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Form **990-PF**
 Department of the Treasury
 Internal Revenue Service

Return of Private Foundation
or Section 4947(a)(1) Trust Treated as Private Foundation
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 ▶ Information about Form 990-PF and its instructions is at www.irs.gov/form990pf.

OMB No 1545-0052
2016
Open to Public Inspection

For calendar year 2016, or tax year beginning 01-01-2016, and ending 12-31-2016

Name of foundation THE FREMONT GROUP FOUNDATION		A Employer identification number 33-3255428	
Number and street (or P O box number if mail is not delivered to street address) Room/suite PO BOX 193809		B Telephone number (see instructions) (415) 284-8503	
City or town, state or province, country, and ZIP or foreign postal code SAN FRANCISCO, CA 941193809		C If exemption application is pending, check here <input type="checkbox"/>	
G Check all that apply: <input type="checkbox"/> Initial return <input type="checkbox"/> Initial return of a former public charity <input type="checkbox"/> Final return <input type="checkbox"/> Amended return <input type="checkbox"/> Address change <input type="checkbox"/> Name 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) ▶ \$ 11,612,253		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 type="checkbox"/> Accrual <input checked="" type="checkbox"/> Other (specify) <u>MODIFIED CASH</u> (Part I, column (d) must be on cash basis)			

Part I Analysis of Revenue and Expenses <i>(The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see instructions))</i>		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
1	Contributions, gifts, grants, etc., received (attach schedule)				
2	Check <input checked="" type="checkbox"/> if the foundation is not required to attach Sch B				
3	Interest on savings and temporary cash investments				
4	Dividends and interest from securities	125,215	125,215		
5a	Gross rents				
b	Net rental income or (loss)				
6a	Net gain or (loss) from sale of assets not on line 10	485,648			
b	Gross sales price for all assets on line 6a	918,807			
7	Capital gain net income (from Part IV, line 2)		485,648		
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	610,863	610,863		
13	Compensation of officers, directors, trustees, etc	0	0		0
14	Other employee salaries and wages				
15	Pension plans, employee benefits				
16a	Legal fees (attach schedule)	2,356	0		2,356
b	Accounting fees (attach schedule)	53,100	0		53,100
c	Other professional fees (attach schedule)	15,750	15,750		0
17	Interest	3	3		0
18	Taxes (attach schedule) (see instructions)	6,560	615		0
19	Depreciation (attach schedule) and depletion				
20	Occupancy				
21	Travel, conferences, and meetings				
22	Printing and publications				
23	Other expenses (attach schedule)	1,611	0		1,611
24	Total operating and administrative expenses. Add lines 13 through 23	79,380	16,368		57,067
25	Contributions, gifts, grants paid	500,385			500,385
26	Total expenses and disbursements. Add lines 24 and 25	579,765	16,368		557,452
27	Subtract line 26 from line 12				
a	Excess of revenue over expenses and disbursements	31,098			
b	Net investment income (if negative, enter -0-)		594,495		
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			
	2 Savings and temporary cash investments	149,072	116,665	116,665
	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	3,334	8,389	8,389
	10a Investments—U S and state government obligations (attach schedule)			
	b Investments—corporate stock (attach schedule)			
	c Investments—corporate bonds (attach schedule)			
	11 Investments—land, buildings, and equipment basis ▶ _____ Less accumulated depreciation (attach schedule) ▶ _____			
	12 Investments—mortgage loans			
	13 Investments—other (attach schedule)	7,646,292	7,704,742	11,487,199
	14 Land, buildings, and equipment basis ▶ _____ Less accumulated depreciation (attach schedule) ▶ _____			
15 Other assets (describe ▶ _____)				
16 Total assets (to be completed by all filers—see the instructions Also, see page 1, item I)	7,798,698	7,829,796	11,612,253	
Liabilities	17 Accounts payable and accrued expenses			
	18 Grants payable		10,000	
	19 Deferred revenue			
	20 Loans from officers, directors, trustees, and other disqualified persons			
	21 Mortgages and other notes payable (attach schedule)			
	22 Other liabilities (describe ▶ _____)			
	23 Total liabilities (add lines 17 through 22)	0	10,000	
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	0	0	
	28 Paid-in or capital surplus, or land, bldg , and equipment fund	0	0	
29 Retained earnings, accumulated income, endowment, or other funds	7,798,698	7,819,796		
30 Total net assets or fund balances (see instructions)	7,798,698	7,819,796		
31 Total liabilities and net assets/fund balances (see instructions) .	7,798,698	7,829,796		

Part III Analysis of Changes in Net Assets or Fund Balances			
1 Total net assets or fund balances at beginning of year—Part II, column (a), line 30 (must agree with end-of-year figure reported on prior year's return)		1	7,798,698
2 Enter amount from Part I, line 27a		2	31,098
3 Other increases not included in line 2 (itemize) ▶ _____		3	0
4 Add lines 1, 2, and 3		4	7,829,796
5 Decreases not included in line 2 (itemize) ▶ _____		5	10,000
6 Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30 .		6	7,819,796

Part IV Capital Gains and Losses for Tax on Investment Income

(a) List and describe the kind(s) of property sold (e.g., real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co)		(b) How acquired P—Purchase D—Donation	(c) Date acquired (mo, day, yr)	(d) Date sold (mo, day, yr)
1a See Additional Data Table				
b				
c				
d				
e				
(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)	
a See Additional Data Table				
b				
c				
d				
e				
(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 See Additional Data Table				
b				
c				
d				
e				
Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69				
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		2 485,648
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		{ If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7		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))
2015	536,567	11,603,270	0.046243
2014	443,512	11,276,112	0.039332
2013	396,930	9,978,937	0.039777
2012	408,546	8,663,845	0.047155
2011	451,078	8,508,607	0.053014
2 Total of line 1, column (d)			2 0.225521
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 0.045104
4 Enter the net value of noncharitable-use assets for 2016 from Part X, line 5			4 10,985,879
5 Multiply line 4 by line 3			5 495,507
6 Enter 1% of net investment income (1% of Part I, line 27b)			6 5,945
7 Add lines 5 and 6			7 501,452
8 Enter qualifying distributions from Part XII, line 4			8 557,452
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)

Table with 11 rows for excise tax calculations. Includes categories like 'Exempt operating foundations', 'Domestic foundations that meet the section 4940(e) requirements', and 'Tax due'. Total amount owed is 8,389.

