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For calendar year 2014, or tax year beginning 01-01-2014 , and ending 12-31-2014

Name of foundation THE SHIMON BEN JOSEPH FOUNDATION		A Employer identification number 33-1114104	
Number and street (or P O box number if mail is not delivered to street address) 1590 DREW AVENUE NO 200		Room/suite	B Telephone number (see instructions) (415) 658-8730
City or town, state or province, country, and ZIP or foreign postal code DAVIS, CA 95618		C If exemption application is pending, check here ☐	
G Check all that apply ☐ Initial return ☐ Initial return of a former public charity ☐ Final return ☐ Amended return ☐ Address change ☐ Name change		D 1. Foreign organizations, check here ☐ 2. Foreign organizations meeting the 85% test, check here and attach computation ☐ E If private foundation status was terminated under section 507(b)(1)(A), check here ☐	
H Check type of organization ☒ Section 501(c)(3) exempt private foundation ☐ Section 4947(a)(1) nonexempt charitable trust ☐ Other taxable private foundation		F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here ☐	
I Fair market value of all assets at end of year (from Part II, col. (c), line 16) ☐ \$ 1,123,283,923		J Accounting method ☐ Cash ☒ Accrual ☐ Other (specify) _____ (Part I, column (d) must be on cash basis.)	

Part I Analysis of Revenue and Expenses (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see instructions))		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
Revenue	1 Contributions, gifts, grants, etc , received (attach schedule)	180			
	2 Check ☒ if the foundation is not required to attach Sch B				
	3 Interest on savings and temporary cash investments	563,395	563,395		
	4 Dividends and interest from securities.	3,366,195	3,133,799		
	5a Gross rents				
	b Net rental income or (loss) _____				
	6a Net gain or (loss) from sale of assets not on line 10	-1,210,967			
	b Gross sales price for all assets on line 6a 227,727,705				
	7 Capital gain net income (from Part IV, line 2) . . .		50,403,903		
	8 Net short-term capital gain				
	9 Income modifications				
	10a Gross sales less returns and allowances				
	b Less Cost of goods sold				
	c Gross profit or (loss) (attach schedule)				
	11 Other income (attach schedule)	28,004,301	14,060,106		
	12 Total. Add lines 1 through 11	30,723,104	68,161,203		
Operating and Administrative Expenses	13 Compensation of officers, directors, trustees, etc	1,454,701	482,656		972,046
	14 Other employee salaries and wages	2,523,847	1,120,845		1,392,814
	15 Pension plans, employee benefits	340,562	209,773		112,871
	16a Legal fees (attach schedule)	32,083	17,996		13,453
	b Accounting fees (attach schedule)	194,179	98,603		115,019
	c Other professional fees (attach schedule)	2,258,646	1,986,370		251,192
	17 Interest				1,258,639
	18 Taxes (attach schedule) (see instructions)	1,827,680	221,163		5,124
	19 Depreciation (attach schedule) and depletion . . .	165,098	34,990		
	20 Occupancy	201,699	0		202,237
	21 Travel, conferences, and meetings	185,603	32,642		160,297
	22 Printing and publications	4,789	1,625		3,164
	23 Other expenses (attach schedule)	678,528	2,807,073		486,514
	24 Total operating and administrative expenses. Add lines 13 through 23	9,867,415	7,013,736		4,973,370
	25 Contributions, gifts, grants paid	32,109,730			35,236,937
	26 Total expenses and disbursements. Add lines 24 and 25	41,977,145	7,013,736		40,210,307
	27 Subtract line 26 from line 12				
	a Excess of revenue over expenses and disbursements	-11,254,041			
	b Net investment income (if negative, enter -0-)		61,147,467		
	c Adjusted net income (if negative, enter -0-)				

Part II Balance Sheets		Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions)	Beginning of year	End of year	
			(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1	Cash—non-interest-bearing			
	2	Savings and temporary cash investments	29,896,140	37,052,977	37,052,977
	3	Accounts receivable ▶ <u>10,873,405</u>			
		Less allowance for doubtful accounts ▶ _____	1,379,781	10,873,405	10,873,405
	4	Pledges receivable ▶ _____			
		Less allowance for doubtful accounts ▶ _____			
	5	Grants receivable			
	6	Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see instructions)			
	7	Other notes and loans receivable (attach schedule) ▶ _____			
		Less allowance for doubtful accounts ▶ _____			
	8	Inventories for sale or use			
	9	Prepaid expenses and deferred charges	82,602	99,414	99,414
	10a	Investments—U S and state government obligations (attach schedule)			
	b	Investments—corporate stock (attach schedule)	232,560,115	 180,288,589	180,288,589
	c	Investments—corporate bonds (attach schedule).	79,451,597	 46,460,954	46,460,954
	11	Investments—land, buildings, and equipment basis ▶ _____			
Liabilities		Less accumulated depreciation (attach schedule) ▶ _____			
	12	Investments—mortgage loans			
	13	Investments—other (attach schedule)	200,079,190	 205,168,655	205,168,655
	14	Land, buildings, and equipment basis ▶ <u>1,795,080</u>			
		Less accumulated depreciation (attach schedule) ▶ <u>1,244,239</u>	666,967	550,841	550,841
	15	Other assets (describe ▶ _____)	 497,474,100	 642,789,088	 642,789,088
	16	Total assets (to be completed by all filers—see the instructions Also, see page 1, item I)	1,041,590,492	1,123,283,923	1,123,283,923
	17	Accounts payable and accrued expenses	670,670	989,766	
	18	Grants payable	40,242,126	37,170,630	
	19	Deferred revenue			
Net Assets or Fund Balances	20	Loans from officers, directors, trustees, and other disqualified persons			
	21	Mortgages and other notes payable (attach schedule)			
	22	Other liabilities (describe ▶ _____)	 12,572,300	 13,195,244	
	23	Total liabilities (add lines 17 through 22)	53,485,096	51,355,640	
		Foundations that follow SFAS 117, check here ▶ ☒ and complete lines 24 through 26 and lines 30 and 31.			
	24	Unrestricted	988,105,396	1,071,928,283	
	25	Temporarily restricted			
	26	Permanently restricted			
		Foundations that do not follow SFAS 117, check here ▶ ☐ and complete lines 27 through 31.			
	27	Capital stock, trust principal, or current funds			
	28	Paid-in or capital surplus, or land, bldg , and equipment fund			
	29	Retained earnings, accumulated income, endowment, or other funds			
	30	Total net assets or fund balances (see instructions)	988,105,396	1,071,928,283	
	31	Total liabilities and net assets/fund balances (see instructions)	1,041,590,492	1,123,283,923	

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	988,105,396
2	Enter amount from Part I, line 27a	2	-11,254,041
3	Other increases not included in line 2 (itemize) ▶ 	3	97,392,740
4	Add lines 1, 2, and 3	4	1,074,244,095
5	Decreases not included in line 2 (itemize) ▶ 	5	2,315,812
6	Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30	6	1,071,928,283

Part IV

Capital Gains and Losses for Tax on Investment Income

(a) List and describe the kind(s) of property sold (e g , real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co)		(b) How acquired P—Purchase D—Donation	(c) Date acquired (mo , day, yr)	(d) Date sold (mo , day, yr)
1 a	REALIZED GAINS/(LOSSES) FROM INVESTMENTS	P		
b	REALIZED CAPITAL GAINS	P		
c	REALIZED GAINS/(LOSSES) FROM PARTNERSHIPS	P		
d				
e				

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
a 227,727,705		212,989,556	14,738,149
b			146,276
c			35,519,478
d			
e			

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(I) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
a			14,738,149
b			146,276
c			35,519,478
d			
e			

2	Capital gain net income or (net capital loss)	{ If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7 }	2	50,403,903
3	Net short-term capital gain or (loss) as defined in sections 1222(5) and (6) If gain, also enter in Part I, line 8, column (c) (see instructions) If (loss), enter -0- in Part I, line 8	}	3	

Part V

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

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

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

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

☐ Yes ☒ No

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

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

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col (b) divided by col (c))
2013	40,186,505	744,303,052	0 053992
2012	47,961,669	800,060,129	0 059948
2011	45,320,381	753,602,489	0 060138
2010	47,650,873	765,552,129	0 062244
2009	43,997,716	747,534,126	0 058857

2	Total of line 1, column (d).	2	0 295179
3	Average distribution ratio for the 5-year base period—divide the total on line 2 by 5, or by the number of years the foundation has been in existence if less than 5 years	3	0 059036
4	Enter the net value of noncharitable-use assets for 2014 from Part X, line 5.	4	1,205,337,115
5	Multiply line 4 by line 3.	5	71,158,282
6	Enter 1% of net investment income (1% of Part I, line 27b).	6	611,475
7	Add lines 5 and 6.	7	71,769,757
8	Enter qualifying distributions from Part XII, line 4.	8	40,227,593

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 VIExcise Tax Based on Investment Income (Section 4940(a), 4940(b), 4940(e), or 4948—see page 18 of the instructions)

1a		Exempt operating foundations described in section 4940(d)(2), check here ☐ and enter "N/A" on line 1			
b		Domestic foundations that meet the section 4940(e) requirements in Part V, check here ☐ and enter 1% of Part I, line 27b		1	1,222,949
c		All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, col. (b)			
2		Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)		2	0
3		Add lines 1 and 2.		3	1,222,949
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	1,222,949
6		Credits/Payments			
a		2014 estimated tax payments and 2013 overpayment credited to 2014	6a	642,101	
b		Exempt foreign organizations—tax withheld at source	6b		
c		Tax paid with application for extension of time to file (Form 8868)	6c	715,000	
d		Backup withholding erroneously withheld	6d		
7		Total credits and payments. Add lines 6a through 6d.		7	1,357,101
8		Enter any penalty for underpayment of estimated tax. Check here ☒ if Form 2220 is attached		8	97
9		Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed		9	
10		Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid.		10	134,055
11		Enter the amount of line 10 to be Credited to 2015 estimated tax ☐ 134,055 Refunded ☐		11	0

