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2013Department 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.
▶ Information about Form 990-PF and its separate instructions is at www.irs.gov/form990pf.

For calendar year 2013, or tax year beginning , 2013, and ending

van Loben Sels/RembeRock Foundation
131 Steuart Street #301
San Francisco, CA 94105**A** Employer identification number
94-6109309**B** Telephone number (see the instructions)
415-512-0500**G** Check all that apply: ☐ Initial return ☐ Initial return of a former public charity
☐ Final return ☐ Amended return
☐ Address change ☐ Name change**H** Check type of organization: ☒ Section 501(c)(3) exempt private foundation
☐ Section 4947(a)(1) nonexempt charitable trust ☐ Other taxable private foundation**I** Fair market value of all assets at end of year (from Part II, column (c), line 16)
\$ 29,055,465.**J** Accounting method ☒ Cash ☐ Accrual
☐ Other (specify) _____
(Part I, column (d) must be on cash basis)**C** If exemption application is pending, check here ☐**D 1** Foreign organizations, check here ☐**2** Foreign organizations meeting the 85% test, check here and attach computation ☐**E** If private foundation status was terminated under section 507(b)(1)(A), check here ☐**F** If the foundation is in a 60-month termination under section 507(b)(1)(B), check here ☐**Part I Analysis of Revenue and Expenses** (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see instructions).)**(a)** Revenue and expenses per books**(b)** Net investment income**(c)** Adjusted net income**(d)** Disbursements for charitable purposes (cash basis only)

REVENUE	1	Contributions, gifts, grants, etc., received (att sch)				
	2	Ch ☒ if the foundn is not req to att Sch B				
	3	Interest on savings and temporary cash investments	160.	160.	N/A	
	4	Dividends and interest from securities	855,011.	855,011.		
	5a	Gross rents				
	b	Net rental income or (loss)				
	6a	Net gain/(loss) from sale of assets not on line 10	850,783.			
	b	Gross sales price for all assets on line 6a	14,173,404.			
	7	Capital gain net income (from Part IV, line 2)		850,783.		
	8	Net short-term capital gain				
	9	Income modifications				
	10a	Gross sales less returns and allowances				
b	Less: Cost of goods sold					
c	Gross profit/(loss) (att sch)					
11	Other income (attach schedule)					
12	Total. Add lines 1 through 11	* 1,706,170.	1,706,170.			
ADMINISTRATIVE AND OPERATING EXPENSES	13	Compensation of officers, directors, trustees, etc	114,719.			114,719.
	14	Other employee salaries and wages	80,000.			80,000.
	15	Pension plans, employee benefits	21,886.			21,886.
	16a	Legal fees (attach schedule)				
	b	Accounting fees (attach sch) See St 2	15,600.	7,800.		7,800.
	c	Other prof fees (attach sch) See St 3	104,490.	104,490.		
	17	Interest				
	18	Taxes (attach schedule)(see instrs) See Stm 4	6,250.			
	19	Depreciation (attach sch) and depletion				
	20	Occupancy	56,908.			56,908.
	21	Travel, conferences, and meetings	2,277.			2,276.
	22	Printing and publications				
23	Other expenses (attach schedule)					
24	Total operating and administrative expenses. Add lines 13 through 23	436,691.	119,235.		311,205.	
25	Contributions, gifts, grants paid Part XV	1,995,000.			1,995,000.	
26	Total expenses and disbursements. Add lines 24 and 25	* 2,431,691.	119,235.		2,306,205.	
27	Subtract line 26 from line 12:					
a	Excess of revenue over expenses and disbursements	-725,521.				
b	Net investment income (if negative, enter -0-)		1,586,935.			
c	Adjusted net income (if negative, enter -0-)					

BAA For Paperwork Reduction Act Notice, see instructions.

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*See Statement 16

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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	61,362.	52,197.	52,197.
	2 Savings and temporary cash investments	153,468.	103,115.	103,115.
	3 Accounts receivable			
	Less: allowance for doubtful accounts			
	4 Pledges receivable			
	Less: allowance for doubtful accounts			
	5 Grants receivable			
	6 Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see instructions)			
	7 Other notes and loans receivable (attach sch)			
	Less: allowance for doubtful accounts			
	8 Inventories for sale or use			
	9 Prepaid expenses and deferred charges			
	10a Investments — U.S. and state government obligations (attach schedule) Statement 6	499,855.	1,599,720.	1,599,938.
	b Investments — corporate stock (attach schedule) Statement 7	2.	2.	2.
	c Investments — corporate bonds (attach schedule) Statement 8	1.	1.	47,500.
	11 Investments — land, buildings, and equipment: basis			
Less: accumulated depreciation (attach schedule)				
12 Investments — mortgage loans				
13 Investments — other (attach schedule) Statement 9	24,418,230.	22,652,362.	27,252,713.	
14 Land, buildings, and equipment: basis	34,013.			
Less: accumulated depreciation (attach schedule) See Stmt 10	34,013.			
15 Other assets (describe)				
16 Total assets (to be completed by all filers — see the instructions. Also, see page 1, item I)	25,132,918.	24,407,397.	29,055,465.	
LIABILITIES	17 Accounts payable and accrued expenses			
	18 Grants payable			
	19 Deferred revenue			
	20 Loans from officers, directors, trustees, & other disqualified persons			
	21 Mortgages and other notes payable (attach schedule)			
	22 Other liabilities (describe)			
	23 Total liabilities (add lines 17 through 22)	0.	0.	
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	25,132,918.	24,407,397.	
	25 Temporarily restricted			
	26 Permanently restricted			
	Foundations that do not follow SFAS 117, check here and complete lines 27 through 31. ☐			
	27 Capital stock, trust principal, or current funds			
	28 Paid-in or capital surplus, or land, building, and equipment fund			
	29 Retained earnings, accumulated income, endowment, or other funds			
	30 Total net assets or fund balances (see instructions)	25,132,918.	24,407,397.	
	31 Total liabilities and net assets/fund balances (see instructions)	25,132,918.	24,407,397.	

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	25,132,918.
2 Enter amount from Part I, line 27a	2	-725,521.
3 Other increases not included in line 2 (itemize)	3	
4 Add lines 1, 2, and 3	4	24,407,397.
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	24,407,397.

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 shares MLC Company)		(b) How acquired P — Purchase D — Donation	(c) Date acquired (month, day, year)	(d) Date sold (month, day, year)
1a Sale of Publicly Traded Securities		P	Various	Various
b				
c				
d				
e				

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
a 14,173,404.		13,322,621.	850,783.
b			
c			
d			
e			

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(i) Gains (Column (h) gain minus column (k), but not less than -0-) or Losses (from column (h))
(i) Fair Market Value as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of column (i) over column (j), if any	
a			850,783.
b			
c			
d			
e			

2 Capital gain net income or (net capital loss).	— [If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7]	2	850,783.
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6).	— [If gain, also enter in Part I, line 8, column (c) (see instructions). If (loss), enter -0- in Part I, line 8]	3	0.

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

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

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

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

☐ Yes☒ No

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

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

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (column (b) divided by column (c))
2012	2,329,452.	24,302,973.	0.095850
2011	2,123,680.	26,946,101.	0.078812
2010	2,456,338.	26,565,264.	0.092464
2009	2,763,186.	26,251,852.	0.105257
2008	3,922,957.	33,938,580.	0.115590

2 Total of line 1, column (d)	2	0.487973
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	0.097595
4 Enter the net value of noncharitable-use assets for 2013 from Part X, line 5	4	26,773,344.
5 Multiply line 4 by line 3	5	2,612,945.
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	15,869.
7 Add lines 5 and 6	7	2,628,814.
8 Enter qualifying distributions from Part XII, line 4	8	2,306,205.

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 VII Excise Tax Based on Investment Income (Section 4940(a), 4940(b), 4940(e), or 4948 — see instructions)

1 a Exempt operating foundations described in section 4940(d)(2), check here ☐ and enter 'N/A' on line 1. Date of ruling or determination letter: _____ (attach copy of letter if necessary — see instrs)			
b Domestic foundations that meet the section 4940(e) requirements in Part V, check here ☐ and enter 1% of Part I, line 27b		1	31,739.
c All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, column (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	31,739.
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	31,739.
6 Credits/Payments:			
a 2013 estimated tax pmts and 2012 overpayment credited to 2013	6 a	23,168.	
b Exempt foreign organizations — tax withheld at source	6 b		
c Tax paid with application for extension of time to file (Form 8868)	6 c	12,000.	
d Backup withholding erroneously withheld	6 d		
7 Total credits and payments. Add lines 6a through 6d	7	35,168.	
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	0.	
10 Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10	3,429.	
11 Enter the amount of line 10 to be: Credited to 2014 estimated tax ☐ 3,429. Refunded ☐ 0.	11	0.	