Part VII-A Statements Regarding Activities

Table with 10 rows for activity statements. Questions include 'During the tax year, did the foundation attempt to influence any national, state, or local legislation?' and 'Has the foundation engaged in any activities that have not previously been reported to the IRS?'. Includes 'Yes' and 'No' columns.

Part VII-A Statements Regarding Activities (continued)

11 At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions). 11 No
12 Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement (see instructions) 12 No
13 Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address N/A 13 Yes
14 The books are in care of PRESIDENT DIRECTOR Telephone no (415) 284-8503
Located at 199 FREMONT STREET 22ND FLOOR SAN FRANCISCO CA ZIP+4 94105
15 Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 -Check here 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 instructions for exceptions and filing requirements for FinCEN Form 114, Report of Foreign Bank and Financial Accounts (FBAR) If "Yes," enter the name of the foreign country

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

File Form 4720 if any item is checked in the "Yes" column, unless an exception applies.
1a During the year did the foundation (either directly or indirectly)
(1) Engage in the sale or exchange, or leasing of property with a disqualified person? Yes No
(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? Yes No
(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? Yes No
(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? Yes No
(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)? Yes No
(6) Agree to pay money or property to a government official? (Exception. Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days). Yes No
b If any answer is "Yes" to 1a(1)-(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see instructions)? 1b No
Organizations relying on a current notice regarding disaster assistance check here.
c Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2016? 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 2016, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2016? Yes No
If "Yes," list the years 20, 20, 20, 20
b Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement-see instructions). 2b
c If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here 20, 20, 20, 20
3a Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? Yes No
b If "Yes," did it have excess business holdings in 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 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 2016? 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)? Yes No
 Organizations relying on a current notice regarding disaster assistance check here.

c If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant? Yes No
 If "Yes," attach the statement required by Regulations section 53.4945–5(d)

6a Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract? Yes No

b Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract? Yes No
 If "Yes" to 6b, file Form 8870

7a At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction? Yes No

b If yes, did the foundation receive any proceeds or have any net income attributable to the transaction? Yes No

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
See Additional Data Table				

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	(d) Contributions to employee benefit plans and deferred compensation	Expense account, (e) other allowances
NONE				

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

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

3 Five highest-paid independent contractors for professional services (see instructions). If none, enter "NONE".

(a) Name and address of each person paid more than \$50,000	(b) Type of service	(c) Compensation
NONE		
Total number of others receiving over \$50,000 for professional services. ▶		0

Part IX-A Summary of Direct Charitable Activities

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

	Expenses
1	
2	
3	
4	

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

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

	Amount	
1		
2		
All other program-related investments. See instructions		
3		
Total. Add lines 1 through 3 ▶		0

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

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes		
a	Average monthly fair market value of securities.	1a	11,040,495
b	Average of monthly cash balances.	1b	112,682
c	Fair market value of all other assets (see instructions).	1c	0
d	Total (add lines 1a, b, and c).	1d	11,153,177
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation).	1e	0
2	Acquisition indebtedness applicable to line 1 assets.	2	0
3	Subtract line 2 from line 1d.	3	11,153,177
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions).	4	167,298
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4.	5	10,985,879
6	Minimum investment return. Enter 5% of line 5.	6	549,294

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	549,294
2a	Tax on investment income for 2016 from Part VI, line 5.	2a	5,945
b	Income tax for 2016 (This does not include the tax from Part VI).	2b	
c	Add lines 2a and 2b.	2c	5,945
3	Distributable amount before adjustments. Subtract line 2c from line 1.	3	543,349
4	Recoveries of amounts treated as qualifying distributions.	4	0
5	Add lines 3 and 4.	5	543,349
6	Deduction from distributable amount (see instructions).	6	0
7	Distributable amount as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1.	7	543,349

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	557,452
b	Program-related investments—total from Part IX-B.	1b	0
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes.	2	
3	Amounts set aside for specific charitable projects that satisfy the		
a	Suitability test (prior IRS approval required).	3a	
b	Cash distribution test (attach the required schedule).	3b	
4	Qualifying distributions. Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4.	4	557,452
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	5,945
6	Adjusted qualifying distributions. Subtract line 5 from line 4.	6	551,507

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				543,349
2 Undistributed income, if any, as of the end of 2016				
a Enter amount for 2015 only.			0	
b Total for prior years 20___, 20___, 20___		0		
3 Excess distributions carryover, if any, to 2016				
a From 2011. 30,134				
b From 2012.				
c From 2013.				
d From 2014.				
e From 2015.				
f Total of lines 3a through e.	30,134			
4 Qualifying distributions for 2016 from Part XII, line 4 ▶ \$ <u>557,452</u>				
a Applied to 2015, but not more than line 2a			0	
b Applied to undistributed income of prior years (Election required—see instructions).		0		
c Treated as distributions out of corpus (Election required—see instructions).	0			
d Applied to 2016 distributable amount.				543,349
e Remaining amount distributed out of corpus	14,103			
5 Excess distributions carryover applied to 2016 (If an amount appears in column (d), the same amount must be shown in column (a))				0
6 Enter the net total of each column as indicated below:				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5	44,237			
b Prior years' undistributed income Subtract line 4b from line 2b		0		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed.		0		
d Subtract line 6c from line 6b Taxable amount—see instructions		0		
e Undistributed income for 2015 Subtract line 4a from line 2a Taxable amount—see instructions			0	
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).		0		
8 Excess distributions carryover from 2011 not applied on line 5 or line 7 (see instructions).	30,134			
9 Excess distributions carryover to 2017. Subtract lines 7 and 8 from line 6a	14,103			
10 Analysis of line 9				
a Excess from 2012.				
b Excess from 2013.				
c Excess from 2014.				
d Excess from 2015.				
e Excess from 2016. 14,103				

