efile GRAPHIC print - DO NOT PROCESS | As Filed Data - | DLN: 93491317020795

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 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
MITCHELL KAPOR FOUNDATION
DBA KAPOR CENTER FOR SOCIAL IMPACT

A Employer identification number
94-3330604

Number and street (or P O box number if mail is not delivered to street address) Room/suite
2201 BROADWAY NO 727

B Telephone number (see instructions)
(510) 255-4650

City or town, state or province, country, and ZIP or foreign postal code
OAKLAND, CA 94612

C If exemption application is pending, check here ▶ ☐

G Check all that apply ☐ Initial return ☐ Initial return of a former public charity
☐ Final return ☐ Amended return
☐ Address change ☐ Name change

D 1. Foreign organizations, check here ▶ ☐
2. Foreign organizations meeting the 85% test, check here and attach computation ▶ ☐
E If private foundation status was terminated under section 507(b)(1)(A), check here ▶ ☐

H Check type of organization ☑ Section 501(c)(3) exempt private foundation
☐ Section 4947(a)(1) nonexempt charitable trust ☐ Other taxable private foundation

I Fair market value of all assets at end of year *(from Part II, col. (c), line 16)* ▶$ 44,524,174

J Accounting method ☐ Cash ☑ Accrual
☐ Other (specify)
(Part I, column (d) must be on cash basis.)

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)	8,792,706			
	2	Check ▶ ☐ if the foundation is **not** required to attach Sch B				
	3	Interest on savings and temporary cash investments	467	467		
	4	Dividends and interest from securities		59,799		
	5a	Gross rents				
	b	Net rental income or (loss)				
	6a	Net gain or (loss) from sale of assets not on line 10	177,420			
	b	Gross sales price for all assets on line 6a 11,245,718				
	7	Capital gain net income (from Part IV, line 2)		7,574,547		
	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)	1,073	36,405		
	12	**Total.** Add lines 1 through 11	8,971,666	7,671,218		
Operating and Administrative Expenses	13	Compensation of officers, directors, trustees, etc	187,167	18,717		168,451
	14	Other employee salaries and wages	433,589	43,359		390,231
	15	Pension plans, employee benefits	98,691	9,869		88,822
	16a	Legal fees (attach schedule)	3,706	0		3,706
	b	Accounting fees (attach schedule)	31,100	0		31,100
	c	Other professional fees (attach schedule)	476,301	0		476,301
	17	Interest				
	18	Taxes (attach schedule) (see instructions)	200,865	0		0
	19	Depreciation (attach schedule) and depletion	3,022	0		
	20	Occupancy	87,418	8,742		78,676
	21	Travel, conferences, and meetings	69,633	0		69,633
	22	Printing and publications				
	23	Other expenses (attach schedule)	652,681	589,063		276,973
	24	**Total operating and administrative expenses.** Add lines 13 through 23	2,244,173	669,750		1,583,893
	25	Contributions, gifts, grants paid	4,735,109			4,582,759
	26	**Total expenses and disbursements.** Add lines 24 and 25	6,979,282	669,750		6,166,652
	27	Subtract line 26 from line 12				
	a	**Excess of revenue over expenses and disbursements**	1,992,384			
	b	**Net investment income** (if negative, enter -0-)		7,001,468		
	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 (a) Book Value	End of year (b) Book Value	(c) Fair Market Value
Assets 1	Cash—non-interest-bearing	197,727	261,461	261,461
2	Savings and temporary cash investments	3,072,074	6,932,544	6,932,544
3	Accounts receivable ▶ 60,472			
	Less allowance for doubtful accounts ▶	24,748	60,472	60,472
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	101,065	11,014	11,014
10a	Investments—U S and state government obligations (attach schedule)			
b	Investments—corporate stock (attach schedule)	402,575	2,105,940	2,105,940
c	Investments—corporate bonds (attach schedule)			
11	Investments—land, buildings, and equipment basis ▶			
	Less accumulated depreciation (attach schedule) ▶	2,550,000		
12	Investments—mortgage loans			
13	Investments—other (attach schedule)	33,573,944	35,139,308	35,139,308
14	Land, buildings, and equipment basis ▶ 18,600			
	Less accumulated depreciation (attach schedule) ▶ 11,505	2,472	7,095	7,095
15	Other assets (describe ▶)	6,310	6,340	6,340
16	**Total assets** (to be completed by all filers—see the instructions Also, see page 1, item I)	39,930,915	44,524,174	44,524,174
Liabilities 17	Accounts payable and accrued expenses	489,481	538,123	
18	Grants payable	12,430	5,000	
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 ▶)	261,794	378,257	
23	**Total liabilities** (add lines 17 through 22)	763,705	921,380	
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	39,167,210	43,602,794	
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)	39,167,210	43,602,794	
31	**Total liabilities and net assets/fund balances** (see instructions)	39,930,915	44,524,174	

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	39,167,210
2	Enter amount from Part I, line 27a	2	1,992,384
3	Other increases not included in line 2 (itemize) ▶	3	2,443,200
4	Add lines 1, 2, and 3	4	43,602,794
5	Decreases not included in line 2 (itemize) ▶	5	0
6	Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30	6	43,602,794

Part IV Capital Gains and Losses for Tax on Investment Income

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

	(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
a	See Additional Data Table			
b				
c				
d				
e				

	Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col (h) gain minus col (k), but not less than -0-) **or** Losses (from col (h))
	(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
a	See Additional Data Table			
b				
c				
d				
e				

2	Capital gain net income or (net capital loss) { If gain, also enter in Part I, line 7 / If (loss), enter -0- in Part I, line 7 }	2	7,574,547
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	3,317,792	37,914,643	0 087507
2012	5,013,208	35,865,128	0 139779
2011	5,215,435	38,613,230	0 135069
2010	5,125,339	41,885,145	0 122367
2009	5,209,981	44,272,701	0 117679

