRIENDS	9,000.
CONSERVATION INTERNATIONAL FOUNDATION 2011 CRYSTAL DRIVE, SUITE 500 ARLINGTON, VA 22202	NONE PUBLIC	25TH ANNIVERSARY	10,000.
CONSERVATORY OF FLOWERS 100 JOHN F KENNEDY DRIVE SAN FRANCISCO, CA 94118	NONE PUBLIC	UNRESTRICTED	500.
CONTEMPORARY JEWISH MUSEUM OF SAN FRANCISCO 736 MISSION STREET SAN FRANCISCO, CA 94103	NONE PUBLIC	IN SUPPORT OF THE 'RADICAL CAMERA: NEW YORK'S PHOTO LEAGUE, 1936-1951' EXHIBITION	15,000.

FORM 990PF, PART XV - GRANTS AND CONTRIBUTIONS PAID DURING THE YEARATTACHMENT 18 (CONT'D)

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT	PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
CONTEMPORARY JEWISH MUSEUM OF SAN FRANCISCO 736 MISSION STREET SAN FRANCISCO, CA 94103	NONE PUBLIC	UNRESTRICTED	50,000.
CONVERGENCE 1101 17TH ST. N.W. SUITE 1350 WASHINGTON, DC 20036	NONE PUBLIC	K-12 EDUCATION PROJECT STAKEHOLDER MEETINGS	12,500.
CORPORATION OF THE FINE ARTS MUSEUMS 50 HAGIWARA TEA GARDEN DRIVE SAN FRANCISCO, CA 94118-4502	NONE PUBLIC	PRITZKER CURATOR OF PHOTOGRAPHY	302,598.
CURE FOUNDATION 1320 GRAHAM BLVD., SUITE 130 MONTREAL, CA H3P 3C8	NONE PUBLIC	UNRESTRICTED	1,000.
DJERASSI RESIDENT ARTISTS PROGRAM 2325 BEAR GULCH ROAD WOODSIDE, CA 94062-4405	NONE PUBLIC	RESIDENT ARTISTS PROGRAM	1,000.
DRUG STRATEGIES 2101 L ST. NW WASHINGTON, DC 20037	NONE PUBLIC	IN SUPPORT OF THE MEETING ON THE CRISIS IN HEALTH CARE AND INFANT MORTALITY IN BURMA	15,000.

FORM 990PF, PART XV - GRANTS AND CONTRIBUTIONS PAID DURING THE YEARATTACHMENT 18 (CONT'D)

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT		PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
EDGEWOOD CENTER FOR CHILDREN AND FAMILIES 1801 VICENTE STREET SAN FRANCISCO, CA 94116-2923	NONE PUBLIC		GRACE MAGILL PROJECT	2,000.
ENORMOUS CHANGES, INC. DBA THE LITTLE SCHOOL 1520 LYON STREET SAN FRANCISCO, CA 94115-2918	NONE PUBLIC		SCHOLARSHIPS FOR FINANCIALLY NEEDY STUDENTS	25,000.
EQUI-ED 1535 FARMER'S LANE #217 SANTA ROSA, CA 95405	NONE PUBLIC		UNRESTRICTED	300.
FALCONHEAD CHARITABLE FOUNDATION 450 PARK AVE., 3RD FLOOR NEW YORK, NY 10022	NONE PUBLIC		NOVEMBER 28, 2012 EVENT	2,500.
FAMILY AND CHILDREN'S LAW CENTER 30 NORTH SAN PEDRO ROAD, SUITE 245 SAN RAFAEL, CA 94903	NONE PUBLIC		UNRESTRICTED	2,000.
FRACTURED ATLAS 248 W. 35TH STREET, 10TH FLOOR NEW YORK, NY 10001	NONE PUBLIC		HONORING OLIVIA LEVINE	1,000.

FORM 990FP, PART XV - GRANTS AND CONTRIBUTIONS PAID DURING THE YEARATTACHMENT 18 (CONT'D)

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT		PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
	NONE	PUBLIC		
FRIENDS OF IR DAVID INC. 3145 CONEY ISLAND AVENUE BROOKLYN, NY 11235	NONE	PUBLIC	CAVE OF DISCOVERIES IN THE CITY OF DAVID	100,000.
GLIDE FOUNDATION / GLIDE MEMORIAL UNITED METHODIST 330 ELLIS STREET SAN FRANCISCO, CA 94102	NONE	PUBLIC	DOIN' GOOD ANNUAL HOLIDAY JAM	5,000.
GLOBAL CITIZEN YEAR 1625 CLAY ST., STE 400 OAKLAND, CA 94612	NONE	PUBLIC	GROWTH FUND	100,000.
GLOBAL JUSTICE CENTER 275 SEVENTH AVENUE, SUITE 1502 NEW YORK, NY 10001	NONE	PUBLIC	GENEVA INITIATIVE	2,500.
GOLDEN GATE NATIONAL PARKS CONSERVANCY BUILDING 201, FORT MASON SAN FRANCISCO, CA 94123-1307	NONE	PUBLIC	TRAILS FOREVER DINNER	2,000.
GOLDEN GATE NATIONAL PARKS CONSERVANCY BUILDING 201, FORT MASON SAN FRANCISCO, CA 94123-1307	NONE	PUBLIC	WILLIAM KENT SOCIETY	1,000.

FORM 990PF, PART XV - GRANTS AND CONTRIBUTIONS PAID DURING THE YEARATTACHMENT 18 (CONT'D)

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT		PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
GOLDEN GATE NATIONAL PARKS CONSERVANCY BUILDING 201, FORT MASON SAN FRANCISCO, CA 94123-1307	NONE PUBLIC		JOSEPH STRAUSS LEGACY CIRCLE	10,000.
GRACE CATHEDRAL 1100 CALIFORNIA STREET SAN FRANCISCO, CA 94108	NONE PUBLIC		THE COMMUNITY PRESCHOOL'S EDUCATION MISSION	5,000.
HOMELESS PRENATAL PROGRAM INC. 2500 18TH STREET SAN FRANCISCO, CA 94110-2109	NONE PUBLIC		FIRST ANNUAL LUNCHEON	1,000.
HOMELESS PRENATAL PROGRAM INC. 2500 18TH STREET SAN FRANCISCO, CA 94110-2109	NONE PUBLIC		OUR HOUSE EVENT	5,000.
HUCKLEBERRY YOUTH PROGRAMS INC. 3310 GEARY BOULEVARD SAN FRANCISCO, CA 94118	NONE PUBLIC		HOLIDAY EVENT	2,500.
HUCKLEBERRY YOUTH PROGRAMS INC. 3310 GEARY BOULEVARD SAN FRANCISCO, CA 94118	NONE PUBLIC		UNRESTRICTED	20,000.