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 organization is a private operating foundation described in section 4942(j)(3) or 4942(j)(5)

	Tax year	Prior 3 years			(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 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))

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

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

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

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

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

c Any submission deadlines

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

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

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i> See Additional Data Table				
Total ▶ 3a				500,385
b <i>Approved for future payment</i> SOUTH OF MARKET CHILD CARE 790 FOLSOM STREET SAN FRANCISCO, CA 94107	N/A	PC	TRANSBAY PROJECT - EARLY CARE & EDUCATION CENTER	10,000
Total ▶ 3b				10,000

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

List and describe the kind(s) of property sold (e.g., real estate, (a) 2-story brick warehouse, or common stock, 200 shs MLC Co.)	(b) How acquired P—Purchase D—Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
972 52 SHS MFO BARON AST GROWTH FD	P	2015-12-03	2016-06-28
1,415 64 SHS MFO BARON AST GROWTH FD	P	2002-03-22	2016-06-28
1,492 98 SHS MFO BARON AST GROWTH FD	P	2002-03-22	2016-07-21
12 69 SHS LONGLEAF PARTNERS SM CAP FD	P	2015-12-29	2016-03-24
3,588 32 SHS LONGLEAF PARTNERS SM CAP FD	P	2008-03-28	2016-03-24
1,843 66 SHS MFO PRICE T ROWE GROWTH STK FD INC COM STK	P	2015-12-14	2016-11-30
1,813 24 SHS MFO PRICE T ROWE GROWTH STK FD INC COM STK	P	2015-12-14	2016-12-09
CAPITAL GAINS DIVIDENDS	P		

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

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
61,084		62,397	-1,313
88,916		44,578	44,338
100,000		47,014	52,986
352		347	5
99,648		85,043	14,605
100,000		97,696	2,304
100,000		96,084	3,916
368,807			368,807

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

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
			-1,313
			44,338
			52,986
			5
			14,605
			2,304
			3,916
			368,807

Form 990PF Part VIII Line 1 - List all officers, directors, trustees, foundation managers and their compensation

(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
DAVID R COVIN PO BOX 193809 SAN FRANCISCO, CA 941193809	PRESIDENT & DIRECTOR 0 00	0	0	0
ALAN M DACHS PO BOX 193809 SAN FRANCISCO, CA 941193809	DIRECTOR 0 00	0	0	0
RICHARD S KOPF PO BOX 193809 SAN FRANCISCO, CA 941193809	V-P, SECRETARY & DIRECTOR 0 00	0	0	0
DEBORAH L DUNCAN PO BOX 193809 SAN FRANCISCO, CA 941193809	V-P, TREASURER & DIRECTOR 0 00	0	0	0
SHU C HUANG PO BOX 193809 SAN FRANCISCO, CA 941193809	V-P & DIRECTOR 0 00	0	0	0
WENDY AITKEN PO BOX 193809 SAN FRANCISCO, CA 941193809	DIRECTOR 0 00	0	0	0
LOUISE HUSIN PO BOX 193809 SAN FRANCISCO, CA 941193809	DIRECTOR 0 00	0	0	0
BRENDA LEVINE PO BOX 193809 SAN FRANCISCO, CA 941193809	PRESIDENT & DIRECTOR 0 00	0	0	0

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>				
ACCION CHICAGO 1436 W RANDOLPH ST 300 CHICAGO, IL 60607	N/A	PC	TO SUPPORT UNDERSERVED ENTREPRENEURS WHEREVER IT IS NEEDED	500
ALAMEDA COUNTY COMMUNITY FOOD BANK PO BOX 2599 OAKLAND, CA 94614	N/A	PC	TO PROVIDE FOOD TO CHILDREN, ADULTS, AND SENIORS OF ALAMEDA COUNTY WHO ARE IN NEED OF A MEAL	100
BAT CONSERVATION INTERNATIONAL PO BOX 162603 AUSTIN, TX 78716	N/A	PC	BAT CONSERVATION PROGRAMS	250
BAY AREA RESCUE MISSION PO BOX 1112 RICHMOND, CA 94802	N/A	PC	HELP MEET THE BASIC NEEDS OF HURTING & HOMELESS MEN, WOMEN AND CHILDREN WITH FOOD AND A CLEAN, SAFE PLACE TO SLEEP	100
BERKELEY REPERTORY THEATRE 999 HARRISON ST BERKELEY, CA 94710	N/A	PC	SUPPORT THE SCHOOL AT BERKELEY REPERTORY THEATRE AND THE EDUCATION OF ACTORS	750
Total 3a				500,385