2	**Total** of line 1, column (d).	2	0 602401
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 120480
4	Enter the net value of noncharitable-use assets for 2014 from Part X, line 5.	4	40,842,503
5	Multiply line 4 by line 3.	5	4,920,705
6	Enter 1% of net investment income (1% of Part I, line 27b).	6	70,015
7	Add lines 5 and 6.	7	4,990,720
8	Enter qualifying distributions from Part XII, line 4.	8	6,166,652

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

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

1a	Exempt operating foundations described in section 4940(d)(2), check here ▶ ☐ 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 ▶ ☑ and enter 1% of Part I, line 27b			1	70,015
c	All other domestic foundations enter 2% of line 27b Exempt foreign organizations enter 4% of Part I, line 12, col (b)				
2	Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)			2	0
3	Add lines 1 and 2			3	70,015
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	70,015
6	Credits/Payments				
a	2014 estimated tax payments and 2013 overpayment credited to 2014	6a	17,175		
b	Exempt foreign organizations—tax withheld at source	6b			
c	Tax paid with application for extension of time to file (Form 8868)	6c	33,000		
d	Backup withholding erroneously withheld	6d			
7	Total credits and payments Add lines 6a through 6d			7	50,175
8	Enter any **penalty** for underpayment of estimated tax Check here ☑ if Form 2220 is attached			8	987
9	**Tax due.** If the total of lines 5 and 8 is more than line 7, enter **amount owed** ▶			9	20,827
10	**Overpayment.** If line 7 is more than the total of lines 5 and 8, enter the **amount overpaid** ▶			10	
11	Enter the amount of line 10 to be **Credited to 2015 estimated tax** ▶ **Refunded** ▶			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?	1a		No
b	Did it spend more than $100 during the year (either directly or indirectly) for political purposes (see Instructions for definition)?	1b		No
	*If the answer is "Yes" to **1a** or **1b**, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities.*			
c	Did the foundation file **Form 1120-POL** for this year?	1c		No
d	Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year **(1)** On the foundation ▶ $ 0 **(2)** On foundation managers ▶ $ 0			
e	Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers ▶ $ 0			
2	Has the foundation engaged in any activities that have not previously been reported to the IRS?	2		No
	If "Yes," attach a detailed description of the activities.			
3	Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? *If "Yes," attach a conformed copy of the changes*	3		No
4a	Did the foundation have unrelated business gross income of $1,000 or more during the year?	4a		No
b	If "Yes," has it filed a tax return on **Form 990-T** for this year?	4b		
5	Was there a liquidation, termination, dissolution, or substantial contraction during the year?	5		No
	If "Yes," attach the statement required by General Instruction T.			
6	Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	6	Yes	
7	Did the foundation have at least $5,000 in assets at any time during the year? *If "Yes," complete Part II, col. (c), and Part XV.*	7	Yes	
8a	Enter the states to which the foundation reports or with which it is registered (see instructions) ▶ CA			
b	If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by General Instruction G? *If "No," attach explanation*	8b	Yes	
9	Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 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		No
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application?	13	Yes	

Website address ▶WWW MKF ORG

14 The books are in care of ▶MARK WAGNER Telephone no ▶(510) 255-4650

Located at ▶2201 BROADWAY SUITE 727 OAKLAND CA ZIP+4 ▶94612

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 |

			Yes	No
16	At any time during calendar year 2014, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country?	16		No
	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 ▶			

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

			Yes	No
	File Form 4720 if any item is checked in the "Yes" column, unless an exception applies.			
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)?	1b		No
	Organizations relying on a current notice regarding disaster assistance check here. ▶ ☐			
c	Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2014?	1c		No
2	Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5))			
a	At the end of tax year 2014, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2014? ☐ **Yes** ☑ **No**			
	If "Yes," list the years ▶ 20____ , 20____ , 20____ , 20____			
b	Are there any years listed in 2a for which the foundation is **not** applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to **all** years listed, answer "No" and attach statement—see instructions)	2b		
c	If the provisions of section 4942(a)(2) are being applied to **any** of the years listed in 2a, list the years here ▶ 20____ , 20____ , 20____ , 20____			
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? ☐ **Yes** ☑ **No**			
b	If "Yes," did it have excess business holdings in 2014 as a result of **(1)** any purchase by the foundation or disqualified persons after May 26, 1969, **(2)** the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest, or **(3)** the lapse of the 10-, 15-, or 20-year first phase holding period? *(Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2014.)*	3b		
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a		No
b	Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2014?	4b		No

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

5a	During the year did the foundation pay or incur any amount to			
	(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))? ☐ Yes ☑ No			
	(2) Influence the outcome of any specific public election (see section 4955), or to carry on, directly or indirectly, any voter registration drive? ☐ Yes ☑ No			
	(3) Provide a grant to an individual for travel, study, or other similar purposes? ☑ Yes ☐ No			
	(4) Provide a grant to an organization other than a charitable, etc , organization described in section 4945(d)(4)(A)? (see instructions) ☐ Yes ☑ No			
	(5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals? ☐ Yes ☑ No			
b	If any answer is "Yes" to 5a(1)–(5), did **any** of the transactions fail to qualify under the exceptions described in Regulations section 53 4945 or in a current notice regarding disaster assistance (see instructions)?	**5b**		**No**
	Organizations relying on a current notice regarding disaster assistance check here ▶ ☐			
c	If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant? ☐ Yes ☐ No			
	If "Yes," attach the statement required by Regulations section 53.4945–5(d).			
6a	Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract? ☐ Yes ☑ No			
b	Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract?	**6b**		**No**
	If "Yes" to 6b, file Form 8870.			
7a	At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction? ☐ Yes ☑ No			
b	If yes, did the foundation receive any proceeds or have any net income attributable to the transaction?	**7b**		

