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Form 990-PF



Department of the Treasury
Internal Revenue Service

Return of Private Foundation

or Section 4947(a)(1) Trust Treated as Private Foundation

▶ Do not enter Social Security numbers on this form as it may be made public. By law, the IRS cannot redact the information on the form.

▶ Information about Form 990-PF and its instructions is at www.irs.gov/form990pf.

OMB No 1545-0052

2013

Open to Public Inspection

For calendar year 2013, or tax year beginning 01-01-2013 , and ending 12-31-2013

Name of foundation LISA AND DOUGLAS GOLDMAN FUND		A Employer identification number 94-3167546	
Number and street (or P O box number if mail is not delivered to street address) 1 Montgomery Street		B Telephone number (see instructions) (415) 771-1717	
City or town, state or province, country, and ZIP or foreign postal code SAN FRANCISCO, CA 94104		C If exemption application is pending, check here <input type="checkbox"/>	
G Check all that apply <input type="checkbox"/> Initial return <input type="checkbox"/> Initial return of a former public charity <input type="checkbox"/> Final return <input type="checkbox"/> Amended return <input type="checkbox"/> Address change <input type="checkbox"/> Name change		D 1. Foreign organizations, check here <input type="checkbox"/> 2. Foreign organizations meeting the 85% test, check here and attach computation <input type="checkbox"/>	
H Check type of organization <input checked="" type="checkbox"/> Section 501(c)(3) exempt private foundation <input type="checkbox"/> Section 4947(a)(1) nonexempt charitable trust <input type="checkbox"/> Other taxable private foundation		E If private foundation status was terminated under section 507(b)(1)(A), check here <input type="checkbox"/>	
I Fair market value of all assets at end of year (from Part II, col. (c), line 16)▶\$ 239,870,701		F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here <input type="checkbox"/>	
J Accounting method <input type="checkbox"/> Cash <input checked="" type="checkbox"/> Accrual <input type="checkbox"/> Other (specify) _____ (Part I, column (d) must be on cash basis.)			

Part I Analysis of Revenue and Expenses <small>(The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see instructions))</small>		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
Revenue	1 Contributions, gifts, grants, etc , received (attach schedule)	23,182,894			
	2 Check <input type="checkbox"/> <input checked="" type="checkbox"/> if the foundation is not required to attach Sch B				
	3 Interest on savings and temporary cash investments				
	4 Dividends and interest from securities.	3,534,769	3,534,769		
	5a Gross rents				
	b Net rental income or (loss) _____				
	6a Net gain or (loss) from sale of assets not on line 10	11,087,462			
	b Gross sales price for all assets on line 6a 34,021,728				
	7 Capital gain net income (from Part IV, line 2)		11,087,462		
	8 Net short-term capital gain				
	9 Income modifications				
	10a Gross sales less returns and allowances				
Operating and Administrative Expenses	b Less Cost of goods sold				
	c Gross profit or (loss) (attach schedule)				
	11 Other income (attach schedule)	 195,277	195,277		
	12 Total. Add lines 1 through 11	38,000,402	14,817,508		
	13 Compensation of officers, directors, trustees, etc	240,000	48,000		192,000
	14 Other employee salaries and wages	499,375	74,906		424,469
	15 Pension plans, employee benefits	95,424	23,856		71,568
	16a Legal fees (attach schedule)				
	b Accounting fees (attach schedule)	 87,870	54,390		33,480
	c Other professional fees (attach schedule)	 11,606	2,902		8,704
	17 Interest				
	18 Taxes (attach schedule) (see instructions)	 410,310	300,708		109,602
	19 Depreciation (attach schedule) and depletion	 32,299	8,075		
	20 Occupancy	185,426	46,357		139,069
	21 Travel, conferences, and meetings	19,868	4,967		14,901
	22 Printing and publications				
	23 Other expenses (attach schedule)	 800,811	688,406		112,405
	24 Total operating and administrative expenses. Add lines 13 through 23	2,382,989	1,252,567		1,106,198
	25 Contributions, gifts, grants paid	9,271,913			9,271,913
	26 Total expenses and disbursements. Add lines 24 and 25	11,654,902	1,252,567		10,378,111
	27 Subtract line 26 from line 12				
	a Excess of revenue over expenses and disbursements	26,345,500			
	b Net investment income (if negative, enter -0-)		13,564,941		
	c Adjusted net income (if negative, enter -0-)				

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	617	5,883	5,883
	2	Savings and temporary cash investments	247,134	351,580	351,580
	3	Accounts receivable ▶ <u>88,218</u>			
		Less allowance for doubtful accounts ▶ _____	35,269	88,218	88,218
	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	25,830	38,978	38,978
	10a	Investments—U S and state government obligations (attach schedule)			
	b	Investments—corporate stock (attach schedule)			
	c	Investments—corporate bonds (attach schedule).			
	11	Investments—land, buildings, and equipment basis ▶ _____			
		Less accumulated depreciation (attach schedule) ▶ _____			
	12	Investments—mortgage loans			
	13	Investments—other (attach schedule)	159,262,518	195,774,792	229,359,670
	14	Land, buildings, and equipment basis ▶ <u>209,937</u>			
		Less accumulated depreciation (attach schedule) ▶ <u>60,370</u>	32,520	149,567	149,567
	15	Other assets (describe ▶ _____)	19,720,000	9,876,805	9,876,805
	16	Total assets (to be completed by all filers—see the instructions Also, see page 1, item I)	179,323,888	206,285,823	239,870,701
Liabilities	17	Accounts payable and accrued expenses	13,799	191,202	
	18	Grants payable		280,000	
	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 ▶ _____)	-7,246,457	-33,553,510	
	23	Total liabilities (add lines 17 through 22)	-7,232,658	-33,082,308	
Net Assets or Fund Balances		Foundations that follow SFAS 117, check here ▶ <input checked="" type="checkbox"/> and complete lines 24 through 26 and lines 30 and 31.			
	24	Unrestricted	165,154,714	239,368,131	
	25	Temporarily restricted	21,401,832		
	26	Permanently restricted			
		Foundations that do not follow SFAS 117, check here ▶ <input type="checkbox"/> 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 page 17 of the instructions)	186,556,546	239,368,131	
	31	Total liabilities and net assets/fund balances (see page 17 of the instructions)	179,323,888	206,285,823	

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	186,556,546
2	Enter amount from Part I, line 27a	2	26,345,500
3	Other increases not included in line 2 (itemize) ▶ _____	3	26,466,085
4	Add lines 1, 2, and 3	4	239,368,131
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	239,368,131

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)
1 a	Other Realized Gains	P	2011-12-01	2013-12-31
b	Pass thru K-1 cap gains	P	2011-12-01	2013-12-31
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 3,407,402			3,407,402
b 625,986			625,986
c			
d			
e			

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

(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
a			3,407,402
b			625,986
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	11,087,462
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	

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 page 18 of 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))
2012	9,426,649	159,952,107	0 05893
2011	4,282,000	59,322,516	0 07218
2010	3,091,548	32,159,141	0 09613
2009	2,765,753	25,608,900	0 10800
2008	3,212,444	29,446,568	0 10909

2 Total of line 1, column (d).	2	0 44434
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 08887
4 Enter the net value of noncharitable-use assets for 2013 from Part X, line 5.	4	203,342,441
5 Multiply line 4 by line 3.	5	18,070,839
6 Enter 1% of net investment income (1% of Part I, line 27b).	6	135,649
7 Add lines 5 and 6.	7	18,206,488
8 Enter qualifying distributions from Part XII, line 4.	8	11,029,048

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

Part VI Excise Tax Based on Investment Income (Section 4940(a), 4940(b), 4940(e), or 4948—see page 18 of the instructions)		
1a Exempt operating foundations described in section 4940(d)(2), check here <input type="checkbox"/> and enter "N/A" on line 1		
Date of ruling or determination letter _____ (attach copy of letter if necessary—see instructions)		
b Domestic foundations that meet the section 4940(e) requirements in Part V, check here <input type="checkbox"/> and enter 1% of Part I, line 27b	1	271,299
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	271,299
4 Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)	4	
5 Tax based on investment income. Subtract line 4 from line 3. If zero or less, enter -0-	5	271,299
6 Credits/Payments		
a 2013 estimated tax payments and 2012 overpayment credited to 2013	6a	550,000
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	550,000
8 Enter any penalty for underpayment of estimated tax. Check here <input checked="" type="checkbox"/> 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 <input type="checkbox"/>	9	
10 Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid . . . <input type="checkbox"/>	10	278,701
11 Enter the amount of line 10 to be Credited to 2014 estimated tax <input type="checkbox"/> 278,701 Refunded <input type="checkbox"/>	11	