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>				
BLACK PINE CIRCLE SCHOOL 2027 7TH STREET BERKELEY, CA 94710	N/A	PC	ASSIST FAMILIES IN NEED WITH TUITION ASSISTANCE	100
BLACK PINE CIRCLE SCHOOL 2027 7TH STREET BERKELEY, CA 94710	N/A	PC	CAPITAL CAMPAIGN FOR THE NEW QLAB SCIENCE BUILDING	250
BOY SCOUTS OF AMERICA SAN FRANCISCO BAY AREA COUNCIL 1001 DAVIS STREET SAN LEANDRO, CA 94577	N/A	PC	LEARNING FOR LIFE TEACHING CITIZENSHIP TO PUBLIC SCHOOL STUDENTS IN OAKLAND, CA	3,000
BOYS & GIRLS CLUBS OF SAN FRANCISCO (BGCSF) 380 FULTON STREET SAN FRANCISCO, CA 941024454	N/A	PC	"CAREER CONNECT" PROGRAMS FOR MIDDLE & HIGH SCHOOL-AGED MEMBERS FOR THEM TO MAKE POSITIVE CHOICES ABOUT THEIR FUTURE	15,000
CALIFORNIA ACADEMY OF SCIENCES 55 MUSIC CONCOURSE DRIVE GOLDEN GATE PARK SAN FRANCISCO, CA 94118	N/A	PC	SUPPORT EDUCATIONAL PROGRAMS-EDUCATION INITIATIVES & STUDENT EDUCATION PROGRAMS	1,000
Total ▶				500,385
3a				

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Name and address (home or business)				
a <i>Paid during the year</i>				
CAMFED USA 465 CALIFORNIA ST STE 626 SAN FRANCISCO, CA 94104	N/A	PC	HELP FIGHT POVERTY AND TO SUPPORT GIRLS IN THE POOREST RURAL COMMUNITIES IN AFRICA TO GO TO SCHOOL AND SUCCEED IN LIFE	200
CANINE COMPANIONS FOR INDEPENDENCE PO BOX 446 SANTA ROSA, CA 95402	N/A	PC	DOG TRAINING & RAISING PROGRAMS	150
CARLETON COLLEGE ONE NORTH COLLEGE STREET NORTHFIELD, MN 55057	N/A	PC	SUPPORT COLLEGE PREP EDUCATION, PROVIDE SCHOLARSHIPS TO STUDENTS & SUPPORT THE ALUMNI FUND	5,000
CARLETON COLLEGE ONE NORTH COLLEGE STREET NORTHFIELD, MN 55057	N/A	PC	TO SUPPORT UNDERGRADUATE EDUCATION WHERE IS NEEDED MOST	500
CHROMOSOME 18 REGISTRY AND RESEARCH SOCIETY 7155 OAKRIDGE DRIVE SAN ANTONIO, TX 78229	N/A	PC	TO PROVIDE EDUCATION & CLINICAL RESEARCH FOR THOSE AFFECTED BY CHROMOSOME 18 AND THEIR FAMILIES	100
Total 3a				500,385

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>				
COLLEGE PREPARATORY SCHOOL 6100 BROADWAY OAKLAND, CA 94618	N/A	PC	SUPPORT COLLEGE PREPARATORY EDUCATION	1,000
COLLEGE PREPARATORY SCHOOL 6100 BROADWAY OAKLAND, CA 94618	N/A	PC	SUPPORT COLLEGE PREPARATORY EDUCATION	500
COLLEGE PREPARATORY SCHOOL 6100 BROADWAY OAKLAND, CA 94618	N/A	PC	TO SUPPORT COLLEGE PREPARATORY EDUCATION	3,000
COMPASSION WITHOUT BORDERS 537 4TH STREET SUITE F SANTA ROSA, CA 95401	N/A	PC	SUPPORT SPAY/NEUTER SERVICES	100
COUNCIL ON FOUNDATIONS PO BOX 75661 BALTIMORE, MD 212755661	N/A	PC	HELP PROVIDE THE OPPORTUNITY, LEADERSHIP, AND TOOLS NEEDED BY PHILANTHROPIC ORGANIZATIONS TO EXPAND, ENHANCE, AND SUSTAIN THEIR ABILITY TO ADVANCE THE COMMON GOOD	1,200
Total ▶ 3a				500,385

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>				
CRYSTAL SPRINGS UPLANDS SCHOOL 400 UPLANDS DR HILLSBOROUGH, CA 94010	N/A	PC	TO SUPPORT THE FINANCIAL AID PROGRAM FOR UNDER-SERVED STUDENTS	10,000
DOCTORS WITHOUT BORDERS 333 SEVENTH AVENUE 2ND FLOOR NEW YORK, NY 10001	N/A	PC	SUPPORT PROGRAMS THAT PROVIDE EMERGENCY MEDICAL CARE	180
DOCTORS WITHOUT BORDERS 333 SEVENTH AVENUE 2ND FLOOR NEW YORK, NY 10001	N/A	PC	TO PROVIDE ASSISTANCE BY DELIVERING EMERGENCY MEDICAL AID TO PEOPLE AFFECTED BY CONFLICT, EPIDEMICS, DISASTERS, OR EXCLUSIONS FROM HEALTH CARE	1,000
EARTHJUSTICE 50 CALIFORNIA STREET SUITE 500 SAN FRANCISCO, CA 94111	N/A	PC	ENVIRONMENTAL PROTECTION	1,000
EAST OAKLAND YOUTH DEVELOPMENT CENTER 8200 INTERNATIONAL BLVD OAKLAND, CA 94621	N/A	PC	SUPPORT PROGRAMS DEVELOPING THE SOCIAL & LEADERSHIP CAPACITIES OF CHILDREN & YOUTH	25,000
Total 3a				500,385

