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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

Do not enter social security numbers on this form as it may be made public.

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

OMB No 1545-0052

2014

Open to Public Inspection

For calendar year 2014 or tax year beginning

, 2014, and ending

, 20

Name of foundation THE BELLE JAR FOUNDATION
C/O ROCKEFELLER PHILANTHROPY ADVISORS

A Employer identification number

90-0432743

Number and street (or P O box number if mail is not delivered to street address)

Room/suite

B Telephone number (see instructions)

(415) 343-0831

575 MARKET STREET, STE 3625

City or town, state or province, country, and ZIP or foreign postal code

SAN FRANCISCO, CA 94105

G Check all that apply

Initial return

Initial return of a former public charity

Final return

Amended return

Address change

Name change

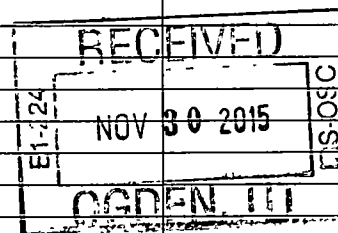
H Check type of organization

☒ Section 501(c)(3) exempt private foundation☐ Section 4947(a)(1) nonexempt charitable trust☐ Other taxable private foundationI Fair market value of all assets at
end of year (from Part II, col (c), line
16) \$ 7,484,178.J Accounting method ☐ Cash ☒ Accrual☐ Other (specify) _____

(Part I, column (d) must be on cash basis)

C If exemption application is
pending, check here ☐D 1 Foreign organizations, check here ☐2 Foreign organizations meeting the
85% test, check here and attach
computation ☐E If private foundation status was terminated
under section 507(b)(1)(A), check here ☐F If the foundation is in a 60-month termination
under section 507(b)(1)(B), check here ☐**Part I Analysis of Revenue and Expenses** (The
total of amounts in columns (b), (c), and (d)
may not necessarily equal the amounts in
column (a) (see instructions))

	(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
Revenue				
1 Contributions, gifts, grants, etc., received (attach schedule)				
2 Check <input checked="" type="checkbox"/> if the foundation is not required to attach Sch B				
3 Interest on savings and temporary cash investments				
4 Dividends and interest from securities	150,040.	144,750.		
5a Gross rents				
b Net rental income or (loss)				
6a Net gain or (loss) from sale of assets not on line 10	424,182.			
b Gross sales price for all assets on line 6a 1,759,289.		424,182.		
7 Capital gain net income (from Part IV, line 2)				
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) ATTCH 1	21,071.	19,573.		
12 Total. Add lines 1 through 11	595,293.	588,505.		
Operating and Administrative Expenses				
13 Compensation of officers, directors, trustees, etc.	0			
14 Other employee salaries and wages				
15 Pension plans, employee benefits				
16a Legal fees (attach schedule) ATTCH 2	1,148.			1,148.
b Accounting fees (attach schedule) ATTCH 3	8,560.	4,280.		4,280.
c Other professional fees (attach schedule) [4]	96,373.	55,958.		40,415.
17 Interest				
18 Taxes (attach schedule) (see instructions) [5]	14,427.	3,387.		
19 Depreciation (attach schedule) and depletion				
20 Occupancy				
21 Travel, conferences, and meetings	9,303.			9,303.
22 Printing and publications				
23 Other expenses (attach schedule) ATTCH 6	34,692.	33,782.		910.
24 Total operating and administrative expenses. Add lines 13 through 23.	164,503.	97,407.		56,056.
25 Contributions, gifts, grants paid	390,997.			390,997.
26 Total expenses and disbursements. Add lines 24 and 25	555,500.	97,407.	0	447,053.
27 Subtract line 26 from line 12				
a Excess of revenue over expenses and disbursements	39,793.			
b Net investment income (if negative, enter -0-)		491,098.		
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	238,519.	181,786.	181,786.
	2	Savings and temporary cash investments	100,665.	2,218,777.	2,218,777.
	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			
	10 a	Investments - U S and state government obligations (attach schedule) .			
	b	Investments - corporate stock (attach schedule)			
	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) ATCH 7	7,105,403.	5,083,817.	5,083,615.	
14	Land, buildings, and equipment basis ▶ Less accumulated depreciation (attach schedule) ▶				
15	Other assets (describe ▶)				
16	Total assets (to be completed by all filers - see the instructions Also, see page 1, item I)	7,444,587.	7,484,380.	7,484,178.	
Liabilities	17	Accounts payable and accrued expenses			
	18	Grants payable			
	19	Deferred revenue			
	20	Loans from officers, directors, trustees, and other disqualified persons .			
	21	Mortgages and other notes payable (attach schedule)			
	22	Other liabilities (describe ▶)			
23	Total liabilities (add lines 17 through 22)	0	0		
Net Assets or Fund Balances	Foundations that follow SFAS 117, check here, ▶ <input type="checkbox"/> and complete lines 24 through 26 and lines 30 and 31.				
	24	Unrestricted			
	25	Temporarily restricted			
	26	Permanently restricted			
	Foundations that do not follow SFAS 117, . . . ▶ <input checked="" type="checkbox"/> 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 . .	7,444,587.	7,484,380.	
	30	Total net assets or fund balances (see instructions)	7,444,587.	7,484,380.	
	31	Total liabilities and net assets/fund balances (see instructions)	7,444,587.	7,484,380.	