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

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

(a) Name and address	**(b)** Title, and average hours per week devoted to position	**(c)** Compensation **(If not paid, enter -0-)**	**(d)** Contributions to employee benefit plans and deferred compensation	**(e)** Expense account, other allowances
MITCHELL D KAPOR 2201 BROADWAY SUITE 727 OAKLAND, CA 94612	DIRECTOR 2 00	0	0	0
FREADA KAPOR-KLEIN 2201 BROADWAY SUITE 727 OAKLAND, CA 94612	DIRECTOR 2 00	0	0	0
CEDRIC BROWN 2201 BROADWAY SUITE 727 OAKLAND, CA 94612	CEO 40 00	140,402	10,259	5,923

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
JENNIFER ARQUELLO 2201 BROADWAY SUITE 727 OAKLAND, CA 94612	SENIOR TECHNOLOGY OF 40 00	114,716	7,410	1,505
TIFFANY PRICE 2201 BROADWAY SUITE 727 OAKLAND, CA 94612	COMMUNITY OFFICER 40 00	86,835	5,979	3,524
JUSTIN DAVIS 2201 BROADWAY SUITE 727 OAKLAND, CA 94612	PROGRAM OFFICER 40 00	85,118	5,430	3,249
MARIO LUGAY 2201 BROADWAY SUITE 727 OAKLAND, CA 94612	PROGRAM OFFICER 40 00	74,503	4,909	2,724

Total number of other employees paid over $50,000 ▶ 0

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
KAPOR ENTERPRISES INC 2201 BROADWAY SUITE 725 OAKLAND,CA 94612	BACK OFFICE SUPPORT	386,808
THE RABEN GROUP 1640 RHODE ISLAND AVE NW SUITE 600 WASHINGTON DC,DC 20036	PUBLIC RELATIONS	51,177
Total number of others receiving over $50,000 for professional services. . . . . ▶		0

Part IX-A **Summary of Direct Charitable Activities**

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

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

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

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

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc , purposes		
a	Average monthly fair market value of securities	1a	1,706,802
b	Average of monthly cash balances	1b	4,731,903
c	Fair market value of all other assets (see instructions)	1c	35,025,765
d	**Total** (add lines 1a, b, and c)	1d	41,464,470
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation) — 1e: 0		
2	Acquisition indebtedness applicable to line 1 assets	2	0
3	Subtract line 2 from line 1d	3	41,464,470
4	Cash deemed held for charitable activities Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	621,967
5	**Net value of noncharitable-use assets.** Subtract line 4 from line 3 Enter here and on Part V, line 4	5	40,842,503
6	**Minimum investment return.** Enter 5% of line 5	6	2,042,125

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	2,042,125
2a	Tax on investment income for 2014 from Part VI, line 5 — 2a: 70,015		
b	Income tax for 2014 (This does not include the tax from Part VI) — 2b:		
c	Add lines 2a and 2b	2c	70,015
3	Distributable amount before adjustments Subtract line 2c from line 1	3	1,972,110
4	Recoveries of amounts treated as qualifying distributions	4	0
5	Add lines 3 and 4	5	1,972,110
6	Deduction from distributable amount (see instructions)	6	0
7	**Distributable amount** as adjusted Subtract line 6 from line 5 Enter here and on Part XIII, line 1	7	1,972,110

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	6,166,652
b	Program-related investments—total from Part IX-B	1b	0
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc , purposes	2	
3	Amounts set aside for specific charitable projects that satisfy the		
a	Suitability test (prior IRS approval required)	3a	
b	Cash distribution test (attach the required schedule)	3b	
4	**Qualifying distributions.** Add lines 1a through 3b Enter here and on Part V, line 8, and Part XIII, line 4	4	6,166,652
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	70,015
6	**Adjusted qualifying distributions.** Subtract line 5 from line 4	6	6,096,637

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				1,972,110
2 Undistributed income, if any, as of the end of 2014				
a Enter amount for 2013 only.			0	
b Total for prior years 20___, 20___, 20___		0		
3 Excess distributions carryover, if any, to 2014				
a From 2009. 2,996,346				
b From 2010. 3,031,082				
c From 2011. 3,285,635				
d From 2012. 3,219,952				
e From 2013. 1,488,925				
f **Total** of lines 3a through e.	14,021,940			
4 Qualifying distributions for 2014 from Part XII, line 4 ▶ $ 6,166,652				
a Applied to 2013, but not more than line 2a			0	
b Applied to undistributed income of prior years (Election required—see instructions).		0		
c Treated as distributions out of corpus (Election required—see instructions).	0			
d Applied to 2014 distributable amount.				1,972,110
e Remaining amount distributed out of corpus	4,194,542			
5 Excess distributions carryover applied to 2014 *(If an amount appears in column (d), the same amount must be shown in column (a).)*	0			0
6 **Enter the net total of each column as indicated below:**				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5	18,216,482			
b Prior years' undistributed income Subtract line 4b from line 2b		0		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed.		0		
d Subtract line 6c from line 6b Taxable amount —see instructions		0		
e Undistributed income for 2013 Subtract line 4a from line 2a Taxable amount—see instructions			0	
f Undistributed income for 2014 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2015				0
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (Election may be required - see instructions)	0			
8 Excess distributions carryover from 2009 not applied on line 5 or line 7 (see instructions) . . .	2,996,346			
9 **Excess distributions carryover to 2015.** Subtract lines 7 and 8 from line 6a	15,220,136			
10 Analysis of line 9				
a Excess from 2010. . . . 3,031,082				
b Excess from 2011. . . . 3,285,635				
c Excess from 2012. . . . 3,219,952				
d Excess from 2013. . . . 1,488,925				
e Excess from 2014. . . . 4,194,542				