Part VIII Statements Regarding Activities

	Yes	No
1 a During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?		X
b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see 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>		X
c Did the foundation file Form 1120-POL for this year?		X
d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year: (1) On the foundation ☐ \$ 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? <i>If 'Yes,' attach a detailed description of the activities.</i>		X
3 Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? <i>If 'Yes,' attach a conformed copy of the changes</i>		X
4 a Did the foundation have unrelated business gross income of \$1,000 or more during the year?		X
b If 'Yes,' has it filed a tax return on Form 990-T for this year?	N/A	
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>		X
6 Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either: • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	X	
7 Did the foundation have at least \$5,000 in assets at any time during the year? <i>If 'Yes,' complete Part II, column (c), and Part XIV</i>	X	
8 a 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? <i>If 'No,' attach explanation</i>	X	
9 Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2013 or the taxable year beginning in 2013 (see instructions for Part XIV)? <i>If 'Yes,' complete Part XIV</i>		X
10 Did any persons become substantial contributors during the tax year? <i>If 'Yes,' attach a schedule listing their names and addresses</i>		X

Part VII-A Statements Regarding Activities (continued)

11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If 'Yes', attach schedule (see instructions)	11		X
12	Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If 'Yes,' attach statement (see instructions)	12		X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address <u>www.vlsrr.org</u>	13	X	
14	The books are in care of <u>Rebecca Rosenbloom</u> Telephone no <u>415-512-0500</u> Located at <u>131 Steuart St, Ste 301 San Francisco CA</u> ZIP + 4 <u>94105</u>			
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 <u>N/A</u>	15		N/A
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?	16		X
See the instructions for exceptions and filing requirements for Form TD F 90-22.1 If 'Yes,' enter the name of the foreign country				

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

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

	Yes	No
1 a 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? <i>Stmts 11 & 14</i>	☒ Yes ☐ No	
(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)?	☐ Yes ☒ No	
(6) Agree to pay money or property to a government official? (Exception. Check 'No' if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days)	☐ Yes ☒ No	
b If any answer is 'Yes' to 1a(1)-(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see instructions)? Organizations relying on a current notice regarding disaster assistance check here ☐	1 b	X
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?	1 c	X
2 Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5))		
a At the end of tax year 2013, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2013? If 'Yes,' list the years <u>20</u> , <u>20</u> , <u>20</u> , <u>20</u>	☐ Yes ☒ No	
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)	2 b	N/A
c If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here. <u>20</u> , <u>20</u> , <u>20</u> , <u>20</u>		
3 a 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? (Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2013)	3 b	N/A
4 a Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4 a	X
b Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2013?	4 b	X

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Part VII 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)?

Organizations relying on a current notice regarding disaster assistance check here

☐

c If the answer is 'Yes' to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant?

N/A ☐ Yes ☐ No

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

6a Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract?

☐ Yes ☒ No

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

If 'Yes' to 6b, file Form 8870

6b X

7a At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction?

☐ Yes ☒ No

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

N/A

7b

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

1 List all officers, directors, trustees, foundation managers and their compensation (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 Statement 11		114,719.	0.	0.

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

(a) Name and address of each employee paid more than \$50,000	(b) Title, and average hours per week devoted to position	(c) Compensation	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
Gail Schuster 131 Stewart St #301 San Francisco, CA 94105	Program Admin 40	80,000.	15,549.	0.

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
Hall Capital Partners LLC One Maritime Plaza, Fifth Floor San Francisco, CA 94111	Investment Mgmt	89,661.
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 N/A	
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 N/A	
2	
All other program-related investments. See instructions	
3	
Total. Add lines 1 through 3	0.

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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	1 a	21,792,563.
b	Average of monthly cash balances	1 b	337,928.
c	Fair market value of all other assets (see instructions)	1 c	6,001,506.
d	Total (add lines 1a, b, and c)	1 d	28,131,997.
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	1 e	0.
2	Acquisition indebtedness applicable to line 1 assets	2	0.
3	Subtract line 2 from line 1d	3	28,131,997.
4	Cash deemed held for charitable activities. Enter 1-1/2% of line 3 (for greater amount, see instructions) See Statement 12	4	1,358,653.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	26,773,344.
6	Minimum investment return. Enter 5% of line 5	6	1,338,667.

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	1,338,667.
2a	Tax on investment income for 2013 from Part VI, line 5	2 a	31,739.
b	Income tax for 2013 (This does not include the tax from Part VI)	2 b	
c	Add lines 2a and 2b	2 c	31,739.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	1,306,928.
4	Recoveries of amounts treated as qualifying distributions	4	
5	Add lines 3 and 4	5	1,306,928.
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	1,306,928.

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	1 a	2,306,205.
b	Program-related investments — total from Part IX-B	1 b	
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)	3 a	
b	Cash distribution test (attach the required schedule)	3 b	
4	Qualifying distributions. Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	4	2,306,205.
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	2,306,205.

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				1,306,928.
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	2,239,084.			
b From 2009	1,458,590.			
c From 2010	1,150,159.			
d From 2011	1,036,005.			
e From 2012	1,140,867.			
f Total of lines 3a through e	7,024,705.			
4 Qualifying distributions for 2013 from Part XII, line 4: ▶ \$ 2,306,205.				
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				1,306,928.
e Remaining amount distributed out of corpus	999,277.			
5 Excess distributions carryover applied to 2013 (If an amount appears in column (d), the same amount must be shown in column (a))	0.			0.
6 Enter the net total of each column as indicated below:				
a Corpus Add lines 3f, 4c, and 4e. Subtract line 5	8,023,982.			
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)	2,239,084.			
9 Excess distributions carryover to 2014. Subtract lines 7 and 8 from line 6a	5,784,898.			
10 Analysis of line 9:				
a Excess from 2009	1,458,590.			
b Excess from 2010	1,150,159.			
c Excess from 2011	1,036,005.			
d Excess from 2012	1,140,867.			
e Excess from 2013	999,277.			

N/A

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

(4) Gross investment income

[illegible]

1 Information Regarding Foundation Managers:

None

None

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.

See Statement 13

See Statement for Line 2a

See Statement for Line 2a

See Statement for Line 2a

Part XV Supplementary Information (continued)**3 Grants and Contributions Paid During the Year or Approved for Future Payment**

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a Paid during the year See Statement 8	N/A	PC	Various	1,995,000.
Total			3 a	1,995,000.
b Approved for future payment				
Total			3 b	

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated.

Enter gross amounts unless otherwise indicated.		Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income (See instructions.)
		(a) Business code	(b) Amount	(c) Exclu- sion code	(d) Amount	
1	Program service revenue:					
a						
b						
c						
d						
e						
f						
g	Fees and contracts from government agencies					
2	Membership dues and assessments					
3	Interest on savings and temporary cash investments			14	160.	
4	Dividends and interest from securities			14	855,011.	
5	Net rental income or (loss) from real estate:					
a	Debt-financed property					
b	Not debt-financed property					
6	Net rental income or (loss) from personal property					
7	Other investment income					
8	Gain or (loss) from sales of assets other than inventory			18	850,783.	
9	Net income or (loss) from special events					
10	Gross profit or (loss) from sales of inventory					
11	Other revenue:					
a	Other Investment Income			18	216.	
b						
c						
d						
e						
12	Subtotal. Add columns (b), (d), and (e)				1,706,170.	
13	Total. Add line 12, columns (b), (d), and (e)					1,706,170.

(See worksheet in line 13 instructions to verify calculations)

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

[illegible]

Statement 1
Form 990-PF, Part I, Line 11
Other Income

	(a) Revenue per Books	(b) Net Investment Income	(c) Adjusted Net Income
Other Investment Income	\$ 216.	\$ 216.	
Total	<u>\$ 216.</u>	<u>\$ 216.</u>	<u>\$ 0.</u>

Statement 2
Form 990-PF, Part I, Line 16b
Accounting Fees

	(a) Expenses per Books	(b) Net Investment Income	(c) Adjusted Net Income	(d) Charitable Purposes
Audit and Tax Preparation	\$ 15,600.	\$ 7,800.		\$ 7,800.
Total	<u>\$ 15,600.</u>	<u>\$ 7,800.</u>		<u>\$ 7,800.</u>

Statement 3
Form 990-PF, Part I, Line 16c
Other Professional Fees

	(a) Expenses per Books	(b) Net Investment Income	(c) Adjusted Net Income	(d) Charitable Purposes
Custodial Fees	\$ 14,828.	\$ 14,828.		
Investment Advisory Fees	89,662.	89,662.		
Total	<u>\$ 104,490.</u>	<u>\$ 104,490.</u>		<u>\$ 0.</u>

Statement 4
Form 990-PF, Part I, Line 18
Taxes

	(a) Expenses per Books	(b) Net Investment Income	(c) Adjusted Net Income	(d) Charitable Purposes
Excise Tax	\$ 6,250.			
Total	<u>\$ 6,250.</u>	<u>\$ 0.</u>		<u>\$ 0.</u>

Statement 5
Form 990-PF, Part I, Line 23
Other Expenses

	(a) Expenses per Books	(b) Net Investment Income	(c) Adjusted Net Income	(d) Charitable Purposes
Bookkeeping	\$ 13,800.	\$ 6,900.		\$ 6,900.
Filing Fees	160.			160.
Insurance	500.			500.
Memberships	5,641.			5,641.
Office Supplies	4,164.			4,164.
Payroll Processing	2,731.			2,731.
Repair and Maintenance	2,166.			2,166.
Subscriptions	1,000.			1,000.
Telephone	3,501.			3,501.
Workers Compensation Insurance	898.	45.		853.
Total	\$ 34,561.	\$ 6,945.		\$ 27,616.

Statement 6
Form 990-PF, Part II, Line 10a
Investments - U.S. and State Government Obligations

<u>U.S. Government Obligations</u>	<u>Valuation Method</u>	<u>Book Value</u>	<u>Fair Market Value</u>
Fed Home Ln Bk 0% Due 2/14/14 200,000 Sh	Cost	\$ 199,968.	\$ 199,992.
Fed Home Ln Bk 0% Due 2/14/14 200,000 Sh	Cost	199,970.	199,992.
Fed Home Ln Bk 0% Due 1/08/14 200,000 Sh	Cost	199,936.	200,000.
Fed Home Ln Bk 0% Due 1/17/14 200,000 Sh	Cost	199,977.	199,998.
Fed Home Ln Bk 0% Due 1/24/14 100,000 Sh	Cost	99,988.	99,999.
Fed Home Ln Bk 0% Due 2/07/14 100,000 Sh	Cost	99,992.	99,997.
Fed Home Ln Bk 0% Due 2/14/14 100,000 Sh	Cost	99,989.	99,996.
Fed Home Ln Bk 0% Due 2/19/14 100,000 Sh	Cost	99,986.	99,996.
Fed Home Ln Bk 0% Due 3/12/14 200,000 Sh	Cost	199,958.	199,984.
Fed Home Ln Bk 0% Due 3/14/14 200,000 Sh	Cost	199,956.	199,984.
		\$ 1,599,720.	\$ 1,599,938.
Total		\$ 1,599,720.	\$ 1,599,938.

