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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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OMB No 1545-0052

2013

Open to Public Inspection

For calendar year 2013, or tax year beginning 10-01-2013 , and ending 09-30-2014

Name of foundation WARSH MOTT LEGACY		A Employer identification number 68-0049658	
Number and street (or P O box number if mail is not delivered to street address) 469 BOHEMIAN HIGHWAY		Room/suite	B Telephone number (see instructions) (707) 874-2942
City or town, state or province, country, and ZIP or foreign postal code FREESTONE, CA 954729579		C If exemption application is pending, check here ▶ ☐	
G Check all that apply ☐ Initial return ☐ Final return ☐ Address change ☐ Initial return of a former public charity ☐ Amended return ☐ 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)▶\$ 28,536,961		F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here ▶ ☐	
J Accounting method ☒ Cash ☐ Accrual ☐ Other (specify) _____ (Part I, column (d) must be on cash basis.)			

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)	0			
	2 Check ▶ ☒ if the foundation is not required to attach Sch B				
	3 Interest on savings and temporary cash investments	86	86		
	4 Dividends and interest from securities.	447,232	447,232		
	5a Gross rents				
	b Net rental income or (loss) _____				
	6a Net gain or (loss) from sale of assets not on line 10	1,007,325			
	b Gross sales price for all assets on line 6a 9,327,794				
	7 Capital gain net income (from Part IV, line 2) . . .		1,007,325		
	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)				
	12 Total. Add lines 1 through 11	1,454,643	1,454,643	0	
	13 Compensation of officers, directors, trustees, etc	68,367	1,705	0	67,028
	14 Other employee salaries and wages	149,049	173	0	148,876
	15 Pension plans, employee benefits	54,060	348	0	53,712
	16a Legal fees (attach schedule)				
	b Accounting fees (attach schedule)	 12,780	0	0	12,780
	c Other professional fees (attach schedule)	 42,662	38,030	0	4,632
	17 Interest				
	18 Taxes (attach schedule) (see instructions)	 54,761	10,915	0	16,846
	19 Depreciation (attach schedule) and depletion . . .				
	20 Occupancy	8,092	0	0	8,092
	21 Travel, conferences, and meetings	32,521	0	0	32,597
	22 Printing and publications	1,710	0	0	1,710
	23 Other expenses (attach schedule)	 85,421	70,664	0	14,757
	24 Total operating and administrative expenses. Add lines 13 through 23	509,423	121,835	0	361,030
	25 Contributions, gifts, grants paid	1,017,437			1,017,437
	26 Total expenses and disbursements. Add lines 24 and 25	1,526,860	121,835	0	1,378,467
	27 Subtract line 26 from line 12				
	a Excess of revenue over expenses and disbursements	-72,217			
	b Net investment income (if negative, enter -0-)		1,332,808		
	c Adjusted net income (if negative, enter -0-)			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	56,240	29,421	29,421
	2	Savings and temporary cash investments	411,436	957,432	957,432
	3	Accounts receivable ▶ <u>27,983</u>			
		Less allowance for doubtful accounts ▶ _____	402	27,983	27,983
	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			
	10a	Investments—U S and state government obligations (attach schedule)			
	b	Investments—corporate stock (attach schedule)	13,760,123	☒ 13,437,992	17,727,659
	c	Investments—corporate bonds (attach schedule).	3,818,051	☒ 3,246,587	3,320,969
	11	Investments—land, buildings, and equipment basis ▶ _____			
	Less accumulated depreciation (attach schedule) ▶ _____				
12	Investments—mortgage loans				
13	Investments—other (attach schedule)	4,969,143	☒ 5,088,126	6,473,497	
14	Land, buildings, and equipment basis ▶ _____				
	Less accumulated depreciation (attach schedule) ▶ _____				
15	Other assets (describe ▶ _____)				
16	Total assets (to be completed by all filers—see the instructions Also, see page 1, item I)	23,015,395	22,787,541	28,536,961	
Liabilities	17	Accounts payable and accrued expenses			
	18	Grants payable			
	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 ▶ _____)	☒ 426,527	☒ 270,890	
	23	Total liabilities (add lines 17 through 22)	426,527	270,890	
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	2,567,576	2,567,576	
	28	Paid-in or capital surplus, or land, bldg , and equipment fund	0	0	
	29	Retained earnings, accumulated income, endowment, or other funds	20,021,292	19,949,075	
	30	Total net assets or fund balances (see page 17 of the instructions)	22,588,868	22,516,651	
	31	Total liabilities and net assets/fund balances (see page 17 of the instructions)	23,015,395	22,787,541	

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	22,588,868
2	Enter amount from Part I, line 27a	2	-72,217
3	Other increases not included in line 2 (itemize) ▶ _____	3	0
4	Add lines 1, 2, and 3	4	22,516,651
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	22,516,651

Part IV Capital Gains and Losses for Tax on Investment Income

(a) List and describe the kind(s) of property sold (e g , real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co)		(b) How acquired P—Purchase D—Donation	(c) Date acquired (mo , day, yr)	(d) Date sold (mo , day, yr)
1a	See Additional Data Table			
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 See Additional Data Table			
b			
c			
d			
e			

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(I) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
a See Additional Data Table			
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	1,007,325
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	1,449,409	25,582,366	0 056657
2011	2,139,761	24,723,367	0 086548
2010	1,666,510	26,208,322	0 063587
2009	1,820,135	24,423,449	0 074524
2008	1,669,477	21,080,042	0 079197

2	Total of line 1, column (d).	2	0 360513
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 072103
4	Enter the net value of noncharitable-use assets for 2013 from Part X, line 5.	4	28,133,264
5	Multiply line 4 by line 3.	5	2,028,493
6	Enter 1% of net investment income (1% of Part I, line 27b).	6	13,328
7	Add lines 5 and 6.	7	2,041,821
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	1,378,467

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	26,656
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	26,656
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	26,656
6 Credits/Payments			
a 2013 estimated tax payments and 2012 overpayment credited to 2013	6a	35,126	
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	35,126
8 Enter any penalty for underpayment of estimated tax Check here ☒ if Form 2220 is attached		8	
9 Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed		9	
10 Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid.		10	8,470
11 Enter the amount of line 10 to be Credited to 2014 estimated tax 8,470 Refunded		11	0

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	No
4a Did the foundation have unrelated business gross income of \$1,000 or more during the year?.		4a	No
b If "Yes," has it filed a tax return on Form 990-T for this year?.		4b	
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	Yes	
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application?	13	Yes	
Website address ▶ WWW.CSFUND.ORG				
14	The books are in care of ▶ ROXANNE TURNAGE Telephone no ▶ (707) 874-2942 Located at ▶ 469 BOHEMIAN HIGHWAY FREESTONE CA ZIP +4 ▶ 954729579			
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?	16	Yes	No
See instructions for exceptions and filing requirements for Form TD F 90-22.1. If "Yes", enter the name of the foreign country ▶				

Part VII-B

Statements Regarding Activities for Which Form 4720 May Be Required

File Form 4720 if any item is checked in the "Yes" column, unless an exception applies.			Yes	No
1a	During the year did the foundation (either directly or indirectly) (1) Engage in the sale or exchange, or leasing of property with a disqualified person? ☐ Yes ☒ No (2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person?. ☐ Yes ☒ No (3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? ☐ Yes ☒ No (4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? ☒ Yes ☐ No (5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)?. ☐ Yes ☒ No (6) Agree to pay money or property to a government official? (Exception. Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days). ☐ Yes ☒ No			
b	If any answer is "Yes" to 1a(1)–(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see page 20 of the instructions)?. . . Organizations relying on a current notice regarding disaster assistance check here. ▶ ☐	1b		No
c	Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2013?.	1c		No
2	Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5))			
a	At the end of tax year 2013, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2013?. ☐ 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))?

YesNo

(2)

Influence the outcome of any specific public election (see section 4955), or to carry on, directly or indirectly, any voter registration drive?

YesNo

(3)

Provide a grant to an individual for travel, study, or other similar purposes?

YesNo

(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).

YesNo

(5)

Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals?

YesNo

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?

YesNo

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?

YesNo

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?