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>				
FRANCISCO PARK CONSERVANCY PO BOX 475035 SAN FRANCISCO, CA 94147	N/A	PC	ENHANCEMENT & IMPROVEMENT OF PARKS	1,000
FRED FINCH YOUTH CENTER 3800 COOLIDGE AVE OAKLAND, CA 946023399	N/A	PC	TO SUPPORT THE INDIVIDUALIZED PLACEMENT SUPPORT EMPLOYMENT SERVICES PROGRAM FOR TRANSITIONAL AGE YOUTH	20,000
GIRLS INCORPORATED OF ALAMEDA COUNTY 510 16TH STREET OAKLAND, CA 94612	N/A	PC	2016-2017 EUREKA! TEEN ACHIEVEMENT PROGRAM	30,000
HANDFUL PLAYERS 530 DIVISADERO STREET 454 SAN FRANCISCO, CA 94117	N/A	PC	SUPPORT MUSICAL THEATER WORKSHOPS, COMMISSIONED ORIGINAL PLAYS, AND COMMUNITY PERFORMANCES FOR UNDERSERVED YOUTH IN SAN FRANCISCO'S WESTERN ADDITION	5,000
HILLSBOROUGH SCHOOLS FOUNDATION 300 EL CERRITO AVE HILLSBOROUGH, CA 94010	N/A	PC	SUPPORT THE HILLSBOROUGH SCHOOL SYSTEM FOR ELEMENTARY & MIDDLE SCHOOL EDUCATION	5,000
Total 3a				500,385

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Name and address (home or business)				
a <i>Paid during the year</i>				
HILLSBOROUGH SCHOOLS FOUNDATION 300 EL CERRITO AVE HILLSBOROUGH, CA 94010	N/A	PC	TO SUPPORT THE HILLSBOROUGH SCHOOL SYSTEM FOR ELEMENTARY AND MIDDLE SCHOOL EDUCATION	5,000
INSTITUTE FOR ETHNOMEDICINE INC PO BOX 3464 JACKSON, WY 830013464	N/A	PC	TO HELP WITH RESEARCH FOR ALS	1,000
JEWISH FAMILY AND CHILDREN'S SERVICES PO BOX 159004 SAN FRANCISCO, CA 94115	N/A	PC	PROVIDE SERVICES TO CHILDREN, FAMILIES & SENIORS IN NEED	1,500
MAKE-A-WISH FOUNDATION OF METRO NEW YORK & WESTERN NEW YORK 1111 MARCUS AVENUE SUITE LL22 LAKE SUCCESS, NY 11042	N/A	PC	HELP GRANT WISHES OF CHILDREN WITH LIFE-THREATENING MEDICAL CONDITIONS	4,500
MATERNAL HELP HOPE FUND DBA HAMLIN FISTULA USA PO BOX 460312 ST LOUIS, MO 63146	N/A	PC	MEDICALLY & SURGICALLY TREAT WOMEN IN ETHIOPIA WHO SUFFER SERIOUS MATERNAL INJURIES DURING CHILDBIRTH	150
Total ▶				500,385
3a				

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>				
MATERNAL HELP HOPE FUND DBA HAMLIN FISTULA USA PO BOX 460312 ST LOUIS, MO 63146	N/A	PC	TO HELP SUPPORT PREVENTION, TREATMENT AND CARE OF OBSTETRIC FISTULA	400
MATERNAL HELP HOPE FUND DBA HAMLIN FISTULA USA PO BOX 460312 ST LOUIS, MO 63146	N/A	PC	TO HELP SUPPORT PREVENTION, TREATMENT AND CARE OF OBSTETRIC FISTULA	150
MINDS MATTER OF SAN FRANCISCO PO BOX 2511 SAN FRANCISCO, CA 94126	N/A	PC	TOWARDS MENTORSHIP TO HELP LOW RESOURCE, HIGH ACHIEVING STUDENTS IN SF REACH COLLEGE SUCCESS	500
MINDS MATTER OF SAN FRANCISCO PO BOX 2511 SAN FRANCISCO, CA 94126	N/A	PC	HELP PROVIDE MENTORSHIP TO HIGH ACHIEVING YOUTH FROM LOW RESOURCE BACKGROUNDS & TO HELP THEM ACHIEVE COLLEGE SUCCESS	1,000
NATIONAL ASSOCIATION FOR URBAN DEBATE LEAGUES 200 S MICHIGAN AVE SUITE 1040 CHICAGO, IL 60604	N/A	PC	SUPPORT THE DEVELOPMENT OF DEBATE PROGRAMS FOR URBAN STUDENTS	500
Total 3a				500,385


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Name and address (home or business)				
a <i>Paid during the year</i>				
PACIFICA RESOURCE CENTER 1809 PALMETTO AVE PACIFICA, CA 94044	N/A	PC	TO SUPPORT THE EARN IT, KEEP IT, SAVE IT PROGRAM	1,000
PENINSULA FAMILY SERVICE 24 2ND AVENUE SAN MATEO, CA 94401	N/A	PC	TO SUPPORT FINANCIALLY CHALLENGED INDIVIDUALS IN FOUR BAY AREA COUNTIES	2,500
PENINSULA OPEN SPACE TRUST 222 HIGH STREET PALO ALTO, CA 94301	N/A	PC	CONSERVATION PROGRAMS	500
PRINCETON NATIONAL ROWING ASSOCIATION 1 SOUTH POST ROAD PRINCETON JUNCTION, NJ 08550	N/A	PC	TO SUPPORT THE HOST FAMILY PROGRAM FOR U S OLYMPIC ROWING	10,000
PRINCETON UNIVERSITY 330 ALEXANDER STREET 4TH FLOOR PO BOX 5357 PRINCETON, NJ 085435357	N/A	PC	SUPPORT STUDENT ATHLETES AT PRINCETON'S ROWING PROGRAM	10,000
Total 3a				500,385