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	7,444,587.
2	Enter amount from Part I, line 27a	2	39,793.
3	Other increases not included in line 2 (itemize) ▶	3	
4	Add lines 1, 2, and 3	4	7,484,380.
5	Decreases not included in line 2 (itemize) ▶	5	
6	Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	7,484,380.

Part IV Capital Gains and Losses for Tax on Investment Income

(a) List and describe the kind(s) of property sold (e.g., real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co.)			(b) How acquired P - Purchase D - Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
1a SEE PART IV SCHEDULE					
b					
c					
d					
e					
(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)		
a 1,759,289.		1,335,107.	424,182.		
b					
c					
d					
e					
Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69					
(i) FMV as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	(l) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col. (h))		
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	424,182.	
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6) If gain, also enter in Part I, line 8, column (c) (see instructions) If (loss), enter -0- in Part I, line 8			3	0	

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

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

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

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

☐ Yes ☒ No

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

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

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col. (b) divided by col. (c))
2013	451,797.	6,101,388.	0.074048
2012	475,925.	7,533,365.	0.063176
2011	486,414.	7,988,283.	0.060891
2010	481,012.	5,516,001.	0.087203
2009	430,964.	6,789,184.	0.063478
2 Total of line 1, column (d)			2 0.348796
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 0.069759
4 Enter the net value of noncharitable-use assets for 2014 from Part X, line 5			4 7,039,998.
5 Multiply line 4 by line 3			5 491,103.
6 Enter 1% of net investment income (1% of Part I, line 27b)			6 4,911.
7 Add lines 5 and 6			7 496,014.
8 Enter qualifying distributions from Part XII, line 4 If line 8 is equal to or greater than line 7, check the box in Part VI, line 1b, and complete that part using a 1% tax rate. See the Part VI instructions.			8 447,053.

