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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

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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 ATKINSON FOUNDATION		A Employer identification number 94-6075613	
Number and street (or P O box number if mail is not delivered to street address) 1720 SOUTH AMPHLETT BLVD NO 100		B Telephone number (see instructions) (650) 357-1101	
City or town, state or province, country, and ZIP or foreign postal code SAN MATEO, CA 94402		C If exemption application is pending, check here ☐	
G Check all that apply ☐ Initial return ☐ Initial return of a former public charity ☐ Final return ☐ Amended return ☐ Address change ☐ Name change		D 1. Foreign organizations, check here ☐ 2. Foreign organizations meeting the 85% test, check here and attach computation ☐	
H Check type of organization ☒ Section 501(c)(3) exempt private foundation ☐ Section 4947(a)(1) nonexempt charitable trust ☐ Other taxable private foundation		E If private foundation status was terminated under section 507(b)(1)(A), check here ☐	
I Fair market value of all assets at end of year (from Part II, col. (c), line 16) ☒ \$ 20,203,827	J Accounting method ☐ Cash ☒ Accrual ☐ Other (specify) _____ (Part I, column (d) must be on cash basis.)	F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here ☐	

Part I Analysis of Revenue and Expenses (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see instructions))		(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)				
	2 Check ☒ if the foundation is not required to attach Sch B				
	3 Interest on savings and temporary cash investments	2,000	2,000		
	4 Dividends and interest from securities.	367,969	367,969		
	5a Gross rents				
	b Net rental income or (loss) _____				
	6a Net gain or (loss) from sale of assets not on line 10	907,860			
	b Gross sales price for all assets on line 6a 3,550,942				
	7 Capital gain net income (from Part IV, line 2)		907,860		
	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)	2,421	2,421		
	12 Total. Add lines 1 through 11	1,280,250	1,280,250		
	13 Compensation of officers, directors, trustees, etc	94,598	18,920		75,678
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits	2,430	486		1,944
	16a Legal fees (attach schedule).				
	b Accounting fees (attach schedule).	20,310	10,155		10,080
	c Other professional fees (attach schedule)	87,079	87,079		0
	17 Interest				
	18 Taxes (attach schedule) (see instructions)	55,679	1,494		5,974
	19 Depreciation (attach schedule) and depletion	427	0		
	20 Occupancy	11,904	2,381		9,523
	21 Travel, conferences, and meetings				
	22 Printing and publications				
	23 Other expenses (attach schedule).	17,963	3,135		15,368
	24 Total operating and administrative expenses. Add lines 13 through 23	290,390	123,650		118,567
	25 Contributions, gifts, grants paid	503,840			503,840
	26 Total expenses and disbursements. Add lines 24 and 25	794,230	123,650		622,407
	27 Subtract line 26 from line 12				
	a Excess of revenue over expenses and disbursements	486,020			
	b Net investment income (if negative, enter -0-)		1,156,600		
	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	42,504	45,097	45,097
	2	Savings and temporary cash investments	543,054	710,576	710,576
	3	Accounts receivable ▶ <u>13,955</u>			
		Less allowance for doubtful accounts ▶ _____	23,264	13,955	13,955
	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	1,644	938	938
	10a	Investments—U S and state government obligations (attach schedule)	28,957 	28,957	29,780
	b	Investments—corporate stock (attach schedule)	10,220,392 	9,566,909	14,839,169
	c	Investments—corporate bonds (attach schedule).			
Liabilities	11	Investments—land, buildings, and equipment basis ▶ _____			
		Less accumulated depreciation (attach schedule) ▶ _____			
	12	Investments—mortgage loans			
	13	Investments—other (attach schedule)	3,460,617 	4,360,426	4,562,224
	14	Land, buildings, and equipment basis ▶ <u>13,348</u>			
		Less accumulated depreciation (attach schedule) ▶ <u>12,104</u>	1,671 	1,244	1,244
	15	Other assets (describe ▶ _____)	 844 	 844 	 844
	16	Total assets (to be completed by all filers—see the instructions Also, see page 1, item I)	14,322,947	14,728,946	20,203,827
Net Assets or Fund Balances	17	Accounts payable and accrued expenses	25,628	26,359	
	18	Grants payable	460,000	360,000	
	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 ▶ _____)	 40,033 	 59,281	
	23	Total liabilities (add lines 17 through 22)	525,661	445,640	
Part III Analysis of Changes in Net Assets or Fund Balances		Foundations that follow SFAS 117, check here ▶ ☐ and complete lines 24 through 26 and lines 30 and 31.			
	24	Unrestricted			
	25	Temporarily restricted			
	26	Permanently restricted			
		Foundations that do not follow SFAS 117, check here ▶ ☒ and complete lines 27 through 31.			
	27	Capital stock, trust principal, or current funds	0	0	
	28	Paid-in or capital surplus, or land, bldg , and equipment fund	0	0	
	29	Retained earnings, accumulated income, endowment, or other funds	13,797,286	14,283,306	
	30	Total net assets or fund balances (see page 17 of the instructions)	13,797,286	14,283,306	
	31	Total liabilities and net assets/fund balances (see page 17 of the instructions)	14,322,947	14,728,946	

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	13,797,286
2	Enter amount from Part I, line 27a	2	486,020
3	Other increases not included in line 2 (itemize) ▶ _____	3	0
4	Add lines 1, 2, and 3	4	14,283,306
5	Decreases not included in line 2 (itemize) ▶ _____	5	0
6	Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30	6	14,283,306