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Name and address (home or business)				
a <i>Paid during the year</i>				
CALIFORNIA CONGRESS OF PTA DBA LAWTON ALTERNATIVE SCHOOL PTA 1570 31ST AVE SAN FRANCISCO, CA 94122	N/A	PC	TO SUPPORT ELEMENTARY EDUCATION	250
CALIFORNIA CONGRESS OF PTA DBA MARJORIE H TOBIAS ELEMENTARY SCHOOL PTA 725 SOUTHGATE AVE DALY CITY, CA 94015	N/A	PC	TO SUPPORT ELEMENTARY EDUCATION	200
CALIFORNIA CONGRESS OF PTA DBA MARJORIE H TOBIAS ELEMENTARY SCHOOL PTA 725 SOUTHGATE AVE DALY CITY, CA 94015	N/A	PC	TO SUPPORT ELEMENTARY EDUCATION	1,000
REGENTS OF THE UNIVERSITY OF MICHIGAN 3003 SOUTH STATE STREET SUITE 8000 ANN ARBOR, MI 481091288	N/A	PC	RAAB FAMILY MICHIGAN MARCHING BAND SCHOLARSHIP FD	10,000
SAN FRANCISCO CHILD ABUSE PREVENTION CENTER (SFCAPC) 1757 WALLER STREET SAN FRANCISCO, CA 94117	N/A	PC	SUPPORT SPCAPC'S PLAYROOM FOR THE PROVISIONS OF MATERIALS AND SUPPLIES	1,000
Total 3a				500,385

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

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Name and address (home or business)				
a <i>Paid during the year</i>				
SAN FRANCISCO COURT APPOINTED SPECIAL ADVOCATES (SFCASA) 2535 MISSION STREET SAN FRANCISCO, CA 94110	N/A	PC	CORE ADVOCACY PROGRAM	25,000
SAN FRANCISCO GENERAL HOSPITAL FOUNDATION PO BOX 410836 SAN FRANCISCO, CA 941410836	N/A	PC	HELP SUPPORT THE CITYWIDE PROBATION TEAM FOR HOUSING	1,000
SF-MARIN FOOD BANK 900 PENNSYLVANIA AVENUE SAN FRANCISCO, CA 94107	N/A	PC	2016 FOOD FROM THE BAR CAMPAIGN	52,450
SF-MARIN FOOD BANK 900 PENNSYLVANIA AVENUE SAN FRANCISCO, CA 94107	N/A	PC	2016 FOOD FROM THE BAR CAMPAIGN	5,000
SF-MARIN FOOD BANK 900 PENNSYLVANIA AVENUE SAN FRANCISCO, CA 94107	N/A	PC	HELP PROVIDE FOOD TO FIGHT HUNGER IN THE SAN FRANCISCO BAY AREA	1,000
Total 				500,385
3a				

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Name and address (home or business)				
a <i>Paid during the year</i>				
SMITH COLLEGE THE TRUSTEES OF 33 ELM STREET SMITH COLLEGE NORTHAMPTON, MA 01063	N/A	PC	DEBORAH L DUNCAN & BARNETT LIPTON PRAXIS FUND, WHICH PROVIDES MONEY TO STUDENTS FOR SUMMER INTERNSHIPS	10,000
SOCIETY FOR THE PREVENTION OF CRUELTY TO ANIMALS AKA THE SAN FRANCISCO SPCA 201 ALABAMA STREET SAN FRANCISCO, CA 94103	N/A	PC	TO PROVIDE CARE AND TREATMENT TO ANIMALS	500
SOCIETY FOR THE PREVENTION OF CRUELTY TO ANIMALS AKA THE SAN FRANCISCO SPCA 201 ALABAMA STREET SAN FRANCISCO, CA 94103	N/A	PC	TO SAVE & PROTECT ANIMALS	1,000
SOCIETY FOR THE PREVENTION OF CRUELTY TO ANIMALS AKA THE SAN FRANCISCO SPCA 201 ALABAMA STREET SAN FRANCISCO, CA 94103	N/A	PC	HELP END ANIMAL ABANDONMENT	1,000
SOCIETY FOR THE PREVENTION OF CRUELTY TO ANIMALS AKA THE SAN FRANCISCO SPCA 201 ALABAMA STREET SAN FRANCISCO, CA 94103	N/A	PC	PROVIDE CARE AND TREATMENT TO ANIMALS	2,000
Total ▶				500,385
3a				

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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>				
SOUTH OF MARKET CHILD CARE 790 FOLSOM STREET SAN FRANCISCO, CA 94107	N/A	2	2016 PLEDGE 1 OF 2 TRANSBAY PROJECT - EARLY CARE & EDUCATION CENTER	15,000
SOUTH OF MARKET CHILD CARE 790 FOLSOM STREET SAN FRANCISCO, CA 94107	N/A	PC	TO SUPPORT THE SCHOLARSHIP PROGRAM	20,000
SOUTH OF MARKET CHILD CARE 790 FOLSOM STREET SAN FRANCISCO, CA 94107	N/A	PC	FOR THE SCHOLARSHIP PROGRAM	1,000
SPECIAL HAVEN 215 G STREET ANTIOCH, CA 94509	N/A	PC	TO HELP PROVIDE A MULTI-SENSORY ENVIRONMENT FOR THE BENEFIT AND DEVELOPMENT OF CHILDREN AND ADULTS WITH SPECIAL NEEDS	1,000
ST OLAF COLLEGE 1520 ST OLAF AVENUE NORTHFIELD, MN 55057	N/A	PC	TO SUPPORT THE ALUMNI FUND	2,500
Total 3a				500,385