Statement 7
Form 990-PF, Part II, Line 10b
Investments - Corporate Stocks

<u>Corporate Stocks</u>	<u>Valuation Method</u>	<u>Book Value</u>	<u>Fair Market Value</u>
Iasiaworks Inc, 38,870 Sh	Cost	\$ 1.	\$ 1.
Airnet Communications Corp, 35 Sh	Cost	1.	1.
Total		\$ 2.	\$ 2.

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Statement 8
Form 990-PF, Part II, Line 10c
Investments - Corporate Bonds

<u>Corporate Bonds</u>	<u>Valuation Method</u>	<u>Book Value</u>	<u>Fair Market Value</u>
Westfed Hldgs 5.5% 9/15/99, 190,000 Sh	Cost	\$ 1.	\$ 47,500.
	Total	<u>\$ 1.</u>	<u>\$ 47,500.</u>

Statement 9
Form 990-PF, Part II, Line 13
Investments - Other

<u>Other Investments</u>	<u>Valuation Method</u>	<u>Book Value</u>	<u>Fair Market Value</u>
HCP Absolute Return Offshore LP	Cost	\$ 5,196,517.	\$ 6,395,466.
Total Other Investments		<u>\$ 5,196,517.</u>	<u>\$ 6,395,466.</u>
<u>Other Publicly Traded Securities</u>			
Pimco Total Return Fds, 333,687.887 Sh	Cost	3,688,756.	3,567,124.
Dodge & Cox Glob Stk Fd, 385,730.357 Sh	Cost	3,257,139.	4,428,185.
Longleaf Partners Fund, 77309.271 Sh	Cost	2,015,350.	2,609,188.
Oakmark Intl Fd Class I, 107,454.799 Sh	Cost	1,909,102.	2,828,210.
Osterweis Prof Mngd Fd 74,241.264 Sh	Cost	1,933,050.	2,571,717.
Dodge & Cox Income Fd 265,645.576 Sh	Cost	3,521,875.	3,594,185.
Oakmark Equity Income, 38,549.4 Sh	Cost	1,130,573.	1,258,638.
Total Other Publicly Traded Securities		<u>\$ 17,455,845.</u>	<u>\$ 20,857,247.</u>
	Total	<u>\$ 22,652,362.</u>	<u>\$ 27,252,713.</u>

Statement 10
Form 990-PF, Part II, Line 14
Land, Buildings, and Equipment

<u>Category</u>	<u>Basis</u>	<u>Accum. Deprec.</u>	<u>Book Value</u>	<u>Fair Market Value</u>
Furniture and Fixtures	\$ 22,649.	\$ 22,649.	\$ 0.	\$ 0.
Machinery and Equipment	8,246.	8,246.	0.	0.
Improvements	3,118.	3,118.	0.	0.
Total	<u>\$ 34,013.</u>	<u>\$ 34,013.</u>	<u>\$ 0.</u>	<u>\$ 0.</u>

van Loben Sels/RembeRock Foundation

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Statement 11
Form 990-PF, Part VIII, Line 1
List of Officers, Directors, Trustees, and Key Employees

Name and Address	Title and Average Hours Per Week Devoted	Compen- sation	Contri- bution to EBP & DC	Expense Account/ Other
Toni Rembe 131 Steuart St. #301 San Francisco, CA 94105	Pres/Trustee 2.00	\$ 0.	\$ 0.	\$ 0.
Katherine Armstrong 131 Steuart Street, #301 San Francisco, CA 94105	*Consultant/ED 24.00	114,719.	0.	0.
Richard Odgers 131 Steuart St. #301 San Francisco, CA 94105	Sect'y/Trustee 1.00	0.	0.	0.
Julie Divola 131 Steuart St. #301 San Francisco, CA 94105	Trustee 1.00	0.	0.	0.
Dan Corsello 131 Steuart St. #301 San Francisco, CA 94105	Treas/Trustee 1.00	0.	0.	0.
Tom Layton 131 Steuart St. #301 San Francisco, CA 94105	Trustee 1.00	0.	0.	0.
* See Statement 14	Total	\$ 114,719.	\$ 0.	\$ 0.

Statement 12
Form 990-PF, Part X, Line 4
Explanation of Cash Deemed Held for Charitable Activities

In accordance with Reg. § 53.4942(a)-2(c)(3)(iv), the above-referenced Foundation is excluding from its minimum investment return (MIR) calculation a total of \$1,358,653 in cash that it deems held for charitable activities. The amount reported on line 4 is the average of cash and highly liquid government securities that the Foundation maintains to meet its charitable commitments. This amount is in excess of 1.5% of the fair market value of the Foundation's non-charitable assets. The following information is submitted in support of the exclusion from MIR of this amount:

1. Fair market value of the Foundation's non-charitable assets (see Part X, line 1d): \$28,131,997

2. 1.5 % of line 1d: \$421,780

3. Facts and circumstances justifying the exclusion of an amount in excess of the amount on line 2: The Foundation believes it prudent to keep cash on hand during the year to at least cover the grants and charitable expenditures that it will need to pay during the year. For 2013, the Foundation paid a total of \$2,306,205 in grants and charitable expenditures (with approximately \$2,000,000 of such amount actually paid for direct grants). The Foundation has consistently paid this amount or more in each of its prior years. Such amounts paid by the Foundation

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Statement 12 (continued)
Form 990-PF, Part X, Line 4
Explanation of Cash Deemed Held for Charitable Activities

have also been consistently in excess of its minimum distribution requirement in each of its prior years.

Statement 13
Form 990-PF, Part XV, Line 2a-d
Application Submission Information

Name of Grant Program:

Name: van Loben Sels/RembeRock Foundation
Care Of: Toni Rembe
Street Address: 131 Steuart St., #301
City, State, Zip Code: San Francisco, CA 94105
Telephone: 415-512-0500
E-Mail Address: www.vlsrr.org
Form and Content: Application format is posted on the Foundation's website.

Required attachments include:

- A current roster of the organization's Board of Directors;
- An organization chart or a description of how the organization is managed;
- Documentation of tax exempt status;
- All fiscal and budget information listed below:

1. The organization's projected revenue and expense budget for the fiscal year in which funding is requested;

2. If applicable, an estimated project revenue and expense budget for the fiscal year in which funding is requested;

3. A copy of the previous fiscal year's organizational expenditure report, listing all revenue sources;

4. All organization budgets and project budgets must specify government, corporate, and foundation funders by name. Please, no acronyms. Indicate whether funds are committed (c) or pending (p). It is helpful to report the list of funders on a separate page.

Submission Deadlines:
Restrictions on Awards:

None
The van Loben Sels/RembeRock Foundation provides grant funding to organizations serving Northern California.

The Foundation's mission is to promote social justice in Northern California by means of legal services and advocacy.

Our primary focus is to provide low-income residents with affordable legal services in areas such as immigration, civil rights, housing, and access to benefits.

Statement 13 (continued)
Form 990-PF, Part XV, Line 2a-d
Application Submission Information

We will also consider funding programs for incarcerated women, for youth in the juvenile justice system, as well as literacy programs in prison or county jail and social-justice programs in remote, rural communities.

The Foundation will not consider applications that:

- require medical, scientific, or other technical knowledge;
- request funding for an individual or family;
- request funding for scholarships or stipends;
- request funding for capital campaigns;
- seek support for programs outside Northern California.

Statement 14

Form 990-PF, Part VII-B

Statement Regarding Activities for Which Form 4720 May Be Required Line 1(a)(4)

During 2013, Consultant Katherine Armstong was compensated \$114,719. Payment for such services if reasonable and neccessary to carry out the exempt purposes of the Foundation, as they are in this case, are excluded from the self-dealing rules under Reg. 53.4941(d)-3(c).

