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Form 990-PF

Department of the Treasury
Internal Revenue Service

Return of Private Foundation

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

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

OMB No 1545-0052

2014

Open to Public Inspection

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

Name of foundation Arkay Foundation		A Employer identification number 77-0404924	
Number and street (or P O box number if mail is not delivered to street address) 127 University Avenue		B Telephone number (see instructions) (510) 841-4025	
City or town, state or province, country, and ZIP or foreign postal code Berkeley, CA 94710		C If exemption application is pending, check here ☐	
G Check all that apply ☐ Initial return ☐ Initial return of a former public charity ☐ Final return ☐ Amended return ☐ Address change ☐ Name change		D 1. Foreign organizations, check here ☐ 2. Foreign organizations meeting the 85% test, check here and attach computation ☐	
H Check type of organization ☒ Section 501(c)(3) exempt private foundation ☐ Section 4947(a)(1) nonexempt charitable trust ☐ Other taxable private foundation		E If private foundation status was terminated under section 507(b)(1)(A), check here ☐	
I Fair market value of all assets at end of year (from Part II, col. (c), line 16) ☒ \$ 24,552,692		F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here ☐	
J Accounting method ☐ Cash ☒ Accrual ☐ Other (specify) _____ (Part I, column (d) must be on cash basis.)			

Part I Analysis of Revenue and Expenses (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see instructions))		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
Revenue	1 Contributions, gifts, grants, etc , received (attach schedule)				
	2 Check ☒ if the foundation is not required to attach Sch B				
	3 Interest on savings and temporary cash investments	18	18		
	4 Dividends and interest from securities.	440,164	440,164		
	5a Gross rents				
	b Net rental income or (loss) _____				
	6a Net gain or (loss) from sale of assets not on line 10	4,152,537			
	b Gross sales price for all assets on line 6a 28,434,909				
	7 Capital gain net income (from Part IV, line 2) . . .		4,152,537		
	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)	39,612	39,612		
	12 Total. Add lines 1 through 11	4,632,331	4,632,331		
Operating and Administrative Expenses	13 Compensation of officers, directors, trustees, etc				
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits				
	16a Legal fees (attach schedule)	165			
	b Accounting fees (attach schedule)	15,450			
	c Other professional fees (attach schedule)	316,995	146,957		147,621
	17 Interest				
	18 Taxes (attach schedule) (see instructions) . . .	44,260			
	19 Depreciation (attach schedule) and depletion . . .				
	20 Occupancy				
	21 Travel, conferences, and meetings	55,525			43,863
	22 Printing and publications				
	23 Other expenses (attach schedule)	7,979			8,000
	24 Total operating and administrative expenses. Add lines 13 through 23	440,374	146,957		199,484
	25 Contributions, gifts, grants paid	1,538,000			1,538,000
	26 Total expenses and disbursements. Add lines 24 and 25	1,978,374	146,957		1,737,484
	27 Subtract line 26 from line 12				
	a Excess of revenue over expenses and disbursements	2,653,957			
	b Net investment income (if negative, enter -0-)		4,485,374		
	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	108,995	168,564	168,564
	2	Savings and temporary cash investments	2,023,991	1,132,042	1,132,042
	3	Accounts receivable ▶ _____ Less allowance for doubtful accounts ▶ _____			
	4	Pledges receivable ▶ _____ Less allowance for doubtful accounts ▶ _____			
	5	Grants receivable			
	6	Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see instructions)			
	7	Other notes and loans receivable (attach schedule) ▶ _____ Less allowance for doubtful accounts ▶ _____			
	8	Inventories for sale or use			
	9	Prepaid expenses and deferred charges	47,330	10,357	10,357
	10a	Investments—U S and state government obligations (attach schedule)			
	b	Investments—corporate stock (attach schedule)		☒ 15,239,088	15,239,088
	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)	23,200,590	☒ 7,986,365	7,986,365
	14	Land, buildings, and equipment basis ▶ _____ Less accumulated depreciation (attach schedule) ▶ _____			
15	Other assets (describe ▶ _____)		☒ 16,276	☒ 16,276	
16	Total assets (to be completed by all filers—see the instructions Also, see page 1, item I)	25,380,906	24,552,692	24,552,692	
Liabilities	17	Accounts payable and accrued expenses	13,495	22,191	
	18	Grants payable			
	19	Deferred revenue			
	20	Loans from officers, directors, trustees, and other disqualified persons			
	21	Mortgages and other notes payable (attach schedule)			
	22	Other liabilities (describe ▶ _____)			
	23	Total liabilities (add lines 17 through 22)	13,495	22,191	
	Net Assets or Fund Balances	Foundations that follow SFAS 117, check here ▶ ☒ and complete lines 24 through 26 and lines 30 and 31.			
24		Unrestricted	25,367,411	24,530,501	
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)	25,367,411	24,530,501	
31		Total liabilities and net assets/fund balances (see instructions)	25,380,906	24,552,692	