Part VII-AStatements Regarding Activities

1a		During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?		1a	Yes	No
b		Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see Instructions for definition)?		1b		No
		If the answer is "Yes" to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities.				
c		Did the foundation file Form 1120-POL for this year?		1c		No
d		Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year (1) On the foundation ☐ \$ 0 (2) On foundation managers ☐ \$ 0				
e		Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers ☐ \$ 0				
2		Has the foundation engaged in any activities that have not previously been reported to the IRS?		2		No
		If "Yes," attach a detailed description of the activities.				
3		Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? If "Yes," attach a conformed copy of the changes		3		No
4a		Did the foundation have unrelated business gross income of \$1,000 or more during the year?		4a	Yes	
b		If "Yes," has it filed a tax return on Form 990-T for this year?		4b	Yes	
5		Was there a liquidation, termination, dissolution, or substantial contraction during the year?		5		No
		If "Yes," attach the statement required by General Instruction T.				
6		Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either				
		• By language in the governing instrument, or				
		• By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?		6	Yes	
7		Did the foundation have at least \$5,000 in assets at any time during the year? If "Yes," complete Part II, col. (c), and Part XV.		7	Yes	
8a		Enter the states to which the foundation reports or with which it is registered (see instructions) ☐ CA				
b		If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by General Instruction G? If "No," attach explanation .		8b	Yes	
9		Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2014 or the taxable year beginning in 2014 (see instructions for Part XIV)? If "Yes," complete Part XIV		9		No
10		Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses.		10		No

Part VII-A

Statements Regarding Activities *(continued)*

11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions) 	11	Yes	
12	Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement (see instructions)	12		No
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address  WWW.JIMJOSEPHFOUNDATION.ORG	13	Yes	
14	The books are in care of  MARY SEABURY Telephone no  (530) 758-9210 Located at  1590 DREW AVENUE SUITE 200 DAVIS CA ZIP +4  95618			
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 —Check here  and enter the amount of tax-exempt interest received or accrued during the year  15			
16	At any time during calendar year 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? See instructions for exceptions and filing requirements for FinCEN Form 114, Report of Foreign Bank and Financial Accounts (FBAR) If "Yes", enter the name of the foreign country 	16	Yes	No

Part VII-B

Statements Regarding Activities for Which Form 4720 May Be Required

File Form 4720 if any item is checked in the "Yes" column, unless an exception applies.			Yes	No
1a	During the year did the foundation (either directly or indirectly) (1) Engage in the sale or exchange, or leasing of property with a disqualified person?  Yes  No (2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person?  Yes  No (3) Furnish goods, services, or facilities to (or accept them from) a disqualified person?  Yes  No (4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person?  Yes  No (5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)?  Yes  No (6) Agree to pay money or property to a government official? (Exception. Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days).  Yes  No			
b	If any answer is "Yes" to 1a(1)–(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see instructions)? Organizations relying on a current notice regarding disaster assistance check here. 	1b		No
c	Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2014?	1c		No
2	Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5))			
a	At the end of tax year 2014, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2014?  Yes  No If "Yes," list the years  20____, 20____, 20____, 20____			
b	Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement—see instructions).	2b		
c	If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here  20____, 20____, 20____, 20____			
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year?  Yes  No			
b	If "Yes," did it have excess business holdings in 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? (<i>Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2014.</i>)	3b		
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a		No
b	Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2014?	4b		No

Part VII-B

Statements Regarding Activities for Which Form 4720 May Be Required (continued)

5a

During the year did the foundation pay or incur any amount to

(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))?

☐ Yes ☒ No

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

☐ Yes ☒ No

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

☐ Yes ☒ No

(4) Provide a grant to an organization other than a charitable, etc , organization described in section 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

No

Organizations relying on a current notice regarding disaster assistance check here. ☒

c

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

☒ Yes ☐ No

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

6a

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

☐ Yes ☒ No

b

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

6b

No

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

7a

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

☐ Yes ☒ No

b

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

7b

Part VIII

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

1

List all officers, directors, trustees, foundation managers and their compensation (see instructions).

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
See Additional Data Table				

2

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

(a) Name and address of each employee paid more than \$50,000	(b) Title, and average hours per week devoted to position	(c) Compensation	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
SANDRA J EDWARDS 343 SANSOME STREET SUITE 550 SAN FRANCISCO, CA 94104	ASSOCIATE DIRECTOR 40 00	240,131	42,191	6,200
DIANE CRONAN 1590 DREW AVENUE SUITE 200 DAVIS, CA 95618	HR DIRECTOR - INTERL 40 00	184,243	36,694	2,416
THOMAS SHIPLEY 1590 DREW AVENUE SUITE 200 DAVIS, CA 95618	VP ACQUISITION/DEVL 28 00	168,451	24,381	667
CLIFFORD HANADA 1590 DREW AVENUE SUITE 200 DAVIS, CA 95618	ASSET MANAGER - INTE 34 00	157,725	20,239	1,353
JOSHUA MILLER 343 SANSOME STREET SUITE 550 SAN FRANCISCO, CA 94104	SENIOR PROGRAM OFFIC 40 00	133,030	18,838	238
Total number of other employees paid over \$50,000.				17

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
CAMBRIDGE ASSOCIATES LLC	INVESTMENT MANAGEMENT	994,968
PO BOX 83232		
CHICAGO,IL 60691		
MAYO INVESTMENT ADVISORS	INVESTMENT MANAGEMENT	235,869
30 ROWES WHARF SUITE 500		
BOSTON,MA 02110		
DELOITTE & TOUCHE	AUDIT	168,200
PO BOX 844708		
DALLAS,TX 752844708		
SPRUCEGROVE US INTERNATIONAL INVESTMENT FUND	INVESTMENT MANAGEMENT	152,079
181 UNIVERSITY AVENUE SUITE 1300		
TORONTO,ONTARIO M5H 3M7 CA		
JOHCM GLOBAL EMERGING MARKETS OPPORTUNITIES FD	INVESTMENT MANAGEMENT	132,651
50 SOUTH LASALLE ST		
CHICAGO,IL 60675		
Total number of others receiving over \$50,000 for professional services.		7

Part IX-A

Summary of Direct Charitable Activities

List the foundation's four largest direct charitable activities during the tax year. Include relevant statistical information such as the number of organizations and other beneficiaries served, conferences convened, research papers produced, etc.	Expenses
1	
2	
3	
4	

Part IX-B

Summary of Program-Related Investments (see instructions)

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2	Amount
1	
2	
All other program-related investments See instructions	
3	
Total. Add lines 1 through 3	0

Part X

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

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc , purposes		
a	Average monthly fair market value of securities.	1a	460,107,622
b	Average of monthly cash balances.	1b	32,808,272
c	Fair market value of all other assets (see instructions).	1c	730,776,609
d	Total (add lines 1a, b, and c).	1d	1,223,692,503
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation).	1e	0
2	Acquisition indebtedness applicable to line 1 assets.	2	0
3	Subtract line 2 from line 1d.	3	1,223,692,503
4	Cash deemed held for charitable activities Enter 1 1/2% of line 3 (for greater amount, see instructions).	4	18,355,388
5	Net value of noncharitable-use assets. Subtract line 4 from line 3 Enter here and on Part V, line 4	5	1,205,337,115
6	Minimum investment return. Enter 5% of line 5.	6	60,266,856

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	60,266,856
2a	Tax on investment income for 2014 from Part VI, line 5.	2a	1,222,949
b	Income tax for 2014 (This does not include the tax from Part VI).	2b	
c	Add lines 2a and 2b.	2c	1,222,949
3	Distributable amount before adjustments Subtract line 2c from line 1.	3	59,043,907
4	Recoveries of amounts treated as qualifying distributions.	4	55,711
5	Add lines 3 and 4.	5	59,099,618
6	Deduction from distributable amount (see instructions).	6	0
7	Distributable amount as adjusted Subtract line 6 from line 5 Enter here and on Part XIII, line 1.	7	59,099,618

Part XII

Qualifying Distributions (see instructions)

1	Amounts paid (including administrative expenses) to accomplish charitable, etc , purposes		
a	Expenses, contributions, gifts, etc —total from Part I, column (d), line 26.	1a	40,210,307
b	Program-related investments—total from Part IX-B.	1b	0
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc , purposes.	2	17,286
3	Amounts set aside for specific charitable projects that satisfy the		
a	Suitability test (prior IRS approval required).	3a	
b	Cash distribution test (attach the required schedule).	3b	
4	Qualifying distributions. Add lines 1a through 3b Enter here and on Part V, line 8, and Part XIII, line 4	4	40,227,593
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income Enter 1% of Part I, line 27b (see instructions).	5	0
6	Adjusted qualifying distributions. Subtract line 5 from line 4.	6	40,227,593

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				59,099,618
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.				
c	From 2011.				
d	From 2012.				3,617,541
e	From 2013.				3,471,656
f	Total of lines 3a through e.	7,089,197			
4	Qualifying distributions for 2014 from Part XII, line 4 ▶ \$ 40,227,593				
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.				40,227,593
e	Remaining amount distributed out of corpus	0			
5	Excess distributions carryover applied to 2014 (If an amount appears in column (d), the same amount must be shown in column (a).)	7,089,197			7,089,197
6	Enter the net total of each column as indicated below:				
a	Corpus Add lines 3f, 4c, and 4e Subtract line 5	0			
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				11,782,828
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	0			
10	Analysis of line 9				
a	Excess from 2010. . . .				
b	Excess from 2011. . . .				
c	Excess from 2012. . . .				
d	Excess from 2013. . . .				
e	Excess from 2014. . . .				

Part XIV

1a If the foundation has received a ruling or determination letter that it is a private operating foundation, and the ruling is effective for 2014, enter the date of the ruling. . . .

