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

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2014

Open to Public Inspection

For calendar year 2014, or tax year beginning , 2014, and ending

ELBRIDGE STUART FOUNDATION  
DBA STUART FOUNDATION  
500 WASHINGTON STREET #800  
SAN FRANCISCO, CA 94111

**A** Employer identification number  
20-0882784

**B** Telephone number (see instructions)  
415-393-1551

**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 ☐

**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)  
► \$ 521,851,518.

**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)
<b>1</b> Contributions, gifts, grants, etc. received (attach schedule) . . .				
<b>2</b> Ck <input checked="" type="checkbox"/> if the foundn is not required to attach Sch B				
<b>3</b> Interest on savings and temporary cash investments. . .	123.	123.		
<b>4</b> Dividends and interest from securities . . .	9,429,481.	9,429,481.		
<b>5a</b> Gross rents . . .				
<b>b</b> Net rental income or (loss) . . .				
<b>6a</b> Net gain or (loss) from sale of assets not on line 10	27,158,161.			
<b>b</b> Gross sales proceeds for assets on line 6a	27,158,161.			
<b>7</b> Capital gain net income (from Part IV, line 2)		27,158,161.		
<b>8</b> Net short-term capital gain . . .				
<b>9</b> Income modifications . . .				
<b>10a</b> Gross sales less returns and allowances . . .				
<b>b</b> Less Cost of goods sold. . .				
<b>c</b> Gross profit or (loss) (attach schedule) . . .				
<b>11</b> Other income (attach schedule) . . .				
<b>12</b> Total. Add lines 1 through 11 . . .	37,023,971.	36,932,082.	0.	
<b>13</b> Compensation of officers, directors, trustees, etc. . .	589,853.	29,493.		560,361.
<b>14</b> Other employee salaries and wages . . .	2,639,489.	131,974.		2,507,514.
<b>15</b> Pension plans, employee benefits . . .	870,167.	43,508.		826,658.
<b>16a</b> Legal fees (attach schedule) . . .	19,974.	800.		19,174.
<b>b</b> Accounting fees (attach sch) . . .	87,472.	71,048.		16,424.
<b>c</b> Other prof fees (attach sch) . . .	5,660,721.	5,253,849.		406,872.
<b>17</b> Interest . . .				
<b>18</b> Taxes (attach schedule)(see instrs) . . .	770,037.			
<b>19</b> Depreciation (attach sch) and depletion . . .	422,991.	16,920.		
<b>20</b> Occupancy . . .	676,947.	27,078.		649,869.
<b>21</b> Travel, conferences, and meetings . . .	381,648.	3,048.		378,600.
<b>22</b> Printing and publications . . .				
<b>23</b> Other expenses (attach schedule) . . .				
<b>24</b> Total operating and administrative expenses. Add lines 13 through 23 . . .	12,609,507.	5,597,326.		5,836,072.
<b>25</b> Contributions, gifts, grants paid . . .	18,385,471.			19,089,764.
<b>26</b> Total expenses and disbursements. Add lines 24 and 25 . . .	30,994,978.	5,597,326.	0.	24,925,836.
<b>27</b> Subtract line 26 from line 12:				
<b>a</b> Excess of revenue over expenses and disbursements . . .	6,028,993.			
<b>b</b> Net investment income (if negative, enter -0-) . . .		31,334,756.		
<b>c</b> 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.....			
	2 Savings and temporary cash investments.....	473,645.	735,116.	735,116.
	3 Accounts receivable..... ▶ 8,010,832.			
	Less: allowance for doubtful accounts ▶	1,926,727.	8,010,832.	8,010,832.
	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.....	147,772.	197,408.	197,408.
	10a Investments — U S and state government obligations (attach schedule) ..			
	b Investments — corporate stock (attach schedule). STATEMENT 7 ..	57,422,937.	64,446,951.	68,616,000.
	c Investments — corporate bonds (attach schedule) .....			
	11 Investments — land, buildings, and equipment: basis..... ▶			
Less: accumulated depreciation (attach schedule) ▶				
12 Investments — mortgage loans .....				
13 Investments — other (attach schedule) STATEMENT 8	304,468,234.	297,665,405.	435,845,670.	
14 Land, buildings, and equipment: basis ▶ 5,067,771.				
Less: accumulated depreciation (attach schedule) .. SEE STMT. 9 ▶ 3,533,361.	1,942,869.	1,534,410.	1,534,410.	
15 Other assets (describe ▶ SEE STATEMENT 10)	7,089,766.	6,912,082.	6,912,082.	
16 Total assets (to be completed by all filers — see the instructions. Also, see page 1, item I) .....	373,471,950.	379,502,204.	521,851,518.	
LIABILITIES	17 Accounts payable and accrued expenses .....	345,071.	458,335.	
	18 Grants payable.....	4,272,150.	3,760,010.	
	19 Deferred revenue .....			
	20 Loans from officers, directors, trustees, & other disqualified persons .....			
	21 Mortgages and other notes payable (attach schedule).....			
	22 Other liabilities (describe ▶ SEE STATEMENT 11)	2,575,086.	2,975,223.	
	23 Total liabilities (add lines 17 through 22) .....	7,192,307.	7,193,568.	
NET ASSETS OR FUND BALANCES	Foundations that follow SFAS 117, check here ..... and complete lines 24 through 26 and lines 30 and 31. <input checked="" type="checkbox"/>			
	24 Unrestricted .....	366,279,643.	372,308,636.	
	25 Temporarily restricted .....			
	26 Permanently restricted .....			
	Foundations that do not follow SFAS 117, check here ..... and complete lines 27 through 31. <input type="checkbox"/>			
	27 Capital stock, trust principal, or current funds.....			
	28 Paid-in or capital surplus, or land, bldg., and equipment fund .....			
	29 Retained earnings, accumulated income, endowment, or other funds .....			
30 Total net assets or fund balances (see instructions) .....	366,279,643.	372,308,636.		
31 Total liabilities and net assets/fund balances (see instructions) .....	373,471,950.	379,502,204.		

## 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	366,279,643.
2 Enter amount from Part I, line 27a.....	2	6,028,993.
3 Other increases not included in line 2 (itemize) .....	3	
4 Add lines 1, 2, and 3.....	4	372,308,636.
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	372,308,636.

**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)
<b>1 a DOMESTIC REALIZED GAINS</b>	P	VARIOUS	VARIOUS
<b>b INTERNATIONAL REALIZED GAINS</b>	P	VARIOUS	VARIOUS
<b>c ALT INVESTMENTS REALIZED GAINS</b>	P	VARIOUS	VARIOUS
<b>d SHORT TERM REALIZED GAINS</b>	P	VARIOUS	VARIOUS
<b>e SECURITIES PROCEEDS</b>	P	VARIOUS	VARIOUS

  

(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)
<b>a</b> 7,488,717.		3,905,801.	3,582,916.
<b>b</b> 2,869,719.		1,412,175.	1,457,544.
<b>c</b> 42,271,798.		20,239,697.	22,032,101.
<b>d</b> 209,865.		139,896.	69,969.
<b>e</b> 15,631.			15,631.

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

(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	(l) Gains (Column (h) gain minus column (k), but not less than -0-) or Losses (from column (h))
<b>a</b>			3,582,916.
<b>b</b>			1,457,544.
<b>c</b>			22,032,101.
<b>d</b>			69,969.
<b>e</b>			15,631.

  

<b>2</b> Capital gain net income or (net capital loss). <span style="border: 1px solid black; padding: 2px;">If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7</span> .....	<b>2</b>	27,158,161.
<b>3</b> 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 .....	<b>3</b>	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.

(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))
2013	22,424,093.	444,204,087.	0.050482
2012	25,008,540.	377,937,273.	0.066171
2011	23,219,704.	381,580,348.	0.060851
2010	22,390,843.	396,798,698.	0.056429
2009	19,740,083.	324,915,187.	0.060755

  

<b>2</b> Total of line 1, column (d) .....	<b>2</b>	0.294688
<b>3</b> 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.....	<b>3</b>	0.058938
<b>4</b> Enter the net value of noncharitable-use assets for 2014 from Part X, line 5 .....	<b>4</b>	460,558,868.
<b>5</b> Multiply line 4 by line 3 .....	<b>5</b>	27,144,419.
<b>6</b> Enter 1% of net investment income (1% of Part I, line 27b) .....	<b>6</b>	313,348.
<b>7</b> Add lines 5 and 6 .....	<b>7</b>	27,457,767.
<b>8</b> Enter qualifying distributions from Part XII, line 4 .....	<b>8</b>	24,925,836.

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

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

1 a Exempt operating foundations described in section 4940(d)(2), check here <input type="checkbox"/> and enter 'N/A' on line 1. Date of ruling or determination letter: _____ (attach copy of letter if necessary — see instrs)		1	626,695.
b Domestic foundations that meet the section 4940(e) requirements in Part V, check here <input type="checkbox"/> and enter 1% of Part I, line 27b			
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	626,695.
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	626,695.
6 Credits/Payments:			
a 2014 estimated tax prmts and 2013 overpayment credited to 2014	6 a 235,477.		
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 645,000.		
d Backup withholding erroneously withheld	6 d		
7 Total credits and payments. Add lines 6a through 6d	7	880,477.	
8 Enter any penalty for underpayment of estimated tax. Check here <input checked="" type="checkbox"/> if Form 2220 is attached	8		
9 Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed	9	0.	
10 Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10	253,782.	
11 Enter the amount of line 10 to be: Credited to 2015 estimated tax 253,782. Refunded	11	0.	

**Part VII-A Statements Regarding Activities**

	Yes	No
1 a During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?		X
b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see Instructions for the definition)?		X
If the answer is 'Yes' to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities.		
c Did the foundation file Form 1120-POL for this year?		X
d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year: (1) On the foundation \$ 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? If 'Yes,' attach a detailed description of the activities.		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? If 'Yes,' attach a conformed copy of the changes		X
4 a Did the foundation have unrelated business gross income of \$1,000 or more during the year?		X
b If 'Yes,' has it filed a tax return on Form 990-T for this year?		N/A
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? If 'Yes,' attach the statement required by General Instruction T.		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? If 'Yes,' complete Part II, column (c), and Part XV	X	
8 a Enter the states to which the foundation reports or with which it is registered (see instructions) N/A		
b If the answer is 'Yes' to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by General Instruction G? If 'No,' attach explanation	X	
9 Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2014 or the taxable year beginning in 2014 (see instructions for Part XIV)? If 'Yes,' complete Part XIV		X
10 Did any persons become substantial contributors during the tax year? If 'Yes,' attach a schedule listing their names and addresses		X

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**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>HTTP://WWW.STUARTFOUNDATION.ORG</u>	13	X	
14	The books are in care of <u>STUART FOUNDATION</u> Telephone no. <u>415-393-1551</u> Located at <u>500 WASHINGTON ST., SUITE 800, SAN FRANCISCO</u> ZIP + 4 <u>94111</u>			
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 - Check here <u>N/A</u> and enter the amount of tax-exempt interest received or accrued during the year <u>15</u> <u>N/A</u>			
16	At any time during calendar year 2014, 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 FinCEN Form 114, (formerly 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
<b>1 a</b> During the year did the foundation (either directly or indirectly):		
(1) Engage in the sale or exchange, or leasing of property with a disqualified person?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person?	<input checked="" type="checkbox"/> Yes <input type="checkbox"/> No	
(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
(6) Agree to pay money or property to a government official? (Exception. Check 'No' if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days.)	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
<b>b</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)?	1 b	X
Organizations relying on a current notice regarding disaster assistance check here <input type="checkbox"/>		
<b>c</b> 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 2014?	1 c	X
<b>2</b> 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)):		
<b>a</b> At the end of tax year 2014, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2014?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
If 'Yes,' list the years <u>20__</u> , <u>20__</u> , <u>20__</u> , <u>20__</u>		
<b>b</b> Are there any years listed in 2a for which the foundation is <b>not</b> 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
<b>c</b> 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>		
<b>3 a</b> Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
<b>b</b> If 'Yes,' did it have excess business holdings in 2014 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 2014.)	3 b	N/A
<b>4 a</b> Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4 a	X
<b>b</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 2014?	4 b	X

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**Part VII-B Statements Regarding Activities for Which Form 4720 May Be Required** (continued)**5a** During the year did the foundation pay or incur any amount to:

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

**b** If any answer is 'Yes' to 5a(1)-(5), did any of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance (see instructions)?

5b X

Organizations relying on a current notice regarding disaster assistance check here ☐**c** If the answer is 'Yes' to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant? ☒ Yes ☐ No

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

**6a** Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract? ☐ Yes ☒ No**b** Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract? ☐ Yes ☒ No

6b X

If 'Yes' to 6b, file Form 8870.

**7a** At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction? ☐ Yes ☒ No**b** If 'Yes,' did the foundation receive any proceeds or have any net income attributable to the transaction? 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 12				
		519,071.	70,452.	330.

**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
DAVID BARLOW 500 WASHINGTON ST., #800 SAN FRANCISCO, CA 94111	CFO 60	295,000.	58,277.	1,021.
TERI KOOK 500 WASHINGTON ST., #800 SAN FRANCISCO, CA 94111	SR. DIR. C.W. 60	212,439.	36,172.	1,423.
CAROL TING 500 WASHINGTON ST., #800 SAN FRANCISCO, CA 94111	COO 60	235,000.	50,266.	483.
WENDY CHANG 500 WASHINGTON ST., #800 SAN FRANCISCO, CA 94111	PROG. DIR. 60	174,250.	46,734.	224.
SUSAN LITTLE 500 WASHINGTON ST., #800 SAN FRANCISCO, CA 94111	SR PRGM OFFIC 60	176,055.	27,734.	5.

Total number of other employees paid over \$50,000. 11

**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
ADAGE CAPITAL MANAGEMENT, L.P. 200 CLARENDON STREET, 52ND FLOOR BOSTON, MA 02116	FUND MANAGEMENT	1,917,439.
PUBLIC POLICY INSTITUTE OF CALIFORNIA 500 WASHINGTON STREET, SUITE 600 SAN FRANCISCO, CA 94111	CONSULTING	614,872.
MONTICELLO ASSOCIATES 1800 LARIMER STREET, STE. 2100 DENVER, CO 80202	INVESTMENT MGMT.	500,000.
DEERFIELD PRIVATE DESIGN II 780 THIRD AVE 37TH FLOOR NEW YORK, NY 10017	FUND MANAGEMENT	423,403.
SILCHESTER INTERNATIONAL 780 THIRD AVENUE, 42ND FLOOR NEW YORK, NY 10017	FUND MANAGEMENT	328,833.
Total number of others receiving over \$50,000 for professional services .....		17

**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 SEE STATEMENT 13	375,000.
2 SEE STATEMENT 14	290,000.
3 SEE STATEMENT 15	135,000.
4 SEE STATEMENT 16	95,000.