Part III Analysis of Changes in Net Assets or Fund Balances		
1	Total net assets or fund balances at beginning of year—Part II, column (a), line 30 (must agree with end-of-year figure reported on prior year’s return)	1 25,367,411
2	Enter amount from Part I, line 27a	2 2,653,957
3	Other increases not included in line 2 (itemize) ▶ _____	3
4	Add lines 1, 2, and 3	4 28,021,368
5	Decreases not included in line 2 (itemize) ▶ ☒ _____	5 3,490,867
6	Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30	6 24,530,501

Part IV

Capital Gains and Losses for Tax on Investment Income

(a) List and describe the kind(s) of property sold (e g , real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co)		(b) How acquired P—Purchase D—Donation	(c) Date acquired (mo , day, yr)	(d) Date sold (mo , day, yr)	
1a					
(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					
b					
c					
d					
e					
Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69					(i) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
(i) F M V as of 12/31/69		(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any		
a					
b					
c					
d					
e					
2 Capital gain net income or (net capital loss) { If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7 }					2 4,152,537
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	1,325,493	24,511,870	0 05408
2012	1,303,386	23,157,537	0 05628
2011	671,751	9,661,815	0 06953
2010	15,911	6,556,405	0 00243
2009	796,268	5,938,777	0 13408
2 Total of line 1, column (d).			2 0 31639
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 06328
4 Enter the net value of noncharitable-use assets for 2014 from Part X, line 5.			4 25,264,862
5 Multiply line 4 by line 3.			5 1,598,710
6 Enter 1% of net investment income (1% of Part I, line 27b).			6 44,854
7 Add lines 5 and 6.			7 1,643,564
8 Enter qualifying distributions from Part XII, line 4.			8 1,737,484
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		144,854	
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	
3		Add lines 1 and 2.		344,854	
4		Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)		4	
5		Tax based on investment income. Subtract line 4 from line 3. If zero or less, enter -0-		544,854	
6		Credits/Payments			
a		2014 estimated tax payments and 2013 overpayment credited to 2014		6a	55,357
b		Exempt foreign organizations—tax withheld at source		6b	
c		Tax paid with application for extension of time to file (Form 8868)		6c	5,000
d		Backup withholding erroneously withheld		6d	
7		Total credits and payments. Add lines 6a through 6d.		760,357	
8		Enter any penalty for underpayment of estimated tax. Check here ☒ if Form 2220 is attached		8	
9		Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed		9	
10		Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid.		1015,503	
11		Enter the amount of line 10 to be Credited to 2015 estimated tax 15,503 Refunded		11	

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 \$ (2) On foundation managers \$				
e		Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers \$				
2		Has the foundation engaged in any activities that have not previously been reported to the IRS?		2		No
		If "Yes," attach a detailed description of the activities.				
3		Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? If "Yes," attach a conformed copy of the changes		3		No
4a		Did the foundation have unrelated business gross income of \$1,000 or more during the year?		4a		No
b		If "Yes," has it filed a tax return on Form 990-T for this year?		4b		No
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		No
12	Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement (see instructions)	12	Yes	
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address www ArkayFoundation org	13	Yes	
14	The books are in care of Leventhal Kline Management Inc Telephone no (510) 841-4123 Located at 127 University Avenue Berkeley CA ZIP+4 947101616			
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		No
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? (Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2014.).	3b		No
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

No

Part VIII

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

1

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

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

2

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

(a) Name and address of each employee paid more than \$50,000	(b) Title, and average hours per week devoted to position	(c) Compensation	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
NONE				

Total

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

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Part VIII

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

3 Five highest-paid independent contractors for professional services (see instructions). If none, enter "NONE".		
(a) Name and address of each person paid more than \$50,000	(b) Type of service	(c) Compensation
Leventhal Kline Management Inc 127 University Avenue Berkeley, CA 94710	Management Services	160,994
Baker Street Advisors 455 Market Street 23rd Floor San Francisco, CA 94105		
	Investment Mgmt	130,858
Total number of others receiving over \$50,000 for professional services.		

