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Form **990-PF****Return of Private Foundation**
or Section 4947(a)(1) Trust Treated as Private Foundation

OMB No. 1545-0052

2016Department of the Treasury
Internal Revenue Service▶ Do not enter social security numbers on this form as it may be made public.
▶ Information about Form 990-PF and its separate instructions is at www.irs.gov/form990pf.

Open to Public Inspection

For calendar year 2016 or tax year beginning

, 2016, and ending

, 20

Name of foundation The RHE Charitable Foundation		A Employer identification number 26-2469224
Number and street (or P.O. box number if mail is not delivered to street address) 51 Sussex Street		B Telephone number (see instructions) (415) 424-7882
City or town, state or province, country, and ZIP or foreign postal code San Francisco, CA 94131		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) ▶ \$ 3,821,076		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 checked="" type="checkbox"/> Cash <input 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).)		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
Revenue	1 Contributions, gifts, grants, etc., received (attach schedule)				
	2 Check <input checked="" type="checkbox"/> If the foundation is not required to attach Sch. B				
	3 Interest on savings and temporary cash investments	49,626	49,626		
	4 Dividends and interest from securities	77,850	77,850		
	5a Gross rents				
	b Net rental income or (loss)				
	6a Net gain or (loss) from sale of assets not on line 10	24,059			
	b Gross sales price for all assets on line 6a 1,144,612				
	7 Capital gain net income (from Part IV, line 2)		24,059		
	8 Net short-term capital gain				
	9 Income modifications				
	10a Gross sales less returns and allowances				
b Less: Cost of goods sold					
c Gross profit or (loss) (attach schedule)					
11 Other income (attach schedule)					
12 Total. Add lines 1 through 11	151,535	151,535			
Operating and Administrative Expenses	13 Compensation of officers, directors, trustees, etc	85,000			85,000
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits	7,332			7,332
	16a Legal fees (attach schedule)				
	b Accounting fees (attach schedule)				
	c Other professional fees (attach schedule) STM109	7,800			7,800
	17 Interest	1	1		
	18 Taxes (attach schedule) (see instructions) STM110	11,008	509		6,691
	19 Depreciation (attach schedule) and depletion STM126	696			
	20 Occupancy				
	21 Travel, conferences, and meetings	1,540			1,540
	22 Printing and publications				
	23 Other expenses (attach schedule) STM103	52,627	46,755		5,872
	24 Total operating and administrative expenses. Add lines 13 through 23	166,004	47,265		114,235
	25 Contributions, gifts, grants paid	150,798			150,798
26 Total expenses and disbursements. Add lines 24 and 25	316,802	47,265		265,033	
27 Subtract line 26 from line 12:					
a Excess of revenue over expenses and disbursements	(165,267)				
b Net investment income (if negative, enter -0-)		104,270			
c Adjusted net income (if negative, enter -0-)				0	

For Paperwork Reduction Act Notice, see Instructions.

Form 990-PF (2016)