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

	Tax year	Prior 3 years			(e) Total
	(a) 2014	(b) 2013	(c) 2012	(d) 2011	
2a Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed					
b 85% of line 2a					
c Qualifying distributions from Part XII, line 4 for each year listed					
d Amounts included in line 2c not used directly for active conduct of exempt activities					
e Qualifying distributions made directly for active conduct of exempt activities. Subtract line 2d from line 2c					
3 Complete 3a, b, or c for the alternative test relied upon					
a "Assets" alternative test—enter					
(1) Value of all assets					
(2) Value of assets qualifying under section 4942(j)(3)(B)(i)					
b "Endowment" alternative test— enter 2/3 of minimum investment return shown in Part X, line 6 for each year listed.					
c "Support" alternative test—enter					
(1) Total support other than gross investment income (interest, dividends, rents, payments on securities loans (section 512(a)(5)), or royalties)					
(2) Support from general public and 5 or more exempt organizations as provided in section 4942(j)(3)(B)(iii).					
(3) Largest amount of support from an exempt organization					
(4) Gross investment income					

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

1 Information Regarding Foundation Managers:

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

b List any managers of the foundation who own 10% or more of the stock of a corporation (or an equally large portion of the ownership of a partnership or other entity) of which the foundation has a 10% or greater interest

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

Check here ☒ if the foundation only makes contributions to preselected charitable organizations and does not accept unsolicited requests for funds. If the foundation makes gifts, grants, etc. (see instructions) to individuals or organizations under other conditions, complete items 2a, b, c, and d.

a The name, address, and telephone number or email address of the person to whom applications should be addressed

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

c Any submission deadlines

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

Part XV

Supplementary Information (continued)

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

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a Paid during the year See Additional Data Table				
Total			3a	35,236,937
b Approved for future payment See Additional Data Table				
Total			3b	16,533,985

Enter gross amounts unless otherwise indicated

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

Form **990-PF** (2014)

Part XVII

1 Did the organization directly or indirectly engage in any of the following with any other organization described in section 501(c) of the Code (other than section 501(c)(3) organizations) or in section 527, relating to political organizations?		Yes	No
a Transfers from the reporting foundation to a noncharitable exempt organization of			
(1) Cash.	1a(1)		No
(2) Other assets.	1a(2)		No
b Other transactions			
(1) Sales of assets to a noncharitable exempt organization.	1b(1)		No
(2) Purchases of assets from a noncharitable exempt organization.	1b(2)		No
(3) Rental of facilities, equipment, or other assets.	1b(3)		No
(4) Reimbursement arrangements.	1b(4)		No
(5) Loans or loan guarantees.	1b(5)		No
(6) Performance of services or membership or fundraising solicitations.	1b(6)		No
c Sharing of facilities, equipment, mailing lists, other assets, or paid employees.	1c		No

[illegible]

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

b If "Yes," complete the following schedule

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

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

Sign Here	*****	2015-11-09	*****	May the IRS discuss this return with the preparer shown below (see instr)? ☒ Yes ☐ No
	Signature of officer or trustee	Date	Title	

Paid Preparer Use Only	Print/Type preparer's name JOAN S MCMAHON	Preparer's Signature	Date	Check if self-employed ☒	PTIN P00966494
	Firm's name ☒ DELOITTE TAX LLP			Firm's EIN ☒ 86-1065772	
	Firm's address ☒ 555 MISSION STREET SAN FRANCISCO, CA 94105			Phone no (415) 783-4000	

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

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
ALVIN T LEVITT	PRESIDENT/DIRECTOR 20 00	26,000	0	0
343 SANSOME STREET SUITE 550 SAN FRANCISCO, CA 94104				
PHYLLIS L COOK	SEC /TREAS /DIRECTOR 3 00	26,000	0	0
343 SANSOME STREET SUITE 550 SAN FRANCISCO, CA 94104				
SUSAN FOLKMAN	DIRECTOR 3 00	26,000	0	0
343 SANSOME STREET SUITE 550 SAN FRANCISCO, CA 94104				
JEROME SOMERS	DIRECTOR 3 00	26,000	0	0
343 SANSOME STREET SUITE 550 SAN FRANCISCO, CA 94104				
DVORA JOSEPH DAVEY	DIRECTOR 3 00	26,000	0	0
343 SANSOME STREET SUITE 550 SAN FRANCISCO, CA 94104				
ALISA ROBBINS DOCTOROFF	DIRECTOR 3 00	26,000	0	0
343 SANSOME STREET SUITE 550 SAN FRANCISCO, CA 94104				
JOSHUA JOSEPH	DIRECTOR 3 00	26,000	0	0
343 SANSOME STREET SUITE 550 SAN FRANCISCO, CA 94104				
DANIEL SAFIER	DIRECTOR 3 00	26,000	0	0
343 SANSOME STREET SUITE 550 SAN FRANCISCO, CA 94104				
CHARLES M EDELSBERG	EXECUTIVE DIRECTOR 40 00	572,485	148,666	0
343 SANSOME STREET SUITE 550 SAN FRANCISCO, CA 94104				
MARY P SEABURY	CFO 40 00	268,666	34,951	2,772
343 SANSOME STREET SUITE 550 SAN FRANCISCO, CA 94104				
DONALD C LEWIS	PRESIDENT - INTERLAND LLC 40 00	185,367	30,931	2,864
1590 DREW AVENUE SUITE 200 DAVIS, CA 95618				

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

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
AMERICAN FRIENDS OF THE ISRAEL MUSEUM 500 FIFTH AVENUE SUITE 2540 NEW YORK,NY 10110		PC	RENEWAL SUPPORT FOR EDUCATIONAL TOURS IN THE ISRAEL MUSEUM FOR BIRTHRIGHT ISRAEL PARTICIPANTS (2014-2016)	50,000
AMERICAN HEBREW ACADEMY INC 4334 HOBBS ROAD GREENSBORO,NC 27410		PC	SCHOLARSHIPS IN HONOR OF JOEL FLEISHMAN	20,000
AMERICAN INSTITUTES FOR RESEARCH 1000 THOMAS JEFFERSON STREET NW WASHINGTON,DC 200073835		PC	EVALUATION OF THE JJF EDUCATION INITIATIVE	237,036
AMERICAN INSTITUTES FOR RESEARCH 1000 THOMAS JEFFERSON STREET NW WASHINGTON,DC 200073835		PC	CROSS COMMUNITY EVALUATION OF THE COMMUNITY-BASED JEWISH TEEN EDUCATION AND ENGAGEMENT INITIATIVE (2014-2018)	49,905
AMERICAN ISRAEL EDUCATION FOUNDATION INC 251 H STREET NW WASHINGTON,DC 20001		PC	LEADERSHIP DEVELOPMENT	20,000
AMERICAN JEWISH COMMITTEE 165 EAST 56TH STREET NEW YORK,NY 10022		PC	PROJECT INTERCHANGE, GENERAL OPERATING SUPPORT	20,000
AMERICAN JEWISH WORLD SERVICE INC 45 WEST 36TH STREET NEW YORK,NY 100187904		PC	SUPPORT FOR THE GLOBAL JUSTICE FELLOWSHIP GRANT	30,000
B'NAI B'RITH YOUTH ORGANIZATION INC 800 EIGHTH STREET NW WASHINGTON,DC 20001		PC	PROFESSIONAL DEVELOPMENT INSTITUTE COHORTS 2 AND 3	3,644
B'NAI B'RITH YOUTH ORGANIZATION INC 800 EIGHTH STREET NW WASHINGTON,DC 20001		PC	EDUCATOR IMMERSION PROJECT DIRECTORS OF JEWISH ENRICHMENT	580,134
B'NAI B'RITH YOUTH ORGANIZATION INC 800 EIGHTH STREET NW WASHINGTON,DC 20001		PC	GENERAL SUPPORT ON THE OCCASION OF THE BBYO INTERNATIONAL CONVENTION 2015	25,000
BIRTHRIGHT ISRAEL FOUNDATION 33 EAST 33RD STREET 7TH FLOOR NEW YORK,NY 10016		PC	BIRTHRIGHT ISRAEL NEXT	1,510,000
BIRTHRIGHT ISRAEL FOUNDATION 33 EAST 33RD STREET 7TH FLOOR NEW YORK,NY 10016		PC	TRIP SUPPORT 2013	1,250,000
BIRTHRIGHT ISRAEL FOUNDATION 33 EAST 33RD STREET 7TH FLOOR NEW YORK,NY 10016		PC	GENERAL SUPPORT OF BIRTHRIGHT ISRAEL FOUNDATION GALA HONORING DANIEL OCH	25,000
BIRTHRIGHT ISRAEL FOUNDATION 33 EAST 33RD STREET 7TH FLOOR NEW YORK,NY 10016		PC	BIRTHRIGHT ISRAEL TRIP SUPPORT (2014)	2,500,000
BOARD OF JEWISH EDUCATION INC 520 EIGHTH AVENUE 15TH FLOOR NEW YORK,NY 10018		PC	CONSULTATION FOR THE COMMUNITY BASED JEWISH TEEN INITIATIVES	215,936
Total  3a				35,236,937

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

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
BOARD OF JEWISH EDUCATION INC 520 EIGHTH AVENUE 15TH FLOOR NEW YORK,NY 10018		PC	DEVELOPMENT OF LEARNING AND GROWTH OUTCOMES, INDICATORS AND MEASUREMENT TOOLS FOR JEWISH TEEN EDUCATION AND ENGAGEMENT	60,000
THE BOARD OF TRUSTEES OF THE LELAND STANFORD JUNIOR UNIVERSITY 450 SERRA MALL STANFORD,CA 94305		PC	ESTABLISH AND PROVIDE FINANCIAL SUPPORT FOR THE CONCENTRATION IN EDUCATION AND JEWISH STUDIES	1,286,000
THE BOARD OF TRUSTEES OF THE LELAND STANFORD JUNIOR UNIVERSITY 450 SERRA MALL STANFORD,CA 94305		PC	CONSORTIUM FOR APPLIED STUDIES IN JEWISH EDUCATION (CASJE) 2 0 (2013-2019)	255,000
BOSTON JEWISH MUSIC FESTIVAL INC 123 GOULD STREET NEEDHAM,MA 02494		PC	CO-SPONSOR FESTIVAL	5,000
BRANDEIS HILLEL DAY SCHOOL 655 BROTHERHOOD WAY SAN FRANCISCO,CA 94132		PC	SCHOLARSHIPS	10,000
BRANDEIS HILLEL DAY SCHOOL 655 BROTHERHOOD WAY SAN FRANCISCO,CA 94132		PC	SUPPORT SCHOLARSHIPS FOR MARIN CAMPUS	5,000
BRANDEIS HILLEL DAY SCHOOL 655 BROTHERHOOD WAY SAN FRANCISCO,CA 94132		PC	SUPPORT SCHOLARSHIPS FOR SAN FRANCISCO	5,000
BRANDEIS UNIVERSITY 415 SOUTH STREET WALTHAM,MA 02454		PC	THE DELET-MAT PROJECT 2010-2014	240,084
BRANDEIS UNIVERSITY 415 SOUTH STREET WALTHAM,MA 02454		PC	JDATA 2012-2015	383,044
BRANDEIS UNIVERSITY 415 SOUTH STREET WALTHAM,MA 02454		PC	SUMMER INSTITUTE FOR ISRAEL STUDIES	49,971
BRANDEIS UNIVERSITY 415 SOUTH STREET WALTHAM,MA 02454		PC	BRANDEIS JEWISH LEADERSHIP INSTITUTE FOR RUSSIAN SPEAKING JEWISH PROFESSIONALS	57,000
BRANDEIS UNIVERSITY 415 SOUTH STREET WALTHAM,MA 02454		PC	SUMMER INSTITUTE FOR ISRAEL STUDIES (2014-2015)	150,000
BRANDEIS UNIVERSITY 415 SOUTH STREET WALTHAM,MA 02454		PC	HADASSAH BRANDEIS INSTITUTE INTERNSHIP PROGRAM	20,000
CENTER FOR CREATIVE CHANGE 4115 WISCONSIN AVENUE NW SUITE 102 WASHINGTON,DC 20016		PC	DANIEL PEARL INVESTIGATIVE JOURNALISM FELLOWS	10,000
CENTER FOR EFFECTIVE PHILANTHROPY INC 675 MASSACHUSETTS AVENUE 7TH FLOOR CAMBRIDGE,MA 02139		PC	GRANTEE PERCEPTION REPORT	28,000
Total  3a				35,236,937