**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.

BAA

Form 990-PF (2014)



**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	98,919,839.
b	Average of monthly cash balances	1 b	190,892.
c	Fair market value of all other assets (see instructions)	1 c	368,461,724.
d	Total (add lines 1a, b, and c)	1 d	467,572,455.
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation) SEE STATEMENT 17	1 e	62,083,587.
2	Acquisition indebtedness applicable to line 1 assets	2	0.
3	Subtract line 2 from line 1d	3	467,572,455.
4	Cash deemed held for charitable activities. Enter 1-1/2% of line 3 (for greater amount, see instructions)	4	7,013,587.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	460,558,868.
6	Minimum investment return. Enter 5% of line 5	6	23,027,943.

**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	23,027,943.
2a	Tax on investment income for 2014 from Part VI, line 5	2 a	626,695.
b	Income tax for 2014. (This does not include the tax from Part VI.)	2 b	
c	Add lines 2a and 2b	2 c	626,695.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	22,401,248.
4	Recoveries of amounts treated as qualifying distributions	4	
5	Add lines 3 and 4	5	22,401,248.
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	22,401,248.

**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	24,925,836.
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	24,925,836.
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	24,925,836.

**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 2013	(c) 2013	(d) 2014
1 Distributable amount for 2014 from Part XI, line 7 . . . . .				22,401,248.
2 Undistributed income, if any, as of the end of 2014:				
a Enter amount for 2013 only. . . . .			0.	
b Total for prior years: 20 __, 20 __, 20 __		0.		
3 Excess distributions carryover, if any, to 2014:				
a From 2009 . . . . .				
b From 2010 . . . . .	2,067,072.			
c From 2011 . . . . .	4,434,819.			
d From 2012 . . . . .	6,349,336.			
e From 2013 . . . . .	508,106.			
f Total of lines 3a through e . . . . .	13,359,333.			
4 Qualifying distributions for 2014 from Part XII, line 4: ► \$ 24,925,836.				
a Applied to 2013, 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 2014 distributable amount. . .				22,401,248.
e Remaining amount distributed out of corpus. .	2,524,588.			
5 Excess distributions carryover applied to 2014 (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 . . .	15,883,921.			
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 2013. Subtract line 4a from line 2a. Taxable amount — see instructions. . . . .			0.	
f Undistributed income for 2014. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2015 . . . . .				0.
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (Election may be required — see instructions) . . . . .	0.			
8 Excess distributions carryover from 2009 not applied on line 5 or line 7 (see instructions)	0.			
9 Excess distributions carryover to 2015. Subtract lines 7 and 8 from line 6a. . . . .	15,883,921.			
10 Analysis of line 9:				
a Excess from 2010 . . . . .	2,067,072.			
b Excess from 2011 . . . . .	4,434,819.			
c Excess from 2012 . . . . .	6,349,336.			
d Excess from 2013 . . . . .	508,106.			
e Excess from 2014 . . . . .	2,524,588.			

---

N/A

- 4942(1)(5)

- (4) Gross investment income. . . .

[illegible]

### 1 Information Regarding Foundation Managers:

- NONE.

- NONE

**2 Information Regarding Contribution, Grant, Gift, Loan, Scholarship, etc. Programs:**

**a** The name, address, and telephone number or e-mail address of the person to whom applications should be addressed:

SEE STATEMENT 18

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

SEE STATEMENT FOR LINE 2A

- c Any submission deadlines:**

SEE STATEMENT FOR LINE 2A

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

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
<i>a Paid during the year</i> SEE STATEMENT 21 ADDRESS AS SHOWN IN STATEMENT 21,			SEE STATEMENT 21	19,089,764.
<b>Total</b> ...			▶ <b>3a</b>	<b>19,089,764.</b>
<i>b Approved for future payment</i> SEE STATEMENT 22 ADDRESS AS SHOWN IN STATEMENT 22,			SEE STATEMENT 22	3,760,010.
<b>Total</b> ...			▶ <b>3b</b>	<b>3,760,010.</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	123.	
4	Dividends and interest from securities			14	9,429,481.	
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	27,158,161.	
9	Net income or (loss) from special events					
10	Gross profit or (loss) from sales of inventory					
11	Other revenue:					
a	OTHER INCOME			1	436,206.	
b						
c						
d						
e						
12	Subtotal. Add columns (b), (d), and (e)				37,023,971.	
13	Total. Add line 12, columns (b), (d), and (e)				13	37,023,971.

(See worksheet in line 13 instructions to verify calculations.)

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

[illegible]



2014

## FEDERAL STATEMENTS

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CLIENT 8216-000

ELBRIDGE STUART FOUNDATION  
DBA STUART FOUNDATION

20-0882784

STATEMENT 1  
FORM 990-PF, PART I, LINE 11  
OTHER INCOME

	(A) REVENUE PER BOOKS	(B) NET INVESTMENT INCOME	(C) ADJUSTED NET INCOME
OTHER INCOME ... ..	\$ 436,206.		
TOTAL	<u>\$ 436,206.</u>	<u>\$ 0.</u>	<u>\$ 0.</u>

STATEMENT 2  
FORM 990-PF, PART I, LINE 16A  
LEGAL FEES

	(A) EXPENSES PER BOOKS	(B) NET INVESTMENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
LEGAL FEES ... ..	\$ 19,974.	\$ 800.		\$ 19,174.
TOTAL	<u>\$ 19,974.</u>	<u>\$ 800.</u>	<u>\$ 0.</u>	<u>\$ 19,174.</u>

STATEMENT 3  
FORM 990-PF, PART I, LINE 16B  
ACCOUNTING FEES

	(A) EXPENSES PER BOOKS	(B) NET INVESTMENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
ACCOUNTING FEES.. ..	\$ 87,472.	\$ 71,048.		\$ 16,424.
TOTAL	<u>\$ 87,472.</u>	<u>\$ 71,048.</u>	<u>\$ 0.</u>	<u>\$ 16,424.</u>

STATEMENT 4  
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
COMPUTER SERVICES . . . . .	\$ 124,884.	\$ 4,995.		\$ 119,889.
CONSULTING FEES... ..	298,941.	11,958.		286,983.
INVESTMENT FUND EXPENSES .. ..	2,701,215.	2,701,215.		
INVESTMENT MANAGEMENT FEE .. .	2,535,681.	2,535,681.		
TOTAL	<u>\$ 5,660,721.</u>	<u>\$ 5,253,849.</u>	<u>\$ 0.</u>	<u>\$ 406,872.</u>

STATEMENT 5  
FORM 990-PF, PART I, LINE 18  
TAXES

	(A) EXPENSES PER BOOKS	(B) NET INVESTMENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
TAXES . . . . .	\$ 770,037.			
TOTAL	<u>\$ 770,037.</u>	<u>\$ 0.</u>	<u>\$ 0.</u>	<u>\$ 0.</u>

STATEMENT 6  
FORM 990-PF, PART I, LINE 23  
OTHER EXPENSES

	(A) EXPENSES PER BOOKS	(B) NET INVESTMENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
CAPITAL PURCHASES < \$2500 . . . . .	\$ 2,041.	\$ 82.		\$ 1,959.
COMMUNICATIONS TECHNOLOGY . . . . .	50,948.	2,038.		48,910.
INSURANCE . . . . .	47,686.	1,907.		45,779.
MAINTENANCE/REPAIRS . . . . .	17,783.	711.		17,072.
MEMBERSHIP DUES . . . . .	10,985.	439.		10,546.
MISCELLANEOUS . . . . .	3,562.	142.		3,419.
OFFICE SUPPLIES & PRINTING . . . . .	49,264.	1,971.		47,294.
OPERATING LEASES . . . . .	34,391.	1,376.		33,015.
POSTAGE . . . . .	7,165.	287.		6,878.
RECRUITING . . . . .	169,795.	6,792.		163,003.
STAFF/PROFESSIONAL DEVELOPMENT . . . . .	48,061.	1,922.		46,139.
SUBSCRIPTIONS/BOOKS . . . . .	960.	38.		922.
TEMPS . . . . .	47,567.	1,903.		45,664.
TOTAL	<u>\$ 490,208.</u>	<u>\$ 19,608.</u>	<u>\$ 0.</u>	<u>\$ 470,600.</u>

STATEMENT 7  
FORM 990-PF, PART II, LINE 10B  
INVESTMENTS - CORPORATE STOCKS

CORPORATE STOCKS	VALUATION METHOD	BOOK VALUE	FAIR MARKET VALUE
DOMESTIC EQUITIES	COST	\$ 31,554,914.	\$ 31,955,426.
INTERNATIONAL EQUITIES	COST	32,892,037.	36,660,574.
	TOTAL	<u>\$ 64,446,951.</u>	<u>\$ 68,616,000.</u>



**STATEMENT 8**  
**FORM 990-PF, PART II, LINE 13**  
**INVESTMENTS - OTHER**

	VALUATION METHOD	BOOK VALUE	FAIR MARKET VALUE
<u>OTHER INVESTMENTS</u>			
ALTERNATIVE INVESTMENTS	COST	\$ 265639425.	\$ 403,890,579.
SHORT TERM INVESTMENTS	COST	32,025,980.	31,955,091.
	TOTAL	<u>\$ 297665405.</u>	<u>\$ 435,845,670.</u>

**STATEMENT 9**  
**FORM 990-PF, PART II, LINE 14**  
**LAND, BUILDINGS, AND EQUIPMENT**

CATEGORY	BASIS	ACCUM. DEPREC.	BOOK VALUE	FAIR MARKET VALUE
FURNITURE AND FIXTURES	\$ 1,043,351.	\$ 1,027,363.	\$ 15,988.	\$ 15,988.
MACHINERY AND EQUIPMENT	537,138.	530,422.	6,716.	6,716.
IMPROVEMENTS	3,487,282.	1,975,576.	1,511,706.	1,511,706.
TOTAL	<u>\$ 5,067,771.</u>	<u>\$ 3,533,361.</u>	<u>\$ 1,534,410.</u>	<u>\$ 1,534,410.</u>

**STATEMENT 10**  
**FORM 990-PF, PART II, LINE 15**  
**OTHER ASSETS**

	BOOK VALUE	FAIR MARKET VALUE
RECEIVABLES FROM RELATED ENTITY .....	\$ 6,912,082.	\$ 6,912,082.
TOTAL	<u>\$ 6,912,082.</u>	<u>\$ 6,912,082.</u>

**STATEMENT 11**  
**FORM 990-PF, PART II, LINE 22**  
**OTHER LIABILITIES**

DEFERRED EXCISE TAXES...	\$ 2,576,797.
EXCISE TAX PAYABLE ..	398,426.
TOTAL	<u>\$ 2,975,223.</u>

**STATEMENT 12**  
**FORM 990-PF, PART VIII, LINE 1**  
**LIST OF OFFICERS, DIRECTORS, TRUSTEES, AND KEY EMPLOYEES**

<u>NAME AND ADDRESS</u>	<u>TITLE AND AVERAGE HOURS PER WEEK DEVOTED</u>	<u>COMPEN- SATION</u>	<u>CONTRI- BUTION TO EBP &amp; DC</u>	<u>EXPENSE ACCOUNT/ OTHER</u>
CHRISTY PICHEL 500 WASHINGTON ST., #800 SAN FRANCISCO, CA 94111	PRESIDENT 60.00	\$ 268,071.	\$ 51,351.	\$ 130.
DWIGHT L. STUART, JR. 500 WASHINGTON ST., #800 SAN FRANCISCO, CA 94111	CHAIRMAN 5.00	0.	0.	0.
DAVIS CAMPBELL 500 WASHINGTON ST., #800 SAN FRANCISCO, CA 94111	DIRECTOR 5.00	0.	0.	0.
ELBRIDGE H. STUART, III 500 WASHINGTON ST., #800 SAN FRANCISCO, CA 94111	VICE-CHAIRMAN 5.00	0.	0.	0.
STUART LUCAS 500 WASHINGTON ST., #800 SAN FRANCISCO, CA 94111	VICE-CHAIRMAN 5.00	0.	0.	0.
JONATHAN RAYMOND 500 WASHINGTON ST., #800 SAN FRANCISCO, CA 94111	PRESIDENT 60.00	251,000.	19,101.	200.
		TOTAL \$ 519,071.	\$ 70,452.	\$ 330.

**STATEMENT 13**  
**FORM 990-PF, PART IX-A, LINE 1**  
**SUMMARY OF DIRECT CHARITABLE ACTIVITIES**

<u>DIRECT CHARITABLE ACTIVITIES</u>	<u>EXPENSES</u>
FOR PROJECT MANAGEMENT EXPENSES OF THE EDUCATION EQUALS PARTNERSHIP	\$ 375,000.

THE PROJECT TITLE IS PROJECT MANAGEMENT OF THE EDUCATION EQUALS PARTNERSHIP AND IT IS A CHILD WELFARE CAE.

**STATEMENT 14**  
**FORM 990-PF, PART IX-A, LINE 2**  
**SUMMARY OF DIRECT CHARITABLE ACTIVITIES**

<u>DIRECT CHARITABLE ACTIVITIES</u>	<u>EXPENSES</u>
TO SUPPORT RESEARCH THAT WILL PROVIDE IMPORTANT REAL-TIME INFORMATION TO STAKEHOLDERS ON THE IMPLEMENTATION OF THE LOCAL CONTROL FUNDING FORMULA (LCFF). THE LCFF REPRESENTS A MAJOR SHIFT IN CALIFORNIA EDUCATION BY DEVOLVING AUTHORITY FOR BUDGETING AND STRATEGIC PLANNING TO DISTRICTS. THIS PROJECT WILL CAPTURE THE LESSONS LEARNED AND TRENDS IN FIRST-YEAR IMPLEMENTATION, USING A CASE STUDY APPROACH IN	\$ 290,000.

**STATEMENT 14 (CONTINUED)**  
**FORM 990-PF, PART IX-A, LINE 2**  
**SUMMARY OF DIRECT CHARITABLE ACTIVITIES**

<u>DIRECT CHARITABLE ACTIVITIES</u>	<u>EXPENSES</u>
SIX GEOGRAPHICALLY AND DEMOGRAPHICALLY DIVERSE DISTRICTS. RESEARCHERS WILL REVIEW THE LOCAL CONTROL ACCOUNTABILITY PLANS (LCAPS), SCHOOL BOARD MINUTES, DISTRICT BUDGETS, AND CONDUCT TWO DAY SITE VISITS. DURING THESE VISITS, THEY WILL INTERVIEW KEY OFFICIALS, INCLUDING THOSE WITH RESPONSIBILITIES FOR THE NEEDS OF FOSTER YOUTH AND ENGLISH LEARNERS; UNION LEADERS; PARENTS; PRINCIPALS; AND A REPRESENTATIVE FROM THE RELEVANT COUNTY OFFICE OF EDUCATION. THEY WILL THEN IDENTIFY THEMES AND CREATE A CROSS-CASE POLICY BRIEF, WHICH WILL BE SHARED WITH KEY POLICY OFFICIALS, INCLUDING REPRESENTATIVES OF THE STATE BOARD OF EDUCATION, CALIFORNIA DEPARTMENT OF EDUCATION, AND LEGISLATIVE MEMBERS AND STAFF. THE POLICY BRIEF WILL ALSO BE DISTRIBUTED TO MAJOR EDUCATION ORGANIZATIONS AND ADVOCACY GROUPS. THIS PROJECT WILL BE COMPLETED BY OCTOBER 2014, IN TIME FOR LESSONS LEARNED TO BE INCORPORATED INTO THE FINAL SET OF REGULATIONS THAT WILL GOVERN LCFF IMPLEMENTATION.	
THE PROJECT TITLE IS LOCAL CONTROL FUNDING FORMULA (LCFF) CASE STUDIES.	