FORM 990PF, PART XV - GRANTS AND CONTRIBUTIONS PAID DURING THE YEARATTACHMENT 18 (CONT'D)

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT		PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
HUMAN RIGHTS WATCH 350 FIFTH AVENUE, 34TH FLOOR NEW YORK, NY 10118-3299	NONE PUBLIC		ANNUAL DINNER	5,000.
ILLINOIS INSTITUTE OF TECHNOLOGY 10 W. 35TH STREET CHICAGO, IL 60616	NONE PUBLIC		IN SUPPORT OF THE ROBERT A. PRITZKER RESEARCH CENTER	50,000.
INSTITUTE ON AGING 3330 GEARY BOULEVARD SAN FRANCISCO, CA 94118-3347	NONE PUBLIC		CAPITAL CAMPAIGN FOR THE ORAL HISTORY STUDIO	50,000.
INTERNATIONAL MEDICAL CORP 1919 SANTA MONICA BLVD. SUITE 400 SANTA MONICA, CA 90404	NONE PUBLIC		UNRESTRICTED	12,500.
INTERNATIONAL MENTAL HEALTH RESEARCH ORGANIZATION POST OFFICE BOX 680 RUTHERFORD, CA 94573	NONE PUBLIC		18TH ANNUAL MUSIC FESTIVAL FOR MENTAL HEALTH	1,000.
JEWISH COMMUNITY CENTER OF SAN FRANCISCO SAN FRANCISCO, CA 94118	NONE PUBLIC		SPONSOR SHOWCASE EVENT - 5/19/2012	250,000.

FORM 990PF, PART XV - GRANTS AND CONTRIBUTIONS PAID DURING THE YEARATTACHMENT 18 (CONT'D)

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT		PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
JEWISH COMMUNITY ENDOWMENT FUND 121 STEUART STREET SAN FRANCISCO, CA 94105	NONE PUBLIC		ADVISORY SERVICES FOR JEWISH AFFAIRS DISCRETIONARY GRANTMAKING	350,000.
JEWISH COMMUNITY FEDERATION 121 STEUART STREET SAN FRANCISCO, CA 94105	NONE PUBLIC		ANNUAL CAMPAIGN TEEN FOUNDATION	382,165.
JEWISH COMMUNITY HIGH SCHOOL OF THE BAY 1835 ELLIS STREET SAN FRANCISCO, CA 94115	NONE PUBLIC		IN HONOR OF BARBARA ROSENBERG'S BIRTHDAY	1,818.
JEWISH COMMUNITY RELATIONS COUNCIL 121 STEUART STREET, #301 SAN FRANCISCO, CA 94105	NONE PUBLIC		IN SUPPORT OF THE MIDDLE EAST PROJECT	25,000.
JEWISH FAMILY & CHILDREN'S SERVICES 2150 POST STREET SAN FRANCISCO, CA 94115	NONE PUBLIC		2013 FAMMY AWARDS GALA	15,000.
JEWISH FAMILY & CHILDREN'S SERVICES 2150 POST STREET SAN FRANCISCO, CA 94115	NONE PUBLIC		CHILD TRAUMA TRAINING INSTITUTE	100,000.

FORM 990FE, PART XV - GRANTS AND CONTRIBUTIONS PAID DURING THE YEARATTACHMENT 18 (CONT'D)

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT	PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
JEWISH FAMILY & CHILDREN'S SERVICES 2150 POST STREET SAN FRANCISCO, CA 94115	NONE PUBLIC	2012 FAMMY AWARDS GALA	10,000.
JEWISH STUDY NETWORK, INC. 3626 EL CAMINO REAL PALO ALTO, CA 94306	NONE PUBLIC	ANNUAL BANQUET	1,000.
JEWISH STUDY NETWORK, INC. 3626 EL CAMINO REAL PALO ALTO, CA 94306	NONE PUBLIC	UNRESTRICTED	1,000.
JEWISH VOCATIONAL & CAREER COUNSELING SERVICE 225 BUSH STREET, SUITE 400 SAN FRANCISCO, CA 94104	NONE PUBLIC	UNRESTRICTED	25,000.
JEWISH VOCATIONAL SERVICE 225 BUSH STREET, SUITE 400 SAN FRANCISCO, CA 94104	NONE PUBLIC	STRICTLY BUSINESS AWARDS LUNCHEON	25,000.
JOSEPH SLIFKA CENTER FOR JEWISH LIFE AT YALE 80 WALL STREET NEW HAVEN, CT 06511	NONE PUBLIC	UNRESTRICTED	2,500.

FORM 990PF, PART XV - GRANTS AND CONTRIBUTIONS PAID DURING THE YEARATTACHMENT 18 (CONT'D)

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT		PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
	NONE	PUBLIC		
KIPP FOUNDATION 345 SPEAR STREET, SUITE 510 SAN FRANCISCO, CA 94105	NONE	PUBLIC	IN HONOR OF DORIS FISHER	10,000.
KQED INC. 2601 MARIPOSA STREET SAN FRANCISCO, CA 94110-1426	NONE	PUBLIC	PRODUCER'S CIRCLE	10,000.
LEGAL SERVICES FOR CHILDREN, INC. 1254 MARKET STREET, 3RD FLOOR SAN FRANCISCO, CA 94102	NONE	PUBLIC	AN EVENING WITH LSC	500.
MARIN ACADEMY 1600 MISSION AVENUE SAN FRANCISCO, CA 94901-1813	NONE	PUBLIC	ANNUAL FUND	10,000.
MARIN ACADEMY 1600 MISSION AVENUE SAN RAFAEL, CA 94901-1813	NONE	PUBLIC	TUITION ASSISTANCE, FINANCIAL AID FUND & CONFERENCE ON DEMOCRACY	250,000.
MARIN ACADEMY 1600 MISSION AVENUE SAN RAFAEL, CA 94901-1813	NONE	PUBLIC	MARKET NIGHT	10,000.

FORM 990PF, PART XV - GRANTS AND CONTRIBUTIONS PAID DURING THE YEARATTACHMENT 18 (CONT'D)

RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR		PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
RECIPIENT NAME AND ADDRESS	FOUNDATION STATUS OF RECIPIENT AND		
MARIN GENERAL HOSPITAL 250 BON AIR RD GREENBRAE, CA 94904	NONE PUBLIC	EMERGENCY/TRAUMA SERVICES CENTER	25,000.
MISS REPRESENTATION PO BOX 437 ROSS, CA 94957	NONE PUBLIC	FOUNDER'S CIRCLE	25,000.
MUSEUM OF MODERN ART 11 WEST 53 STREET NEW YORK, NY 10019-5497	NONE PUBLIC	DUES FOR THE COMMITTEE ON PHOTOGRAPHY	15,000.
MUSEUM OF PERFORMANCE AND DESIGN 893B FOLSOM ST. SAN FRANCISCO, CA 94107	NONE PUBLIC	ARTS MEDALLION EVENT, HONORING ROSELYNE SWIG	5,000.
NARAL PRO-CHOICE AMERICAN FOUNDATION 1156 15TH ST. NW, SUITE 700 WASHINGTON, DC 20005	NONE PUBLIC	12TH ANNUAL PENINSULA POWER OF CHOICE LUNCHEON	2,500.
NARAL PRO-CHOICE CALIFORNIA FOUNDATION 335 S. VAN NESS AVE SAN FRANCISCO, CA 94103	NONE PUBLIC	PERFORMERS FOR CHOICE EVENT	2,500.