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

1a	Exempt operating foundations described in section 4940(d)(2), check here <input type="checkbox"/> and enter "N/A" on line 1 Date of ruling or determination letter _____ (attach copy of letter if necessary - see instructions)		
b	Domestic foundations that meet the section 4940(e) requirements in Part V, check here <input type="checkbox"/> and enter 1% of Part I, line 27b	1	9,822.
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.	3	9,822.
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	9,822.
6	Credits/Payments		
a	2014 estimated tax payments and 2013 overpayment credited to 2014.	6a	5,640.
b	Exempt foreign organizations - tax withheld at source.	6b	
c	Tax paid with application for extension of time to file (Form 8868).	6c	9,200.
d	Backup withholding erroneously withheld	6d	
7	Total credits and payments. Add lines 6a through 6d.	7	14,840.
8	Enter any penalty for underpayment of estimated tax. Check here <input type="checkbox"/> if Form 2220 is attached	8	
9	Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed	9	
10	Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10	5,018.
11	Enter the amount of line 10 to be Credited to 2015 estimated tax <input type="checkbox"/> 5,018. Refunded <input type="checkbox"/> 11	11	

Part VII-A Statements Regarding Activities

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

Part VII-A Statements Regarding Activities (continued)

11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions).	11		X
12	Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement (see instructions).	12		X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address <u>NONE</u>	13	X	
14	The books are in care of <u>DR. CHRISTOPHER PAYNE</u> Telephone no. <u>650-996-3511</u> Located at <u>575 MARKET STREET, STE 3625, SAN FRANCISCO, CA</u> ZIP+4 <u>94105-5845</u>			
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 - Check here <input type="checkbox"/> and enter the amount of tax-exempt interest received or accrued during the year. <u>15</u>			
16	At any time during calendar year 2014, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country? See the instructions for exceptions and filing requirements for FinCEN Form 114, (formerly TD F 90-22.1) If "Yes," enter the name of the foreign country <u></u>	16	Yes	No X

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? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? <input checked="" type="checkbox"/> Yes <input type="checkbox"/> No		
(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(6) Agree to pay money or property to a government official? (Exception. Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days). <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
b 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)? <input type="checkbox"/>	1b	X
Organizations relying on a current notice regarding disaster assistance check here <input type="checkbox"/>		
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? <input type="checkbox"/>	1c	X
2 Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5))		
a At the end of tax year 2014, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2014? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No If "Yes," list the years <u></u>		
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) <input type="checkbox"/>	2b	X
c If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here <u></u>		
3a Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
b 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.) <input type="checkbox"/>	3b	
4a Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a	X
b Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2014? <input type="checkbox"/>	4b	X

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

- 5a During the year did the foundation pay or incur any amount to
- (1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))? ☐ Yes ☒ No
- (2) Influence the outcome of any specific public election (see section 4955); or to carry on, directly or indirectly, any voter registration drive? ☐ Yes ☒ No
- (3) Provide a grant to an individual for travel, study, or other similar purposes? ☐ Yes ☒ No
- (4) Provide a grant to an organization other than a charitable, etc., organization described in section 4945(d)(4)(A)? (see instructions). ☐ Yes ☒ No
- (5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals? ☐ Yes ☒ No
- b If any answer is "Yes" to 5a(1)-(5), did any of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance (see instructions)? ☐ Yes ☒ 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? ☐ Yes ☒ 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? ☐ Yes ☒ No

5b

6b

7b

X

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
ATCH 8		0	0	2,353.

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
1		0

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 N/A	
2	
3	
4	

Part IX-B Summary of Program-Related Investments (see instructions)

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2

	Amount
1 NONE	
2	
All other program-related investments See instructions	
3 NONE	
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	2,360,398.
b	Average of monthly cash balances	1b	466,515.
c	Fair market value of all other assets (see instructions).	1c	4,320,293.
d	Total (add lines 1a, b, and c)	1d	7,147,206.
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	1e	
2	Acquisition indebtedness applicable to line 1 assets	2	
3	Subtract line 2 from line 1d	3	7,147,206.
4	Cash deemed held for charitable activities Enter 1 1/2 % of line 3 (for greater amount, see instructions).	4	107,208.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	7,039,998.
6	Minimum investment return. Enter 5% of line 5	6	352,000.