**STATEMENT 15**  
**FORM 990-PF, PART IX-A, LINE 3**  
**SUMMARY OF DIRECT CHARITABLE ACTIVITIES**

<u>DIRECT CHARITABLE ACTIVITIES</u>	<u>EXPENSES</u>
TO SUPPORT THE PLANNING AND ORGANIZATION TO PRODUCE THE EDUCATION EQUALS PARTNERSHIP CONVENING IN NOVEMBER 2014. I.E. COMMUNICATIONS WILL OVERSEE THE EVENT FROM START TO FINISH AND MANAGE ALL OF THE LOGISTICS OF PRODUCING THE EVENT.	\$ 135,000.
THE PROJECT TITLE IS THE ANNUAL EDUCATION EQUALS PARTNERSHIP CONVENING IN LA.	

**STATEMENT 16**  
**FORM 990-PF, PART IX-A, LINE 4**  
**SUMMARY OF DIRECT CHARITABLE ACTIVITIES**

<u>DIRECT CHARITABLE ACTIVITIES</u>	<u>EXPENSES</u>
TO PROVIDE SUPPORT, INCLUDING PLANNING, FACILITATION, DOCUMENTATION AND FOLLOW-UP, FOR CALIFORNIA EDUCATION LEADERS TO CONTINUE TO LEARN FROM THE EXPERIENCE OF THE LEADERS OF THE ONTARIO EDUCATION SYSTEM LEADERS AND TO WORK TOGETHER TO IDENTIFY AND IMPLEMENT IMPROVEMENTS TO THE EDUCATION SYSTEM IN CALIFORNIA. IN ADDITION, THE GLEN PRICE GROUP WILL FACILITATE AND CONVENE KEY LEADERS FROM THE CALIFORNIA DEPARTMENT OF EDUCATION AND THE STATE BOARD OF EDUCATION TO ADVANCE CHANGE EFFORTS IN CALIFORNIA. ALL WORK WILL BE BASED UPON PLAN AGREED UPON IN ADVANCE.	\$ 95,000.
THE PROJECT TITLE IS GLEN PRICE GROUP-DISTRICT AND STATE ED LEADERS AND IT IS A EDUCATION CAE.	

**STATEMENT 17**  
**FORM 990-PF, PART X, LINE 1E**  
**REDUCTIONS CLAIMED FOR BLOCKAGE OR OTHER FACTORS**

DESCRIPTION OF ASSET OR ASSET GROUP:  
PERCENTAGE OF SECURITIES OUTSTANDING:  
FMV OF ASSET PRIOR TO DISCOUNT:  
AMOUNT OF DISCOUNT CLAIMED:  
EXPLANATION OF WHY THE CLAIMED DISCOUNT  
IS APPROPRIATE IN THE VALUATION:

ALTERNATIVE INVESTMENTS  
82%

\$ 413,890,579.

\$ 62,083,587.

ALTERNATIVE INVESTMENTS INCLUDE LIMITED PARTNERSHIPS, LIMITED LIABILITY COMPANIES AND OFFSHORE INVESTMENT FUNDS. ALTHOUGH EACH INVESTMENT IS DIFFERENT, THE MAJORITY OF THE ALTERNATIVE INVESTMENTS START OUT FOR A 10-YEAR PERIOD WITH ONE-YEAR EXTENSION OPTIONS FOR ANOTHER TWO OR THREE YEARS. REDEMPTION TERMS AND RESTRICTIONS VARY BETWEEN EACH INVESTMENT. THE RESTRICTIONS INCLUDE LOCKUP PERIODS AND NOTIFICATION REQUIREMENTS. LIQUIDATION IS GENERALLY LIMITED TO A SALE TO THE FUND MANAGER OR TO DISTRIBUTIONS FROM THE FUND.

**STATEMENT 18**  
**FORM 990-PF, PART XV, LINE 2A-D**  
**APPLICATION SUBMISSION INFORMATION**

NAME OF GRANT PROGRAM:  
NAME:  
CARE OF:  
STREET ADDRESS:  
CITY, STATE, ZIP CODE:  
TELEPHONE:  
E-MAIL ADDRESS:  
FORM AND CONTENT:

JONATHAN RAYMOND, PRESIDENT, STUART

500 WASHINGTON ST., #800  
SAN FRANCISCO, CA 94111  
415-393-1551

THE APPLICATION PROCESS-PLEASE FOLLOW OUR SEVEN-STEP PROCESS:

STEP 1: PLEASE REVIEW OUR PROGRAM OBJECTIVES, KEY ELEMENTS, AND LIST OF PREVIOUS GRANTS TO DETERMINE WHETHER YOUR PROGRAM FITS WITHIN ALL OR MOST OF OUR STATED GUIDELINES.

STEP 2: PLEASE SEND US A LETTER OF INQUIRY (LOI). PLEASE FOLLOW THE GUIDELINES ON OUR WEBSITE ("PREPARING AN EFFECTIVE LOI"). WE WILL CONTACT YOU WITHIN 30 DAYS.

STEP 3: A PROGRAM OFFICER WILL CONTACT YOU TO INVITE YOU TO SUBMIT A PROPOSAL.

STEP 4: YOUR PROGRAM OFFICER WILL DIRECT YOU TO SPECIFIC PROPOSAL GUIDELINES FOR THE APPROPRIATE PROGRAM AREA.

STEP 5: A PROGRAM OFFICER WILL HELP YOU STRENGTHEN YOUR PROPOSAL.

STEP 6: A PROGRAM OFFICER WILL CONDUCT THE NECESSARY DUE DILIGENCE.

STEP 7: THE BOARD OF THE STUART FOUNDATION WILL EVALUATE YOUR PROPOSAL.

SUBMISSION DEADLINES:  
RESTRICTIONS ON AWARDS:

APPLICANTS ARE NOTIFIED OF A DECISION WITHIN 60 DAYS  
ELIGIBLE ORGANIZATIONS MUST QUALIFY AS A LEGAL ENTITY AND  
MUST, IN MOST CASES, HAVE CURRENT TAX-EXEMPT STATUS AS  
DESCRIBED UNDER SECTION 501(C)(3) OF THE INTERNAL REVENUE  
CODE, OTHER THAN PRIVATE FOUNDATIONS. THE STUART  
FOUNDATION DOES NOT FUND CAPITAL CAMPAIGNS OR PROJECTS

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ELBRIDGE STUART FOUNDATION  
DBA STUART FOUNDATION

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STATEMENT 18 (CONTINUED)  
FORM 990-PF, PART XV, LINE 2A-D  
APPLICATION SUBMISSION INFORMATION

WHOSE BENEFICIARIES ARE OUTSIDE THE STATES OF CALIFORNIA  
AND WASHINGTON.

CLIENT 8216-000

ELBRIDGE STUART FOUNDATION  
DBA STUART FOUNDATION

20-0882784

## STATEMENT 21

## GRANTS PAID DURING THE YEAR:

ORGANIZATION NAME AND ADDRESS	PURPOSE OF GRANT	FOUNDATION STATUS	AMOUNT
24TH STREET THEATRE 1117 WEST 24TH STREET LOS ANGELES, CA 90007	EDUCATION ENRICHMENT	PC	25,000.00
A BETTER LA 1150 S. OLIVE ST., STE 340 LOS ANGELES, CA 90015	EDUCATION ENRICHMENT	PC	40,000.00
A BETTER LA 1150 S. OLIVE ST., STE 340 LOS ANGELES, CA 90015	CAPACITY BUILDING	PC	20,000.00
A NOISE WITHIN 3352 E.FOOTHILL BOULEVARD PASADENA, CA 91107	EDUCATION ENRICHMENT	PC	10,000.00
A PLACE CALLED HOME 2830 SOUTH CENTRAL AVENUE LOS ANGELES, CA 90011	EDUCATION ENRICHMENT	PC	40,000.00
ACADEMICS WITHOUT BORDERS USA P.O. BOX 72814 DAVIS, CA 95617-2814	DISCRETIONARY GRANT	PC	5,000.00
ACADEMICS WITHOUT BORDERS USA P.O. BOX 72814 DAVIS, CA 95617-2814	DISCRETIONARY GRANT	PC	5,000.00
ACCESS BOOKS PO BOX 64951 LOS ANGELES, CA 90064	EDUCATION ENRICHMENT	PC	15,000.00
AG INNOVATIONS 101 MORRIS STREET, STE 212 SEBASTOPOL, CA 95472	EDUCATION	PC	48,000.00
ALLIANCE FOR CHILDREN'S RIGHTS 3333 WILSHIRE BOULEVARD SUITE 550 LOS ANGELES, CA 90010-4111	CHILD WELFARE	PC	150,000.00
ALLIANCE FOR EXCELLENT EDUCATION INC 1201 CONNECTICUT AVENUE NW SUITE 901 WASHINGTON, DC 20036	EDUCATION	PC	100,000.00
ALURA ALWAYS & FOREVER PEKINGESE RESCUE 1938 S. VICTORIA AVENUE LOS ANGELES, CA 90016	MATCHING GRANT	PC	260.00
AMERICAN BAR ASSOCIATION FUND FOR JUSTICE AND EDUCATION 1050 CONNECTICUT AVENUE NW SUITE 400 WASHINGTON, DC 20036	CHILD WELFARE	PC	25,000.00

AMERICAN INSTITUTES FOR RESEARCH IN THE BEHAVIORAL SCIENCES 1000 THOMAS JEFFERSON ST, NW WASHINGTON, DC 20007-3835	EDUCATION	PC	200,000.00
AMERICAN INSTITUTES FOR RESEARCH IN THE BEHAVIORAL SCIENCES 1000 THOMAS JEFFERSON ST, NW WASHINGTON, DC 20007-3835	EDUCATION	PC	60,000.00
ANGELS GATE CULTURAL CENTER 3601 SOUTH GAFFEY STREET SAN PEDRO, CA 90731	EDUCATION ENRICHMENT	PC	15,000.00
ARMORY CENTER FOR THE ARTS 145 NORTH RAYMOND AVENUE PASADENA, CA 91103	EDUCATION ENRICHMENT	PC	15,000.00
ART CENTER COLLEGE OF DESIGN 1700 LIDA STREET PASADENA, CA 91103	EDUCATION ENRICHMENT	PC	20,000.00
ARTWORXLA 1140 N. CITRUS AVENUE LOS ANGELES, CA 90038	EDUCATION ENRICHMENT	PC	30,000.00
ASHWOOD WALDORF SCHOOL 180 PARK STREET ROCKPORT, ME 04856	DISCRETIONARY GRANT	PC	5,000.00
ASHWOOD WALDORF SCHOOL 180 PARK STREET ROCKPORT, ME 04856	MATCHING GRANT	PC	2,000.00
ASIAN PACIFIC COMMUNITY FUND OF SOUTHERN CALIFORNIA 1145 WILSHIRE BOULEVARD 1ST FLOOR LOS ANGELES, CA 90017	EMPLOYEE SERVICE AWARD	PC	2,000.00
BAD RAP PO BOX 27005 OAKLAND, CA 94602-0005	EMPLOYEE SERVICE AWARD	PC	500.00
BAY AREA DEPUTY SHERIFFS FOUNDATION INC 460 BRANNAN STREET SUITE 77650 SAN FRANCISCO, CA 94107	DISCRETIONARY GRANT	PC	2,000.00
BAY AREA DEPUTY SHERIFFS FOUNDATION INC 460 BRANNAN STREET SUITE 77650 SAN FRANCISCO, CA 94107	DISCRETIONARY GRANT	PC	1,000.00
BAY AREA DISCOVERY MUSEUM 557 MCREYNOLDS ROAD SAUSALITO, CA 94965	EMPLOYEE SERVICE AWARD	PC	1,000.00

BEYER HIGH SCHOOL ATHLETIC  
BOOSTER CLUB INC.  
1717 SYLVAN AVENUE  
MODESTO, CA 95355

EMPLOYEE SERVICE AWARD PC 7,500.00

BIG BROTHERS BIG SISTERS  
OF GREATER LOS ANGELES  
3150 N. SAN FERNANDO RD.  
SUITE 103  
LOS ANGELES, CA 90065

MENTORING PC 30,000.00

BIG PICTURE COMPANY INC.  
325 PUBLIC STREET  
PROVIDENCE, RI 02905

EDUCATION PC 250,000.00

BIG UP KIDZ  
4265 BRUNSWICK AVENUE  
LOS ANGELES, CA 90039

EDUCATION ENRICHMENT PC 10,000.00

BLUE ANGELS FOUNDATION  
178 NETAS DR.  
PALM DESERT, CA 92260

OTHER PC 25,000.00

BOOKENDS  
2957 S. SEPULVEDA BLVD.  
LOS ANGELES, CA 90064

EDUCATION ENRICHMENT PC 30,000.00

BOYS & GIRLS CLUB OF HOLLYWOOD  
850 N. CAHUENGA BOULEVARD  
HOLLYWOOD, CA 90038

EDUCATION ENRICHMENT PC 15,000.00

BOYS & GIRLS CLUB  
OF WEST SAN GABRIEL VALLEY  
328 S. RAMONA AVENUE  
MONTEREY PARK, CA 91754-3312

EDUCATION ENRICHMENT PC 30,000.00

BOYS & GIRLS CLUBS OF CARSON  
1950 E. 220TH STREET  
SUITE 102  
LONG BEACH, CA 90810

EDUCATION ENRICHMENT PC 20,000.00

BOYS & GIRLS CLUBS  
OF LONG BEACH  
3635 LONG BEACH BOULEVARD  
LONG BEACH, CA 90807

EDUCATION ENRICHMENT PC 25,000.00

BOYS & GIRLS CLUBS  
OF PASADENA  
3230 EAST DEL MAR BOULEVARD  
PASADENA, CA 91107

EDUCATION ENRICHMENT PC 10,000.00

BOYS & GIRLS CLUBS  
OF SANTA MONICA  
1220 LINCOLN BOULEVARD  
SANTA MONICA, CA 90401

EDUCATION ENRICHMENT PC 20,000.00

BRESEE FOUNDATION  
184 S. BIMINI PLACE  
LOS ANGELES, CA 90004

EDUCATION ENRICHMENT PC 40,000.00



CLIENT 8216-000

ELBRIDGE STUART FOUNDATION  
DBA STUART FOUNDATION

20-0882784

CALIFORNIA COMMUNITY FOUNDATION 221 S. FIGUEROA ST., STE 400 LOS ANGELES, CA 90012	EDUCATION ENRICHMENT	PC	50,000.00
CALIFORNIA COMMUNITY FOUNDATION 221 S. FIGUEROA ST., STE 400 LOS ANGELES, CA 90012	OTHER	PC	50,000.00
CALIFORNIA COMMUNITY FOUNDATION 221 S. FIGUEROA ST., STE 400 LOS ANGELES, CA 90012	OTHER	PC	50,000.00
CALIFORNIA COMMUNITY FOUNDATION 221 S. FIGUEROA ST., STE 400 LOS ANGELES, CA 90012	OTHER	PC	15,000.00
CALIFORNIA COURT APPOINTED SPECIAL ADVOCATE ASSOCIATION 663 13TH STREET, SUITE 200 OAKLAND, CA 94612-1241	CHILD WELFARE	PC	125,000.00
CALIFORNIA SCIENCE CENTER FOUNDATION 700 STATE DRIVE LOS ANGELES, CA 90037	EDUCATION ENRICHMENT	PC	25,000.00
CALIFORNIA STATE FULLERTON PHILANTHROPIC FOUNDATION 2600 NUTWOOD AVENUE STE 850 FULLERTON, CA 92831	CHILD WELFARE	PC	150,000.00
CALIFORNIA STATE FULLERTON PHILANTHROPIC FOUNDATION 2600 NUTWOOD AVENUE STE 850 FULLERTON, CA 92831	CHILD WELFARE	PC	75,000.00
CALIFORNIA YOUTH CONNECTION 1611 TELEGRAPH AVENUE SUITE 1100 OAKLAND, CA 94612	CHILD WELFARE	PC	100,000.00
CALIFORNIA YOUTH CONNECTION 1611 TELEGRAPH AVENUE SUITE 1100 OAKLAND, CA 94612	DISCRETIONARY GRANT	PC	7,500.00
CALIFORNIANS DEDICATED TO EDUCATION FOUNDATION 425 BROADWAY STREET REDWOOD CITY, CA 94063	EDUCATION	PC	200,000.00
CAMELLIA NETWORK 1931 H STREET SACRAMENTO, CA 95811-3107	CHILD WELFARE	PC	75,000.00
CAMINO NUEVO CHARTER ACADEMY 3435 W. TEMPLE ST. LOS ANGELES, CA 90026	EDUCATION ENRICHMENT	PC	20,000.00