ATTACHMENT 18

FORM 990PF, PART XV - GRANTS AND CONTRIBUTIONS PAID DURING THE YEARATTACHMENT 18 (CONT'D)

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT		PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
NARRATIVE MAGAZINE INC P O BOX 29272 SAN FRANCISCO, CA 94129-0272	NONE PUBLIC		NARRATIVE NIGHT EVENT 03/07/12	3,000.
NATIONAL CENTER FOR JEWISH FILM BRANDEIS UNIVERSITY, LOWN 102, MS053 WALTHAM, MA 02454	NONE PUBLIC		CARVALHO'S JOURNEY	25,000
NATIONAL CENTER FOR YOUTH LAW 405 14TH STREET 15TH FLOOR OAKLAND, CA 94612-2704	NONE PUBLIC		UNRESTRICTED	20,000.
NEW ISRAEL FUND 1101 14TH ST NW, STE. 600 WASHINGTON, DC 20005-5639	NONE PUBLIC		18TH ANNUAL GUARDIAN OF DEMOCRACY DINNER	2,500.
NEW ISRAEL FUND 1101 14TH ST NW, STE. 600 WASHINGTON, DC 20005-5639	NONE PUBLIC		UNRESTRICTED	10,000.
NEW LEADERS BAY AREA 225 BUSH STREET, SUITE 1850 SAN FRANCISCO, CA 94104	NONE PUBLIC		IN SUPPORT OF THE PRINCIPAL PARTNER PROGRAM	25,000

FORM 990PF, PART XV - GRANTS AND CONTRIBUTIONS PAID DURING THE YEARATTACHMENT 18 (CONT'D)

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT		PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
NORTH BEACH CITIZENS 720 COLUMBUS AVENUE SAN FRANCISCO, CA 94133	NONE PUBLIC		11TH ANNUAL BENEFIT	2,500.
NORTH HAWAII COMMUNITY HOSPITAL INC. 67-1125 MAHALAHOA HIGHWAY KAMUELA, HI 96743-8496	NONE PUBLIC		OPERATING	1,000.
NORTHERN CALIFORNIA GRANTMAKERS 625 MARKET STREET, 3RD FLOOR SAN FRANCISCO, CA 94105	NONE PUBLIC		EXHIBITION/PROGRAM	9,500.
NORTHWESTERN MEMORIAL FOUNDATION 251 EAST HURON STREET, SUITE 3-200 CHICAGO, IL 60611	NONE PUBLIC		IN HONOR OF MK PRITZKER, EVERGREENE INVITATIONAL EVENT	10,000.
OBERLIN DANCE COLLECTIVE THEATER 351 SHOTWELL STREET SAN FRANCISCO, CA 94110-1324	NONE PUBLIC		PHASE II CAPITAL CAMPAIGN	20,000.
OBERLIN DANCE COLLECTIVE THEATER 351 SHOTWELL STREET SAN FRANCISCO, CA 94110-1324	NONE PUBLIC		UNRESTRICTED	10,000.

FORM 990FE, PART XV - GRANTS AND CONTRIBUTIONS PAID DURING THE YEARATTACHMENT 18 (CONT'D)

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT		PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
OBERLIN DANCE COLLECTIVE THEATER 351 SHOTWELL STREET SAN FRANCISCO, CA 94110-1324	NONE	PUBLIC	FALL FOR ART: ODC AT TRIPLE C RANCH EVENT	5,000.
OBERLIN DANCE COLLECTIVE THEATER 351 SHOTWELL STREET SAN FRANCISCO, CA 94110-1324	NONE	PUBLIC	PHOTOGRAPHY ACCESSIONS	2,500.
OSHWAN FAMILY JEWISH COMMUNITY CENTER 3921 FABIAN WAY PALO ALTO, CA 94303	NONE	PUBLIC	FUND-A-NEED	5,000.
OXFORD ACADEMY 1393 BOSTON POST ROAD WESTBROOK, CT 06498	NONE	PUBLIC	PLEASANTVILLE HERITAGE CLUB	2,500.
P.E.F. ISRAEL ENDOWMENT FUNDS INC. 317 MADISON AVENUE, SUITE 607 NEW YORK, NY 10017-5201	NONE	PUBLIC	IT WORKS BAY AREA DEVELOPMENT CONSULTANT, YOUTH EMPOWERMENT PROGRAM	10,000.
P.E.F. ISRAEL ENDOWMENT FUNDS INC. 317 MADISON AVENUE, SUITE 607 NEW YORK, NY 10017-5201	NONE	PUBLIC	UNRESTRICTED	15,000.

FORM 990PF, PART XV - GRANTS AND CONTRIBUTIONS PAID DURING THE YEARATTACHMENT 18 (CONT'D)

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT	PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
PARKINSON'S UNITY WALK P.O. BOX 275 KINGSTON, NJ 08528	NONE PUBLIC	UNRESTRICTED	360.
PEER HEALTH EXCHANGE INC. 545 SANSOME STREET, SUITE 900 SAN FRANCISCO, CA 94111	NONE PUBLIC	LEADERSHIP CIRCLE & NATIONAL GROWTH CAPITAL CAMPAIGN	125,000.
PEER HEALTH EXCHANGE INC. 545 SANSOME STREET, SUITE 900 SAN FRANCISCO, CA 94111	NONE PUBLIC	LEADERSHIP CIRCLE & UNRESTRICTED FOR BAY AREA	125,000.
PILGRAM CHAMBER PLAYERS 805 MOSELEY ROAD HIGHLAND PARK, IL 60035	NONE PUBLIC	UNRESTRICTED	200.
PRO PUBLICIA INC ONE EXCHANGE PLAZA, 55 BROADWAY, 23RD FLOOR NEW YORK, NY 10006	NONE PUBLIC	IN MEMORY OF MARION	15,000.
RAZOO FOUNDATIONS 1020 19TH ST., NW, SUITE 800 WASHINGTON, DC 20036	NONE PUBLIC	JEWISH COMMUNITY TEEN FOUNDATION	250.

