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2015

Open to Public Inspection

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.

For calendar year 2015, or tax year beginning 01-01-2015 , and ending 12-31-2015

Name of foundation THE 1440 FOUNDATION		A Employer identification number 77-0456449			
Number and street (or P O box number if mail is not delivered to street address) PO BOX 3141		B Telephone number (see instructions) (510) 708-0663			
City or town, state or province, country, and ZIP or foreign postal code SARATOGA, CA 95070		C If exemption application is pending, check here ► D 1. Foreign organizations, check here ► 2. Foreign organizations meeting the 85% test, check here and attach computation ► E If private foundation status was terminated under section 507(b)(1)(A), check here ► F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here ►			
G Check all that apply Initial return Final return Address change		Initial return of a former public charity Amended return Name change			
H Check type of organization Section 501(c)(3) exempt private foundation Section 4947(a)(1) nonexempt charitable trust		J Accounting method Cash Accrual Other (specify) _____			
I Fair market value of all assets at end of year (from Part II, col. (c), line 16) ► \$ 99,312,194		(Part I, column (d) must be on cash basis)			
Part I Analysis of Revenue and Expenses (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see instructions))		Revenue and expenses per books (a)	Net investment income (b)	Adjusted net income (c)	(d) Disbursements for charitable purposes (cash basis only)
Revenue	1 Contributions, gifts, grants, etc , received (attach schedule)	11,636,709			
	2 Check ► if the foundation is not required to attach Sch B				
	3 Interest on savings and temporary cash investments	26,935	26,930	26,935	
	4 Dividends and interest from securities	732,375	732,375	732,375	
	5a Gross rents				
	b Net rental income or (loss)				
	6a Net gain or (loss) from sale of assets not on line 10	2,308,721			
	b Gross sales price for all assets on line 6a 56,329,310				
	7 Capital gain net income (from Part IV, line 2)		2,207,788		
	8 Net short-term capital gain			0	
	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)	316,381	316,381	316,381		
12 Total. Add lines 1 through 11	15,021,121	3,283,474	1,075,691		
Operating and Administrative Expenses	13 Compensation of officers, directors, trustees, etc	0	0	0	0
	14 Other employee salaries and wages	222,883	0	0	222,883
	15 Pension plans, employee benefits				
	16a Legal fees (attach schedule)	30,828	0	0	30,828
	b Accounting fees (attach schedule)	152,964	0	0	152,964
	c Other professional fees (attach schedule)	1,161,567	36,469	36,469	1,125,098
	17 Interest	78	78	78	0
	18 Taxes (attach schedule) (see instructions)	234,704	0	214,704	20,000
	19 Depreciation (attach schedule) and depletion	700	0	700	
	20 Occupancy	1,656	0	0	1,656
	21 Travel, conferences, and meetings	119,805	0	0	119,805
	22 Printing and publications	16,220	0	0	16,220
	23 Other expenses (attach schedule)	1,804,648	1,415,607	1,423,312	381,336
	24 Total operating and administrative expenses.				
Add lines 13 through 23	3,746,053	1,452,154	1,675,263	2,070,790	
25 Contributions, gifts, grants paid	250,000			250,000	
26 Total expenses and disbursements. Add lines 24 and 25	3,996,053	1,452,154	1,675,263	2,320,790	
27 Subtract line 26 from line 12					
a Excess of revenue over expenses and disbursements	11,025,068				
b Net investment income (if negative, enter -0-)		1,831,320			
c Adjusted net income(if negative, enter -0-)			0		