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

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

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

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

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

1 Information Regarding Foundation Managers:

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

See Additional Data Table

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

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

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

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

APPLICATIONS ACCEPTED ONLINE ONLY
2201 BROADWAY SUITE 727
OAKLAND,CA 94612
(510) 255-4650

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

WE HAVE A PAPER-FREE PROCESS, SO ALL GRANT REQUESTS MUST BE SUBMITTED USING OUR ONLINE APPLICATION APPLICANTS MUST HAVE A CONVERSATION WITH THE APPROPRIATE FOUNDATION STAFF BEFORE SUBMITTING A GRANT REQUEST WE USUALLY FOLLOW UP WITH A PHONE CALL OR SITE VISIT TO ORGANIZATIONS WE ARE INTERESTED IN SUPPORTING BEFORE MAKING A RECOMMENDATION TO OUR BOARD, WHICH MEETS REGULARLY TO CONSIDER GRANT RECOMMENDATIONS WE ARE PARTICULARLY INTERESTED IN WORKING WITH ORGANIZATIONS THAT HAVE A RACIAL JUSTICE ANALYSIS AND AN INTEGRATED USE OF INFORMATION TECHNOLOGY CONSIDERATIONS INCLUDE LEADERSHIP/CONSTITUENCY OF AND FOCUS ON LOW-INCOME COMMUNITIES OF COLOR, APPROPRIATE DIVERSE REPRESENTATION ON STAFF AND BOARD, APPROPRIATE USE OF AVAILABLE INFORMATION TECHNOLOGY TO FURTHER MISSION, REACH, AND EFFICIENCY, AND BASED IN THE SAN FRANCISCO BAY AREA, PREFERRED BUT NOT REQUIRED

c Any submission deadlines

ONGOING

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

IN ORDER TO BE ELIGIBLE FOR A GRANT FROM THE KAPOR FOUNDATION, AN ORGANIZATION MUST HAVE IRS 501(C)(3) STATUS AND BE CLASSIFIED AS "NOT A PRIVATE FOUNDATION" UNDER SECTION 509(A), OR HAVE A SIMILARLY QUALIFIED FISCAL SPONSOR THE FOUNDATION NEVER FUNDS INDIVIDUALS FOR PERSONAL PROJECTS, AND RARELY FUNDS (1) ORGANIZATIONS THAT ARE NOT QUALIFIED CHARITIES WITH IRS 501(C)(3) STATUS OR THAT DO NOT HAVE A SIMILARLY QUALIFIED FISCAL SPONSOR SUPPORTING ORGANIZATIONS GENERALLY DO NOT QUALIFY FOR OUR GRANTS, (2) ACADEMIC RESEARCH NOT RELATED TO OR SUPPORTIVE OF OTHER ONGOING FOUNDATION INTERESTS, OR THAT DOES NOT HAVE PRACTICAL APPLICATIONS WHICH HELP OUR TARGET POPULATIONS, (3) SPECIAL-EVENT FUNDRAISING ACTIVITIES, OR (4) PROGRAMS THAT DO NOT ADDRESS OUR INTEREST AREAS

Part XV Supplementary Information (continued)

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

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a *Paid during the year*				
See Additional Data Table				
Total . . . . ▶ **3a**				4,582,759
b *Approved for future payment*				
Total . . . . ▶ **3b**				0

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated	Unrelated business income (a) Business code	Unrelated business income (b) Amount	Excluded by section 512, 513, or 514 (c) Exclusion code	Excluded by section 512, 513, or 514 (d) Amount	(e) Related or exempt function income (See instructions)
1 Program service revenue					
a					
b					
c					
d					
e					
f					
g Fees and contracts from government agencies					
2 Membership dues and assessments					
3 Interest on savings and temporary cash investments			14	467	
4 Dividends and interest from securities					
5 Net rental income or (loss) from real estate					
a Debt-financed property					
b Not debt-financed property					
6 Net rental income or (loss) from personal property					
7 Other investment income	900099				
8 Gain or (loss) from sales of assets other than inventory			18	177,420	
9 Net income or (loss) from special events					
10 Gross profit or (loss) from sales of inventory					
11 Other revenue a EVENT INCOME			01	1,073	
b					
c					
d					
e					
12 Subtotal Add columns (b), (d), and (e)		0		178,960	0

13 Total. Add line 12, columns (b), (d), and (e) **13** 178,960

(See worksheet in line 13 instructions to verify calculations)

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)

Part XVII Information Regarding Transfers To and Transactions and Relationships With Noncharitable Exempt Organizations

		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)		No
(2) Other assets.	1a(2)		No
b Other transactions			
(1) Sales of assets to a noncharitable exempt organization.	1b(1)		No
(2) Purchases of assets from a noncharitable exempt organization.	1b(2)		No
(3) Rental of facilities, equipment, or other assets.	1b(3)		No
(4) Reimbursement arrangements.	1b(4)		No
(5) Loans or loan guarantees.	1b(5)		No
(6) Performance of services or membership or fundraising solicitations.	1b(6)		No
c Sharing of facilities, equipment, mailing lists, other assets, or paid employees.	1c		No

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

(a) Line No	**(b)** Amount involved	**(c)** Name of noncharitable exempt organization	**(d)** Description of transfers, transactions, and sharing arrangements

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

b If "Yes," complete the following schedule

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

Sign Here

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

******	2015-11-12	******
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

Print/Type preparer's name	Preparer's Signature	Date	Check if self-employed ▶ ☐	PTIN
MAGA E KISRIEV				P01008919