FORM 990PF, PART XV - GRANTS AND CONTRIBUTIONS PAID DURING THE YEAR

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT	PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
READING PARTNERS 180 GRAND AVE, SUITE 800 OAKLAND, CA 94612	NONE PUBLIC	SUPPORT SERVING STUDENTS AT SAN FRANCISCO PARTNER SCHOOLS	10,000.
RONALD C. WORNICK JEWISH DAY SCHOOL 800 FOSTER CITY BLVD FOSTER CITY, CA 94404	NONE PUBLIC	LAND CAMPAIGN	35,000.
SAN FRANCISCO AMERICAS CUP ORGANIZING COMMITTEE PIER 1 SAN FRANCISCO, CA 94111	NONE PUBLIC	34TH AMERICA'S CUP	50,000.
SAN FRANCISCO ART INSTITUTE 800 CHESTNUT STREET SAN FRANCISCO, CA 94133-2206	NONE PUBLIC	PROGRAM SUPPORT	1,000.
SAN FRANCISCO CHILD ABUSE PREVENTION SOCIETY 94 SANTA MONICA SAN FRANCISCO, CA 94127-1538	NONE PUBLIC	ANNUAL BLUE RIBBON LUNCHEON	2,500.
SAN FRANCISCO CHILD ABUSE PREVENTION SOCIETY 94 SANTA MONICA SAN FRANCISCO, CA 94127-1539	NONE PUBLIC	YEAR END CAMPAIGN	2,500.

ATTACHMENT 18 (CONT'D)

FORM 990FE, PART XV - GRANTS AND CONTRIBUTIONS PAID DURING THE YEARATTACHMENT 18 (CONT'D)

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT		PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
SAN FRANCISCO DAY SCHOOL 350 MASONIC AVENUE SAN FRANCISCO, CA 94118-4419	NONE PUBLIC		UNRESTRICTED	200,000.
SAN FRANCISCO DAY SCHOOL 350 MASONIC AVENUE SAN FRANCISCO, CA 94118-4419	NONE PUBLIC		COLLECTORS FORUM ACCESSIONS	10,000.
SAN FRANCISCO FILM SOCIETY 39 MESA STREET, SUITE 110 SAN FRANCISCO, CA 94129-1025	NONE PUBLIC		ANNUAL FUND	2,500.
SAN FRANCISCO FREE CLINIC 4900 CALIFORNIA STREET SAN FRANCISCO, CA 94118-1115	NONE PUBLIC		ANNUAL LUNCHEON	2,500.
SAN FRANCISCO FREE CLINIC 4900 CALIFORNIA STREET SAN FRANCISCO, CA 94118-1115	NONE PUBLIC		IN HONOR OF WARREN HELLMAN	5,000.
SAN FRANCISCO GENERAL HOSPITAL FOUNDATION 2789 25TH STREET, SUITE 2028 SAN FRANCISCO, CA 94110	NONE PUBLIC		HEROES & HEARTS 2013	10,000.

FORM 990PF, PART XV - GRANTS AND CONTRIBUTIONS PAID DURING THE YEARATTACHMENT 18 (CONT'D)

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT		PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
	NONE	PUBLIC		
SAN FRANCISCO JAZZ ORGANIZATION THREE EMBARCADERO CENTER, LOBBY LEVEL SAN FRANCISCO, CA 94111	NONE	PUBLIC	GRAND OPENING CONCERT	10,000.
SAN FRANCISCO JAZZ ORGANIZATION THREE EMBARCADERO CENTER, LOBBY LEVEL SAN FRANCISCO, CA 94111	NONE	PUBLIC	ANNUAL FUND	2,500.
SAN FRANCISCO JEWISH FILM FESTIVAL 145 9TH STREET, SUITE 200 SAN FRANCISCO, CA 94103-2637	NONE	PUBLIC	IN SUPPORT OF THE 2012 SEASON	25,000.
SAN FRANCISCO MUSEUM OF MODERN ART 151 THIRD STREET SAN FRANCISCO, CA 94103-3159	NONE	PUBLIC	ACCESS STUDY, CENTER FOR PHOTOGRAPHY, EDUCATION FUND, CENTER FUND & EXHIBITION FUND	2,500,000.
SAN FRANCISCO MUSEUM OF MODERN ART 151 THIRD STREET SAN FRANCISCO, CA 94103-3159	NONE	PUBLIC	2012 BAY AREA TREASURE AWARD DINNER & HONORING JIM CAMPBELL	6,000.
SAN FRANCISCO MUSEUM OF MODERN ART 151 THIRD STREET SAN FRANCISCO, CA 94103-3159	NONE	PUBLIC	MAIN ACCESSIONS COMMITTEE DUES	25,000.

FORM 990RE, PART XV - GRANTS AND CONTRIBUTIONS PAID DURING THE YEARATTACHMENT 18 (CONT'D)

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT	PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
SAN FRANCISCO MUSEUM OF MODERN ART 151 THIRD STREET SAN FRANCISCO, CA 94103-3159	NONE PUBLIC	UNRESTRICTED	60,000.
SAN FRANCISCO OUTWARD BOUND CENTER 1539 PERSHING DRIVE SAN FRANCISCO, CA 94129	NONE PUBLIC	STRUGGLING YOUTH PROGRAM	5,000.
SAN FRANCISCO PARKS ALLIANCE 451 HAYES STREET, 2ND FL SAN FRANCISCO, CA 94102	NONE PUBLIC	PARTY FOR THE PARKS	5,000.
SAN FRANCISCO RECREATION & PARKS MCLAREN LODGE, GOLDEN GATE PARK, 501 STANYAN STREE SAN FRANCISCO, CA 94117	NONE PUBLIC	JOSEPH LEE RECREATION CENTER IN BAY VIEW / HUNTER'S POINT	54,021.
SAN FRANCISCO RECREATION & PARKS MCLAREN LODGE, GOLDEN GATE PARK, 501 STANYAN STREE SAN FRANCISCO, CA 94117	NONE PUBLIC	HELLMAN HOLLOW SIGN	10,000.
SAN FRANCISCO SCHOOL ALLIANCE 131 STEUART STREET, SUITE 501 SAN FRANCISCO, CA 94105	NONE PUBLIC	1ST ANNUAL NEXT GENERATION LUNCH, HONORING WARREN HELLMAN	5,000.