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	CHARLES SCHWAB TRANSACTIONS	P		
b	US BANK TRANSACTIONS	P		
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 1,261,663		941,929	319,734
b 2,289,279		1,701,153	588,126
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			319,734
b			588,126
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	907,860
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	716,969	15,836,017	0 045275
2011	717,522	15,349,696	0 046745
2010	853,304	14,729,205	0 057933
2009	959,250	13,220,555	0 072557
2008	1,109,244	17,566,037	0 063147

2	Total of line 1, column (d).	2	0 285657
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 057131
4	Enter the net value of noncharitable-use assets for 2013 from Part X, line 5.	4	17,905,863
5	Multiply line 4 by line 3.	5	1,022,980
6	Enter 1% of net investment income (1% of Part I, line 27b).	6	11,566
7	Add lines 5 and 6.	7	1,034,546
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	622,407

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 ☐ and enter "N/A" on line 1		1	23,132
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	0
3 Add lines 1 and 2.		3	23,132
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	23,132
6 Credits/Payments			
a	2013 estimated tax payments and 2012 overpayment credited to 2013	6a	18,600
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	18,600
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	4,532
10 Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid.		10	
11 Enter the amount of line 10 to be Credited to 2014 estimated tax Refunded		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	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)?		1b	No
If the answer is "Yes" to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities.			
c Did the foundation file Form 1120-POL for this year?.		1c	No
d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year (1) On the foundation \$ 0 (2) On foundation managers \$ 0			
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers \$ 0			
2 Has the foundation engaged in any activities that have not previously been reported to the IRS?		2	No
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		3	Yes
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	
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year?		5	No
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?		6	Yes
7 Did the foundation have at least \$5,000 in assets at any time during the year? If "Yes," complete Part II, col. (c), and Part XV.		7	Yes
8a Enter the states to which the foundation reports or with which it is registered (see instructions) CA			
b If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by General Instruction G? If "No," attach explanation .		8b	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)? If "Yes," complete Part XIV		9	No
10 Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses.		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 ▶ HTTP //ATKINSONFDN.ORG	13	Yes	
14	The books are in care of ▶ ELIZABETH H. CURTIS Telephone no ▶ (650) 357-1101 Located at ▶ 1720 SO AMPHLETT BLVD 100 SAN MATEO CA ZIP +4 ▶ 94402			
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 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

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 page 20 of the instructions)? . . . Organizations relying on a current notice regarding disaster assistance check here. ▶ ☐	1b		
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? ☐ Yes ☒ 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		
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? ☐ Yes ☒ 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		
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))?

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

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

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?

Yes

No

If "Yes," attach the statement required by Regulations section 53.4945–5(d).

6a

Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract?

Yes

No

b

Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract?

6b

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

No

b

If yes, did the foundation receive any proceeds or have any net income attributable to the transaction?

7b

Part VIII

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

1

List all officers, directors, trustees, foundation managers and their compensation (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
NONE				

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

0

Part VIII

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

3 Five highest-paid independent contractors for professional services (see instructions). If none, enter "NONE".		
(a) Name and address of each person paid more than \$50,000	(b) Type of service	(c) Compensation
NONE		
Total number of others receiving over \$50,000 for professional services.		0

Part IX-A

Summary of Direct Charitable Activities

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.	0

Part X

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

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc , purposes		
a	Average monthly fair market value of securities.	1a	17,352,805
b	Average of monthly cash balances.	1b	825,736
c	Fair market value of all other assets (see instructions).	1c	0
d	Total (add lines 1a, b, and c).	1d	18,178,541
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation).	1e	0
2	Acquisition indebtedness applicable to line 1 assets.	2	0
3	Subtract line 2 from line 1d.	3	18,178,541
4	Cash deemed held for charitable activities Enter 1 1/2% of line 3 (for greater amount, see instructions).	4	272,678
5	Net value of noncharitable-use assets. Subtract line 4 from line 3 Enter here and on Part V, line 4	5	17,905,863
6	Minimum investment return. Enter 5% of line 5.	6	895,293

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	895,293
2a	Tax on investment income for 2013 from Part VI, line 5.	2a	23,132
b	Income tax for 2013 (This does not include the tax from Part VI).	2b	
c	Add lines 2a and 2b.	2c	23,132
3	Distributable amount before adjustments Subtract line 2c from line 1.	3	872,161
4	Recoveries of amounts treated as qualifying distributions.	4	0
5	Add lines 3 and 4.	5	872,161
6	Deduction from distributable amount (see instructions).	6	0
7	Distributable amount as adjusted Subtract line 6 from line 5 Enter here and on Part XIII, line 1.	7	872,161

