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

Name of foundation The Springcreek Foundation C/O Leventhal Kline Management Inc		A Employer identification number 68-0344778	
Number and street (or P O box number if mail is not delivered to street address) 127 University Avenue		Room/suite	
City or town, state or province, country, and ZIP or foreign postal code Berkeley, CA 94710		B Telephone number (see instructions) (510) 841-4123	
G Check all that apply ☐ Initial return ☐ Initial return of a former public charity ☐ Final return ☐ Amended return ☐ Address change ☐ Name change		D 1. Foreign organizations, check here 2. Foreign organizations meeting the 85% test, check here and attach computation	
H Check type of organization ☒ Section 501(c)(3) exempt private foundation ☐ Section 4947(a)(1) nonexempt charitable trust ☐ Other taxable private foundation		E If private foundation status was terminated under section 507(b)(1)(A), check here	
I Fair market value of all assets at end of year (from Part II, col (c), line 16) \$ 14,567,019		F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here	
J Accounting method ☐ Cash ☒ Accrual ☐ 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 ☒ if the foundation is not required to attach Sch B				
	3 Interest on savings and temporary cash investments	252	252		
	4 Dividends and interest from securities	229,851	229,851		
	5a Gross rents				
	b Net rental income or (loss)				
	6a Net gain or (loss) from sale of assets not on line 10	240,556			
	b Gross sales price for all assets on line 6a	780,828			
	7 Capital gain net income (from Part IV, line 2)		92,460		
	8 Net short-term capital gain				
	9 Income modifications				
	10a Gross sales less returns and allowances				
Operating and Administrative Expenses	b Less Cost of goods sold				
	c Gross profit or (loss) (attach schedule)				
	11 Other income (attach schedule)		468,268		
	12 Total. Add lines 1 through 11	470,659	790,831		
	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)				
	b Accounting fees (attach schedule)	9,300	0		9,300
	c Other professional fees (attach schedule)	160,285	321,172		78,624
	17 Interest				
	18 Taxes (attach schedule) (see instructions)	85	0		0
	19 Depreciation (attach schedule) and depletion				
	20 Occupancy				
	21 Travel, conferences, and meetings	2,836	0		2,836
	22 Printing and publications				
	23 Other expenses (attach schedule)	8,003	0		8,003
	24 Total operating and administrative expenses. Add lines 13 through 23	180,509	321,172		98,763
	25 Contributions, gifts, grants paid	574,854			574,854
	26 Total expenses and disbursements. Add lines 24 and 25	755,363	321,172		673,617
	27 Subtract line 26 from line 12				
	a Excess of revenue over expenses and disbursements	-284,704			
	b Net investment income (if negative, enter -0-)		469,659		
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	674,199	657,516	657,516		
	2	Savings and temporary cash investments					
	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	87,911	80,779	80,779		
	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)	13,312,150	13,724,922	13,724,922		
	14	Land, buildings, and equipment basis ▶ _____ Less accumulated depreciation (attach schedule) ▶ _____					
15	Other assets (describe ▶ _____)	103,284	103,802	103,802			
16	Total assets (to be completed by all filers—see the instructions Also, see page 1, item I)	14,177,544	14,567,019	14,567,019			
Liabilities	17	Accounts payable and accrued expenses	5,302	3,068			
	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 ▶ _____)					
	23	Total liabilities (add lines 17 through 22)	5,302	3,068			
Net Assets or Fund Balances	Foundations that follow SFAS 117, check here ☒ and complete lines 24 through 26 and lines 30 and 31.						
	24	Unrestricted	14,172,242	14,563,951			
	25	Temporarily restricted					
	26	Permanently restricted					
	Foundations that do not follow SFAS 117, check here ☐ and complete lines 27 through 31.						
	27	Capital stock, trust principal, or current funds					
	28	Paid-in or capital surplus, or land, bldg , and equipment fund					
	29	Retained earnings, accumulated income, endowment, or other funds					
	30	Total net assets or fund balances (see instructions)	14,172,242	14,563,951			
	31	Total liabilities and net assets/fund balances (see instructions) .	14,177,544	14,567,019			