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	352,000.
2a	Tax on investment income for 2014 from Part VI, line 5	2a	9,822.
b	Income tax for 2014 (This does not include the tax from Part VI).	2b	
c	Add lines 2a and 2b	2c	9,822.
3	Distributable amount before adjustments Subtract line 2c from line 1	3	342,178.
4	Recoveries of amounts treated as qualifying distributions	4	
5	Add lines 3 and 4	5	342,178.
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	342,178.

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	447,053.
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	447,053.
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	447,053.

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				342,178.
2 Undistributed income, if any, as of the end of 2014				
a Enter amount for 2013 only				
b Total for prior years 20 <u>12</u> , 20 <u>11</u> , 20 <u>10</u>				
3 Excess distributions carryover, if any, to 2014				
a From 2009 23,403.				
b From 2010 205,226.				
c From 2011 87,000.				
d From 2012 100,649.				
e From 2013 151,448.				
f Total of lines 3a through e	567,726.			
4 Qualifying distributions for 2014 from Part XII, line 4: ► \$ <u>447,053.</u>				
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)				
d Applied to 2014 distributable amount				342,178.
e Remaining amount distributed out of corpus . .	104,875.			
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	672,601.			
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				
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) . . .	23,403.			
9 Excess distributions carryover to 2015. Subtract lines 7 and 8 from line 6a	649,198.			
10 Analysis of line 9				
a Excess from 2010 205,226.				
b Excess from 2011 87,000.				
c Excess from 2012 100,649.				
d Excess from 2013 151,448.				
e Excess from 2014 104,875.				

Part XIV Private Operating Foundations (see instructions and Part VII-A, question 9)

NOT APPLICABLE

1 a 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 foundation 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	
2 a 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 foundation 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))

DR. CHRISTOPHER PAYNE

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

N/A

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

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

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

ATCH 9

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

WRITTEN REQUEST

c Any submission deadlines

NONE

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

NONE

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 ATCH 10				
Total			▶ 3a	390,997.
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

Line No.	Explain below how each activity for which income is reported in column (e) of Part XVI-A contributed importantly to the accomplishment of the foundation's exempt purposes (other than by providing funds for such purposes) (See instructions)
▼	

[illegible]

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

[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.

Signature of officer or trustee

Date _____

Title

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

Print/Type preparer's name MICHAEL S GOLDSTEIN		Preparer's signature <i>Michael S. Goldstein</i>		Date 11/10/15	Check <input type="checkbox"/> if self-employed	PTIN P01252695
Firm's name ▶ SEILER LLP					Firm's EIN ▶ 94-1624276	
Firm's address ▶ THREE LAGOON DR STE 400 REDWOOD CITY, CA 94065					Phone no 650-365-4646	

Form **990-PF** (2014)

FORM 990-PF - PART IV
CAPITAL GAINS AND LOSSES FOR TAX ON INVESTMENT INCOME

Kind of Property		Description				Date acquired	Date sold
Gross sale price less expenses of sale	Depreciation allowed/allowable	Cost or other basis	FMV as of 12/31/69	Adj basis as of 12/31/69	Excess of FMV over adj basis	Gain or (loss)	
1,759,289.		PUBLICLY TRADED SECURITIES PROPERTY TYPE: SECURITIES 1,656,591.				P VARIOUS 102,698.	VARIOUS
		LONGTERM CAPITAL GAIN DISTRIBUTION				P VARIOUS 24,699.	VARIOUS
		SONEN GLOBAL FIXED INC - STCG PROPERTY TYPE: SECURITIES				P VARIOUS 736.	VARIOUS
		SONEN US PUBLIC EQUITY - STCG PROPERTY TYPE: SECURITIES				P VARIOUS 20,026.	VARIOUS
		SONEN US PUBLIC EQUITY - LTCG PROPERTY TYPE: SECURITIES				P VARIOUS 170,226.	VARIOUS
		SONEN US CORE FIXED INC - STCL PROPERTY TYPE: SECURITIES				P VARIOUS -820.	VARIOUS
		SONEN US CORE FIXED INC - LTCL PROPERTY TYPE: SECURITIES				P VARIOUS -14,026.	VARIOUS
		SONEN US PUBLIC EQUITY - LTCL PROPERTY TYPE: SECURITIES				P VARIOUS -495.	VARIOUS
		BEARTOOTH CAPITAL II, LP - LTCL PROPERTY TYPE: SECURITIES				P VARIOUS -416.	VARIOUS
		SONEN GLOBAL PUBLIC EQY - STCG PROPERTY TYPE: SECURITIES				P VARIOUS 34,585.	VARIOUS
		SONEN GLOBAL PUBLIC EQY - LTCG PROPERTY TYPE: SECURITIES				P VARIOUS 86,909.	VARIOUS
		ECOSYSTEM INVESTMENT PARTNERS II LP PROPERTY TYPE: SECURITIES				P VARIOUS 60.	VARIOUS
		TOTAL GAIN (LOSS)				<u>424,182.</u>	