FORM 990PE, PART XV - GRANTS AND CONTRIBUTIONS PAID DURING THE YEARATTACHMENT 18 (CONT'D)

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT	PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
SAN FRANCISCO SUICIDE PREVENTION INC. P.O. BOX 191350 SAN FRANCISCO, CA 94119-1350	NONE PUBLIC	50TH ANNIVERSARY GALA MAY 1, 20112	2,500.
SAN FRANCISCO SYMPHONY DAVIES SYMPHONY HALL, 201 VAN NESS AVENUE SAN FRANCISCO, CA 94102	NONE PUBLIC	SECOND CENTURY CAMPAIGN'S CONCERTS FOR KIDS FUND	100,000.
SAN FRANCISCO SYMPHONY DAVIES SYMPHONY HALL, 201 VAN NESS AVENUE SAN FRANCISCO, CA 94102	NONE PUBLIC	OPENING GALA EVENT, HONORING MARCIA AND JOHN GOLDMAN	20,000.
SAN FRANCISCO SYMPHONY DAVIES SYMPHONY HALL, 201 VAN NESS AVENUE SAN FRANCISCO, CA 94102	NONE PUBLIC	ANNUAL FUND	10,000.
SAN FRANCISCO UNIVERSITY HIGH SCHOOL 3065 JACKSON STREET SAN FRANCISCO, CA 94115	NONE PUBLIC	COLLECTORS FORUM	1,500.
SESAME WORKSHOP 232 MADISON AVENUE, SUITE 1107 NEW YORK, NY 10016	NONE PUBLIC	SESAME GALA	25,000.

FORM 990FE, PART XV - GRANTS AND CONTRIBUTIONS PAID DURING THE YEARATTACHMENT 18 (CONT'D)

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT		PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
SHALOM BAYIT - TIDES CENTER P.O. BOX 10102 OAKLAND, CA 94610-0102	NONE PUBLIC		PROGRAM SUPPORT	1,000.
SPIRIT ROCK MEDITATION CENTER P.O. BOX 169 WOODCARE, CA 94973	NONE PUBLIC		108 BLEWSSINGS BENEFIT	500.
STAND FOR CHILDREN LEADERSHIP CENTER 516 SE MORRISON STREET, SUITE 420 PORTLAND, OR 97214-2344	NONE PUBLIC		UNRESTRICTED	25,000.
STANFORD UNIVERSITY SCHOOL OF EDUCATION 485 LASUEN MALL STANFORD, CA 94305	NONE PUBLIC		ACADEMIC SCHOLARSHIPS	30,000.
STANFORD UNIVERSITY SCHOOL OF EDUCATION 485 LASUEN MALL STANFORD, CA 94305	NONE PUBLIC		UNRESTRICTED	100,000.
STERN GROVE FESTIVAL ASSOCIATION 44 PAGE STREET, SUITE 600 SAN FRANCISCO, CA 94102-5972	NONE PUBLIC		FOUNDER'S COUNCIL	1,000.

FORM 990PF, PART XV - GRANTS AND CONTRIBUTIONS PAID DURING THE YEARATTACHMENT 18 (CONT'D)

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT		PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
	NONE	PUBLIC		
STERN GROVE FESTIVAL ASSOCIATION 44 PAGE STREET, SUITE 600 SAN FRANCISCO, CA 94102-5972	NONE	PUBLIC	THE BIG PICNIC EVENT	7,500.
SWEETWATER SPECTRUM 300 DRAKES LANDING ROAD, SUITE 250 GREENBRAE, CA 94904	NONE	PUBLIC	SUPPORTED-LIVING COMMUNITY FOR ADULTS WITH AUTISM	40,000.
TAUBE KORET CAMPUS FOR JEWISH LIFE 3921 FABIAN WAY PALO ALTO, CA 94303	NONE	PUBLIC	CAPITAL CAMPAIGN	300,000.
TEACH FOR AMERICA - SAN FRANCISCO 101 NEW MONTGOMERY STREET, 5TH FLOOR SAN FRANCISCO, CA 94105	NONE	PUBLIC	UNRESTRICTED	2,500.
TENDERLOIN NEIGHBORHOOD DEVELOPMENT CORPORATION 201 EDDY STREET SAN FRANCISCO, CA 94102	NONE	PUBLIC	CELEBRITY POOL TOSS	10,000.
THAT MAN MAY SEE INC. 10 KORET WAY, BOX 0352 SAN FRANCISCO, CA 94143-0352	NONE	PUBLIC	DR. DAN SCHWARTZ, DEPARTMENT OF OPHTHALMOLOGY	75,000.

FORM 990PF, PART XV - GRANTS AND CONTRIBUTIONS PAID DURING THE YEARATTACHMENT 18 (CONT'D)

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT		PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
THE EXPLORATORIUM PIER 15 SAN FRANCISCO, CA 94111	NONE PUBLIC		UNRESTRICTED	5,000.
THE SAN FRANCISCO CHILD ABUSE PREVENTION CENTER 1757 WALLER STREET SAN FRANCISCO, CA 94117-2727	NONE PUBLIC		ANNUAL BLUE RIBBON LUNCHEON FUND-A-NEED	2,500.
THE SAN FRANCISCO CHILD ABUSE PREVENTION CENTER 1757 WALLER STREET SAN FRANCISCO, CA 94117-2727	NONE PUBLIC		MISSION MINDED, INC	15,000.
THE SAN FRANCISCO CHILD ABUSE PREVENTION CENTER 1757 WALLER STREET SAN FRANCISCO, CA 94117-2727	NONE PUBLIC		MODERN BALL	700.
THE SAN FRANCISCO CHILD ABUSE PREVENTION CENTER 1757 WALLER STREET SAN FRANCISCO, CA 94117-2727	NONE PUBLIC		15TH ANNUAL BLUE RIBBON LUNCHEON, 2011 YEAR END CAMPAIGN	10,000.
TIPPING POINT COMMUNITY 220 MONTGOMERY ST. SUITE 850 SAN FRANCISCO, CA 94104	NONE PUBLIC		TIPPING POINT BENEFIT	250,000.

FORM 990PF, PART XV - GRANTS AND CONTRIBUTIONS PAID DURING THE YEARATTACHMENT 18 (CONT'D)

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT	PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
TIPPING POINT COMMUNITY 220 MONTGOMERY ST. SUITE 850 SAN FRANCISCO, CA 94104	NONE PUBLIC	MAY 6, 2010 BENEFIT	375,000.
UNITED JEWISH APPEAL FEDERATION OF NEW YORK 130 EAST 59TH STREET NEW YORK, NY 10022	NONE PUBLIC	HURRICANE SANDY RELIEF FUND	25,000.
UNIVERSITY OF CALIFORNIA AT BERKELEY FOUNDATION 140 EARL WARREN HALL BERKELEY, CA 94720-7360	NONE PUBLIC	PUBLIC HEALTH HEROS GALA AWARDS RECEPTION	10,000.
UNIVERSITY OF CALIFORNIA AT BERKELEY FOUNDATION 140 EARL WARREN HALL BERKELEY, CA 94720-7360	NONE PUBLIC	2012 CALIFORNIA ALUMNI ASSOCIATION'S CHARTER GALA	1,000.
UNIVERSITY OF CALIFORNIA AT BERKELEY FOUNDATION 140 EARL WARREN HALL BERKELEY, CA 94720-7360	NONE PUBLIC	PUBLIC HEALTH HEROS 03/12/12	10,000.
UNIVERSITY OF CALIFORNIA AT BERKELEY FOUNDATION 140 EARL WARREN HALL BERKELEY, CA 94720-7361	NONE PUBLIC	UNRESTRICTED	5,000.