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	14,172,242
2	Enter amount from Part I, line 27a	2	-284,704
3	Other increases not included in line 2 (itemize) ▶ _____	3	676,413
4	Add lines 1, 2, and 3	4	14,563,951
5	Decreases not included in line 2 (itemize) ▶ _____	5	0
6	Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30	6	14,563,951

Part IV Capital Gains and Losses for Tax on Investment Income

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

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

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

2 Capital gain net income or (net capital loss) { If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7 }	2	92,460
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6) If gain, also enter in Part I, line 8, column (c) (see instructions) If (loss), enter -0- in Part I, line 8 { }	3	

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

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

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

Was the foundation liable for the section 4942 tax on the distributable amount of any year in the base period? ☐ Yes ☒ No

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

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

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col (b) divided by col (c))
2015	689,011	14,236,914	0 048396
2014	594,412	14,583,041	0 040760
2013	645,157	14,256,900	0 045252
2012	691,698	14,091,317	0 049087
2011	735,759	13,947,871	0 052751

2 Total of line 1, column (d)	2	0 236246
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 047249
4 Enter the net value of noncharitable-use assets for 2016 from Part X, line 5	4	14,144,851
5 Multiply line 4 by line 3	5	668,330
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	4,697
7 Add lines 5 and 6	7	673,027
8 Enter qualifying distributions from Part XII, line 4 ,	8	673,617

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 ☐ and enter "N/A" on line 1 Date of ruling or determination letter _____ (attach copy of letter if necessary—see instructions)		
b	Domestic foundations that meet the section 4940(e) requirements in Part V, check here ☒ and enter 1% of Part I, line 27b	1	4,697
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	4,697
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	4,697
6	Credits/Payments		
a	2016 estimated tax payments and 2015 overpayment credited to 2016	6a	69,584
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	69,584
8	Enter any penalty for underpayment of estimated tax. Check here ☐ 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	64,887
11	Enter the amount of line 10 to be Credited to 2017 estimated tax ☐ 64,887 Refunded ☐	11	0

Part VII-A Statements Regarding Activities

	Yes	No
1a During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?	1a	No
b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see Instructions for definition)? <i>If the answer is "Yes" to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities</i>	1b	No
c Did the foundation file Form 1120-POL for this year?	1c	No
d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year (1) On the foundation ☐ \$ 0 (2) On foundation managers ☐ \$ 0		
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers ☐ \$ 0		
2 Has the foundation engaged in any activities that have not previously been reported to the IRS? <i>If "Yes," attach a detailed description of the activities</i>	2	No
3 Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? <i>If "Yes," attach a conformed copy of the changes</i>	3	No
4a Did the foundation have unrelated business gross income of \$1,000 or more during the year?	4a	Yes
b If "Yes," has it filed a tax return on Form 990-T for this year?	4b	Yes
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? <i>If "Yes," attach the statement required by General Instruction T</i>	5	No
6 Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	6	Yes
7 Did the foundation have at least \$5,000 in assets at any time during the year? <i>If "Yes," complete Part II, col (c), and Part XV</i>	7	Yes
8a Enter the states to which the foundation reports or with which it is registered (see instructions) ☐ CA		
b If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by General Instruction G? <i>If "No," attach explanation</i> .	8b	Yes
9 Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2016 or the taxable year beginning in 2016 (see instructions for Part XIV)? <i>If "Yes," complete Part XIV</i>	9	No
10 Did any persons become substantial contributors during the tax year? <i>If "Yes," attach a schedule listing their names and addresses</i>	10	No

Part VII-A Statements Regarding Activities (continued)

11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions).	11		No
12	Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement (see instructions)	12		No
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address <u>www.thespringcreekfoundation.org</u>	13	Yes	
14	The books are in care of <u>Harald Leventhal</u> Telephone no <u>(510) 841-4123</u>			