Firm's name ▶ HOOD & STRONG LLP

Firm's EIN ▶ 94-1254756

Firm's address ▶ 100 FIRST STREET 14TH FLOOR SAN FRANCISCO, CA 94105

Phone no (415) 781-0793

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

(a) List and describe the kind(s) of property sold (e g , real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co)	**(b)** How acquired P—Purchase D—Donation	**(c)** Date acquired (mo , day, yr)	**(d)** Date sold (mo , day, yr)
CAPITAL GAIN FROM PASSTHROUGHS	P	2014-01-01	2014-12-31
GENERATION IM FUND PLC	P	2014-01-01	2014-12-31
CAPRICORN INVESTMENT GROUP	P	2014-01-01	2014-12-31
GENERATION ASIA	P	2014-01-01	2014-12-31
HONOLUA RIDGE, LOT 23	P	2014-01-01	2014-12-31
TWITTER	D	2014-01-01	2014-12-31

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

(e) Gross sales price	**(f)** Depreciation allowed (or allowable)	**(g)** Cost or other basis plus expense of sale	**(h)** Gain or (loss) (e) plus (f) minus (g)
1,548,292		259,230	1,289,062
115,288		54,508	60,780
900,000		705,194	194,806
22,358		17,676	4,682
2,429,642		2,522,429	-92,787
6,230,138		112,134	6,118,004

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

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			**(l)** Gains (Col (h) gain minus col (k), but not less than -0-) **or** Losses (from col (h))
(i) F M V as of 12/31/69	**(j)** Adjusted basis as of 12/31/69	**(k)** Excess of col (i) over col (j), if any	
			1,289,062
			60,780
			194,806
			4,682
			-92,787
			6,118,004

Form 990PF Part XV Line 1a - 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).

MITCHELL D KAPOR
FREADA KAPOR-KLEIN

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

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a *Paid during the year*				
APEN 426 17TH STREET SUITE 500 OAKLAND, CA 94612		PC	2014 GRANT	1,000
ATHLETIC SCHOLAR ADVANCEMENT PROGRAM 3750 18TH STREET SAN FRANCISCO, CA 94114		PC	2014 COLLEGE BDBROHOOD	20,000
BAY VIEW ASSOCIATION FOR YOUTH 1201 MENDELL STREET SAN FRANCISCO, CA 94124		PC	2014 COLLEGE BDBROHOOD	20,000
BETHANY CHRISTIAN SERVICES 901 EASTERN AVE NE PO BOX 294 GRAND RAPIDS, MI 49503		PC	GRANT FOR SF BAY AREA OFFICE OF BETHANY CHRISTIAN SERVICES	2,500
CAMELBACK VENTURES INC 643 MAGAZINE STREET SUITE 206 NEW ORLEANS, LA 70130		PC	GRANT AGREEMENT PERIOD 10/15/14 - 9/30/15	250,000
CEL EDUCATION FUND 2150 ALLSTON WAY SUITE 360 BERKELEY, CA 94704		PC	DIVERSIFYING TECH - LATINO STARTUP ALLIANCE INITIATIVE	50,000
CENTER FOR MEDIA CHANGE 733 44TH STREET OAKLAND, CA 94609		PC	HACK THE HOOD'S ESSENCE FEST/YWC PARTICIPATION	7,500
CHABOT LAS POSITAS COMMUNITY COLLEGE DIST 7600 DUBLIN BOULEVARD 3RD FLOOR DUBLIN, CA 94568		PC	FOR STRIVING BLACK BROTHERS 2014 COLLEGE BOUND BROTHERHOOD	10,000
CHICANA FOUNDATION OF NORTHERN CALIFORNIA 1419 BURLINGAME AVE SUITE W2 BURLINGAME, CA 94010		PC	GRANT TO CLF	1,250
CODE 2040 901 MISSION STREET SAN FRANCISCO, CA 94103		PC	JENNIFER ARGUELLO ADVISORY COUNCIL	10,000
CODE FOR AMERICA 155 9TH STREET SAN FRANCISCO, CA 94103		PC	TO SUPPORT DR DAYNA LONG (FIND) & OPEN REFERRAL PROJECT, OPEN OAKLAND'S CIVIC-USER TESTING PROGRAM & EQUITY ASSESMENT TOOL	35,000
EAST BAY COLLEGE FUND 2030 FRANKLIN ST 210 OAKLAND, CA 94612		PC	2014 COLLEGE BDBROHOOD	20,000
EAST OAKLAND YOUTH DEVELOPMENT CENTER 8200 INTERNATIONAL BLVD OAKLAND, CA 94621		PC	2014 COLLEGE BDBROHOOD	20,000
FUND FOR PHILADELPHIA 1515 ARCH ST 12 PHILADELPHIA, PA 19102		PC	TO SUPPORT FRONTLINES SOLUTIONS ' A GATHERING OF LEADERS"	23,000
FUND FOR THE CITY OF NEW YORK INC 121 AVENUE OF THE AMERICAS 6 NEW YORK, NY 10013		PC	THE NEW AMERICAN LEADERS PROJECT	2,000
Total . . . . ▶ **3a**				4,582,759