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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	145,663	150,070	150,070
	3 Accounts receivable			
	Less: allowance for doubtful accounts			
	4 Pledges receivable			
	Less: allowance for doubtful accounts			
	5 Grants receivable			
	6 Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see instructions)			
	7 Other notes and loans receivable (attach schedule)			
	Less: allowance for doubtful accounts			
	8 Inventories for sale or use			
	9 Prepaid expenses and deferred charges			
	10a Investments - U.S. and state government obligations (attach schedule)			
	b Investments - corporate stock (attach schedule) STM137	2,239,747	2,039,408	2,474,745
	c Investments - corporate bonds (attach schedule) STM138	1,125,912	1,146,018	1,181,428
	11 Investments - land, buildings, and equipment, basis			
Liabilities	Less: accumulated depreciation (attach schedule)			
	12 Investments - mortgage loans			
	13 Investments - other (attach schedule)			
	14 Land, buildings, and equipment basis			
	Less: accumulated depreciation (attach schedule)			
	15 Other assets (describe) STM120			
	16 Total assets (to be completed by all filers - see the instructions. Also, see page 1, item I)	3,513,318	3,338,972	3,821,076
	17 Accounts payable and accrued expenses			
	18 Grants payable			
	19 Deferred revenue			
	20 Loans from officers, directors, trustees, and other disqualified persons			
	21 Mortgages and other notes payable (attach schedule)			
	22 Other liabilities (describe) STM121	63	63	
	23 Total liabilities (add lines 17 through 22)	63	63	
Net Assets or Fund Balances	Foundations that follow SFAS 117, check here <input type="checkbox"/>			
	and complete lines 24 through 26 and lines 30 and 31.			
	24 Unrestricted			
	25 Temporarily restricted			
	26 Permanently restricted			
	Foundations that do not follow SFAS 117, check here <input checked="" 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	3,513,255	3,338,909	
	30 Total net assets or fund balances (see instructions)	3,513,255	3,338,909	
	31 Total liabilities and net assets/fund balances (see instructions)	3,513,318	3,338,972	

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	3,513,255
2 Enter amount from Part I, line 27a	2	(165,267)
3 Other increases not included in line 2 (itemize)	3	
4 Add lines 1, 2, and 3	4	3,347,988
5 Decreases not included in line 2 (itemize) STM116	5	9,079
6 Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	3,338,909

Part IV Capital Gains and Losses for Tax on Investment Income

(a) List and describe the kind(s) of property sold (e.g., real estate, 2-story brick warehouse; or common stock, 200 shs MLC Co.)	(b) How acquired P-Purchase D-Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
1a See STM134			
b			
c			
d			
e			

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
a 1,144,612		1,120,553	24,059
b			
c			
d			
e			

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	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	(l) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col. (h))
a			24,059
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 24,059**

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 (35,182)**

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

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

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

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

☐ Yes ☒ No

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

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

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col. (b) divided by col. (c))
2015	269,506	3,938,879	0.068422
2014	358,461	4,153,111	0.086311
2013	393,884	4,263,822	0.092378
2012	334,620	4,320,221	0.077454
2011	230,387	4,199,675	0.054858

2 Total of line 1, column (d) **2 0.379424**

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 0.075885**

4 Enter the net value of noncharitable-use assets for 2016 from Part X, line 5 **4 3,805,142**

5 Multiply line 4 by line 3 **5 288,753**

6 Enter 1% of net investment income (1% of Part I, line 27b) **6 1,043**

7 Add lines 5 and 6 **7 289,796**

8 Enter qualifying distributions from Part XII, line 4 **8 265,033**
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 instructions)

1a	Exempt operating foundations described in section 4940(d)(2), check here <input type="checkbox"/> and enter "N/A" on line 1. Date of ruling or determination letter: _____ (attach copy of letter if necessary-see instructions)		
b	Domestic foundations that meet the section 4940(e) requirements in Part V, check here <input type="checkbox"/> and enter 1% of Part I, line 27b	1	2,085
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	2,085
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	2,085
6	Credits/Payments:		
a	2016 estimated tax payments and 2015 overpayment credited to 2016	6a	3,550
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	3,550
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	1,465
11	Enter the amount of line 10 to be: Credited to 2017 estimated tax <input type="checkbox"/> 1,465 Refunded <input type="checkbox"/>	11	

Part VII-A Statements Regarding Activities

	Yes	No
1a During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?		X
b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see Instructions for the definition)? If the answer is "Yes" to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities.		X
c Did the foundation file Form 1120-POL for this year?		X
d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year: (1) On the foundation. \$ _____ (2) On foundation managers. \$ _____		
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers. \$ _____		
2 Has the foundation engaged in any activities that have not previously been reported to the IRS? If "Yes," attach a detailed description of the activities.		X
3 Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? If "Yes," attach a conformed copy of the changes		X
4a Did the foundation have unrelated business gross income of \$1,000 or more during the year?		X
b If "Yes," has it filed a tax return on Form 990-T for this year?		
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? If "Yes," attach the statement required by General Instruction T		X
6 Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either: • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	X	
7 Did the foundation have at least \$5,000 in assets at any time during the year? If "Yes," complete Part II, col. (c), and Part XV	X	
8a Enter the states to which the foundation reports or with which it is registered (see instructions)		
CA		
b If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by General Instruction G? If "No," attach explanation	X	
9 Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2016 or the taxable year beginning in 2016 (see instructions for Part XIV)? If "Yes," complete Part XIV		X
10 Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses		X