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	622,407
b	Program-related investments—total from Part IX-B.	1b	0
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc , purposes.	2	
3	Amounts set aside for specific charitable projects that satisfy the		
a	Suitability test (prior IRS approval required).	3a	
b	Cash distribution test (attach the required schedule).	3b	
4	Qualifying distributions. Add lines 1a through 3b Enter here and on Part V, line 8, and Part XIII, line 4	4	622,407
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	0
6	Adjusted qualifying distributions. Subtract line 5 from line 4.	6	622,407
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				872,161
2 Undistributed income, if any, as of the end of 2013				
a Enter amount for 2012 only.			0	
b Total for prior years 20____, 20____, 20____		0		
3 Excess distributions carryover, if any, to 2013				
a From 2008.				247,939
b From 2009.				305,072
c From 2010.				130,333
d From 2011.				
e From 2012.				
f Total of lines 3a through e.	683,344			
4 Qualifying distributions for 2013 from Part XII, line 4 ▶ \$ 622,407				
a Applied to 2012, but not more than line 2a			0	
b Applied to undistributed income of prior years (Election required—see instructions).		0		
c Treated as distributions out of corpus (Election required—see instructions).	0			
d Applied to 2013 distributable amount.				622,407
e Remaining amount distributed out of corpus	0			
5 Excess distributions carryover applied to 2013 (If an amount appears in column (d), the same amount must be shown in column (a).)	249,754			249,754
6 Enter the net total of each column as indicated below:				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5	433,590			
b Prior years' undistributed income Subtract line 4b from line 2b.		0		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed.		0		
d Subtract line 6c from line 6b Taxable amount—see instructions		0		
e Undistributed income for 2012 Subtract line 4a from line 2a Taxable amount—see instructions			0	
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).	0			
8 Excess distributions carryover from 2008 not applied on line 5 or line 7 (see instructions). . . .	0			
9 Excess distributions carryover to 2014. Subtract lines 7 and 8 from line 6a	433,590			
10 Analysis of line 9				
a Excess from 2009. . . .				303,257
b Excess from 2010. . . .				130,333
c Excess from 2011. . . .				
d Excess from 2012. . . .				
e Excess from 2013. . . .				

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)

2a	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			(e) Total
		(a) 2013	(b) 2012	(c) 2011	(d) 2010	
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))

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

ELIZABETH H CURTIS
1720 SOUTH AMPHLETT BLVD SUITE 100
SAN MATEO, CA 94402
(650) 357-1101
ATKINFNDN@AOL.COM

b

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

A COMPLETED GRANT REQUEST OBTAINED FROM THE FOUNDATION MUST BE FILED THE ORGANIZATION'S NAME, ADDRESS, TELEPHONE NUMBER AND THE NAME OF THE EXECUTIVE DIRECTOR MUST BE INCLUDED THE NAMES AND AFFILIATIONS OF THE ORGANIZATION'S OFFICERS AND DIRECTOR ARE INCLUDED ON THE FORM ALSO TO BE INCLUDED ARE A BRIEF STATEMENT OUTLINING THE ORGANIZATION'S GOALS AND SERVICES PLUS THE ANNUAL REPORT THE APPLICANTS MUST INCLUDE A DESCRIPTION OF THE PROPOSED PROGRAM SHOWING THE NEED, THE POPULATION TO BE SERVED, SPECIFIC OBJECTIVES AND ACTIVITIES THEY MUST PROVIDE A PROGRAM BUDGET WITH PROJECTED INCOME AND EXPENSES ALSO TO BE PROVIDED IS A COPY OF THE IRS LETTER SHOWING THAT THE ORGANIZATION IS TAX EXEMPT UNDER SEC 501(C)(3) AND THAT IT IS NOT A PRIVATE FOUNDATION THEY SHOULD ALSO INCLUDE ANY SUPPLEMENTAL INFORMATION THAT WOULD STRENGTHEN THE APPLICATION

c

Any submission deadlines

DEADLINES FOR PROPOSALS ARE FEB 1, MAY 1, AUG 1, & NOV 1

d

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

NOT FUNDED BY FOUNDATION, GRANTS TO IND, GRANTS TO DOCTORAL STUDY OR RESEARCH, GRANTS TO INFLUENCE LEGISLATION, GRANTS TO NAT'L OR STATEWIDE PROGRAMS, DONATIONS TO OR SPONSORSHIP OF FUNDRAISING OR ANNUAL CAMPAIGNS, OR GRANTS FOR FILMS, VIDEOS, PUBLICATIONS AND CONFERENCES

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	503,840
b Approved for future payment				
Total			3b	0

Enter gross amounts unless otherwise indicated

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

Form **990-PF** (2013)

Part XVII

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

1

Did the organization directly or indirectly engage in any of the following with any other organization described in section 501(c) of the Code (other than section 501(c)(3) organizations) or in section 527, relating to political organizations?

a

Transfers from the reporting foundation to a noncharitable exempt organization of

1

Cash.

1a(1)

No

2

Other assets.

1a(2)

No

b

Other transactions

1

Sales of assets to a noncharitable exempt organization.

1b(1)

No

2

Purchases of assets from a noncharitable exempt organization.

1b(2)

No

3

Rental of facilities, equipment, or other assets.

1b(3)

No

4

Reimbursement arrangements.

1b(4)

No

5

Loans or loan guarantees.

1b(5)

No

6

Performance of services or membership or fundraising solicitations.

1b(6)

No

c

Sharing of facilities, equipment, mailing lists, other assets, or paid employees.

1c

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.

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

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.