FORM 990PF, PART XV - GRANTS AND CONTRIBUTIONS PAID DURING THE YEARATTACHMENT 18 (CONT'D)

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT	PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
UNIVERSITY OF CALIFORNIA SAN FRANCISCO 220 MONTGOMERY STREET, 5TH FLOOR SAN FRANCISCO, CA 94144	NONE PUBLIC	CHANCELLOR'S ANNUAL FUND	10,000.
UNIVERSITY OF CALIFORNIA SAN FRANCISCO 220 MONTGOMERY STREET, 5TH FLOOR SAN FRANCISCO, CA 94144	NONE PUBLIC	CHANCELLOR'S ANNUAL FUND	10,000.
UNIVERSITY OF CALIFORNIA SAN FRANCISCO 1560 3RD STREET, SUITE E, BOX 3105 SAN FRANCISCO, CA 94145	NONE PUBLIC	WOMEN'S HIV PROGRAM, IN HONOR OF FRAN MECKLER	1,000.
UNIVERSITY OF CALIFORNIA SAN FRANCISCO FOUNDATION 220 MONTGOMERY STREET SAN FRANCISCO, CA 94104	NONE PUBLIC	UNRESTRICTED	279,986.
UNIVERSITY OF CALIFORNIA SAN FRANCISCO FOUNDATION 220 MONTGOMERY STREET SAN FRANCISCO, CA 94104	NONE PUBLIC	BENIOFF CHILDREN'S HOSPITAL IN SUPPORT OF CONSTRUCTION ON THE UCSF MISSION BAY CAMPUS	3,000,000.
UNIVERSITY OF CALIFORNIA SAN FRANCISCO FOUNDATION 220 MONTGOMERY STREET SAN FRANCISCO, CA 94104	NONE PUBLIC	CARDIOLOGY COUNCIL	50,000.

FORM 990PF, PART XV - GRANTS AND CONTRIBUTIONS PAID DURING THE YEARATTACHMENT 18 (CONT'D)

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT		PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
UNIVERSITY OF CALIFORNIA SAN FRANCISCO FOUNDATION 220 MONTGOMERY STREET SAN FRANCISCO, CA 94104	NONE	PUBLIC	OSHER CENTER ENDOWMENT FUND	100,000.
UNIVERSITY OF CALIFORNIA SAN FRANCISCO FOUNDATION 220 MONTGOMERY STREET SAN FRANCISCO, CA 94104	NONE	PUBLIC	\$50,000 PLEDGE FOR THE 'ROBERT S. WALLERSTEIN, M.D. VISITING LECTURESHIP IN PSYCHOANALYSIS AND PSYCHOTHERAPY	10,000.
UNIVERSITY OF CALIFORNIA SAN FRANCISCO FOUNDATION 220 MONTGOMERY STREET SAN FRANCISCO, CA 94104	NONE	PUBLIC	CARDIOLOGY COUNCIL - LEADERSHIP CIRCLE	25,000.
UNIVERSITY OF CALIFORNIA SAN FRANCISCO FOUNDATION 220 MONTGOMERY STREET SAN FRANCISCO, CA 94104	NONE	PUBLIC	OSHER CENTER ENDOWMENT FUND	10,000.
UNIVERSITY OF CALIFORNIA SAN FRANCISCO FOUNDATION 220 MONTGOMERY STREET SAN FRANCISCO, CA 94104	NONE	PUBLIC	TO SUPPORT INTEGRATION OF SERVICES, TRAINING & RESEARCH FOR THE INFANT PARENT PROGRAM, CHILD TRAUMA RESEARCH PROGRAM, CHILD & ADOLESCENT SERVICES	315,082.
UNIVERSITY OF CALIFORNIA SAN FRANCISCO FOUNDATION 220 MONTGOMERY STREET SAN FRANCISCO, CA 94104	NONE	PUBLIC	SUPPORTING THE PLANNING FOR THE EMERGENCY ROOM AT UCSF, BENIOFF CHILDREN'S HOSPITAL AT MISSION BAY	165,000.

FORM 990PF, PART XV - GRANTS AND CONTRIBUTIONS PAID DURING THE YEARATTACHMENT 18 (CONT'D)

RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND		PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
RECIPIENT NAME AND ADDRESS	FOUNDATION STATUS OF RECIPIENT		
UNIVERSITY OF CALIFORNIA SAN FRANCISCO FOUNDATION 1560 3RD STREET, SUITE E, BOX 3105 SAN FRANCISCO, CA 94143-3105	NONE PUBLIC	SNUGGLY SOIREE	1,500.
UNIVERSITY OF SAN FRANCISCO 2130 FULTON STREET SAN FRANCISCO, CA 94117	NONE PUBLIC	2012 CA PRIZE FOR SERVICE & THE COMMON GOOD, HONORING LARRY BAER	5,000.
UNIVERSITY OF SOUTHERN CALIFORNIA LEAVEY LIBRARY, 650 WEST 35TH STREET, SUITE 114 LOS ANGELES, CA 90089-2571	NONE PUBLIC	I WHITNESS LEARNING APPLICATION	50,000.
UNIVERSITY OF WISCONSIN FOUNDATION 1848 UNIVERSITY AVENUE, P.O. BOX 8860 MADISON, WI 53708-8860	NONE PUBLIC	CAMPUS-WIDE SCHOLARSHIP PROGRAMS	10,000.
WORDS ON DANCE 3629 SACRAMENTO STREET SAN FRANCISCO, CA 94118	NONE PUBLIC	SUPPORTING THE DANCE HISTORY AND EDUCATION PROGRAM	5,000.
WORLD AFFAIRS COUNCIL 312 SUTTER STREET, SUITE 200 SAN FRANCISCO, CA 94108	NONE PUBLIC	ANNUAL FUND	1,000.

FORM 990PF, PART XV - GRANTS AND CONTRIBUTIONS PAID DURING THE YEAR

ATTACHMENT 18 (CONT'D)

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT	PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
YALE UNIVERSITY OFFICE OF DEVELOPMENT, 157 CHURCH STREET NEW HAVEN, CT 06510-2100	NONE PUBLIC	UNRESTRICTED	30,000.
ZERO1 - THE ART & TECHNOLOGY NETWORK 439 S. 1ST STREET SAN JOSE, CA 95113	NONE PUBLIC	BAY LIGHTS PROJECT	3,500,000.
TOTAL CONTRIBUTIONS PAID			16,683,946.