Part VII-A Statements Regarding Activities			
1a During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?	1a	Yes	No
b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see page 19 of the instructions for definition)? <i>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.</i>	1b		No
c Did the foundation file Form 1120-POL for this year?.	1c		No
d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year: (1) On the foundation <input type="checkbox"/> \$ _____ (2) On foundation managers <input type="checkbox"/> \$ _____			
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers <input type="checkbox"/> \$ _____			
2 Has the foundation engaged in any activities that have not previously been reported to the IRS? <i>If "Yes," attach a detailed description of the activities.</i>	2		No
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? <i>If "Yes," attach a conformed copy of the changes</i>	3		No
4a Did the foundation have unrelated business gross income of \$1,000 or more during the year?.	4a		No
b If "Yes," has it filed a tax return on Form 990-T for this year?.	4b		No
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? <i>If "Yes," attach the statement required by General Instruction T.</i>	5		No
6 Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either: • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	6	Yes	
7 Did the foundation have at least \$5,000 in assets at any time during the year? <i>If "Yes," complete Part II, col. (c), and Part XV.</i>	7	Yes	
8a Enter the states to which the foundation reports or with which it is registered (see instructions) <input type="checkbox"/> CA _____			
b If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by General Instruction G? <i>If "No," attach explanation.</i>	8b	Yes	
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 2013 or the taxable year beginning in 2013 (see instructions for Part XIV)? <i>If "Yes," complete Part XIV</i>	9		No
10 Did any persons become substantial contributors during the tax year? <i>If "Yes," attach a schedule listing their names and addresses.</i>	10		No

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		No		
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		No		
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address ▶ <u>http //ldgfund org/</u>	13	Yes			
14	The books are in care of ▶ <u>Nancy Kami</u> Telephone no ▶ <u>(415) 771-1717</u> Located at ▶ <u>1 Montgomery Street 3440 SAN FRANCISCO CA</u> ZIP +4 ▶ <u>94104</u>					
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 —Check here ▶ <input type="checkbox"/> and enter the amount of tax-exempt interest received or accrued during the year ▶ <table><tr><td>15</td><td></td></tr></table>	15				
15						
16	At any time during calendar year 2013, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country? See instructions for exceptions and filing requirements for Form TD F 90-22.1 If "Yes", enter the name of the foreign country ▶	16	Yes No	No No		

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? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No (2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person?. <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No (3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No (4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> 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)?. <input type="checkbox"/> Yes <input checked="" type="checkbox"/> 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). <input type="checkbox"/> Yes <input checked="" type="checkbox"/> 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 page 20 of the instructions)?. . . Organizations relying on a current notice regarding disaster assistance check here. ▶ <input type="checkbox"/>	1b		No
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 2013?.	1c		No
2	Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5))			
a	At the end of tax year 2013, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2013?. <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No If "Yes," list the years ▶ 20____, 20____, 20____, 20____			
b	Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement—see instructions).	2b		No
c	If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here ▶ 20____, 20____, 20____, 20____			
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year?. <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No			
b	If "Yes," did it have excess business holdings in 2013 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? (<i>Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2013.</i>).	3b		No
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a		No
b	Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2013?	4b		No

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))?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No	
(2)	Influence the outcome of any specific public election (see section 4955), or to carry on, directly or indirectly, any voter registration drive?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No	
(3)	Provide a grant to an individual for travel, study, or other similar purposes?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> 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).	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> 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?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No	
b	If any answer is "Yes" to 5a(1)–(5), did any of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance (see instructions)?	5b		No
	Organizations relying on a current notice regarding disaster assistance check here.			
c	If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant?			
	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?			
b	Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract?	6b		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?			
b	If yes, did the foundation receive any proceeds or have any net income attributable to the transaction?	7b		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
See Additional Data Table				
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
Pamela J Allen	Program Ofcr	114,500		15,746
1 Montgomery Street 3440	40 00			
SAN FRANCISCO,CA 94104				
Total number of other employees paid over \$50,000.				

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
Traynor Group 1323 Solano Avenue Suite 205 Albany, CA 94706	accounting/bookkping	70,159
Total number of others receiving over \$50,000 for professional services.		

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	
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	
2	
All other program-related investments. See page 24 of the instructions	
3	
Total. Add lines 1 through 3.	

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	187,504,650
b	Average of monthly cash balances.	1b	704,421
c	Fair market value of all other assets (see instructions).	1c	18,229,955
d	Total (add lines 1a, b, and c).	1d	206,439,026
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation).	1e	0
2	Acquisition indebtedness applicable to line 1 assets.	2	
3	Subtract line 2 from line 1d.	3	206,439,026
4	Cash deemed held for charitable activities Enter 1 1/2% of line 3 (for greater amount, see instructions).	4	3,096,585
5	Net value of noncharitable-use assets. Subtract line 4 from line 3 Enter here and on Part V, line 4	5	203,342,441
6	Minimum investment return. Enter 5% of line 5.	6	10,167,122

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	10,167,122
2a	Tax on investment income for 2013 from Part VI, line 5.	2a	271,299
b	Income tax for 2013 (This does not include the tax from Part VI).	2b	
c	Add lines 2a and 2b.	2c	271,299
3	Distributable amount before adjustments Subtract line 2c from line 1.	3	9,895,823
4	Recoveries of amounts treated as qualifying distributions.	4	
5	Add lines 3 and 4.	5	9,895,823
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	9,895,823

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	10,378,111
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	650,937
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	11,029,048
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	
6	Adjusted qualifying distributions. Subtract line 5 from line 4.	6	11,029,048
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 2012	(c) 2012	(d) 2013
1 Distributable amount for 2013 from Part XI, line 7				9,895,823
2 Undistributed income, if any, as of the end of 2013				
a Enter amount for 2012 only.				
b Total for prior years 20____, 20____, 20____				
3 Excess distributions carryover, if any, to 2013				
a From 2008.	1,754,576			
b From 2009.	1,490,428			
c From 2010.	1,493,295			
d From 2011.	1,508,823			
e From 2012.	1,508,098			
f Total of lines 3a through e.	7,755,220			
4 Qualifying distributions for 2013 from Part XII, line 4 ▶ \$ 11,029,048				
a Applied to 2012, 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).	0			
d Applied to 2013 distributable amount.				9,895,823
e Remaining amount distributed out of corpus	1,133,225			
5 Excess distributions carryover applied to 2013 (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	8,888,445			
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 2012 Subtract line 4a from line 2a Taxable amount—see instructions				
f Undistributed income for 2013 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2014				0
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 2008 not applied on line 5 or line 7 (see instructions). . .	1,754,576			
9 Excess distributions carryover to 2014. Subtract lines 7 and 8 from line 6a	7,133,869			
10 Analysis of line 9				
a Excess from 2009. . . .	1,490,428			
b Excess from 2010. . . .	1,493,295			
c Excess from 2011. . . .	1,508,823			
d Excess from 2012. . . .	1,508,098			
e Excess from 2013. . . .	1,133,225			

Part XIV

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

1a

If the foundation has received a ruling or determination letter that it is a private operating foundation, and the ruling is effective for 2013, enter the date of the ruling.

b

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

☐ 4942(j)(3) or ☐ 4942(j)(5)

	Tax year	Prior 3 years			(e) Total
	(a) 2013	(b) 2012	(c) 2011	(d) 2010	
2a	Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed				
b	85% of line 2a				
c	Qualifying distributions from Part XII, line 4 for each year listed				
d	Amounts included in line 2c not used directly for active conduct of exempt activities				
e	Qualifying distributions made directly for active conduct of exempt activities. Subtract line 2d from line 2c				
3	Complete 3a, b, or c for the alternative test relied upon				
a	"Assets" alternative test—enter				
	(1) Value of all assets				
	(2) Value of assets qualifying under section 4942(j)(3)(B)(i)				
b	"Endowment" alternative test— enter 2/3 of minimum investment return shown in Part X, line 6 for each year listed. . .				
c	"Support" alternative test—enter				
	(1) Total support other than gross investment income (interest, dividends, rents, payments on securities loans (section 512(a)(5)), or royalties)				
	(2) Support from general public and 5 or more exempt organizations as provided in section 4942(j)(3)(B)(iii).				
	(3) Largest amount of support from an exempt organization				
	(4) Gross investment income				

Part XV

Supplementary Information (Complete this part only if the organization had \$5,000 or more in assets at any time during the year—see instructions.)