Signature of officer or trustee

2014-04-30

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 MARIANNE KRISTOFFERSON	Preparer's Signature	Date 2014-04-30	Check if self-employed ☒	PTIN P00024506
Firm's name	VOCKER KRISTOFFERSON AND CO CPAS		Firm's EIN 94-3119928	
Firm's address	1700 S EL CAMINO REAL506 SAN MATEO, CA 94402		Phone no (650) 574-5000	

Form 990-PF (2013)

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
ELIZABETH H CURTIS	VP, ADMINISTRATION/DIRECTOR 40 00	94,598	2,430	0
1720 S AMPHLETT BLVD STE 100 SAN MATEO, CA 94402				
OLIVIA ARANDA	DIRECTOR 2 00	0	0	0
1720 S AMPHLETT BLVD STE 100 SAN MATEO, CA 94402				
JEAN ATKINSON	SECRETARY/DIRECTOR 2 00	0	0	0
1720 S AMPHLETT BLVD STE 100 SAN MATEO, CA 94402				
RAY ATKINSON	VP/DIRECTOR 2 00	0	0	0
1720 S AMPHLETT BLVD STE 100 SAN MATEO, CA 94402				
JAMES AVEDISIAN	VP, FINANCE/TREASURER/DIRE 2 00	0	0	0
1720 S AMPHLETT BLVD STE 100 SAN MATEO, CA 94402				
WILLIAM CRANDALL JR	ASST TREASURER/DIRECTOR 2 00	0	0	0
1720 S AMPHLETT BLVD STE 100 SAN MATEO, CA 94402				
DIRK DAMONTE	DIRECTOR 2 00	0	0	0
1720 S AMPHLETT BLVD STE 100 SAN MATEO, CA 94402				
JOHN HERRELL	DIRECTOR 2 00	0	0	0
1720 S AMPHLETT BLVD STE 100 SAN MATEO, CA 94402				
LINDA LANIER	PRESIDENT/DIRECTOR 2 00	0	0	0
1720 S AMPHLETT BLVD STE 100 SAN MATEO, CA 94402				
SHIRLEY MOORE	DIRECTOR 2 00	0	0	0
1720 S AMPHLETT BLVD STE 100 SAN MATEO, CA 94402				
ANNE W ATKINSON	DIRECTOR 2 00	0	0	0
1720 S AMPHLETT BLVD STE 100 SAN MATEO, CA 94402				

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>				
ACKNOWLEDGE ALLIANCE 2183 OLD MIDDLEFIELD WAY STE 208 MOUNTAIN VIEW,CA 94043		NON PROFIT	COUSELING PROGRAM, COMMUNITY/COURT SCHOOLS	5,000
ADOLESCENT COUNSELING SERVICES 1717 EMBARCADERO ROAD 5000 PALO ALTO,CA 94303		NON PROFIT	ON CAMPUS COUNSELING PROGRAM	5,000
ASSOCIATION OF SMALL FOUNDATIONS 1720 N ST NW WASHINGTON,DC 20036		NON PROFIT	ANNUAL CONFERENCE SUPPORT, SAN FRANCISCO, 2012	3,000
BIG BROTHERSBIG SISTERS 731 MARKET ST 6TH FLOOR SAN FRANCISCO,CA 94103		NON PROFIT	SAN MATEO COUNTY MENTORING PROGRAMS	5,000
BOYS & GIRLS CLUB OF THE PENINSULA 401 PIERCE ROAD MENLO PARK,CA 94025		NON PROFIT	GENERAL OPERATING SUPPORT	6,000
BOYS & GIRLS CLUBMID-PENINSULA 200 NORTH QUEBEC ST SAN MATEO,CA 94401		NON PROFIT	POWER HOUR/SUMMER MATH ACADEMY	6,000
BOYS & GIRLS CLUBSNORTH SAN MATEO COUNTY 201 WEST ORANGE AVE SOUTH SAN FRANCISCO,CA 94080		NON PROFIT	GENERAL OPERATING SUPPORT	5,000
BUILD - BAY AREA 2385 BAY ROAD REDWOOD CITY,CA 94063		NON PROFIT	PENINSULA COLLEGE ACCESS PROGRAM	5,000
BURLINGAME UNITED METHODIST CHURCH 1443 HOWARD AVENUE BURLINGAME,CA 94010		NON PROFIT	6YOUTH PROGRAMS	5,000
CONNECT COMMUNITY CHARTER SCHOOL 1017 EL CAMINO REAL 176 REDWOOD CITY,CA 94063		NON PROFIT	START-UP COSTS	4,000
COURT APPOINTED SPECIAL ADVOCATES FOR CHILDREN 330 TWIN DOLPHIN DR 139 REDWOOD CITY,CA 94065		NON PROFIT	ACADEMIC SUCCESS PROJECT FOR FOSTER CHILDREN	5,000
DALY CITY YOUTH HEALTH CENTER 2780 JUNIPERO SERRA BLVD DALY CITY,CA 94015		NON PROFIT	GENERAL OPERATING SUPPORT	5,000
PHASE 2 CAREERS PO BOX 7052 SAN MATEO,CA 94403		NON PROFIT	INTENSIVE JOB SEARCH PROGRAM	5,000
PIE RANCH PO BOX 6363 PESCADERO,CA 94060		NON PROFIT	ENVIRONMENTAL EDUCATION	5,000
STAR VISTA 610 ELM STREET 212 SAN CARLOS,CA 94070		NON PROFIT	DOMESTIC VIOLENCE FAMILY COUNSELING	5,000
Total  3a				503,840