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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 <u>15</u>			
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 <u>▶</u>	16	Yes	No

Part VII-B Statements Regarding Activities for Which Form 4720 May Be Required**File Form 4720 if any item is checked in the "Yes" column, unless an exception applies.**

1a	During the year did the foundation (either directly or indirectly)		Yes	No
(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)? ☐ Organizations relying on a current notice regarding disaster assistance check here. ☐	1b		No
c	Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 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 <u>▶ 20____, 20____, 20____, 20____</u>			
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 <u>▶ 20____, 20____, 20____, 20____</u>			
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		No
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a		No
b	Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2016?	4b		No

5a	During the year did the foundation pay or incur any amount to			
	(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))?	☐ Yes ☒ No		
	(2) Influence the outcome of any specific public election (see section 4955), or to carry on, directly or indirectly, any voter registration drive?	☐ Yes ☒ No		
	(3) Provide a grant to an individual for travel, study, or other similar purposes?	☐ Yes ☒ No		
	(4) Provide a grant to an organization other than a charitable, etc., organization described in section 4945(d)(4)(A)? (see instructions).	☐ Yes ☒ No		
	(5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals?	☐ Yes ☒ No		
b	If any answer is "Yes" to 5a(1)–(5), did any of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance (see instructions)?		5b	
	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		
	<i>If "Yes," attach the statement required by Regulations section 53.4945–5(d)</i>			
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	6b	No
	<i>If "Yes" to 6b, file Form 8870</i>			
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	7b	

[illegible]

Total number of other employees paid over \$50,000.	0
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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
Leventhal Kline Management Inc 127 University Avenue Berkeley, CA 94710	Foundation management	101,334
Sonen Capital 456 Montgomery Street 400 San Francisco, CA 94104	Investment management	56,326

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	14,136,085
b	Average of monthly cash balances.	1b	224,170
c	Fair market value of all other assets (see instructions).	1c	0
d	Total (add lines 1a, b, and c).	1d	14,360,255
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	14,360,255
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions).	4	215,404
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4.	5	14,144,851
6	Minimum investment return. Enter 5% of line 5.	6	707,243

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	707,243
2a	Tax on investment income for 2016 from Part VI, line 5.	2a	4,697
b	Income tax for 2016 (This does not include the tax from Part VI).	2b	
c	Add lines 2a and 2b.	2c	4,697
3	Distributable amount before adjustments. Subtract line 2c from line 1.	3	702,546
4	Recoveries of amounts treated as qualifying distributions.	4	0
5	Add lines 3 and 4.	5	702,546
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	702,546

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	673,617
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	673,617
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	4,697
6	Adjusted qualifying distributions. Subtract line 5 from line 4.	6	668,920

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				702,546
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.	50,311			
b From 2012.	42,959			
c From 2013.				
d From 2014.				
e From 2015.				
f Total of lines 3a through e.	93,270			
4 Qualifying distributions for 2016 from Part XII, line 4 ▶ \$ 673,617				
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.				673,617
e Remaining amount distributed out of corpus	0			
5 Excess distributions carryover applied to 2016 (If an amount appears in column (d), the same amount must be shown in column (a))	28,929			28,929
6 Enter the net total of each column as indicated below:				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5	64,341			
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).	21,382			
9 Excess distributions carryover to 2017. Subtract lines 7 and 8 from line 6a	42,959			
10 Analysis of line 9				
a Excess from 2012.	42,959			
b Excess from 2013.				
c Excess from 2014.				
d Excess from 2015.				
e Excess from 2016.				