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	

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	23,573,650
b	Average of monthly cash balances.	1b	2,075,956
c	Fair market value of all other assets (see instructions).	1c	0
d	Total (add lines 1a, b, and c).	1d	25,649,606
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	
3	Subtract line 2 from line 1d.	3	25,649,606
4	Cash deemed held for charitable activities Enter 1 1/2% of line 3 (for greater amount, see instructions).	4	384,744
5	Net value of noncharitable-use assets. Subtract line 4 from line 3 Enter here and on Part V, line 4	5	25,264,862
6	Minimum investment return. Enter 5% of line 5.	6	1,263,243

Part XI

Distributable Amount (see instructions) (Section 4942(j)(3) and (j)(5) private operating foundations and certain foreign organizations check here ☐ and do not complete this part.)

1	Minimum investment return from Part X, line 6.	1	1,263,243
2a	Tax on investment income for 2014 from Part VI, line 5.	2a	44,854
b	Income tax for 2014 (This does not include the tax from Part VI).	2b	
c	Add lines 2a and 2b.	2c	44,854
3	Distributable amount before adjustments Subtract line 2c from line 1.	3	1,218,389
4	Recoveries of amounts treated as qualifying distributions.	4	
5	Add lines 3 and 4.	5	1,218,389
6	Deduction from distributable amount (see instructions).	6	
7	Distributable amount as adjusted Subtract line 6 from line 5 Enter here and on Part XIII, line 1.	7	1,218,389

Part XII

Qualifying Distributions (see instructions)

1	Amounts paid (including administrative expenses) to accomplish charitable, etc , purposes		
a	Expenses, contributions, gifts, etc —total from Part I, column (d), line 26.	1a	1,737,484
b	Program-related investments—total from Part IX-B.	1b	
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc , purposes.	2	
3	Amounts set aside for specific charitable projects that satisfy the		
a	Suitability test (prior IRS approval required).	3a	
b	Cash distribution test (attach the required schedule).	3b	
4	Qualifying distributions. Add lines 1a through 3b Enter here and on Part V, line 8, and Part XIII, line 4	4	1,737,484
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	44,854
6	Adjusted qualifying distributions. Subtract line 5 from line 4.	6	1,692,630

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				1,218,389
2 Undistributed income, if any, as of the end of 2014				
a Enter amount for 2013 only.				
b Total for prior years 20____, 20____, 20____				
3 Excess distributions carryover, if any, to 2014				
a From 2009.	500,034			
b From 2010.				
c From 2011.	213,903			
d From 2012.	156,487			
e From 2013.	105,872			
f Total of lines 3a through e.	976,296			
4 Qualifying distributions for 2014 from Part XII, line 4 ▶ \$ 1,737,484				
a Applied to 2013, but not more than line 2a				
b Applied to undistributed income of prior years (Election required—see instructions).				
c Treated as distributions out of corpus (Election required—see instructions).	0			
d Applied to 2014 distributable amount.				1,218,389
e Remaining amount distributed out of corpus	519,095			
5 Excess distributions carryover applied to 2014 (If an amount appears in column (d), the same amount must be shown in column (a).)				
6 Enter the net total of each column as indicated below:				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5	1,495,391			
b Prior years' undistributed income Subtract line 4b from line 2b.				
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.				
d Subtract line 6c from line 6b Taxable amount—see instructions				
e Undistributed income for 2013 Subtract line 4a from line 2a Taxable amount—see instructions				
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)				
8 Excess distributions carryover from 2009 not applied on line 5 or line 7 (see instructions) . . .	500,034			
9 Excess distributions carryover to 2015. Subtract lines 7 and 8 from line 6a	995,357			
10 Analysis of line 9				
a Excess from 2010. . . .				
b Excess from 2011. . . .	213,903			
c Excess from 2012. . . .	156,487			
d Excess from 2013. . . .	105,872			
e Excess from 2014. . . .	519,095			

Part XIV

4942(j)(3) or 4942(j)(5)

3

Part XV

1

2

Time	11	12	13	14	15	16	17	18	19	20	21	22	23	24	25	26	27	28	29	30	31	32	33	34	35	36	37	38	39	40	41	42	43	44	45	46	47	48	49	50	51	52	53	54	55	56	57	58	59	60	61	62	63	64	65	66	67	68	69	70	71	72	73	74	75	76	77	78	79	80	81	82	83	84	85	86	87	88	89	90	91	92	93	94	95	96	97	98	99	100
Time	11	12	13	14	15	16	17	18	19	20	21	22	23	24	25	26	27	28	29	30	31	32	33	34	35	36	37	38	39	40	41	42	43	44	45	46	47	48	49	50	51	52	53	54	55	56	57	58	59	60	61	62	63	64	65	66	67	68	69	70	71	72	73	74	75	76	77	78	79	80	81	82	83	84	85	86	87	88	89	90	91	92	93	94	95	96	97	98	99	100