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

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a *Paid during the year*				
GOLDEN GATE AUDUBON SOCIETY 2530 SAN PABLO AVE G BERKELEY, CA 94702		PC	SUPPORT OUTDOOR AFRO 2014	10,000
JAMES MOREHOUSE PROJECT 540 ASHBURY AVENUE EL CERRITO, CA 94530		PC	2014 COLLEGE BDBROHOOD, CHECK REC'D FROM YMCA (FISCAL SPONSOR)	4,050
LAKE MERRITT UPTOWN DISTRICT ASSOC 388 19TH ST OAKLAND, CA 94612		PC	2014 PARTNERSHIP 2 OAKLAND	30,000
LEVEL PLAYING FIELD INSTITUTE 2201 BROADWAY SUITE 101 OAKLAND, CA 94612		PC	SAN LEANDRO HACKATHON, ESSENCE FEST/YWC PARTICIPATION	17,500
MANAGEMENT LEADERSHIP FOR TOMORROW 15 MAIDEN LN STE 900 NEW YORK, NY 100385118		PC	KAPOR CENTER FELLOWS CANDIDATE DEVELOPMENT	20,000
MARCUS A FOSTER EDUCATION FUND 8301 EDGEWATER DRIVE SUITE 203 OAKLAND, CA 94621		PC	TO SUPPORT CB BROTHERHOOD	550,000
NEW ORLEANS START UP FUND 365 CANAL STREET SUITE 2300 NEW ORLEANS, LA 70130		PC	CAMELBACK VENTURE'S CAPACITY BUILDING	20,000
OPEN'HOOD INC 1904 FRANKLIN STREET SUITE 800 OAKLAND, CA 94612		PC	GRANT FOR OPEN'HOOD FOR THE OAKLAND POLICE PROJECT 10/15/14-9/30/15	30,000
PARENTS CONNETED PO BOX 4332 WASHINGTON, DC 20001		PC	2014 COLLEGE BDBROHOOD	50,000
PARTNERSHIP FOR PUBLIC SERVICE 1100 NEW YORK NW SUITE 200 EAST WASHINGTON, DC 20005		PC	FOR OSTP FELLOW	97,000
RON BROWN SCHOLAR FUND 1160 PEPSI PLACE SUITE 206 CHARLOTTESVILLE, VA 22901		PC	HIDDEN GENIUS PROJECT'S ESSENCE FEST/YWC PARTICIPATION	7,500
SAN FRANCISCO FOUNDATION 1 EMBARCADERO CENTER 1400 SAN FRANCISCO, CA 94111		PC	GRANT TO LEVEL PLAYING FIELD INSTITUTE, 2015 LPFI ALLOCATION, BALANCE LEFT AFTER PAYING 1% FEE ON THE $750K TRANSFER TO LPFI ON 06/09/14, 1% FEE ON THE $750K GIFT TRANSFERRED ON 06/09/14	2,585,500
SOCIAL AND ENVIRONMENTAL ENTREPRENEURS 23532 CALABASAS ROAD STE A CALABASSAS, CA 91302		PC	2014 GRANT	1,250
STANFORD ALUMNI ASSOCIATION C/O JAMES JORDAN 326 GALVEZ STREET STANFORD, CA 94305		PC	SUPPORT FOR BLACK ALUMNI DAY 1/31/2014	2,500
STUDENT PROGRAM FOR A & ATRANSITIONING 517 22ND STREET UPPER SUITE OAKLAND, CA 94612		PC	2014 COLLEGE BDBROHOOD	75,000
Total . . . . ▶ 3a				4,582,759

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

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a *Paid during the year*				
THE AMERICAN PROSPECT 1710 RHODE ISLAND AVENUE NW 12TH FLOOR WASHINGTON,DC 20036		PC	FOR GENERAL SUPPORT	1,000
THE ANDREW GOODMAN FOUNDATION PO BOX 394 MAHWAH,NJ 07430		PC	2014 GRANT	500
THE MENTORING CENTER 672 13TH STREET OAKLAND,CA 94612		PC	BLACK GIRLS CODE'S ESSENCE FEST/YWC PARTICIPATION	7,500
THIRD NEW SECTOR OF NEW ENGLAND 89 SOUTH ST 700 BOSTON,MA 02111		PC	2014 GRANT FOR RESOURCE GENERATION	1,000
TIDES CENTER PO BOX 29907 SAN FRANCISCO,CA 941290907		PC	2014 PLATFORM CONFERENCE EXPENSES (11/20/14 -12/31/14), 2014 PLATFORM SUMMIT (8/15/14 -11/15/14)	100,000
TIDES FOUNDATION PO BOX 29198 SAN FRANCISCO,CA 94129		PC	FOR CODE FOR PROGRESS GENERAL SUPPORT	25,000
UC BERKELEY FOUNDATION 2080 ADDISON ST 4200 BERKELEY,CA 94720		PC	2014 PARTNERSHIP - BERKELEY SCIENCE NETWORK, HANSOO LEE FELLOWSHIP MEMORIAL FUND (FM833100), KAPOR SSTRAD - 12/1/14 - 4/30/15	310,000
VILLAGE CAPITAL 700 E GATE DR 310 MT LAUREL,NJ 08054		PC	GRANT AGREEMENT 8/20/14 - 06/30/15 (LOAN REPAYMENT FOR ULILI ONOVAKPURI)	12,000
VOTO LATINO 1710 RHODE ISLAND AVE NW STE 600 WASHINGTON,DC 20036		PC	VL'S NEW TECH WORK, INNOVATORS CHALLENGE & POWER SUMMIT	30,000
WEST CONTRA COSTA PUBLIC EDUCATION FUND 217C W RICHMOND AVE RICHMOND,CA 94801		PC	2015 COLLEGE BDBROHOOD	10,000
WORLD WIDE WORKSHOP FOUNDATION 113 W 78TH ST SUITE 3 NEW YORK,NY 10024		PC	GLOBALORIA PROJECT	1,000
YMCA OF SAN FRANCISCO 169 STEUART ST SAN FRANCISCO,CA 94105		PC	DIVERSIFYING TECH - CAMP CODE PROGRAM	13,000
YOUNG SCHOLARS PROGRAM 22284 MONTGOMERY STREET A HAYWARD,CA 94541		PC	2014 COLLEGE BDBROHOOD	75,000
YOUTH RADIO 1701 BROADWAY OAKLAND,CA 94612		PC	2014 COLLEGE BDBROHOOD	20,000
EMPLOYEE MATCHING 2201 BROADWAY SUITE 727 OAKLAND,CA 94612		PC	GENERAL SUPPORT (EMPLOYEE MATCHING)	4,209
Total . . . . ▶ **3a**				4,582,759