ATTACHMENT 1FORM 990PF, PART I - OTHER INCOME

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
ECOSYSTEM INVESTMENT PARTNERS II, LP	-909.	651.
BEARTOOTH CAPITAL II, LP	33.	42.
SONEN GLOBAL FIXED INCOME FUND	26,616.	26,616.
SONEN GLOBAL PUBLIC EQUITY FUND	-8,029.	-7,736.
SONEN US CORE FIXED INCOME FUND	-2,263.	
LYME FOREST FUND III TE, LP	-17.	
EXCISE TAX REFUND	5,640.	
TOTALS	<u>21,071.</u>	<u>19,573.</u>

ATTACHMENT 2

FORM 990PF, PART I - LEGAL FEES

<u>DESCRIPTION</u>	<u>REVENUE AND EXPENSES PER BOOKS</u>	<u>NET INVESTMENT INCOME</u>	<u>ADJUSTED NET INCOME</u>	<u>CHARITABLE PURPOSES</u>
LEGAL FEE	1,148.			1,148.
TOTALS	<u>1,148.</u>			<u>1,148.</u>

ATTACHMENT 3FORM 990PF, PART I - ACCOUNTING FEES

<u>DESCRIPTION</u>	<u>REVENUE AND EXPENSES PER BOOKS</u>	<u>NET INVESTMENT INCOME</u>	<u>ADJUSTED NET INCOME</u>	<u>CHARITABLE PURPOSES</u>
ACCOUNTING FEE	8,560.	4,280.		4,280.
TOTALS	<u>8,560.</u>	<u>4,280.</u>		<u>4,280.</u>

ATTACHMENT 4FORM 990PF, PART I - OTHER PROFESSIONAL FEES

<u>DESCRIPTION</u>	<u>REVENUE AND EXPENSES PER BOOKS</u>	<u>NET INVESTMENT INCOME</u>	<u>CHARITABLE PURPOSES</u>
CHARITABLE ADVISOR FEES	40,415.		40,415.
INVESTMENT FEES	55,958.	55,958.	
TOTALS	<u>96,373.</u>	<u>55,958.</u>	<u>40,415.</u>

ATTACHMENT 5FORM 990PF, PART I - TAXES

<u>DESCRIPTION</u>	<u>REVENUE AND EXPENSES PER BOOKS</u>	<u>NET INVESTMENT INCOME</u>
EXCISE TAX	11,040.	
FOREIGN TAXES	3,387.	3,387.
TOTALS	<u>14,427.</u>	<u>3,387.</u>

ATTACHMENT 6FORM 990PF, PART I - OTHER EXPENSES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME	CHARITABLE PURPOSES
MEMBERSHIP DUES	800.		800.
STATE FILING FEE	110.		110.
OTHER PORTFOLIO EXPENSES:			
BEARTOOTH CAPITAL II, LP	10.	10.	
THE LYME FOREST FUND III TE LP	1,195.	1,195.	
SONEN GLOBAL FIXED INCOME FUND	4,117.	4,117.	
SONEN GLOBAL PUBLIC EQY FUND	20,760.	20,760.	
SONEN US PUBLIC EQY FUND	5,484.	5,484.	
SONEN US CORE FIXED INC FUND	2,216.	2,216.	
TOTALS	34,692.	33,782.	910.