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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>				
ST PAUL'S SCHOOL 116 MONTECITO AVE OAKLAND, CA 94610	N/A	PC	SUPPORT FOR ACADEMIC PROGRAMS VIA ANNUAL FUND	1,000
TANDEM PARTNERS IN EARLY LEARNING IN THE BAY AREA 1275 FAIRFAX AVE SAN FRANCISCO, CA 94107	N/A	PC	TANDEM'S PROGRAMMING WHICH PROVIDES MULTI-LINGUAL CHILDREN'S BOOKS TO FAMILIES & EDUCATORS, EDUCATOR PROFESSIONAL DEVELOPMENT, FAMILY TRAINING, AND PARENT LEADERSHIP OPPORTUNITIES	5,000
THE BAY SCHOOL OF SAN FRANCISCO 35 KEYES AVE SAN FRANCISCO, CA 94129	N/A	PC	GIFT IS TO BE USED SOLELY AND SPECIFICALLY FOR EDUCATIONAL TECHNOLOGY	500
THE HEAD-ROYCE SCHOOL 4315 LINCOLN AVE OAKLAND, CA 94602	N/A	PC	TO SUPPORT THE HEADS-UP PROGRAM FOR 2016-2017	20,000
THE NATURE CONSERVANCY 4245 FAIRFAX DRIVE SUITE 100 ARLINGTON, VA 222031606	N/A	PC	TO FUND CONSERVATION PROGRAMS AND PROJECTS	10,000
Total 3a				500,385

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Name and address (home or business)				
a <i>Paid during the year</i>				
THE NATURE CONSERVANCY 4245 FAIRFAX DRIVE SUITE 100 ARLINGTON, VA 222031606	N/A	PC	FOR THE STEWARDSHIP OF SILVER CREEK	5,000
THE NUEVA SCHOOL 6565 SKYLINE BLVD HILLSBOROUGH, CA 94010	N/A	PC	TO SUPPORT THE NUEVA FUND	3,000
TRIPS FOR KIDS MARIN AKA TRIPS FOR KIDS 610 4TH STREET SAN RAFAEL, CA 94901	N/A	PC	SUPPORT TRAIL RIDES, EARN-A-BIKE, & MOBILE BIKE WORKSHOPS FOR UNDERSERVED YOUTH IN THE BAY AREA	20,000
UC BERKELEY FOUNDATION 2080 ADDISON ST 4200 BERKELEY, CA 947204200	N/A	PC	DEAN LYON'S INITIATIVES IN THE HAAS SCHOOL OF BUSINESS TO HELP FUND MORE AND BETTER FACULTY	750
UC REGENTS- UNIVERSITY OF CALIFORNIA BERKELEY 101 ZELLERBACH HALL 4800 BERKELEY, CA 947204800	N/A	PC	2016 BERKELEY/OAKLAND AILEY CAMP PROGRAM THAT USES DANCE AS A VEHICLE FOR DEVELOPING SELF-ESTEEM, CREATIVE EXPRESSION, & CRITICAL THINKING SKILLS AMONG MIDDLE SCHOOL STUDENTS AGES 11-14	15,000
Total ▶				500,385
3a				

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a <i>Paid during the year</i>				
UCSF BENIOFF CHILDREN'S HOSPITAL FOUNDATION 2201 BROADWAY SUITE 600 OAKLAND, CA 94612	N/A	PC	SUPPORT HIGH QUALITY MEDICAL CARE FOR CHILDREN	1,700
UCSF FOUNDATION 220 MONTGOMERY STREET 5TH FLOOR SAN FRANCISCO, CA 941430248	N/A	PC	SUPPORT CARDIOLOGY DIVISION'S RESEARCH, TRAINING AND CLINICAL PROGRAMS	4,000
UCSF FOUNDATION 220 MONTGOMERY STREET 5TH FLOOR SAN FRANCISCO, CA 941430248	N/A	PC	IN SUPPORT OF THE ATHENA BREAST HEALTH NETWORK	8,980
UNITED NEGRO COLLEGE FUND (UNCF) 220 MONTGOMERY STREET SUITE 1120 SAN FRANCISCO, CA 94104	N/A	PC	CAMPAIGN FOR EMERGENCY STUDENT AID (CESA)	25,000
UNITED NEGRO COLLEGE FUND (UNCF) 220 MONTGOMERY STREET SUITE 1120 SAN FRANCISCO, CA 94104	N/A	PC	EMERGENCY EDUCATION EXPENSES FOR UNCF SUPPORTED STUDENTS	1,000
Total ▶				500,385
3a				

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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>				
UNITED NEGRO COLLEGE FUND (UNCF) 220 MONTGOMERY STREET SUITE 1120 SAN FRANCISCO, CA 94547	N/A	PC	TO SUPPORT HISTORICALLY BLACK COLLEGES AND UNIVERSITIES	3,000
UNITED NEGRO COLLEGE FUND (UNCF) 220 MONTGOMERY STREET SUITE 1120 SAN FRANCISCO, CA 94547	N/A	PC	TO SUPPORT HISTORICALLY BLACK COLLEGES AND UNIVERSITIES	2,000
UNIVERSITY OF CALIFORNIA BERKELEY FOUNDATION 2080 ADDISON ST 4200 BERKELEY, CA 947204200	N/A	PC	TO SUPPORT DEAN LYONS' INITIATIVES IN THE HAAS SCHOOL OF BUSINESS	375
UNIVERSITY OF CHICAGO 5235 S HARPER COURT STE 450 CHICAGO, IL 60615	N/A	PC	SUPPORT FOR THE FACULTY & RESEARCH	250
UNIVERSITY OF PENNSYLVANIA 2929 WALNUT STREET SUITE 300 PHILADELPHIA, PA 191045099	N/A	PC	SUPPORT THE FACULTY & RESEARCH AT THE WHARTON SCHOOL	500
Total ▶				500,385
3a				