YesNo

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

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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	21,815,855
b	Average of monthly cash balances.	1b	1,002,682
c	Fair market value of all other assets (see instructions).	1c	5,743,152
d	Total (add lines 1a, b, and c).	1d	28,561,689
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	28,561,689
4	Cash deemed held for charitable activities Enter 1 1/2% of line 3 (for greater amount, see instructions).	4	428,425
5	Net value of noncharitable-use assets. Subtract line 4 from line 3 Enter here and on Part V, line 4	5	28,133,264
6	Minimum investment return. Enter 5% of line 5.	6	1,406,663

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	1,406,663
2a	Tax on investment income for 2013 from Part VI, line 5.	2a	26,656
b	Income tax for 2013 (This does not include the tax from Part VI).	2b	
c	Add lines 2a and 2b.	2c	26,656
3	Distributable amount before adjustments Subtract line 2c from line 1.	3	1,380,007
4	Recoveries of amounts treated as qualifying distributions.	4	0
5	Add lines 3 and 4.	5	1,380,007
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	1,380,007

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	1,378,467
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	1,378,467
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	1,378,467
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			
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. 36,566			
b		From 2009. 607,093			
c		From 2010. 384,932			
d		From 2011. 916,609			
e		From 2012. 196,657			
f		Total of lines 3a through e. 2,141,857			
4		Qualifying distributions for 2013 from Part XII, line 4 ▶ \$ 1,378,467			
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. 1,378,467			
e		Remaining amount distributed out of corpus 0			
5		Excess distributions carryover applied to 2013 1,540 1,540			
		(If an amount appears in column (d), the same amount must be shown in column (a).)			
6		Enter the net total of each column as indicated below:			
a		Corpus Add lines 3f, 4c, and 4e Subtract line 5 2,140,317			
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). . . . 35,026			
9		Excess distributions carryover to 2014. Subtract lines 7 and 8 from line 6a 2,105,291			
10		Analysis of line 9			
a		Excess from 2009. 607,093			
b		Excess from 2010. 384,932			
c		Excess from 2011. 916,609			
d		Excess from 2012. 196,657			
e		Excess from 2013.			

Part XIVPrivate 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) ☐ 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 XVSupplementary 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))

MARYANNE MOTT

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

ROXANNE TURNAGE
469 BOHEMIAN HIGHWAY
FREESTONE, CA 954729579
(707) 874-2942

b

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

SEE STATEMENT 15

c

Any submission deadlines

SEE STATEMENT 15

d

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

SEE STATEMENT 15

Form 990-PF (2013)

Part XV

Supplementary Information (continued)

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

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a Paid during the year See Additional Data Table				
Total			3a	1,017,437
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

1a(1)

Cash.

1a(2)

Other assets.

b

Other transactions

1b(1)

Sales of assets to a noncharitable exempt organization.

1b(2)

Purchases of assets from a noncharitable exempt organization.

1b(3)

Rental of facilities, equipment, or other assets.

1b(4)

Reimbursement arrangements.

1b(5)

Loans or loan guarantees.

1b(6)

Performance of services or membership or fundraising solicitations.

c

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

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.

Yes

No

(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

1

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

2015-05-13

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

PAUL VALACAK

Preparer's Signature

Date

Check if self-employed

PTIN

P00118036

Firm's name

MFO EFILING SERVICES CO

Firm's EIN

20-1597091

Firm's address

111 E COURT STREET SUITE 3D FLINT, MI 485021649

Phone no

(810) 767-0136

Form 990-PF (2013)

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns a - d

(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)
196 002 VANGUARD FIXED INCOME SECS FD STRM INVGRA AD VFSUX	P	2013-04-30	2014-03-21
213 316 VANGUARD FIXED INCOME SECS FD STRM INVGRA AD VFSUX	P	2013-03-28	2014-03-21
62 74 VANGUARD FIXED INCOME SECS FD STRM INVGRA AD VFSUX	P	2013-03-28	2014-03-21
211 725 VANGUARD FIXED INCOME SECS FD STRM INVGRA AD VFSUX	P	2013-03-28	2014-03-21
64675 694 VANGUARD FIXED INCOME SECS FD STRM INVGRA AD VFSUX	P	2013-05-30	2014-03-21
846 21 VANGUARD FIXED INCOME SECS FD HIYLD CORP ADM VWEAX	P	2013-04-30	2014-04-03
814 827 VANGUARD FIXED INCOME SECS FD HIYLD CORP ADM VWEAX	P	2014-02-28	2014-04-03
884 436 VANGUARD FIXED INCOME SECS FD HIYLD CORP ADM VWEAX	P	2013-05-31	2014-04-03
889 504 VANGUARD FIXED INCOME SECS FD HIYLD CORP ADM VWEAX	P	2013-03-28	2014-04-03
900 598 VANGUARD FIXED INCOME SECS FD HIYLD CORP ADM VWEAX	P	2013-01-31	2014-04-03
896 689 VANGUARD FIXED INCOME SECS FD HIYLD CORP ADM VWEAX	P	2014-03-31	2014-04-03
901 706 VANGUARD FIXED INCOME SECS FD HIYLD CORP ADM VWEAX	P	2012-12-31	2014-04-03
811 149 VANGUARD FIXED INCOME SECS FD HIYLD CORP ADM VWEAX	P	2013-02-28	2014-04-03
879 266 VANGUARD FIXED INCOME SECS FD HIYLD CORP ADM VWEAX	P	2012-11-30	2014-04-03
903 119 VANGUARD FIXED INCOME SECS FD HIYLD CORP ADM VWEAX	P	2012-10-31	2014-04-03
872 63 VANGUARD FIXED INCOME SECS FD HIYLD CORP ADM VWEAX	P	2012-09-28	2014-04-03
908 91 VANGUARD FIXED INCOME SECS FD HIYLD CORP ADM VWEAX	P	2012-08-31	2014-04-03
921 77 VANGUARD FIXED INCOME SECS FD HIYLD CORP ADM VWEAX	P	2012-07-31	2014-04-03
870 858 VANGUARD FIXED INCOME SECS FD HIYLD CORP ADM VWEAX	P	2012-02-29	2014-04-03
899 6 VANGUARD FIXED INCOME SECS FD HIYLD CORP ADM VWEAX	P	2012-04-30	2014-04-03
893 395 VANGUARD FIXED INCOME SECS FD HIYLD CORP ADM VWEAX	P	2012-06-29	2014-04-03
910 874 VANGUARD FIXED INCOME SECS FD HIYLD CORP ADM VWEAX	P	2011-04-29	2014-04-03
941 619 VANGUARD FIXED INCOME SECS FD HIYLD CORP ADM VWEAX	P	2011-05-31	2014-04-03
8561 644 VANGUARD FIXED INCOME SECS FD HIYLD CORP ADM VWEAX	P	2008-05-08	2014-04-03
939 279 VANGUARD FIXED INCOME SECS FD HIYLD CORP ADM VWEAX	P	2012-03-30	2014-04-03
44 167 VANGUARD FIXED INCOME SECS FD HIYLD CORP ADM VWEAX	P	2008-04-30	2014-04-03
878 582 VANGUARD FIXED INCOME SECS FD HIYLD CORP ADM VWEAX	P	2011-02-28	2014-04-03
944 194 VANGUARD FIXED INCOME SECS FD HIYLD CORP ADM VWEAX	P	2011-07-29	2014-04-03
957 338 VANGUARD FIXED INCOME SECS FD HIYLD CORP ADM VWEAX	P	2012-01-31	2014-04-03
994 091 VANGUARD FIXED INCOME SECS FD HIYLD CORP ADM VWEAX	P	2011-03-31	2014-04-03