ATTACHMENT 7FORM 990PF, PART II - OTHER INVESTMENTS

<u>DESCRIPTION</u>	<u>ENDING BOOK VALUE</u>	<u>ENDING FMV</u>
52,958 SHS CREDIT SUISSE COMM	375,095.	318,277.
63,084 SHS PIMCO ALL ASSET FD	673,751.	575,955.
15,184 SHS ROBECO BOSTON PTNRS	316,074.	299,274.
THE LYME FOREST FUND III TE LP	50,664.	66,149.
BEARTOOTH CAPITAL II LP	44,034.	33,827.
SONEN GLOBAL FIXED INC FUND	830,472.	791,512.
SONEN GLOBAL PUBLIC EQUITY FD	2,112,147.	2,325,511.
CLEANTECH EUROPE II (A) LP	99,870.	93,835.
ECOSYSTEM INV PTRS II LP	31,619.	32,882.
AWJ CAPITAL PARTNERS LLC	250,000.	236,126.
MICRO VEST SHORT DURATION FD	100,000.	100,000.
MICROVEST GMG LOCAL CREDIT FD	100,000.	110,176.
RSF SOCIAL INVESTMENT FUND	100,091.	100,091.
TOTALS	<u>5,083,817.</u>	<u>5,083,615.</u>

FORM 990PF, PART VIII - LIST OF OFFICERS, DIRECTORS, AND TRUSTEESATTACHMENT 8

<u>NAME AND ADDRESS</u>	<u>TITLE AND AVERAGE HOURS PER WEEK DEVOTED TO POSITION</u>	<u>COMPENSATION</u>	<u>CONTRIBUTIONS TO EMPLOYEE BENEFIT PLANS</u>	<u>EXPENSE ACCT AND OTHER ALLOWANCES</u>
DR. CHRISTOPHER PAYNE 575 MARKET STREET, STE 3625 SAN FRANCISCO, CA 94105	DIRECTOR & PRESIDENT 1.00	0	0	0
GREGORY PAYNE 575 MARKET STREET, STE 3625 SAN FRANCISCO, CA 94105	DIRECTOR, SECRETARY & TREASURER 1.00	0	0	1,117.
DOUGLAS PAYNE 575 MARKET STREET, STE 3625 SAN FRANCISCO, CA 94105	DIRECTOR 1.00	0	0	1,236.
GRAND TOTALS		0	0	2,353.

FORM 990PF, PART XV - NAME, ADDRESS AND PHONE FOR APPLICATIONS

DR. CHRISTOPHER PAYNE
C/O ROCKEFELLER PHILANTHROPY ADVISORS
575 MARKET STREET, STE 3625
SAN FRANCISCO, CA 94105

FORM 990PF, PART XV - GRANTS AND CONTRIBUTIONS PAID DURING THE YEARATTACHMENT 10

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT		PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
ACE CHARTER SCHOOL 480 MCCREERY AVE SAN JOSE, CA 95116	NONE PC		GENERAL OPERATING SUPPORT	2,000.
ALEARN 186 UNIVERSITY AVE., LOS ALTOS, CA 94022	NONE PC		GENERAL OPERATING SUPPORT	25,000.
AVID CENTER 9246 LIGHTWAVE AVE., STE 200 SAN DIEGO, CA 92123	NONE PC		GENERAL OPERATING SUPPORT	25,000.
CALIFORNIA CHARTER SCHOOLS ASSOCIATION 250 E. 1ST ST., STE 1000 LOS ANGELES, CA 90012	NONE PC		FOR SAN JOSE CHARTER SCHOOL CONSORTIUM	50,000.
CATHOLIC CHARITIES DIOCESE OF RALEIGH 7200 STONEHENG DR., RALEIGH, NC 27613	NONE PC		FOR THE PIEDMONT REGION	6,000.
CATHOLIC CHARITIES OF SANTA CLARA 2625 ZANKER RD., SAN JOSE, CA 95134	NONE PC		GENERAL OPERATING SUPPORT	10,000.