	Part II Balance Sheets Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions)	Beginning of year	End of year	
		(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1 Cash—non-interest-bearing			
	2 Savings and temporary cash investments	30,420,860	13,308,898	13,308,898
	3 Accounts receivable ► 97,835			
	Less allowance for doubtful accounts ►		97,835	97,835
	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	178,953	216,197	216,197
10a	Investments—U S and state government obligations (attach schedule)			
b	Investments—corporate stock (attach schedule)	1,964,615	2,716,762	2,716,762
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)	39,771,644	47,665,613	47,665,613
14	Land, buildings, and equipment basis ► 34,641,014			
	Less accumulated depreciation (attach schedule) ► 4,200	15,315,829	34,636,814	34,636,814
15	Other assets (describe ►)	297,386	670,075	670,075
16	Total assets (to be completed by all filers—see the instructions Also, see page 1, item I)	87,949,287	99,312,194	99,312,194
Liabilities	17 Accounts payable and accrued expenses	1,361,308	2,191,346	
	18 Grants payable			
	19 Deferred revenue			
	20 Loans from officers, directors, trustees, and other disqualified persons			
	21 Mortgages and other notes payable (attach schedule)	4,117,823	3,595,405	
	22 Other liabilities (describe ►)	30,182	48,336	
	23 Total liabilities (add lines 17 through 22)	5,509,313	5,835,087	
Net Assets or Fund Balances	Foundations that follow SFAS 117, check here ► <input checked="" type="checkbox"/> and complete lines 24 through 26 and lines 30 and 31.			
24	Unrestricted	82,439,974	93,477,107	
25	Temporarily restricted			
26	Permanently restricted			
	Foundations that do not follow SFAS 117, check here ► <input type="checkbox"/> 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)	82,439,974	93,477,107	
31	Total liabilities and net assets/fund balances (see instructions)	87,949,287	99,312,194	

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	82,439,974
2	Enter amount from Part I, line 27a	2	11,025,068
3	Other increases not included in line 2 (itemize) ►	3	226,319
4	Add lines 1, 2, and 3	4	93,691,361
5	Decreases not included in line 2 (itemize) ►	5	214,254
6	Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30	6	93,477,107

Part IV Capital Gains and Losses for Tax on Investment Income

List and describe the kind(s) of property sold (e.g., real estate, (a) 2-story brick warehouse, or common stock, 200 shs MLC Co)		How acquired (b) P—Purchase D—Donation	Date acquired (c) (mo, day, yr)	Date sold (d) (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) (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				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 2,207,788
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 -104,584

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

Yes No

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))
2014	4,489,366	21,875,133	0 205227
2013	8,317,666	22,222,494	0 374290
2012	2,188,118	22,639,599	0 096650
2011	1,179,287	24,257,279	0 048616
2010	264,892	20,060,764	0 013204
2 Total of line 1, column (d).			2 0 737987
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 147597
4 Enter the net value of noncharitable-use assets for 2015 from Part X, line 5.			4 72,891,098
5 Multiply line 4 by line 3.			5 10,758,507
6 Enter 1% of net investment income (1% of Part I, line 27b).			6 18,313
7 Add lines 5 and 6.			7 10,776,820
8 Enter qualifying distributions from Part XII, line 4.			8 19,491,129

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 ► <input type="checkbox"/> and enter "N/A" on line 1	1	18,313
	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 checked="" type="checkbox"/> and enter 1% of Part I, line 27b		
c	All other domestic foundations enter 2% of line 27b Exempt foreign organizations enter 4% of Part I, line 12, 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	18,313
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	18,313
6	Credits/Payments		
a	2015 estimated tax payments and 2014 overpayment credited to 2015	6a	27,466
b	Exempt foreign organizations—tax withheld at source	6b	
c	Tax paid with application for extension of time to file (Form 8868)	6c	30,000
d	Backup withholding erroneously withheld	6d	
7	Total credits and payments Add lines 6a through 6d.	7	57,466
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	39,153
11	Enter the amount of line 10 to be Credited to 2015 estimated tax ►	11	0