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935 603 VANGUARD FIXED INCOME SECS FD HIYLD CORP ADM VWEAX	P	2010-10-29	2014-04-03
927 791 VANGUARD FIXED INCOME SECS FD HIYLD CORP ADM VWEAX	P	2011-01-31	2014-04-03
947 458 VANGUARD FIXED INCOME SECS FD HIYLD CORP ADM VWEAX	P	2012-05-31	2014-04-03
87 024 VANGUARD FIXED INCOME SECS FD HIYLD CORP ADM VWEAX	P	2008-05-30	2014-04-03
935 984 VANGUARD FIXED INCOME SECS FD HIYLD CORP ADM VWEAX	P	2011-06-30	2014-04-03
977 052 VANGUARD FIXED INCOME SECS FD HIYLD CORP ADM VWEAX	P	2011-10-31	2014-04-03
908 911 VANGUARD FIXED INCOME SECS FD HIYLD CORP ADM VWEAX	P	2010-09-30	2014-04-03
944 821 VANGUARD FIXED INCOME SECS FD HIYLD CORP ADM VWEAX	P	2010-12-31	2014-04-03
971 67 VANGUARD FIXED INCOME SECS FD HIYLD CORP ADM VWEAX	P	2011-12-30	2014-04-03
921 618 VANGUARD FIXED INCOME SECS FD HIYLD CORP ADM VWEAX	P	2010-11-30	2014-04-03
27 221 VANGUARD FIXED INCOME SECS FD HIYLD CORP ADM VWEAX	P	2008-03-31	2014-04-03
7117 438 VANGUARD FIXED INCOME SECS FD HIYLD CORP ADM VWEAX	P	2008-03-13	2014-04-03
937 714 VANGUARD FIXED INCOME SECS FD HIYLD CORP ADM VWEAX	P	2010-04-30	2014-04-03
970 509 VANGUARD FIXED INCOME SECS FD HIYLD CORP ADM VWEAX	P	2010-07-30	2014-04-03
989 257 VANGUARD FIXED INCOME SECS FD HIYLD CORP ADM VWEAX	P	2011-08-31	2014-04-03
966 835 VANGUARD FIXED INCOME SECS FD HIYLD CORP ADM VWEAX	P	2010-08-31	2014-04-03
962 734 VANGUARD FIXED INCOME SECS FD HIYLD CORP ADM VWEAX	P	2011-11-30	2014-04-03
103 014 VANGUARD FIXED INCOME SECS FD HIYLD CORP ADM VWEAX	P	2008-06-30	2014-04-03
974 074 VANGUARD FIXED INCOME SECS FD HIYLD CORP ADM VWEAX	P	2010-03-31	2014-04-03
937 867 VANGUARD FIXED INCOME SECS FD HIYLD CORP ADM VWEAX	P	2010-01-29	2014-04-03
994 408 VANGUARD FIXED INCOME SECS FD HIYLD CORP ADM VWEAX	P	2009-12-31	2014-04-03
438 696 VANGUARD FIXED INCOME SECS FD HIYLD CORP ADM VWEAX	P	2008-08-29	2014-04-03
107 712 VANGUARD FIXED INCOME SECS FD HIYLD CORP ADM VWEAX	P	2008-07-31	2014-04-03
984 958 VANGUARD FIXED INCOME SECS FD HIYLD CORP ADM VWEAX	P	2011-09-30	2014-04-03
1309 657 VANGUARD FIXED INCOME SECS FD HIYLD CORP ADM VWEAX	P	2008-08-20	2014-04-03
58380 104 VANGUARD FIXED INCOME SECS FD STRM INVGRA AD VFSUX	P	2013-05-30	2014-04-03
321 515 VANGUARD FIXED INCOME SECS FD STRM INVGRA AD VFSUX	P	2013-05-30	2014-04-03
209 019 VANGUARD FIXED INCOME SECS FD STRM INVGRA AD VFSUX	P	2013-05-31	2014-04-03
442 615 VANGUARD FIXED INCOME SECS FD STRM INVGRA AD VFSUX	P	2013-11-29	2014-04-03
417 135 VANGUARD FIXED INCOME SECS FD STRM INVGRA AD VFSUX	P	2014-02-28	2014-04-03

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns a - d

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459 278 VANGUARD FIXED INCOME SECS FD STRM INVGRA AD VFSUX	P	2013-10-31	2014-04-03
460 104 VANGUARD FIXED INCOME SECS FD STRM INVGRA AD VFSUX	P	2014-01-31	2014-04-03
464 716 VANGUARD FIXED INCOME SECS FD STRM INVGRA AD VFSUX	P	2013-12-17	2014-04-03
427 056 VANGUARD FIXED INCOME SECS FD STRM INVGRA AD VFSUX	P	2014-03-31	2014-04-03
55 605 VANGUARD FIXED INCOME SECS FD STRM INVGRA AD VFSUX	P	2014-03-31	2014-04-03
51051 952 VANGUARD FIXED INCOME SECS FD STRM INVGRA AD VFSUX	P	2003-03-07	2014-04-03
239 367 VANGUARD FIXED INCOME SECS FD STRM INVGRA AD VFSUX	P	2012-10-31	2014-04-03
227 921 VANGUARD FIXED INCOME SECS FD STRM INVGRA AD VFSUX	P	2012-11-30	2014-04-03
250 559 VANGUARD FIXED INCOME SECS FD STRM INVGRA AD VFSUX	P	2012-09-28	2014-04-03
277 631 VANGUARD FIXED INCOME SECS FD STRM INVGRA AD VFSUX	P	2012-08-31	2014-04-03
397 211 VANGUARD FIXED INCOME SECS FD STRM INVGRA AD VFSUX	P	2012-12-28	2014-04-03
173 78 VANGUARD FIXED INCOME SECS FD STRM INVGRA AD VFSUX	P	2012-12-28	2014-04-03
227 4 VANGUARD FIXED INCOME SECS FD STRM INVGRA AD VFSUX	P	2012-12-31	2014-04-03
194 639 VANGUARD FIXED INCOME SECS FD STRM INVGRA AD VFSUX	P	2013-02-28	2014-04-03
220 287 VANGUARD FIXED INCOME SECS FD STRM INVGRA AD VFSUX	P	2013-01-31	2014-04-03
279 427 VANGUARD FIXED INCOME SECS FD STRM INVGRA AD VFSUX	P	2012-07-31	2014-04-03
1054 022 VANGUARD FIXED INCOME SECS FD STRM INVGRA AD VFSUX	P	2012-08-16	2014-04-03
VANGUARD WASH SALES ADJUSTMENT	P	2014-09-30	2014-09-30
300 AUTODESK INC COM ADSK	P	2012-09-11	2013-10-01
1200 AUTODESK INC COM ADSK	P	2011-08-26	2013-10-01
1200 AUTODESK INC COM ADSK	P	2011-08-23	2013-10-01
1050 EBAY INC COM EBAY	P	2010-10-28	2013-10-01
600 EBAY INC COM EBAY	P	2010-11-30	2013-10-01
550 AMER EXPRESS COMPANY AXP	P	2009-09-22	2013-10-25
900 WASTE MANAGEMENT INC NEW WM	P	2010-04-21	2013-10-25
250 UNITED TECHS CORP COM UTX	P	2008-10-14	2013-10-25
300 DU PONT E I DE NEMOURS DD	P	2005-09-21	2013-10-25
700 BARRICK GOLD CORP COM ABX	P	2011-02-22	2013-11-13
600 BARRICK GOLD CORP COM ABX	P	2011-02-25	2013-11-13
600 BARRICK GOLD CORP COM ABX	P	2011-03-15	2013-11-13

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns a - d

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800 BARRICK GOLD CORP COM ABX	P	2011-06-07	2013-11-13
750 BARRICK GOLD CORP COM ABX	P	2012-09-11	2013-11-13
995 SOLARCITY CORPORATION SCTY	P	2007-08-10	2013-11-19
500 MOSAIC CO NEW COM MOS	P	2009-09-22	2014-01-15
1800 WEATHERFORD INTL LTD WFT	P	2011-03-02	2014-01-15
300 WEATHERFORD INTL LTD WFT	P	2010-02-03	2014-01-15
2600 WEATHERFORD INTL LTD WFT	P	2010-02-04	2014-01-15
1050 MOSAIC CO NEW COM MOS	P	2009-09-22	2014-01-17
350 AT&T INC T	P	2010-03-26	2014-01-17
1000 AT&T INC T	P	2009-06-23	2014-01-17
1100 AT&T INC T	P	2003-10-08	2014-01-17
1250 DARDEN RESTAURANTS INC DRI	P	2013-03-26	2014-02-07
200 GOLDMAN SACHS GROUP INC GS	P	2013-08-07	2014-03-21
200 GOLDMAN SACHS GROUP INC GS	P	2013-06-20	2014-03-21
948 SOLARCITY CORPORATION SCTY	P	2007-08-10	2014-05-12
100 BLACKROCK INC BLK	P	2012-10-19	2014-06-13
250 ORACLE CORP ORCL	P	2014-02-20	2014-06-13
250 CVS/CAREMARK CORP CVS	P	2009-09-22	2014-06-13
750 WASTE MANAGEMENT INC NEW WM	P	2010-08-24	2014-06-13
350 COCA COLA COM KO	P	2008-07-30	2014-06-13
100 JOHNSON AND JOHNSON COM JNJ	P	2009-09-22	2014-06-13
1850 REGAL ENTMT GROUP CL A RGC	P	2010-05-10	2014-06-13
1100 FRANKLIN RES INC BEN	P	2009-09-22	2014-06-16
470 SOLARCITY CORPORATION SCTY	P	2007-08-10	2014-06-24
150 PEPSICO INC PEP	P	2009-12-09	2014-07-07
100 PEPSICO INC PEP	P	2009-08-13	2014-07-07
350 AGRIUM INC AGU	P	2013-06-07	2014-07-09
350 AGRIUM INC AGU	P	2013-08-09	2014-07-09
350 NORFOLK SOUTHERN CORP NSC	P	2012-05-31	2014-07-21
100 MCDONALDS CORP COM MCD	P	2011-02-22	2014-07-21