Part XV

Supplementary Information (continued)

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

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a Paid during the year See Additional Data Table				
Total			3a	1,538,000
b Approved for future payment				
Total			3b	

Enter gross amounts unless otherwise indicated

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

Form **990-PF** (2014)

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
-----	----

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

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

1c

No

d If the answer to any of the above is "Yes," complete the following schedule. Column **(b)** should always show the fair market value of the goods, other assets, or services given by the reporting foundation. If the foundation received less than fair market value in any transaction or sharing arrangement, show in column **(d)** the value of the goods, other assets, or services received.

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

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

**Sign
Here**

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

* * * * *

2015-11-11

* * * * *

Signature of officer or trustee

Date

Title

May the IRS discuss this return with the preparer shown below (see instr)? ☐ Yes ☒ No

**Paid
Preparer
Use
Only**

Form **990-PF** (2014)

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
David Goldschmidt	President 10 00	0		
127 University Avenue Berkeley, CA 94710				
Laura Flanagan	Secretary 2 50	0		
127 University Avenue Berkeley, CA 94710				
Susan Clark	Treasurer 3 00	0		
127 University Avenue Berkeley, CA 94710				
Marian Penn	Director 2 50	0		
127 University Avenue Berkeley, CA 94710				
Karen Kahn	Director 2 50	0		
127 University Avenue Berkeley, CA 94710				
Michael Kieschnick	Director 25 00	0		
127 University Avenue Berkeley, CA 94710				
William Soskin	Director 2 50	0		
127 University Avenue Berkeley, CA 94710				
Cecelia Hurwich	Director 2 50	0		
127 University Avenue Berkeley, CA 94710				
Harald Leventhal NOT A DIR	CFO 2 50	0		
127 University Avenue Berkeley, CA 94710				
Benita Kline NOT A DIR	Ass't Sect'y 2 50	0		
127 University Avenue Berkeley, CA 94710				

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>				
Poor People's Radio PO Box 156650 San Francisco, CA 94115	N/A	PC	General Support	1,000
Center on Budget and Policy Priorit 820 1st Street NE Suite 510 Washington, DC 20005	N/A	PC	General Support	1,000
William J Brennan Jr Center for Jus 161 Avenue of the Americas 12th Fl New York, NY 10013	N/A	PC	General Support	50,000
Project Vote 805 15th Street NW Suite 250 Washington, DC 20005	N/A	PC	General Support	50,000
Voter Participation Center 1707 L Street NW Washington, DC 20036	N/A	PC	General Support	50,000
Proteus Fund 15 Research Drive B Amherst, MA 01002	N/A	PC	General Support for Piper Fund	50,000
Free Speech for People 505 West 38th Street Unit A4 Austin, TX 78705	N/A	PC	Legal Advocacy Program	25,000
Rock the Vote 1001 Connecticut Avenue NW Washington, DC 20036	N/A	PC	General Support	50,000
Common Cause Education Fund 1133 19th Str NW 9th Fl Washington, DC 20036	N/A	PC	Democratic Reform in the States	29,000
MAPLight 2223 Shattuck Avenue Berkeley, CA 94704	N/A	PC	General Support	26,000
Media Matters for America 455 Massachusetts Ave NW 6th Fl Washington, DC 20001	N/A	PC	Climate & Energy Initiative	30,000
Public Campaign 1211 Connecticut Avenue NW Ste 600 Washington, DC 20036	N/A	PC	General Support	26,000
State Voices 1625 Massachusetts Ave NW Ste 308 Washington, DC 20036	N/A	PC	General Support	20,000
Sierra Club Foundation 85 2nd Street Suite 750 San Francisco, CA 94105	N/A	PC	Democracy Program	75,000
350org 20 Jay Street Suite 1010 Brooklyn, NY 11201	N/A	PC	Fossil Fuel Divestment Program	75,000
Total  3a				1,538,000