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Name and address (home or business)				
a <i>Paid during the year</i>				
UNIVERSITY OF RICHMOND 28 WESTHAMPTON WAY G23 RICHMOND HALL RICHMOND, VA 23173	N/A	PC	SUPPORT SCHOLARSHIP PROGRAMS	10,000
WATERMARK FOR KIDS 2020 WEST RUDASILL ROAD TUCSON, AZ 85704	N/A	PC	BENEFIT UNDERSERVED KIDS THRIVE THROUGH THRIVE CLASSIC	250
WESLEYAN UNIVERSITY 318 HIGH STREET MIDDLETOWN, CT 06459	N/A	PC	SCHOLARSHIPS FOR UNDERGRADUATES WITH FINANCIAL NEED	10,000
WILDLIFE WAYSTATION 14831 LITTLE TUJUNGA CANYON ROAD LAKE VIEW TERRACE, CA 913425999	N/A	PC	ONGOING CARE FOR ABANDONED OR RESCUED WILDLIFE	1,000
WILLIAMS COLLEGE 75 PARK STREET WILLIAMSTOWN, MA 01267	N/A	PC	FOR THE ALUMNI FUND IN SUPPORT OF UNDERGRADUATE EDUCATION	500
Total 3a				500,385

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>				
WOOD RIVER LAND TRUST 119 E BULLION HAILEY, ID 83333	N/A	PC	TO SUPPORT BRINGING PERMANENT PROTECTION TO OPEN SPACE, PROTECT WILDLIFE HABITAT AND ENHANCE TRIBUTARIES	5,000
YEAR UP INC 80 SUTTER STREET SAN FRANCISCO, CA 94104	N/A	PC	SUPPORT YEAR UP BAY AREA IN PROVIDING URBAN YOUNG ADULTS WITH SKILLS, EXPERIENCE & SUPPORT FOR PROFESSIONAL CAREERS & HIGHER EDUCATION	25,000
ZERO BREAST CANCER 30 NORTH SAN PEDRO ROAD SUITE 160 SAN RAFAEL, CA 94903	N/A	PC	HELP SUPPORT BREAST CANCER EDUCATION, TO PREVENT PRIMARY AND RECURRING OCCURRENCES OF THIS DISEASE	1,000
Total ▶ 3a				500,385

TY 2016 Accounting Fees Schedule**Name:** THE FREMONT GROUP FOUNDATION**EIN:** 33-3255428

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
ACCOUNTING & TAX SERVICES FEES	50,000	0		50,000
AUDIT FEES	3,100	0		3,100

TY 2016 Compensation Explanation**Name:** THE FREMONT GROUP FOUNDATION**EIN:** 33-3255428

Person Name	Explanation
ALL FOUNDATION OFFICERS	ALL FOUNDATION OFFICERS VOLUNTEER THEIR TIME ON AN AS NEEDED BASIS AS IT RELATES TO FOUNDATION MATTERS AND CHOOSE NOT TO BE COMPENSATED FOR THEIR SERVICES

TY 2016 General Explanation Attachment**Name:** THE FREMONT GROUP FOUNDATION**EIN:** 33-3255428**General Explanation Attachment**

Identifier	Return Reference	Explanation	
1		FORM 990-PF, PART VII-B, LINE 1A(3)	FREE RENT

General Explanation Attachment

Identifier	Return Reference	Explanation	
2		FORM 990-PF, PART VII-B, LINE 1A(4)	IRC SEC 4941(D)(2)(E), REG 53 4941(D)-(3)(C)(2) EX 1

TY 2016 Investments - Other Schedule**Name:** THE FREMONT GROUP FOUNDATION**EIN:** 33-3255428

Category/ Item	Listed at Cost or FMV	Book Value	End of Year Fair Market Value
ARTISAN INTERNATIONAL FUND (23,465.99 SHARES)	AT COST	586,910	600,964
BARON GROWTH FUND (8,391.83 SHARES)	AT COST	277,705	499,230
DODGE & COX INCOME FUND (95,769.41 SHARES)	AT COST	1,297,748	1,301,506
DODGE & COX INTERNATIONAL FUND (13,449.24 SHARES)	AT COST	550,381	512,416
DODGE & COX STOCK FUND (18,779.60 SHARES)	AT COST	2,068,491	3,461,080
LONGLEAF PARTNERS SMALL CAP FUND (6,030.89 SHARES)	AT COST	146,218	165,789
T ROWE PRICE GROWTH STOCK FUND (61,796.12 SHARES)	AT COST	1,659,901	3,290,643
T ROWE PRICE MID CAP FUND (21,965.92 SHARES)	AT COST	1,117,388	1,655,571

TY 2016 Legal Fees Schedule**Name:** THE FREMONT GROUP FOUNDATION**EIN:** 33-3255428

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
LEGAL FEES	2,356	0		2,356

TY 2016 Other Decreases Schedule**Name:** THE FREMONT GROUP FOUNDATION**EIN:** 33-3255428

Description	Amount
EQUITY ADJUSTMENT FOR ACCRUAL OF GRANTS PAYABLE AT YEAR END	10,000

TY 2016 Other Expenses Schedule**Name:** THE FREMONT GROUP FOUNDATION**EIN:** 33-3255428**Other Expenses Schedule**

Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
MEMBERSHIP FEES	1,500	0		1,500
RECORDING & FILING FEES	111	0		111

TY 2016 Other Professional Fees Schedule**Name:** THE FREMONT GROUP FOUNDATION**EIN:** 33-3255428

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
INVESTMENT ADVISOR FEES	750	750		0
CUSTODIAN FEES	15,000	15,000		0

TY 2016 Taxes Schedule**Name:** THE FREMONT GROUP FOUNDATION**EIN:** 33-3255428

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
FEDERAL EXCISE TAXES	5,945	0		0
FOREIGN TAXES	615	615		0