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200 PROCTER & GAMBLE CO PG	P	2009-09-22	2014-07-21
471 SOLARCITY CORPORATION SCTY	P	2007-08-10	2014-07-25
470 SOLARCITY CORPORATION SCTY	P	2007-08-10	2014-08-05
350 MCDONALDS CORP COM MCD	P	2011-02-22	2014-08-20
700 TRANSOCEAN LTD RIG	P	2012-09-11	2014-08-22
500 TRANSOCEAN LTD RIG	P	2008-10-17	2014-08-22
1195 FREEPORT-MCMORAN COPPER & GOLD COM FCX	P	2009-09-22	2014-09-03
5 FREEPORT-MCMORAN COPPER & GOLD COM FCX	P	2010-05-03	2014-09-03
300 FREEPORT-MCMORAN COPPER & GOLD COM FCX	P	2011-09-26	2014-09-03
400 FREEPORT-MCMORAN COPPER & GOLD COM FCX	P	2012-05-21	2014-09-03
471 SOLARCITY CORPORATION SCTY	P	2007-08-10	2014-09-17
937 414 VANGUARD INDEX FDS 500 ADMIRAL VFIAX	P	2013-05-28	2014-07-10
38 772 VANGUARD ADMIRAL REIT INDEX FUND VGSLX	P	2012-09-21	2014-07-14
59 713 VANGUARD ADMIRAL REIT INDEX FUND VGSLX	P	2012-12-21	2014-07-14
39 822 VANGUARD ADMIRAL REIT INDEX FUND VGSLX	P	2012-06-22	2014-07-14
38 407 VANGUARD ADMIRAL REIT INDEX FUND VGSLX	P	2012-03-23	2014-07-14
39 666 VANGUARD ADMIRAL REIT INDEX FUND VGSLX	P	2011-06-23	2014-07-14
52 593 VANGUARD ADMIRAL REIT INDEX FUND VGSLX	P	2011-12-22	2014-07-14
33 648 VANGUARD ADMIRAL REIT INDEX FUND VGSLX	P	2011-03-24	2014-07-14
49 76 VANGUARD ADMIRAL REIT INDEX FUND VGSLX	P	2010-12-23	2014-07-14
40 692 VANGUARD ADMIRAL REIT INDEX FUND VGSLX	P	2010-09-23	2014-07-14
45 586 VANGUARD ADMIRAL REIT INDEX FUND VGSLX	P	2011-09-22	2014-07-14
33 375 VANGUARD ADMIRAL REIT INDEX FUND VGSLX	P	2010-03-24	2014-07-14
38 386 VANGUARD ADMIRAL REIT INDEX FUND VGSLX	P	2013-03-21	2014-07-14
42 596 VANGUARD ADMIRAL REIT INDEX FUND VGSLX	P	2010-06-23	2014-07-14
47 852 VANGUARD ADMIRAL REIT INDEX FUND VGSLX	P	2013-06-21	2014-07-14
56 616 VANGUARD ADMIRAL REIT INDEX FUND VGSLX	P	2009-12-23	2014-07-14
17 733 VANGUARD ADMIRAL REIT INDEX FUND VGSLX	P	2009-09-23	2014-07-14
22 133 VANGUARD ADMIRAL REIT INDEX FUND VGSLX	P	2011-12-31	2014-07-14
9017 132 TEMPLETON INSTL FOREIGN EQUITY SERIES CL IN TFEQX	P	2008-01-28	2013-10-10

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1727 116 TEMPLETON INSTL FOREIGN EQUITY SERIES CL IN TFEQX	P	2008-01-28	2014-07-10
-10000 CROSSLINK VI VENTURE FUND - CAPITAL COMMITMENT DCN310420	P	2012-09-30	2014-03-18
8230 453 STEELPATH MLP SELECT 40 CL I OSPSX	P	2012-02-06	2014-01-14
1318 746 STEELPATH MLP SELECT 40 CL I OSPSX	P	2013-05-08	2014-07-10
20919 949 STEELPATH MLP SELECT 40 CL I OSPSX	P	2013-01-28	2014-07-10
19011 VANGUARD ARBITRAGE FUND "I" SHARES ARBNX	P	2011-12-20	2014-06-19
5331 VANGUARD ARBITRAGE FUND "I" SHARES ARBNX	P	2012-08-22	2014-06-19
10 VANGUARD ARBITRAGE FUND "I" SHARES ARBNX	P	2011-12-20	2014-06-19
1188 VANGUARD ARBITRAGE FUND "I" SHARES ARBNX	P	2011-12-20	2014-06-19
28384 VANGUARD ARBITRAGE FUND "I" SHARES ARBNX	P	2010-08-05	2014-06-19
VANGUARD ARBITRAGE FUND "I" SHARES ARBNX	P	2011-01-03	2014-06-19
54 VANGUARD ARBITRAGE FUND "I" SHARES ARBNX	P	2011-01-03	2014-06-19
605 VANGUARD ARBITRAGE FUND "I" SHARES ARBNX	P	2011-01-03	2014-06-19
1111 VANGUARD ARBITRAGE FUND "I" SHARES ARBNX	P	2012-12-19	2014-06-19
548 VANGUARD ARBITRAGE FUND "I" SHARES ARBNX	P	2012-12-20	2014-06-19
250 VANGUARD ARBITRAGE FUND "I" SHARES ARBNX	P	2013-12-20	2014-06-19
QUEST SOFTWARE INC QSFTOLD	P	2011-09-18	2013-10-01
MAXIM INTEGRATED PRODS INC MXIM	P	2011-11-26	2013-10-01
JUNIPER NETWORKS, INC JNPR	P	2012-10-14	2013-10-15
WASHINGTON MUTUAL, INC WM_OLD	P	2012-10-27	2013-10-28
COMPUTER ASSOCIATES CA_OLD	P	2012-12-30	2013-12-31
RIVERSTONE NETWORKS INC RSTN	P	2013-01-02	2014-01-03
EL PASO CORPORATION EPOLD	P	2013-02-26	2014-02-27
WACHOVIA CORPORATION WBOLD	P	2013-03-24	2014-03-25
COUNTRYWIDE FINANCIAL CORPORATION CFCOLD	P	2013-08-19	2014-08-20
ROUNDING	P	2014-09-30	2014-09-30
CROSSLINK VENTURES V, L P - FROM SCH K-1	P		
CROSSLINK VENTURES V, L P - FROM SCH K-1	P		
CROSSLINK VENTURES VI, L P - FROM SCH K-1	P		
CROSSLINK VENTURES VI, L P - FROM SCH K-1	P		

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns a - d

(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)
DRAPER FISHER JURVETSON GROWTH FUND - FROM SCH K-1	P		
INTEGRAL CAPITAL PARTNERS VI - FROM SCH K-1	P		
MFO EQUITY FUND - FROM JOINT VENTURE	P		
MFO EQUITY FUND - FROM JOINT VENTURE	P		
MFO NORTHPOINTE FUND A - FROM JOINT VENTURE	P		
MFO NORTHPOINTE FUND A - FROM JOINT VENTURE	P		
MFO TOWLE FUND - FROM JOINT VENTURE	P		
MFO TOWLE FUND - FROM JOINT VENTURE	P		
MFO WESTFIELD FUND A - FROM JOINT VENTURE	P		
MFO WESTFIELD FUND A - FROM JOINT VENTURE	P		
WORLD ASSET MGMT INTL EQUITY FUND - FROM SCH K-1	P		
WORLD ASSET MGMT INTL EQUITY FUND - FROM SCH K-1	P		
WORLD ASSET MGMT INTL EQUITY FUND - FROM SCH K-1	P		
WORLD ASSET MGMT INTL EQUITY FUND - FROM SCH K-1	P		
CAPITAL GAINS DIVIDENDS	P		

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns e - h

(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)
2,099		2,123	-24
2,285		2,306	-21
672		678	-6
2,268		2,289	-21
692,677		696,557	-3,880
5,170		5,247	-77
4,979		4,995	-16
5,404		5,413	-9
5,435		5,453	-18
5,503		5,512	-9
5,479		5,479	0
5,509		5,509	0
4,956		4,956	0
5,372		5,328	44
5,518		5,464	54
5,332		5,253	79
5,553		5,435	118
5,632		5,494	138
5,321		5,138	183
5,497		5,281	216
5,459		5,244	215
5,565		5,338	227
5,753		5,518	235
52,312		50,000	2,312
5,739		5,485	254
270		257	13
5,368		5,113	255
5,769		5,495	274
5,849		5,572	277
6,074		5,766	308

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns e - h

(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)
5,717		5,417	300
5,669		5,363	306
5,789		5,476	313
532		502	30
5,719		5,401	318
5,970		5,589	381
5,553		5,181	372
5,773		5,385	388
5,937		5,529	408
5,631		5,216	415
166		154	12
43,488		40,000	3,488
5,729		5,270	459
5,930		5,435	495
6,044		5,540	504
5,907		5,395	512
5,882		5,362	520
629		573	56
5,952		5,416	536
5,730		5,140	590
6,076		5,439	637
2,680		2,395	285
658		588	70
6,018		5,378	640
8,002		7,138	864
625,835		628,754	-2,919
3,447		3,463	-16
2,241		2,251	-10
4,745		4,763	-18
4,472		4,557	-85