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>				
Greenpeace Fund Inc 702 H St Ste 300 Washington, DC 20001	N/A	PC	Defending Democracy Program	125,000
League of Conservation Voters Educ 1920 L Street Suite 800 Washington, DC 20036	N/A	PC	Democracy Project	75,000
Vanguard Charitable PO Box 3075 Southeastern, PA 19398	N/A	PC	To fund DAF	375,000
Heyday PO Box 9145 Berkeley, CA 94709	N/A	PC	To Support the Heyday Future Fund	5,000
International Forum on Globalizatio 1009 General Kennedy Ave Ste 2 San Francisco, CA 94129	N/A	PC	General Support	5,000
Great Old Broads for Wilderness PO Box 2924 Durango, CO 81302	N/A	PC	General Support	1,000
Global Fund For Women 222 Sutter Street Suite 500 San Francisco, CA 94108	N/A	PC	General Support	1,000
Missey 436 14th St Suite 150 Oakland, CA 94612	N/A	PC	General Support	5,000
Yosemite Conservancy 101 Montgomery Street Suite 1700 San Francisco, CA 94104	N/A	PC	For the Mariposa Grove & Jr Ranger Program	5,000
Earthjustice 50 California Street Ste 500 San Francisco, CA 94111	N/A	PC	Citizens' Access to Courts & Climate Energy Policy Programs	5,000
Caura Futures Inc 805 Folger Avenue Berkeley, CA 94710	N/A	PC	General Support	1,000
UC Berkeley Library Fund 131 Doe Library Berkeley, CA 94720	N/A	PC	General Support	2,000
Berkeley Public Library Foundation 2090 Kittredge Street Berkeley, CA 94704	N/A	PC	General Support	2,000
Ploughshares Fund 1808 Wedemeyer Street Suite 200 San Francisco, CA 94129	N/A	PC	General Support	1,000
CG Jung Institute 2040 Gough Street San Francisco, CA 94109	N/A	PC	For the James Whitney Clinic	1,000
Total  3a				1,538,000

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				
Ecology Center 2530 San Pablo Avenue Berkeley, CA 94702	N/A	PC	General Support	1,000
David Brower Center 2150 Allston Way Berkeley, CA 94704	N/A	PC	General Support	1,000
Sierra Club Foundation 85 2nd Street Suite 750 San Francisco, CA 94105	N/A	PC	For the Climate Action Program	5,000
Green Science Policy InstituteSEE PO Box 5455 Berkeley, CA 94705	N/A	PC	General Support	1,000
CG Jung Institute 2040 Gough Street San Francisco, CA 94109	N/A	PC	For Friends of the C G Jung Institute	1,000
Lifelong Medical Care 2330 Durant Avenue Berkeley, CA 94704	N/A	PC	General Support	5,000
Legal Assistance for Seniors Inc 1970 Broadway Ste 300 Oakland, CA 94612	N/A	PC	General Support	1,000
Southern Poverty Law Center 400 Washington Ave Montgomery, AL 36104	N/A	PC	General Support	1,000
Wildlife Conservation Network 209 Mississippi Street San Francisco, CA 94107	N/A	PC	Ewaso Lions Program	5,000
Mathematical Science Research Insti 17 Gauss Way Berkeley, CA 94720	N/A	PC	General Support	5,000
William J Brennan Jr Center for Jus 161 Avenue of the Americas 12th Fl New York, NY 10013	N/A	PC	Research Program of the Democracy Project	25,000
Reed College 3203 SE Woodstock Blvd Portland, OR 97202	N/A	PC	Alumni Fund	5,000
Youth Engagement Fund 1201 Connecticut Avenue NW Suite 30 Washington, DC 20036	N/A	PC	General Support	10,000
SMPACSemillas para el Futuro 45 East Monterey Way Phoenix, AZ 85012	N/A	PC	General Support	2,000
Women Donors Network 565 Commercial Street 3rd Floor San Francisco, CA 94111	N/A	PC	General Support	2,900
Total  3a				1,538,000

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>				
Earth Rights Institute 1127 18th Street 4 Santa Monica, CA 90403	N/A	PC	General Support	35,000
Santa Barbara Master Chorale PO Box 30803 Santa Barbara, CA 93130	N/A	PC	General Support	2,000
Transition House 425 East Cota Street Santa Barbara, CA 93101	N/A	PC	General Support	2,000
Int'l Society of Women Airline Pilo 2250 E Tropicana Avenue Ste 19-395 Las Vegas, NV 89119	N/A	PC	ISA Scholarship Fund	1,100
A Different Point of View PO Box 6562 Santa Barbara, CA 93160	N/A	PC	General Support	2,000
Verde Valley School 3511 Verde Valley School Road Sedona, AZ 86351	N/A	PC	General Support	1,000
Unity Shoppe 1219 State Street Santa Barbara, CA 93101	N/A	PC	General Support	1,000
AOPA Air Safety Foundation 421 Aviation Way Frederick, MD 21701	N/A	PC	General Support	1,000
Open Fist Theatre Company 6209 Santa Monica Boulevard Hollywood, CA 90038	N/A	PC	General Support	2,000
Performance Zone Inc 75 Maiden Lane Suite 906 New York, NY 10038	N/A	PC	For The Secret City	2,000
Women's Project And Productions Inc 55 West End Avenue New York, NY 10023	N/A	PC	General Support	2,000
Clubbed Thumb Inc 440 Lafayette Street 4th Floor New York, NY 10003	N/A	PC	General Support	4,000
Ensemble Theater Company 137 North Larchmont Blvd Suite 134 Los Angeles, CA 90004	N/A	PC	General Support	2,000
Homeboy Industries 130 West Bruno Street Los Angeles, CA 90012	N/A	PC	General Support	5,000
Central American Resources Center L 2845 W 7th Street Los Angeles, CA 90005	N/A	PC	General Support	4,000
Total  3a				1,538,000