1

Information Regarding Foundation Managers:

a

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

See Additional Data Table

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

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 address of the person to whom applications should be addressed

DOUGLAS E GOLDMAN
ONE DANIEL BURNHAM CT STE 330C
SAN FRANCISCO, CA 941095460
(415) 771-1717

b

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

After reviewing the Funds current priorities and limitations, interested applicants should submit an initial letter of inquiry for review. Applicants who receive a favorable response to their initial inquiry will be invited to submit a formal proposal with supporting materials. We encourage applicants who have questions regarding the appropriateness of a project to contact the Fund directly.

c

Any submission deadlines

There are no deadlines for submission, applications all year

d

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

ORGANIZATIONS MUST QUALIFY UNDER THE PROVISIONS OF INTERNAL REVENUE CODE SECTION 501(C)(3)

Form 990-PF (2013)

Part XV

Supplementary Information (continued)

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

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a Paid during the year See Additional Data Table				
Total			3a	9,271,913
b Approved for future payment				
Total			3b	

Enter gross amounts unless otherwise indicated

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

Form **990-PF** (2013)

Did the organization directly or indirectly engage in any of the following with any other organization described in section 501(c) of the Code (other than section 501(c)(3) organizations) or in section 527, relating to political organizations?		Yes	No
a Transfers from the reporting foundation to a noncharitable exempt organization of			
(1) Cash.			No
(2) Other assets.			No
b Other transactions			
(1) Sales of assets to a noncharitable exempt organization.			No
(2) Purchases of assets from a noncharitable exempt organization.			No
(3) Rental of facilities, equipment, or other assets.			No
(4) Reimbursement arrangements.			No
(5) Loans or loan guarantees.			No
(6) Performance of services or membership or fundraising solicitations.			No
c Sharing of facilities, equipment, mailing lists, other assets, or paid employees.			No
d If the answer to any of the above is "Yes," complete the following schedule. Column (b) should always show the fair market value of the goods, other assets, or services given by the reporting foundation. If the foundation received less than fair market value in any transaction or sharing arrangement, show in column (d) the value of the goods, other assets, or services received			

[illegible]

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

b If "Yes," complete the following schedule

(a) Name of organization	(b) Type of organization	(c) Description of relationship

**Sign
Here**

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

*****	2014-11-14	*****	<div style="border: 1px solid black; padding: 2px;"> May the IRS discuss this return with the preparer shown below (see instr.)? <input checked="" type="checkbox"/> Yes <input type="checkbox"/> No </div>
Signature of officer or trustee	Date	Title	

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

**Paid
Preparer
Use
Only**

Print/Type preparer's name Douglas W Regalia	Preparer's Signature	Date	Check if self-employed <input type="checkbox"/>	PTIN P00186389
Firm's name <input type="checkbox"/>	Regalia & Associates CPAs		Firm's EIN <input type="checkbox"/>	
Firm's address <input type="checkbox"/>	103 Town Country Dr Ste K Danville, CA 94526		Phone no (925) 314-0390	


Form 990PF Part VIII Line 1 - List all officers, directors, trustees, foundation managers and their compensation

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
NANCY KAMI	Exec Director 40 00	240,000		12,971
1 Montgomery Street 3440 SAN FRANCISCO, CA 94104				
Douglas E Goldman	President 1 60	0		
1 Montgomery Street 3440 SAN FRANCISCO, CA 94104				
Lisa M Goldman	Secretary 0 40	0		
1 Montgomery Street 3440 SAN FRANCISCO, CA 94104				
Derek T Knudsen	Treasurer 0 50	0		
1 Montgomery Street 3440 SAN FRANCISCO, CA 94104				
Jason E Goldman	Board Member 0 50	0		
1 Montgomery Street 3440 SAN FRANCISCO, CA 94104				
Matthew W Goldman	Board Member 0 50	0		
1 Montgomery Street 3440 SAN FRANCISCO, CA 94104				
Deborah E Findling	Key Employee 32 00	168,000		13,019
1 Montgomery Street 3440 SAN FRANCISCO, CA 94104				


Form 990PF Part XV Line 1a - List any managers of the foundation who have contributed more than 2% of the total contributions received by the foundation before the close of any tax year (but only if they have contributed more than \$5,000).

Douglas E Goldman
Lisa M Goldman


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

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
American Friends Tel-Aviv Univ 9911 WEST PICO BLVD 1010 LOS ANGELES, CA 90035	Unrelated 3rd Party	501c3	GENERAL CHARITABLE PURPOSES	75,000
American Friends Israel Museum 500 Fifth Avenue 2540 New York, NY 10110	Unrelated 3rd Party	501c3	GENERAL CHARITABLE PURPOSES	16,000
American Jewish World Service 45 West 36th Street New York, NY 10018	Unrelated 3rd Party	501c3	GENERAL CHARITABLE PURPOSES	110,000
American Red Cross Bay Area 85 Second Street Suite 700 San Francisco, CA 94105	Unrelated 3rd Party	501c3	GENERAL CHARITABLE PURPOSES	2,500
Arthritis Foundation 657 Mission Street Suite 603 San Francisco, CA 94105	Unrelated 3rd Party	501c3	GENERAL CHARITABLE PURPOSES	1,000
Asian Art Museum Foundation 200 Larking Street San Francisco, CA 94102	Unrelated 3rd Party	501c3	GENERAL CHARITABLE PURPOSES	2,500
Bay Area Discovery Museum 557 McReynolds Road Sausalito, CA 94965	Unrelated 3rd Party	501c3	GENERAL CHARITABLE PURPOSES	1,000
Hillel The Fdn for Jewish Campus Li 2736 Bancroft Way Berkeley, CA 94704	Unrelated 3rd Party	501c3	GENERAL CHARITABLE PURPOSES	82,000
Bureau of Jewish Education 639 14th Avenue at Balboa San Francisco, CA 94118	Unrelated 3rd Party	501c3	GENERAL CHARITABLE PURPOSES	67,000
California Academy of Sciences 875 Howard Street San Francisco, CA 94103	Unrelated 3rd Party	501c3	GENERAL CHARITABLE PURPOSES	2,500
Central City Hospitality House 290 Turk Street San Francisco, CA 94102	Unrelated 3rd Party	501c3	GENERAL CHARITABLE PURPOSES	1,000
Children's Book Project 290A Napoleon Street San Francisco, CA 94124	Unrelated 3rd Party	501c3	GENERAL CHARITABLE PURPOSES	1,000
Common Cause Education Fund 1250 Connecticut Avenue NW Washington, DC 20036	Unrelated 3rd Party	501c3	GENERAL CHARITABLE PURPOSES	125,000
Congregation Emanu-El 2 Lake Street San Francisco, CA 94118	Unrelated 3rd Party	501c3	GENERAL CHARITABLE PURPOSES	270,500
Coro Foundation 601 Montgomery Street San Francisco, CA 94111	Unrelated 3rd Party	501c3	GENERAL CHARITABLE PURPOSES	1,000
Total  3a				9,271,913

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

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
Crohn's Colitis Foundation 111 New Montgomery Street 208 San Francisco, CA 94105	Unrelated 3rd Party	501c3	GENERAL CHARITABLE PURPOSES	25,000
Delta Gamma Foundation 3250 Riverside Drive Columbus, OH 43221	Unrelated 3rd Party	501c3	GENERAL CHARITABLE PURPOSES	2,000
Earthjustice Legal Defense Fund 426 17th Street 6th Floor Oakland, CA 94612	Unrelated 3rd Party	501c3	GENERAL CHARITABLE PURPOSES	2,000
Environmental Defense Fund 5655 College Avenue Suite 304 Oakland, CA 94618	Unrelated 3rd Party	501c3	GENERAL CHARITABLE PURPOSES	2,000
Environmental Traveling Companions Fort Mason Center Building C San Francisco, CA 94123	Unrelated 3rd Party	501c3	GENERAL CHARITABLE PURPOSES	1,000
Exploratorium 3601 Lyon Street San Francisco, CA 94123	Unrelated 3rd Party	501c3	GENERAL CHARITABLE PURPOSES	2,500
Friends of the SF Public Library 100 Larkin Street 6th Floor San Francisco, CA 94102	Unrelated 3rd Party	501c3	GENERAL CHARITABLE PURPOSES	6,000
Glide Foundation 330 Ellis Street San Francisco, CA 94102	Unrelated 3rd Party	501c3	GENERAL CHARITABLE PURPOSES	5,000
Habitat for Humanity San Francisco 78 Ocean Avenue San Francisco, CA 94112	Unrelated 3rd Party	501c3	GENERAL CHARITABLE PURPOSES	1,000
Hamilton Family Center 1631 Hayes Street San Francisco, CA 94117	Unrelated 3rd Party	501c3	GENERAL CHARITABLE PURPOSES	2,500
Hamlin School 2120 Broadway San Francisco, CA 94115	Unrelated 3rd Party	501c3	GENERAL CHARITABLE PURPOSES	2,250
Hearing and Speech Center Northern 49 Powell Street Suite 400 San Francisco, CA 94102	Unrelated 3rd Party	501c3	GENERAL CHARITABLE PURPOSES	2,000
Jewish Community Center of SF 3200 California Street San Francisco, CA 94118	Nonprofit Org	501c3	GENERAL CHARITABLE PURPOSES and JCC Maccabi Games	121,100
Jewish Family Children's Services 2150 Post Street San Francisco, CA 94115	Unrelated 3rd Party	501c3	GENERAL CHARITABLE PURPOSES	2,500
Jewish Vocational Career Counseling 225 Bush Street Suite 400 San Francisco, CA 94104	Unrelated 3rd Party	501c3	GENERAL CHARITABLE PURPOSES	54,000
Total  3a				9,271,913