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 Paid during the year				
COASTSIDE ADULT DAY HEALTH CENTER 645 CORREAS STREET HALF MOON BAY,CA 94019		NON PROFIT	GENERAL PROGRAM SUPPORT	7,500
COASTSIDE CHILD DEVELOPMENT CENTER PO BOX 84 HALF MOON BAY,CA 94019		NON PROFIT	EARLY CHILDHOOD EDUCATION FOR LOW INCOME FAMILIES	5,000
COASTSIDE CHILDREN'S PROGRAMS 494 MIRAMONTES AVE HALF MOON BAY,CA 94019		NON PROFIT	LOW INCOME TUITION SUBSIDY PROGRMAS	5,000
COMMUNITY OVERCOMING RELATIONSHIP ABUSE 2211 PALM AVE SAN MATEO,CA 94403		NON PROFIT	CRISIS INTERVENTION SERVICES	5,000
COUNCIL ON FOUNDATIONS 2121 CRYSTAL DR 700 ARLINGTON,VA 22202		NON PROFIT	GRANT PORTION OF DUES	1,160
DRAWBRIDGE PO BOX 2698 SAN RAFAEL,CA 94912		NON PROFIT	ARTS PROGRAMS IN HOMELESS SHELTERS	5,000
EAST PALO ALTO TENNIS AND TUTORING PO BOX 60597 PALO ALTO,CA 94030		NON PROFIT	SUMMER STEM PROGRAM	5,000
EAST PALO ALTO BOXING CLUB 2528 PULGAS AVENUE EAST PALO ALTO,CA 94303		NON PROFIT	GENERAL PROGRAM SUPPORT	5,000
EASTSIDE COLLEGE PREPARATORY SCHOOL 1041 MYRTLE STREET EAST PALO ALTO,CA 94303		NON PROFIT	GENERAL PROGRAM SUPPORT	5,000
EL CENTRO DE LIBERTAD 500 ALLERTON REDWOOD CITY,CA 94063		NON PROFIT	COASTSIDE YOUTH SUBSTANCE ABUSE INTERVENTION PROGRAM	5,000
GLOBAL WATER 3600 SOUTH HARBOR BLVD 514 OXNARD,CA 93035		NON PROFIT	WATER/SANITATION PROJECT, GUATEMALA	10,000
GRASSROOTS INTERNATIONAL 179 BOYLSTON ST 4TH FLOOR BOSTON,MA 02130		NON PROFIT	WOMEN'S GARDEN PROJECT, GUATEMALA	3,000
FREE AT LAST 1799 BAY ROAD EAST PALO ALTO,CA 94303		NON PROFIT	DROP IN CENTER AND OUTREACH ACTIVITIES	5,000
FRIENDS FOR YOUTH 1741 BROADWAY FIRST FLOOR REDWOOD CITY,CA 94063		NON PROFIT	MENTORING SERVICES PROGRAM	5,000
HESPERIAN FOUNDATION 1919 ADDISON STREET 304 BERKELEY,CA 94704		NON PROFIT	HEALTH PUBLICATION TRANSPORTATION SERVICES	3,000
Total  3a				503,840

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 Paid during the year				
GIRL SCOUTS OF NORTHERN CALIFORNIA 1310 SO BASCOM AVE SAN JOSE,CA 95128		NON PROFIT	PROGRAM FOR COASTSIDE FARMWORKERS DAUGHTERS	7,500
GIRLS 2 WOMEN PO BOX 50368 EAST PALO ALTO,CA 94303		NON PROFIT	AFTER SCHOOL AND SUMMER PROGRAMS	5,000
HEALTHY CITIES TUTORING INC PO BOX 653 SAN CARLOS,CA 94070		NON PROFIT	GENERAL SUPPORT-TUTORING PROGRAM	5,000
HILLCREST CHAPLAINCY & MINISTRIES 222 PAUL SCANNELL DRIVE SAN MATEO,CA 94402		NON PROFIT	GENERAL PROGRAM SUPPORT	5,000
INSTITUTO LABORAL DE LA RAZA 2947 SIXTEENTH STREET SAN FRANCISCO,CA 94103		NON PROFIT	GENERAL SUPPORT, PROGRAMS IN SAN MATEO COUNTY	5,000
HOME AND HOPE 1720 EL CAMINO REAL 7 BURLINGAME,CA 94010		NON PROFIT	SHELTERING PROGRAM	10,000
HOMEWORK CENTRAL PO BOX 6087 SAN MATEO,CA 94403		NON PROFIT	ACADEMIC TUTORING PROGRAM	7,500
INNVISIONSHELTER NETWORK 181 CONSTITUTION DRIVE MENLO PARK,CA 94025		NON PROFIT	TRANSITIONAL HOUSING	5,000
INTERNATIONAL INSTITUTE OF THE BAY AREA 2600 MIDDLEFIELD ROAD REDWOOD CITY,CA 94063		NON PROFIT	LEGAL AND REFERRAL SERVICES FOR IMMIGRANT FAMILIES SM COUNTY	5,000
KARA 457 KINGSLEY AVE PALO ALTO,CA 94301		NON PROFIT	GRIEF SERVICES	5,000
LATIN AMERICAN MISSION PO BOX 52-7900 MIAMI,FL 33152		NON PROFIT	MINISTRY OF REV PAREDES, PERU	8,000
KATERI TEKAKWITHA MISSION FUND INC PO BOX 906 PACIFICA,CA 94014		NON PROFIT	ORGANIC GARDENING, GUATEMALA	2,000
MARINE SCIENCES INSITUTE 500 DISCOVERY PARKWAY REDWOOD CITY,CA 94063		NON PROFIT	DISCOVER OUR BAY SCIENCE PROGRAM	5,000
LA RAZA CENTRO LEGAL 474 VALENCIA STREET 295 SAN FRANCISCO,CA 94103		NON PROFIT	IMMIGRANT LEGAL SERVICES AND OUTREACH PROGRAM	5,000
LEGAL AID SOCIETY OF SAN MATEO COUNTY 330 TWIN DOLPHIN DR 123 REDWOOD CITY,CA 94065		NON PROFIT	KIDS IN CRISIS PROGRAM	5,000
Total  3a				503,840