FORM 990PF, PART XV - CONTRIBUTIONS APPROVED FOR FUTURE PAYMENTATTACHMENT 19

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT		PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
CONGREGATION EMANU-EL TWO LAKE STREET SAN FRANCISCO, CA 94118	NONE PUBLIC		YOUNG ADULT EDUCATION PROGRAM 50%, UNRESTRICTED 50%	600,000.
OBERLIN DANCE COLLECTIVE THEATER 351 SHOTWELL STREET SAN FRANCISCO, CA 94110-1324	NONE PUBLIC		PHASE II CAPITAL CAMPAIGN	20,000.
OBERLIN DANCE COLLECTIVE THEATER 351 SHOTWELL STREET SAN FRANCISCO, CA 94110-1324	NONE PUBLIC		UNRESTRICTED	10,000.
JEWISH COMMUNITY RELATIONS COUNCIL 121 STEUART STREET, #301 SAN FRANCISCO, CA 94105	NONE PUBLIC		IN SUPPORT OF THE MIDDLE EAST PROJECT	25,000.
MARIN ACADEMY 1600 MISSION AVENUE SAN RAFAEL, CA 94901-1813	NONE PUBLIC		TUITION ASSISTANCE, FINANCIAL AID FUND & CONFERENCE ON DEMOCRACY	250,000.
SAN FRANCISCO SYMPHONY DAVIES SYMPHONY HALL, 201 VAN NESS AVENUE SAN FRANCISCO, CA 94102	NONE PUBLIC		ANNUAL FUND	20,000.

ATTACHMENT 19

FORM 990PF, PART XV - CONTRIBUTIONS APPROVED FOR FUTURE PAYMENTATTACHMENT 19 (CONT'D)

RECIPIENT NAME AND ADDRESS		RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT	PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
SAN FRANCISCO SYMPHONY DAVIES SYMPHONY HALL, 201 VAN NESS AVENUE SAN FRANCISCO, CA 94102		NONE PUBLIC	SECOND CENTURY CAMPAIGN'S CONCERTS FOR KIDS FUND	200,000.
STAND FOR CHILDREN LEADERSHIP CENTER 516 SE MORRISON STREET, SUITE 420 PORTLAND, OR 97214-2344		NONE PUBLIC	UNRESTRICTED	25,000.
UNIVERSITY OF CALIFORNIA SAN FRANCISCO FOUNDATION 220 MONTGOMERY STREET SAN FRANCISCO, CA 94104		NONE PUBLIC	OSHER CENTER ENDOWMENT FUND	200,000.
ALONZO KING'S LINES BALLET 26 SEVENTH STREET, 5TH FLOOR SAN FRANCISCO, CA 94103-1508		NONE PUBLIC	NEW WORKS FUND	300,000.
AMERICAN JEWISH WORLD SERVICE INC. 45 W. 36TH STREET, 11TH FLOOR NEW YORK, NY 10018-7641		NONE PUBLIC	ONE HALF IS UNRESTRICTED, THE OTHER HALF IS IN SUPPORT OF THE INTERNSHIP PROGRAM	50,000.
BREAST CANCER FUND 1388 SUTTER STREET, SUITE 400 SAN FRANCISCO, CA 94109-5400		NONE PUBLIC	UNRESTRICTED	16,666.

FORM 990PF, PART XV - CONTRIBUTIONS APPROVED FOR FUTURE PAYMENTATTACHMENT 19 (CONT'D)

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND		PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
	FOUNDATION	STATUS OF RECIPIENT		
CALIFORNIA INSTITUTE OF INTEGRAL STUDIES 1453 MISSION STREET, 4TH FLOOR SAN FRANCISCO, CA 94103-2561	NONE	PUBLIC	SUPPORTING SCHOLARSHIPS FOR DESERVING AND DISADVANTAGED STUDENTS	30,000.
ENORMOUS CHANGES, INC. DBA THE LITTLE SCHOOL 1520 LYON STREET SAN FRANCISCO, CA 94115-2918	NONE	PUBLIC	SCHOLARSHIPS FOR FINANCIALLY NEEDY STUDENTS	50,000.
INTERNATIONAL MEDICAL CORP 1919 SANTA MONICA BLVD. SUITE 400 SANTA MONICA, CA 90404	NONE	PUBLIC	UNRESTRICTED	25,000.
JEWISH COMMUNITY FEDERATION 121 STEUART STREET SAN FRANCISCO, CA 94105	NONE	PUBLIC	ANNUAL CAMPAIGN TEEN FOUNDATION	1,146,495.
NATIONAL CENTER FOR YOUTH LAW 405 14TH STREET 15TH FLOOR OAKLAND, CA 94612-2704	NONE	PUBLIC	UNRESTRICTED	20,000.
SAN FRANCISCO AMERICAS CUP ORGANIZING COMMITTEE PIER 1 SAN FRANCISCO, CA 94111	NONE	PUBLIC	34TH AMERICA'S CUP	50,000.

FORM 990PF, PART XV - CONTRIBUTIONS APPROVED FOR FUTURE PAYMENTATTACHMENT 19 (CONT'D)

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT	PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
SAN FRANCISCO DAY SCHOOL 350 MASONIC AVENUE SAN FRANCISCO, CA 94118-4419	NONE PUBLIC	UNRESTRICTED	600,000.
SWEETWATER SPECTRUM 300 DRAKES LANDING ROAD, SUITE 250 GREENBRAE, CA 94904	NONE PUBLIC	SUPPORTED-LIVING COMMUNITY FOR ADULTS WITH AUTISM	40,000.
CENTER FOR ARTS EDUCATION INC. 266 W. 37TH ST., 9TH FLOOR NEW YORK, NY 10018	NONE PUBLIC	UNRESTRICTED	25,000.
UNIVERSITY OF CALIFORNIA SAN FRANCISCO FOUNDATION 220 MONTGOMERY STREET SAN FRANCISCO, CA 94104	NONE PUBLIC	BENIOFF CHILDREN'S HOSPITAL IN SUPPORT OF CONSTRUCTION ON THE UCSF MISSION BAY CAMPUS	9,000,000.
UNIVERSITY OF CALIFORNIA SAN FRANCISCO FOUNDATION 220 MONTGOMERY STREET SAN FRANCISCO, CA 94104	NONE PUBLIC	CARDIOLOGY COUNCIL	200,000.
UNIVERSITY OF CALIFORNIA SAN FRANCISCO FOUNDATION 220 MONTGOMERY STREET SAN FRANCISCO, CA 94104	NONE PUBLIC	TO SUPPORT INTEGRATION OF SERVICES, TRAINING & RESEARCH FOR THE INFANT PARENT PROGRAM, CHILD TRAUMA RESEARCH PROGRAM, CHILD & ADOLESCENT SERVICES	908,850.