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

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
CENTER FOR ISRAEL EDUCATION INC PO BOX 15129 ATLANTA,GA 30333		PC	TO SUPPORT AMERICAN PROFESSORS TO PARTICIPATE IN THE ISRAEL ENRICHMENT SEMINAR IN ATLANTA	10,000
CENTER FOR JEWISH CULTURE AND CREATIVITY 2576 BROADWAY 292 NEW YORK,NY 10025		PC	GENERAL OPERATING SUPPORT FOR EJEWISH PHILANTHROPY	10,000
CHARITABLE PARTNERSHIP FUND PO BOX 13276 PORTLAND,OR 97213		PC	TIVNU BUILDING JUSTICE - TO SUPPORT GAP YEAR PROGRAM	15,000
ELI & BESSIE COHEN HILLEL ACADEMY 6 COMMUNITY ROAD MARBLEHEAD,MA 01945		PC	SUPPORT FOR PJ LIBRARY	10,000
ELI & BESSIE COHEN HILLEL ACADEMY 6 COMMUNITY ROAD MARBLEHEAD,MA 01945		PC	SUPPORT FOR DISTRIBUTIVE LEADERSHIP INITIATIVE	10,000
ELI & BESSIE COHEN HILLEL ACADEMY 6 COMMUNITY ROAD MARBLEHEAD,MA 01945		PC	SCHOLARSHIPS	10,000
COMBINED JEWISH PHILANTHROPIES OF GREATER BOSTON INC 126 HIGH STREET BOSTON,MA 02110		PC	B'YADENU DEMONSTRATION PROJECT TO CREATE AN EFFECTIVE MODEL FOR SERVING STUDENTS WITH SPECIAL LEARNING NEEDS IN JEWISH DAY SCHOOLS	360,602
COMBINED JEWISH PHILANTHROPIES OF GREATER BOSTON INC 126 HIGH STREET BOSTON,MA 02110		PC	COMMUNITY -BASED JEWISH TEEN EDUCATION INITIATIVE (2014-2018)	114,233
COMBINED JEWISH PHILANTHROPIES OF GREATER BOSTON INC 126 HIGH STREET BOSTON,MA 02110		PC	TO REACH AND ENGAGE YOUNG JEWISH FAMILIES WITH YOUNG CHILDREN IN MARBLEHEAD AND SWAMPSCOTT	75,000
COMBINED JEWISH PHILANTHROPIES OF GREATER BOSTON INC 126 HIGH STREET BOSTON,MA 02110		PC	FOR ADDITIONAL COSTS FOR A FIVE YEAR EVALUATION OF B'YADENU DEMONSTRATION PROJECT	25,000
CONGREGATION BETH JACOB 1550 ALAMEDA DE LAS PULGAS REDWOOD CITY,CA 94061		PC	\$4,000 RELIGIOUS SCHOOL DIRECTOR, \$1,000 SPEAKERS AND TEACHERS, \$5,000 PROGRAM EXPENSES	10,000
CONTEMPORARY JEWISH MUSEUM 736 MISSION STREET SAN FRANCISCO,CA 94103		PC	INNOVATION FUND	250,000
CONTEMPORARY JEWISH MUSEUM 736 MISSION STREET SAN FRANCISCO,CA 94103		PC	EDUCATION/PUBLICATION FOR DESIGNING HOME "JEWISH & MID-CENTURY MODERNISM" EXHIBITION	15,000
CONTEMPORARY JEWISH MUSEUM 736 MISSION STREET SAN FRANCISCO,CA 94103		PC	2014 OUT OF ORDER SEDER	5,000
CONTEMPORARY JEWISH MUSEUM 736 MISSION STREET SAN FRANCISCO,CA 94103		PC	SUPPORT OF THE ARNOLD NEWMAN MASTER CLASS EXHIBIT	10,000
Total  3a				35,236,937

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

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a Paid during the year				
CONTEMPORARY JEWISH MUSEUM 736 MISSION STREET SAN FRANCISCO,CA 94103		PC	WARREN HELLMAN EXHIBIT EDUCATIONAL PROGRAMMING	10,000
CONTEMPORARY JEWISH MUSEUM 736 MISSION STREET SAN FRANCISCO,CA 94103		PC	INNOVATION FUND 2 0 (2014-2018)	300,000
CONTEMPORARY JEWISH MUSEUM 736 MISSION STREET SAN FRANCISCO,CA 94103		PC	SUPPORT OF THE HARDLY STRICTLY WARREN HELLMAN EXHIBITION	10,000
CONTEMPORARY JEWISH MUSEUM 736 MISSION STREET SAN FRANCISCO,CA 94103		PC	GENERAL SUPPORT IN HONOR OF THE SIXTH ANNUAL FAMILY GALA	5,000
CONTEMPORARY JEWISH MUSEUM 736 MISSION STREET SAN FRANCISCO,CA 94103		PC	GENERAL SUPPORT IN HONOR OF THE SIXTH ANNUAL FAMILY GALA	5,000
FACING HISTORY AND OURSELVES NATIONAL FOUNDATION INC 16 HURD ROAD BROOKLINE,MA 024456919		PC	FACING HISTORY AND OURSELVES PARTNER JEWISH DAY SCHOOLS PROJECT (2013-2018)	140,000
FOUNDATION FOR JEWISH CAMP INC 253 WEST 35TH ST 4TH FLOOR NEW YORK,NY 10001		PC	NEW SPECIALTY CAMPS INCUBATOR 1	271,026
FOUNDATION FOR JEWISH CAMP INC 253 WEST 35TH ST 4TH FLOOR NEW YORK,NY 10001		PC	NADIV JEWISH EDUCATORS IN CAMPS & SCHOOLS	219,519
FOUNDATION FOR JEWISH CAMP INC 253 WEST 35TH ST 4TH FLOOR NEW YORK,NY 10001		PC	SPECIALTY CAMPS INCUBATOR 2	1,888,332
GANN ACADEMY THE NEW JEWISH HIGH SCHOOL OF GREATER BOSTON 333 FOREST STREET WALTHAM,MA 02452		PC	SCHOLARSHIPS/TUITION ASSISTANCE	10,000
GEORGE WASHINGTON UNIVERSITY 2121 I STREET NW WASHINGTON,DC 20052		PC	EXPERIENTIAL EDUCATION AND JEWISH CULTURAL ARTS A NEW PROGRAM TO PREPARE EDUCATORS	285,804
HAPPY SHALOM SCHOOL INC 862 28TH AVENUE SAN FRANCISCO,CA 94121		PC	GENERAL OPERATING SUPPORT	10,000
HAZON INC 125 MAIDEN LANE SUITE 8B NEW YORK,NY 10038		PC	SUPPORT FOR OPERATIONS	50,000
HEBREW UNION COLLEGE - JEWISH INSTITUTE OF RELIGION 3101 CLIFTON AVENUE CINCINNATI,OH 45220		PC	JJF EDUCATION INITIATIVE	2,133,833
HEBREW UNION COLLEGE - JEWISH INSTITUTE OF RELIGION 3101 CLIFTON AVENUE CINCINNATI,OH 45220		PC	DELET RENEWAL	34,144
Total  3a				35,236,937

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

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
HEBREW UNION COLLEGE - JEWISH INSTITUTE OF RELIGION 3101 CLIFTON AVENUE CINCINNATI,OH 45220		PC	DELET 2013-2014	324,133
HEBREW UNION COLLEGE - JEWISH INSTITUTE OF RELIGION 3101 CLIFTON AVENUE CINCINNATI,OH 45220		PC	DELET PROGRAM (2014-2015)	224,804
HEBREW UNION COLLEGE - JEWISH INSTITUTE OF RELIGION 3101 CLIFTON AVENUE CINCINNATI,OH 45220		PC	GENERAL SUPPORT ON THE OCCASION OF AN EVENING OF APPRECIATION AND CELEBRATION OF RABBI DAVID ELLENSON, PH D	10,000
HEBREW UNION COLLEGE - JEWISH INSTITUTE OF RELIGION 3101 CLIFTON AVENUE CINCINNATI,OH 45220		PC	SCHOLARSHIPS FOR THE SCHOOL OF JEWISH NON-PROFIT MANAGEMENT	15,000
HILLEL FOUNDATION AT TUFTS UNIVERSITY 220 PACKARD AVENUE MEDFORD,MA 02155		PC	GENERAL OPERATING SUPPORT	5,000
THE HILLEL FOUNDATION AT UNIVERSITY OF CALIFORNIA -- BERKELEY 2736 BANCROFT WAY BERKELEY,CA 94704		PC	GENERAL OPERATING SUPPORT	5,000
HILLEL THE FOUNDATION FOR JEWISH CAMPUS LIFE 800 EIGHTH STREET NW WASHINGTON,DC 200013724		PC	TRANSITIONAL FINANCIAL SUPPORT	69,517
HILLEL THE FOUNDATION FOR JEWISH CAMPUS LIFE 800 EIGHTH STREET NW WASHINGTON,DC 200013724		PC	GENERAL SUPPORT ON THE OCCASION OF HILLEL INTERNATIONAL'S RENAISSANCE GALA HONORING MARK R SHENKMAN	25,000
HILLEL THE FOUNDATION FOR JEWISH CAMPUS LIFE 800 EIGHTH STREET NW WASHINGTON,DC 200013724		PC	ORGANIZATIONAL STRENGTHENING TO EXPAND EFFECTIVE CAMPUS-BASED JEWISH STUDENT ENGAGEMENT AND EXPERIENTIAL JEWISH LEARNING (2014-2015)	1,000,000
HILLEL THE FOUNDATION FOR JEWISH CAMPUS LIFE 800 EIGHTH STREET NW WASHINGTON,DC 200013724		PC	PILOTING/DEVELOPMENT OF JEWISH LEARNING FELLOWSHIPS (JLF) ON CAMPUSES	50,000
IKAR 5870 WEST OLYMPIC BLVD LOS ANGELES,CA 90036		PC	TUITION ASSISTANCE FOR EARLY CHILDHOOD CENTER FOR FAMILIES	30,000
INSTITUTE OF SOUTHERN JEWISH LIFE INC 4915 I-55 NORTH SUITE 100A JACKSON,MS 39206		PC	SUPPORT FOR THE INSTITUTE OF SOUTHERN JEWISH LIFE EDUCATION FELLOWSHIP (2013-2015)	125,000
INTERFAITHFAMILYCOM 90 OAK STREET 4TH FLOOR PO BOX 428 NEWTON UPPER FALLS,MA 02464		PC	SUPPORT FOR LOS ANGELES AND SAN FRANCISCO INTERFAITHFAMILY COM PROGRAMS	30,000
ISRAEL EDUCATION RESOURCE CENTER INC 85 REVERE DRIVE SUITE I NORTHBROOK,IL 60062		PC	ICENTER 2013-2015	650,000
ISRAEL EDUCATION RESOURCE CENTER INC 85 REVERE DRIVE SUITE I NORTHBROOK,IL 60062		PC	TRAINING AND RESOURCES IN ISRAEL EDUCATION POST OPERATION PROTECTIVE EDGE (2014-2015)	122,000
Total			3a	35,236,937

