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

Name of foundation KahleAustin Foundation		A Employer identification number 91-1816164	
Number and street (or P O box number if mail is not delivered to street address) 513B Simonds Loop		B Telephone number (see instructions) (415) 931-8766	
City or town, state or province, country, and ZIP or foreign postal code San Francisco, CA 94129		C If exemption application is pending, check here <input type="checkbox"/>	
G Check all that apply <input type="checkbox"/> Initial return <input type="checkbox"/> Final return <input type="checkbox"/> Address change		D 1. Foreign organizations, check here <input type="checkbox"/> 2. Foreign organizations meeting the 85% test, check here and attach computation <input type="checkbox"/>	
H Check type of organization <input checked="" type="checkbox"/> Section 501(c)(3) exempt private foundation <input type="checkbox"/> Section 4947(a)(1) nonexempt charitable trust <input type="checkbox"/> Other taxable private foundation		E If private foundation status was terminated under section 507(b)(1)(A), check here <input type="checkbox"/>	
I Fair market value of all assets at end of year (from Part II, col (c), line 16) \$ 45,637,526		F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here <input type="checkbox"/>	
J Accounting method <input type="checkbox"/> Cash <input checked="" type="checkbox"/> Accrual <input type="checkbox"/> Other (specify) _____ (Part I, column (d) must be on cash basis)			

Part I	Analysis of Revenue and Expenses (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see instructions))	Revenue and expenses per books (a)	Net investment income (b)	Adjusted net income (c)	Disbursements for charitable purposes (d) (cash basis only)
Revenue	1 Contributions, gifts, grants, etc , received (attach schedule)	21,262			
	2 Check <input checked="" type="checkbox"/> if the foundation is not required to attach Sch B				
	3 Interest on savings and temporary cash investments	80	80		
	4 Dividends and interest from securities	843,061	843,061		
	5a Gross rents				
	b Net rental income or (loss) _____				
	6a Net gain or (loss) from sale of assets not on line 10 _____	-173,636			
	b Gross sales price for all assets on line 6a _____ 28,841,660				
	7 Capital gain net income (from Part IV, line 2)				
	8 Net short-term capital gain				
	9 Income modifications				
	10a Gross sales less returns and allowances _____				
Operating and Administrative Expenses	b Less Cost of goods sold				
	c Gross profit or (loss) (attach schedule)				
	11 Other income (attach schedule)	 737,598			
	12 Total.Add lines 1 through 11	1,428,365	843,141		
	13 Compensation of officers, directors, trustees, etc				
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits				
	16a Legal fees (attach schedule).				
	b Accounting fees (attach schedule).	 13,390			13,390
	c Other professional fees (attach schedule)	 199,130	199,130		
	17 Interest				
	18 Taxes (attach schedule) (see instructions)	 8,180			
	19 Depreciation (attach schedule) and depletion				
	20 Occupancy				
	21 Travel, conferences, and meetings.				
	22 Printing and publications				
	23 Other expenses (attach schedule).	 156,872			166,518
	24 Total operating and administrative expenses. Add lines 13 through 23	377,572	199,130		179,908
	25 Contributions, gifts, grants paid	2,493,652			2,493,652
	26 Total expenses and disbursements.Add lines 24 and 25	2,871,224	199,130		2,673,560
	27 Subtract line 26 from line 12				
	a Excess of revenue over expenses and disbursements	-1,442,859			
	b Net investment income (if negative, enter -0-)		644,011		
	c Adjusted net income(if negative, enter -0-)				