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

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
Jumpstart California 919 18th Street NW Suite 300 Washington, DC 20006	Unrelated 3rd Party	501c3	GENERAL CHARITABLE PURPOSES	25,000
KQED Inc 2601 Mariposa Street San Francisco, CA 94110	Unrelated 3rd Party	501c3	GENERAL CHARITABLE PURPOSES	7,500
La Casa de las Madres 1850 Mission Street Suite B San Francisco, CA 94103	Unrelated 3rd Party	501c3	GENERAL CHARITABLE PURPOSES	1,000
Laguna Honda Hospital Volunteers 375 Laguna Honda Blvd San Francisco, CA 94116	Unrelated 3rd Party	501c3	GENERAL CHARITABLE PURPOSES	1,000
Larkin Street Youth Center 1044 Larkin Street San Francisco, CA 94109	Unrelated 3rd Party	501c3	GENERAL CHARITABLE PURPOSES	100,000
Little Brothers-Friends of the Elde 1150 Bush Street 3rd Floor San Francisco, CA 94109	Unrelated 3rd Party	501c3	GENERAL CHARITABLE PURPOSES	1,000
Maccabi USASports for Israel 1926 Arch Street 3rd Floor Philadelphia, PA 19103	Unrelated 3rd Party	501c3	GENERAL CHARITABLE PURPOSES	5,000
Marine Mammal Center 1065 Fort Cronkhite Sausalito, CA 94965	Unrelated 3rd Party	501c3	GENERAL CHARITABLE PURPOSES	5,000
Mayo Foundation 200 First Street SW Rochester, MN 55590	Unrelated 3rd Party	501c3	GENERAL CHARITABLE PURPOSES	2,000
Meals on Wheels of San Francisco 1375 Fairfax Avenue San Francisco, CA 94124	Unrelated 3rd Party	501c3	GENERAL CHARITABLE PURPOSES	2,500
Medical Students For Choice PO Box 70190 Oakland, CA 94612	Unrelated 3rd Party	501c3	GENERAL CHARITABLE PURPOSES	32,500
Menlo School 50 Valparaiso Avenue Atherton, CA 94027	Unrelated 3rd Party	501c3	GENERAL CHARITABLE PURPOSES	7,000
NARAL Foundation 999 Brannan Street Suite 229 San Francisco, CA 94103	Unrelated 3rd Party	501c3	GENERAL CHARITABLE PURPOSES	35,000
Natural Resources Defense Council 111 Sutter Street 20th Floor San Francisco, CA 94104	Unrelated 3rd Party	501c3	GENERAL CHARITABLE PURPOSES	3,000
Nature Conservancy of California 201 Mission Street 4th Floor San Francisco, CA 94105	Unrelated 3rd Party	501c3	GENERAL CHARITABLE PURPOSES	2,000
Total  3a				9,271,913


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

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
New Israel Fund 785 Market Street 14th Floor San Francisco, CA 94103	Unrelated 3rd Party	501c3	GENERAL CHARITABLE PURPOSES	10,000
Northern California Golf Associatio PO Box 1157 Pebble Beach, CA 93953	Unrelated 3rd Party	501c3	GENERAL CHARITABLE PURPOSES	51,000
Northern California Grantmakers 625 Market Street 15th Floor San Francisco, CA 94105	Unrelated 3rd Party	501c3	GENERAL CHARITABLE PURPOSES	4,500
Oakland Museum of California Founda 1000 Oak Street Oakland, CA 94607	Unrelated 3rd Party	501c3	GENERAL CHARITABLE PURPOSES	41,000
Planned Parenthood Shasta Pacific 815 Eddy Street Suite 300 San Francisco, CA 94109	Unrelated 3rd Party	501c3	GENERAL CHARITABLE PURPOSES	80,000
Population Connection 1400 Sixteenth Street NW Washington, DC 20036	Unrelated 3rd Party	501c3	GENERAL CHARITABLE PURPOSES	15,000
Portola Excelsior Family Connection 459 Vienna St San Francisco, CA 94112	Unrelated 3rd Party	501c3	GENERAL CHARITABLE PURPOSES	25,000
Project Open Hand 730 Polk Street San Francisco, CA 94109	Unrelated 3rd Party	501c3	GENERAL CHARITABLE PURPOSES	1,000
Push-2-Excel Inc 2269 Chestnut Street 473 San Francisco, CA 94123	Unrelated 3rd Party	501c3	GENERAL CHARITABLE PURPOSES	2,500
Rainforest Action Network 221Pine Street Suite 500 San Francisco, CA 94104	Unrelated 3rd Party	501c3	GENERAL CHARITABLE PURPOSES	1,000
Randall Museum Friends 199 Museum Way San Francisco, CA 94114	Unrelated 3rd Party	501c3	GENERAL CHARITABLE PURPOSES	13,500
Reading Is Fundamental Inc 1825 Connecticut Avenue NW Washington, DC 20009	Unrelated 3rd Party	501c3	GENERAL CHARITABLE PURPOSES	2,500
Rebuilding Together Pier 28 San Francisco, CA 94105	Unrelated 3rd Party	501c3	GENERAL CHARITABLE PURPOSES	2,000
Religious Action Center 2027 Massachusetts Avenue NW Washington, DC 20036	Unrelated 3rd Party	501c3	GENERAL CHARITABLE PURPOSES	1,000
Ronald McDonald House SF 1640 Scott Street San Francisco, CA 94115	Unrelated 3rd Party	501c3	GENERAL CHARITABLE PURPOSES	1,000
Total  3a				9,271,913


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

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
SF Chronicle Season of Sharing Fund PO Box 44740 San Francisco, CA 94144	Unrelated 3rd Party	501c3	GENERAL CHARITABLE PURPOSES	55,000
SF General Hospital Foundation 2789 25th Street Suite 2028 San Francisco, CA 94110	Unrelated 3rd Party	501c3	GENERAL CHARITABLE PURPOSES	212,500
Saint Anthony Foundation 121 Golden Gate Avenue San Francisco, CA 94139	Unrelated 3rd Party	501c3	GENERAL CHARITABLE PURPOSES	2,000
San Francisco Ballet 455 Franklin Street San Francisco, CA 94102	Unrelated 3rd Party	501c3	GENERAL CHARITABLE PURPOSES	8,500
San Francisco Botanical Garden Soci Ninth Avenue and Lincoln Way San Francisco, CA 94122	Unrelated 3rd Party	501c3	GENERAL CHARITABLE PURPOSES	1,000
San Francisco Education Fund 47 Kearny Street Suite 200 San Francisco, CA 94108	Unrelated 3rd Party	501c3	GENERAL CHARITABLE PURPOSES	2,000
San Francisco Food Bank 900 Pennsylvania Avenue San Francisco, CA 94107	Unrelated 3rd Party	501c3	GENERAL CHARITABLE PURPOSES	10,000
San Francisco Jazz Organization Three Embarcadero Center-Lobby San Francisco, CA 94111	Unrelated 3rd Party	501c3	GENERAL CHARITABLE PURPOSES	15,000
San Francisco Jewish Film Festival 145 Ninth Street Suite 200 San Francisco, CA 94103	Unrelated 3rd Party	501c3	GENERAL CHARITABLE PURPOSES	1,000
San Francisco Museum of Modern 151 Third Street San Francisco, CA 94103	Unrelated 3rd Party	501c3	GENERAL CHARITABLE PURPOSES	7,500
San Francisco Opera 301 Van Ness Avenue San Francisco, CA 94103	Unrelated 3rd Party	501c3	GENERAL CHARITABLE PURPOSES	1,000
San Francisco Parks Trust 501 Stanyan Street San Francisco, CA 94117	Unrelated 3rd Party	501c3	GENERAL CHARITABLE PURPOSES	1,000
San Francisco Suicide Prevention PO Box 191350 San Francisco, CA 94119	Unrelated 3rd Party	501c3	GENERAL CHARITABLE PURPOSES	1,000
San Francisco Symphony Davies Symphony Hall San Francisco, CA 94102	Unrelated 3rd Party	501c3	GENERAL CHARITABLE PURPOSES	90,000
San Francisco Zoological Society One Zoo Road San Francisco, CA 94131	Unrelated 3rd Party	501c3	GENERAL CHARITABLE PURPOSES	2,500
Total  3a				9,271,913