GRANT DATE	CATEGORY	GRANTEE NAME, ADDRESS & PURPOSE	GRANTS PAID IN 2013
12/2/2013	Legal	African Advocacy Network [Fiscal sponsor. Dolores Street Community Services] – Wendy Phillips, Executive Director, 938 Valencia Street, San Francisco, CA 94110 – A grant was made in the amount of \$10,000 in support of AAN Legal Services.	\$10,000
2/20/2013	Legal	AIDS Legal Referral Panel – Bill Hirsh, Esq., Executive Director, 1663 Mission Street, Suite 500, San Francisco, CA 94103 – The third year of a three-year grant in the amount of \$30,000 was awarded to ALRP.	\$30,000
4/24/2013	Legal	Alameda County Bar Association Volunteer Legal Services Corporation – Ann Wassam, Executive Director, 70 Washington Street, Suite 200, Oakland, CA 94607 – A grant was made in the amount of \$20,000 in support of legal services to low-income clients.	\$20,000
10/14/2013	Incarceration	Alliance for Change – Dr Kimberly Richman, Ph.D., President, P. O. Box 590930, San Francisco, CA 94159-0930 – A one-time grant was made in the amount of \$5,000 in support of the Social Justice and Education Program	\$5,000
4/24/2013	Discretionary Grant	Ambassadors of Hope and Opportunity - Zara Babitzke, MA, Founding Director, P. O. Box 2278, Mill Valley, CA 94942 - Prevent at-risk youth ages 16 to 25 from recidivism and incarceration	\$2,500
4/24/2013	Legal	American Civil Liberties Union Foundation of Northern California – Abdi Soltani, Executive Director, 39 Drumm Street, San Francisco, CA 94111- A grant was made in the amount of \$30,000 in general operating support.	\$30,000
2/20/2013	Incarceration	American Friends Service Committee – Sonia Tuma, Executive Director, 65 Ninth Street, San Francisco, CA 94103 – A grant was made in the amount of \$12,500 in support of the Women Healing from Violence program.	\$12,500
10/14/2013	Legal	Arab Resource and Organizing Center [Fiscal sponsor. Tides Center] – Lara Kiswani, Executive Director, 522 Valencia Street, San Francisco, CA 94110 – A grant was made in the amount of \$20,000 in general operating support for civil rights of Arab American communities.	\$20,000
12/2/2013	Juvenile Justice	The Art of Yoga Project – Lisa Pedersen, Executive Director, 555 Bryant Street #232, Palo Alto, CA 94301 – A grant was made in the amount of \$10,000 in general operating support	\$10,000
7/24/2013	Legal	Asian Americans Advancing Justice-Asian Law Caucus – Hyeon-Ju Rho, Executive Director, 55 Columbus Avenue, San Francisco, CA 94111 – A grant was made in the amount of \$20,000 in general operating support.	\$20,000
4/24/2013	Legal	Asian Pacific Islander Legal Outreach – Dean Ito Taylor, Executive Director, 1121 Mission Street, San Francisco, CA 94103 – A grant was made in the amount of \$10,000 in support of legal services.	\$10,000
7/24/2013	Juvenile Justice	At The Crossroads – Rob Gitin, Executive Director, 333 Valencia Street, Suite 320, San Francisco, CA 94103 – A grant was made in the amount of \$20,000 in support of youth on probation and incarcerated youth.	\$20,000
12/4/2013	Discretionary Grant	At The Crossroads – Rob Gitin, Executive Director, 333 Valencia Street, Suite 320, San Francisco, CA 94103 – Holiday party for homeless youth.	\$2,500
4/24/2013	Legal	Bar Association of San Francisco's Volunteer Legal Services Program – Daniel Burkhardt, Executive Director, 301 Battery Street, 3rd Floor, San Francisco, CA 94111 – A grant was made in the amount of \$30,000 in general operating support.	\$30,000
2/20/2013	Legal	Bay Area Legal Aid - Ramón Arias, Executive Director, 1735 Telegraph Avenue, Oakland, CA 94612-2107 – The third year of a three-year grant in the amount of \$30,000 was awarded to Bay Area Legal Aid.	\$30,000
7/24/2013	Juvenile Justice	Be A Mentor, Inc. – Robert Goetsch, Executive Director, 714 B Street, Hayward, CA 94541 – A final grant was made in the amount of \$5,000 in support of the Keep Kids Out of Prison Project.	\$5,000
2/20/2013	Rural	Blue Mountain Coalition for Youth and Families – Catherine Lambie, Executive Director, P. O. Box 41, West Point, CA 95255 – A grant was made in the amount of \$20,000 in support of its community center	\$20,000
7/24/2013	Rural	Bodega Bay Parent Coop [Fiscal sponsor: Bay Area Community Resources] – Jane Realon, Principal, Executive Director, P. O. Box 155, Bodega Bay, CA 94923 – A grant was made in the amount of \$7,500 in support of the Bodega Bay After School Program.	\$7,500
10/14/2013	Juvenile Justice	Boys & Girls Clubs of the North Valley – Rashell Brobst, Executive Director, 601 Wall Street, Chico, CA 95928 – A grant was made in the amount of \$5,000 in support of the Targeted Reentry Program to Reduce Youth Violence.	\$5,000

GRANT DATE	CATEGORY	GRANTEE NAME, ADDRESS & PURPOSE	GRANTS PAID IN 2013
7/24/2013	Incarceration	California Coalition for Women Prisoners [Fiscal sponsor: Legal Services for Prisoners with Children] – Misty Rojo and Hafsah Al-Amin, Program Coordinators, 1540 Market St., Suite 490, San Francisco, CA 94102 – A grant was made in the amount of \$25,000 in general operating support	\$25,000
7/24/2013	Legal	California Court Appointed Special Advocates Association – Cory Pohley, Executive Director, 660 13th Street, Suite 300, Oakland, CA 94612 – A grant was made in the amount of \$25,000 in general operating support.	\$25,000
10/14/2013	Legal	California Rural Legal Assistance Foundation, Inc. – Amagda Perez, Executive Director, 2210 K Street, Suite 201, Sacramento, CA 95816 – A grant was made in the amount of \$15,000 in support of the Know Your Rights program	\$15,000
2/20/2013	Rural	Camptonville Community Partnership – Rita Ortega and Cathy LeBlanc, Executive Directors, P O Box 218, Camptonville, CA 95922 – A grant was made in the amount of \$10,000 in support of the Family Resource Center.	\$10,000
4/24/2013	Legal	Canal Alliance – Tom Wilson, Executive Director, 91 Larkspur Street, San Rafael, CA 94901 – A grant was made in the amount of \$20,000 in support of legal services for immigrants.	\$20,000
4/24/2013	Incarceration	CASH (Community Against Sexual Harm) [Fiscal sponsor: Community Pride Project] – Sue Huffstutler, Executive Director, P. O Box 160022, Sacramento, CA, 95816 – A final grant was made in the amount of \$10,000 in support of previously incarcerated sexual exploitation victims	\$10,000
4/24/2013	Legal	Center for Domestic Peace – Donna Garske, Executive Director, 734 A Street, San Rafael, CA 94901 - A grant was made in the amount of \$10,000 in support of the Community Advocacy Project which provides legal services to victims of domestic violence.	\$10,000
7/24/2013	Discretionary Grant	The Center for Justice & Accountability - Pamela Merchant, Executive Director, 870 Market Street, Suite 680, San Francisco, CA 94102 - Third Bi-annual Client Conference	\$2,500
4/24/2013	Discretionary Grant	Center for Restorative Justice Works - Katherine Culpepper, Executive Director, 6400 Laurel Canyon Boulevard #304, North Hollywood, CA 91601 - Get On The Bus program.	\$2,500
10/14/2013	Juvenile Justice	Center for Young Women's Development – Marlene Sanchez, Executive Director, 832 Folsom Street, Suite 700, San Francisco, CA 94107 – A grant was made in the amount of \$17,500 in support of the Sisters on the Rise Education Initiative.	\$17,500
4/24/2013	Juvenile Justice	Center on Juvenile and Criminal Justice – Daniel Macallair, MPA, Executive Director, 40 Boardman Place, San Francisco, CA 94103 – A grant was made in the amount of \$25,000 in support of the Sentencing Service Program Training Project.	\$25,000
2/20/2013	Legal	Central American Resource Center – CARECEN – of Northern California – Lariza Dugan-Cuadra, Executive Director, 3101 Mission Street, Suite 101, San Francisco, CA 94110 – A grant was made in the amount of \$8,000 in support of immigration legal services.	\$8,000
2/20/2013	Legal	Centro Legal de la Raza – Bianca Sierra, Executive Director, 3022 International Blvd, Suite 410, Oakland, CA 94601 – A grant was made in the amount of \$12,500 in support of the Workers' Rights Project and the DACA Project	\$12,500
4/24/2013	Legal	Child Advocates of Placer County – Don Kleinfelder, Executive Director, 11641 Blocker Dr. #220, Auburn, CA 95603 – A grant was made in the amount of \$8,000 in support of the CASA and A2Y Mentors programs.	\$8,000
7/24/2013	Legal	Child Care Law Center – Kim Kruckel, Executive Director, 445 Church Street, San Francisco, CA 94114 – A grant was made in the amount of \$10,000 in support of Empowering Parents, Protecting Children.	\$10,000
12/2/2013	Discretionary Grant	City Slicker Farms - Barbara Finnin, Executive Director, 1625 16th Street, Oakland, CA 94607 - Food program in West Oakland	\$2,500
7/24/2013	Legal	City Youth Now – Elizabeth Fairbanks, Executive Director, 375 Woodside Avenue, San Francisco, CA 94127 – A grant was made in the amount of \$10,000 in support of the Internship Program provided to youth on probation	\$10,000
10/14/2013	Legal	Coastside Hope – Fatima Soares, Executive Director, 99 Ave Alhambra, Box 1089, El Granada, CA 94018 – A grant was made in the amount of \$10,000 in support of the Immigration & Citizenship program.	\$10,000
7/24/2013	Juvenile Justice	Commonweal – Arlene Allsman, Executive Director, P. O Box 316, Bolinas, CA 94924 – A grant was made in the amount of \$20,000 in support of Advancing Youth Justice in California	\$20,000
10/14/2013	Incarceration	Community Action Board of Santa Cruz County – Christine Johnson-Lyons, Executive Director, 501 Soquel Avenue, Suite E, Santa Cruz, CA 95062 – A grant was made in the amount of \$15,000 in support of the Gemma Day Program.	\$15,000