Part VII-A Statements Regarding Activities

1a	During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?		Yes	No
1a			No	
1b	Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see Instructions for definition)?		No	
	<i>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</i>			
1c	Did the foundation file Form 1120-POL for this year?		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?		No	
	<i>If "Yes," attach a detailed description of the activities</i>			
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? <i>If "Yes," attach a conformed copy of the changes</i>		No	
4a	Did the foundation have unrelated business gross income of \$1,000 or more during the year?		Yes	
b	If "Yes," has it filed a tax return on Form 990-T for this year?		Yes	
5	Was there a liquidation, termination, dissolution, or substantial contraction during the year?		No	
	<i>If "Yes," attach the statement required by General Instruction T</i>			
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?		Yes	
7	Did the foundation have at least \$5,000 in assets at any time during the year? <i>If "Yes," complete Part II, col (c), and Part XV</i>		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? <i>If "No," attach explanation</i>		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 2015 or the taxable year beginning in 2015 (see instructions for Part XIV)? <i>If "Yes," complete Part XIV</i>		Yes	
10	Did any persons become substantial contributors during the tax year? <i>If "Yes," attach a schedule listing their names and addresses</i> ►		Yes	

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? Website address ►N/A	13	Yes
14	The books are in care of ►JOAN KRIENS Located at ►PO BOX 3141 SARATOGA CA	Telephone no ►(510) 708-0663 ZIP+4 ►95070	
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 —Check here ► and enter the amount of tax-exempt interest received or accrued during the year. ►	15	
16	At any time during calendar year 2015, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country? See instructions for exceptions and filing requirements for FinCEN Form 114, Report of Foreign Bank and Financial Accounts (FBAR). If "Yes," enter the name of the foreign country ►	16	Yes No

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

File Form 4720 if any item is checked in the "Yes" column, unless an exception applies.		Yes	No
1a	During the year did the foundation (either directly or indirectly)		
(1)	Engage in the sale or exchange, or leasing of property with a disqualified person?	<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 type="checkbox"/> Yes	<input checked="" 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)?	1b	
c	Organizations relying on a current notice regarding disaster assistance check here. ►		
2	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 2015?	1c	No
a	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 2015, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2015?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> 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?	<input checked="" type="checkbox"/> Yes	<input type="checkbox"/> No
b	If "Yes," did it have excess business holdings in 2015 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 2015)	3b	No
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a	No
b	Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2015?	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 Nob 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

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

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	Title, and average hours per week (b) devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	Expense account, (e) other allowances
JOAN KRIENS PO BOX 3141 SARATOGA, CA 95070	PRESIDENT 20 00	0	0	0
SCOTT KRIENS PO BOX 3141 SARATOGA, CA 95070	VICE PRESIDENT 20 00	0	0	0
KEN BAKER PO BOX 3141 SARATOGA, CA 95070	TREASURER/ SECRETARY 10 00	0	0	0

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	Title, and average hours per week (b) devoted to position	(c) Compensation	Contributions to employee benefit plans and deferred (d) compensation	Expense account, (e) other allowances
NONE				

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
SARLEY ENTERPRISES	CONSULTING	503,002
294 WHITE HILL ROAD HILLSDALE, NY 12529		
GERALD YATES	CONSULTING FOR DEVCO	489,457
2017 MADRONE VISTA, CA 92084		
DAVE ALLEN	CONSULTING FOR DEVCO	147,333
1424 MOUNT VEEDER ROAD NAPA, CA 94558		
HARDIE HARWOOD LANDSCAPE ARCHITECTURE	LANDSCAPE DESIGN FOR DEVCO	127,120
13265 N EASTSHORE DRIVE SYRACUSE, IN 46567		
JAMES P ALLEN & ASSOCIATES	CONSULTING FOR DEVCO	111,413
611 MISSION STREET SANTA CRUZ, CA 95060		

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 OFFER EDUCATIONAL CONFERENCES AND PROGRAMS FOCUSED ON WHOLE PERSON DEVELOPMENT
FOUNDATION IS IN PROCESS OF BUILDING NEW SCHOOL FOR THEIR EDUCATIONAL PROGRAMS