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

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
Southern Poverty Law Center 400 Washington Avenue Montgomery,AL 36101	Unrelated 3rd Party	501c3	GENERAL CHARITABLE PURPOSES	2,000
Stern Grove Festival Association 44 Page Street Suite 600 San Francisco,CA 94102	Unrelated 3rd Party	501c3	GENERAL CHARITABLE PURPOSES	312,600
Summer Search Foundation 620 Davis Street San Francisco,CA 94111	Unrelated 3rd Party	501c3	GENERAL CHARITABLE PURPOSES	2,500
Sustainable Conservation 121 Second Street 6th Floor San Francisco,CA 94105	Unrelated 3rd Party	501c3	PlantRight Campaign	50,000
Town School for Boys 2750 Jackson Street San Francisco,CA 94115	Unrelated 3rd Party	501c3	GENERAL CHARITABLE PURPOSES	102,000
Trust for Public Land 116 New Montgomery Street San Francisco,CA 94105	Unrelated 3rd Party	501c3	GENERAL CHARITABLE PURPOSES	25,000
US Committee for UNICEF 331 East 38th Street New York,NY 10016	Unrelated 3rd Party	501c3	GENERAL CHARITABLE PURPOSES	2,000
US Holocaust Memorial Council PO Box 90988 Washington,DC 20090	Unrelated 3rd Party	501c3	GENERAL CHARITABLE PURPOSES	1,000
UC Berkeley Foundation 1 Alumni House Berkeley,CA 94720	Unrelated 3rd Party	501c3	GENERAL CHARITABLE PURPOSES (various programs)	1,934,793
UC Regents 1111 Franklin St 12th Floor Oakland,CA 94607	Unrelated 3rd Party	501c3	GENERAL CHARITABLE PURPOSES	96,000
United Way of the Bay Area 50 California Street 200 San Francisco,CA 94111	Unrelated 3rd Party	501c3	GENERAL CHARITABLE PURPOSES	72,000
Western States Jewish History Assn 22711 Cass Avenue Los Angeles,CA 91364	Unrelated 3rd Party	501c3	GENERAL CHARITABLE PURPOSES	1,000
WildCare 76 Albert Park Lane San Rafael,CA 94915	Unrelated 3rd Party	501c3	GENERAL CHARITABLE PURPOSES	1,000
Yosemite Conservancy 155 Montgomery Street 1104 San Francisco,CA 94104	Unrelated 3rd Party	501c3	GENERAL CHARITABLE PURPOSES	1,500
Youth Tennis Advantage 610 - 16th Street 415 Oakland,CA 94612	Unrelated 3rd Party	501c3	GENERAL CHARITABLE PURPOSES	5,000
Total  3a				9,271,913


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

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
BayKeeper Northern California 785 Market Street Suite 850 San Francisco, CA 94103	UNRELATED THIRD PARTY	501c3	GENERAL CHARITABLE PURPOSES	25,000
Compassion and Choices PO Box 101810 Denver, CO 80250	UNRELATED THIRD PARTY	501c3	GENERAL CHARITABLE PURPOSES	37,000
Drug Policy Alliance 2233 Lombard St San Francisco, CA 94123	Unrelated 3rd Party	501c3	GENERAL CHARITABLE PURPOSES	10,000
Feminist Majority Foundation 433 S Beverly Drive Beverly Hills, CA 90212	UNRELATED THIRD PARTY	501c3	GENERAL CHARITABLE PURPOSES	75,000
San Francisco Museum of Modern Art 151 Third Street San Francisco, CA 94103	Unrelated 3rd Party	501c3	GENERAL CHARITABLE PURPOSES	1,000
Taproot Foundation 466 Geary Street San Francisco, CA 94102	Unrelated 3rd Party	501c3	GENERAL CHARITABLE PURPOSES	37,500
The Foundation Center 79 Fifth Avenue/16th Street New York, NY 10003	UNRELATED THIRD PARTY	501c3	GENERAL CHARITABLE PURPOSES	5,000
Tuolumne River Trust Fort Mason Center Building C San Francisco, CA 94123	Unrelated 3rd Party	501c3	That's the Tuolumne in My Tap Program	25,000
Jewish Community Federation 121 Steuart Street San Francisco, CA 94105	Unrelated 3rd Party	501c3	GENERAL CHARITABLE PURPOSES	157,500
Jewish Home Senior Living Foundatio 302 Silver Avenue San Francisco, CA 94112	Unrelated 3rd Party	501c3	GENERAL CHARITABLE PURPOSES	78,000
University of Southern California University Park Campus Los Angeles, CA 90089	Unrelated 3rd Party	501c3	GENERAL CHARITABLE PURPOSES	415,500
CA League of Conservation Voters Ed 350 Frank H Ogawa Plaza Suite 110 Oakland, CA 94612	UNRELATED THIRD PARTY	501c3	GENERAL CHARITABLE PURPOSES	25,000
Contemporary Jewish Museum 736 Mission Street San Francisco, CA 94103	Unrelated 3rd Party	501c3	GENERAL CHARITABLE PURPOSES	7,500
Eastside College Preparatory School 1041 Myrtle Street East Palo Alto, CA 94303	Unrelated 3rd Party	501c3	GENERAL CHARITABLE PURPOSES	150
Museum of Performance and Design 401 Van Ness Avenue San Francisco, CA 94102	UNRELATED THIRD PARTY	501c3	Stern Grove Festival Archive Endowment	500
Total  3a				9,271,913


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

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
National Pro-Am 45 Cherry Valley Avenue 2nd Floor West Hempstead, NY 11552	Unrelated 3rd Party	501c3	GENERAL CHARITABLE PURPOSES	2,000
Social Environmental Entrepreneurs 11948 West Washington Blvd Ste 201 Los Angeles, CA 90066	Unrelated 3rd Party	501c3	GENERAL CHARITABLE PURPOSES	60,000
Spark Program 251 Rhode Island Street 205 San Francisco, CA 94103	Nonprofit Org	501c3	GENERAL CHARITABLE PURPOSES	30,000
The Birthright Israel Foundation PO Box 1784 New York, NY 10156	Unrelated 3rd Party	501c3	GENERAL CHARITABLE PURPOSES	5,000
AcroSports 639 Frederick Street San Francisco, CA 94117	UNRELATED THIRD PARTY	501c3	Outreach program expansion	10,000
Community Health Charities of Calif 1331 Garden Highway Sacramento, CA 95833	Unrelated 3rd Party	501c3	GENERAL CHARITABLE PURPOSES	5,000
Enterprise for High School Students FL 6 200 Pine Street San Francisco, CA 94104	Unrelated 3rd Party	501c3	GENERAL CHARITABLE PURPOSES	3,000
Harper for Kids 2920 Buchanan Street 9 San Francisco, CA 94123	Unrelated 3rd Party	501c3	GENERAL CHARITABLE PURPOSES	15,000
Little Kids Rock Inc 116 Greenwood Ave Montclair, NJ 07042	Unrelated 3rd Party	501c3	GENERAL CHARITABLE PURPOSES	50,000
My New Red Shoes 111 Anza Blvd Suite 110 Burlingame, CA 94010	Unrelated 3rd Party	501c3	GENERAL CHARITABLE PURPOSES	5,000
Reading Partners 106 Linden St 202 Oakland, CA 94607	Unrelated 3rd Party	501c3	GENERAL CHARITABLE PURPOSES	40,000
Stanford University 450 Serra Mall Stanford, CA 94305	Unrelated 3rd Party	501c3	GENERAL CHARITABLE PURPOSES	11,000
Tides Foundation 1014 Torney Avenue San Francisco, CA 94129	Unrelated 3rd Party	501c3	GENERAL CHARITABLE PURPOSES	95,000
Cancer Prevention Institute - Calif 2201 Walnut Ave Suite 300 Fremont, CA 94538	Unrelated 3rd Party	501c3	GENERAL CHARITABLE PURPOSES	1,000
Clean Water Fund 1010 Vermont Avenue NW 1100 Washington, DC 20005	Unrelated 3rd Party	501c3	GENERAL CHARITABLE PURPOSES	15,000
Total  3a				9,271,913