CAMP KOREY 28901 NE CARNATION FARM RD CARNATION, WA 98014	DISCRETIONARY GRANT	PC	40,000.00
CAMP KOREY 28901 NE CARNATION FARM RD CARNATION, WA 98014	OTHER	PC	25,000.00
CAMP KOREY 28901 NE CARNATION FARM RD CARNATION, WA 98014	OTHER	PC	10,000.00
CARECEN 2845 WEST 7TH STREET LOS ANGELES, CA 90005	EDUCATION ENRICHMENT	PC	20,000.00
CASA OF LOS ANGELES 201 CENTRE PLAZA DRIVE ROOM 1100 MONTEREY PARK, CA 91754-2142	EDUCATION ENRICHMENT	PC	15,000.00
CAUSE COMMUNICATIONS 12304 SANTA MONICA BLVD SUITE 201 LOS ANGELES, CA 90025-2591	CAPACITY BUILDING	PC	50,000.00
CENTER FOR EFFECTIVE PHILANTHROPY INC. 675 MASSACHUSETTS AVENUE 7TH FLOOR CAMBRIDGE, MA 02139	EDUCATION	PC	150,000.00
CENTER FOR EFFECTIVE PHILANTHROPY INC. 675 MASSACHUSETTS AVENUE 7TH FLOOR CAMBRIDGE, MA 02139	DISCRETIONARY GRANT	PC	50,000.00
CENTER FOR EFFECTIVE PHILANTHROPY INC. 675 MASSACHUSETTS AVENUE 7TH FLOOR CAMBRIDGE, MA 02139	MATCHING GRANT	PC	1,000.00
CENTER FOR NONPROFIT MANAGEMENT 1000 NORTH ALAMEDA STREET SUITE 250 LOS ANGELES, CA 90012	CAPACITY BUILDING	PC	25,000.00
CENTER FOR TEACHING QUALITY INC. 605 W MAIN STREET SUITE 207 CARRBORO, NC 27512	EDUCATION	PC	60,000.00
CENTER FOR TEACHING QUALITY INC. 605 W MAIN STREET STE 207 CARRBORO, NC 27512	EDUCATION	PC	20,000.00

CENTER FOR THE ARTS EAGLE ROCK 2225 COLORADO BOULEVARD LOS ANGELES, CA 90041	EDUCATION ENRICHMENT	PC	10,000.00
CHILDREN NOW 1404 FRANKLIN STREET SUITE 700 OAKLAND, CA 94612	EDUCATION	PC	150,000.00
CHILDREN UNITING NATIONS 6380 WILSHIRE BLVD. SUITE 1006 LOS ANGELES, CA 90048	MENTORING	PC	20,000.00
CHILDREN YOUTH & FAMILY COLLABORATIVE 1200 37TH PLACE LOS ANGELES, CA 90007	EDUCATION ENRICHMENT	PC	25,000.00
CHILDREN'S SKIN DISEASE FOUNDATION 1600 SOUTH MAIN STREET SUITE #192 WALNUT CREEK, CA 94598	OTHER	PC	14,000.00
CHUCK GATES YOUTH GOLF ENDOWMENT PO BOX 326 KETCHUM, IDAHO 83340	EDUCATION ENRICHMENT	PC	10,000.00
CITY SCHOLARS FOUNDATION 611 WILSHIRE BOULEVARD SUITE 1109 LOS ANGELES, CA 90017	CAPACITY BUILDING	PC	25,000.00
CLAREMONT GRADUATE UNIVERSITY 150 EAST 10TH STREET CLAREMONT, CA 91711-6160	EDUCATION	PC	24,400.00
COALITION FOR RESPONSIBLE COMMUNITY DEVELOPMENT 3101 S. GRAND AVENUE LOS ANGELES, CA 90007	EDUCATION ENRICHMENT	PC	15,000.00
COLLEGE BOUND 17316 EDWARDS ROAD, STE 180 CERRITOS, CA 90703	EDUCATION ENRICHMENT	PC	25,000.00
COLLEGE MATCH 719 GEORGINA AVENUE SANTA MONICA, CA 90402	EDUCATION ENRICHMENT	PC	35,000.00
COLLEGE SUCCESS FOUNDATION 1605 NW SAMMAMISH ROAD SUITE 200 ISSAQUAH, WA 98027	CHILD WELFARE	PC	75,000.00
COLLEGE SUMMIT 880 APOLLO ST., SUITE 160 EL SEGUNDO, CA 90245	EDUCATION ENRICHMENT	PC	30,000.00

COMMUNITIES IN SCHOOLS  
OF LOS ANGELES  
C/O CREATIVE ARTISTS AGENCY  
2000 AVENUE OF THE STARS  
SUITE 227  
LOS ANGELES, CA 90067

EDUCATION ENRICHMENT

PC

25,000.00

COMMUNITY & FAMILY  
SERVICE AGENCY  
477 PETALUMA BLVD  
SEBASTOPOL, CA 95472

DISCRETIONARY GRANT

PC

2,000.00

COMMUNITY CENTER  
FOR EDUCATION RESULTS  
2100 24TH AVENUE SOUTH  
SUITE 340  
SEATTLE, WA 98144-4645

EDUCATION

PC

5,000.00

COMMUNITY COALITION  
8101 SOUTH VERMONT AVENUE  
LOS ANGELES, CA 90044

LEADERSHIP

PC

40,000.00

CONNECTED THE CALIFORNIA  
CENTER FOR COLLEGE AND CAREER  
2150 SHATTUCK AVENUE  
SUITE 1200  
BERKELEY, CA 94704

EDUCATION

PC

150,000.00

CONSERVATION CORPS  
NORTH BAY INC  
27 LARKSPUR STREET  
SAN RAFAEL, CA 94901

DISCRETIONARY GRANT

PC

1,000.00

CREATIVE EDUCATION PARTNERS  
10361 CARIBOU LANE  
LOS ANGELES, CA 90077

EDUCATION ENRICHMENT

PC

15,000.00

DASIE BRIDGEWATER HOPE CENTER  
8445 64TH AVE.  
PO BOX 701483  
WABASSO, FL 32970

EDUCATION ENRICHMENT

PC

7,500.00

DAVID LYNCH FOUNDATION  
621 S. HIGHLAND  
LOS ANGELES, CA 90036

EDUCATION ENRICHMENT

PC

25,000.00

DAVIDSON COLLEGE  
BOX 7174  
DAVIDSON, NC 28035

DISCRETIONARY GRANT

PC

10,000.00

DETERMINED TO SUCCEED  
PO BOX 5363  
SANTA MONICA, CA 90409

EDUCATION ENRICHMENT

PC

35,000.00

DIABOLO DANCE THEATRE  
616 MOULTON AVENUE  
LOS ANGELES, CA 90031

EDUCATION ENRICHMENT

PC

20,000.00

DIABOLO DANCE THEATRE  
616 MOULTON AVENUE  
LOS ANGELES, CA 90031

EDUCATION ENRICHMENT

PC

14,000.00

DIY GIRLS 313 N. GENESEE AVE #7 LOS ANGELES, CA 90036	EDUCATION ENRICHMENT	PC	10,000.00
DOVETAIL LEARNING INC. 825 GRAVENSTEIN HIGHWAY NORTH SUITE 2 SEBASTOPOL, CA 95472	EDUCATION	PC	200,000.00
DREAM A WORLD EDUCATION 256 SO. ROBERTSON BLVD. SUITE 2288 BEVERLY HILLS, CA 90211	EDUCATION ENRICHMENT	PC	10,000.00
EAST VALLEY BOYS & GIRLS CLUB PO BOX 248 4100 BALDWIN PARK BLVD. BALDWIN PARK, CA 91706	EDUCATION ENRICHMENT	PC	15,000.00
EAST WEST PLAYERS 120 JUDGE JOHN AISO STREET LOS ANGELES, CA 90012	EDUCATION ENRICHMENT	PC	1,600.00
ECHO PARK FILM CENTER 1200 N. ALVARADO ST. LOS ANGELES, CA 90026	EDUCATION ENRICHMENT	PC	10,000.00
EDSOURCE INC. 436 14TH STREET, SUITE 1005 OAKLAND, CA 94612	EDUCATION	PC	250,000.00
EDSOURCE INC. 436 14TH STREET, SUITE 1005 OAKLAND, CA 94612	EDUCATION	PC	34,000.00
EDSOURCE INC. 436 14TH STREET, SUITE 1005 OAKLAND, CA 94612	EDUCATION	PC	10,000.00
EDUCATING YOUNG MINDS 3325 WILSHIRE BLVD., STE 400 LOS ANGELES, CA 90010	EDUCATION ENRICHMENT	PC	20,000.00
EDUCATION TRUST INC 1250 H STREET NW, SUITE 700 WASHINGTON, DC 20005	EDUCATION	PC	30,000.00
ENVISION EDUCATION, INC. 111 MYRTLE STREET, STE 203 OAKLAND, CA 94607	DISCRETIONARY GRANT	PC	1,000.00
FEDCAP REHABILITATION SERVICES, INC. 633 3RD AVENUE, 6TH FLOOR NEW YORK, NY 10011	CHILD WELFARE	PC	60,000.00
FEMINIST MAJORITY FOUNDATION 433 SOUTH BEVERLY DRIVE BEVERLY HILLS, CA 90212	LEADERSHIP	PC	20,000.00
FIRST PLACE FOR YOUTH 426 17TH STREET SUITE 100 OAKLAND, CA 94612	CHILD WELFARE	PC	150,000.00

FIRST PLACE FOR YOUTH 426 17TH STREET, SUITE 100 OAKLAND, CA 94612	EDUCATION ENRICHMENT	PC	20,000.00
FOOD BANK OF YOLO COUNTY 1244 FORTNA AVENUE WOODLAND, CA 95776	DISCRETIONARY GRANT	PC	7,500.00
FOOD FOR THOUGHT P.O. BOX 1608 FORESTVILLE, CA 95436	DISCRETIONARY GRANT	PC	3,000.00
FOOD FOR THOUGHT P.O. BOX 1608 FORESTVILLE, CA 95436	MATCHING GRANT	PC	1,000.00
FOOTHILL FAMILY SERVICE 2500 E. FOOTHILL BLVD. SUITE 300 PASADENA, CA 91107	SCHOOL READINESS	PC	20,000.00
FORD THEATRE FOUNDATION C/O ARTS FOR ALL 1055 WILSHIRE BOULEVARD SUITE 800 LOS ANGELES, CA 90017	OTHER	PC	25,000.00
FOSTER YOUTH IN ACTION 200 PINE STREET, 3RD FLOOR SAN FRANCISCO, CA 94104	CHILD WELFARE	PC	5,000.00
FOSTER YOUTH IN ACTION 200 PINE STREET, 3RD FLOOR SAN FRANCISCO, CA 94104	MATCHING GRANT	PC	200.00
FOSTERCLUB 753 FIRST AVENUE SEASIDE, OR 97138	CHILD WELFARE	PC	200,000.00
FOSTERING MEDIA CONNECTIONS 100 MONTGOMERY STREET THE PRESIDIO SAN FRANCISCO, CA 94129	MATCHING GRANT	PC	200.00
FOUNDATION CENTER 79 5TH AVENUE/16TH STREET NEW YORK, NY 10003-3076	DISCRETIONARY GRANT	PC	6,000.00
FOUNDATION FOR SANGER SCHOOLS 1905 7TH STREET SANGER, CA 93657	EDUCATION	PC	30,000.00
FRANCIS W. PARKER SCHOOL 330 WEST WEBSTER CHICAGO, IL 60614	DISCRETIONARY GRANT	PC	10,000.00
FRESNO COUNTY P.O. BOX 1912 FRESNO, CA 93718-1912	CHILD WELFARE	NC	330,000.00

CLIENT 8216-000

ELBRIDGE STUART FOUNDATION  
DBA STUART FOUNDATION

20-0882784

FRESNO UNIFIED SCHOOL DISTRICT 2309 TULARE STREET FRESNO, CA 93721	EDUCATION	NC	180,000.00
FRIENDS OF THE FAMILY 16861 PARTHENIA STREET NORTH HILLS, CA 91343	EDUCATION ENRICHMENT	PC	50,000.00
FSG INC 500 BOYLSTON STREET SUITE 600, BOSTON, MA 02116	MEMBERSHIPS	PC	3,750.00
FULFILLMENT FUND 6100 WILSHIRE BOULEVARD SUITE 600 LOS ANGELES, CA 90048	EDUCATION ENRICHMENT	PC	40,000.00
FULL CIRCLE FUND IMPACT HUB SAN FRANCISCO 901 MISSION STREET, STE 205 SAN FRANCISCO, CA 94103	EDUCATION	PC	33,100.00
FUTURE CITIZENS FOUNDATION 1551 BEACON HILL DRIVE SALINAS, CA 93950	EDUCATION ENRICHMENT	PC	15,000.00
GANG ALTERNATIVES PROGRAM 309 W. OPP STREET WILMINGTON, CA 90744	EDUCATION ENRICHMENT	PC	15,000.00
GARDEN GROVE UNIFIED SCHOOL DISTRICT 10331 STANFORD AVENUE GARDEN GROVE, CA 92840	EDUCATION	NC	180,000.00
GAY-STRAIGHT ALLIANCE NETWORK 1611 TELEGRAPH AVENUE SUITE 1002 OAKLAND, CA 94612	MATCHING GRANT	PC	250.00
GEFFEN PLAYHOUSE 10886 LE CONTE AVENUE LOS ANGELES, CA 90024	EDUCATION ENRICHMENT	PC	25,000.00
GIRL SCOUTS OF GREATER LOS ANGELES 801 S. GRAND AVENUE, STE 300 LOS ANGELES, CA 90017	LEADERSHIP	PC	45,000.00
GLOBAL STUDENT EMBASSY P.O. BOX 544 SEBASTOPOL, CA 94573	MATCHING GRANT	PC	1,000.00
GLOBAL STUDENT EMBASSY P.O. BOX 544 SEBASTOPOL, CA 94573	DISCRETIONARY GRANT	PC	1,000.00
GRANTMAKERS FOR EDUCATION 720 SW WASHINGTON STREET SUITE 605 PORTLAND, OR 97205	MEMBERSHIPS	PC	4,000.00