17,673,341

2

11

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

1

All other program-related investments. See instructions

11

Total Add lines 1 through 3

1

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	45,743,618
b	Average of monthly cash balances.	1b	15,760,284
c	Fair market value of all other assets (see instructions).	1c	12,497,213
d	Total (add lines 1a, b, and c).	1d	74,001,115
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	74,001,115
4	Cash deemed held for charitable activities Enter 1 1/2% of line 3 (for greater amount, see instructions).	4	1,110,017
5	Net value of noncharitable-use assets. Subtract line 4 from line 3 Enter here and on Part V, line 4	5	72,891,098
6	Minimum investment return. Enter 5% of line 5.	6	3,644,555

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	
2a	Tax on investment income for 2015 from Part VI, line 5.	2a	
b	Income tax for 2015 (This does not include the tax from Part VI).	2b	
c	Add lines 2a and 2b.	2c	
3	Distributable amount before adjustments Subtract line 2c from line 1.	3	
4	Recoveries of amounts treated as qualifying distributions.	4	
5	Add lines 3 and 4.	5	
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	

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	2,320,790
b	Program-related investments—total from Part IX-B.	1b	0
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc , purposes.	2	17,170,339
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	19,491,129
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	18,313
6	Adjusted qualifying distributions. Subtract line 5 from line 4.	6	19,472,816

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 2014	(c) 2014	(d) 2015
1 Distributable amount for 2015 from Part XI, line 7				
2 Undistributed income, if any, as of the end of 2015				
a Enter amount for 2014 only.				
b Total for prior years 20____, 20____, 20____				
3 Excess distributions carryover, if any, to 2015				
a From 2010.				
b From 2011.				
c From 2012.				
d From 2013.				
e From 2014.				
f Total of lines 3a through e.				
4 Qualifying distributions for 2015 from Part XII, line 4 ► \$ _____				
a Applied to 2014, 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 2015 distributable amount.				
e Remaining amount distributed out of corpus				
5 Excess distributions carryover applied to 2015 (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				
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 2014 Subtract line 4a from line 2a Taxable amount—see instructions.				
f Undistributed income for 2016 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 2010 not applied on line 5 or line 7 (see instructions).				
9 Excess distributions carryover to 2016. Subtract lines 7 and 8 from line 6a.				
10 Analysis of line 9				
a Excess from 2011.				
b Excess from 2012.				
c Excess from 2013.				
d Excess from 2014.				
e Excess from 2015.				

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 2015, enter the date of the ruling. ►	2014-09-16				
b Check box to indicate whether the organization is a private operating foundation described in section <input checked="" type="checkbox"/> 4942(j)(3) or <input type="checkbox"/> 4942(j)(5)					
2a Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed.					
Tax year	Prior 3 years				
(a) 2015	(b) 2014	(c) 2013	(d) 2012	(e) Total	
0	178,481	733,693	0	912,174	
0	151,709	623,639	0	775,348	
19,491,129	4,557,548	8,385,022	2,206,158	34,639,857	
1,834,257	888,645	1,322,513	2,206,158	6,251,573	
17,656,872	3,668,903	7,062,509	0	28,388,284	
					0
					0
2,429,703	729,171	740,750	754,653	4,654,277	
					0
					0
					0
					0

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 email address of the person to whom applications should be addressed

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

c Any submission deadlines

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

Part XV Supplementary Information(continued)**3 Grants and Contributions Paid During the Year or Approved for Future Payment**