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

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
Golden Gate National Parks Conserva Building 201 Fort Mason San Francisco, CA 94123	Unrelated 3rd Party	501c3	GENERAL CHARITABLE PURPOSES	5,000
Upstart Bay Area 332 Pine Street San Francisco, CA 94104	Unrelated 3rd Party	501c3	GENERAL CHARITABLE PURPOSES	102,000
Breast Cancer Fund 1388 Sutter Street Suite 400 San Francisco, CA 94109	Nonprofit Org	501c3	Campaign for Safe Cosmetics	25,060
Give2Asia 465 California Street Suite 806 San Francisco, CA 94104	Unrelated 3rd Party	501c3	GENERAL CHARITABLE PURPOSES	100,000
Immune Deficiency Foundation 40 West Chesapeake Avenue Suite 308 Towson, MD 21204	Unrelated 3rd Party	501c3	GENERAL CHARITABLE PURPOSES	15,000
Media Matters PO Box 52155 Washington, DC 20091	Unrelated 3rd Party	501c3	GENERAL CHARITABLE PURPOSES	25,000
Pacific Forest Trust 1001A O'Reilly Avenue San Francisco, CA 94129	Nonprofit Org	501c3	GENERAL CHARITABLE PURPOSES	25,000
Peer Health Exchange 426 17th Street Oakland, CA 94612	Unrelated 3rd Party	501c3	GENERAL CHARITABLE PURPOSES	50,000
Silicon Valley Leadership Group Fdt 2001 Gateway Place Suite 101E San Jose, CA 95110	Unrelated 3rd Party	501c3	GENERAL CHARITABLE PURPOSES	15,000
Tutorpedia Foundation 251 Rhode Island Street San Francisco, CA 94103	Unrelated 3rd Party	501c3	GENERAL CHARITABLE PURPOSES	22,000
UCSF Foundation UCSF Box 0248 San Francisco, CA 94143	Unrelated 3rd Party	501c3	GENERAL CHARITABLE PURPOSES	22,500
Council on Foundations 2121 Crystal Drive Suite 700 Arlington, VA 22202	Unrelated 3rd Party	501c3	GENERAL CHARITABLE PURPOSES	4,000
Environmental Grantmakers Associati 475 Riverside Drive 960 New York, NY 10115	Unrelated 3rd Party	501c3	GENERAL CHARITABLE PURPOSES	5,000
American Friends of Israel Union-En 4182 Beck Avenue Studio City, CA 91604	Unrelated 3rd Party	501c3	GENERAL CHARITABLE PURPOSES	5,000
Americans United for Sep Church Sta 1301 K Street NW Suite 850E Washington, DC 20005	Unrelated 3rd Party	501c3	GENERAL CHARITABLE PURPOSES	52,500
Total  3a				9,271,913


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

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
Bnai Brith Youth Organization Inc 2020 K St NW 7th Floor Washington, DC 20006	Unrelated 3rd Party	501c3	GENERAL CHARITABLE PURPOSES	25,000
Boys and Girls Club of San Francisc 55 Hawthorne St 600 San Francisco, CA 94105	Unrelated 3rd Party	501c3	GENERAL CHARITABLE PURPOSES	40,000
California Pacific Medical Center F 1625 Van Ness Avenue San Francisco, CA 94109	Unrelated 3rd Party	501c3	GENERAL CHARITABLE PURPOSES	10,000
Challenge Success PO Box 20053 Stanford, CA 94309	Unrelated 3rd Party	501c3	GENERAL CHARITABLE PURPOSES	25,000
Convergence 8 California Street San Francisco, CA 94111	Unrelated 3rd Party	501c3	GENERAL CHARITABLE PURPOSES	30,000
Dogwood Alliance Inc PO Box 7645 Asheville, NC 28802	Unrelated 3rd Party	501c3	GENERAL CHARITABLE PURPOSES	30,000
Green America 1612 K Street NW Suite 600 Washington, DC 20006	Unrelated 3rd Party	501c3	GENERAL CHARITABLE PURPOSES	50,000
Jewish Community Relations Council 121 Steuart Street 301 San Francisco, CA 94105	Unrelated 3rd Party	501c3	GENERAL CHARITABLE PURPOSES	36,000
Lawyers Committee-Civil Rights Unde 131 Steuart Street Suite 400 San Francisco, CA 94105	Unrelated 3rd Party	501c3	GENERAL CHARITABLE PURPOSES	125,000
Point Reyes Bird Observatory 3820 Cypress Drive 11 Petaluma, CA 94954	Unrelated 3rd Party	501c3	GENERAL CHARITABLE PURPOSES	15,000
Project Vote Inc 805 15th Street NW Suite 250 Washington, DC 20005	Unrelated 3rd Party	501c3	GENERAL CHARITABLE PURPOSES	125,000
Reef Check Foundation PO Box 1057 Pacific Palisades, CA 90272	Unrelated 3rd Party	501c3	GENERAL CHARITABLE PURPOSES	35,000
Rose Fdn for Communities Environmen 1970 Broadway 600 Oakland, CA 94612	Unrelated 3rd Party	501c3	GENERAL CHARITABLE PURPOSES	40,000
San Francisco Unified School Distri 555 Franklin Street San Francisco, CA 94102	Unrelated 3rd Party	501c3	GENERAL CHARITABLE PURPOSES	22,500
Schools Mentoring Resource Team 1663 Mission Street 400 San Francisco, CA 94103	Unrelated 3rd Party	501c3	GENERAL CHARITABLE PURPOSES	25,000
Total  3a				9,271,913

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

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
SF America's Cup Organizing Committ Pier 23 Suite 100 San Francisco, CA 94111	Unrelated 3rd Party	501c3	GENERAL CHARITABLE PURPOSES	2,500
Tawonga Jewish Community Corporatio 131 Steuart Street Ste 460 San Francisco, CA 94105	Unrelated 3rd Party	501c3	GENERAL CHARITABLE PURPOSES	75,000
Urban Adamah 1050 Parker Street Berkeley, CA 94710	Unrelated 3rd Party	501c3	GENERAL CHARITABLE PURPOSES	76,000
YMCA of San Francisco 333 Eucalyptus Drive San Francisco, CA 94132	Unrelated 3rd Party	501c3	GENERAL CHARITABLE PURPOSES	15,000
Bentley School 1 Hiller Drive Oakland, CA 94618	Unrelated 3rd Party	501c3	GENERAL CHARITABLE PURPOSES	1,100
Brandeis Hillel Day School 180 N San Pedro Road San Rafael, CA 94903	Unrelated 3rd Party	501c3	GENERAL CHARITABLE PURPOSES	1,000
California School of Mechanical Art 755 Ocean Avenue San Francisco, CA 94112	Unrelated 3rd Party	501c3	GENERAL CHARITABLE PURPOSES	1,000
Chevra Kadisha-Sinai Memorial Chape 1501 Divisadero Street San Francisco, CA 94115	Unrelated 3rd Party	501c3	GENERAL CHARITABLE PURPOSES	1,500
Creative Arts Charter School 1601 Turk Street San Francisco, CA 94115	Unrelated 3rd Party	501c3	GENERAL CHARITABLE PURPOSES	2,000
Funders Network on Population 1215 Veirs Mill Road Rockville, MD 20851	Unrelated 3rd Party	501c3	GENERAL CHARITABLE PURPOSES	2,000
Grants Managers Network Inc 1666 K STREET NW SUITE 440 Washington, DC 20006	Unrelated 3rd Party	501c3	GENERAL CHARITABLE PURPOSES	2,000
Jewish Funders Network 150 W 30th Street 900 New York, NY 10001	Unrelated 3rd Party	501c3	GENERAL CHARITABLE PURPOSES	1,000
Public Interest Projects Inc 45 W 36th St 6th Floor New York, NY 10018	Unrelated 3rd Party	501c3	GENERAL CHARITABLE PURPOSES	2,500
Religious Coalition-Reproductive Ch 1413 K Street NW 14th Floor Washington, DC 20005	Unrelated 3rd Party	501c3	GENERAL CHARITABLE PURPOSES	2,500
SF Planning Urban Research Assoc 654 Mission Street San Francisco, CA 94105	Unrelated 3rd Party	501c3	GENERAL CHARITABLE PURPOSES	37,500
Total  3a				9,271,913