FORM 990PF, PART XV - CONTRIBUTIONS APPROVED FOR FUTURE PAYMENTATTACHMENT 19 (CONT'D)

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND		PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
	FOUNDATION STATUS OF RECIPIENT			
UNIVERSITY OF SOUTHERN CALIFORNIA LEAVEY LIBRARY, 650 WEST 35TH STREET, SUITE 114 LOS ANGELES, CA 90089-2571	NONE PUBLIC		USC SHOAH FOUNDATION INSTITUTE - I WHITNESS LEARNING APPLICATION	50,000.
ALZHEIMER'S DISEASE AND RELATED DISORDERS ASSOCIAT 225 NORTH MICHIGAN AVE., 17TH FLOOR CHICAGO, IL 60601-7633	NONE PUBLIC		IN HONOR OF JEROME H. STONE	25,000.
AMERICAN CONSERVATORY THEATRE FOUNDATION 30 GRANT AVENUE, FLOOR 6 SAN FRANCISCO, CA 94108-5880	NONE PUBLIC		UNRESTRICTED	25,000.
AMERICAN FRIENDS OF THE ISRAEL MUSEUM 500 5TH AVENUE, 25TH FLOOR NEW YORK, NY 10110-0002	NONE PUBLIC		DEPARTMENT OF PHOTOGRAPHY	20,000.
AMERICAN JEWISH JOINT DISTRIBUTION COMMITTEE INC 121 STEUART STREET, SUITE 405 SAN FRANCISCO, CA 94105	NONE PUBLIC		BETTER TOGETHER NEIGHBORHOODS OF ARRABA AND KIRYAT SHEMONA	576,000.
CONVERGENCE 1101 17TH ST. N.W. SUITE 1350 WASHINGTON, DC 20036	NONE PUBLIC		K-12 EDUCATION PROJECT STAKEHOLDER MEETINGS	12,500.

FORM 990PF, PART XV - CONTRIBUTIONS APPROVED FOR FUTURE PAYMENTATTACHMENT 19 (CONT'D)

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT	PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
DRUG STRATEGIES 2101 L ST. NW WASHINGTON, DC 20037	NONE PUBLIC	IN SUPPORT OF THE MEETING ON THE CRISIS IN HEALTH CARE AND INFANT MORTALITY IN BURMA	15,000.
FRIENDS OF IR DAVID INC. 3145 CONEY ISLAND AVENUE BROOKLYN, NY 11235	NONE PUBLIC	CAVE OF DISCOVERIES IN THE CITY OF DAVID	100,000.
GLOBAL CITIZEN YEAR 1625 CLAY ST., STE 400 OAKLAND, CA 94612	NONE PUBLIC	GROWTH FUND	200,000.
HUCKLEBERRY YOUTH PROGRAMS INC. 3310 GEARY BOULEVARD SAN FRANCISCO, CA 94118	NONE PUBLIC	UNRESTRICTED	40,000.
JEWISH FAMILY & CHILDREN'S SERVICES 2150 POST STREET SAN FRANCISCO, CA 94115	NONE PUBLIC	CHILD TRAUMA TRAINING INSTITUTE	100,000.
MISS REPRESENTATION PO BOX 437 ROSS, CA 94957	NONE PUBLIC	FOUNDER'S CIRCLE	75,000.

ATTACHMENT 19

FORM 990PF, PART XV - CONTRIBUTIONS APPROVED FOR FUTURE PAYMENTATTACHMENT 19 (CONT'D)

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT	PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
NEW LEADERS BAY AREA 225 BUSH STREET, SUITE 1850 SAN FRANCISCO, CA 94104	NONE PUBLIC	IN SUPPORT OF THE PRINCIPAL PARTNER PROGRAM	25,000.
PEER HEALTH EXCHANGE INC. 545 SANSOME STREET, SUITE 900 SAN FRANCISCO, CA 94111	NONE PUBLIC	LEADERSHIP CIRCLE & NATIONAL GROWTH CAPITAL CAMPAIGN	250,000.
P.E.F. ISRAEL ENDOWMENT FUNDS INC. 317 MADISON AVENUE, SUITE 607 NEW YORK, NY 10017-5201	NONE PUBLIC	UNRESTRICTED	45,000.
PRO PUBLICIA INC ONE EXCHANGE PLAZA, 55 BROADWAY, 23RD FLOOR NEW YORK, NY 10006	NONE PUBLIC	IN MEMORY OF MARION	60,000.
READING PARTNERS 180 GRAND AVE, SUITE 800 OAKLAND, CA 94612	NONE PUBLIC	SUPPORT SERVING STUDENTS AT SAN FRANCISCO PARTNER SCHOOLS	20,000.
SAN FRANCISCO MUSEUM OF MODERN ART 151 THIRD STREET SAN FRANCISCO, CA 94103-3159	NONE PUBLIC	ACCESS STUDY, CENTER FOR PHOTOGRAPHY, EDUCATION FUND, CENTER FUND & EXHIBITION FUND	22,500,000.

FORM 990PF, PART XV - CONTRIBUTIONS APPROVED FOR FUTURE PAYMENT

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT		PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
THAT MAN MAY SEE INC. 10 KORET WAY, BOX 0352 SAN FRANCISCO, CA 94143-0352	NONE		DR. DAN SCHWARTZ, DEPARTMENT OF OPHTHALMOLOGY	225,000.
MULTI-YEAR GRANTS DISCOUNT				-1,497,777.
TOTAL CONTRIBUTIONS APPROVED				<u>36,677,734.</u>

ATTACHMENT 19 (CONT'D)

FORM 990-PF, PART XVI-A - ANALYSIS OF OTHER REVENUE

ATTACHMENT 20

DESCRIPTION	BUSINESS CODE	AMOUNT	EXCLUSION CODE	AMOUNT	RELATED OR EXEMPT FUNCTION INCOME
MISCELLANEOUS INCOME			01	16,949.	
TOTALS				16,949.	

FEDERAL FOOTNOTES

ACCRUED GRANTS EXPENSE PART I LINE 25 COLUMN (A)

2012 MULTI-YEAR GRANTS APPROVED	\$ 27,669,984
2012 SINGLE-YEAR GRANTS PAID	\$ 5,856,428
2012 MULTI-YEAR GRANT DISCOUNT	\$ (1,261,664)

2012 ACCRUED GRANT EXPENSE	\$ 32,264,748
----------------------------	---------------