Part II Balance Sheets		Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions)	Beginning of year	End of year	
			(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1	Cash—non-interest-bearing	583,793	316,362	316,362
	2	Savings and temporary cash investments	2,558,846	4,989,449	4,989,449
	3	Accounts receivable ▶ _____ Less allowance for doubtful accounts ▶ _____			
	4	Pledges receivable ▶ _____ Less allowance for doubtful accounts ▶ _____			
	5	Grants receivable			
	6	Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see instructions).			
	7	Other notes and loans receivable (attach schedule) ▶ _____ 93,139 Less allowance for doubtful accounts ▶ _____	100,000	93,139	93,139
	8	Inventories for sale or use			
	9	Prepaid expenses and deferred charges	100,000	65,345	65,345
	10a	Investments—U S and state government obligations (attach schedule)			
	b	Investments—corporate stock (attach schedule)	21,462,751	19,336,873	19,336,873
	c	Investments—corporate bonds (attach schedule)	5,110,858	6,619,611	6,619,611
	11	Investments—land, buildings, and equipment basis ▶ _____ Less accumulated depreciation (attach schedule) ▶ _____			
	12	Investments—mortgage loans			
	13	Investments—other (attach schedule)	18,185,930	14,208,413	14,208,413
	14	Land, buildings, and equipment basis ▶ _____ Less accumulated depreciation (attach schedule) ▶ _____			
Liabilities	15	Other assets (describe ▶ _____)	8,334	8,334	8,334
	16	Total assets (to be completed by all filers—see the instructions Also, see page 1, item I)	48,110,512	45,637,526	45,637,526
	17	Accounts payable and accrued expenses	12,005	2,359	
	18	Grants payable			
	19	Deferred revenue			
	20	Loans from officers, directors, trustees, and other disqualified persons			
	21	Mortgages and other notes payable (attach schedule)			
	22	Other liabilities (describe ▶ _____)	29,000	5,000	
	23	Total liabilities (add lines 17 through 22)	41,005	7,359	
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	48,069,507	45,630,167	
	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)	48,069,507	45,630,167	
	31	Total liabilities and net assets/fund balances (see instructions)	48,110,512	45,637,526	

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	48,069,507
2	Enter amount from Part I, line 27a	2	-1,442,859
3	Other increases not included in line 2 (itemize) ▶ _____	3	
4	Add lines 1, 2, and 3	4	46,626,648
5	Decreases not included in line 2 (itemize) ▶ _____	5	996,481
6	Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30	6	45,630,167

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 P—Purchase D—Donation (b)	Date acquired (c) (mo , day, yr)	Date sold (d) (mo , day, yr)
1 a	Sale of Publicly Traded Securities	P	2000-01-01	2015-12-12
b				
c				
d				
e				

(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)
a 28,841,660		29,015,296	-173,636
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)) (l)
(i) F M V as of 12/31/69	Adjusted basis (j) as of 12/31/69	Excess of col (i) (k) over col (j), if any	
a			-173,636
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	-173,636
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))
2014	2,271,466	41,488,097	0 05475
2013	1,357,335	20,162,334	0 06732
2012	927,477	19,065,180	0 04865
2011	1,106,419	22,521,012	0 04913
2010	1,351,164	27,300,238	0 04949

2	Total of line 1, column (d).	2	0 269339
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 053868
4	Enter the net value of noncharitable-use assets for 2015 from Part X, line 5.	4	39,056,530
5	Multiply line 4 by line 3.	5	2,103,897
6	Enter 1% of net investment income (1% of Part I, line 27b).	6	6,440
7	Add lines 5 and 6.	7	2,110,337
8	Enter qualifying distributions from Part XII, line 4.	8	2,673,560

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 VII

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 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		1	6,440
c All other domestic foundations enter 2% of line 27b Exempt foreign organizations enter 4% of Part I, line 12, col (b)			
2 Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)		2	
3 Add lines 1 and 2.		3	6,440
4 Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)		4	
5 Tax based on investment income.Subtract line 4 from line 3 If zero or less, enter -0-		5	6,440
6 Credits/Payments			
a 2015 estimated tax payments and 2014 overpayment credited to 2015	6a	73,284	
b Exempt foreign organizations—tax withheld at source	6b		
c Tax paid with application for extension of time to file (Form 8868).	6c		
d Backup withholding erroneously withheld	6d		
7 Total credits and payments Add lines 6a through 6d.		7	73,284
8 Enter any penalty for underpayment of estimated tax Check here <input checked="" 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	66,844
11 Enter the amount of line 10 to be Credited to 2015 estimated tax <input checked="" type="checkbox"/> 66,844 Refunded <input type="checkbox"/>		11	