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>				
Reading Opens Minds 9415 Culver Blvd Culver City, CA 90232	N/A	PC	General Support	5,000
Advancement Project 1220 L Street NW Suite 850 Washington, DC 20005	N/A	PC	General Support	9,000
Los Angeles Food Bank 1734 East 41st Street Los Angeles, CA 90068	N/A	PC	General Support	5,000
Movement Strategy Center 436 14th Street Suite 500 Oakland, CA 94612	N/A	PC	For Movement Generation Justice & Ecology Program	5,000
As You Sow 1611 Telegraph Avenue Suite 1450 Oakland, CA 94612	N/A	PC	General Support	5,000
dZi Foundation PO Box 632 Rideway, CO 81432	N/A	PC	General Support	1,000
St Mary's of the Sea Episcopal Church 146 Twelfth Street Pacific Grove, CA 93950	N/A	PC	Administrative Support of the Fund for Homeless Women	7,000
Community Foundation for Monterey C 2354 Garden Road Monterey, CA 93940	N/A	PC	For the Homeless Women's Fund	5,000
Monterey Inst of International Studies 460 Pierce Street Monterey, CA 93940	N/A	PC	The WIP	2,500
California Poets in Schools 1333 Balboa Street Suite 3 San Francisco, CA 94118	N/A	PC	General Support	1,000
Interim Inc PO Box 3222 Monterey, CA 93942	N/A	PC	General Support	1,000
Wellbody Alliance 2 Atlantic Avenue 4th Floor Boston, MA 02110	N/A	PC	Children's Hospital in Sierra Leone	5,000
Agenda Project Education Fund 1010 Wisconsin Avenue NW 705B Washington, DC 20007	N/A	PC	General Support	10,000
Restaurant Opportunities United 350 Seventh Avenue New York, NY 10001	N/A	PC	General Support	7,500
Compassion Choices PO Box 101810 Denver, CO 80250	N/A	PC	Services in Monterey County	4,000
Total  3a				1,538,000

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>				
Equality Now PO Box 20646 Columbus Cir Station New York, NY 10023	N/A	PC	For Adolescent Girls Legal Defense Fund	5,000
SEVA Foundation 1786 5th Street Berkeley, CA 94710	N/A	PC	Aids Eye Initiative	3,000
Center on Budget and Policy Priorit 820 1st Street NE Suite 510 Washington, DC 20024	N/A	PC	General Support	2,000
Environmental Working Group 1436 U Street NW Suite 100 Washington, DC 20009	N/A	PC	Food Database Project	2,500
Immaculate Conception Academy 3625-24th Street San Francisco, CA 94110	N/A	PC	Scholarships for Low-Income Girls	5,000
Corporate Accountability Internatio 10 Milk Street Suite 610 Boston, MA 02108	N/A	PC	Real Food Media Project	10,000
Ecological Farming Association 2901 Park Ave Suite D-2 Soquel, CA 95073	N/A	PC	To host El Salvador delegation to Eco Farm 2015	15,000
Mill Valley Philharmonic 42 Miller Avenue Mill Valley, CA 94941	N/A	PC	General Support	1,000
Oakland Institute PO Box 18978 Oakland, CA 94619	N/A	PC	Research & Public Education	6,500
Up On Top 1187 Franklin Street San Francisco, CA 94109	N/A	PC	School Program For Vulnerable Children	5,000
Upstream Policy Institute Inc 205 Three Oaks Drive Athens, GA 30607	N/A	PC	Make It, Take It campaign	5,000
Grand Canyon Trust Inc 2601 N Fort Valley Road Flagstaff, AZ 86001	N/A	PC	Preservation of the Grand Canyon	10,000
Community Foundation for Monterey C 2354 Garden Road Monterey, CA 93940	N/A	PC	For the Homeless Women's Fund	8,000
National Alopecia Areata Foundation 14 Mitchell Boulevard San Rafael, CA 94903	N/A	PC	General Support	1,000
Big Sur Land Trust PO Box 221864 Carmel, CA 93922	N/A	PC	For the Youth Program	10,000
Total  3a				1,538,000