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

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
ISRAEL EDUCATION RESOURCE CENTER INC 85 REVERE DRIVE SUITE I NORTHBROOK,IL 60062		PC	ISRAEL EDUCATION FOR NORTH AMERICAN HIGH SCHOOL STUDENTS	10,000
THE ISRAEL INSTITUTE INC 1250 EYE STREET NW SUITE 710 WASHINGTON,DC 20005		PC	PROGRAM SUPPORT (2014-2017)	200,000
THE JEWISH COMMUNAL SERVICE ASSOCIATION OF NORTH AMERICA INC 25 BROADWAY SUITE 1700 NEW YORK,NY 10004		PC	GENERAL SUPPORT ON THE OCCASION OF JPRO NETWORK'S ANNUAL PROGRAM	1,500
THE JEWISH COMMUNAL SERVICE ASSOCIATION OF NORTH AMERICA INC 25 BROADWAY SUITE 1700 NEW YORK,NY 10004		PC	GENERAL OPERATING SUPPORT	10,000
JEWISH COMMUNITY CENTER IN MANHATTAN 334 AMSTERDAM AVENUE NEW YORK,NY 10023		PC	JEWISH JOURNEY PROJECT	25,000
JEWISH COMMUNITY CENTER IN MANHATTAN 334 AMSTERDAM AVENUE NEW YORK,NY 10023		PC	GENERAL SUPPORT ON THE OCCASION OF JCC MANHATTAN'S ANNUAL BENEFIT	5,000
JEWISH COMMUNITY CENTER OF SAN FRANCISCO 3200 CALIFORNIA ST SAN FRANCISCO,CA 94118		PC	EARLY CHILDHOOD EDUCATION	20,000
JEWISH COMMUNITY CENTER OF SAN FRANCISCO 3200 CALIFORNIA ST SAN FRANCISCO,CA 94118		PC	ARTS AND IDEAS	5,000
JEWISH COMMUNITY CENTER OF SAN FRANCISCO 3200 CALIFORNIA ST SAN FRANCISCO,CA 94118		PC	TO SUPPORT JEWISHING EDUCATION PROGRAMMING (\$12,500) AND JEWISH TEEN LEADERSHIP PROGRAMS (\$12,500)	25,000
THE JEWISH COMMUNITY CENTER OF THE NORTH SHORE INC 4 COMMUNITY ROAD MARBLEHEAD,MA 01945		PC	NORTH SHORE TEEN INITIATIVE (2012-2016)	130,613
THE JEWISH COMMUNITY CENTER OF THE NORTH SHORE INC 4 COMMUNITY ROAD MARBLEHEAD,MA 01945		PC	SPECIAL NEEDS PROGRAMMING	10,000
THE JEWISH COMMUNITY CENTER OF THE NORTH SHORE INC 4 COMMUNITY ROAD MARBLEHEAD,MA 01945		PC	GENERAL SUPPORT OF THE NORTH SHORE TEEN	10,000
JEWISH COMMUNITY FEDERATION OF SF THE PENINSULA MARIN AND SONOMA COUNTIES 121 STEUART STREET SAN FRANCISCO,CA 94105		PC	EARLY CHILDHOOD EDUCATION INITIATIVE - JEWISH RESOURCE SPECIALIST	10,000
JEWISH COMMUNITY FEDERATION OF SF THE PENINSULA MARIN AND SONOMA COUNTIES 121 STEUART STREET SAN FRANCISCO,CA 94105		PC	PJ LIBRARY RENEWAL (2011-2014)	55,001
JEWISH COMMUNITY FEDERATION OF SF THE PENINSULA MARIN AND SONOMA COUNTIES 121 STEUART STREET SAN FRANCISCO,CA 94105		PC	JCF-NEXT BIRTHRIGHT EXPERIENCE PILOT	55,978
Total  3a				35,236,937

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

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a Paid during the year				
JEWISH COMMUNITY FEDERATION OF SF THE PENINSULA MARIN AND SONOMA COUNTIES 121 STEUART STREET SAN FRANCISCO,CA 94105		PC	TRIP SUBSIDIES FOR YOUNG GLOBAL IGI PARTICIPANTS' TRAVEL TO EASTERN EUROPE	5,000
JEWISH COMMUNITY FEDERATION OF SF THE PENINSULA MARIN AND SONOMA COUNTIES 121 STEUART STREET SAN FRANCISCO,CA 94105		PC	JEWS OF AMSTERDAM 1943 PHOTO EXHIBIT/STUDY GUIDE/SF GOETHE INSTITUTE	10,000
JEWISH COMMUNITY FEDERATION OF SF THE PENINSULA MARIN AND SONOMA COUNTIES 121 STEUART STREET SAN FRANCISCO,CA 94105		PC	JEWISH RESOURCE SPECIALIST PROGRAM (JRS) 2 0 (2014-2017)	300,000
JEWISH COMMUNITY FEDERATION OF SF THE PENINSULA MARIN AND SONOMA COUNTIES 121 STEUART STREET SAN FRANCISCO,CA 94105		PC	BAY AREA INITIATIVE FUND	25,000
JEWISH COMMUNITY FEDERATION OF SF THE PENINSULA MARIN AND SONOMA COUNTIES 121 STEUART STREET SAN FRANCISCO,CA 94105		PC	YOUNG ADULT DIVISION (YAD) TRIPS TO ISRAEL	15,000
JEWISH COMMUNITY FEDERATION OF SF THE PENINSULA MARIN AND SONOMA COUNTIES 121 STEUART STREET SAN FRANCISCO,CA 94105		PC	SUPPORT TEEN FOUNDATION PROGRAMS	15,000
JEWISH COMMUNITY FEDERATION OF THE GREATER EAST BAY 2121 ALLSTON WAY BERKELEY,CA 94720		PC	PJ LIBRARY 2012-2014	11,160
THE JEWISH COMMUNITY HIGH SCHOOL OF THE BAY 1835 ELLIS STREET SAN FRANCISCO,CA 94115		PC	SCHOLARSHIPS IN HONOR OF THE SPRING CELEBRATION	10,000
THE JEWISH COMMUNITY HIGH SCHOOL OF THE BAY 1835 ELLIS STREET SAN FRANCISCO,CA 94115		PC	SCHOLARSHIPS IN HONOR OF BARBARA ROSENBERG	25,000
THE JEWISH COMMUNITY HIGH SCHOOL OF THE BAY 1835 ELLIS STREET SAN FRANCISCO,CA 94115		PC	GENERAL OPERATING SUPPORT	5,000
THE JEWISH COMMUNITY HIGH SCHOOL OF THE BAY 1835 ELLIS STREET SAN FRANCISCO,CA 94115		PC	SCHOLARSHIPS	5,000
JEWISH FEDERATION COUNCIL OF GREATER LOS ANGELES 6505 WILSHIRE BLVD LOS ANGELES,CA 90048		PC	HIGH SCHOOL AFFORDABILITY INITIATIVE	2,169,308
JEWISH FEDERATION OF SILICON VALLEY 14855 OKA ROAD LOS GATOS,CA 95032		PC	PJ LIBRARY 2012-2014	4,560
JEWISH FILM FESTIVAL 145 NINTH ST SUITE 200 SAN FRANCISCO,CA 94103		PC	TO SUPPORT THE NEW GENERATION SFJFF	10,000
JEWISH FILM FESTIVAL 145 NINTH ST SUITE 200 SAN FRANCISCO,CA 94103		PC	TO SUPPORT PROGRAMMING FOR YOUNG ADULTS IN SAN FRANCISCO	10,000
Total  3a				35,236,937

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

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
JEWISH FUNDERS NETWORK 150 WEST 30TH STREET SUITE 900 NEW YORK,NY 10001		PC	JEWISH FUNDERS NETWORK MEMBERSHIP RENEWAL	15,000
JEWISH NATIONAL FUND--KEREN KAYEMETH LEISRAEL-INC 750 THIRD AVENUE SUITE 2800 NEW YORK,NY 10017		PC	ALTERNATIVE SPRING BREAK PROGRAM FOR 2015	25,000
JEWISH PARTISAN EDUCATIONAL FOUNDATION INC 2107 VAN NESS AVENUE SUITE 302 SAN FRANCISCO,CA 94109		PC	FOR EDUCATIONAL PROGRAMS	10,000
JEWISH PARTISAN EDUCATIONAL FOUNDATION INC 2107 VAN NESS AVENUE SUITE 302 SAN FRANCISCO,CA 94109		PC	TO SUPPORT JEWISH PARTISAN EDUCATION IN SCHOOLS (IN HONOR OF MITCH BRAFF'S SERVICE TO THE ORGANIZATION)	10,000
JEWISH STUDENT CONNECTION 1945 TECHNY ROAD UNIT 5 NORTHBROOK,IL 60062		PC	BRIDGE FUNDING FOR TWO PILOT REGIONS AND CAPACITY BUILDING SUPPORT	223,750
JEWISH STUDENT CONNECTION 1945 TECHNY ROAD UNIT 5 NORTHBROOK,IL 60062		PC	BRIDGE FUNDING (2014-2015)	248,750
JEWISH TELEGRAPHIC AGENCY INC 24 W 30TH ST 4TH FLOOR NEW YORK,NY 10001		PC	GENERAL OPERATING SUPPORT	10,000
JEWISH THEOLOGICAL SEMINARY OF AMERICA 3080 BROADWAY NEW YORK,NY 10027		PC	JJF EDUCATION INITIATIVE	2,371,729
JEWISH THEOLOGICAL SEMINARY OF AMERICA 3080 BROADWAY NEW YORK,NY 10027		PC	PARTIAL FUNDING FOR ELIE KAUNFER TO TEACH AT JTS	8,000
JEWISH COMMUNITY RELATIONS COUNCIL OF SF MARIN AND THE PENINSULA 121 STEUART STREET SUITE 301 SAN FRANCISCO,CA 94105		PC	GENERAL SUPPORT ON THE OCCASION OF JCRC BEHIND THE SCENES 2014	460
JEWISH COMMUNITY RELATIONS COUNCIL OF SF MARIN AND THE PENINSULA 121 STEUART STREET SUITE 301 SAN FRANCISCO,CA 94105		PC	GENERAL SUPPORT ON THE OCCASION OF JCRC BEHIND THE SCENES 2015 CELEBRATION HONORING CISSIE SWIG	5,000
KEHILLAH JEWISH HIGH SCHOOL 3900 FABIAN WAY PALO ALTO,CA 94303		PC	SCHOLARSHIPS	10,000
KEHILLAH JEWISH HIGH SCHOOL 3900 FABIAN WAY PALO ALTO,CA 94303		PC	GENERAL OPERATING SUPPORT	25,000
KEHILLAT ISRAEL - JEWISH CONGREGATION OF PACIFIC PALISADES 16019 WSUNSET BLVD PACIFIC PALISADES,CA 90272		PC	SUPPORT MITZVAH CIRCLE COMMUNITY SERVICE PROJECTS	26,000
KEHILLAT ISRAEL - JEWISH CONGREGATION OF PACIFIC PALISADES 16019 WSUNSET BLVD PACIFIC PALISADES,CA 90272		PC	EARLY CHILDHOOD EDUCATION	7,200
Total  3a				35,236,937