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a Paid during the year CASEL 815 WEST VAN BUREN STREET STE 210 CHICAGO, IL 60607		PC	TO SUPPORT BEST PRACTICES IN ACADEMIC, SOCIAL AND EMOTIONAL LEARNING	250,000
Total			► 3a	250,000
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		Excluded by section 512, 513, or 514		(e) Related or exempt function income (See instructions)
	(a) Business code	(b) Amount	(c) Exclusion code	(d) Amount	
1 Program service revenue					
a					
b					
c					
d					
e					
f					
g Fees and contracts from government agencies					
2 Membership dues and assessments.					
3 Interest on savings and temporary cash investments					
4 Dividends and interest from securities.	4	14	26,930	1	
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.		14	316,381		
8 Gain or (loss) from sales of assets other than inventory	100,933	18	2,510,181		
9 Net income or (loss) from special events					
10 Gross profit or (loss) from sales of inventory					
11 Other revenue a					
b					
c					
d					
e					
12 Subtotal Add columns (b), (d), and (e).		100,937		3,585,867	1
13 Total Add line 12, columns (b), (d), and (e).				3,686,805	

Part V: B. Relationships of Activities to the Accomplishment of Event Purpose

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.)
PUBLICLY TRADED SECURITIES - FROM PMA 301188	P		
PUBLICLY TRADED SECURITIES - FROM RJJ 300418	P		
PUBLICLY TRADED SECURITIES - FROM PMA 3001188	P		
PUBLICLY TRADED SECURITIES - FROM RJJ 300418	P		
CAPITAL GAINS DISTRIBUTION	P		
PASSTHROUGH FROM LEGACY VENTURES VI	P		
PASSTHROUGH FROM WOLFF REAL ESTATE PARTNERS	P		
PASSTHROUGH FROM LEGACY VENTURES VI	P		
GAIN ON DISPOSITION OF WOLFF REAL ESTATE	P		
PASSTHROUGH 1231 FROM WOLFF REAL ESTATE	P		

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 (g) plus expense of sale	Gain or (loss) (h) (e) plus (f) minus (g)
41,648,374		41,748,251	-99,877
964,823		972,068	-7,245
9,964,736		9,471,509	493,227
1,502,405		1,481,663	20,742
944,785			944,785
2,227			2,227
		44,706	-44,706
41,362			41,362
1,158,525			1,158,525
50,130		100,933	-50,803

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

(i) FMV as of 12/31/69	Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col. (h))
(j) as of 12/31/69	(k) over col. (j), if any
	-99,877
	-7,245
	493,227
	20,742
	944,785
	2,227
	-44,706
	41,362
	1,158,525
	-50,803

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

List and describe the kind(s) of property sold (e.g., real estate, (a) 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.)
PASSTHROUGH FROM SILVER LAKE WATERMAN FUND	P		
PASSTHROUGH FROM SILVER LAKE WATERMAN FUND	P		
LOSS ON DISPOSITION OF IF YOU CAN COMPANY	P		

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

(e) Gross sales price	Depreciation allowed (f) (or allowable)	Cost or other basis (g) plus expense of sale	Gain or (loss) (h) (e) plus (f) minus (g)
311			311
51,632			51,632
		302,392	-302,392

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	(i) F M V as of 12/31/69	Adjusted basis (j) as of 12/31/69	Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
(k) over col (j), if any			
			311
			51,632
			-302,392

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).

JOAN KRIENS

SCOTT KRIENS

TY 2015 Accounting Fees Schedule

Name: THE 1440 FOUNDATION**EIN:** 77-0456449

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
ACCOUNTING FEES	152,964	0	0	152,964

TY 2015 Investments Corporate Stock Schedule

Name: THE 1440 FOUNDATION

EIN: 77-0456449

Name of Stock	End of Year Book Value	End of Year Fair Market Value
INVESTMENT IN MARKETABLE SECURITIES PMA 300418	2,716,762	2,716,762

TY 2015 Investments - Other Schedule**Name:** THE 1440 FOUNDATION**EIN:** 77-0456449