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>				
Food Bank for Monterey County 815 W Market St Ste 5 Salinas, CA 93901	N/A	PC	General Support	2,000
Franciscan Workers of Junipero Serr PO Box 2027 Salinas, CA 93902	N/A	PC	For Dorothy's Kitchen	2,000
Innocence Project 40 Worth St Ste 701 New York, NY 10013	N/A	PC	General Support	1,000
Legal Services for Seniors 915 Hilby Avenue 2 Seaside, CA 93955	N/A	PC	General Support	3,000
Planned Parenthood Mar Monte Inc 1746 The Alameda San Jose, CA 95126	N/A	PC	General Support	1,000
Safe Ground Sacramento PO Box 1644 Sacramento, CA 93955	N/A	PC	General Support	2,000
Southern Poverty Law Center 400 Washington Ave Montgomery, AL 36104	N/A	PC	General Support	1,000
Ventana Wilderness Alliance PO Box 506 Santa Cruz, CA 95061	N/A	PC	For the Youth in the Widerness Program	5,000
Stanford Law School 559 Nathan Abbott Way Stanford, CA 94305	N/A	PC	For the Supreme Court Litigation Clinic	10,000
Justice At Stake 717 D Street Suite 203 Washington, DC 20004	N/A	PC	General Support	5,000
Faith in Public Life 1111 14th Street NW 9th Floor Washington, DC 20005	N/A	PC	General Support	5,000
The Beatitudes Society 950 Dena Way Santa Barbara, CA 93111	N/A	PC	General Support	5,000
Center for Constitutional Rights 666 Broadway 7th Floor New York, NY 10012	N/A	PC	General Support	5,000
Appalachian Voices 171 Grand Blvd Boone, NC 28607	N/A	PC	To support "I Love Mountains Org"	5,000
Ecumenical Hunger Program 2411 Pulgas Avenue Palo Alto, CA 94303	N/A	PC	General Support	2,500
Total  3a				1,538,000

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>				
Democracy Now Productions 207 West 25th Street 11th Floor New York, NY 10001	N/A	PC	General Support	2,500
Northern CA Community Loan Fund 870 Market Street Suite 677 San Francisco, CA 94102	N/A	PC	General Support	2,500
National Eating Disorders Association 165 W 46th Street Suite 402 New York, NY 10036	N/A	PC	General Support	2,500
Color of Changeorg Education Fund I 1714 Franklin Street Suite 100-136 Oakland, CA 94612	N/A	PC	General Support	2,500
J Street Education Fund PO Box 66073 Washington, DC 20035	N/A	PC	General Support	2,500
Jewish Community Center of the East 1414 Walnut Street Berkeley, CA 94707	N/A	PC	General Support	1,000
Berkeley East Bay Humane Society 2700 Ninth Street Berkeley, CA 94710	N/A	PC	General Support	500
Sierra Watch 408 Broad Street Suite 12 Nevada City, CA 95959	N/A	PC	General Support	500
Art and Remembrance Inc 5614 Connecticut Avenue 131 Washington, DC 20015	N/A	PC	For Art Conservation	2,500
Cal Alumni Association 1 Alumni House Berkeley, CA 94720	N/A	PC	General Support	500
Total  3a				1,538,000

TY 2014 Accounting Fees Schedule

Name: Arkay Foundation

EIN: 77-0404924

Software ID: 14000265

Software Version: 2014v5.0

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
Accounting and Audit Fees	15,450	0	0	0

TY 2014 General Explanation Attachment

Name: Arkay Foundation

EIN: 77-0404924

Software ID: 14000265

Software Version: 2014v5.0

Identifier	Return Reference	Explanation
	General Explanation Supplemental Information for Form 990-PF	Statement 14Supplemental InformationForm 990-PF, Part VII-B, Lines 1a(3) and 1a(4)Statement Regarding Activities for Which Form 4720 May Be RequiredHarald Leventhal and Benita Kline, as individuals, received no payment for serving as officers (but not as directors) of the Organization. However, both are the owners of Leventhal Kline Management, Inc., which provides a full range of management and administrative services to the Organization, including accounting, financial reporting, tax preparation, governance support, general administrative support, and grant management and administration. This information is reported annually on the Foundation's 990PF and RRF-1 filings. The Organization's directors approved payments of \$160,994 to Leventhal Kline Management, Inc. for services during 2014.