CLIENT 8216-000

ELBRIDGE STUART FOUNDATION  
DBA STUART FOUNDATION

20-0882784

GRANTS MANAGERS NETWORK, INC.  
1666 K STREET, NW, STE 440  
WASHINGTON, DC 20006

MEMBERSHIPS

PC

2,000.00

GREENWAY ARTS ALLIANCE  
544 NORTH FAIRFAX AVENUE  
LOS ANGELES, CA 90036

EDUCATION ENRICHMENT

PC

20,000.00

GUIDE DOGS FOR THE BLIND  
350 LOS RANCHITOS ROAD  
SAN RAFAEL, CA 94903

OTHER

PC

10,000.00

HANDS4HOPE LA  
11210 OSTEGO ST.  
NORTH HOLLYWOOD, CA 91601

EDUCATION ENRICHMENT

PC

10,000.00

HEAL THE BAY  
1444 9TH STREET  
SANTA MONICA, CA 90401

EDUCATION ENRICHMENT

PC

15,000.00

HEART OF LOS ANGELES YOUTH  
2701 WILSHIRE BOULEVARD  
LOS ANGELES, CA 90057

EDUCATION ENRICHMENT

PC

60,000.00

HORATIO ALGER ASSOCIATION  
99 CANAL CENTER PLAZA  
SUITE 320  
ALEXANDRIA, VA 22314

EDUCATION ENRICHMENT

PC

10,000.00

HORIZONS FOUNDATION  
550 MONTGOMERY STREET  
SUITE 700  
SAN FRANCISCO, CA 94111

MATCHING GRANT

PC

10,000.00

HORIZONS FOUNDATION  
550 MONTGOMERY STREET  
SUITE 700  
SAN FRANCISCO, CA 94111

EMPLOYEE SERVICE AWARD

PC

2,500.00

I FOSTER INC.  
10049 MARTIS VALLEY  
ROAD UNIT C  
TRUCKEE, CA 96161

CHILD WELFARE

PC

50,000.00

I.E. COMMUNICATIONS  
STANDEFORD HOUSE 1212  
PRESERVATION PARK WAY  
SUITE 300  
OAKLAND, CA 94612

CHILD WELFARE

N/A

265,000.00

I.E. COMMUNICATIONS  
STANDEFORD HOUSE 1212  
PRESERVATION PARK WAY  
SUITE 300  
OAKLAND, CA 94612

CHILD WELFARE

N/A

100,000.00

I.E. COMMUNICATIONS  
STANDEFORD HOUSE 1212  
PRESERVATION PARK WAY  
SUITE 300  
OAKLAND, CA 94612

CHILD WELFARE

N/A

40,000.00



INNER-CITY ARTS 720 KOHLER STREET LOS ANGELES, CA 90021	EDUCATION ENRICHMENT	PC	40,000.00
INTERNATIONALS NETWORK FOR PUBLIC SCHOOLS INC. 50 BROADWAY, SUITE 2200 NEW YORK, NY 10004	EDUCATION	PC	40,000.00
JAPANESE AMERICAN NATIONAL MUSEUM 369 EAST FIRST STREET LOS ANGELES, CA 90012	EDUCATION ENRICHMENT	PC	30,000.00
JOVENES INC. 1208 PLEASANT AVENUE LOS ANGELES, CA 90033	LEADERSHIP	PC	20,000.00
JUMPSTART 1625 WEST OLYMPIC BLVD. SUITE 1050 LOS ANGELES, CA 90015	SCHOOL READINESS	PC	25,000.00
K9 CONNECTION 1453 16TH STREET SANTA MONICA, CA 90404	EDUCATION ENRICHMENT	PC	10,000.00
KANAKA PUBLIC CHARTER SCHOOL PO BOX 610 KEKAHA, HI 96752	EDUCATION ENRICHMENT	PC	7,500.00
KARE YOUTH LEAGUE 5150 FARNA AVENUE PO BOX 662080 ARCADIA, CA 91066-2080	LEADERSHIP	PC	25,000.00
KAUAI LIFEGUARD ASSOCIATION 4444 RICE STREET LIHUE, HI 96766	EDUCATION ENRICHMENT	PC	10,000.00
KOREATOWN YOUTH & COMMUNITY CENTER 3727 W. 6TH STREET, STE 300 LOS ANGELES, CA 90020	EDUCATION ENRICHMENT	PC	55,000.00
KYDS 7026 SOPHIA AVENUE VAN NUYS, CA 91406	EDUCATION ENRICHMENT	PC	10,000.00
LA COMMONS 4343 LEIMERT BOULEVARD LOS ANGELES, CA 90008	EDUCATION ENRICHMENT	PC	15,000.00
LAS FAMILIAS DEL PUEBLO 307 EAST SEVENTH STREET LOS ANGELES, CA 90014	EDUCATION ENRICHMENT	PC	15,000.00
LAS FOTOS PROJECT 1000 N. ALAMEDA ST., STE 240 LOS ANGELES, CA 90012	EDUCATION ENRICHMENT	PC	10,000.00

CLIENT 8216-000

ELBRIDGE STUART FOUNDATION  
DBA STUART FOUNDATION

20-0882784

LEARNING ALLIANCE PO BOX 643446 VERO BEACH, FL 32964	EDUCATION ENRICHMENT	PC	10,000.00
LIBERTY HILL FOUNDATION 6420 WILSHIRE BLVD. STE 700 LOS ANGELES, CA 90048	EDUCATION ENRICHMENT	PC	11,000.00
LIBERTY HILL FOUNDATION 6420 WILSHIRE BLVD. STE 700 LOS ANGELES, CA 90048	EDUCATION ENRICHMENT	PC	10,000.00
LIBERTY HILL FOUNDATION 6420 WILSHIRE BLVD. STE 700 LOS ANGELES, CA 90048	EDUCATION ENRICHMENT	PC	1,000.00
LIBERTY HILL FOUNDATION 6420 WILSHIRE BOULEVARD SUITE 700 LOS ANGELES, CA 90024	MATCHING GRANT	PC	1,000.00
LINCOLN HEIGHTS TUTORIAL PROGRAM 2618 WORKMAN STREET, RM 13 LOS ANGELES, CA 90031	EDUCATION ENRICHMENT	PC	20,000.00
LITTLE TOKYO SERVICE CENTER 231 E. THIRD STREET SUITE G106 LOS ANGELES, CA 90013	MENTORING	PC	45,000.00
LONG BEACH B.L.A.S.T 737 PINE AVENUE, SUITE 201 LONG BEACH, CA 90813	EDUCATION ENRICHMENT	PC	20,000.00
LONG BEACH NONPROFIT PARTNERSHIP 4900 E. CONANT STREET LONG BEACH, CA 90808	EMPLOYEE SERVICE AWARD	PC	3,000.00
LONG BEACH NON-PROFIT PARTNERSHIP 4900 E. CONANT STREET LONG BEACH, CA 90808	CAPACITY BUILDING	PC	50,000.00
LONG BEACH UNIFIED SCHOOL DISTRICT 1515 HUGHES WAY LONG BEACH, CA 90810	EDUCATION	NC	180,000.00
LOS ANGELES AREA CHAMBER OF COMMERCE 350 S. BIXEL STREET LOS ANGELES, CA 90017	EDUCATION ENRICHMENT	PC	15,000.00
LOS ANGELES BOYS & GIRLS CLUB 2635 PASADENA AVENUE LOS ANGELES, CA 90031	EDUCATION ENRICHMENT	PC	40,000.00
LOS ANGELES CHAMBER BALLET 1222 S. WESTGATE, SUITE 102 LOS ANGELES, CA 90025	EDUCATION ENRICHMENT	PC	10,000.00

LOS ANGELES CONSERVATION CORP PO BOX 15868 LOS ANGELES, CA 90015	EDUCATION ENRICHMENT	PC	40,000.00
LOS ANGELES COUNTY MUSEUM OF ART 5905 WILSHIRE BOULEVARD LOS ANGELES, CA 90036	EDUCATION ENRICHMENT	PC	15,000.00
LOS ANGELES EDUCATION PARTNERSHIP 202 WEST FIRST STREET SUITE 6-0410 LOS ANGELES, CA 90012	EDUCATION	PC	425,000.00
LOS ANGELES EDUCATION PARTNERSHIP 202 WEST FIRST STREET SUITE 6-0410 LOS ANGELES, CA 90012	EDUCATION	PC	200,000.00
LOS ANGELES EDUCATION PARTNERSHIP 202 WEST FIRST STREET SUITE 6-0410 LOS ANGELES, CA 90012	DISCRETIONARY GRANT	PC	500.00
LOS ANGELES LGBT CENTER MCDONALD/WRIGHT BUILDING 1625 N. SCHRADER BOULEVARD LOS ANGELES, CA 90028	MENTORING	PC	50,000.00
LOS ANGELES MASTER CHORALE 135 NORTH GRAND AVENUE LOS ANGELES, CA 90012-3013	EDUCATION ENRICHMENT	PC	20,000.00
LOS ANGELES OPERA 135 NORTH GRAND AVENUE LOS ANGELES, CA 90012	EDUCATION ENRICHMENT	PC	25,000.00
LOS ANGELES PHILHARMONIC ASSOCIATION 151 SOUTH GRAND AVENUE LOS ANGELES, CA 90012-3034	EDUCATION ENRICHMENT	PC	15,000.00
LOS ANGELES TEAM MENTORING 145 S. SPRING ST., STE 725 LOS ANGELES, CA 90012	MENTORING	PC	40,000.00
LOS ANGELES YOUTH NETWORK 7033 SUNSET BLVD, SUITE 225 LOS ANGELES, CA 90028	OTHER	PC	40,000.00
LOYOLA MARYMOUNT UNIVERSITY 1 LMU DRIVE UNIVERSITY HALL SUITE 2800 LOS ANGELES, CA 90045-2659	CHILD WELFARE	PC	40,000.00
MALCOLM X ACADEMY ELEMENTARY SCHOOL 350 HARBOR ROAD SAN FRANCISCO, CA 94124	MATCHING GRANT	NC	200.00

CLIENT 8216-000

ELBRIDGE STUART FOUNDATION  
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MAR VISTA FAMILY CENTER 5075 SLAUSON AVENUE CULVER CITY, CA 90230	LEADERSHIP	PC	50,000.00
MICHAEL FULLAN ENTERPRISES INC. 498 ST. CLAIR AVENUE EAST TORONTO, ONTARIO M4T 1P7	EDUCATION	N/A	480,000.00
MILLS COLLEGE 5000 MACARTHUR BOULEVARD OAKLAND, CA 94613	EDUCATION	PC	60,000.00
MILLS COLLEGE 5000 MACARTHUR BOULEVARD OAKLAND, CA 94613	EDUCATION	PC	60,000.00
MOTHER'S CLUB FAMILY LEARNING CENTER 980 NORTH FAIR OAKS AVENUE PASADENA, CA 91103	SCHOOL READINESS	PC	50,000.00
MOTIVATING OUR STUDENTS THROUGH EXPERIENCE 645 WEST 9TH STREET UNIT 110-376 LOS ANGELES, CA 90015	MENTORING	PC	15,000.00
MUCH LOVE ANIMAL RESCUE P.O. BOX 341721 LOS ANGELES, CA 90034-1721	EMPLOYEE SERVICE AWARD	PC	5,000.00
MUCH LOVE ANIMAL RESCUE P.O. BOX 341721 LOS ANGELES, CA 90034-1721	MATCHING GRANT	PC	5,000.00
MUCH LOVE ANIMAL RESCUE P.O. BOX 341721 LOS ANGELES, CA 90034-1721	MATCHING GRANT	PC	2,000.00
MUCH LOVE ANIMAL RESCUE P.O. BOX 341721 LOS ANGELES, CA 90034-1721	MATCHING GRANT	PC	1,500.00
MUCH LOVE ANIMAL RESCUE P.O. BOX 341721 LOS ANGELES, CA 90034-1721	MATCHING GRANT	PC	340.00
MUSEUM OF CONTEMPORARY ART 250 SOUTH GRAND AVENUE LOS ANGELES, CA 90012	EDUCATION ENRICHMENT	PC	15,000.00
MUSEUM OF TOLERANCE SIMON WIESENTHAL PLAZA 9786 WEST PICO BLVD. LOS ANGELES, CA 90035-4709	EDUCATION ENRICHMENT	PC	25,000.00
MUSIC CENTER 135 N. GRAND AVENUE LOS ANGELES, CA 90012	EDUCATION ENRICHMENT	PC	20,000.00

MUTTVILLE 255 ALABAMA STREET SAN FRANCISCO, CA 94103	MATCHING GRANT	PC	400.00
MY FRIEND'S PLACE PO BOX 3867 HOLLYWOOD, CA 90078	EDUCATION ENRICHMENT	PC	30,000.00
NATHA 2023 N. LINCOLN AVENUE PASADENA, CA 91103	EDUCATION ENRICHMENT	PC	10,000.00
NATIONAL BOARD FOR PROFESSIONAL TEACHING STANDARDS, INC. 1525 WILSON BOULEVARD SUITE 500 ARLINGTON, VA 22209	EDUCATION	PC	60,000.00
NATIONAL BOARD FOR PROFESSIONAL TEACHING STANDARDS, INC. 1525 WILSON BOULEVARD SUITE 500 ARLINGTON, VA 22209	EDUCATION	PC	10,000.00
NATIONAL CENTER FOR YOUTH LAW 405 14TH STREET, SUITE 1500 OAKLAND, CA 94612-2701	CHILD WELFARE	PC	285,000.00
NATIONAL CENTER FOR YOUTH LAW 405 14TH STREET, SUITE 1500 OAKLAND, CA 94612-2701	CHILD WELFARE	PC	75,000.00
NATIONAL CHARITY LEAGUE INC. WESTSIDE CHAPTER 15332 ANTIOCH STREET SUITE 494 PACIFIC PALISADES, CA 90272	MATCHING GRANT	PC	2,000.00
NATIONAL PUBLIC EDUCATION SUPPORT FUND 1825 K STREET NW SUITE 400 WASHINGTON, DC 20006	EDUCATION	PC	50,000.00
NATIONAL PUBLIC EDUCATION SUPPORT FUND 1825 K STREET NW SUITE 400 WASHINGTON, DC 20006	EDUCATION	PC	50,000.00
NATIONAL PUBLIC EDUCATION SUPPORT FUND 1825 K STREET NW SUITE 400 WASHINGTON, DC 20006	MEMBERSHIPS	PC	25,000.00
NATIONALTEACHER ORG 1912 RICHMOND STREET SACRAMENTO, CA 95825	EDUCATION	PC	5,000.00
NATURAL HISTORY MUSEUM OF LOS ANGELES COUNTY 900 EXPOSITION BOULEVARD LOS ANGELES, CA 90007	EDUCATION ENRICHMENT	PC	3,500.00