TY 2014 Accounting Fees Schedule

Name: MITCHELL KAPOR FOUNDATION
DBA KAPOR CENTER FOR SOCIAL IMPACT

EIN: 94-3330604

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
ACCOUNTING FEES	31,100	0		31,100

TY 2014 Investments Corporate Stock Schedule

Name: MITCHELL KAPOR FOUNDATION
DBA KAPOR CENTER FOR SOCIAL IMPACT

EIN: 94-3330604

Name of Stock	End of Year Book Value	End of Year Fair Market Value
EPALS (SLN)	111,119	111,119
TWITTER HELD AT MSSB	922,433	922,433
DROPCAM ESCROW	1,072,388	1,072,388

TY 2014 Investments - Other Schedule

Name: MITCHELL KAPOR FOUNDATION
DBA KAPOR CENTER FOR SOCIAL IMPACT

EIN: 94-3330604

Category/ Item	Listed at Cost or FMV	Book Value	End of Year Fair Market Value
TOTAL RETURN FUND LLC	FMV	1,889,931	1,889,931
CLAREMONT CREEK VENTURES, L.P.	FMV	1,494,873	1,494,873
WIKIA, INC	FMV	1,002,800	1,002,800
FEDERATED MEDIA PUBLISHING	FMV	107,952	107,952
O'REILLY ALPHATECH VENTURES	FMV	1,147,812	1,147,812
NEW RESOURCE BANK	FMV	198,464	198,464
GENERATION IM FUND PLC	FMV	18,960,793	18,960,793
CATAMOUNT VENTURES III, L.P.	FMV	1,987,310	1,987,310
PACIFIC COMMUNITY VENTURES III	FMV	98,692	98,692
CAPRICORN - MKF HOLDINGS	FMV	2,867,882	2,867,882
CATAMOUNT VENTURES IV, L.P.	FMV	759,836	759,836
CLAREMONT CREEK VENTURES II, L.P.	FMV	931,454	931,454
GENERATION IM CLIMATE SOLUTIONS I	FMV	1,626,228	1,626,228
GENERATION IM CLIMATE SOLUTIONS II	FMV	411,808	411,808
SEVENTH GENERATION	FMV	391,161	391,161
ZAZZLE (SOCIETY CAFE)	FMV	37,965	37,965
GENERATION IM ASIA FUND	FMV	1,224,347	1,224,347

TY 2014 Legal Fees Schedule

Name: MITCHELL KAPOR FOUNDATION
DBA KAPOR CENTER FOR SOCIAL IMPACT

EIN: 94-3330604

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
LEGAL FEES	3,706	0		3,706

TY 2014 Other Assets Schedule

Name: MITCHELL KAPOR FOUNDATION
DBA KAPOR CENTER FOR SOCIAL IMPACT

EIN: 94-3330604

Description	Beginning of Year - Book Value	End of Year - Book Value	End of Year - Fair Market Value
INTEREST RECEIVABLE	29	59	59
SECURITY DEPOSIT	6,281	6,281	6,281

TY 2014 Other Expenses Schedule

Name: MITCHELL KAPOR FOUNDATION
DBA KAPOR CENTER FOR SOCIAL IMPACT

EIN: 94-3330604

Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
OFFICE EXPENSES	12,730	0		12,730
INSURANCE	7,980	0		7,980
PAYROLL FEES	7,728	0		7,728
DUES/MEMBERSHIPS	28,970	0		28,970
BAD DEBT EXPENSE	2,977	0		2,977
LICENSES & FEES	905	0		905
INVESTMENT EXPENSES	375,707	375,707		0
PASSTHROUGH DEDUCTIONS	0	213,356		0
TECH EVENTS & SCHOLARSHIP	10,295	0		10,294
MEETING & EVENTS	72,897	0		72,897
PUBLIC RELATIONS	119,742	0		119,742
TAXES	12,750	0		12,750

TY 2014 Other Income Schedule

Name: MITCHELL KAPOR FOUNDATION
DBA KAPOR CENTER FOR SOCIAL IMPACT

EIN: 94-3330604

Description	Revenue And Expenses Per Books	Net Investment Income	Adjusted Net Income
EVENT INCOME	1,073		1,073

TY 2014 Other Increases Schedule

Name: MITCHELL KAPOR FOUNDATION
DBA KAPOR CENTER FOR SOCIAL IMPACT

EIN: 94-3330604

Description	Amount
UNREALIZED GAIN ON INVESTMENTS	2,443,200

TY 2014 Other Liabilities Schedule

Name: MITCHELL KAPOR FOUNDATION
DBA KAPOR CENTER FOR SOCIAL IMPACT

EIN: 94-3330604

Description	Beginning of Year - Book Value	End of Year - Book Value
ACCRUED INVESTMENT FEES	261,794	378,257

TY 2014 Other Professional Fees Schedule

Name: MITCHELL KAPOR FOUNDATION
DBA KAPOR CENTER FOR SOCIAL IMPACT

EIN: 94-3330604

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
OTHER PROFESSIONAL FEES	89,493	0		89,493
CONSULTING FEES	386,808	0		386,808

TY 2014 Taxes Schedule

Name: MITCHELL KAPOR FOUNDATION
DBA KAPOR CENTER FOR SOCIAL IMPACT

EIN: 94-3330604

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
EXCISE TAXES	38,000	0		0
TAX PROVISION - DEFERRED	162,865	0		0

efile GRAPHIC print - DO NOT PROCESS	As Filed Data -	DLN: 93491317020795

Schedule B
(Form 990, 990-EZ, or 990-PF)
Department of the Treasury
Internal Revenue Service

Schedule of Contributors

▶ Attach to Form 990, 990-EZ, or 990-PF.
▶ Information about Schedule B (Form 990, 990-EZ, or 990-PF) and its instructions is at *www.irs.gov/form990*.