Part VII-A Statements Regarding Activities (continued)

11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions)	11	Yes	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		X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application?	13	X	
Website address ▶ None				
14	The books are in care of ▶ Jennifer Heyneman Sousa	Telephone no. ▶ 415-424-7882		
	Located at ▶ 51 Sussex Street, San Francisco, CA	ZIP+4 ▶ 94131		
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 2016, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country? See the instructions for exceptions and filing requirements for FinCEN Form 114. If "Yes," enter the name of the foreign country ▶	16	Yes	No
				X

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

File Form 4720 if any item is checked in the "Yes" column, unless an exception applies.			Yes	No
1a	During the year did the foundation (either directly or indirectly):			
	(1) Engage in the sale or exchange, or leasing of property with a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No			
	(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No			
	(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No			
	(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? <input 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)? Organizations relying on a current notice regarding disaster assistance check here <input type="checkbox"/>	1b		
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 2016?	1c		X
2	Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5)):			
a	At the end of tax year 2016, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2016? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No If "Yes," list the years ▶			
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 ▶			
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 2016 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 2016.)	3b		
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a		X
b	Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2016?	4b		X

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)? ☐ Yes ☒ No
Organizations relying on a current notice regarding disaster assistance check here ☐c If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant? ☐ Yes ☐ No
If "Yes," attach the statement required by Regulations section 53.4945-5(d).6a Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract? ☐ Yes ☒ Nob Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract? ☐ Yes ☒ No
If "Yes" to 6b, file Form 8870.7a At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction? ☐ Yes ☒ Nob If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction? ☐ Yes ☒ No**Part VIII** Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors

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

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (if not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
See 990 OFOV				
Jennifer Heyneman Sousae	President, Exec			
51 Sussex Street, CA 94131	40.00	85,000	7,332	0
Jeffrey Arnold	Board Member			
51 Sussex Street, CA 94131	1.00	0	0	0
Nadananda Hamilton	Board Member			
51 Sussex Street, CA 94131	1.00	0	0	0
William Sousae	Vice President			
51 Sussex Street, CA 94131	20.00	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	(b) Title, and average hours per week devoted to position	(c) Compensation	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
NONE				

Total number of other employees paid over \$50,000 ☐ 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
NONE		
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 None	
2	0
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	3,725,334
b	Average of monthly cash balances	1b	134,278
c	Fair market value of all other assets (see instructions)	1c	3,476
d	Total (add lines 1a, b, and c)	1d	3,863,088
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	1e	
2	Acquisition indebtedness applicable to line 1 assets	2	0
3	Subtract line 2 from line 1d	3	3,863,088
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	57,946
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	3,805,142
6	Minimum investment return. Enter 5% of line 5	6	190,257

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	190,257
2a	Tax on investment income for 2016 from Part VI, line 5	2a	2,085
b	Income tax for 2016. (This does not include the tax from Part VI.)	2b	
c	Add lines 2a and 2b	2c	2,085
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	188,172
4	Recoveries of amounts treated as qualifying distributions	4	
5	Add lines 3 and 4	5	188,172
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	188,172

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	265,033
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	265,033
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	Adjusted qualifying distributions. Subtract line 5 from line 4	6	265,033