FORM 990FE, PART XV - GRANTS AND CONTRIBUTIONS PAID DURING THE YEARATTACHMENT 10 (CONT'D)

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND		PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
	FOUNDATION STATUS OF RECIPIENT			
CENTER FOR EDUCATION REFORM 4025 BETHESDA AVE., STE 220 BETHESDA, MD 20814	NONE PC		GENERAL OPERATING SUPPORT	1,500.
CENTER FOR PUBLIC INTEGRITY 910 17TH ST N.W., 7TH FL WASHINGTON, DC 20006	NONE PC		GENERAL OPERATING SUPPORT	4,000.
CENTER FOR REPRODUCTIVE RIGHTS 199 WEST ST., NEW YORK, NY 10038	NONE PC		GENERAL OPERATING SUPPORT	10,000.
CITY SCHOOL DISTRICT OF ALBANY 1 ACADEMY PARK ALBANY, NY 12207	NONE PC		FOR SECONDARY TRANSFORMATION PROJECT	15,000.
COLLEGE TRACK 117 BROADWAY ST., OAKLAND, CA 94607	NONE PC		GENERAL OPERATING SUPPORT	10,000.
CONNECTICUT CENTER FOR ARTS & TECHNOLOGY 4 SCIENCE PARK NEW HAVEN, CT 6511	NONE PC		GENERAL OPERATING SUPPORT	2,500.

FORM 990FE, PART XV - GRANTS AND CONTRIBUTIONS PAID DURING THE YEARATTACHMENT 10 (CONT'D)

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT	PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
DOCTORS WITHOUT BORDERS 333 7TH AVE., 2ND FL NEW YORK, NY 10001	NONE PC	GENERAL OPERATING SUPPORT	2,000.
EAST CAROLINA UNIVERSITY EAST 5TH ST., GREENVILLE, NC 27858	NONE PC	FOR COLLABORATIVE TEACHING COMMUNITIES	30,000.
EDUCATION TRUST WEST 1814 FRANKLIN ST., STE 220 OAKLAND, CA 44612	NONE PC	GENERAL OPERATING SUPPORT	15,000.
IVUMED 3269 SOUTH MAIN ST., #230 SALT LAKE CITY, UT 84115	NONE PC	GENERAL OPERATING SUPPORT	2,000.
KENNEDY'S DISEASE ASSOCIATION P.O. BOX 1105 COARSEGOLD, CA 93614	NONE PC	GENERAL OPERATING SUPPORT	5,000.
KIPP BAY AREA SCHOOLS 426 17TH ST., #200 OAKLAND, CA 94612	NONE PC	GENERAL OPERATING SUPPORT	2,500.

FORM 990PE, PART XV - GRANTS AND CONTRIBUTIONS PAID DURING THE YEARATTACHMENT 10 (CONT'D)