OMB No 1545-0047

2014

Name of the organization	Employer identification number
MITCHELL KAPOR FOUNDATION DBA KAPOR CENTER FOR SOCIAL IMPACT	94-3330604

Organization type (check one)

Filers of:	Section:
Form 990 or 990-EZ	☐ 501(c)( ) (enter number) organization
	☐ 4947(a)(1) nonexempt charitable trust **not** treated as a private foundation
	☐ 527 political organization
Form 990-PF	☑ 501(c)(3) exempt private foundation
	☐ 4947(a)(1) nonexempt charitable trust treated as a private foundation
	☐ 501(c)(3) taxable private foundation

Check if your organization is covered by the **General Rule** or a **Special Rule.**
Note. Only a section 501(c)(7), (8), or (10) organization can check boxes for both the General Rule and a Special Rule See instructions

General Rule

☑ For an organization filing Form 990, 990-EZ, or 990-PF that received, during the year, contributions totaling $5,000 or more (in money or other property) from any one contributor Complete Parts I and II See instructions for determining a contributor's total contributions

Special Rules

☐ For an organization described in section 501(c)(3) filing Form 990 or 990-EZ that met the 33 1/3% support test of the regulations under sections 509(a)(1) and 170(b)(1)(A)(vi), that checked Schedule A (Form 990 or 990-EZ), Part II, line 13, 16a, or 16b, and that received from any one contributor, during the year, total contributions of the greater of **(1)** $5,000 or **(2)** 2% of the amount on (i) Form 990, Part VIII, line 1h, or (ii) Form 990-EZ, line 1 Complete Parts I and II

☐ For an organization described in section 501(c)(7), (8), or (10) filing Form 990 or 990-EZ that received from any one contributor, during the year, total contributions of more than $1,000 *exclusively* for religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals Complete Parts I, II, and III

☐ For an organization described in section 501(c)(7), (8), or (10) filing Form 990 or 990-EZ that received from any one contributor, during the year, contributions *exclusively* for religious, charitable, etc , purposes, but no such contributions totaled more than $1,000 If this box is checked, enter here the total contributions that were received during the year for an *exclusively* religious, charitable, etc , purpose Do not complete any of the parts unless the **General Rule** applies to this organization because it received *nonexclusively* religious, charitable, etc , contributions totaling $5,000 or more during the year . . . . ▶ $ ____________

Caution. An organization that is not covered by the General Rule and/or the Special Rules does not file Schedule B (Form 990, 990-EZ, or 990-PF), but it **must** answer "No" on Part IV, line 2, of its Form 990, or check the box on line H of its Form 990-EZ or on its Form 990PF, Part I, line 2, to certify that it does not meet the filing requirements of Schedule B (Form 990, 990-EZ, or 990-PF)

Name of organization	Employer identification number
MITCHELL KAPOR FOUNDATION DBA KAPOR CENTER FOR SOCIAL IMPACT	94-3330604

Part I **Contributors** (see instructions) Use duplicate copies of Part I if additional space is needed

(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
1	MITCH KAPOR 222 BROADWAY 1504 OAKLAND, CA 94607	$ 8,734,900	Person ☑ Payroll ☐ Noncash ☑ (Complete Part II for noncash contributions)
2	ORRICK HERRINGTON SUTCLIFFE FOUNDAT 405 HOWARD STREET SAN FRANCISCO, CA 94105	$ 5,000	Person ☑ Payroll ☐ Noncash ☐ (Complete Part II for noncash contributions)
3	GOOGLE INC 1600 AMPHITHEATRE PARKWAY MOUNTAIN VIEW, CA 94043	$ 50,000	Person ☑ Payroll ☐ Noncash ☐ (Complete Part II for noncash contributions)
		$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II for noncash contributions)
		$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II for noncash contributions)
		$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II for noncash contributions)

Name of organization
MITCHELL KAPOR FOUNDATION
DBA KAPOR CENTER FOR SOCIAL IMPACT

Employer identification number
94-3330604

Part II **Noncash Property** (see instructions) Use duplicate copies of Part II if additional space is needed

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
1	28,573 SHARES OF TWITTER, 302,820 SHARES OF DROPCAM SERIES A1	$ 8,619,333	2014-09-25

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
		$	

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
		$	

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
		$	

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
		$	

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
		$	

Name of organization
MITCHELL KAPOR FOUNDATION
DBA KAPOR CENTER FOR SOCIAL IMPACT

Employer identification number
94-3330604

Part III ***Exclusively*** **religious, charitable, etc., contributions to organizations described in section 501(c)(7), (8), or (10) that total more than $1,000 for the year from any one contributor.** Complete columns **(a)** through **(e) and** the following line entry For organizations completing Part III, enter the total of *exclusively* religious, charitable, etc , contributions of **$1,000 or less** for the year (Enter this information once See instructions) ▶ $ ____________
Use duplicate copies of Part III if additional space is needed

(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held

(e) Transfer of gift

Transferee's name, address, and ZIP 4	Relationship of transferor to transferee

(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held

(e) Transfer of gift

Transferee's name, address, and ZIP 4	Relationship of transferor to transferee

(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held

(e) Transfer of gift

Transferee's name, address, and ZIP 4	Relationship of transferor to transferee

(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held

(e) Transfer of gift

Transferee's name, address, and ZIP 4	Relationship of transferor to transferee