Category/ Item	Listed at Cost or FMV	Book Value	End of Year Fair Market Value
GLOO HOLDINGS, LLC	FMV	1,600,000	1,600,000
BLUE NOTE VENTURES, LP	FMV	208,140	208,140
SILVERLAKE WATERMAN FUND, LP	FMV	2,244,950	2,244,950
WOLFF REAL ESTATE PARTNERS, LP	FMV	3,068,610	3,068,610
WOLFF INCOME PARTNERS, LP	FMV	3,471,497	3,471,497
LEGACY VENTURE VI, LP	FMV	1,025,016	1,025,016
KNOWLEDGE FACTOR	FMV	499,999	499,999
HEADSPACE	FMV	218,750	218,750
IF YOU CAN COMPANY	FMV	0	0
INTERAXON	FMV	321,708	321,708
MINDSIGHT MEDIA	FMV	500,000	500,000
EDGEWOOD	FMV	3,739,314	3,739,314
SPDR S&P	FMV	4,751,598	4,751,598
THORNBURG	FMV	0	0
WISDOM TREE	FMV	0	0
GRANDEUR	FMV	1,442,717	1,442,717
IVA INTERNATIONAL FUND	FMV	5,978,355	5,978,355
LYRICAL US VALUE FUND	FMV	2,472,392	2,472,392
ISHARES TR CORE S&P 500 ETF	FMV	1,789,142	1,789,142
ISHARES TR MSCI EAFE ETF	FMV	0	0
EMINDFUL	FMV	125,017	125,017
FPA CRESCENT	FMV	9,865,642	9,865,642
HENDERSON EUROPEAN	FMV	4,342,766	4,342,766

TY 2015 Legal Fees Schedule

Name: THE 1440 FOUNDATION

EIN: 77-0456449

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
LEGAL FEES	30,828	0	0	30,828

TY 2015 Other Assets Schedule

Name: THE 1440 FOUNDATION

EIN: 77-0456449

Description	Beginning of Year - Book Value	End of Year - Book Value	End of Year - Fair Market Value
GOBLU INTERNATIONAL NOTE	169,889	176,684	176,684
DEPOSITS	127,497	226,106	226,106
HAPPIFY NOTE	0	53,178	53,178
WISDOM LABS NOTE	0	214,107	214,107

TY 2015 Other Decreases Schedule**Name:** THE 1440 FOUNDATION**EIN:** 77-0456449

Description	Amount
UNREALIZED GAIN/LOSS	214,254

TY 2015 Other Expenses Schedule

Name: THE 1440 FOUNDATION

EIN: 77-0456449

Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
INSURANCE EXPENSE	110,851	0	0	110,851
BANK FEES	85	0	0	85
BOOKS, SUBSCRIPTIONS, AND REFERENCES	8,124	0	0	8,124
OFFICE EXPENSES	87,304	0	0	87,304
POSTAGE	2,213	0	0	2,213
TELECOMMUNICATIONS	2,466	0	0	2,466
REPAIRS & MAINTENANCE	5,105	0	0	5,105
MOVING	696	0	0	696
UTILITIES	39,889	0	0	39,889
REGISTRATION & LICENSE FEES	2,739	0	0	2,739
INVESTMENT FEES	249,745	249,745	249,745	0
MARKETING	118,408	0	0	118,408
LEGACY K-1 PASSTHROUGH PORTFOLIO DEDUCTIONS	25,268	25,268	25,268	0
BLUE NOTE VENTURES PASSTHROUGH PORTFOLIO DEDUCTIONS	61,898	61,898	61,898	0
AUTOMOBILE EXPENSES	946	0	0	946
EDUCATION	395	0	0	395
GLOO HOLDINGS PASSTHROUGH 59 (E)(2) EXPENDITURES	186,167	186,167	186,167	0
CHARITABLE CONTRIBUTIONS FROM PASSTHROUGH	2,115	0	0	2,115
N/D EXPENSES FROM PASSTHROUGH	4,234	0	4,234	0
NET RENTAL REAL ESTATE LOSS FROM PASSTHROUGH	97,850	94,435	97,850	0
ORDINARY LOSS FROM PASSTHROUGH	798,150	798,094	798,150	0

TY 2015 Other Income Schedule

Name: THE 1440 FOUNDATION**EIN:** 77-0456449

Description	Revenue And Expenses Per Books	Net Investment Income	Adjusted Net Income
ORDINARY INCOME FROM PASSTHROUGH	316,381	316,381	316,381