GRANT DATE	CATEGORY	GRANTEE NAME, ADDRESS & PURPOSE	GRANTS PAID IN 2013
10/14/2013	Legal	Community Legal Services in East Palo Alto – Phil Hwang, Executive Director, 1861 Bay Road, East Palo Alto, CA 94303 – A grant was made in the amount of \$17,500 in general operating support	\$17,500
2/20/2013	Juvenile Justice	Community Violence Solutions – Andrees Marian, Executive Director, 2101 Van Ness Street, San Pablo, CA 94806 – A one-time grant was made in the amount of \$10,000 in support of the Reluctant to Rescue Project.	\$10,000
2/20/2013	Incarceration	Community Works West – Ruth Morgan, Executive Director, 4681 Telegraph Avenue, Oakland, CA 94609 – A final grant was made in the amount of \$12,500 in support of the Women Rising program.	\$12,500
7/24/2013	Discretionary Grant	Contra Costa Kops for Kids - Neil R.M. Stratton, Executive Director, 1430 Willow Pass Road, Suite #130, Concord, CA 94520 - Small Engine Mechanics Courses at the Orin Allen Youth Rehabilitation Facility in Byron	\$2,500
4/24/2013	Legal	CORA (Community Overcoming Relationship Abuse) – Melissa Lukin, Executive Director, 2211 Palm Avenue, San Mateo, CA 94403 – A grant was made in the amount of \$10,000 in support of its Legal Program.	\$10,000
7/24/2013	Legal	Court Appointed Special Advocates Program Inc. Contra Costa County – Charles Mead, Executive Director, 2020 N. Broadway, Suite 204, Walnut Creek, CA 94596 – A grant was made in the amount of \$7,500 in support of the CASA program.	\$7,500
10/14/2013	Legal	Death Penalty Focus – Virginia Van Zandt, Interim Executive Director, 5 Third Street, Suite 725, San Francisco, CA 94103 – A grant was made in the amount of \$5,000 in support of the Law Enforcement Outreach Project.	\$5,000
2/20/2013	Legal	Disability Rights Advocates – Laurence Paradis, Executive Director, 2001 Center Street, 4th Floor, Berkeley, CA 94704 – A grant was made in the amount of \$12,500 in support of Improved Health Care Communications for Kaiser Members Who Are Blind or Have Low Vision, and in support of the 20th anniversary fundraiser for the Wolinsky Fellowship program.	\$12,500
7/24/2013	Legal	Disability Rights Education & Defense Fund – Susan Henderson, Executive Director, 3075 Adeline Street, Suite 210, Berkeley, CA 94703 – A grant was made in the amount of \$11,500 in support of their legal services program.	\$11,500
10/14/2013	Juvenile Justice	Each One Reach One – Sabrina Klein, Acting Executive Director, 146 S Spruce Street, South San Francisco, CA 94080 – A grant was made in the amount of \$10,000 in general operating support.	\$10,000
4/24/2013	Legal	East Bay Community Law Center – Tirien Steinbach, Executive Director, 2921 Adeline Street, Berkeley, CA 94703 – A grant was made in the amount of \$30,000 in general operating support	\$30,000
10/14/2013	Legal	East Bay Sanctuary Covenant – Sister Maureen Duignan, OSF, Executive Director, 2362 Bancroft Way, Berkeley, CA 94704 – A grant was made in the amount of \$12,500 in support of the Refugee Rights Program	\$12,500
12/2/2013	Discretionary Grant	Eden I & R, Inc - Barbara Bernstein, Executive Director, 570 B Street, Hayward, CA 94541 - 2-1-1 Alameda County Communication System.	\$2,500
7/24/2013	Juvenile Justice	Ella Baker Center for Human Rights – Jakada Imani, Executive Director, 1970 Broadway, Suite 450, Oakland, CA 94612 – A grant was made in the amount of \$10,000 in support of Books Not Bars	\$10,000
4/24/2013	Legal	Equal Justice Society – Eva Paterson, Executive Director, 260 California Street, Suite 700, San Francisco, CA 94111 – A grant was made in the amount of \$5,000 in support of strategic litigation research.	\$5,000
7/24/2013	Legal	Eviction Defense Collaborative, Inc. – Tyler Macmillan, Executive Director, 995 Market Street, Suite 1200, San Francisco, CA 94103 – A grant was made in the amount of \$15,000 in general operating support	\$15,000
10/14/2013	Legal	Fair Housing of Marin – Caroline Peattie, Executive Director, 615 B Street, San Rafael, CA 94941 – A grant was made in the amount of \$10,000 in support of the Predatory Habitability Pilot Project	\$10,000
7/24/2013	Legal	Family & Children's Law Center – Rick Smith, Executive Director, 30 North San Pedro Road, Suite 245, San Rafael, CA 94903 – A grant was made in the amount of \$10,000 in support of Bilingual Family Law Legal Services.	\$10,000
10/14/2013	Legal	Family Resource Center of Truckee – Mark Takehara, Interim Executive Director, P O Box 9178, Truckee, CA 96162 – A grant was made in the amount of \$12,500 in support of the Community Legal Program	\$12,500

GRANT DATE	CATEGORY	GRANTEE NAME, ADDRESS & PURPOSE	GRANTS PAID IN 2013
4/24/2013	Legal	The Family Violence Appellate Project – Erin C. Smith, Esq., Executive Director, 2850 Telegraph Avenue, Suite 500, Berkeley, CA 94705 – A grant was made in the amount of \$10,000 in support of legal services and advocacy for domestic violence survivors at the appellate level.	\$10,000
2/20/2013	Legal	Family Violence Law Center – Rebecca Bauen, Executive Director, 470 27th Street, Oakland, CA 94612 – A grant was made in the amount of \$15,000 in support of the Domestic Violence Legal Services Project.	\$15,000
10/14/2013	Discretionary Grant	Food Bank of Contra Costa & Solano - Larry Sly, Executive Director, P. O. Box 6324, Concord, CA 94524 - Food for Children Program.	\$2,500
10/14/2013	Discretionary Grant	Food for Thought - Ron Karp, Executive Director, P. O. Box 1608, Forestville, CA 95436 - Sonoma County AIDS Food Bank.	\$2,500
12/2/2013	Discretionary Grant	Forgotten Warrior - Wind Walker, Executive Director, 909 12th Street, #114, Sacramento, CA 95814 - Veteran's Advocacy Project.	\$2,500
4/24/2013	Discretionary Grant	Foundation Center - Janet Camarena, Director, 312 Sutter St., Suite 606, San Francisco, CA 94108 - Programs and services at the Center.	\$2,500
2/20/2013	Incarceration	Four Seasons Arts, Inc. – Jesse W. Anthony, Executive Director, 2930 Domingo Avenue, #190, Berkeley, CA 94705 – A grant was made in the amount of \$5,000 in support of the Music @ Santa Rita Program.	\$5,000
10/14/2013	Legal	Friends of Alameda County CASA – Ginni Ring, Executive Director, 1000 San Leandro Blvd., Ste. 300, San Leandro, CA 94577 – A grant was made in the amount of \$10,000 in support of the ACCASA Transition-Age Youth Program	\$10,000
12/2/2013	Incarceration	Friends Outside in Sonoma County – Kate Jenkins, Executive Director, Post Office Box 3905, Santa Rosa, CA 95402 – A grant was made in the amount of \$5,000 in support of Read-Me-A-Story, Women's Circle and The Lotus Project	\$5,000
10/14/2013	Juvenile Justice	Game Theory Academy – Patricia Johnson, Executive Director, 337 17th Street, Suite 214, Oakland, CA 94612 – A grant was made in the amount of \$10,000 in support of juvenile detention workshops and aftercare	\$10,000
12/2/2013	Legal	General Assistance Advocacy Project – Gary Lewis, Executive Director, 276 Golden Gate Avenue, San Francisco, CA 94102 – A grant was made in the amount of \$12,500 in general operating support.	\$12,500
7/24/2013	Juvenile Justice	Girl Scouts of Northern California – Marina H. Park, CEO, Executive Director, 1310 S. Bascom Avenue, San Jose, CA 95128 – A grant was made in the amount of \$12,500 in support of the Got Choices program, serving girls in juvenile hall.	\$12,500
7/24/2013	Incarceration	Homeless Children's Network – April Silas, Executive Director, 3265 17th Street, Suite 404, San Francisco, CA 94110 – A grant was made in the amount of \$12,500 in support of Mediation Advocacy & Case Management for Formerly Incarcerated Women.	\$12,500
2/20/2013	Legal	Homeless Youth Alliance – Mary Howe, Executive Director, P. O. Box 170427, San Francisco, CA 94117 – A final grant was made in the amount of \$10,000 in support of legal services and advocacy efforts.	\$10,000
2/20/2013	Discretionary Grant	Hospice of Ukiah, Inc. - Robert Werra, M.D., 620 So. Dora St., Ste 101, Ukiah, CA 95482 - Volunteer respite care.	\$2,500
10/14/2013	Legal	Housing Rights Committee of San Francisco [Fiscal sponsor: San Francisco Study Center] – Ken Harper, Contracts Manager, San Francisco Study Center, 944 Market St., #701, San Francisco, CA 94102 – A grant was made in the amount of \$10,000 in support of the Anti-Eviction Program.	\$10,000
12/2/2013	Juvenile Justice	Huckleberry Youth Programs – Bruce Fisher, Executive Director, 3310 Geary Blvd., San Francisco, CA 94118 – A grant was made in the amount of \$10,000 in support of the Community Assessment & Resource Center	\$10,000
4/24/2013	Juvenile Justice	The Imagine Bus Project – Jaren Bonillo, Executive Director, 1020 Torrey Avenue, San Francisco, CA 94129 – A grant was made in the amount of \$7,500 in support of the Youth Studio program.	\$7,500
4/24/2013	Legal	Immigrant Legal Resource Center – Eric Cohen, Executive Director, 1663 Mission Street, Suite 602, San Francisco, CA 94103 – A grant was made in the amount of \$39,500 in general operating support and in support of the Pro Bono Mentoring Project.	\$39,500
4/24/2013	Sponsorship	Immigrant Legal Resource Center – Eric Cohen, Executive Director, 1663 Mission Street, Suite 602, San Francisco, CA 94103 – Phillip Burton Awards Event.	\$6,000
10/14/2013	Discretionary Grant	Immigrant Legal Resource Center - Erin Quinn, Staff Attorney, 1663 Mission Street, Suite 602, San Francisco, CA 94103 - ZFF Fraud Prevention Initiative	\$2,500
10/14/2013	Legal	Immigrant Legal Resource Center – Eric Cohen, Executive Director, 1663 Mission Street, Suite 602, San Francisco, CA 94103 – A grant was made in the amount of \$20,000 in support of the East Bay Naturalization Collaboration.	\$20,000