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?	1a	Yes	No
b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see Instructions for definition)? If the answer is "Yes" to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities	1b		No
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 <input type="checkbox"/> \$ _____ (2) On foundation managers <input type="checkbox"/> \$ _____			
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers <input type="checkbox"/> \$ _____			
2 Has the foundation engaged in any activities that have not previously been reported to the IRS? If "Yes," attach a detailed description of the activities	2		No
3 Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? If "Yes," attach a conformed copy of the changes	3		No
4a Did the foundation have unrelated business gross income of \$1,000 or more during the year?	4a		No
b If "Yes," has it filed a tax return on Form 990-T for this year?	4b		No
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? If "Yes," attach the statement required by General Instruction T	5		No
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) <input checked="" type="checkbox"/> CA, WA			
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 2015 or the taxable year beginning in 2015 (see instructions for Part XIV)? If "Yes," complete Part XIV	9		No
10 Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses	10		No

Part VII-A Statements Regarding Activities (continued)

11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions).	11		No
12	Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement (see instructions)	12	Yes	
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address ► <u>N/A</u>	13	Yes	
14	The books are in care of ► <u>Barbara Blakely</u> Telephone no ► <u>(415) 931-8766</u> Located at ► <u>513B Simonds Loop San Francisco CA</u> ZIP+4 ► <u>94129</u>			
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 —Check here ► <input type="checkbox"/> and enter the amount of tax-exempt interest received or accrued during the year ► 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 checked="" type="checkbox"/> Yes <input 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)? <input type="checkbox"/> Organizations relying on a current notice regarding disaster assistance check here. ► <input type="checkbox"/>	1b		No
c	Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2015?	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 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		No
c	If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here ► 20____, 20____, 20____, 20____			
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? <input type="checkbox"/> Yes <input checked="" 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? (<i>Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2015</i>).	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

☒ No

b

If any answer is "Yes" to 5a(1)–(5), did **any**of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance (see instructions)?

5b

No

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

▶

c

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

☐ Yes

☒ No

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

6a

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

☐ Yes

☒ No

b

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

6b

No

If "Yes" to 6b, file Form 8870

7a

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

☐ Yes

☒ No

b

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

7b

No

Part VIII

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

1

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

(a) Name and address	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
Brewster L Kahle 513B Simonds Loop San Francisco, CA 94129	Pres & Tres 2 00	0		
Mary K Austin 513B Simonds Loop San Francisco, CA 94129	VP & Sec 2 00	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 compensation (d)	Expense account, (e) other allowances
NONE				

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

▶

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
Morgan Stanley Private Wealth Management 2725 Sand Hill Road Suite 100 Menlo Park,CA 94025	Investment Mgmt	198,900
Total number of others receiving over \$50,000 for professional services. ▶		

Part IX-A

Summary of Direct Charitable Activities

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

Part IX-B

Summary of Program-Related Investments (see instructions)

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

Part X Minimum Investment Return

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

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc , purposes		
a	Average monthly fair market value of securities.	1a	36,790,544
b	Average of monthly cash balances.	1b	2,763,043
c	Fair market value of all other assets (see instructions).	1c	97,713
d	Total (add lines 1a, b, and c).	1d	39,651,300
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation).	1e	0
2	Acquisition indebtedness applicable to line 1 assets.	2	
3	Subtract line 2 from line 1d.	3	39,651,300
4	Cash deemed held for charitable activities Enter 1 1/2% of line 3 (for greater amount, see instructions).	4	594,770
5	Net value of noncharitable-use assets. Subtract line 4 from line 3 Enter here and on Part V, line 4	5	39,056,530
6	Minimum investment return. Enter 5% of line 5.	6	1,952,827