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns e - h

(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)
4,923		4,937	-14
4,932		4,942	-10
4,982		4,986	-4
4,578		4,647	-69
596		605	-9
547,277		561,650	-14,373
2,566		2,604	-38
2,443		2,480	-37
2,686		2,724	-38
2,976		3,010	-34
4,258		4,302	-44
1,863		1,882	-19
2,438		2,463	-25
2,087		2,108	-21
2,361		2,384	-23
2,995		3,021	-26
11,299		11,373	-74
156			156
12,138		9,665	2,473
48,553		31,922	16,631
48,553		30,052	18,501
58,564		30,812	27,752
33,465		17,498	15,967
44,946		18,797	26,149
39,051		31,702	7,349
26,747		13,656	13,091
18,429		11,671	6,758
12,609		36,178	-23,569
10,808		30,868	-20,060
10,808		29,526	-18,718

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns e - h

(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)
14,410		36,688	-22,278
13,510		30,013	-16,503
48,767		2,389	46,378
24,598		26,139	-1,541
26,189		38,337	-12,148
4,365		4,808	-443
37,829		40,121	-2,292
50,977		54,892	-3,915
11,803		9,241	2,562
33,723		24,535	9,188
37,095		24,431	12,664
59,559		63,097	-3,538
33,596		32,731	865
33,596		31,408	2,188
50,517		2,277	48,240
30,892		18,900	11,992
10,481		9,566	915
18,869		9,015	9,854
32,967		25,034	7,933
14,135		9,065	5,070
10,248		6,110	4,138
37,909		30,381	7,528
60,652		37,669	22,983
32,804		1,129	31,675
13,441		9,183	4,258
8,961		5,647	3,314
31,282		31,960	-678
31,282		29,949	1,333
37,129		23,141	13,988
9,790		7,626	2,164

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns e - h

(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)
16,002		11,423	4,579
33,806		1,131	32,675
33,529		1,129	32,400
32,920		26,693	6,227
26,521		52,646	-26,125
18,944		36,994	-18,050
42,162		46,510	-4,348
192		196	-4
10,589		9,985	604
14,118		12,929	1,189
32,017		1,131	30,886
170,000		143,884	26,116
4,170		3,584	586
6,422		5,482	940
4,283		3,510	773
4,131		3,363	768
4,266		3,250	1,016
5,656		4,264	1,392
3,619		2,664	955
5,352		3,780	1,572
4,376		2,912	1,464
4,903		3,253	1,650
3,589		2,304	1,285
4,128		2,635	1,493
4,581		2,914	1,667
5,146		3,136	2,010
6,089		3,579	2,510
1,907		1,041	866
2,380		1,226	1,154
200,000		233,363	-33,363

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns e - h

(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)
40,000		44,698	-4,698
10,000		10,000	0
100,000		86,857	13,143
17,790		14,472	3,318
282,210		216,453	65,757
247,529		250,000	-2,471
69,414		70,000	-586
127		127	0
15,471		15,507	-36
369,555		367,000	2,555
3		3	0
697		684	13
7,880		7,735	145
14,460		14,082	378
7,136		6,950	186
3,261		3,216	45
178			178
32			32
33			33
502			502
7			7
159			159
1			1
5			5
291			291
9			9
			-1,715
			-109,555
			-25
			552

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns e - h

(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)
			-14,218
269			269
5,411		5,389	22
37,622		36,573	1,049
1,509,696		1,403,939	105,757
603,550		463,482	140,068
137,092		141,712	-4,620
755,468		569,903	185,565
232,081		190,470	41,611
586,391		385,536	200,855
284		271	13
2,019		1,823	196
2,108			2,108
885			885
50,167			50,167

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns i - l

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) 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	
			-24
			-21
			-6
			-21
			-3,880
			-77
			-16
			-9
			-18
			-9
			0
			0
			0
			44
			54
			79
			118
			138
			183
			216
			215
			227
			235
			2,312
			254
			13
			255
			274
			277
			308

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns i - l

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) 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	
			300
			306
			313
			30
			318
			381
			372
			388
			408
			415
			12
			3,488
			459
			495
			504
			512
			520
			56
			536
			590
			637
			285
			70
			640
			864
			-2,919
			-16
			-10
			-18
			-85

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns i - l

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) 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	
			-14
			-10
			-4
			-69
			-9
			-14,373
			-38
			-37
			-38
			-34
			-44
			-19
			-25
			-21
			-23
			-26
			-74
			156
			2,473
			16,631
			18,501
			27,752
			15,967
			26,149
			7,349
			13,091
			6,758
			-23,569
			-20,060
			-18,718

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns i - l

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) 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	
			-22,278
			-16,503
			46,378
			-1,541
			-12,148
			-443
			-2,292
			-3,915
			2,562
			9,188
			12,664
			-3,538
			865
			2,188
			48,240
			11,992
			915
			9,854
			7,933
			5,070
			4,138
			7,528
			22,983
			31,675
			4,258
			3,314
			-678
			1,333
			13,988
			2,164

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns i - l

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) 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	
			4,579
			32,675
			32,400
			6,227
			-26,125
			-18,050
			-4,348
			-4
			604
			1,189
			30,886
			26,116
			586
			940
			773
			768
			1,016
			1,392
			955
			1,572
			1,464
			1,650
			1,285
			1,493
			1,667
			2,010
			2,510
			866
			1,154
			-33,363

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns i - l

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) 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	
			-4,698
			0
			13,143
			3,318
			65,757
			-2,471
			-586
			0
			-36
			2,555
			0
			13
			145
			378
			186
			45
			178
			32
			33
			502
			7
			159
			1
			5
			291
			9
			-1,715
			-109,555
			-25
			552

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns i - l

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) 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	
			-14,218
			269
			22
			1,049
			105,757
			140,068
			-4,620
			185,565
			41,611
			200,855
			13
			196
			2,108
			885
			50,167

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
ALLOCATION FROM RELATED EXEMPT	ENTITY , CS FUND 0 00	0	0	0
SEE STATEMENT 13 FOR EXPLANATION,CA 95472				
MARYANNE MOTT	TRUSTEE 4 00	0	0	0
469 BOHEMIAN HWY FREESTONE,CA 95472				
MICHAEL WARSH	PRESIDENT/TRUSTEE 4 00	6,080	0	0
469 BOHEMIAN HWY FREESTONE,CA 95472				
MARISE MEYNET STEWART	VP/TRUSTEE 2 00	1,293	0	0
469 BOHEMIAN HWY FREESTONE,CA 95472				
ROXANNE TURNAGE	EXECUTIVE DIRECTOR 20 00	57,100	15,093	0
469 BOHEMIAN HWY FREESTONE,CA 95472				
CORINNE MEADOWS-EFRAM	TRUSTEE 2 00	1,310	0	0
469 BOHEMIAN HWY FREESTONE,CA 95472				
TERESA ROBINSON	TREASURER/TRUSTEE 2 00	1,292	0	0
469 BOHEMIAN HWY FREESTONE,CA 95472				
KAU'L KELIPIO	SECRETARY/TRUSTEE 2 00	1,292	0	0
469 BOHEMIAN HWY FREESTONE,CA 95472				