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7/24/2013	Juvenile Justice	Insight Prison Project – Ellen M. Barry, Executive Director, P. O. Box 151642, San Rafael, CA 94915 – A grant was made in the amount of \$15,000 in support of the Alameda County Juvenile Restorative Justice Project.	\$15,000
4/24/2013	Legal	Instituto Laboral de la Raza – Sarah M. Shaker, Executive Director, 2947 16th Street, San Francisco, CA 94103 – A grant was made in the amount of \$15,000 in support of legal services for the Bay Area working poor.	\$15,000
12/2/2013	Legal	International Institute of the Bay Area – Ellen Dumesnil, Executive Director, 405 14th Street, Suite 500, Oakland, CA 94612 – A grant was made in the amount of \$15,000 in support of the Oakland Office's Survivors of Crime Program	\$15,000
10/14/2013	Legal	International Rescue Committee, Inc. – Hans Van De Weerd, Executive Director, 405 14th Street, Suite 1415, Oakland, CA 94612 – A grant was made in the amount of \$10,000 in support of immigration services.	\$10,000
2/20/2013	Legal	Jewish Family & Children's Services of the East Bay – Avi Rose, Executive Director, 2484 Shattuck Avenue, Suite 210, Berkeley, CA 94704 – A grant was made in the amount of \$10,000 in support of immigration legal services.	\$10,000
12/2/2013	Discretionary Grant	Justice & Diversity Center of the Bar Association of San Francisco - Daniel Burkhardt, Executive Director, 301 Battery Street, Third Floor, San Francisco, CA 94111 - SROI Study	\$2,500
7/24/2013	Incarceration	Justice Now – Allison Barahona and Amanda Scheper, Co-Directors, 1322 Webster St, Ste 210, Oakland, CA 94612 – A grant was made in the amount of \$20,000 in general operating support.	\$20,000
7/24/2013	Legal	Korean Community Center of the East Bay – June Lee, Executive Director, 1700 Broadway, Suite 400, Oakland, CA 94612 – A grant was made in the amount of \$10,000 in support of legal services for immigrants and newcomers.	\$10,000
10/14/2013	Legal	La Raza Centro Legal, Inc – Genevieve Gallegos, Executive Director, 474 Valencia Street, Suite 295, San Francisco, CA 94103 – A grant was made in the amount of \$17,500 in support of Immigration Advocacy and Legal Services Project.	\$17,500
7/24/2013	Legal	Lassen Family Services, Inc – Melissa Downing, Executive Director, P. O. Box 710, Susanville, CA 96130 – A grant was made in the amount of \$7,500 in support of the Lassen CASA Program	\$7,500
4/24/2013	Legal	Lawyers' Committee for Civil Rights – Kimberly Thomas Rapp, Executive Director, 131 Steuart Street, Suite 400, San Francisco, CA 94105 – A grant was made in the amount of \$30,000 in general operating support	\$30,000
2/20/2013	Legal	Legal Aid of Napa Valley – Diana Dorame, Executive Director, 1001 Second Street, Suite 225, Napa, CA 94559 – The third year of a three-year grant in the amount of \$25,000 was awarded to Legal Aid of Napa Valley.	\$25,000
7/24/2013	Legal	Legal Aid of Sonoma County – Ronit Rubinoff, Executive Director, 144 South E Street, Suite 100, Santa Rosa, CA 95404 – A grant was made in the amount of \$25,000 in support of the SAFE (CLASSP) Domestic Violence Services Program.	\$25,000
4/24/2013	Legal	The Legal Aid Society Employment Law Center – Joan M. Graff, President, 180 Montgomery Street, Suite 600, San Francisco, CA 94104 – A grant was made in the amount of \$40,500 in general operating support.	\$40,500
12/2/2013	Legal	Legal Assistance for Seniors – Francel D'Andrea, Executive Director, 1970 Broadway, Suite 300, Oakland, CA 94612 – A grant was made in the amount of \$20,000 in general operating support.	\$20,000
2/20/2013	Legal	Legal Community Against Violence dba Law Center to Prevent Gun Violence – Robyn Thomas, Executive Director, 268 Bush Street, #555, San Francisco, CA 94104 – The third year of a three-year grant in the amount of \$27,500 was awarded to LCAV dba Law Center to Prevent Gun Violence.	\$27,500
2/20/2013	Legal	Legal Services for Children – Shannan Wilber, Executive Director, 1254 Market Street, 3rd Floor, San Francisco, CA 94102 – The second year of a three-year grant in the amount of \$30,000 was awarded to Legal Services for Children	\$30,000
1/16/2013	Legal	Legal Services for Prisoners with Children - Dorsey Nunn, Executive Director, 1540 Market Street, Suite 490, San Francisco, CA 94102 - A grant was awarded in the amount of \$10,000 in general operating support.	\$10,000
2/20/2013	Legal	Legal Services of Northern California – Gary Smith, Executive Director, 517 12th Street, Sacramento, CA 95814 – The second year of a three-year grant in the amount of \$41,000 was awarded to Legal Services of Northern California.	\$41,000
10/14/2013	Discretionary Grant	Loaves and Fishes of Contra Costa - David Gerson, Executive Director, 510 Garcia Avenue, Unit H, Pittsburg, CA 94565 - Discretionary Grant.	\$2,500

GRANT DATE	CATEGORY	GRANTEE NAME, ADDRESS & PURPOSE	GRANTS PAID IN 2013
12/2/2013	Legal	Maitri [Fiscal sponsor: Maitri Charitable Trust] – Rama Dharmarajan, Program Director, P. O. Box 697, Santa Clara, CA 95052 – A grant was made in the amount of \$10,000 in support of the Legal Advocacy Program	\$10,000
7/24/2013	Legal	Marin Advocates for Children – Cyndy Doherty, Executive Director, 30 North San Pedro Road #275, San Rafael, CA 94925 – A grant was made in the amount of \$7,500 in support of the Marin CASA Program.	\$7,500
10/14/2013	Discretionary Grant	Meals on Wheels of San Francisco - Ashley C. McCumber, Executive Director, 1375 Fairfax Avenue, San Francisco, CA 94124 - A discretionary grant was made in the amount of \$2,500	\$2,500
2/20/2013	Rural	Mendocino County AIDS/Viral Hepatitis Network – Libby Guthrie, EdD., Executive Director, P. O. Box 1350, Ukiah, CA 95482 – A grant was made in the amount of \$10,500 in support of the Chronic Users System of Care program	\$10,500
12/2/2013	Discretionary Grant	NAMI San Francisco - 1010 Gough Street, San Francisco, CA - Youth Ending Stigma program	\$2,500
12/2/2013	Juvenile Justice	Napa County Probation Department – Mary Butler, Executive Director, 212 Walnut Street, Napa, CA 94559 – A grant was made in the amount of \$25,000 in support of the Evening Reporting Center	\$25,000
12/2/2013	Juvenile Justice	National Center for Youth Law – John O'Toole, Executive Director, 405 14th Street, 15th Floor, Oakland, CA 94612 – A grant was made in the amount of \$10,000 in support of the Juvenile Justice Reform Project	\$10,000
2/20/2013	Legal	National Housing Law Project – Marcia Rosen, Executive Director, 703 Market Street, Suite 2000, San Francisco, CA 94103 – A final grant was made in the amount of \$10,000 to advance housing justice for the poor.	\$10,000
7/24/2013	Discretionary Grant	National Teen Leadership Program - Joseph Nemeth, Executive Director, 101 Parkshore Dr., Folsom, CA 95630 - Leadership camps for low-income students.	\$2,500
12/2/2013	Juvenile Justice	Omega Boys Club of San Francisco – Joseph E. Marshall, Jr., Ph.D., Executive Director, 1060 Tennessee Street, San Francisco, CA 94107 – A grant was made in the amount of \$12,500 in support of Alive & Free at Alameda County Juvenile Hall.	\$12,500
4/24/2013	Juvenile Justice	OneFam – Tony Coleman, Executive Director, 1600 7th Street, Oakland, CA 94607 – A grant was made in the amount of \$7,500 in support of the “Free the Fee” campaign for criminal record expungement	\$7,500
12/2/2013	Legal	OneJustice [Fiscal sponsor: Public Interest Clearinghouse] – Julia R. Wilson, Executive Director, 433 California Street, Suite 815, San Francisco, CA 94104 – A grant was made in the amount of \$20,000 in support of the Justice Bus Project	\$20,000
4/24/2013	Legal	Pacific Juvenile Defender Center – Patti Lee, Co-Director and Jonathan Laba, Deputy Director, c/o San Francisco Public Defender's Office, 258A Laguna Honda, San Francisco, CA 94116 – A grant was made in the amount of \$10,000 in support of juvenile defender advocacy and support	\$10,000
4/24/2013	Juvenile Justice	Pacific News Service dba New America Media – Sandy Close, Executive Director, 209 Ninth Street, Second Floor, San Francisco, CA 94134 – A grant was made in the amount of \$25,000 in support of The Beat Within	\$25,000
12/2/2013	Legal	People With Disabilities Foundation – Steven Bruce, Executive Director, 507 Polk Street, Suite 430, San Francisco, CA 94102 – A grant was made in the amount of \$15,000 in general operating support.	\$15,000
4/24/2013	Incarceration	Plumas County Literacy – Victoria Metcalf, Executive Director, 445 Jackson Street, Quincy, CA 95971 – A grant was made in the amount of \$7,000 in support of the Second Chance project	\$7,000
7/24/2013	Legal	Plumas Crisis Intervention & Resource Center – Dennis Thibeault, Executive Director, 591 W. Main Street, Quincy, CA 95971 – A grant was made in the amount of \$7,500 in support of Plumas CASA	\$7,500
7/24/2013	Legal	Positive Resource Center – Brett Andrews, Executive Director, 785 Market St., 10th Floor, San Francisco, CA 94103 – A grant was made in the amount of \$15,000 in support of the Benefits Counseling Program, and Direct Representation and Training.	\$15,000
2/20/2013	Incarceration	Prescott Joseph Center for Community Enhancement, Inc. – Washington Burns, MD, Executive Director, 920 Peralta Street, Oakland, CA 94607 – A grant was made in the amount of \$5,000 in support of the Healing Arts program.	\$5,000
7/24/2013	Discretionary Grant	Prison Activist Resource Center - Penny Schoner, P O Box 70447, Oakland, CA 94612 - Distribute monthly resource directories to inmates	\$2,500