TY 2014 Investments Corporate Stock Schedule

Name: Arkay Foundation

EIN: 77-0404924

Software ID: 14000265

Software Version: 2014v5.0

Name of Stock	End of Year Book Value	End of Year Fair Market Value
See Schedule Attached	15,239,088	15,239,088

TY 2014 Investments - Other Schedule

Name:

Arkay Foundation

EIN:

77-0404924

Software ID:

14000265

Software Version:

2014v5.0

Category/ Item	Listed at Cost or FMV	Book Value	End of Year Fair Market Value
SJF Ventures II LP	FMV	187,902	187,902
Conservation Forestry Cap III	FMV	410,962	410,962
MicroVest Short Duration Fd LP	FMV	511,887	511,887
Parnassus Fixed Inc, 395,551.855 Sh	FMV	6,589,894	6,589,894
American Capital Agency, 506 Sh	FMV	11,046	11,046
American Tower Corp, 135 Sh	FMV	13,345	13,345
AvalonBay Cmntys Inc, 85 Sh	FMV	13,888	13,888
Boston Properties Inc, 101 Sh	FMV	12,998	12,998
Crown Castle Intl Corp, 162 Sh	FMV	12,749	12,749
Equity Residential, 193 Sh	FMV	13,865	13,865
Essex Property Trust Inc, 65 Sh	FMV	13,429	13,429
Federal Rlty Invt Tr SBI, 99 Sh	FMV	13,212	13,212
HCP Inc, 291 Sh	FMV	12,813	12,813
Health Care REIT Inc, 189 Sh	FMV	14,302	14,302
Host Hotels & Resorts, 536 Sh	FMV	12,741	12,741
Kimco Realty Corp, 510 Sh	FMV	12,821	12,821
Macerich Company, 179 Sh	FMV	14,930	14,930
Prologis Inc New, 291 Sh	FMV	12,522	12,522
Public Storage, 70 Sh	FMV	12,940	12,940
Realty Income Corp, 267 Sh	FMV	12,739	12,739
SL Green Realty Corp, 108 Sh	FMV	12,854	12,854
Simon Ppty Group New, 121 Sh	FMV	22,035	22,035
Ventas Inc, 186 Sh	FMV	13,336	13,336
Vornado Realty Trust, 113 Sh	FMV	13,301	13,301
Weyerhaeuser Co, 386 Sh	FMV	13,854	13,854

TY 2014 Legal Fees Schedule

Name: Arkay Foundation

EIN: 77-0404924

Software ID: 14000265

Software Version: 2014v5.0

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
Legal Fees	165	0	0	0

TY 2014 Other Assets Schedule

Name: Arkay Foundation

EIN: 77-0404924

Software ID: 14000265

Software Version: 2014v5.0

Description	Beginning of Year - Book Value	End of Year - Book Value	End of Year - Fair Market Value
Accrued Income - Aperio		16,276	16,276

TY 2014 Other Expenses Schedule**Name:** Arkay Foundation**EIN:** 77-0404924**Software ID:** 14000265**Software Version:** 2014v5.0

Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
Dues, Subs & Pubs	6,331			6,331
Filing Fees	85			85
Insurance Expense	1,250			1,250
Office Expenses	31			31
Postage & Delivery	88			142
Telephone & Connectivity	182			149
Webhosting Fees	12			12

TY 2014 Other Income Schedule

Name: Arkay Foundation

EIN: 77-0404924

Software ID: 14000265

Software Version: 2014v5.0

Description	Revenue And Expenses Per Books	Net Investment Income	Adjusted Net Income
Other Investment Income	39,612	39,612	

TY 2014 Other Professional Fees Schedule**Name:** Arkay Foundation**EIN:** 77-0404924**Software ID:** 14000265**Software Version:** 2014v5.0

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
Board Meeting Contract Work	5,073	0	0	2,656
Consulting Fees	20,000	0	0	0
Investment Management Fees	130,858	130,858	0	0
Management Fees	160,994	16,099	0	144,895
Web Design Fees	70	0	0	70

TY 2014 Taxes Schedule**Name:** Arkay Foundation**EIN:** 77-0404924**Software ID:** 14000265**Software Version:** 2014v5.0

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
Excise Tax	40,995			
Foreign Tax	3,265			