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 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 <i>Paid during the year</i> See Additional Data Table				
Total			▶ 3a	574,854
b <i>Approved for future payment</i>				
Total			▶ 3b	0

Enter gross amounts unless otherwise indicated

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	252	
4 Dividends and interest from securities.			14	229,851	
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	240,556	
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).		0		470,659	0
13 Total. Add line 12, columns (b), (d), and (e).			13		470,659

(See worksheet in line 13 instructions to verify calculations)

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

[illegible]

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

- | | Yes | No |
|-------|-----|----|
| 1a(1) | | No |
| 1a(2) | | No |
| 1b(1) | | No |
| 1b(2) | | No |
| 1b(3) | | No |
| 1b(4) | | No |
| 1b(5) | | No |
| 1b(6) | | No |
| 1c | | No |

Paid Preparer Use Only	Print/Type preparer's name	Preparer's Signature	Date	Check if self-employed ☒	PTIN P01023106
	Firm's name ▶ MKR ACCOUNTING				Firm's EIN ▶
	Firm's address ▶ 6927 Saroni Drive Oakland, CA 94611				Phone no (510) 338-0692

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)
U S Equity	P		
SC Venture IV	P		
SC Priv Eq I LP	P		
SC Priv Eq FOF LP	P		
R E Hldgs	P		
Tangible Assets	P		
Lynde Forest III LP - Gross Sale	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)
400,000		400,000	0
132,454		132,454	0
23,501		23,501	0
123,793		123,793	0
92,460			92,460
6,590		6,590	0
2,030		2,030	0

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	
			0
			0
			0
			0
			92,460
			0
			0

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
Maud-Alison Long	President/Director 2 00	0	0	0
127 University Ave Berkeley, CA 94710				
Marlis Corning Jansen	V P /Secretary/Treasurer 2 00	0	0	0
127 University Ave Berkeley, CA 94710				
Harald Leventhal Not a Director	Chief Financial Officer 2 00	0	0	0
127 University Ave Berkeley, CA 94710				
Benita Kline Not a Director	Assistant Secretary 4 00	0	0	0
127 University Ave Berkeley, CA 94710				
Mark Grace	Board Member 2 00	0	0	0
127 University Ave Berkeley, CA 94710				

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>				
American Foundation for Tibetan Cultural Preservation 1085 Voyager Drive Box 1299 Tehachapi, CA 93581	None	Public Charity	General Support-Tools for Peace	1,000
American Red Cross PO Box 4002018 Des Moines, IA 503402018	None	Public Charity	General Support	1,000
Amherst College Trustees PO Box 5000 Amherst, MA 010025000	None	Public Charity	Annual Fund	500
Amnesty International USA 5 Penn Plaza 16th Floor New York, NY 10001	None	Public Charity	General Support	1,000
Amnesty International USA 5 Penn Plaza 16th Floor New York, NY 10001	None	Public Charity	General Support	1,000
Total 				574,854
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>				
Asian Art Museum Foundation of SF 200 Larkin Street San Francisco, CA 94102	None	Public Charity	General Support	1,000
Berkeley Repertory Theatre 999 Harrison Street Berkeley, CA 94710	None	Public Charity	General Support	2,500
Berkeley Repertory Theatre 999 Harrison Street Berkeley, CA 94710	None	Public Charity	General Support	2,500
Berkeley Repertory Theatre 999 Harrison Street Berkeley, CA 94710	None	Public Charity	General Support	2,500
Berkeley Repertory Theatre 999 Harrison Street Berkeley, CA 94710	None	Public Charity	General Support	2,500
Berkeley Repertory Theatre 999 Harrison Street Berkeley, CA 94710	None	Public Charity	General Support	2,500
Total ▶ 3a				574,854

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>				
Binghamton University Foundation PO Box 6005 Binghamton, NY 139026005	None	Public Charity	Environmental Studies Account # 10721	20,000
Binghamton University Foundation PO Box 6005 Binghamton, NY 139026005	None	Public Charity	Environmental Studies Account # 10721	12,000
California Film Institute 1001 Lootens Place Suite 220 San Rafael, CA 94901	None	Public Charity	General Support	5,000
California Film Institute 1001 Lootens Place Suite 220 San Rafael, CA 94901	None	Public Charity	General Support	1,000
Cascade Canyon School 102 Marinda Drive Fairfax, CA 94930	None	Public Charity	Purchase of Kiln	600
Total ► 3a				574,854