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				
ALLIANCE FOR HUMANE BIOTECHNOLOGY 155 21ST AVE SAN FRANCISCO,CA 94121	NONE	PC	SYNTHETIC BIOLOGY CONFERENCE & STRATEGY	10,000
AS YOU SOW 1611 TELEGRAPH AVE OAKLAND,CA 94612	NONE	PC	NANOMATERIALS IN FOOD PROGRAM	35,000
CENTER FOR THE STUDY OF THE AMERICAS (CENSA) ACCION POR LA BIODIVERSIDAD 1442 WALNUT ST 405 BERKELEY,CA 94709	NONE	PC	ACB CLOC SOUTH AMERICAN SEED SCHOOL	41,000
CENTER FOR EFFECTIVE GOVERNMENT 1742 CONNECTICUT AVE NW WASHINGTON,DC 200091199	NONE	PC	GOVERNMENT TRANSPARENCY AND ACCOUNTABILITY	30,000
CENTER FOR THE STUDY OF THE AMERICAS 1442 WALNUT ST 405 BERKELEY,CA 94709	NONE	PC	SOC LA NORTH SOUTH EXCHANGES	10,000
COMING CLEAN INC 28 VERNON ST STE 434 BRATTLEBORO,VT 05301	NONE	PC	COMING CLEAN NANOTECHNOLOGY PROJECT	40,000
COMMUNITY ENVIRONMENTAL LEGAL DEFENSE 2859 SCOTLAND ROAD CHAMBERSBURG,PA 17201	NONE	PC	GENERAL SUPPORT	50,000
DESIS RISING UP & MOVING 72-18 ROOSEVELT AVE JACKSON HEIGHTS,NY 11372	NONE	PC	COALITION NATIONAL SECURITY AND RIGHTS	20,000
EARTHRIGHTS INTERNATIONAL 1612 K STREET NW WASHINGTON,DC 20006	NONE	PC	LEGAL PROGRAM	40,000
ECOLOGY ACTION MID PENINSULA-ECOPOL 5798 RIDGEWOOD ROAD WILITS,CA 95490	NONE	PC	ECOPOL	20,850
FRIENDS OF ETC 331 W MAIN ST STE 307 DURHAM,NC 27701	NONE	PC	BIOFUELWATCH US GEOENGINEERING & SYN BIO CRITIQUES	20,000
FRIENDS OF ETC 331 W MAIN ST STE 307 DURHAM,NC 27701	NONE	PC	COA THE TERRITORIAL DEFENSE OF MAIZE	40,190
FRIENDS OF ETC 331 W MAIN ST STE 307 DURHAM,NC 27701	NONE	PC	CECCAM IN DEFENSE OF PEASANT SEEDS	20,000
FIRST AMENDMENT COALITION 534 FOURTH ST SUITE B SAN RAFAEL,CA 94901	NONE	PC	GENERAL SUPPORT	40,000
FOUNDATION FOR NATIONAL PROGRESS 222 SUTTER ST STE 600 SAN FRANCISCO,CA 94108	NONE	PC	MOTHER JONES SYNTHETIC BIOLOGY REPORTING	25,000
Total  3a				1,017,437

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>				
GLOBAL EXCHANGE 2017 MISSION ST 2ND FLOOR SAN FRANCISCO,CA 94110	NONE	PC	CALIFORNIA RIGHTS BASED ORGANIZING	45,000
INSTITUTE FOR FOOD AND DEVELOPMENT POLICY 398 60TH STREET OAKLAND,CA 94618	NONE	PC	CNOP OVERCOMING OBSTACLES TO SCALING UP AGROECOLOGY	45,000
MARIN COMMUNITY FOUNDATION 5 HAMILTON LANDING SUITE 200 NOVATO,CA 94949	NONE	DONOR ADVISED FUND	DONATION TO THE TOP FUND - COUNCIL OF CANADIANS	85,000
MARIN COMMUNITY FOUNDATION 5 HAMILTON LANDING SUITE 200 NOVATO,CA 94949	NONE	DONOR ADVISED FUND	DONATION TO THE TOP FUND - CENSA	82,345
MARIN COMMUNITY FOUNDATION 5 HAMILTON LANDING SUITE 200 NOVATO,CA 94949	NONE	DONOR ADVISED FUND	DONATION TO THE TOP FUND	65,000
MOVEMENT STRATEGY CENTER 436 14TH STREET 5TH FLOOR OAKLAND,CA 94612	NONE	PC	MOVEMENT GENERATION BUILDING LOCAL TO GLOBAL RESISTANCE TO SYNTHETIC BIOLOGY	28,000
NATIONAL SECURITY ARCHIVE FUND INC 2130 H STREET NW WASHINGTON,DC 20037	NONE	PC	AUDITS, ADVOCACY & LITIGATION	40,000
PESTICIDE ACTION NETWORK 49 POWELL STREET SUITE 500 SAN FRANCISCO,CA 94102	NONE	PC	AGACCFEM PROMOTING AGROECOLOGICAL SOLUTIONS IN WEST AFRICA	40,000
PUBLIC CITIZEN 215 PENNSYLVANIA AVE SE WASHINGTON,DC 20003	NONE	PC	GLOBAL TRADE WATCH	115,000
TIDES CENTER PO BOX 29907 SAN FRANCISCO,CA 94129	NONE	PC	CENTER FOR GENETICS & SOCIETY SYNTHETIC BIOLOGY PROJECT	5,000
UNIVERSITY OF MASSACHUSETTS FOUNDATION 600 SUFFOLK ST 2ND FLOOR SOUTH LOWELL,MA 10854	NONE	PC	LOWELL CENTER ADVANCING USE OF ALTERNATIVE ASSESSMENTS	25,052
Total  3a				1,017,437

TY 2013 Accounting Fees Schedule**Name:** WARSH MOTT LEGACY**EIN:** 68-0049658

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
PROFESSIONAL FEES - 990PF REVIEW	1,280	0	0	1,280
MFO MANAGEMENT FEES - ACCOUNTING	2,000	0	0	2,000
OUTSIDE AUDITOR	9,500	0	0	9,500

TY 2013 General Explanation Attachment

Name: WARSH MOTT LEGACY

EIN: 68-0049658

Identifier	Return Reference	Explanation
STATEMENT REGARDING REIMBURSEMENT OF OFFICER/TRUSTEE COMPENSATION	FORM 990PF, PAGE 1, PART I, LINE 13, COLUMN A	THIS FOUNDATION SHARES FACILITIES AND PERSONNEL WITH ANOTHER PRIVATE FOUNDATION TO WHICH THIS FOUNDATION MAKES REIMBURSEMENT FOR ITS SHARE OF EXPENSES INCLUDING COMPENSATION. ALL COMPENSATION OF PERSONNEL IS REPORTED UNDER THE NAME AND FEDERAL IDENTIFICATION NUMBER OF THE OTHER FOUNDATION (FE#95-3607882). ACCORDINGLY, OFFICER/TRUSTEE COMPENSATION HAS BEEN REPORTED IN FULL ON PART VIII OF THAT FOUNDATION'S FORM 990PF. IN ADDITION, THE REIMBURSEMENT IS ALSO BEING REPORTED ON THIS FORM 990PF, PART VIII TOTAL REIMBURSEMENT REPORTED ON PART VIII 68,367 =====SIMILARLY, COMPENSATION OF ALL OTHER PERSONNEL IS REPORTED ON PART I TO THE EXTENT OF THE REIMBURSEMENT AS FOLLOWS TOTAL REIMBURSEMENT REPORTED ON PART I, LINE 14, COLUMN A 149,049 =====

Identifier	Return Reference	Explanation
EXPLANATION FOR DISTRIBUTION TO DONOR ADVISED FUND	FORM 990PF, PAGE 5, PART VII-A, LINE 12	THE FOUNDATION HAS INCLUDED \$232,345 IN ITS QUALIFIED EXPENDITURES FROMCONTRIBUTIONS TO THE MARIN COMMUNITY FOUNDATION (MARIN) MARIN WAS ESTABLISHED FOR THE PURPOSE OF ENGAGING IN NONPROFIT, CHARITABLE, ANDPHILANTHROPIC ACTIVITIES IN MARIN COUNTY , CALIFORNIA THESE GOALS ARECONSISTENT WITH THE CHARITABLE PURPOSES DESCRIBED IN SECTION 170(C)(2)(B) FOR WHICH THE REPORTING FOUNDATION WAS ESTABLISHED UNDER THE TERMS OF THE CONTRACT WITH MARIN, THE RECOMMENDATIONS OF THE REPORTING FOUNDATION ARE ADVISORY ONLY AND NOT BINDING ON THE TRUSTEES OF MARIN