NATURE OF WILDWORKS PO BOX 109 TOPANGA, CA 90290	EDUCATION ENRICHMENT	PC	15,000.00
NEIGHBORHOOD YOUTH ASSOCIATION 1016 PLEASANT VIEW AVENUE VENICE, CA 90291	EDUCATION ENRICHMENT	PC	35,000.00
NEIGHBORHOOD YOUTH ASSOCIATION 1016 PLEASANT VIEW AVENUE VENICE, CA 90291	EDUCATION ENRICHMENT	PC	25,000.00
NETWORK FOR TEACHING ENTREPRENEURSHIP 350 S. BIXEL STREET, STE 280 LOS ANGELES, CA 90017	EDUCATION ENRICHMENT	PC	35,000.00
NETWORK FOR TEACHING ENTREPRENEURSHIP 350 S. BIXEL STREET, STE 280 LOS ANGELES, CA 90017	CAPACITY BUILDING	PC	10,000.00
NEW ECONOMICS FOR WOMEN 303 SOUTH LOMA DRIVE LOS ANGELES, CA 90017	EDUCATION ENRICHMENT	PC	15,000.00
NEW LEADERS 30 WEST 26TH STREET SECOND FLOOR NEW YORK, NY 10010	EDUCATION	PC	40,000.00
NO LIMITS 9801 WASHINGTON BOULEVARD 2ND FLOOR CULVER CITY, CA 90232	EDUCATION ENRICHMENT	PC	10,000.00
NORTHERN CALIFORNIA GRANTMAKERS 160 SPEAR STREET, SUITE 360 SAN FRANCISCO, CA 94105	MEMBERSHIPS	PC	22,000.00
NORTHERN CALIFORNIA GRANTMAKERS 160 SPEAR STREET, SUITE 360 SAN FRANCISCO, CA 94105	MEMBERSHIPS	PC	14,250.00
NPR FOUNDATION 635 MASSACHUSETTS AVENUE NW WASHINGTON, DC 20001	DISCRETIONARY GRANT	PC	25,000.00
OAKLAND UNIFIED SCHOOL DISTRICT TRANS PACIFIC CENTRE BUILDING 1000 BROADWAY, OAKLAND, CA 94607	EDUCATION	NC	180,000.00
OCCIDENTAL ARTS AND ECOLOGY CENTER 15290 COLEMAN VALLEY ROAD OCCIDENTAL, CA 95465	DISCRETIONARY GRANT	PC	2,000.00

ONE VOICE 1228 15TH STREET, SUITE C SANTA MONICA, CA 90404	EDUCATION ENRICHMENT	PC	30,000.00
OPERATION JUMP START PO BOX 7451 LONG BEACH, CA 90807	EDUCATION ENRICHMENT	PC	30,000.00
OUR NEIGHBORHOOD HOMEWORK HOUSE PO BOX 993 AZUSA, CA 91702	EDUCATION ENRICHMENT	PC	15,000.00
P.S. ARTS 1728 ABBOT KINNEY BLVD STE 101 VENICE, CA 90291	EDUCATION ENRICHMENT	PC	50,000.00
PANORAMA ELEMENTARY 25 BELLEVUE AVENUE DALY CITY, CA 94014	EMPLOYEE SERVICE AWARD	NC	1,000.00
PARENT TEACHER HOME VISIT PROJECT INC. 5735 47TH AVENUE, # 236 SACRAMENTO, CA 95824	EDUCATION	PC	150,000.00
PARENT TEACHER HOME VISIT PROJECT INC. 5735 47TH AVENUE, # 236 SACRAMENTO, CA 95824	DISCRETIONARY GRANT	PC	500.00
PARTNERS IN SCHOOL INNOVATION 1060 TENNESSEE STREET 2ND FLOOR SAN FRANCISCO, CA 94107	EDUCATION	PC	200,000.00
PARTNERSHIP FOR CHILDREN AND YOUTH 1611 TELEGRAPH AVENUE SUITE 404 OAKLAND, CA 94612	EDUCATION	PC	1,500.00
PARTNERSHIP SCHOLARS PROGRAM PO BOX 156 EL SEGUNDO, CA 90245	MENTORING	PC	20,000.00
PASADENA EDUCATIONAL FOUNDATION 351 SOUTH HUDSON AVENUE ROOM 153 PASADENA, CA 91101	MATCHING GRANT	PC	1,000.00
PASADENA MUSEUM OF CALIFORNIA ART 490 EAST UNION STREET PASADENA, CA 91101	EDUCATION ENRICHMENT	PC	12,000.00
PEACE FIRST 865 S. FIGUEROA ST. #900 LOS ANGELES, CA 90017	EDUCATION ENRICHMENT	PC	40,000.00

PEN CENTER USA PO BOX 6037 BEVERLY HILLS, CA 90212	EDUCATION ENRICHMENT	PC	10,000.00
PEOPLE RESOURCES INC. 40 NORTH EAST STREET, STE C WOODLAND, CA 95776	DISCRETIONARY GRANT	PC	7,500.00
PERFORMANCE ZONE INC 75 MAIDEN LANE, SUITE 906 NEW YORK, NY 10038	DISCRETIONARY GRANT	PC	1,000.00
PETS ARE WONDERFUL SUPPORT-LOS ANGELES 1150 SOUTH HOPE STREET, #A LOS ANGELES, CA 90015	DISCRETIONARY GRANT	PC	15,000.00
PHILANTHROPY NORTHWEST 2101 FOURTH AVENUE, STE 650 SEATTLE, WA 98121	CHILD WELFARE	PC	50,000.00
PHILANTHROPY ROUNDTABLE 1730 M STREET NW, STE 601 WASHINGTON, DC 20036	DISCRETIONARY GRANT	PC	5,000.00
PHILANTHROPY ROUNDTABLE 1730 M STREET NW, STE 601 WASHINGTON, DC 20036	MEMBERSHIPS	PC	500.00
PILIPINO WORKERS' CENTER OF SOUTHERN CALIFORNIA 153 GLENDALE BLVD., 2ND FL LOS ANGELES, CA 90026	CAPACITY BUILDING	PC	10,000.00
PIVOT LEARNING PARTNERS 500 12TH STREET, SUITE 350 OAKLAND, CA 94607	EDUCATION	PC	350,000.00
PIVOT LEARNING PARTNERS 500 12TH STREET, SUITE 350 OAKLAND, CA 94607	EDUCATION	PC	150,000.00
PLAN INTERNATIONAL USA INC 155 PLAN WAY WARWICK, RI 02886	MATCHING GRANT	PC	720.00
POLICY IMPACT 1107 9TH STREET, SUITE 500 SACRAMENTO, CA 95814	EDUCATION	PC	25,000.00
POLICY INNOVATORS IN EDUCATION NETWORK INC. 110 5TH STREET NORTH SUITE 410 MINNEAPOLIS, MN 55403	EDUCATION	PC	100,000.00
POWERMYLEARNING 106 1/2 JUDGE JOHN AISO ST. PMB 164 LOS ANGELES, CA 90012	EDUCATION ENRICHMENT	PC	40,000.00



PROJECT GRAD LOS ANGELES 10200 SEPULVEDA BLVD. SUITE 255 MISSION HILLS, CA 91345	EDUCATION ENRICHMENT	PC	15,000.00
PROJECT TOMORROW 15707 ROCKFIELD BLVD. SUITE 250 IRVINE, CA 92618	EDUCATION ENRICHMENT	PC	15,000.00
PUBLIC ADVOCATES, INC. 131 STEUART STREET, STE 300 SAN FRANCISCO, CA 94105-1241	EDUCATION	PC	200,000.00
PUBLIC ADVOCATES, INC. 131 STEUART STREET, STE 300 SAN FRANCISCO, CA 94105-1241	DISCRETIONARY GRANT	PC	1,500.00
PUBLIC ADVOCATES, INC. 131 STEUART STREET, STE 300 SAN FRANCISCO, CA 94105-1241	MATCHING GRANT	PC	100.00
PUBLIC POLICY INSTITUTE OF CALIFORNIA 500 WASHINGTON STREET SUITE 600 SAN FRANCISCO, CA 94111	EDUCATION	PC	28,500.00
PUENTE LEARNING CENTER 501 SOUTH BOYLE AVENUE LOS ANGELES, CA 90033-3816	EDUCATION ENRICHMENT	PC	40,000.00
REDWOOD EMPIRE FOOD BANK 3990 BRICKWAY BLVD SANTA ROSA, CA 95403	MATCHING GRANT	PC	500.00
REGENTS OF THE UNIVERSITY OF CALIFORNIA AT BERKELEY 120 HAVILAND HALL BERKELEY, CA 94720-7400	CHILD WELFARE	PC	250,000.00
REGENTS OF THE UNIVERSITY OF CALIFORNIA, AT BERKELEY UNIVERSITY OF CALIFORNIA BERKELEY SPONSORED PROJECTS OFFICE 2150 SHATTUCK AVENUE SUITE 300 #5940 BERKELEY, CA 94704-5940	EDUCATION	PC	60,000.00
REGENTS OF THE UNIVERSITY OF CALIFORNIA, DAVIS ONE SHIELDS AVENUE SCHOOL OF EDUCATION BUILDING DAVIS, CA 95616	EDUCATION	PC	375,000.00
REGENTS OF THE UNIVERSITY OF CALIFORNIA, DAVIS ONE SHIELDS AVENUE DAVIS, CA 95616	CHILD WELFARE	PC	150,000.00

CLIENT 8216-000

ELBRIDGE STUART FOUNDATION  
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REGENTS OF THE UNIVERSITY OF CALIFORNIA, DAVIS ONE SHIELDS AVENUE SCHOOL OF EDUCATION BUILDING DAVIS, CA 95616	EDUCATION	PC	100,000.00
REGENTS OF THE UNIVERSITY OF CALIFORNIA, DAVIS ONE SHIELDS AVENUE SCHOOL OF EDUCATION BUILDING DAVIS, CA 95616	EDUCATION	PC	12,000.00
REGENTS OF THE UNIVERSITY OF CALIFORNIA, DAVIS ONE SHIELDS AVENUE DAVIS, CA 95616	DISCRETIONARY GRANT	PC	7,500.00
REGENTS OF THE UNIVERSITY OF CALIFORNIA, DAVIS ONE SHIELDS AVENUE DAVIS, CA 95616	DISCRETIONARY GRANT	PC	5,000.00
REGENTS OF THE UNIVERSITY OF CALIFORNIA, LOS ANGELES 405 HILGARD AVENUE LOS ANGELES, CA 90095	EDUCATION	NC	60,000.00
RESEARCH TRIANGLE INSTITUTE 3040 CORNWALLIS ROAD PO BOX 12194 RESEARCH TRIANGLE PARK NC 27709-2194	CHILD WELFARE	PC	250,000.00
RESEARCH TRIANGLE INSTITUTE 3040 CORNWALLIS ROAD PO BOX 12194 RESEARCH TRIANGLE PARK NC 27709-2194	CHILD WELFARE	PC	60,000.00
RESPONSIBLE ATHLETES PROGRAM 205 N. PARK AVENUE AVENAL, CA 93204	EMPLOYEE SERVICE AWARD	PC	2,500.00
ROCKEFELLER PHILANTHROPY ADVISORS, INC. 6 WEST 48TH STREET 10TH FLOOR NEW YORK, NY 10036	EDUCATION	PC	25,000.00
RUTGERS UNIVERSITY FOUNDATION 7 COLLEGE AVENUE WINANTS HALL NEW BRUNSWICK, NJ 08901-1261	EMPLOYEE SERVICE AWARD	PC	500.00
SACRAMENTO CITY UNIFIED SCHOOL DISTRICT 5735 47TH AVENUE SACRAMENTO, CA 95824-4528	EDUCATION	NC	47,300.00

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ELBRIDGE STUART FOUNDATION  
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SACRAMENTO COUNTY OFFICE OF EDUCATION 1074 MATHER BLVD. P.O. BOX 269003 SACRAMENTO, CA 95826-9003	CHILD WELFARE	NC	334,300.00
SACRAMENTO COUNTY OFFICE OF EDUCATION 1074 MATHER BLVD. P.O. BOX 269003 SACRAMENTO, CA 95826-9003	CHILD WELFARE	NC	320,000.00
SACRED HEART MEDICAL CENTER FOUNDATION P.O BOX 10905 EUGENE, OR 97440	MATCHING GRANT	PC	700.00
SAFE PLACE FOR YOUTH 2469 LINCOLN VENICE, CA 90291	OTHER	PC	5,000.00
SAFE PLACE FOR YOUTH 2469 LINCOLN VENICE, CA 90291	OTHER	PC	5,000.00
SAN FRANCISCO FILM SOCIETY 39 MESA STREET, SUITE 110 THE PRESIDIO SAN FRANCISCO, CA 94129-1025	EMPLOYEE SERVICE AWARD	PC	3,000.00
SAN FRANCISCO FOOD BANK 900 PENNSYLVANIA AVE SAN FRANCISCO, CA 94107	EMPLOYEE SERVICE AWARD	PC	500.00
SAN FRANCISCO FOUNDATION 1 EMBARCADERO CENTER SUITE 1400 SAN FRANCISCO, CA 94111	MATCHING GRANT	PC	10,000.00
SAN FRANCISCO UNIFIED SCHOOL DISTRICT 555 FRANKLIN STREET SAN FRANCISCO, CA 94102	EDUCATION	NC	200,000.00
SAN FRANCISCO UNIFIED SCHOOL DISTRICT 555 FRANKLIN STREET SAN FRANCISCO, CA 94102	EDUCATION	NC	60,000.00
SAN FRANCISCO ZEN CENTER 300 PAGE STREET SAN FRANCISCO, CA 94102	DISCRETIONARY GRANT	PC	3,000.00
SAN FRANCISCO ZEN CENTER 300 PAGE STREET SAN FRANCISCO, CA 94102	MATCHING GRANT	PC	1,000.00
SANGER UNIFIED SCHOOL DISTRICT 1905 7TH STREET SANGER, CA 93657	EDUCATION	NC	180,000.00