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Name and address (home or business)				
a <i>Paid during the year</i>				
Advocates for Youth 2000 M Street NW Suite 750 Washington, DC 20036	Unrelated 3rd Party	501c3	GENERAL CHARITABLE PURPOSES	40,000
American Institute for Creative Ent 80 Hathaway Drive Stratford, CT 06615	Unrelated 3rd Party	501c3	GENERAL CHARITABLE PURPOSES	80,000
American Civil Liberties Union 39 Drumm Street San Francisco, CA 94111	Unrelated 3rd Party	501c3	GENERAL CHARITABLE PURPOSES	140,000
American Friends of the Parents Cir 1425 RXR Plaza Uniondale, NY 11556	Unrelated 3rd Party	501c3	GENERAL CHARITABLE PURPOSES	5,000
American Jewish Joint Distribution 711 Third Avenue 7th floor New York, NY 10017	Unrelated 3rd Party	501c3	GENERAL CHARITABLE PURPOSES	75,000
Athletic Scholars Advancement Progr 3750 18th Street San Francisco, CA 94114	Unrelated 3rd Party	501c3	GENERAL CHARITABLE PURPOSES	5,000
Better Angels Society Inc 1 Ashfield Street 3 Shelburne Falls, MA 01370	Unrelated 3rd Party	501c3	GENERAL CHARITABLE PURPOSES	5,000
Bnai Brith International 2020 K Street NW Washington, DC 20006	Unrelated 3rd Party	501c3	GENERAL CHARITABLE PURPOSES	10,000
Breast Cancer Research Foundation 60 East 56th Street 8th Floor New York, NY 10022	Unrelated 3rd Party	501c3	GENERAL CHARITABLE PURPOSES	10,000
Cardea Services 614 Grand Avenue 400 Oakland, CA 94610	Unrelated 3rd Party	501c3	GENERAL CHARITABLE PURPOSES	30,000
Center for Digital Storytelling 1250 Addison Street 104 Berkeley, CA 94702	Unrelated 3rd Party	501c3	GENERAL CHARITABLE PURPOSES	25,000
College Spring Inc 145 Natoma Street San Francisco, CA 94105	Unrelated 3rd Party	501c3	GENERAL CHARITABLE PURPOSES	25,000
Commonwealth Club of San Francisco 595 Market Street San Francisco, CA 94105	Unrelated 3rd Party	501c3	GENERAL CHARITABLE PURPOSES	47,500
Community Health Resource Center 2100 Webster Street 100 San Francisco, CA 94115	Unrelated 3rd Party	501c3	GENERAL CHARITABLE PURPOSES	15,000
Corporate Accountability Internatio 10 Milk Street 610 Boston, MA 02108	Unrelated 3rd Party	501c3	GENERAL CHARITABLE PURPOSES	50,000
Total  3a				9,271,913


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Name and address (home or business)				
a <i>Paid during the year</i>				
Corporation for Enterprise Developm 1200 G Street NW Suite 40 Washington, DC 20005	Unrelated 3rd Party	501c3	GENERAL CHARITABLE PURPOSES	50,000
Corporation of the Fine Arts Museum 50 Hagiwara Tea Garden Drive San Francisco, CA 94118	Unrelated 3rd Party	501c3	GENERAL CHARITABLE PURPOSES	85,000
Demos A Network For Ideas And Actio 220 Fifth Avenue New York, NY 10001	Unrelated 3rd Party	501c3	GENERAL CHARITABLE PURPOSES	50,000
Earthworks 1612 K Street NW Suite 808 Washington, DC 20006	Unrelated 3rd Party	501c3	GENERAL CHARITABLE PURPOSES	75,000
Education Outside 135 Van Ness Avenue 408 San Francisco, CA 94102	Unrelated 3rd Party	501c3	GENERAL CHARITABLE PURPOSES	50,000
Education Training Research Associa 100 Enterprise Way Suite G300 Scotts Valley, CA 95066	Unrelated 3rd Party	501c3	GENERAL CHARITABLE PURPOSES	75,000
Educational Fund To Stop Gun Violen 805 15th Street NW 700 Washington, DC 20005	Unrelated 3rd Party	501c3	GENERAL CHARITABLE PURPOSES	50,000
Friends of Del Norte Conservation C PO Box 229 Gasquet, CA 95543	Unrelated 3rd Party	501c3	GENERAL CHARITABLE PURPOSES	25,000
Global Citizen Year Incorporated 1625 Clay Street Oakland, CA 94612	Unrelated 3rd Party	501c3	GENERAL CHARITABLE PURPOSES	45,000
Global Community Monitor 6263 Bernhard Ave CA 948 Richmond, CA 94805	Unrelated 3rd Party	501c3	GENERAL CHARITABLE PURPOSES	45,000
Goodwill Industries of SFS MateoMar 1500 Mission Street San Francisco, CA 94103	Unrelated 3rd Party	501c3	GENERAL CHARITABLE PURPOSES	5,000
Ibis Reproductive Health Inc 17 Dunster Street Cambridge, MA 02138	Unrelated 3rd Party	501c3	GENERAL CHARITABLE PURPOSES	25,000
J Street Education Fund Inc PO Box 33106 Washington, DC 20033	Unrelated 3rd Party	501c3	GENERAL CHARITABLE PURPOSES	25,000
JRDF International 49 Stevenson St Suite 1200 San Francisco, CA 94105	Unrelated 3rd Party	501c3	GENERAL CHARITABLE PURPOSES	5,000
Kevah 2095 Rose Street 202 Berkeley, CA 94709	Unrelated 3rd Party	501c3	GENERAL CHARITABLE PURPOSES	50,000
Total  3a				9,271,913

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Name and address (home or business)				
a <i>Paid during the year</i>				
Kitchen Slow Down Jew Up 40 WOODRUFF ROAD SAN ANSELMO, CA 94960	Unrelated 3rd Party	501c3	GENERAL CHARITABLE PURPOSES	60,000
Law Students for Reproductive Justi1730 Franklin Street Oakland, CA 94612	Unrelated 3rd Party	501c3	GENERAL CHARITABLE PURPOSES	25,000
Legal Community Against Violence268 Bush Street 555 San Francisco, CA 94104	Unrelated 3rd Party	501c3	GENERAL CHARITABLE PURPOSES	50,000
Midwest Access Project 2000 W Armitage Avenue Chicago, IL 60647	Unrelated 3rd Party	501c3	GENERAL CHARITABLE PURPOSES	25,000
Mile High United Way 711 Park Avenue W Denver, CO 80205	Unrelated 3rd Party	501c3	GENERAL CHARITABLE PURPOSES	25,000
Moishe Foundation 1330 Broadway Oakland, CA 94612	Unrelated 3rd Party	501c3	GENERAL CHARITABLE PURPOSES	67,500
National Abortion Federation 1660 L Street NW Suite 450 Washington, DC 20036	Unrelated 3rd Party	501c3	GENERAL CHARITABLE PURPOSES	65,000
National Health Law Program Inc1444 I Street NW Suite 1105 Washington, DC 20005	Unrelated 3rd Party	501c3	GENERAL CHARITABLE PURPOSES	40,000
National Network of Abortion Funds PO Box 170280 Boston, MA 02117	Unrelated 3rd Party	501c3	GENERAL CHARITABLE PURPOSES	35,000
National Women's Health Network1413 K Street NW 4th Floor Washington, DC 20005	Unrelated 3rd Party	501c3	GENERAL CHARITABLE PURPOSES	14,134
PBS Foundation 1320 Braddock Place Alexandria, VA 22314	Unrelated 3rd Party	501c3	GENERAL CHARITABLE PURPOSES	5,000
Planned Parenthood Federation of Am1110 Vermont Avenue NW 300 Washington, DC 20005	Unrelated 3rd Party	501c3	GENERAL CHARITABLE PURPOSES	100,000
ProPublica Inc 55 Broadway 23rd floor New York, NY 10006	Unrelated 3rd Party	501c3	GENERAL CHARITABLE PURPOSES	68,000
Proteus Fund Inc 15 Research Drive Amherst, MA 01002	Unrelated 3rd Party	501c3	GENERAL CHARITABLE PURPOSES	75,000
Public EEs for Environmental Respon2000 P Street NW Suite 240 Washington, DC 20036	Unrelated 3rd Party	501c3	GENERAL CHARITABLE PURPOSES	15,000
Total  3a				9,271,913