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

1	Minimum investment return from Part X, line 6.	1	1,952,827
2a	Tax on investment income for 2015 from Part VI, line 5.	2a	6,440
b	Income tax for 2015 (This does not include the tax from Part VI).	2b	
c	Add lines 2a and 2b.	2c	6,440
3	Distributable amount before adjustments Subtract line 2c from line 1.	3	1,946,387
4	Recoveries of amounts treated as qualifying distributions.	4	
5	Add lines 3 and 4.	5	1,946,387
6	Deduction from distributable amount (see instructions).	6	
7	Distributable amount as adjusted Subtract line 6 from line 5 Enter here and on Part XIII, line 1.	7	1,946,387

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	2,673,560
b	Program-related investments—total from Part IX-B.	1b	
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc , purposes.	2	
3	Amounts set aside for specific charitable projects that satisfy the		
a	Suitability test (prior IRS approval required).	3a	
b	Cash distribution test (attach the required schedule).	3b	
4	Qualifying distributions. Add lines 1a through 3b Enter here and on Part V, line 8, and Part XIII, line 4	4	2,673,560
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	6,440
6	Adjusted qualifying distributions. Subtract line 5 from line 4.	6	2,667,120

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				1,946,387
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.				4,674,713
b From 2011.				3,468,137
c From 2012.				2,977,713
d From 2013.				841,046
e From 2014.				250,069
f Total of lines 3a through e.	12,211,678			
4 Qualifying distributions for 2015 from Part XII, line 4 ► \$ 2,673,560				
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).	0			
d Applied to 2015 distributable amount.				1,946,387
e Remaining amount distributed out of corpus	727,173			
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	12,938,851			
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				0
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (Election may be required - see instructions).				
8 Excess distributions carryover from 2010 not applied on line 5 or line 7 (see instructions). . .	4,674,713			
9 Excess distributions carryover to 2016. Subtract lines 7 and 8 from line 6a	8,264,138			
10 Analysis of line 9				
a Excess from 2011. . . .				3,468,137
b Excess from 2012. . . .				2,977,713
c Excess from 2013. . . .				841,046
d Excess from 2014. . . .				250,069
e Excess from 2015. . . .				727,173

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.

b

Check box to indicate whether the organization is a private operating foundation described in section ☐ 4942(j)(3) or ☐ 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			(e) Total
(a) 2015	(b) 2014	(c) 2013	(d) 2012	
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 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)				
<div>a Paid during the year</div> <div>See Additional Data Table</div>				
<div>Total</div>			<div>3a</div>	2,493,652
<div>b Approved for future payment</div>				
<div>Total</div>			<div>3b</div>	

Enter gross amounts unless otherwise indicated

[illegible]

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.		

[illegible]

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

b If "Yes," complete the following schedule

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

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.		
	***** _____ Signature of officer or trustee	2016-11-15 _____ Date	***** _____ Title

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

May the IRS discuss this return with the preparer shown below

(see instr)? ☒ Yes ☐ No

Paid Preparer Use Only	Print/Type preparer's name Michael Fontanello	Preparer's Signature	Date	Check if self-employed <input type="checkbox"/>	PTIN P01471027
	Firm's name <input type="checkbox"/> Fontanello Duffield & Otake LLP			Firm's EIN <input type="checkbox"/>	
	Firm's address <input type="checkbox"/> 44 Montgomery Street Suite 1305 San Francisco, CA 94104			Phone no. (415) 983-0200	

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).