Identifier	Return Reference	Explanation
GRANT APPLICATION SUBMISSION INFORMATION	PART XV, LINES 2A THROUGH 2D	NAME AND ADDRESS OF PERSON TO WHOM APPLICATIONS SHOULD BE SUBMITTED ----- -----ROXANNE TURNAGE469 BOHEMIAN HIGHWAYFREESTONE, CA 95472 TELEPHONE NUMBER707-874-2942FORM AND CONTENT OF APPLICATIONS----- REQUESTS FOR SUPPORT SHOULD BE MADE BY LETTER OF INQUIRY (LOI) LOIS SHOULD BE ADDRESSED TO INQUIRIES@CSFUND.ORG OR 469 BOHEMIAN HIGHWAY, FREESTONE CA 95472. THEY WILL BE ACKNOWLEDGED AS SOON AS POSSIBLE. LOIS SHOULD BE NO MORE THAN THREE PAGES IN LENGTH AND CONTAIN THE FOLLOWING INFORMATION: A CONTACT PERSON'S NAME, TITLE, MAILING ADDRESS, TELEPHONE, AND E-MAIL ADDRESS; BASIC INFORMATION ABOUT THE ORGANIZATION, INCLUDING A BRIEF MISSION STATEMENT AND AN OVERVIEW OF CURRENT ACTIVITIES; A DESCRIPTION OF THE ORGANIZATION'S APPROACH TO THE SPECIFIC PROBLEM BEING ADDRESSED AND PLANNED ACTIVITIES FOR THE FOLLOWING YEAR; A LINE ITEM BUDGET OF PROJECTED EXPENSES FOR THE ORGANIZATION AND PROJECT, IF APPLICABLE; A LIST OF SECURED AND POTENTIAL FUNDING SOURCES (GRANTS RECEIVED, PROPOSALS PENDING, PLANNED SUBMISSIONS, EARNED INCOME, ETC.). PLEASE DO NOT INCLUDE BROCHURES, REPORTS, NEWS CLIPPINGS, CDS, DVDS, OR OTHER MATERIALS WITH LOIS. PLASTIC FOLDERS, BINDERS OR OTHER PRESENTATION MATERIALS ARE NOT NECESSARY. DUE TO THE HIGH NUMBER OF REQUESTS RECEIVED, WE ARE NOT ABLE TO TRANSLATE AND REVIEW LOIS SUBMITTED IN LANGUAGES OTHER THAN ENGLISH AND SPANISH. KINDLY REFRAIN FROM SENDING A FULL PROPOSAL UNLESS INVITED TO DO SO. IF YOUR ORGANIZATION OR PROJECT IS FOUND TO FALL WITHIN THE FOUNDATION'S FUNDING PRIORITIES, A FULL PROPOSAL WILL BE INVITED. THE FOUNDATION PROVIDES GENERAL SUPPORT AND PROJECT-SPECIFIC GRANTS. APPLICANT ORGANIZATIONS MUST BE CLASSIFIED AS A 501(C)(3) BY THE US INTERNAL REVENUE SERVICE. FOREIGN APPLICANTS SHOULD NOTE THAT THE FOUNDATION MAKES A VERY LIMITED NUMBER OF DIRECT GRANTS ABROAD (I.E., WITHOUT FISCAL SPONSORSHIP BY A US-BASED ORGANIZATION). THE FOUNDATION DOES NOT PROVIDE SUPPORT TO INDIVIDUALS, ENDOWMENTS, BOOKS, FILMS, OR DIRECT LOBBYING ACTIVITIES. ANY SUBMISSION DEADLINES-----THERE ARE NO DEADLINES FOR LETTERS OF INQUIRY. THEY ARE ACCEPTED THROUGHOUT THE YEAR. PROPOSALS MUST BE RECEIVED BY THE FIRST MONDAY IN JANUARY FOR CONSIDERATION DURING THE SPRING GRANTMAKING CYCLE OR THE FIRST MONDAY IN AUGUST FOR CONSIDERATION DURING THE FALL GRANTMAKING CYCLE. FUNDING DECISIONS ARE MADE DURING BOARD MEETINGS GENERALLY HELD IN APRIL AND DECEMBER, RESPECTIVELY. RESTRICTIONS AND LIMITATIONS ON AWARDS-----WARSH MOTT LEGACY IS CURRENTLY GRANTING IN THREE CATEGORIES, EACH ONE WITH A SPECIFIC EMPHASIS: FOOD SOVEREIGNTY, RIGHTS AND GOVERNANCE, EMERGING TECHNOLOGIES. BOARD-INITIATED GRANTS: OCCASIONALLY THE FOUNDATION MAY INITIATE SUPPORT FOR PROJECTS THAT FALL OUTSIDE OF THE ESTABLISHED GUIDELINES. THE FOUNDATION IS CURRENTLY FUNDING IN THE FOLLOWING CATEGORIES: FOOD SOVEREIGNTY-----GRANTMAKING IN THIS AREA IS FOCUSED ON PRESERVING NATIVE AND HEIRLOOM SEEDS, BUILDING HEALTHY AND FERTILE SOILS, AND PROTECTING AND RESTORING THE POPULATIONS AND DIVERSITY OF NATIVE POLLINATORS. THIS PROGRAM MAKES MOST OF ITS GRANTS TO ORGANIZATIONS IN THE GLOBAL SOUTH PROMOTING TRADITIONAL AGRICULTURAL KNOWLEDGE AND AGROECOLOGICAL PRACTICES. RIGHTS AND GOVERNANCE-----GRANTMAKING IN THIS AREA IS FOCUSED ON PROTECTING THE RIGHT TO DISSENT, MAKING THE FEDERAL GOVERNMENT MORE OPEN, EFFECTIVE, AND ACCOUNTABLE, ENSURING THAT US NATIONAL SECURITY POLICIES RESPECT THE RULE OF LAW, BUILDING A PROGRESSIVE MOVEMENT TO COUNTER CONSERVATIVE AND CORPORATE INFLUENCE IN THE COURTS, AND MAKING THE RULES OF INTERNATIONAL TRADE MORE DEMOCRATIC, JUST, AND SUSTAINABLE. EMERGING TECHNOLOGIES-----GRANTMAKING IN THIS AREA IS FOCUSED ON PROMOTING PRECAUTIONARY ASSESSMENT, REGULATION AND OVERSIGHT OF NANOTECHNOLOGY, SYNTHETIC BIOLOGY, AND GEOENGINEERING.

**TY 2013 Investments Corporate
Bonds Schedule****Name:** WARSH MOTT LEGACY**EIN:** 68-0049658

Name of Bond	End of Year Book Value	End of Year Fair Market Value
75950.585 SHS. BLACKROCK FLOATING RATE INCOME PORTFOLIO CL	797,485	786,089
137408.935 SHS. VANGUARD ADMIRAL HIGH YIELD CORPORATE FD,	744,271	823,080
111984.241 SHS VANGUARD ADMIRAL SHORT-TERM INVESTMENT GR,	1,183,893	1,199,351
7411.757 VANGUARD ADMIRAL EUROPEAN STOCK INDEX FUND	520,938	512,449

TY 2013 Investments Corporate
 Stock Schedule

Name: WARSH MOTT LEGACY
 EIN: 68-0049658

Name of Stock	End of Year Book Value	End of Year Fair Market Value
1800.00 SHS. ABBOTT LABORATORIES,	33,779	74,862
1950.00 SHS. ABBVIE INC	44,029	112,632
0 SHS. AGRIUM INC	0	0
600.00 SHS. AIR PRODUCTS AND CHEMICALS, INC.,	47,721	78,108
1250.00 SHS. AMERICAN EXPRESS COMPANY,	42,721	109,425
500.00 SHS. ANADARKO PETROLEUM CORPORATION,	31,763	50,720
1,330 SHS APPLE INC	102,043	133,998
4268.231 SHS. ARIEL INVT TR APPRECIATION,	174,954	239,533
2979.459 SHS. ARIEL INVT TR ARIEL FUND,	137,000	224,443
0.00 SHS. AT&T INC.,	0	0
0.00 SHS. AUTODESK, INC.,	0	0
0.00 SHS. BARRICK GOLD CORPORATION,	0	0
4400.00 SHS. BB&T CORPORATION,	143,027	163,724
350.00 SHS. BLACKROCK INC,	62,932	114,912
4049.451 SHS CALVERT SOCIAL INVESTMENT FUND EQUITY - A,	135,483	203,809
2650.00 SHS. COCA-COLA COMPANY (THE),	66,733	113,049
2700.00 SHS. COGNIZANT TECHNOLOGY SOLUTIONS,	92,755	120,879
1200.00 SHS. CONOCOPHILLIPS,	49,904	91,824
1400.00 SHS. CVS CAREMARK CORPORATION,	48,031	111,426
0 SHS DARDEN RESTAURANTS	0	0
4203.729 SHS. DOMINI SOCIAL EQUITY FUND,	116,434	200,476
109781.36 SHS. DREYFUS TOTAL EMERGING MARKETS CL I,	1,326,594	1,318,474
900.00 SHS. DISNEY (WALT) CO COM STK	58,035	80,127
1600.00 SHS. E.I. DU PONT DE NEMOURS AND COMPANY,	61,597	114,816
2250.00 SHS. EBAY INC.,	120,044	127,418
3800.00 SHS. EMC CORPORATION,	54,472	111,188
1000.00 SHS. EOG RESOURCES, INC	84,725	99,020
1600.00 SHS. EXPRESS SCRIPTS HOLDING COMPANY,	67,847	113,008
1900.00 SHS. FRANKLIN RESOURCES, INC.,	65,064	103,759
00.00 SHS. FREEPORT-MCMORAN COPPER & GOLD INC.,	0	0