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 2015	(c) 2015	(d) 2016
1 Distributable amount for 2016 from Part XI, line 7				188,172
2 Undistributed income, if any, as of the end of 2016:				
a Enter amount for 2015 only				
b Total for prior years:				
3 Excess distributions carryover, if any, to 2016:				
a From 2011	23,867			
b From 2012	97,332			
c From 2013	184,195			
d From 2014	152,875			
e From 2015	76,080			
f Total of lines 3a through e	534,349			
4 Qualifying distributions for 2016 from Part XII, line 4: ▶ \$ 265,033				
a Applied to 2015, 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 2016 distributable amount				188,172
e Remaining amount distributed out of corpus	76,861			
5 Excess distributions carryover applied to 2016 (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	611,210			
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 2015. 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 2017				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 2011 not applied on line 5 or line 7 (see instructions)	23,867			
9 Excess distributions carryover to 2017. Subtract lines 7 and 8 from line 6a	587,343			
10 Analysis of line 9:				
a Excess from 2012	97,332			
b Excess from 2013	184,195			
c Excess from 2014	152,875			
d Excess from 2015	76,080			
e Excess from 2016	76,861			

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 2016, enter the date of the ruling

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

	Tax year				(e) Total
	(a) 2016	(b) 2015	(c) 2014	(d) 2013	
2a Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed					
b 85% of line 2a					
c Qualifying distributions from Part XII, line 4 for each year listed					
d Amounts included in line 2c not used directly for active conduct of exempt activities					
e Qualifying distributions made directly for active conduct of exempt activities. Subtract line 2d from line 2c					
3 Complete 3a, b, or c for the alternative test relied upon:					
a "Assets" alternative test - enter:					
(1) Value of all assets					
(2) Value of assets qualifying under section 4942(j)(3)(B)(i)					
b "Endowment" alternative test - enter 2/3 of minimum investment return shown in Part X, line 6 for each year listed					
c "Support" alternative test - enter:					
(1) Total support other than gross investment income (interest, dividends, rents, payments on securities loans (section 512(a)(5)), or royalties)					
(2) Support from general public and 5 or more exempt organizations as provided in section 4942(j)(3)(B)(iii)					
(3) Largest amount of support from an exempt organization					
(4) Gross investment income					

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

1 **Information Regarding Foundation Managers:**

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

None

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.

None

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

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

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

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 Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a Paid during the year				
African American Shakespeare Co 762 Fulton Street Ste 306 San Francisco, CA 94102	None	PC	Edgy Arts: Theater producing works with color	5,000
Bay Area Wilderness Training 1050 E 8th St Oakland, CA 94612	None	PC	Environment, Human Resilience: General Operating	10,600
California Academy of Sciences 550 Music Concourse Dr San Francisco, CA 94118	None	PC	Environment Donations	10,000
Central Works 2315 Durant Avenue Berkeley, CA 94704	None	PC	Edgy Arts: General Operating	5,000
Crowded Fire Theater Company 870 Innes Avenue San Francisco, CA 94124	None	PC	Edgy Arts: Theatre Producing New Challenging	1,500
Cutting Ball Theater 277 Taylor Street San Francisco, CA 94102	None	PC	Edgy Arts: General Operating	10,000
Friends of Eel River PO Box 4945 Arcata, CA 95518	None	PC	Environment: General Operating Grant	10,000
Marin Audubon Society PO Box 599 Mill Valley, CA 94942-0599	None	PC	Environment: Marshland Purchase and	4,000
Total			3a	
b Approved for future payment				
Total			3b	