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ELBRIDGE STUART FOUNDATION  
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SANTA ROSA PLAYERS 52 W. 6TH STREET SANTA ROSA, CA 95401	DISCRETIONARY GRANT	PC	1,000.00
SCHOOL ON WHEELS PO BOX 23371 VENTURA, CA 93002	EDUCATION ENRICHMENT	PC	15,000.00
SCHOOLS COLLABORATION AND LEADERSHIP EXPANSION PROJECT 1905 SEVENTH STREET SANGER, CA 93657	EDUCATION	PC	22,600.00
SEA EDUCATION ASSOCIATION, INC. P.O. BOX 6 WOODS HOLE, MA 02543	MATCHING GRANT	PC	500.00
SEA EDUCATION ASSOCIATION, INC. P.O. BOX 6 WOODS HOLE, MA 02543	MATCHING GRANT	PC	200.00
SHAKESPEARE CENTER OF LOS ANGELES 1238 WEST FIRST STREET LOS ANGELES, CA 90026	EDUCATION ENRICHMENT	PC	24,000.00
SHAREFEST COMMUNITY DEVELOPMENT 3480 TORRANCE BLVD #110 TORRANCE, CA 90503	LEADERSHIP	PC	20,000.00
SIERRA HEALTH FOUNDATION CENTER FOR HEALTH PROGRAM MANAGEMENT 1321 GARDEN HIGHWAY SACRAMENTO, CA 95833	EDUCATION	PC	25,000.00
SIERRA NEVADA COLLEGE 999 TAHOE BOULEVARD INCLINE VILLAGE NV 89451-9500	DISCRETIONARY GRANT	PC	25,000.00
SIERRA NEVADA COLLEGE 999 TAHOE BOULEVARD INCLINE VILLAGE NV 89451-9500	DISCRETIONARY GRANT	PC	5,000.00
SKIRBALL CULTURAL CENTER 2701 W. SEPULVEDA LOS ANGELES, CA 90049	EDUCATION ENRICHMENT	PC	30,000.00
SOLANO COMMUNITY COLLEGE 360 CAMPUS LANE, SUITE 204 FAIRFIELD, CA 94534	CHILD WELFARE	PC	75,000.00
SOUND ART 2118 WILSHIRE BLVD, STE 1170 SANTA MONICA, CA 90403	EDUCATION ENRICHMENT	PC	15,000.00

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SOUTH CENTRAL LAMP 892 E. 48TH STREET LOS ANGELES, CA 90011	SCHOOL READINESS	PC	25,000.00
SOUTHEAST ASIAN COMMUNITY ALLIANCE 970 N. BROADWAY, SUITE 209 LOS ANGELES, CA 90012	OTHER	PC	5,000.00
SOUTHEAST ASIAN COMMUNITY ALLIANCE 970 N. BROADWAY, SUITE 209 LOS ANGELES, CA 90012	EDUCATION ENRICHMENT	PC	1,000.00
SOUTHERN CALIFORNIA GRANTMAKERS 1000 NORTH ALAMEDA STREET SUITE 230 LOS ANGELES, CA 90012	MEMBERSHIPS	PC	7,850.00
SPARK LA 145 S. SPRING ST., STE 410 LOS ANGELES, CA 90012	MENTORING	PC	35,000.00
STREET POETS 2116 ARLINGTON AVENUE SUITE 310 LOS ANGELES, CA 90018	EDUCATION ENRICHMENT	PC	20,000.00
STRIVE 9124 S. MAIN STREET LOS ANGELES, CA 90003	EDUCATION ENRICHMENT	PC	20,000.00
STUART FOUNDATION 500 WASHINGTON STREET SAN FRANCISCO, CA 94111	CHILD WELFARE	N/A	375,000.00
STUART FOUNDATION 500 WASHINGTON STREET SAN FRANCISCO, CA 94111	EDUCATION	N/A	290,000.00
STUART FOUNDATION 500 WASHINGTON STREET SAN FRANCISCO, CA 94111	CHILD WELFARE	N/A	135,000.00
STUART FOUNDATION 500 WASHINGTON STREET SAN FRANCISCO, CA 94111	EDUCATION	N/A	95,000.00
STUART FOUNDATION 500 WASHINGTON STREET SAN FRANCISCO, CA 94111	CHILD WELFARE	N/A	60,000.00
STUART FOUNDATION 500 WASHINGTON STREET SAN FRANCISCO, CA 94111	EDUCATION	N/A	60,000.00
STUART FOUNDATION 500 WASHINGTON STREET SAN FRANCISCO, CA 94111	EDUCATION	N/A	60,000.00

STUART FOUNDATION 500 WASHINGTON STREET SAN FRANCISCO, CA 94111	CHILD WELFARE	N/A	50,000.00
STUART FOUNDATION 500 WASHINGTON STREET SAN FRANCISCO, CA 94111	EDUCATION	N/A	37,365.13
STUART FOUNDATION 500 WASHINGTON STREET SAN FRANCISCO, CA 94111	EDUCATION	N/A	33,275.87
STUART FOUNDATION 500 WASHINGTON STREET SAN FRANCISCO, CA 94111	EDUCATION	N/A	27,000.00
STUART FOUNDATION 500 WASHINGTON STREET SAN FRANCISCO, CA 94111	CHILD WELFARE	N/A	20,000.00
STUART FOUNDATION 500 WASHINGTON STREET SAN FRANCISCO, CA 94111	EDUCATION	N/A	12,000.00
STUART FOUNDATION 500 WASHINGTON STREET SAN FRANCISCO, CA 94111	CHILD WELFARE	N/A	10,000.00
STUART FOUNDATION 500 WASHINGTON STREET SAN FRANCISCO, CA 94111	EDUCATION	N/A	9,100.00
STUART FOUNDATION 500 WASHINGTON STREET SAN FRANCISCO, CA 94111	EDUCATION	N/A	7,020.66
STUART FOUNDATION 500 WASHINGTON STREET SAN FRANCISCO, CA 94111	CHILD WELFARE	N/A	5,000.00
STUART FOUNDATION 500 WASHINGTON STREET SAN FRANCISCO, CA 94111	EDUCATION	N/A	5,000.00
STUART FOUNDATION 500 WASHINGTON STREET SAN FRANCISCO, CA 94111	CHILD WELFARE	N/A	2,590.00
STUART FOUNDATION 500 WASHINGTON STREET SAN FRANCISCO, CA 94111	EDUCATION	N/A	1,519.55
STUART FOUNDATION 500 WASHINGTON STREET SAN FRANCISCO, CA 94111	EDUCATION	N/A	1,500.00
STUART FOUNDATION 500 WASHINGTON STREET SAN FRANCISCO, CA 94111	EDUCATION	N/A	1,485.00
STUDENTS RUN L.A. 5252 CREBS AVENUE TARZANA, CA 91356	EDUCATION ENRICHMENT	PC	20,000.00

SUICIDE PREVENTION OF YOLO COUNTY 1784 PICASSO AVENUE #A DAVIS, CA 95618	DISCRETIONARY GRANT	PC	5,000.00
SUTTER DAVIS HOSPITAL FOUNDATION AND COMMUNITY BOARD 2000 SUTTER PLACE DAVIS, CA 95616	DISCRETIONARY GRANT	PC	7,500.00
SUTTER DAVIS HOSPITAL FOUNDATION AND COMMUNITY BOARD 2000 SUTTER PLACE DAVIS, CA 95616	DISCRETIONARY GRANT	PC	7,500.00
SUTTER DAVIS HOSPITAL FOUNDATION AND COMMUNITY BOARD 2000 SUTTER PLACE DAVIS, CA 95616	DISCRETIONARY GRANT	PC	5,000.00
SWALLOWTAIL SCHOOL INC. 332 NE 6TH AVENUE HILLSBORO, OR 97124	DISCRETIONARY GRANT	PC	3,000.00
TAKING THE REINS 3919 1/2 RIGALI AVENUE LOS ANGELES, CA 90039	EDUCATION ENRICHMENT	PC	15,000.00
TAPROOT FOUNDATION 1000 N. ALAMEDA STREET LOS ANGELES, CA 90012	CAPACITY BUILDING	PC	60,000.00
TEACHING CHANNEL 2201 BROADWAY, SUITE 400 OAKLAND, CA 94612	EDUCATION	PC	268,000.00
TEACHING CHANNEL 2201 BROADWAY, SUITE 400 OAKLAND, CA 94612	EDUCATION	PC	60,000.00
TECHNOLOGY AFFINITY GROUP INC. 23 BRIAR ROAD WAYNE, PA 19087	MEMBERSHIPS	PC	1,000.00
THE ALAMEDA COUNTY COMMUNITY FOOD BANK, INC. P.O. BOX 2599 OAKLAND, CA 94614	EMPLOYEE SERVICE AWARD	PC	500.00
THE BOARD OF TRUSTEES OF THE LELAND STANFORD JUNIOR UNIVERSITY 450 SERRA MALL STANFORD, CA 94305	EDUCATION	PC	250,000.00
THE BOARD OF TRUSTEES OF THE LELAND STANFORD JUNIOR UNIVERSITY 450 SERRA MALL STANFORD, CA 94305	EDUCATION	PC	100,000.00

THE BOARD OF TRUSTEES OF THE LELAND STANFORD JUNIOR UNIVERSITY 450 SERRA MALL STANFORD, CA 94305	EDUCATION	PC	12,500.00
THE CALIFORNIA EDUCATION PARTNERS ONE LOMBARD STREET, STE 305 SAN FRANCISCO, CA 94111	EDUCATION	PC	550,000.00
THE CALIFORNIA EDUCATION PARTNERS ONE LOMBARD STREET, STE 305 SAN FRANCISCO, CA 94111	EDUCATION	PC	300,000.00
THE CALIFORNIA EDUCATION PARTNERS ONE LOMBARD STREET, STE 305 SAN FRANCISCO, CA 94111	EDUCATION	PC	250,000.00
THE CALIFORNIA EDUCATION PARTNERS ONE LOMBARD STREET, STE 305 SAN FRANCISCO, CA 94111	EDUCATION	PC	65,625.00
THE CALIFORNIA EDUCATION PARTNERS ONE LOMBARD STREET, STE 305 SAN FRANCISCO, CA 94111	EDUCATION	PC	34,615.27
THE COMMUNITY FOUNDATION FOR THE NATIONAL CAPITAL REGION 1201 15TH STREET NW SUITE 420 WASHINGTON, DC 20005-2842	MEMBERSHIPS	PC	10,000.00
THE COMMUNITY SCHOOL FOR CREATIVE EDUCATION 2111 INTERNATIONAL BLVD OAKLAND, CA 94606	EDUCATION	PC	70,000.00
THE HISTORY THEATRE INC. 30 EAST 10TH STREET SAINT PAUL, MN 55101	EMPLOYEE SERVICE AWARD	PC	5,000.00
THE PARASOL TAHOE COMMUNITY FOUNDATION, INC. 948 INCLINE WAY INCLINE VILLAGE, NV 89451	DISCRETIONARY GRANT	PC	20,000.00
THEATRE WEST 3333 CAHUENGA BLVD WEST HOLLYWOOD, CA 90068	EDUCATION ENRICHMENT	PC	10,000.00
THINK TOGETHER 2101-A EAST FOURTH STREET SANTA ANA, CA 92705	EDUCATION ENRICHMENT	PC	20,000.00
TIDES CENTER P. O. BOX 29907 SAN FRANCISCO, CA 94129-0907	CHILD WELFARE	PC	25,000.00



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TIDES FOUNDATION THE PRESIDIO 1014 TORNEY AVENUE SAN FRANCISCO, CA 94129	MATCHING GRANT	PC	3,000.00
TOLT CONGREGATIONAL CHURCH P.O. BOX 447 CARNATION, WA 98014-0447	LEGACY GRANTS	PC	50,000.00
TOMORROW'S AERONAUTICAL MUSEUM 961 W. ALONDRA BLVD. COMPTON, CA 90220	EDUCATION ENRICHMENT	PC	20,000.00
TREEHOUSE 2100 24TH AVENUE SOUTH SUITE 200 SEATTLE, WA 98144-4632	CHILD WELFARE	PC	150,000.00
TRUST SOUTH LA 4331 S. MAIN STREET LOS ANGELES, CA 90037	EDUCATION ENRICHMENT	PC	20,000.00
TRUSTEES OF DARTMOUTH COLLEGE 6066 DEVELOPMENT OFFICE HANOVER, NH 03755-3555	DISCRETIONARY GRANT	PC	10,000.00
UNITE-LA INC 350 SOUTH BIXEL ST, STE 160 LOS ANGELES, CA 90017	CHILD WELFARE	PC	60,000.00
UNIVERSITY OF ARIZONA FOUNDATION PO BOX 210109 TUCSON, AZ 85721-0109	EMPLOYEE SERVICE AWARD	PC	500.00
UNIVERSITY OF CHICAGO 5801 SOUTH ELLIS AVENUE CHICAGO, IL 60637	CHILD WELFARE	PC	150,000.00
UNIVERSITY OF GEORGIA FOUNDATION 394 SOUTH MILLEDGE AVENUE SUITE 100 ATHENS, GA 30602	MATCHING GRANT	PC	500.00
UNIVERSITY OF WASHINGTON 1410 NE CAMPUS PKWY BOX 358045 SEATTLE, WA 98195-8045	CHILD WELFARE	PC	150,000.00
UNIVERSITY OF WASHINGTON 1410 NE CAMPUS PKWY BOX 358045 SEATTLE, WA 98195-8045	CHILD WELFARE	PC	150,000.00
UNIVERSITY OF WASHINGTON 1410 NE CAMPUS PKWY BOX 358045 SEATTLE, WA 98195-8045	CHILD WELFARE	PC	90,000.00

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UNIVERSITY OF WASHINGTON 1410 NE CAMPUS PKWY BOX 358045 SEATTLE, WA 98195-8045	CHILD WELFARE	PC	75,000.00
UNIVERSITY OF WASHINGTON 4101 15TH AVENUE NE SEATTLE, WA 98105	DISCRETIONARY GRANT	NC	4,400.00
URBAN COMPASS 11100 SOUTH CENTRAL AVENUE LOS ANGELES, CA 90059	EDUCATION ENRICHMENT	PC	15,000.00
VENICE ARTS 1702 LINCOLN BLVD. VENICE, CA 90291	EDUCATION ENRICHMENT	PC	15,000.00
VENTURA COUNTY COMMUNITY COLLEGE DISTRICT 255 W. STANLEY AVE. STE 150 VENTURA, CA 93001	CHILD WELFARE	NC	100,000.00
VIRGINIA AVENUE PROJECT 3000 W. OLYMPIC BOULEVARD SANTA MONICA, CA 90404	EDUCATION ENRICHMENT	PC	15,000.00
WALDEN FAMILY SERVICES 6345 BALBOA BLVD #130 ENCINO, CA 91316	EDUCATION ENRICHMENT	PC	15,000.00
WELLESLEY COLLEGE 106 CENTRAL STREET WELLESLEY, MA 02481	DISCRETIONARY GRANT	PC	25,000.00
WELLESLEY COLLEGE 106 CENTRAL STREET WELLESLEY, MA 02481	DISCRETIONARY GRANT	PC	10,000.00
WESTED 730 HARRISON STREET SAN FRANCISCO, CA 94107-1242	EDUCATION	NC	250,000.00
WESTED 730 HARRISON STREET SAN FRANCISCO, CA 94107-1242	EDUCATION	NC	60,000.00
WESTSIDE FAMILY HEALTH CENTER 1711 OCEAN PARK BOULEVARD SANTA MONICA, CA 90405	MATCHING GRANT	PC	400.00
WILDWOODS FOUNDATION 1000 N. ALAMEDA, SUITE 240 LOS ANGELES, CA 90012	CAPACITY BUILDING	PC	20,000.00
WILDWOODS FOUNDATION 1000 N. ALAMEDA, SUITE 240 LOS ANGELES, CA 90012	EDUCATION ENRICHMENT	PC	20,000.00
WOMEN'S RECOVERY SERVICES A UNIQUE PLACE P.O. BOX 1356 SANTA ROSA, CA 95402	DISCRETIONARY GRANT	PC	3,000.00