Brewster L Kahle

Mary K Austin

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

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
Presidio Hill School 3839 Washington Street San Francisco, CA 94118	N/A	PC	General Support	5,000
SF Center for the Book 300 De Haro Street 334 San Francisco, CA 94103	N/A	PC	General Support	70,000
Oxbow School 530 Third Street Napa, CA 94559	N/A	PC	General Support	1,000
Minnesota Ctr for the Bk Arts 1011 Washington Ave S 100 Minneapolis, MN 55415	N/A	PC	General support	1,000
ACLU Foundation 1663 Mission Street 460 San Francisco, CA 94103	N/A	PC	General support	5,000
Oberlin College Alumni Fund 50 W Lorain Street Oberlin, OH 44074	N/A	PC	Oberlin Alumni Fund	5,000
KQED 2601 Mariposa Street San Francisco, CA 94110	N/A	PC	General support	1,000
KPFA 1929 ML King Jr Way Berkeley, CA 94704	N/A	PC	General support	1,000
Electronic Frontier Fdn 454 Shotwell Street San Francisco, CA 94110	N/A	PC	General support	10,000
The Long Now Foundation PO Box 29462 San Francisco, CA 94129	N/A	PC	General Support	1,010
Public Knowledge 1875 Connecticut Ave NW 650 Washington, DC 20009	N/A	PC	General Support	100,000
Free Software Foundation 59 Temple Place 330 Boston, MA 02111	N/A	PC	General Support	3,142
Bread Puppet Theatre RR2 Glover, VT 05839	N/A	PC	General Support	10,000
Creative Commons Corporation 543 Howard Street 5th Floor San Francisco, CA 94105	N/A	PC	General Support	5,000
Center for Art In Translation 35 Stilman Street 201 San Francisco, CA 94107	N/A	PC	General Support	30,000
Total ▶ 3a				2,493,652

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

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
San Francisco Foundation 225 Bush Street 500 San Francisco, CA 94104	N/A	PC	General Support	70,000
Musical Traditions 332 Valencia St 301 San Francisco, CA 94103	N/A	PC	General Support	5,000
The Codex Foundation 2203 Fourth Street Berkeley, CA 94710	N/A	PC	General Support	1,000
Beat Within 275 Ninth Street San Francisco, CA 94103	N/A	PC	General Support	1,000
Exploratorium Pier 15 San Francisco, CA 94111	N/A	PC	General Support	1,000
SF Mime Troupe 855 Treat Avenue San Francisco, CA 94110	N/A	PC	General Support	5,000
The California Academy of Sciences 55 Music Concourse Drive San Francisco, CA 94118	N/A	PC	Restricted to Student Science Fellows Program	20,000
Wellesley College 106 Central Street Wellesley, MA 02481	N/A	PC	General Support	5,000
American Academy of Arts Sciences 136 Irving Street Cambridge, MA 02138	N/A	PC	General Support	1,000
Democracy Now 87 Lafayette St Floor M New York, NY 10013	N/A	PC	General Support	8,000
UC Berkeley Law - Samuelson Clinic 2080 Addison Street Berkeley, CA 94720	N/A	PC	Samuelson Law, Technology & Public Policy Clinic	1,000
Ecology Action 5798 Ridgewood Road Willits, CA 95490	N/A	PC	General Support	500
Williams College Alumni Fund 75 Park Street Williamstown, MA 01267	N/A	PC	General Support	500
National Academy of Engineering PO Box 96714 Washington, DC 20090	N/A	PC	General Support	1,000
Question Copyrightorg PO Box 20165 Stanford, CA 94309	N/A	PC	General Support	500
Total ▶ 3a				2,493,652