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

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a Paid during the year				
Marin Baroque 1330 Lincoln Avenue Ste 133 San Rafael, CA 94901	None	PC	Edgy Arts: Support Orchestra and Chorus	3,000
Mercado Global 254-36th St Ste 308 Brooklyn, NY 11232	None	PC	Human Resilience	1,000
Marin Community Fdn New Leader 5 Hamilton Landing Ste 200 Novato, CA 94949	None	PC	Education and Human Resilience	2,500
San Francisco Mime Troupe 855 Treat Avenue San Francisco, CA 94110	None	PC	Edgy Arts: Benefit	1,200
Playwrights Foundation 1616 16th St San Francisco, CA 94103	None	PC	Edgy Arts: General Operating	22,000
Point Blue 3820 Cypress Drive 11 Petaluma, CA 94954	None	PC	Environment: Farallon Islands Field Research	7,000
Stepping Stone SF Women's Rehab Fdn 255 Tenth Ave San Francisco, CA 94118	None	PC	Human Resilience: General Operating Grant	10,600
Swords to Plowshares 1060 Howard Street San Francisco, CA 94103	None	PC	Human Resilience: General Operating Grant	11,049
Total			3a	
b Approved for future payment				
Total			3b	

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

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a Paid during the year				
Theater Bay Area 1119 Market Street 2nd Fl San Francisco, CA 94103	None	PC	Edgy Arts: RHE Fellowship	13,800
Earth Island Inst-Womens Earth 2150 Alston Way Berkeley, CA 94704	None	PC	Environment, Human Resilience: Women's Global	3,000
Vida Verde Nature Education 3540 La Honda Road San Gregorio, CA 94074	None	PC	Environment, Human Resilience: Outdoors Program	6,000
4-Walls International M500 West Harbor Drive San Diego, CA 92101	None	PC	Human Resilience: Housing with Recycled	2,000
Ashkenaz Community Center 1317 San Pablo Avenue Berkeley, CA 94702	None	PC	Arts: International Music, Dance,	250
Corp of the Fine Arts de Young Mus Hagiwara Tea Garden Dr Golden Gate San Francisco, CA 94118	None	PC	Arts	249
Aurora Theater Company 2081 Addison St Berkeley, CA 94704	None	PC	Edgy Arts: Contribution to Fundraiser	250
Bay Area Childrens Theater 6114 La Salle Ave Ste 431 Oakland, CA 94611	None	PC	Edgy Arts: Cultivate Next Generation	500
Total			3a	
b Approved for future payment				
Total			3b	

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				
Earth Island Inst - Food Shift 2150 Alston Way Berkeley, CA 94704	None	PC	Environment, Human Resilience: Food	1,000
Hip Hop for Change 2313 San Pablo Berkeley, CA 94702	None	PC	Human Resilience and Arts: General Operating Grant	1,000
Magic Theatre Fort Mason Center Bldg D San Francisco, CA 94123	None	PC	Edgy Arts: Devoted to Producing New	1,250
Marine Mammal Center 2000 Bunker Road Fort Kronkite Sausalito, CA 94965	None	PC	Environmental Conservation - Sea Mammals	700
National Wildlife Federation 11000 Wildlife Center Drive Reston, VA 20190	None	PC	Environmental Conservation	100
Shotgun Players 1901 Ashby Ave Berkeley, CA 94703	None	PC	Edgy Arts: New Lighting	500
Southern Poverty Law Center 400 Washington Avenue Montgomery, AL 36104	None	PC	Human Resilience	700
Ubuntu Theater Project 248 W 35th St 10th Fl New York, NY 10001	None	PC	Edgy Arts: Marcus Gardley Play	5,000
Total			3a	
b Approved for future payment				
Total			3b	

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

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a Paid during the year 2 Space 499 Alabama St Ste 450 San Francisco, CA 94110	None	PC	Edgy Arts: "100 Days" Project	50
Total			3a	150,798
b Approved for future payment				
Total			3b	

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			14	49,626	
4 Dividends and interest from securities			14	88,750	
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					
8 Gain or (loss) from sales of assets other than inventory			18	24,059	
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)				162,435	
13 Total. Add line 12, columns (b), (d), and (e)			13	162,435	

(See worksheet in line 13 instructions to verify calculations.)

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

Line No.



Explain below how each activity for which income is reported in column (e) of Part XVI-A contributed importantly to the accomplishment of the foundation's exempt purposes (other than by providing funds for such purposes). (See instructions.)