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Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
KESHET 284 AMORY STREET JAMAICA PLAIN, MA 02130		PC	TO EXPAND THE KESHET LEADERSHIP PROJECT TO NEW YORK AND LOS ANGELES (2014-2016)	100,000
KEVAH 2095 ROSE STREET BERKELEY, CA 94719		PC	SUPPORT GROWTH IN THE NUMBER OF KEVAH GROUPS AND KEVAH EDUCATORS IN THE SAN FRANCISCO BAY AREA, BOSTON AND DENVER (2014-2017)	300,000
LIMMUD BAY AREA 2310 HOMESTEAD ROAD C1 428 LOS ALTOS, CA 94024		PC	SCHOLARSHIPS	5,000
MAIMONIDES ACADEMY 310 N HUNTLEY DRIVE LOS ANGELES, CA 90048		PC	CAPITAL CONSTRUCTION, IN MEMORY OF JACK SLOMOVIC Z"L, OF A NEW BUILDING FOR THE MAIMONIDES ACADEMY	500,000
MECHON HADAR 190 AMSTERDAM AVENUE NEW YORK, NY 10023		PC	FROM STARTUP TO SUSTAINABILITY (2012-2015)	200,000
MEIRA ACADEMY 3921 FABIAN WAY PALO ALTO, CA 94303		PC	GENERAL OPERATING SUPPORT	5,000
MOISHE FOUNDATION 441 SAXONY ROAD ENCINITAS, CA 92024		PC	EXPANDING A PROVEN MODEL FOR YOUNG ADULT JEWISH ENGAGEMENT AND EDUCATION	750,000
MOISHE FOUNDATION 441 SAXONY ROAD ENCINITAS, CA 92024		PC	TO SUPPORT THE STARTUP OF A NEW MOISHE HOUSE IN SAN FRANCISCO'S MISSION DISTRICT	50,000
MOVING TRADITIONS 261 OLD YORK ROAD SUITE 734 JENKINTOWN, PA 19046		PC	SUPPORT FOR THE PROGRAM EVALUATION OF ROSH HODESH IT'S A GIRL THING!	40,000
NATIONAL CENTER FOR HEBREW CHARTER SCHOOL EXCELLENCE 729 SEVENTH AVENUE 9TH FLOOR NEW YORK, NY 10019		PC	GENERAL SUPPORT DESIGNATED FOR ESTABLISHMENT OF A CHARTER SCHOOL IN LOS ANGELES	25,000
NATIONAL RAMAH COMMISSION INC 3080 BROADWAY NEW YORK, NY 10027		PC	JEWISH LEARNING HUBS FOR YOUNG ADULT ALUMNI OF RAMAH AND YOUNG JUDAEA (2014-2016)	131,000
NATIONAL YIDDISH BOOK CENTER INC 1021 WEST STREET AMHERST, MA 01002		PC	GREAT JEWISH BOOKS TEACHER WORKSHOP	100,000
NETWORK FOR RESEARCH IN JEWISH EDUCATION INC ONE WEST FOURTH STREET NEW YORK, NY 10012		PC	GENERAL SUPPORT OF THE 2014 NRJE CONFERENCE	2,500
NEW CENTER FOR ARTS AND CULTURE INC 1320 CENTRE STREET SUITE 201 NEWTON CENTER, MA 02459		PC	PROGRAMMING FOR NEW CENTER NOW YOUNG	20,000
NEW TEACHER CENTER 725 FRONT STREET SUITE 400 SANTA CRUZ, CA 95060		PC	JEWISH NEW TEACHER PROJECT	255,342
Total  3a				35,236,937

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Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a Paid during the year				
NEW YORK UNIVERSITY 70 WASHINGTON SQUARE SOUTH 1216 NEW YORK, NY 10012		PC	JIM JOSEPH FOUNDATION GRADUATE STUDENT FELLOWSHIPS	606,547
NEW YORK UNIVERSITY 70 WASHINGTON SQUARE SOUTH 1216 NEW YORK, NY 10012		PC	BERMAN JEWISH POLICY ARCHIVE JEWISH SURVEY QUESTION BANK	2,140
NEW YORK UNIVERSITY 70 WASHINGTON SQUARE SOUTH 1216 NEW YORK, NY 10012		PC	THE BERMAN JEWISH POLICY ARCHIVE JEWISH SURVEY QUESTION BANK (2013-2018)	82,562
NEWCAJE 12 HIDDEN POND GLEN HEAD, NY 11545		PC	FOR GENERAL SUPPORT OF NEWCAJE 2015 CONFERENCE	10,000
PARDES INSTITUTE OF JEWISH STUDIES NORTH AMERICA INC 5 WEST 37TH STREET SUITE 802 NEW YORK, NY 10018		PC	BRIDGE FUNDING AND BUSINESS PLANNING (2013-2014)	249,000
PARDES INSTITUTE OF JEWISH STUDIES NORTH AMERICA INC 5 WEST 37TH STREET SUITE 802 NEW YORK, NY 10018		PC	PARDES CENTER FOR JEWISH EDUCATORS AND THE PARDES EDUCATORS ALUMNI SUPPORT PROJECT (2014-2018)	479,000
PARTNERSHIP FOR EXCELLENCE IN JEWISH EDUCATION INC 50 MILK STREET 16TH FLOOR BOSTON, MA 02109		PC	GENERAL SUPPORT (2012-2014)	250,000
PENINSULA JEWISH COMMUNITY CENTER 800 FOSTER CITY BLVD FOSTER CITY, CA 94404		PC	\$8,000 TO SUPPORT CAMP KEFF AND \$7,000 TO SUPPORT MACCABI GAMES	15,000
PENINSULA TEMPLE BETH EL 1700 ALAMEDA DE LAS PULGAS SAN MATEO, CA 94403		PC	TEEN ENGAGEMENT PROGRAM	30,000
PENINSULA TEMPLE BETH EL 1700 ALAMEDA DE LAS PULGAS SAN MATEO, CA 94403		PC	EDUCATIONAL PROGRAMMING	30,000
REBOOT INC 245 RUSSELL STREET UNIT 20 HADLEY, MA 01035		PC	FIVE YEAR EXPANSION	26,182
REBOOT INC 245 RUSSELL STREET UNIT 20 HADLEY, MA 01035		PC	BRIDGE FUNDING TO PROVIDE GENERAL OPERATING SUPPORT AND SUPPORT CAPACITY BUILDING	750,000
REGENTS OF THE UNIVERSITY OF CALIFORNIA AT BERKELEY 2080 ADDISON STREET 4200 BERKELEY, CA 947204200		PC	BERKELEY INSTITUTE FOR JEWISH LAW AND ISRAELI LAW, ECONOMY AND SOCIETY	275,000
REPAIR THE WORLD 555 8TH AVENUE SUITE 1703 NEW YORK, NY 10018		PC	GENERAL OPERATING SUPPORT FOR REPAIR THE WORLD (2014-2016)	1,000,000
REPAIR THE WORLD 555 8TH AVENUE SUITE 1703 NEW YORK, NY 10018		PC	GENERAL SUPPORT	25,000
Total  3a				35,236,937