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

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Name and address (home or business)				
a <i>Paid during the year</i>				
Reproductive Health Access Project PO Box 21191 New York, NY 10025	Unrelated 3rd Party	501c3	GENERAL CHARITABLE PURPOSES	40,000
Rutgers University Foundation 7 College Avenue New Brunswick, NJ 08901	Unrelated 3rd Party	501c3	GENERAL CHARITABLE PURPOSES	25,000
San Francisco Day School 350 Masonic Avenue San Francisco, CA 94118	Unrelated 3rd Party	501c3	GENERAL CHARITABLE PURPOSES	25,000
San Francisco Dept of Environment 1455 Market Street 1200 San Francisco, CA 94103	Unrelated 3rd Party	501c3	GENERAL CHARITABLE PURPOSES	75,000
San Francisco Film Society 39 Mesa Street Suite 110 San Francisco, CA 94129	Unrelated 3rd Party	501c3	GENERAL CHARITABLE PURPOSES	66,000
Silicon Valley Jewish Film Festival PO BOX 2190 Cupertino, CA 95015	Unrelated 3rd Party	501c3	GENERAL CHARITABLE PURPOSES	10,000
United Nations Watch - USA Case Postale 191 Geneva 1211 SZ	Unrelated 3rd Party	501c3	GENERAL CHARITABLE PURPOSES	50,000
MDP Foundation 225 Potrero Avenue San Francisco, CA 94103	Unrelated 3rd Party	501c3	GENERAL CHARITABLE PURPOSES	3,000
American Friends of Jordan River Vt 244 Madison Avenue 482 New York, NY 10016	Unrelated 3rd Party	501c3	GENERAL CHARITABLE PURPOSES	5,000
Headlands Center for the Arts 944 Simmonds Road Sausalito, CA 94965	Unrelated 3rd Party	501c3	GENERAL CHARITABLE PURPOSES	1,000
Marines Memorial Theatre 609 Sutter Street San Francisco, CA 94102	Unrelated 3rd Party	501c3	GENERAL CHARITABLE PURPOSES	2,500
League of Women Voters Education Fu 1107 Ninth Street Suite 300 Sacramento, CA 95814	Unrelated 3rd Party	501c3	GENERAL CHARITABLE PURPOSES	1,000
Reboot Inc 245 Russell St Ste 20 Hadley, MA 01035	Unrelated 3rd Party	501c3	GENERAL CHARITABLE PURPOSES	3,000
Other Charitable Entities 1 Montgomery Street 3440 San Francisco, CA 94104	Unrelated 3rd Party	501c3	GENERAL CHARITABLE PURPOSES	9,726
Total  3a				9,271,913

TY 2013 Accounting Fees Schedule**Name:** LISA AND DOUGLAS GOLDMAN FUND**EIN:** 94-3167546**Software ID:** 13000170**Software Version:** 2013v3.1

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
Accounting & Taxes	17,711	1,771	0	15,940
Bookkeeping	70,159	52,619	0	17,540

TY 2013 Contractor Compensation Explanation

Name: LISA AND DOUGLAS GOLDMAN FUND

EIN: 94-3167546

Software ID: 13000170

Software Version: 2013v3.1

Contractor	Explanation
Traynor Group	

TY 2013 General Explanation Attachment

Name: LISA AND DOUGLAS GOLDMAN FUND

EIN: 94-3167546

Software ID: 13000170

Software Version: 2013v3.1

Identifier	Return Reference	Explanation
	General Explanation Supplemental Information for Form 990-PF	Additional grants paid necessary to achieve lower 1% tax rate \$7,056,000

TY 2013 Investments - Other Schedule

Name: LISA AND DOUGLAS GOLDMAN FUND

EIN: 94-3167546

Software ID: 13000170

Software Version: 2013v3.1

Category/ Item	Listed at Cost or FMV	Book Value	End of Year Fair Market Value
Baird Short Term Bond	AT COST		
Capital Guardian Mutual Funds	AT COST	9,837,656	12,753,752
Dodge & Cox Global Stock	AT COST	19,305,382	23,458,282
JP Morgan Digital Growth	AT COST	1,016,422	1,980,851
Koshla Venture Partners	AT COST	971,739	1,418,568
Legacy Venture V, LLC	AT COST	1,201,146	1,862,868
Money Market/Cash Funds	AT COST	6,515,390	6,515,390
Next Century Growth	AT COST	3,166,781	4,366,082
NT Cap International	AT COST	21,111,695	22,170,084
Pzena	AT COST	25,455,102	30,925,701
Silver Creek - Hedge Funds	AT COST	2,931,219	3,126,046
Other stocks and equities	AT COST	44,051	44,051
Vanguard Total International Stock Fund	AT COST		
Victory Diversified Fund	AT COST		
Aurora Harris	AT COST	8,939,312	9,341,543
Delaware Investments	AT COST	22,378,995	27,829,435
Lightspeed Venture Partners	AT COST	348,424	370,740
Liquidity Management Agency	AT COST	6,312,880	6,178,045
New Enterprises Associates VI	AT COST	2,596	2,691
State Street Global Advisors	AT COST	22,094,236	28,271,155
U.S. Venture Partners	AT COST	238,865	238,886
Weiss Peck & Greer Venture Associates	AT COST	24,640	57,761
Wells Fargo Mutual Funds and Equities	AT COST	34,383,619	38,903,817
Sands Capital Management	AT COST		
Evergreen Partners Direct III	AT COST	78,422	78,422
Francisco Partners, LP	AT COST	550,390	550,390
H.I.G. Brightpoint Cap	AT COST	41,923	41,923
JW Childs Bermuda AIV One	AT COST	114,210	114,210
JW Childs Equity Partners III	AT COST	449,642	449,642
OZ Overseas Fund	AT COST	5,956,032	5,956,032

Category / Item	Listed at Cost or FMV	Book Value	End of Year Fair Market Value
Stevenson Street	AT COST	1,187,960	1,187,960
Vantage Point	AT COST	1,165,343	1,165,343

TY 2013 Land, Etc. Schedule

Name: LISA AND DOUGLAS GOLDMAN FUND

EIN: 94-3167546

Software ID: 13000170

Software Version: 2013v3.1

Category / Item	Cost / Other Basis	Accumulated Depreciation	Book Value	End of Year Fair Market Value
Machinery and Equipment	209,937	60,370	149,567	149,567

TY 2013 Other Assets Schedule**Name:** LISA AND DOUGLAS GOLDMAN FUND**EIN:** 94-3167546**Software ID:** 13000170**Software Version:** 2013v3.1

Description	Beginning of Year - Book Value	End of Year - Book Value	End of Year - Fair Market Value
Notes Receivable from Richard N Goldman	19,720,000	9,860,000	9,860,000
Security deposit		16,805	16,805

TY 2013 Other Expenses Schedule**Name:** LISA AND DOUGLAS GOLDMAN FUND**EIN:** 94-3167546**Software ID:** 13000170**Software Version:** 2013v3.1

Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
Communication	13,360	3,340		10,020
Computer/Equipment/Maintenance	41,652	10,413		31,239
INSURANCE	80,595	20,149		60,446
INVESTMENT FEES	650,937	650,937		
Supplies and Other	14,267	3,567		10,700

TY 2013 Other Income Schedule**Name:** LISA AND DOUGLAS GOLDMAN FUND**EIN:** 94-3167546**Software ID:** 13000170**Software Version:** 2013v3.1

Description	Revenue And Expenses Per Books	Net Investment Income	Adjusted Net Income
Other Investment Income	195,277	195,277	

TY 2013 Other Liabilities Schedule**Name:** LISA AND DOUGLAS GOLDMAN FUND**EIN:** 94-3167546**Software ID:** 13000170**Software Version:** 2013v3.1

Description	Beginning of Year - Book Value	End of Year - Book Value
Deferred rent		31,368
INVESTMENT BOOK VALUE IN EXCESS OF FMV	-7,246,457	-33,584,878

TY 2013 Other Professional Fees Schedule**Name:** LISA AND DOUGLAS GOLDMAN FUND**EIN:** 94-3167546**Software ID:** 13000170**Software Version:** 2013v3.1

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
Outside Services	11,606	2,902	0	8,704

TY 2013 Taxes Schedule**Name:** LISA AND DOUGLAS GOLDMAN FUND**EIN:** 94-3167546**Software ID:** 13000170**Software Version:** 2013v3.1

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
TAXES	410,310	300,708		109,602