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The RHE Charitable Foundation		26-2469224

Form 990PF - Part III - Line 5
Other Decreases Schedule

Statement #116

Federal Excise Tax	3,808
Book to Tax Difference - Fees paid	3,846
Book to Tax Difference -Investment	1,219
Book to Tax Difference - Timing Div	206
Total	9,079

Form 990PF - Part II - Line 15
Other Assets Schedule

PG01
Statement #120

Description	BOY Book	EOY Book	FMV
Accrued Interest			11,357
Total			11,357

Form 990PF - Part II - Line 22
Other Liabilities Schedule

PG01
Statement #121

Description	BOY Amount	EOY Amount
Payroll Liability	63	63
Total	63	63

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Name(s) as shown on return

FEIN

The RHE Charitable Foundation**26-2469224****Form 990PF - Part II - Line 10(b)**
Investments: Corporate Stock Schedule**Statement #137**

Category	BOY	Book Value	EOY FMV
Equities held at Merrill Lynch	1,049,020	931,381	1,186,131
Mutual and closed end funds	1,190,727	1,108,027	1,288,614
Totals	2,239,747	2,039,408	2,474,745

Form 990PF - Part II - Line 10(c)
Investments: Corporate Bond Schedule**PG01**
Statement #138

Category	BOY	Book Value	EOY FMV
Bonds held at Merrill Lynch	1,125,912	1,146,018	1,181,428
Totals	1,125,912	1,146,018	1,181,428

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Statement #103-

Form 990PF - Part I - Line 23 - Other Expenses Schedule

Description	Revenue and expenses	Net investment	Adjusted net income	Charitable purpose
Business registration fees	70	0	0	70
Auto expense	4	0	0	4
Grant Preparation Research	2,200	0	0	2,200
Telephone	28	0	0	28
Meals w prospective grantees	1,771	0	0	1,771
Office expense	351	0	0	351
Supplies	47	0	0	47
Postage and mailings	141	0	0	141
Miscellaneous	266	0	0	266
Payroll processing fees	994	0	0	994
Investment Management Fees	46,605	46,605	0	0
Annual Management Fee	150	150	0	0
Totals	52,627	46,755	0	5,872

PG01

Statement #109-

Form 990PF - Part I - Line 16(c) - Other Professional Fees Schedule

Description	Revenue and expenses	Net investment	Adjusted net income	Charitable purpose
Accounting	6,200	0	0	6,200
Outside Contract Services	1,600	0	0	1,600
Totals	7,800	0	0	7,800

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Form 990PF - Part I - Line 18 - Taxes Schedule

Statement #110~

Description	Revenue and expenses	Net investment	Adjusted net income	Charitable purpose
Foreign Tax Paid	509	509	0	0
Payroll Taxes	6,691	0	0	6,691
Federal Excise Tax	3,808	0	0	0
Totals	11,008	509	0	6,691

PG01

Statement #126

Form 990PF - Part I - Line 19 - Depreciation Schedule

Description	Date Acquired	Cost or Other basis	Prior year Depreciation	Computation Method	Rate	Life	Current Year Depreciation	Net Investment Income	Adjusted Net Income
Projector	06-19-2009	658	658	SL	0	5	0	0	0
Copier	11-20-2009	678	678	SL	0	5	0	0	0
Computer	01-08-2013	1,981	990	SL	20	5	396	0	0
Cell Phone	07-31-2014	703	211	SL	20	5	141	0	0
Computer Equipment	12-10-2015	526	13	SL	20	5	105	0	0
Office Computer	10-17-2016	1,642		SL	2.5	5	41	0	0
Laptop Computer	12-30-2016	521		SL	2.5	5	13	0	0
Totals		6,709	2,550				696		

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Form 990-PF - Part IV - Capital Gains And Losses Information (Overflow)