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

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Name and address (home or business)				
a <i>Paid during the year</i>				
ROSE COMMUNITY FOUNDATION 600 SOUTH CHERRY STREET SUITE 1200 DENVER,CO 80246		PC	COMMUNITY-BASED JEWISH TEEN EDUCATION INITIATIVE (2014-2018)	255,607
SEFARIA INC 174 HUDSON STREET 6TH FLOOR NEWYORK,NY 10013		PC	GENERAL OPERATING SUPPORT OF THE SEFARIA PROJECT	125,000
THE SHALOM HARTMAN INSTITUTE OF NORTH AMERICA ONE PENNSYLVANIA PLAZA SUITE 1606 NEWYORK,NY 10119		PC	SUPPORT FOR HARTMAN CAMPUS INITIATIVES	25,000
TRINITY COLLEGE 300 SUMMIT STREET HARTFORD,CT 06106		PC	ISRAEL EDUCATION - ANTISEMITISM ON CAMPUS REPORT	5,000
TRUSTEES OF COLUMBIA UNIVERSITY IN THE CITY OF NEW YORK 535 WEST 116TH STREET MAIL CODE 4309 NEWYORK,NY 10027		PC	NEW MEDIA IN JEWISH STUDIES COLLABORATIVE	15,000
UNITED JEWISH APPEAL FEDERATION 130 EAST 59TH STREET NEWYORK,NY 10022		PC	NEW YORK DAY SCHOOL CHALLENGE FUND	1,000,000
UNITED JEWISH APPEAL FEDERATION 130 EAST 59TH STREET NEWYORK,NY 10022		PC	JEWISH SUMMER EXPERIENCES FOR TEENS (2014-2018)	512,311
UNIVERSITY SYNAGOGUE 11960 SUNSET BOULEVARD LOS ANGELES,CA 90049		PC	GRANT ON THE OCCASION OF THE GALA SUPPORTING UNIVERSITY SYNAGOGUE'S EARLY CHILDHOOD JEWISH EDUCATION	1,800
UPSTART BAY AREA 560 MISSION STREET SUITE 1395 SAN FRANCISCO,CA 94105		PC	FOR SUPPORT OF THEIR WORK WITH EDUCATIONAL ORGANIZATIONS	10,000
URBAN ADAMAH 1050 PARKER STREET BERKELEY,CA 94710		PC	GROUP PROGRAM EXPANSION	10,000
URBAN ADAMAH 1050 PARKER STREET BERKELEY,CA 94710		PC	SUPPORT FOR TEEN PROGRAMMING AND YOUNG ADULT SHABBATS AT THE NEW URBAN ADAMAH	25,000
THE WEXNER FOUNDATION 8000 WALTON PARKWAY SUITE 110 NEWALBANY,OH 43054		PF	WEXNER GRADUATE FELLOWSHIP/DAVIDSON SCHOLARS PROGRAM	709,917
YESHIVA UNIVERSITY 500 WEST 185TH STREET NEWYORK,NY 10033		PC	JJF EDUCATION INITIATIVE	1,090,619
YESHIVAT CHOVEVEI TORAH RABBINICAL SCHOOL LTD 3700 HENRY HUDSON PARKWAY SECOND FLOOR RIVERDALE,NY 10463		PC	ORGANIZATIONAL CAPACITY BUILDING CHALLENGE GRANT	100,000
YESHIVAT CHOVEVEI TORAH RABBINICAL SCHOOL LTD 3700 HENRY HUDSON PARKWAY SECOND FLOOR RIVERDALE,NY 10463		PC	ORGANIZATIONAL CAPACITY BUILDING CHALLENGE GRANT (2013-2015)	707,700
Total  3a				35,236,937

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YESHIVAT MAHARAT INC 3700 HENRY HUDSON PARKWAY BRONX, NY 10463		PC	TO SUPPORT THE EDUCATION INTERNSHIP	10,000
YOUNG MENS AND WOMENS HEBREW ASSO OF WASHINGTON HEIGHTS AND INWOOD 54 NAGLE AVENUE NEW YORK CITY, NY 10040		PC	SUPPORT OF THE CONSORTIUM CAMP	42,000
Total  3a				35,236,937

TY 2014 Accounting Fees Schedule

Name: THE SHIMON BEN JOSEPH FOUNDATION

EIN: 33-1114104

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
TAX AND ACCOUNTING	194,179	98,603		115,019

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

TY 2014 Expenditure Responsibility Statement

Name: THE SHIMON BEN JOSEPH FOUNDATION

EIN: 33-1114104

Grantee's Name	Grantee's Address	Grant Date	Grant Amount	Grant Purpose	Amount Expended By Grantee	Any Diversion By Grantee?	Dates of Reports By Grantee	Date of Verification	Results of Verification
WEXNER FOUNDATION	8000 WALTON PARKWAY SUITE 110 NEW ALBANY, OH 43054	2012-02-05	4,846,000	FOR THE ENHANCEMENT OF THE WEXNER GRADUATE FELLOWSHIP / DAVIDSON SCHOLARS PROGRAM	709,917	NONE	THE GRANTEE SUBMITTED FULL AND COMPLETE REPORTS OF ITS EXHD ON 12/01/14	2014-12-01	THE GRANTOR HAS NO REASON TO DOUBT THE ACCURACY OR RELIABILITY OF THE REPORT FROM THE GRANTEE, THEREFORE NO INDEPENDENT VERIFICATION OF THE REPORT WAS MADE

TY 2014 General Explanation Attachment**Name:** THE SHIMON BEN JOSEPH FOUNDATION**EIN:** 33-1114104

Identifier	Return Reference	Explanation
	TANGIBLE PROPERTY REGULATIONS ELECTIONS	SECTION 1 263(A)-1(F) DE MINIMIS SAFE HARBOR ELECTIONTAXPAYER IS MAKING THE DE MINIMIS SAFE HARBOR ELECTION UNDER TREAS REG 1 263(A)-1(F) FOR ALL ELIGIBLE AMOUNTS PAID OR INCURRED DURING THE TAXABLE YEAR SECTION 1 263(A)-3(N) CAPITALIZATION ELECTIONTAXPAYER HEREBY ELECTS TO CAPITALIZE REPAIR AND MAINTENANCE COSTS UNDER TREAS REG 1 263(A)-3(N) THE COSTS WERE INCURRED DURING THE TAXABLE YEAR IN THE ELECTING TAXPAYER'S TRADE OR BUSINESS AND THE ELECTING TAXPAYER TREATS SUCH COSTS AS CAPITAL EXPENDITURES ON ITS BOOKS AND RECORDS

Identifier	Return Reference	Explanation
	PART VII-B, LINE 1A(3)	DURING 2014, THE FOUNDATION MADE PAYMENTS FOR LEGAL SERVICES TO MANATT, PHELPS & PHILLIPS TOTALING \$30,470 ALVIN LEVITT, PRESIDENT OF THE BOARD OF DIRECTORS OF THE FOUNDATION, IS A PRINCIPAL AT MANATT, PHELPS & PHILLIPS

Identifier	Return Reference	Explanation
	PART VIII & IN ADDITION TO STMT 13- LIST OF OFFICERS, DIRECTORS, TRUSTEE	*ALVIN LEVITT ALSO RECEIVED \$90,940 FROM INTERLAND GROWTH, LP, A 100% OWNED PARTNERSHIP OF THE FOUNDATION, FOR CONSULTATION SERVICES PROVIDED TO THE FOUNDATION AS A MEMBER OF TNE REAL ESTATE COMMITTEE THE BOARD OF DIRECTORS REVIEWED AND APPROVED THE REASONABLENESS OF THE COMPENSATION BASED ON THE INDEPENDENT CONTRACTOR'S REPORT *DONALD LEWIS ALSO RECEIVED \$90,940 FROM INTERLAND GROWTH, LP, A 100% OWNED PARTNERSHIP OF THE FOUNDATION, CONSULTATION SERVICES PROVIDED TO THE FOUNDATION AS A MEMBER OF THE REAL ESTATE COMMITTEE THE BOARD OF DIRECTORS REVIEWED AND APPROVED THE REASONABLENESS OF THE COMPENSATION BASED ON THE INDEPENDENT CONTRACTOR'S REPORT *DAN SAFIER ALSO RECEIVED \$90,940 FROM INTERLAND GROWTH, LP, A 100% OWNED PARTNERSHIP OF THE FOUNDATION, FOR CONSULTATION SERVICES PROVIDED TO THE FOUNDATION AS A MEMBER OF THE REAL ESTATE COMMITTEE THE BOARD OF DIRECTORS REVIEWED AND APPROVED THE REASONABLENESS OF THE COMPENSATION BASED ON THE INDEPENDENT CONTRACTOR'S REPORT

**TY 2014 Investments Corporate
Bonds Schedule****Name:** THE SHIMON BEN JOSEPH FOUNDATION**EIN:** 33-1114104

Name of Bond	End of Year Book Value	End of Year Fair Market Value
DODGE & COX INCOME FUND	23,953,404	23,953,404
INCOME RESEARCH & MANAGEMENT (IRM)	88,663	88,663
PIMCO TOTAL RETURN FUND	0	0
PIMCO UNCONSTRAINED BOND FUND	0	0
VANGUARD SHORT-TERM TREASURY FUND	22,418,887	22,418,887

TY 2014 Investments Corporate Stock Schedule

Name: THE SHIMON BEN JOSEPH FOUNDATION

EIN: 33-1114104

Name of Stock	End of Year Book Value	End of Year Fair Market Value
ABERDEEN EMERGING MARKETS INST. FUNDS	0	0
CONVEXITY CAPITAL OFFSHORE L.P.	17,197,215	17,197,215
CONVEXITY CAPITAL OFFSHORE L.P.	6,723,893	6,723,893
DFA EMERGING MARKETS VALUE FUND	13,498,517	13,498,517
DODGE & COX INT'L. STOCK FUND	22,847,004	22,847,004
EURO PACIFIC GROWTH FUND	15,606,606	15,606,606
GMO EMERGING MARKETS FUND	0	0
MAYO CAPITAL	12,074	12,074
NIPPON VALUE INVESTORS JAPANESE EQUITY TRUST	10,306,977	10,306,977
RS GLOBAL NATURAL RESOURCES FUND	0	0
SPRUCEGROVE US INTERNATIONAL INV. FUND	17,998,709	17,998,709
T. ROWE PRICE ERA FUND	0	0
VANGUARD S&P 500 ETF	11,553,906	11,553,906
WELLINGTON TRUST COMPANY	7,301,892	7,301,892
CAUSEWAY EMERGING MARKETS	15,113,029	15,113,029
JOHCM GLOBAL EMERGING MARKETS OPP. FUND	11,274,636	11,274,636
VANGUARD TOTAL WORLD STOCK IDX IST	16,882,977	16,882,977
VULCAN VALUE PARTNERS	13,971,154	13,971,154