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

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a Paid during the year				
Shotgun Players 1901 Ashby Avenue Berkeley, CA 94703	N/A	PC	General Support	1,000
San Francisco Art Institute 800 Chestnut Street San Francisco, CA 94133	N/A	PC	For educational purposes	10,000
Bumi Sehat Foundation International 25 Colby Street Barre, VT 05641	N/A	PC	Robin Lim's Foundation	10,000
Fidelity Charitable Gift Fund PO Box 770001 Cincinnati, OH 45277	N/A	PC	General Support	2,000,000
Bainbridge Island Museum of Art PO Box 11413 Bainbridge Island, WA 98110	N/A	PC	General Support	1,000
NexMap 572 4th Avenue San Francisco, CA 94118	N/A	PC	General Support	1,000
Author's Alliance PO Box 5805 Berkeley, CA 94705	N/A	PC	General Support	12,000
Int for Study of Know Mgmt in Edu 323 Harvard Avenue Half Moon Bay, CA 94019	N/A	PC	General Support	5,000
PublicResourceOrg Inc 1005 Gravenstein Highway North Sebastopol, CA 95472	N/A	PC	General Support	5,000
ArtSpan 934 Brannan Street San Francisco, CA 94103	N/A	PC	General Support	1,000
The Baffler Foundation 1151 Massachusetts Ave Cambridge, MA 02138	N/A	PC	General Support	1,000
Bainbridge Island Museum of Art PO Box 11413 Bainbridge Island, WA 98110	N/A	PC	In Honor of SFCB	500
Interfaze Educational Productions 2600 Tenth Street Berkeley, CA 94710		PC	General Support	5,000
Kala Art Institute 1060 Heinz Ave Berkeley, CA 94710	N/A	PC	General Support	5,000
Letterform Archive 1001 Mariposa St 307 San Francisco, CA 94107	N/A	PC	General Support	5,000
Total ▶ 3a				2,493,652

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

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
Other Minds 333 Valencia Street Suite 303 San Francisco, CA 94103	N/A	PC	General Support	40,000
Planned Parenthood 123 William Street New York, NY 10038	N/A	PC	General Support	5,000
Presidio High School 3839 Washington Street San Francisco, CA 94118	N/A	PC	SFCB Workshop for 4th Grade	500
Retro Report 633 Third Avenue 16th Floor New York, NY 10017	N/A	PC	General Support	17,000
Total ▶ 3a				2,493,652

TY 2015 Accounting Fees Schedule**Name:** KahleAustin Foundation**EIN:** 91-1816164**Software ID:** 15000324**Software Version:** 2015v2.0

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
Audit	7,500	0	0	7,500
Tax Preparation	5,890	0	0	5,890

TY 2015 Investments Corporate Bonds Schedule**Name:** KahleAustin Foundation**EIN:** 91-1816164**Software ID:** 15000324**Software Version:** 2015v2.0

Name of Bond	End of Year Book Value	End of Year Fair Market Value
Accrued Interest	42,113	42,113
Coca Cola 1.800% 9/1/2016 1,000,000 Sh	1,006,420	1,006,420
Wells Fargo 5.125% 9/15/2016 500,000 Sh	513,975	513,975
Amgen Inc 2.125% 5/15/2017 1,000,000 Sh	1,006,100	1,006,100
Walt Disney 1.100% 12/1/2017 500,000 Sh	498,420	498,420
Berksh Hath 1.300% 5/5/2018 500,000 Sh	495,830	495,830
Colgate 1.500% 11/1/2018 1,000,000 Sh	1,003,430	1,003,430
GE Cap Co 1.000% 1/8/2016 300,000 Sh	300,003	300,003
Cisco Sys 3.150% 3/14/2017 600,000 Sh	614,784	614,784
Pfizer Inc 1.100% 5/15/2017 300,000 Sh	299,757	299,757
JP Morgan 6.000% 1/15/2018 500,000 Sh	540,030	540,030
Walmart 1.125% 4/11/2018 300,000 Sh	298,749	298,749

TY 2015 Investments Corporate Stock Schedule**Name:** KahleAustin Foundation**EIN:** 91-1816164**Software ID:** 15000324**Software Version:** 2015v2.0