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>				
MULTICULTURAL INSTITUTE 1920 SEVENTH ST BERKELEY,CA 94710		NON PROFIT	SERVICES TO IMMIGRANT DAY LABORERS, SAN MATEO COUNTY	5,000
MY NEW RED SHOES 333 TWIN DOLPHIN DRIVE 132 REDWOOD CITY,CA 94065		NON PROFIT	SCHOOL CLOTHING FOR NEEDY CHILDREN, SAN MATEO COUNTY	3,000
NORTHERN CALIFORNIA GRANTMAKERS 625 MARKET ST 15TH FLOOR SAN FRANCISCO,CA 94108		NON PROFIT	GENERAL PROGRAM SUPPORT	580
NEW CREATION HOME MINISTRIES 422 HIBISCUS COURT EAST PALO ALTO,CA 94303		NON PROFIT	RESIDENTIAL AND SKILLS PROGRAM FOR TEEN MOTHERS	7,500
JUNIOR STATESMEN FOUNDATION 800 SOUTH CLAREMONT 202 SAN MATEO,CA 94402		NON PROFIT	STUDENT PROGRAM SCHOLARSHIPS	5,000
KAINOS 3631 JEFFERSON AVE REDWOOD CITY,CA 94062		NON PROFIT	SUPPORTED EMPLOYMENT PROGRAM	4,000
OMBUDSMAN SERVICES OF SAN MATEO COUNTY 711 NEVADA STREET REDWOOD CITY,CA 94061		NON PROFIT	GENERAL PROGRAM SUPPORT	7,500
PENINSULA CLERGY NETWORK PO BOX 3098 SAN MATEO,CA 94401		NON PROFIT	SUPPORT FOR PROGRAM EXPANSION	5,000
PENINSULA CONFLICT RESOLUTION CENTER 1660 SO AMPHLETT BLVD 219 SAN MATEO,CA 94402		NON PROFIT	GENERAL PROGRAM SUPPORT	3,000
PLANNED PARENTHOOD MAR MONTE 1695 THE ALAMEDA SAN JOSE,CA 95126		NON PROFIT	EDUCATION/HEALTH SERVICES FOR HOMELESS YOUTH/ADULTS IN SAN MATEO CO	5,000
PLANT WITH PURPOSE 4930 MORENA BLVD SUITE 1215 SAN DIEGO,CA 92117		NON PROFIT	FAMILY GARDENS, OAXACA, MEXICO	3,000
PENINSULA FAMILY SERVICE 2 SECOND AVENUE SAN MATEO,CA 94401		NON PROFIT	BAYSHORE CHILD CARE CENTERS	5,000
PRO MUJER 253 WEST 35TH ST 11 FLOOR SOUTH NEW YORK,NY 10001		NON PROFIT	WOMEN'S HEALTH SERVICES/LOANS, NICARAGUA	4,000
PUENTE DE LA COSTA SUR PO BOX 554 PESCADERO,CA 94060		NON PROFIT	GENERAL OPERATING SUPPORT	10,000
PROJECT WE HOPE 1836 BAY ROAD B EAST PALO ALTO,CA 94303		NON PROFIT	HOMELESS HOUSING	3,000
Total  3a				503,840