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WOOSTER GROUP INC. P.O. BOX 654 CANAL STREET STATION NEW YORK, NY 10013	MATCHING GRANT	PC	1,000.00
WOOSTER GROUP INC. P.O. BOX 654 CANAL STREET STATION NEW YORK, NY 10013	MATCHING GRANT	PC	200.00
YOLO BASIN FOUNDATION PO BOX 943 DAVIS, CA 95617	DISCRETIONARY GRANT	PC	5,000.00
YOLO COUNTY PUBLIC GUARDIAN 625 COURT STREET, ROOM 107 WOODLAND, CA 95695	DISCRETIONARY GRANT	NC	5,000.00
YOLO COUNTY SOCIETY FOR THE PREVENTION OF CRUELTY TO ANIMALS P.O. BOX 510 DAVIS, CA 95617	DISCRETIONARY GRANT	PC	5,000.00
YOUNG HORIZONS CHILD DEVELOPMENT CENTERS 501 ATLANTIC AVENUE LONG BEACH, CA 90802	SCHOOL READINESS	PC	15,000.00
YOUNG OAK KIM ACADEMY 615 SOUTH SHATTO PLACE LOS ANGELES, CA 90005	EDUCATION ENRICHMENT	PC	12,000.00
YOUTH MENTORING CONNECTION 1818 S. WESTERN AVENUE SUITE 505 LOS ANGELES, CA 90006	MENTORING	PC	20,000.00
CENTER FOR EFFECTIVE PHILANTHROPY INC. 675 MASSACHUSETTS AVENUE 7TH FLOOR CAMBRIDGE, MA 02139	CHILD WELFARE	PC	(27,920.00)
GREEN DOT PUBLIC SCHOOLS 1149 SOUTH HILL STREET SUITE 600 LOS ANGELES, CA 90015	EDUCATION	PC	(49,716.75)
REGENTS OF THE UNIVERSITY OF CALIFORNIA, DAVIS ONE SHIELDS AVENUE SCHOOL OF EDUCATION BUILDING DAVIS, CA 95616	EDUCATION	PC	(920.54)
STUART FOUNDATION 500 WASHINGTON STREET SAN FRANCISCO, CA 94111	CHILD WELFARE	N/A	(68.34)
STUART FOUNDATION 500 WASHINGTON STREET SAN FRANCISCO, CA 94111	EDUCATION	N/A	(1,149.01)

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FEDERAL SUPPLEMENTAL INFORMATION

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STUART FOUNDATION  
500 WASHINGTON STREET  
SAN FRANCISCO, CA 94111

EDUCATION

N/A

(59,277.49)

TOTAL

19,089,764.35

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## STATEMENT 22

## GRANTS APPROVED FOR FUTURE PAYMENT:

ORGANIZATION NAME AND ADDRESS	PURPOSE OF GRANT	FOUNDATION STATUS	AMOUNT
CALICO CENTER 524 ESTUDILLO AVENUE SAN LEANDRO, CA 94577	CHILD WELFARE	PC	25,000.00
CALIFORNIA COMMUNITY FOUNDATION 221 S. FIGUEROA ST., STE 400 LOS ANGELES, CA 90012	EDUCATION	PC	50,000.00
CALIFORNIA EDUCATION PARTNERS ONE LOMBARD STREET, STE 305 SAN FRANCISCO, CA 94111	EDUCATION	PC	99,259.73
CALIFORNIA SCHOOL BOARDS FOUNDATION 3251 BEACON BOULEVARD WEST SACRAMENTO, CA 95691	CHILD WELFARE	PC	100,000.00
CALIFORNIA YOUTH CONNECTION 1611 TELEGRAPH AVENUE SUITE 1100 OAKLAND, CA 94612	CHILD WELFARE	PC	25,000.00
COMMUNITY INITIATIVES 354 PINE STREET, SUITE 700 SAN FRANCISCO, CA 94104-3229	CHILD WELFARE	PC	150,000.00
COMMUNITY INITIATIVES 354 PINE STREET, SUITE 700 SAN FRANCISCO, CA 94104-3229	CHILD WELFARE	PC	50,000.00
COMMUNITY SCHOOL FOR CREATIVE EDUCATION 2111 INTERNATIONAL BOULEVARD OAKLAND, CA 94606	EDUCATION	PC	80,000.00
EDSOURCE 436 14TH STREET, SUITE 1005 OAKLAND, CA 94612	EDUCATION	PC	500,000.00
FRESNO COUNTY P.O. BOX 1912 FRESNO, CA 93718-1912	CHILD WELFARE	NC	330,000.00
INDEPENDENT ORDER OF ODD FELLOWS 415 2ND STREET DAVIS, CA 95616	DISCRETIONARY GRANT	NC	5,000.00

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JUDICIAL COUNCIL OF CALIFORNIA 455 GOLDEN GATE AVENUE SAN FRANCISCO, CA 94102-3688	CHILD WELFARE	NC	50,000.00
MICHAEL FULLAN ENTERPRISES INC. 498 ST. CLAIR AVENUE EAST TORONTO, ONTARIO M4T 1P7	EDUCATION	N/A	200,000.00
MOCKINGBIRD SOCIETY 2100 24TH AVENUE, SUITE 240 SEATTLE, WA 98144	CHILD WELFARE	PC	60,000.00
ORANGE COUNTY SUPERINTENDENT OF SCHOOLS 200 KALMUS DRIVE P.O. BOX 9050 COSTA MESA, CA 92628-9050	CHILD WELFARE	NC	175,000.00
REGENTS OF THE UNIVERSITY OF CALIFORNIA, DAVIS ONE SHIELDS AVENUE SCHOOL OF EDUCATION BUILDING DAVIS, CA 95616	EDUCATION	PC	375,000.00
REGENTS OF THE UNIVERSITY OF CALIFORNIA, SANTA BARBARA UC SANTA BARBARA SANTA BARBARA, CA 93106	CHILD WELFARE	PC	60,000.00
RIVERSIDE COMMUNITY COLLEGE DISTRICT 4800 MAGNOLIA AVENUE RIVERSIDE, CA 92506	CHILD WELFARE	PC	60,000.00
SACRAMENTO CITY UNIFIED SCHOOL DISTRICT 5735 47TH AVENUE SACRAMENTO, CA 95824-4528	EDUCATION	NC	132,700.00
STANFORD UNIVERSITY SCHOOL OF EDUCATION STANFORD UNIVERSITY LOCKBOX P.O. BOX 44253 SAN FRANCISCO, CA 94144-4253	EDUCATION	PC	173,000.00
STUART FOUNDATION 500 WASHINGTON STREET SAN FRANCISCO, CA 94111	CHILD WELFARE	N/A	10,050.00
THE BOARD OF TRUSTEES OF THE LELAND STANFORD JUNIOR UNIVERSITY 450 SERRA MALL STANFORD, CA 94305	EDUCATION	PC	500,000.00

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UNIVERSITY OF CALIFORNIA, AT  
BERKELEY CENTER FOR  
SOCIAL SERVICES RESEARCH  
AVC-FINANCE & CONTROLLER  
2195 HEARST AVENUE, ROOM 130  
BERKELEY, CA 94720-1103

CHILD WELFARE

PC

250,000.00

UNIVERSITY OF CHICAGO  
1427 EAST 60TH STREET  
CHICAGO, IL 60637

CHILD WELFARE

PC

300,000.00

TOTAL

3,760,009.73

## STATEMENT 7 &amp; STATEMENT 8

## SECURITIES SCHEDULE - BEGINNING AND ENDING OF YEAR BOOK VALUE AND ENDING FAIR MARKET VALUE

DESCRIPTION	TYPE SEE BELOW	COST OR MARKET	BEGINNING OF YEAR BOOK VALUE	ENDING OF YEAR BOOK VALUE	ENDING OF YEAR FMV
1 LONGLEAF SMALL CAP	6	MARKET	12814700.51	15636660.21	17116509.01
2 VANGUARD ENERGY	6	MARKET	14834412.14	15918253.33	14838916.70
DOMESTIC EQUITIES SUBTOTAL			27649112.65	31554913.54	31955425.71
3 SILCHESTER	6	MARKET	29773824.13	32892037.13	36660574.13
INTERNATIONAL EQUITIES SUBTOTAL			29773824.13	32892037.13	36660574.13
4 ACTIS	6	MARKET	4047090.86	2873347.63	3843347.63
5 ADAGE	6	MARKET	37059939.77	44902118.38	69765097.89
6 ANCHORAGE	6	MARKET	11350027.00	15350027.00	25138822.72
7 ARISAIG GLOBAL	6	MARKET	0.00	10000000.00	10490291.50
8 AUDAX	6	MARKET	25791.42	33323.42	28937.42
9 AXIOM	6	MARKET	2995314.00	3474405.00	4324698.00
10 AZENTUS GLOBAL OPPORTUNITIES	6	MARKET	2708257.35	0.00	0.00
11 CANYON	6	MARKET	9000000.00	13000000.00	19983331.00
12 CD&R	6	MARKET	7006163.00	6201709.01	10538271.01
13 CEDAR ROCK CAPITAL PARTNERS LLC	6	MARKET	13418676.00	14582717.00	20332398.00
14 CERBERUS II	6	MARKET	2218642.08	2458656.21	215073.21
15 CERBERUS III	6	MARKET	2633795.35	2225013.47	1291476.47
16 CERBERUS IV	6	MARKET	6273533.51	5038327.87	6276620.32
17 CHEROKEE	6	MARKET	31425.00	57494.00	44818.00
18 CONVEXITY	6	MARKET	6660799.18	6660799.18	22599444.79
19 CONVEXITY S&P 500 CLASS G	6	MARKET	10000000.00	0.00	0.00
20 DEERFIELD	6	MARKET	3437036.01	1933281.09	8263765.10
21 DEERFIELD PRIVATE	6	MARKET	4562818.36	7595158.75	12308275.29
22 DEERFIELD PRIVATE III	6	MARKET	0.00	2457211.37	2395769.10
23 DOUBLELINE OPPOURTUNISTIC	6	MARKET	11750424.70	0.00	0.00
24 EQUINOX FUND INTERNATIONAL	6	MARKET	10000000.00	10000000.00	8665526.00
25 ETON PARK	6	MARKET	7317392.33	594076.52	2898677.24
26 FARALLON/FCOI II	6	MARKET	4753928.91	8753928.91	21033805.00
27 FLAG III	6	MARKET	-926708.16	-985771.24	221790.32
28 FLAG IV	6	MARKET	1155965.35	1055616.19	1342189.07
29 FORTRESS CREDIT OPPORTUNITIES	6	MARKET	1722902.75	1303474.94	2063892.94
30 GRAHAM PARTNERS II, LP	6	MARKET	436193.17	-44929.35	503181.00
31 GRAHAM PARTNERS III, LP	6	MARKET	374525.12	373734.44	644382.87
32 HIGHFIELDS IV LP	6	MARKET	14619357.00	14897647.00	11977250.00
33 INDUS ASIA	6	MARKET	3115747.71	3115747.71	6859941.00
34 LEGACY	6	MARKET	5193436.00	4503354.00	3160938.00
35 LIGHTSPEED	6	MARKET	842339.82	598828.34	529601.69
36 MORGENTHALER VII	6	MARKET	744866.73	544886.86	458537.86
37 MPM BIOVENTURES II	6	MARKET	311962.39	0.00	0.00
38 NEA 08	6	MARKET	306248.76	246944.76	150215.00



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39	NEA 09	6	MARKET	496246.95	492309.95	257527.95
40	NEA 10	6	MARKET	896673.30	822808.30	966522.30
41	NEWPORT ASIA	6	MARKET	10541800.00	11725382.00	17108093.00
42	OAK HILL II	6	MARKET	3165721.63	2744239.06	616853.14
43	OCM OPP III	6	MARKET	2177732.00	3330209.00	5120783.00
44	OCM OPP IV	6	MARKET	3004.00	1614.00	2433.00
45	OCM OPPORTUNITIES VI	6	MARKET	410910.00	181267.00	138784.00
46	OCM PRINCIPAL II	6	MARKET	411113.35	410616.35	3632.00
47	OCM PRINCIPAL IV	6	MARKET	1462514.41	1053655.41	1503211.41
48	OCM/GFI II	6	MARKET	1289367.00	1053331.00	557813.00
49	PASSPORT GLOBAL SERIES 34	6	MARKET	268816.96	268816.96	12620.46
50	PASSPORT GLOBAL SERIES 56	6	MARKET	152578.96	152578.96	8159.11
51	PAUL ROYALTY	6	MARKET	643046.79	445779.18	702810.00
52	PAUL ROYALTY FUND II	6	MARKET	-61153.31	0.00	0.00
53	PAUL VII	6	MARKET	655705.17	480598.49	274956.22
54	PERRY	6	MARKET	121713.96	94467.37	239106.76
55	RAPTOR PRIVATE	6	MARKET	104078.87	66377.67	91267.06
56	RESERVOIR	6	MARKET	16000000.00	16000000.00	20466765.00
57	SEMINOLE OFFSHORE	6	MARKET	5605917.46	5605917.46	14847487.12
58	SEVIN ROSEN 08	6	MARKET	248852.25	187508.68	75883.68
59	SEVIN ROSEN 09	6	MARKET	1139322.19	904513.42	1200031.42
60	SPINNAKER	6	MARKET	56616.08	23804.26	23804.26
61	SPINNAKER GSS	6	MARKET	3008644.94	4232798.75	4232798.75
62	SPO	6	MARKET	16554382.00	11327777.00	16461880.00
63	SUN IV	6	MARKET	1656046.97	1138641.97	1832638.97
64	SUN OFFSHORE	6	MARKET	778857.94	743444.94	1201717.94
65	TAO SPV	6	MARKET	5432.09	1086.42	21003.88
66	TCV IV	6	MARKET	427845.54	369672.54	19193.54
67	TENASKA	6	MARKET	3350191.00	3350833.00	2919337.00
68	TIFF REALTY AND RESOURCES	6	MARKET	1217325.00	1143936.00	1140306.00
69	TPF II	6	MARKET	6413804.00	3967920.00	3285468.00
70	VALUEACT	6	MARKET	10000000.00	8488270.00	28722873.00
71	VENTURE INVESTMENT ASSOC. V	6	MARKET	1195108.00	1028121.00	1484453.00
ALTERNATIVE INVESTMENTS SUBTOTAL				275546106.97	265639424.60	403890579.41
72	BNY HAMILTON/NT INSTL FDS 12041	6	MARKET	21927139.60	14889207.96	14889207.96
73	PIMCO SHORT TERM 12042	6	MARKET	6994987.88	7136772.32	7065883.30
74	KYLIN OFFSHORE FUND LTD	6	MARKET	0.00	10000000.00	10000000.00
SHORT TERM INVESMENT ACCOUNT				28922127.48	32025980.28	31955091.26
SECURITIES TOTAL				361891171.23	362112355.55	504461670.51