TY 2015 Other Increases Schedule

Name: THE 1440 FOUNDATION

EIN: 77-0456449

Description	Amount
ACCRUAL TO CASH ADJUSTMENT	226,319

TY 2015 Other Liabilities Schedule

Name: THE 1440 FOUNDATION**EIN:** 77-0456449

Description	Beginning of Year - Book Value	End of Year - Book Value
DEFERRED TAX	30,182	48,336

TY 2015 Other Professional Fees Schedule

Name: THE 1440 FOUNDATION

EIN: 77-0456449

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
OTHER PROFESSIONAL FEES	1,161,567	36,469	36,469	1,125,098

TY 2015 Substantial Contributors

Schedule

Name: THE 1440 FOUNDATION

EIN: 77-0456449

Name	Address
SILICON VALLEY COMMUNITY FOUNDATION	2440 W EL CAMINO REAL 300 MOUNTAIN VIEW, CA 94040

TY 2015 Taxes Schedule

Name: THE 1440 FOUNDATION**EIN:** 77-0456449

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
TAXES	214,704	0	214,704	0
4940 EXCISE TAXES	20,000	0	0	20,000

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

2015**Name of the organization**
THE 1440 FOUNDATION**Employer identification number**
77-0456449**Organization type (check one)**

Filers of:	Section:
Form 990 or 990-EZ	<input type="checkbox"/> 501(c)() (enter number) organization <input type="checkbox"/> 4947(a)(1) nonexempt charitable trust not treated as a private foundation <input type="checkbox"/> 527 political organization
Form 990-PF	<input checked="" type="checkbox"/> 501(c)(3) exempt private foundation <input type="checkbox"/> 4947(a)(1) nonexempt charitable trust treated as a private foundation <input type="checkbox"/> 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

THE 1440 FOUNDATION

Employer identification number

77-0456449

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	SILICON VALLEY COMMUNITY FOUNDATION 2440 W EL CAMINO REAL 300 MOUNTAIN VIEW, CA 94040	\$ 433,145	Person <input checked="" type="checkbox"/>
			Payroll <input type="checkbox"/>
			Noncash <input type="checkbox"/> (Complete Part II for noncash contributions)
2	SILICON VALLEY COMMUNITY FOUNDATION 2440 W EL CAMINO REAL 300 MOUNTAIN VIEW, CA 94040	\$ 11,203,564	Person <input type="checkbox"/>
			Payroll <input type="checkbox"/>
			Noncash <input checked="" type="checkbox"/> (Complete Part II for noncash contributions)
		\$	Person <input type="checkbox"/>
			Payroll <input type="checkbox"/>
			Noncash <input type="checkbox"/> (Complete Part II for noncash contributions)
		\$	Person <input type="checkbox"/>
			Payroll <input type="checkbox"/>
			Noncash <input type="checkbox"/> (Complete Part II for noncash contributions)
		\$	Person <input type="checkbox"/>
			Payroll <input type="checkbox"/>
			Noncash <input type="checkbox"/> (Complete Part II for noncash contributions)
		\$	Person <input type="checkbox"/>
			Payroll <input type="checkbox"/>
			Noncash <input type="checkbox"/> (Complete Part II for noncash contributions)
		\$	Person <input type="checkbox"/>
			Payroll <input type="checkbox"/>
			Noncash <input type="checkbox"/> (Complete Part II for noncash contributions)

Name of organization

THE 1440 FOUNDATION

Employer identification number

77-0456449

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
2	VARIOUS MARKETABLE SECURITIES	\$ 11,203.564	2015-01-27
(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

THE 1440 FOUNDATION

Employer identification number

77-0456449

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
		(e) Transfer of gift	Transferee's name, address, and ZIP 4
		(e) Transfer of gift	Transferee's name, address, and ZIP 4