Statement #134~

Description	P-Purchase D-Donation	Date Acquired	Date Sold	Sales Price	Depreciation	Cost or other basis	Gain or Loss	Gains Minus Excess of Losses
ML Capital Gain Distributions	P		12-31-2016	10,126			10,126	10,126
Cummins Inc	P	05-05-2015	03-17-2016	54,784		69,990	(15,206)	(15,206)
Target Corp	P	03-17-2016	07-12-2016	66,086		74,796	(8,710)	(8,710)
Van Eck Emerging Markets FD C Y	P	07-12-2016	12-09-2016	29,583		30,000	(417)	(417)
Calamos International Growth Fund I	P	12-17-2015	07-12-2016	71		72	(1)	(1)
Blackrock Global Long Short Credit	P	12-24-2015	12-09-2016	2,490		2,431	59	59
American Euro Pacific Growth Fund	P	12-24-2015	07-12-2016	3,216		3,236	(20)	(20)
Calamos Evolving World Growth Fd	P	07-12-2016	12-09-2016	38,111		40,000	(1,889)	(1,889)
Van Eck Unconstr Emer Markets Bd	P	05-05-2015	03-17-2016	21,004		23,799	(2,795)	(2,795)
Deutsche Croci International Fd	P	01-01-2016	03-17-2016	55,769		61,972	(6,203)	(6,203)
Automatic Data Proc	P	04-30-2013	12-09-2016	24,517		14,639	9,878	9,878
Eastman Chemical Co COM	P	01-09-2014	07-12-2016	66,983		75,627	(8,644)	(8,644)
Exxon Mobil Corp	P	11-08-2012	08-11-2016	63,134		64,023	(889)	(889)
Prudential Global Short Duration HY	P	12-20-2012	03-17-2016	73,427		100,000	(26,573)	(26,573)
JPMorgan Chase	P	10-10-2011	12-09-2016	25,487		9,700	15,787	15,787
Johnson and Johnson	P	04-30-2013	12-09-2016	33,422		25,577	7,845	7,845
Linear Technology Corp	P	11-08-2012	03-17-2016	87,563		65,767	21,796	21,796
Paychex Inc	P	09-25-2012	03-17-2016	107,718		67,853	39,865	39,865
Raytheon Co Delaware New	P	09-09-2013	03-17-2016	24,428		15,166	9,262	9,262
Calamos International Growth Fd	P	12-18-2014	07-12-2016	45,994		55,136	(9,142)	(9,142)
Blackrock Global Long Short Cr	P	12-23-2014	12-09-2016	48,938		52,489	(3,551)	(3,551)
American Euro Pacific Growth Fd	P	04-30-2013	07-12-2016	95,909		92,784	3,125	3,125
Van Eck Unconstr Emer Markets Bd	P	01-02-2015	03-17-2016	29,150		32,992	(3,842)	(3,842)
Avon Products	P	02-07-2011	11-30-2016	78,544		75,541	3,003	3,003
Ishares Tr RAFZ Value	P	02-07-2011	07-12-2016	58,158		66,963	(8,805)	(8,805)
Total				1,144,612		1,120,553	24,059	24,059

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Form 4562 - Line 26

Statement #567

Description	Date	#Bus	Cost	Depr Basis	RP	Method	Deduction	179 Ded
Computer	01-08-2013	100	1,981	1,981	5	SL HY	396	
Cell Phone	07-31-2014	100	703	703	5	SL HY	141	
Computer Equipment	12-10-2015	100	526	526	5	SL MQ	105	
Office Computer	10-17-2016	100	1,642	1,642	5	SL MQ	41	
Laptop Computer	12-30-2016	100	521	521	5	SL MQ	13	

Total

696

Name(s) as shown on return

FEIN

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Interest Income

Description	Amount
Merrill Lynch 02252	\$ 10
Merrill Lynch 04031	49,616
Total:	<u>\$ 49,626</u>

Employee Benefits

Description	Amount
Health Insurance	\$ 7,332
Total:	<u>\$ 7,332</u>

Savings and temporary cash investments

Description	Amount
Merrill Lynch Business Account	\$ 114,190
Merrill Lynch Brokerage Account	35,880
Total:	<u>\$ 150,070</u>