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND		PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
	FOUNDATION STATUS OF RECIPIENT			
KRAUSE CENTER FOR INNOVATION 12345 EL MONTE RD., LOS ALTOS HILLS, CA 94022	NONE PC		GENERAL OPERATING SUPPORT	12,500.
NORTH CAROLINA SCHOOL OF SCIENCE AND MATHEMATICS 1219 BROAD ST., DURHAM, NC 27705	NONE PC		ENCSTEM RESIDENTIAL PROGRAM	18,480.
NORTH CAROLINA STATE UNIVERSITY 2200 HILLSBOROUGH RALEIGH, NC 27695	NONE PC		GENERAL OPERATING SUPPORT FOR RURAL EDUCATION PROJECTS	15,000.
PARENT INSTITUTE FOR QUALITY EDUCATION 22 WEST 35TH ST., #201 NATIONAL CITY, CA 91950	NONE PC		GENERAL OPERATING SUPPORT	10,000.
PEOPLE ACTING IN COMMUNITY TOGETHER, INC. 1100 SHASTA AVE., SAN JOSE, CA 95126	NONE PC		GENERAL OPERATING SUPPORT	8,000.
PHOENIX HOUSE OF NEW YORK 164 W 7TH ST., NEW YORK, NY 10023	NONE PC		GENERAL OPERATING SUPPORT FOR THE PHOENIX HOUSE ACADEMY OF WESTCHESTER	2,500.

FORM 990PE, PART XV - GRANTS AND CONTRIBUTIONS PAID DURING THE YEARATTACHMENT 10 (CONT'D)

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT		PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
PRESERVATION DURHAM 3001 ACADEMY RD., STE 130 DURHAM, NC 27707	NONE PC		GENERAL OPERATING SUPPORT	1,000.
SECOND HARVEST FOOD BANK 1051 BING ST., SAN CARLOS, CA 94070	NONE PC		GENERAL OPERATING SUPPORT	2,500.
TEACH FOR AMERICA EASTERN N.C. 324 BLACKWELL ST., BAY II, STE 1160 DURHAM, NC 27701	NONE PC		GENERAL OPERATING SUPPORT	25,000.
UPPER HUDSON PLANNED PARENTHOOD 855 CENTRAL AVE., ALBANY, NY 12206	NONE PC		GENERAL OPERATING SUPPORT	5,000.
VANDERBILT UNIVERSITY SCHOOL OF MEDICINE 1211 MEDICAL CENTER DR., NASHVILLE, TN 37232	NONE PC		GENERAL OPERATING SUPPORT	10,000.
VOLUNTEERS IN ASIA 1663 MISSION ST., #504 SAN FRANCISCO, CA 94103	NONE PC		FOR PROGRAMS IN INDONESIA	10,000.

FORM 990FE, PART XV - GRANTS AND CONTRIBUTIONS PAID DURING THE YEARATTACHMENT 10 (CONT'D)

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT	PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
WATERVLIET SCHOOL DISTRICT AVENUE A WATERVLIET, NY 12189	NONE PC	FOR THE PIVOT PROGRAM	2,000.
WEST VIRGINIA UNIVERSITY FOUNDATION P.O. BOX 1650 MORGANTOWN, WV 26507	NONE PC	RURAL TEACHER PIPELINE	46,517.
WORLDWIDE FISTULA FUND 1036 DAUTEL LN., ST LOUIS, MO 63416	NONE PC	GENERAL OPERATING SUPPORT	5,000.

TOTAL CONTRIBUTIONS PAID390,997.

FORM 990-PF, PART XVI-A - ANALYSIS OF OTHER REVENUEATTACHMENT 11

<u>DESCRIPTION</u>	<u>BUSINESS CODE</u>	<u>AMOUNT</u>	<u>EXCLUSION CODE</u>	<u>AMOUNT</u>	<u>RELATED OR EXEMPT FUNCTION INCOME</u>
ECOSYSTEM INVESTMENT PARTNERS II, LP					
BEARTHOOOTH CAPITAL II, LP			01	-909.	
SONEN GLOBAL FIXED INCOME FUND			01	33.	
SONEN GLOBAL PUBLIC EQUITY FUND			01	26,616.	
SONEN US CORE FIXED INCOME FUND			01	-8,029.	
LYME FOREST FUND III TE, LP			01	-2,263.	
EXCISE TAX REFUND			01	-17.	
			01	5,640.	

TOTALS21,071.