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>				
RAINBOW NETWORK 3834 SOUTH AVENUE SPRINGFIELD, MO 65807		NON PROFIT	MICRO-LOAN ASSISTANCE IN RURAL NICARAGUA	3,000
RENAISSANCE ENTREPRENEURSHIP CENTER 275 FIFTH STREET SAN FRANCISCO, CA 94103		NON PROFIT	GENERAL PROGRAM SUPPORT, SAN MATEO CO	3,000
REBUILDING TOGETHER - PENINSULA PO BOX 4031 MENLO PARK, CA 94026		NON PROFIT	INTERCOMMUNAL SURVIVAL PRESCHOOL PROJECT SAN MATEO	5,000
RESOURCE AREA FOR TEACHING 1355 RIDDER PARK DRIVE SAN JOSE, CA 94151		NON PROFIT	SUMMER INSTITUTES, SAN MATEO CO TEACHERS	7,500
SAMARITAN HOUSE 4031 PACIFIC BLVD SAN MATEO, CA 94403		NON PROFIT	CLIENT SERVICES AND FOOD PROGRAM	16,000
SAN MATEO COUNTY COMMUNITY COLLEGES FOUNDATION 3401 CSM DRIVE SAN MATEO, CA 94403		NON PROFIT	SCHOLARSHIPS, THREE CAMPUSES	18,000
SAN MATEO YOUTH FOUNDATION 409 SEVILLE WAY SAN MATEO, CA 94402		NON PROFIT	MENTORING/SCHOLARSHIP PROGRAM	7,500
SECOND HARVEST FOOD BANK 750 CUTNER AVENUE SAN JOSE, CA 95125		NON PROFIT	SAN MATEO CO PROGRAMS	5,000
SERVICE LEAGUE OF SAN MATEO 727 MIDDLEFIELD DRIVE REDWOOD CITY, CA 94063		NON PROFIT	EQUIPMENT FOR NEW TRANSITIONAL HOUSING	5,000
SONRISAS COMMUNITY DENTAL CENTER 210 SAN MATEO RD SUITE 104 HALF MOON BAY, CA 94019		NON PROFIT	ACCESS TO CARE PROGRAM	5,000
SOUTH COAST CHILDREN'S SERVICES INC PO BOX 525 PESCADERO, CA 94060		NON PROFIT	GENERAL PROGRAM SUPPORT	5,000
SPARK PROGRAM 251 RHODE ISLAND ST SUITE 205 SAN FRANCISCO, CA 94103		NON PROFIT	SAN MATEO CO PROGRAMS	7,500
ST FRANCIS OF ASSISI YOUTH CLUB 1425 BAY ROAD EAST PALO ALTO, CA 94303		NON PROFIT	AFTER SCHOOL PROGRAM	7,500
SOUTH SAN FRANCISCO PUBLIC LIBRARY 520 TAMARACK LANE SOUTH SAN FRANCISCO, CA 94080		NON PROFIT	COMMUNITY LEARNING CENTER	5,000
ST FRANCIS CENTER OF REDWOOD CITY 151 BUCKINGHAM AVE REDWOOD CITY, CA 94063		NON PROFIT	INCH EMERGENCY FUND	5,000
Total  3a				503,840

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 Paid during the year				
THE FOUNDATION CENTER SAN FRANCISCO FIELD OFFICE 312 SUTTER ST SUITE 606 SAN FRANCISCO,CA 94108		NON PROFIT	GENERAL OPERATING SUPPORT	1,500
ADELANTE FOUNDATION PO BOX 4473 ENGLEWOOD,CO 80155		NON PROFIT	HEALTH EDUCATION FOR HONDURAN WOMEN	4,000
TREES WATER & PEOPLE 633 REMINGTON ST FT COLLINS,CO 80524		NON PROFIT	STRENGTHING RURAL LIVLIHOODS IN GUATEMALA	4,000
AGROS INTERNATIONAL 2225 4TH AVE 2ND FLOOR SEATTLE,WA 98121		NON PROFIT	IRRIGATION/AGRICULTURE PROGRAMS, HONDURAS	3,000
ASSISTANCE LEAGUE OF SAN MATEO COUNTY 528 NO SAN MATEO DRIVE SAN MATEO,CA 94401		NON PROFIT	OPERATION SCHOOL BELL	4,000
BREAST CANCER CONNECTIONS 390 CAMBRIDGE AVE PALO ALTO,CA 94306		NON PROFIT	SERVICES FOR LOW INCOME, UNDERSERVED WOMEN	3,000
BREAST CANCER EMERGENCY FUND 12 GRACE STREET 300 SAN FRANCISCO,CA 94103		NON PROFIT	SERVICES FOR SAN MATEO COUNTY CANCER PATIENTS	5,000
COASTSIDE HOPE 99 AVENUE ALHAMBRA EL GRANADA,CA 94018		NON PROFIT	SAFETY NET PROGRAM FOR CRITITCAL FAMILY NEEDS	7,500
COMMUNITY GATEPATH 250 TWIN DOLPHIN DRIVE 123 REDWOOD CITY,CA 94065		NON PROFIT	EMPLOYMENT SERVICES	4,000
COMMUNITY LEGAL SERVICES OF EAST PALO ALTO 1861 BAY ROAD EAST PALO ALTO,CA 94303		NON PROFIT	GENERAL PROGRAM SUPPORT	5,000
CONCERN AMERICA PO BOX 1790 SANTA ANA,CA 94702		NON PROFIT	COMMUNITY HEALTH PROGRAM, GUATEMALA	3,000
CONGREGATIONAL CHURCH OF SAN MATEO 225 TILTON AVENUE SAN MATEO,CA 94401		NON PROFIT	GRANT MEMORIAL PLAQUES	1,600
STRATEGIES FOR INTERNATIONAL DEVELOPEMENT 330 PENNSYLVANIA AVE SE 304 WASHINGTON,DC 20003		NON PROFIT	WOMEN FARMERS PROJECT, GUATEMALA	4,000
SUSTAINABLE HARVEST INTERNATIONAL PO BOX 1447 ELLSWORTH,ME 04605		NON PROFIT	AGRICULTURAL PROJECT, HONDURAS	4,000
TAPESTRY CHURCH 1305 MIDDLEFIELD ROAD REDWOOD CITY,CA 94063		NON PROFIT	KITCHEN SAFETY UPGRADE AND EQUIPMENT	6,000
Total  3a				503,840