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7/24/2013	Incarceration	Prison SMART [Fiscal sponsor: International Association for Human Values] – Gabriella Savelli, Executive Director, 9160 Madison Ave., Apt. 70, Fair Oaks, CA 95628 – A grant was made in the amount of \$5,000 in support of the Prison SMART program at Folsom Women's Facility at Folsom State Prison in Folsom, California	\$5,000
12/2/2013	Incarceration	Prison University Project – Jody Lewen, Executive Director, P. O. Box 492, San Quentin, CA 94961 – A grant was made in the amount of \$15,000 in general operating support.	\$15,000
12/2/2013	Juvenile Justice	Project Avary – Herb Castillo, Executive Director, 385 Bel Marin Keys Blvd., Ste. G, Novato, CA 94949 – A grant was made in the amount of \$15,000 in general operating support.	\$15,000
10/14/2013	Discretionary Grant	Project Open Hand - Kevin Winge, Executive Director, 730 Polk Street, San Francisco, CA 94109 - Grocery/Nutrition Center programs	\$2,000
2/20/2013	Legal	Public Advocates Inc – Jamiene S Studley, Executive Director, 131 Steuart Street, Suite 300, San Francisco, CA 94105 – The third year of a three-year grant in the amount of \$27,500 was awarded to Public Advocates	\$27,500
7/24/2013	Legal	The Public Interest Law Project – Michael Rawson, Executive Director, 449 15th Street, Suite 301, Oakland, CA 94612 – A grant was made in the amount of \$17,500 in support of the General Assistance Safety Net Project.	\$17,500
12/2/2013	Juvenile Justice	Restorative Justice for Oakland Youth [Fiscal sponsor: Community Initiatives] – Fania Davis, Executive Director, 672 13th St., Suite 300, Oakland, CA 94612 – A grant was made in the amount of \$10,000 in support of the Circle of Support and Accountability Project	\$10,000
7/24/2013	Juvenile Justice	Restorative Resources – Susan Kinder, Executive Director, 2934 McBride Avenue, Santa Rosa, CA 95403 – A grant was made in the amount of \$15,000 in support of the Restorative Justice program	\$15,000
12/2/2013	Rural	Roundhouse Council – Mary Joseph, Executive Director, P. O. Box 217, 330 Bush Street, Greenville, CA 95947 – A grant was made in the amount of \$7,500 in support of Rural Native American Youth and Senior Services.	\$7,500
7/24/2013	Legal	Rubicon Programs - Jane Fischberg, Executive Director, 2500 Bissell Avenue, Richmond, CA 94804 – A grant was made in the amount of \$10,000 in support of the Mental Health Legal Services Program	\$10,000
12/2/2013	Legal	Sacramento Loaves & Fishes – Sister Libby Fernandez, Executive Director, P. O. Box 2161, Sacramento, CA 95812 – A grant was made in the amount of \$10,000 in support of the Tommy Clinkenbeard Legal Clinic	\$10,000
10/14/2013	Incarceration	SAGE Project Inc. – Ellyn Bell, Executive Director, 68 12th Street, Suite 200, San Francisco, CA 94103 – A grant was made in the amount of \$10,000 in support of the In-Custody Program for Women and Girls.	\$10,000
7/24/2013	Legal	San Francisco Court Appointed Special Advocate Program – Renee Espinoza, Executive Director, 100 Bush Street, Suite 650, San Francisco, CA 94110 – A grant was made in the amount of \$12,500 in support of the Pre-Emancipation Program.	\$12,500
12/2/2013	Discretionary Grant	San Francisco Food Bank – Paul Ash, 900 Pennsylvania Avenue, San Francisco, CA 94107 - Holiday food program.	\$2,500
12/2/2013	Discretionary Grant	San Francisco General Hospital Foundation - Stephanie R.M. Bray, Executive Director, 2789 25th Street, Suite 2028, San Francisco, CA 94110 - Behavioral Health Court's Motivational Incentives Program	\$2,500
2/20/2013	Discretionary Grant	San Francisco Network Ministries Housing Corp. - SafeHouse - Carola Shepard, Business Development Manager, 559 Ellis Street, San Francisco, CA 94109 - Internship for a woman who comes from the criminal justice system.	\$2,500
4/24/2013	Discretionary Grant	San Francisco Suicide Prevention - Eve R. Meyer, Executive Director, P. O. Box 191350, San Francisco, CA 94119-1350	\$2,500
10/14/2013	Rural	School of Performing Arts & Cultural Education (SPACE) [Fiscal sponsor: Near & Arnolds School of Performing Arts and Cultural Education, Inc. – Laurel Near & Paulette Arnold, Co-directors, 508 West Perkins, Ukiah, CA 95482 – A grant was made in the amount of \$10,000 in support of Rural Youth Reach for Performing Arts.	\$10,000
12/4/2013	Discretionary Grant	Senior Gleaners, Inc - Gary McDonald, Executive Director, 1951 Bell Avenue, Sacramento, CA 95838 - Healthy Food Initiative.	\$2,500
12/2/2013	Legal	Senior Medi-Benefits – Matthew Olesen, Executive Director, 3195 Adeline Street, Berkeley, CA 94703 – A grant was made in the amount of \$17,500 in support of legal advocacy assisting elderly and disabled.	\$17,500
12/2/2013	Rural	Sierra Native Alliance [Fiscal sponsor: Native Alliance of the Sierra Nevada Foothills] – Anno Nakai, Executive Director, P. O. Box 6346, Auburn, CA 95602 – A grant was made in the amount of \$10,000 in general operating support.	\$10,000

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12/2/2013	Juvenile Justice	Silicon Valley De-Bug [Fiscal sponsor: Pacific News Service] – Raj Jayadev, Executive Director, 701 Lenzen Avenue, San Jose, CA 95126 – A grant was made in the amount of \$12,500 in support of the Albert Cobarrubias Justice Project.	\$12,500
1/16/2013	Juvenile Justice	Sonoma County Adult and Youth Development - James Gattis, Executive Director, P. O. Box 7078, Cotati, CA 94931 - A grant was awarded in the amount of \$5,000 in support of the Girls Circle program	\$5,000
1/16/2013	Juvenile Justice	Sonoma County Adult and Youth Development - James Gattis, Executive Director, P. O. Box 7078, Cotati, CA 94931 - A matching grant was awarded in the amount of \$5,000, to be paid when Sonoma Count Adult and Youth Development obtains a grant of \$5,000 from another foundation or individual before December 31, 2013.	\$5,000
12/2/2013	Discretionary Grant	Strategies for Youth - Lisa H. Thureau, Executive Director, P. O. Box 390174, Cambridge, MA 02139 - Development, implementation and continued techical assistance to juvenile hall and Log Cabin Ranch in the use of the Juvenile Justice Jeopardy game with the youth housed in ther facilities.	\$2,500
2/20/2013	Juvenile Justice	Sunset Youth Services – Dawn Stueckle, Executive Director, 3918 Judah Street, San Francisco, CA 94122 – A grant was made in the amount of \$7,500 in support of the Juvenile Case Management Program	\$7,500
4/24/2013	Legal	Swords to Plowshares Veterans Rights Organization – Michael Blecker, Executive Director, 1060 Howard Street, San Francisco, CA 94103 – A grant was made in the amount of \$15,000 in support of free legal services for veterans.	\$15,000
4/24/2013	Incarceration	Syzygy Dance Project – Sylvie Minot, Executive Director, P. O. Box 2532, Sausalito, CA 94966 – A grant was made in the amount of \$5,000 in support of movement classes for incarcerated and formerly incarcerated women.	\$5,000
7/24/2013	Incarceration	Transgender, Gender Variant, Intersex Justice Project [Fiscal sponsor Justice Now] – StormMiguel Florez, Administrative Director, 1201 46th Avenue, Oakland, CA 94601 – A grant was made in the amount of \$15,000 in general operating support	\$15,000
12/2/2013	Legal	Transgender Law Center – Masen Davis, Executive Director, 1629 Telegraph Ave., Suite 400, Oakland, CA 94612 – A grant was made in the amount of \$12,500 in support of the Community Legal Services Program.	\$12,500
7/24/2013	Legal	UFW Foundation – Diana Tellefson, Executive Director, 4545 E. Cesar Chavez Avenue, Los Angeles, CA 90022 – A grant was made in the amount of \$12,000 in support of Immigration Legal Assistance for Low-income Immigrants.	\$12,000
7/24/2013	Legal	University of California San Francisco [Fiscal sponsor: San Francisco General Hospital Foundation] – Alicia Boccellari, PhD, Executive Director, 2727 Mariposa Street, Suite 100, San Francisco, CA 94110 – A grant was made in the amount of \$7,500 in support of the Asylum Documentation Project.	\$7,500
1/16/2013	Legal	University of San Francisco - Stephen A. Privett, S J , President, 2130 Fulton Street, LMR 313, San Francisco, CA 94117 - A one-time matching grant was award in the amount of \$7,500 in support of the Child Advocacy Clinic The matching grant is to be paid when the University of San Francisco obtains a grant of \$7,500 from another foundation or individual before December 31, 2013.	\$7,500
10/14/2013	Juvenile Justice	Verity.Compassion.Safety Support [Fiscal sponsor: United Against Sexual Assault of Sonoma County] – Christine Castillo, Executive Director, 835 Piner Road, Suite D, Santa Rosa, CA 95403 – A grant was made in the amount of \$7,500 in support of the Youth Empowerment & Support Project	\$7,500
2/20/2013	Rural	The Volunteer Center of Calaveras County – Marti Crane, Executive Director, P. O. Box 196, San Andreas, CA 95249 – A grant was made in the amount of \$7,000 in support of its volunteer safety net of transportation and referrals to community resources.	\$7,000
7/24/2013	Incarceration	Volunteer Center of Santa Cruz County – Karen Delany, Executive Director, 1740 17th Avenue, Santa Cruz, CA 95062 – A grant was made in the amount of \$10,000 in support of incarcerated women and their families.	\$10,000
7/24/2013	Rural	The Watershed Research and Training Center – Nick Goulette, Executive Director, P. O. Box 356, Hayfork, CA 96041 – A grant was made in the amount of \$5,000 in support of the Indian Valley Summer Camp.	\$5,000
12/2/2013	Legal	The Watsonville Law Center – Sheryl Ainsworth, Co-Executive Director, 315 Main Street, Suite 207, Watsonville, CA 95076 – A grant was made in the amount of \$15,000 in support of the Economic Justice Partnership project.	\$15,000
10/14/2013	Discretionary Grant	The Welcome Ministry - Megan Rohrer, Executive Director, 1751 Sacramento St., San Francisco, CA 94109 - Feeding homeless and HIV individuals.	\$2,000