TY 2014 Investments - Other Schedule

Name: THE SHIMON BEN JOSEPH FOUNDATION
EIN: 33-1114104

Category / Item	Listed at Cost or FMV	Book Value	End of Year Fair Market Value
ADAGE CAPITAL PARTNERS, L.P.	FMV	53,416,844	53,416,844
BENNETT OFFSHORE RESTRUCTURING FUND	FMV	4,887,697	4,887,697
CA RES. FUND SERIES BAIN X-CORE	FMV	1,369,132	1,369,132
CA RES.FUND SERIES BAIN X-COINVEST	FMV	187,162	187,162
CA RESOURCES FUND BAIN EUROPE III	FMV	1,734,273	1,734,273
CARLYLE VENTURE II	FMV	558,420	558,420
CERBERUS ASIA PARTNERS, L.P. (SERIES I)	FMV	87,540	87,540
CERBERUS ASIA PARTNERS, L.P.(SERIES II)	FMV	694,103	694,103
CERBERUS INST. OVERSEAS IV, LTD.	FMV	3,487,009	3,487,009
CERBERUS INST. PARTNERS, L.P.(SERIES II)	FMV	119,485	119,485
DAVIDSON KEMPNER	FMV	4,568,225	4,568,225
DIALECTIC OFFSHORE, INC.	FMV	2,741,194	2,741,194
ELLIOTT INTERNATIONAL LTD. (\$5M)	FMV	11,588,102	11,588,102
ENCAP ENERGY CAPITAL FUND IX	FMV	901,057	901,057
ENCAP ENERGY CAPITAL FUND VII-B, LP	FMV	707,327	707,327
ENCAP ENERGY CAPITAL FUND VIII, L.P.	FMV	1,945,937	1,945,937
FIR TREE INT'L. VALUE FUND, LTD.	FMV	4,944,209	4,944,209
FORTELUS SPECIAL SITUATIONS FUND, LTD.	FMV	388,108	388,108
G/S CAPITAL 2000	FMV	810,548	810,548
G/S CAPITAL VINTAGE II	FMV	960,548	960,548
GLENVIEW CAPITAL PARTNERS (CAYMAN)	FMV	3,510,672	3,510,672
GLENVIEW CAPITAL PARTNERS (CAYMAN)-G	FMV	5,384,653	5,384,653
GREENLIGHT CAPITAL OFFSHORE	FMV	9,240,364	9,240,364
GRUSS GLOBAL INVESTORS (ENHANCED), LTD.	FMV	0	0
GS VINTAGE FUND V (OFFSHORE), L.P.	FMV	1,180,728	1,180,728
HELLMAN & FRIEDMAN VII	FMV	2,273,700	2,273,700
HILDENE OPPORTUNITIES OFFSHORE II, LTD.	FMV	3,253,412	3,253,412
HILDENE TARP OPPORTUNITIES FUND, LLC	FMV	6,516,076	6,516,076
INDUS ASIA PACIFIC MASTER FUND, LTD.	FMV	115,900	115,900
KAYNE ANDERSON ENERGY FUND V	FMV	1,117,963	1,117,963

Category / Item	Listed at Cost or FMV	Book Value	End of Year Fair Market Value
KAYNE ANDERSON ENERGY FUND VI, L.P.	FMV	1,210,474	1,210,474
KING STREET CAPITAL, LTD.	FMV	61,301	61,301
KNIGHTHEAD OFFSHORE FUND, LTD.	FMV	4,072,276	4,072,276
LEGACY VENTURE II	FMV	634,584	634,584
LEGACY VENTURE IV	FMV	6,343,248	6,343,248
LEGACY VENTURE V (QP), LLC	FMV	5,128,428	5,128,428
LEGACY VENTURE VI (QP), LLC	FMV	3,434,770	3,434,770
MARLIN EQUITY IV	FMV	263,708	263,708
MASON CAPITAL, LTD.	FMV	6,842,484	6,842,484
NORTHGATE VENTURE GROWTH I	FMV	1,889,826	1,889,826
NORTHGATE VENTURE GROWTH II	FMV	1,085,820	1,085,820
NEW ENTERPRISE ASSOC. (NEA 14)	FMV	2,364,649	2,364,649
OAKTREE OPPORTUNITIES FUND VIII	FMV	671,798	671,798
OAKTREE OPPORTUNITIES FUND VIII-B	FMV	1,119,818	1,119,818
OWL CREEK OVERSEAS FUND LTD.	FMV	6,179,646	6,179,646
PASSPORT OFFSHORE LTD./SPV	FMV	3,038	3,038
PERMIT CAPITAL MORTGAGE FUND, L.P. (G)	FMV	1,001,470	1,001,470
PERMIT CAPITAL MORTGAGE FUND, L.P. (I)	FMV	1,091,148	1,091,148
PERSHING SQUARE INTERNATIONAL, LTD.	FMV	7,235,764	7,235,764
POMONA CAPITAL V	FMV	647,161	647,161
RESOURCE CAPITAL FUND V, L.P.	FMV	885,665	885,665
RESOURCE CAPITAL VI	FMV	892,004	892,004
SANKATY CREDIT OPPORTUNITIES IV, LP	FMV	455,055	455,055
SCOUT CAPITAL FUND, LTD.	FMV	0	0
SHEPHERD INVESTMENTS INT'L. LTD.(STARK)	FMV	109,395	109,395
TACONIC OFFSHORE FUND 1.5	FMV	5,928,714	5,928,714
THELEME FUND LTD.	FMV	6,265,213	6,265,213
THOMAS WEISEL L.P.	FMV	135,216	135,216
VALINOR CAPITAL PARTNERS	FMV	6,620,523	6,620,523
VINTAGE INVESTMENT PARTNERS VI (CAYMAN) LP	FMV	803,924	803,924

Category / Item	Listed at Cost or FMV	Book Value	End of Year Fair Market Value
VINTAGE VENTURE PARTNERS IV, L.P.	FMV	813,229	813,229
DATA COLLECTIVE III, LP	FMV	195,661	195,661
DFJ VENTURE XI, L.P.	FMV	718,473	718,473
LEGACY VENTURE VII	FMV	350,480	350,480
SENTINEL CAPITAL PARTNERS V, LP	FMV	683,220	683,220
SERENT CAPITAL II, L.P.	FMV	219,828	219,828
VINTAGE INVESTMENT PARTNERS VII (CAYMAN) LP	FMV	120,256	120,256

TY 2014 Legal Fees Schedule

Name: THE SHIMON BEN JOSEPH FOUNDATION

EIN: 33-1114104

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
LEGAL	32,083	17,996		13,453

TY 2014 Other Assets Schedule**Name:** THE SHIMON BEN JOSEPH FOUNDATION**EIN:** 33-1114104

Description	Beginning of Year - Book Value	End of Year - Book Value	End of Year - Fair Market Value
DEPOSITS AND OTHER A/R	-4,017	3,805,412	3,805,412
INVESTMENT IN REAL ESTATE	497,077,130	638,536,550	638,536,550
DEFINED BENEFIT PLAN	400,987	447,126	447,126

TY 2014 Other Decreases Schedule

Name: THE SHIMON BEN JOSEPH FOUNDATION

EIN: 33-1114104

Description	Amount
MINORITY INTEREST	2,315,812

TY 2014 Other Expenses Schedule

Name: THE SHIMON BEN JOSEPH FOUNDATION

EIN: 33-1114104

Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
INSURANCE	34,844	8,025		26,961
EMPLOYEE RECRUITING	3,015	0		2,991
OFFICE SUPPLIES	13,298	7,567		6,022
BANK FEES	30,076	6,844		24,796
OFFICE FURNITURE & EQUIPMENT	30,364	8,624		21,922
MAIL, COURIER & POSTAGE	14,882	4,758		9,988
TELEPHONE	91,686	45,118		48,461
AUTO	1,841	226		2,191
MEALS AND ENTERTAINMENT	39,269	13,251		24,887
OFFICE UTILITIES	143,415	0		143,596
SUBS , DUES, AND MEMBERSHIPS	76,159	17,069		58,888
LICENSES AND FEES	5,324	5,089		235
EDUCATION	53,736	9,038		46,348
EMPLOYEE WELFARE	12,045	4,430		8,412
EMPLOYEE CONSUMABLES	5,163	4,201		989
AUDIT VALUATION	11,600	5,800		5,800
MISCELLANEOUS EXPENSE	12,692	9,794		3,416
COMPUTER EXPENDITURES	92,069	43,065		50,611
INVESTMENT ANALYSIS EXPENSES	1,888	1,888		0
NET ASSET WRITE OFF	362	0		0
PORTFOLIO DEDUCTIONS FROM PARTNERSHIPS	0	2,607,486		0
OFFICE JANITORIAL	4,800	4,800		0

TY 2014 Other Income Schedule**Name:** THE SHIMON BEN JOSEPH FOUNDATION**EIN:** 33-1114104

Description	Revenue And Expenses Per Books	Net Investment Income	Adjusted Net Income
OTHER PARTNERSHIP INCOME		10,832,710	
FOREIGN DIVIDEND INCOME		1,206,794	
INCOME FROM AFFILIATES		2,020,602	
INCOME FROM AFFILIATES	28,004,301		28,004,301

TY 2014 Other Increases Schedule

Name: THE SHIMON BEN JOSEPH FOUNDATION

EIN: 33-1114104

Description	Amount
UNREALIZED GAINS	97,392,740

TY 2014 Other Liabilities Schedule**Name:** THE SHIMON BEN JOSEPH FOUNDATION**EIN:** 33-1114104

Description	Beginning of Year - Book Value	End of Year - Book Value
DEFERRED TAX	12,202,300	12,725,244
OTHER LONG TERM LIABILITY	370,000	470,000

TY 2014 Other Professional Fees Schedule**Name:** THE SHIMON BEN JOSEPH FOUNDATION**EIN:** 33-1114104

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
CONSULTING	323,430	51,154		251,192
INVESTMENT MANAGEMENT FEES	1,935,216	1,935,216		0

TY 2014 Taxes Schedule**Name:** THE SHIMON BEN JOSEPH FOUNDATION**EIN:** 33-1114104

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
FEDERAL EXCISE TAXES	1,821,032	0		0
FOREIGN TAXES PAID	0	212,839		0
PROPERTY TAXES	6,648	1,524		5,124
OTHER TAXES	0	6,800		0

TY 2014**TransfersFrmControlledEntities****Name:** THE SHIMON BEN JOSEPH FOUNDATION**EIN:** 33-1114104

Name	US / Foreign Address	EIN	Description	Amount
INTERLAND CAPITAL	1590 DREW AVENUE SUITE 200 DAVIS, CA 95618	88-0380024	S CORPORATION DISTRIBUTION	80,000
INTERLAND COMMUNITIES	1590 DREW AVENUE SUITE 200 DAVIS, CA 95618	94-2580849	S CORPORATION DISTRIBUTION	378,000
INTERLAND GROWTH LP	1590 DREW AVENUE SUITE 200 DAVIS, CA 95618	88-0378850	PARTNERSHIP DISTRIBUTION	15,920,000
JRT WHARF PLAZA I & II LLC	1590 DREW AVENUE SUITE 200 DAVIS, CA 95618	80-0100507	PARTNERSHIP DISTRIBUTION	488,280
Total				16,866,280

TY 2014**TransfersToControlledEntities****Name:** THE SHIMON BEN JOSEPH FOUNDATION**EIN:** 33-1114104

Name	US / Foreign Address	EIN	Description	Amount
INTERLAND CAPITAL	1590 DREW AVENUE SUITE 200 DAVIS, CA 95618	88-0380024	CONTRIBUTION CAPITAL TO S CORPORATION	296,482
INTERLAND GROWTH LP	1590 DREW AVENUE SUITE 200 DAVIS, CA 95618	88-0378850	CONTRIBUTION CAPITAL TO PARTNERSHIP	59,000,000
Total				59,296,482