Name of Stock	End of Year Book Value	End of Year Fair Market Value
00.00 SHS. GOLDMAN SACHS GROUP INC	0	0
1050.00 SHS. JOHNSON & JOHNSON,	64,065	111,920
700 SHS. JONES LANG LASALLE INC COM	62,480	88,438
1900.00 SHS. JP MORGAN CHASE & CO	92,502	114,456
700 SHS. KANSAS CITY SOUTHERN	68,550	84,840
2000 SHS LOWES COS INC COM	63,428	105,840
750.00 SHS. MCDONALD'S CORPORATION,	56,654	71,108
2000.00 SHS. MERCK & CO., INC.,	65,258	118,560
91237.1206198 SHS. MFO - NORTHPOINTE FUND A,	967,635	1,280,505
28058.0880954 SHS. MFO - TOWLE FUND,	786,605	1,234,717
18716.3459128 SHS. MFO - WESTFIELD FUND A,	796,439	1,345,162
26713.25 SHS. MFO EQUITY FUND,	127,013	184,907
2950 SHS MONDELEZ INTL INC CL A	95,117	101,082
0.00 SHS. MOSAIC COMPANY,	0	0
1050.00 SHS. NORFOLK SOUTHERN CORPORATION,	69,422	117,180
2050.00 SHS. OLD DOMINION FGHT LINES INS	98,290	144,812
3200.00 SHS. ORACLE CORP	120,582	122,496
1300.00 SHS. PEPSICO, INC.,	73,406	121,017
800.00 SHS. PHILLIPS 66	70,291	65,048
1341.00 SHS. PROCTER & GAMBLE COMPANY, THE,	76,589	112,295
1200.00 SHS. QUALCOMM INCORPORATED,	41,251	89,724
5850.00 SHS. REGAL ENTERTAINMENT GROUP,	91,177	116,298
1000.00 SHS. SCHLUMBERGER LIMITED,	13,844	101,690
9308.887 SHS SENTINEL SUSTAINABLE GROWTH OPPORTUNITIES,	123,729	181,151
1200.00 SHS. STANLEY BLACK AND DECKER, INC.,	77,683	106,548
1300.00 SHS. STRYKER CORPORATION,	4,098	104,975
56245.741 SHS. TEMPLETON INSTL. FOREIGN EQUITY FUND,	1,083,400	1,243,593
85850.00 SHS. TIME WARNER INC	68,938	63,929
1150.00 SHS. TJX COS INC NEW	70,402	68,046
0.00 SHS. TRANSOCEAN LTD.,	0	0

Name of Stock	End of Year Book Value	End of Year Fair Market Value
3000.00 SHS. TWENTY-FIRST CENTURY FOX	97,437	102,870
1900.00 SHS. TYCO INTERNATIONAL LTD.,	33,214	84,683
950.00 SHS. UNITED TECHNOLOGIES CORPORATION,	50,305	100,320
11419.565 SHS VANGUARD INDEX FDS 500 ADMIRAL	1,654,284	2,078,247
39211.912 SHS. VANGUARD INTL ADM EMERGING MKTS INDEX FD,	1,247,148	1,359,869
8035.394 SHS. VANGUARD ADMIRAL REIT INDEX FUND,	577,516	818,244
15298.045 SHS. VANGUARD FTSE SOCIAL INDEX FUND,	115,698	192,296
1850.00 SHS. VERIZON COMMUNICATIONS INC.,	58,471	92,482
500.00 SHS. VISA INC CL A SHRS	107,165	106,685
1550.00 SHS. WASTE MANAGEMENT INC.,	51,289	73,672
00.00 SHS. WEATHERFORD INTERNATIONAL LTD.,	0	0
78355.48 SHS. WORLD ASSET MGMT INTERNATIONAL FUND,	644,038	830,372
4700.00 SHS. ARES CAPITAL CORPORATION,	304,892	75,952

TY 2013 Investments - Other Schedule**Name:** WARSH MOTT LEGACY**EIN:** 68-0049658

Category / Item	Listed at Cost or FMV	Book Value	End of Year Fair Market Value
60895.047 SHS TEMPLETON GLOBAL BOND FUND ADV CL	FMV	798,956	805,033
ARBORETUM VENTURES III	FMV	139,982	104,759
ARCHIPELAGO HLDGS LTD-OFFSHORE	FMV	1,600,000	2,123,559
BALTER LOND/SHORT EQUITY INSTITUTIONAL FUND	FMV	300,000	297,015
OTTER CREEK LONG/SHORT OPPORTUNITY FUND	FMV	300,000	298,905
ARTWORK	FMV	50,075	130,000
CROSSLINK VENTURES V L.P.	FMV	273,289	265,390
CROSSLINK VI VENTURE FUND	FMV	74,943	117,112
DRAPER FISHER JURVETSON GROWTH FUND LP	FMV	410,159	915,357
900000.00 SHS. INTEGRAL CAPITAL PARTNERS VI,	FMV	54,235	58,617
65497.601 SHS. STEELPATH MLP SELECT 40 CL A,	FMV	621,818	894,042
TGAP VENTURE CAPITAL FUND II, L.P.	FMV	242,717	265,626
TGAP VENTURE CAPITAL FUND, L.P.	FMV	221,952	198,082
0 SHS. VANGUARD ARBITRAGE FUND "I" SHARES,	FMV	0	0

TY 2013 Other Expenses Schedule

Name: WARSH MOTT LEGACY
 EIN: 68-0049658

Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
INVESTMENT INTEREST FROM SCH K-1 - ARBORETUM VENTURES III, L P	103	103	0	0
PORTFOLIO DEDUCTIONS FROM SCH K-1 - ARBORETUM VENTURES III, L P	3,446	3,446	0	0
INVESTMENT INTEREST FROM SCH K-1 - CROSSLINK VENTURES V, L P	90	90	0	0
PORTFOLIO DEDUCTIONS FROM SCH K-1 - CROSSLINK VENTURES V, L P	8,127	8,127	0	0
INVESTMENT INTEREST FROM SCH K-1 - CROSSLINK VENTURES VI, L P	116	116	0	0
PORTFOLIO DEDUCTIONS FROM SCH K-1 - CROSSLINK VENTURES VI, L P	1,633	1,633	0	0
NON-DEDUCTIBLE EXP FROM SCH K- 1 - DRAPER FISHER JURVET	369	369	0	0
INVESTMENT INTEREST FROM SCH K-1 - DRAPER FISHER JURVET	12	12	0	0
PORTFOLIO DEDUCTIONS FROM SCH K-1 - DRAPER FISHER JURVET	14,631	14,631	0	0
PORTFOLIO DEDUCTIONS FROM SCH K-1 - INTEGRAL CAPITAL PARTNERS VI	101	101	0	0
PORTFOLIO DEDUCTIONS FROM JOINT VENTURE - MFO NORTHPOINTE FUND A	9,219	9,219	0	0
PORTFOLIO DEDUCTIONS FROM JOINT VENTURE - MFO TOWLE FUND	11,322	11,322	0	0
PORTFOLIO DEDUCTIONS FROM JOINT VENTURE - MFO WESTFIELD FUND A	7,626	7,626	0	0
PORTFOLIO DEDUCTIONS FROM SCH K-1 - TGAP VENTURE CAPITAL FUND	5,167	5,167	0	0
PORTFOLIO DEDUCTIONS FROM SCH K-1 - TGAP VENTURE CAPITAL FUND II	6,691	6,691	0	0
PORTFOLIO DEDUCTIONS FROM SCH K-1 - WORLD ASSET MGMT INTL EQUITY FUND	2,011	2,011	0	0
BANK FEES	182	0	0	182
COMPUTER COSTS	2,039	0	0	2,039
OFFICE SUPPLIES	2,274	0	0	2,274
POSTAGE	948	0	0	948
STATE FILING FEE	160	0	0	160
TELEPHONE	1,156	0	0	1,156
DUES & MEMBERSHIPS	2,464	0	0	2,464
INSURANCE	5,534	0	0	5,534

TY 2013 Other Liabilities Schedule**Name:** WARSH MOTT LEGACY**EIN:** 68-0049658

Description	Beginning of Year - Book Value	End of Year - Book Value
ADVANCE FROM CS FUND	25,000	0
ARBORETUM VENTURES III-CAPITAL COMMITMENT	72,450	45,000
CROSSLINK VENTURES V - CAPITAL COMMITMENT	107,382	107,382
CROSSLINK VI VENTURE FUND - CAPITAL COMM.	23,008	13,008
DFJ GROWTH FUND - CAPITAL COMMITMENT	20,687	0
TGAP VENTURE CAPITAL - CAPITAL COMMITMENT	35,000	17,500
TGAP VENTURE CAPITAL FUND II - CAP COMMIT	143,000	88,000

TY 2013 Other Professional Fees Schedule**Name:** WARSH MOTT LEGACY**EIN:** 68-0049658

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
MFO MANAGEMENT FEES - INVESTMENT	38,000	38,000	0	0
PENSION ADMINISTRATION	4,662	30	0	4,632

TY 2013 Taxes Schedule**Name:** WARSH MOTT LEGACY**EIN:** 68-0049658

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
FEDERAL EXCISE TAX	27,000	0	0	0
FOREIGN TAXES WITHHELD	10,802	10,802	0	0
FOREIGN TAXES - MFO EQUITY FUND	17	17	0	0
PAYROLL TAXES	16,942	96	0	16,846