Name of Stock	End of Year Book Value	End of Year Fair Market Value
Pfizer Incorporated, 31,200 Sh	1,007,136	1,007,136
American Express Co, 15,000 Sh	1,043,250	1,043,250
Berkshire Hathaway Inc. 8,000 Sh	1,056,320	1,056,320
Johnson & Johnson, 8,700 Sh	893,664	893,664
Capital One Financial Corp 11,000 Sh	793,980	793,980
Crown Castle Intl 13,100 Sh	1,132,495	1,132,495
Estee Lauder Co, 12,300 Sh	1,083,138	1,083,138
Abbott Laboratories, 27,400 Sh	1,230,534	1,230,534
Abbvie Inc, 21,600 Sh	1,279,584	1,279,584
Blackrock Inc, Sh 2,900	987,508	987,508
JP Morgan Chase & CO, 17,600 Sh	1,162,128	1,162,128
Amer Intl GP Inc, 11,000 Sh	681,670	681,670
CBS Corp, 23,000 Sh	1,083,990	1,083,990
Cisco Sys Inc, 28,200 Sh	765,771	765,771
Citigroup Inc, 25,100 Sh	1,298,925	1,298,925
Gilead Science, 11,100 Sh	1,123,209	1,123,209
Nestle Spon ADR, 10,300 Sh	766,526	766,526
Time Warner Inc, 12,000 Sh	776,040	776,040
Visa Inc, 15,100 Sh	1,171,005	1,171,005

TY 2015 Investments - Other Schedule**Name:** KahleAustin Foundation**EIN:** 91-1816164**Software ID:** 15000324**Software Version:** 2015v2.0

Category/ Item	Listed at Cost or FMV	Book Value	End of Year Fair Market Value
Open Library of San Francisco	FMV	7,701,939	7,701,939
Solar City	FMV	401,000	401,000
Ishares MSCI Pacific Ex-Japan, 27,000 Sh	FMV	1,036,530	1,036,530
Wisdomtree Trust Japan, 40,800 Sh	FMV	2,043,264	2,043,264
Goldman Sachs Strategic, 100,611.650 Sh	FMV	967,884	967,884
Templeton Global, 77,859.529 Sh	FMV	894,606	894,606
IShares Europe ETF, 29,000 Sh	FMV	1,163,190	1,163,190

TY 2015 Other Assets Schedule**Name:** KahleAustin Foundation**EIN:** 91-1816164**Software ID:** 15000324**Software Version:** 2015v2.0

Description	Beginning of Year - Book Value	End of Year - Book Value	End of Year - Fair Market Value
PRI - SFCFB	8,334	8,334	8,334

TY 2015 Other Expenses Schedule**Name:** KahleAustin Foundation**EIN:** 91-1816164**Software ID:** 15000324**Software Version:** 2015v2.0

Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
Bookkeeping	2,150			2,150
Filing Fees	225			225
Rental Expenses	154,497			164,143

TY 2015 Other Income Schedule**Name:** KahleAustin Foundation**EIN:** 91-1816164**Software ID:** 15000324**Software Version:** 2015v2.0

Description	Revenue And Expenses Per Books	Net Investment Income	Adjusted Net Income
Insurance Proceeds	390,342		
Rental Income - Noninvestment Property	347,256		

TY 2015 Other Liabilities Schedule**Name:** KahleAustin Foundation**EIN:** 91-1816164**Software ID:** 15000324**Software Version:** 2015v2.0

Description	Beginning of Year - Book Value	End of Year - Book Value
Deferred Federal Excise Taxes	29,000	5,000

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

**TY 2015 Other
Notes/Loans Receivable
Long Schedule**

Name: KahleAustin Foundation

EIN: 91-1816164

Software ID: 15000324

Software Version: 2015v2.0

Borrower's Name	Relationship to Insider	Original Amount of Loan	Balance Due	Date of Note	Maturity Date	Repayment Terms	Interest Rate	Security Provided by Borrower	Purpose of Loan	Description of Lender Consideration	Consideration FMV
Red Victorian LLC	N/A	100,000	93,139	2014-07	2024-07	Monthly	500 00 %	N/A	Investment	N/A	

TY 2015 Other Professional Fees Schedule**Name:** KahleAustin Foundation**EIN:** 91-1816164**Software ID:** 15000324**Software Version:** 2015v2.0

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
Investment Management Fees	199,130	199,130	0	0

TY 2015 Taxes Schedule**Name:** KahleAustin Foundation**EIN:** 91-1816164**Software ID:** 15000324**Software Version:** 2015v2.0

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
Excise Taxes	8,180			