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4/24/2013	Legal	Western Regional Advocacy Project – Paul Boden, Executive Director, 2940 16th Street, Suite 200-2, San Francisco, CA 94103 – A grant was made in the amount of \$10,000 in support of the California Homeless Persons' Bill of Rights project.	\$10,000
12/11/2013	Discretionary Grant	Western Service Workers Association [Fiscal sponsor: National Equal Justice Association - Jennifer Lovewell, Operations Manager, 1141 Peralta Street, Oakland, CA 94607 - Holiday campaign	\$2,500
7/24/2013	Juvenile Justice	Wildlife Associates [Fiscal sponsor: Conservation Earth, Inc /Wildlife Associates] – Steve Karlin, Executive Director, P. O. Box 3098, Half Moon Bay, CA 94019 – A grant was made in the amount of \$10,000 in support of the Juvenile Detention Center Young Women's Program.	\$10,000
12/2/2013	Incarceration	Women's Foundation of California – Judy Patrick, Executive Director, 340 Pine Street, Suite 302, San Francisco, CA 94104 – A grant was made in the amount of \$15,000 in support of the Reduce Women's Incarceration project	\$15,000
7/24/2013	Incarceration	Yardtime Literary Program [Fiscal sponsor: Intersection] – Keith & Kent Zimmerman, Executive Directors, 3171 Monterey Blvd , Oakland, CA 94602 – A grant was made in the amount of \$7,500 in support of the Yardtime Literary Program.	\$7,500
10/14/2013	Discretionary Grant	Yolo Interfaith Immigration Network - Alison Pease, Board President, P O Box 74295, Davis, CA 95616 - Migrant workers.	\$2,500
1/16/2013	Juvenile Justice	Youth ALIVE! - Anne Marks, Executive Director, 3300 Elm Street, Oakland, CA 94609 - A grant was awarded in the amount of \$10,000 in support of Caught in the Crossfire violence intervention program.	\$10,000
1/16/2013	Juvenile Justice	Youth in Arts - Miko Lee, Executive Director, 917 C Street, San Rafael, CA 94901 - A matching grant was awarded in the amount of \$10,000 in support of the Intensive Arts Mentorship program. The matching grant is to be paid when Youth in Arts obtains a grant of \$15,000 from another foundation or individual before December 31, 2013.	\$10,000
2/20/2013	Legal	Youth Law Center – Carole Shauffer, Executive Director, 200 Pine Street, Suite 300, San Francisco, CA 94104 – The third year of a three-year grant in the amount of \$20,000 was awarded to Youth Law Center.	\$20,000
TOTAL			\$1,995,000

van Loben Sels/RembeRock Foundation

STATEMENT 16
FORM 990-PF
SUPPLEMENTAL INFORMATION

Reconciliation of Revenue per Audited Financial Statements with Revenue Reported on Form 990-PF, Return of Private Foundation	
Total revenue per audited financial statements	4,359,180
Amounts included on Form 990-PF, but not included as revenue in the audited financial statements	-
Amounts included in the audited financial statements but not included in line 12, column (a), Form 990-PF	
Investment related expenses	104,490
Net unrealized gains on investments	(2,865,714)
Cash to accrual adjustments	
Investment income	4,627
Provision for excise tax	103,586
Total revenue per line 12, column (a), Form 990-PF	1,706,170

Reconciliation of Expenses per Audited Financial Statements with Expenses Reported on Form 990-PF, Return of Private Foundation	
Total expenses per audited financial statements	2,326,364
Amounts included on Form 990-PF, but not included as expense in the audited financial statements	
Investment related fees	104,490
Amounts included in the audited financial statements but not included in line 26, column (a), Form 990-PF	
Cash to accrual adjustments	
Program expenses	-
General and administrative expenses	837
Total expenses per line 26, column (a), Form 990-PF	2,431,691

- If you are filing for an **Additional (Not Automatic) 3-Month Extension**, complete only **Part II** and check this box ☒ **X**
- Note.** Only complete Part II if you have already been granted an automatic 3-month extension on a previously filed Form 8868.
- If you are filing for an **Automatic 3-Month Extension**, complete only **Part I** (on page 1)

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

Enter filer's identifying number, see instructions

Type or print File by the extended due date for filing your return. See instructions.	Name of exempt organization or other filer, see instructions	Employer identification number (EIN) or
	van Loben Sels/RembeRock Foundation	94-6109309
	Number, street, and room or suite number. If a P.O. box, see instructions	Social security number (SSN)
	131 Steuart Street #301	
	City, town or post office, state, and ZIP code. For a foreign address, see instructions	
	San Francisco, CA 94105	

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

04

Application Is For	Return Code	Application Is For	Return Code
Form 990 or Form 990-EZ	01		
Form 990-BL	02	Form 1041-A	08
Form 4720 (individual)	03	Form 4720 (other than individual)	09
Form 990-PF	04	Form 5227	10
Form 990-T (section 401(a) or 408(a) trust)	05	Form 6069	11
Form 990-T (trust other than above)	06	Form 8870	12

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

- The books are in care of ▶ Mel Varrelman
Telephone No ▶ 415-512-0500 Fax No ▶ _____
- If the organization does not have an office or place of business in the United States, check this box ☐
- If this is for a Group Return, enter the organization's four digit Group Exemption Number (GEN) _____ If this is for the whole group, check this box ☐ If it is for part of the group, check this box ☐ and attach a list with the names and EINs of all members the extension is for

- 4 I request an additional 3-month extension of time until 11/15, 20 14.
- 5 For calendar year 2013, or other tax year beginning _____, 20 _____, and ending _____, 20 _____.
- 6 If the tax year entered in line 5 is for less than 12 months, check reason: ☐ Initial return ☐ Final return ☐ Change in accounting period

7 State in detail why you need the extension The Foundation requires additional time to gather the information necessary to file a complete and accurate return.

8a If this application is for Forms 990-BL, 990-PF, 990-T, 4720, or 6069, enter the tentative tax, less any nonrefundable credits. See instructions.	8a \$	31,679.
8b If this application is for Forms 990-PF, 990-T, 4720, or 6069, enter any refundable credits and estimated tax payments made. Include any prior year overpayment allowed as a credit and any amount paid previously with Form 8868.	8b \$	35,168.
8c Balance due. Subtract line 8b from line 8a. Include your payment with this form, if required, by using EFTPS (Electronic Federal Tax Payment System). See instructions.	8c \$	0.

Signature and Verification must be completed for Part II only.

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

Signature ▶ [Signature] Title ▶ FA Date ▶ 8/12/14

BAA

FIF20502L 12/31/13

Form 8868 (Rev 1-2014)

**Application for Extension of Time To File an
Exempt Organization Return**► **File a separate application for each return.**► **Information about Form 8868 and its instructions is at www.irs.gov/form8868.**

OMB No. 1545-1709

- If you are filing for an **Automatic 3-Month Extension**, complete only **Part I** and check this box ☒
- If you are filing for an **Additional (Not Automatic) 3-Month Extension**, complete only **Part II** (on page 2 of this form).

Do not complete Part II unless you have already been granted an automatic 3-month extension on a previously filed Form 8868.

Electronic filing (e-file). You can electronically file Form 8868 if you need a 3-month automatic extension of time to file (6 months for a corporation required to file Form 990-T), or an additional (not automatic) 3-month extension of time. You can electronically file Form 8868 to request an extension of time to file any of the forms listed in Part I or Part II with the exception of Form 8870, Information Return for Transfers Associated With Certain Personal Benefit Contracts, which must be sent to the IRS in paper format (see instructions). For more details on the electronic filing of this form, visit www.irs.gov/efile and click on *e-file for Charities & Nonprofits*.

Part I Automatic 3-Month Extension of Time. Only submit original (no copies needed).A corporation required to file Form 990-T and requesting an automatic 6-month extension — check this box and complete Part I only ☐

All other corporations (including 1120-C filers), partnerships, REMICs, and trusts must use Form 7004 to request an extension of time to file income tax returns

Enter filer's identifying number, see instructions

Type or print File by the due date for filing your return. See instructions.	Name of exempt organization or other filer, see instructions	Employer identification number (EIN) or
	van Loben Sels/RembeRock Foundation	94-6109309
	Number, street, and room or suite number. If a P.O. box, see instructions	Social security number (SSN)
	131 Steuart Street #301	
	City, town or post office, state, and ZIP code. For a foreign address, see instructions	
	San Francisco, CA 94105	

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

04

Application Is For	Return Code	Application Is For	Return Code
Form 990 or Form 990-EZ	01	Form 990-T (corporation)	07
Form 990-BL	02	Form 1041-A	08
Form 4720 (individual)	03	Form 4720 (other than individual)	09
Form 990-PF	04	Form 5227	10
Form 990-T (section 401(a) or 408(a) trust)	05	Form 6069	11
Form 990-T (trust other than above)	06	Form 8870	12

- The books are in the care of ► Rebecca Rosenbloom

Telephone No. ► 415-512-0500 Fax No. ► _____

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

1 I request an automatic 3-month (6 months for a corporation required to file Form 990-T) extension of time until 8/15, 2014, to file the exempt organization return for the organization named above.
The extension is for the organization's return for:

- ☒ calendar year 2013 or
- ☐ tax year beginning _____, 20____, and ending _____, 20____.

2 If the tax year entered in line 1 is for less than 12 months, check reason: ☐ Initial return ☐ Final return
☐ Change in accounting period

3a If this application is for Forms 990-BL, 990-PF, 990-T, 4720, or 6069, enter the tentative tax, less any nonrefundable credits. See instructions.	3a	\$ 35,168.
b If this application is for Forms 990-PF, 990-T, 4720, or 6069, enter any refundable credits and estimated tax payments made. Include any prior year overpayment allowed as a credit.	3b	\$ 35,168.
c Balance due. Subtract line 3b from line 3a. Include your payment with this form, if required, by using EFTPS (Electronic Federal Tax Payment System). See instructions.	3c	\$ 0.

Caution. If you are going to make an electronic funds withdrawal (direct debit) with this Form 8868, see Form 8453-EO and Form 8879-EO for payment instructions.