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>				
TEEN SUCCESS INC 550A VALLEY WAY MILPITAS,CA 95035		NON PROFIT	TEEN MOTHERS SUPPORT GROUP, SAN MATEO CO	5,000
TEEN TALK SEXUALITY EDUCATION 720 JAMES AVENUE REDWOOD CITY,CA 94062		NON PROFIT	SCHOOL SERVICES PROGRAM	5,000
TREES FOR THE FUTURE PO BOX 7027 SILVER SPRING,MD 20907		NON PROFIT	FOREST GARDENS FOR LIVESTOCK PRODUCTION, HONDURAS	10,000
WANDA 131 LYTTON AVENUE PALO ALTO,CA 94306		NON PROFIT	FINANCIAL STABILITY PROGRAM FOR SINGLE MOTHERS	5,000
WILDLIFE ASSOCIATES PO BOX 3098 HALF MOON BAY,CA 94019		NON PROFIT	GENERAL SUPPORT	5,000
XELA-AID PARTNERSHIP FOR SELF-RELIANCE 111 WEST OCEAN BLVD 409 LONG BEACH,CA 90802		NON PROFIT	WOMENS' MICROENTERPRISE PROGRAM IN GUATEMALA	5,000
Total  3a				503,840

TY 2013 Accounting Fees Schedule

Name: ATKINSON FOUNDATION

EIN: 94-6075613

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
ACCOUNTING FEES	20,310	10,155		10,080

Note: To capture the full content of this document, please select landscape mode (11" x 8.5") when printing.

TY 2013 Depreciation Schedule

Name: ATKINSON FOUNDATION

EIN: 94-6075613

Description of Property	Date Acquired	Cost or Other Basis	Prior Years' Depreciation	Computation Method	Rate / Life (# of years)	Current Year's Depreciation Expense	Net Investment Income	Adjusted Net Income	Cost of Goods Sold Not Included
COMPUTER EQUIPMENT	1995-06-15	5,164	5,164	SL	5 0000000000000	0	0		
COMPUTER EQUIPMENT	2003-01-02	1,330	1,330	SL	5 0000000000000	0	0		
SOFTWARE	1995-06-15	3,800	3,800	SL	3 0000000000000	0	0		
COPIER	1998-07-15	920	920	SL	5 0000000000000	0	0		
COMPUTER EQUIPMENT	2011-12-14	2,134	463	SL	5 0000000000000	427	0		

**TY 2013 Investments Corporate
Stock Schedule**

Name: ATKINSON FOUNDATION

EIN: 94-6075613

Name of Stock	End of Year Book Value	End of Year Fair Market Value
STOCKS	9,566,909	14,839,169

**TY 2013 Investments Government
Obligations Schedule****Name:** ATKINSON FOUNDATION**EIN:** 94-6075613**US Government Securities - End of
Year Book Value:** 28,957**US Government Securities - End of
Year Fair Market Value:** 29,780**State & Local Government
Securities - End of Year Book
Value:** 0**State & Local Government
Securities - End of Year Fair
Market Value:** 0

TY 2013 Investments - Other Schedule

Name: ATKINSON FOUNDATION

EIN: 94-6075613

Category / Item	Listed at Cost or FMV	Book Value	End of Year Fair Market Value
MUTUAL FUNDS	FMV	3,407,031	3,607,732
FIXED INCOME	FMV	953,395	954,492

TY 2013 Land, Etc. Schedule**Name:** ATKINSON FOUNDATION**EIN:** 94-6075613

Category / Item	Cost / Other Basis	Accumulated Depreciation	Book Value	End of Year Fair Market Value
COMPUTER EQUIPMENT	5,164	5,164	0	
COMPUTER EQUIPMENT	1,330	1,330	0	
SOFTWARE	3,800	3,800	0	
COPIER	920	920	0	
COMPUTER EQUIPMENT	2,134	890	1,244	

TY 2013 Other Assets Schedule

Name: ATKINSON FOUNDATION

EIN: 94-6075613

Description	Beginning of Year - Book Value	End of Year - Book Value	End of Year - Fair Market Value
SECURITY DEPOSIT	844	844	844

TY 2013 Other Expenses Schedule

Name: ATKINSON FOUNDATION

EIN: 94-6075613

Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
PAYROLL PROCESSING FEES	2,028	406		1,560
MEMBERSHIPS	1,725	0		1,725
OFFICE SUPPLIES	2,520	756		1,764
ANNUAL REPORT & WEBSITE	1,719	0		1,719
PHONE	2,460	492		2,013
INSURANCE	2,829	566		2,815
POSTAGE	784	0		784
MEETINGS	1,906	572		1,338
STATE FILING FEES	180	0		180
COMPUTER/INTERNET	1,712	343		1,370
PUBLICATIONS	100	0		100

TY 2013 Other Income Schedule

Name: ATKINSON FOUNDATION

EIN: 94-6075613

Description	Revenue And Expenses Per Books	Net Investment Income	Adjusted Net Income
MISCELLANEOUS	2,421	2,421	2,421

TY 2013 Other Liabilities Schedule**Name:** ATKINSON FOUNDATION**EIN:** 94-6075613

Description	Beginning of Year - Book Value	End of Year - Book Value
DEFERRED EXCISE TAX	29,874	54,749
EXCISE TAX PAYABLE	10,159	4,532

TY 2013 Other Professional Fees Schedule

Name: ATKINSON FOUNDATION

EIN: 94-6075613

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
FINANCIAL MGMT FEES	87,079	87,079		0

TY 2013 Taxes Schedule**Name:** ATKINSON FOUNDATION**EIN:** 94-6075613

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
PAYROLL TAXES	7,468	1,494		5,974
FEDERAL EXCISE TAX	23,132	0		0
DEFERRED EXCISE TAX	24,875	0		0
OTHER TAXES	204	0		0