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>				
Case Western Reserve University 10900 Euclid Avenue Cleveland, OH 44106	None	Public Charity	Ellen & Dixon Long Professorship	5,124
Case Western Reserve University 10900 Euclid Avenue Cleveland, OH 44106	None	Public Charity	Dixon & Ellen Long Professorship	4,710
Case Western Reserve University 10900 Euclid Avenue Cleveland, OH 44106	None	Public Charity	Dept of Polical Science - Case Western Reserve University	1,000
Case Western Reserve University 10900 Euclid Avenue Cleveland, OH 44106	None	Public Charity	Ellen & Dixon Long Professorship	5,000
Case Western Reserve University 10900 Euclid Avenue Cleveland, OH 44106	None	Public Charity	Ellen & Dixon Long Professorship	4,707
Total ▶ 3a				574,854

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>				
Case Western Reserve University 10900 Euclid Avenue Cleveland, OH 44106	None	Public Charity	Ellen & Dixon Long Professorship	4,706
Chamber Music San Francisco 1314 34th Avenue San Francisco, CA 941221309	None	Public Charity	General Support	3,500
City of Ketchum PO Box 2315 Ketchum, ID 83340	None	Public Charity	Ketch'em Alive Summer Concert series	1,000
Classical KDFC PO Box 6375 Artesia, CA 90702	None	Public Charity	General Support	1,000
Classical KDFC PO Box 6375 Artesia, CA 90702	None	Public Charity	General Support	650
Total 3a				574,854

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>				
Clay & Glass Arts Foundation 916 El Rio Drive San Jose, CA 95125	None	Public Charity	General Support	500
Community School PO Box 2118 Sun Valley, ID 83353	None	Public Charity	General Support	2,000
Community School PO Box 2118 Sun Valley, ID 83353	None	Public Charity	General Support	679
Corporation of the Fine Arts Museums 50 Hagiwara Tea Garden Drive San Francisco, CA 94118	None	Public Charity	General Support	1,000
Corporation of the Fine Arts Museums 50 Hagiwara Tea Garden Drive San Francisco, CA 94118	None	Public Charity	General Support	2,500
Total 				574,854
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>				
Cove Community Garden co Corte Madera Community Foundation PO Box 7109 Corte Madera, CA 94976	None	Public Charity	Cove Community Garden	4,000
Craft Emergency Relief Fund Inc 535 Stone Cutters Way Suite 202 Montpelier, VT 05602	None	Public Charity	General Support	500
Crissy Field Dog Group Inc PO Box 10726 San Rafael, CA 94912	None	Public Charity	General Support	400
Di Rosa Preserve 5200 Carneros Highway Napa, CA 94559	None	Public Charity	General Support	1,500
Di Rosa Preserve 5200 Carneros Highway Napa, CA 94559	None	Public Charity	Marketing and Communication	5,000
Total ► 3a				574,854

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>				
EarthSky 1259 Sanders Kyle, TX 78640	None	Public Charity	General Support	1,000
Environmental Defense Fund 1875 Connecticut Avenue NW Washington, DC 20009	None	Public Charity	Research & Action on Climate Change & Global Warming	7,000
Festival Napa Valley 1850 Soscol Avenue Suite 205 Napa, CA 94559	None	Public Charity	Leadership Council	4,161
Festival Napa Valley 1850 Soscol Avenue Suite 205 Napa, CA 94559	None	Public Charity	General Support	6,000
Flourish Foundation PO Box 2429 Ketchum, ID 83340	None	Public Charity	Community School Program	6,000
Total 3a				574,854

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>				
Flourish Foundation PO Box 2429 Ketchum, ID 83340	None	Public Charity	Community School Program - Final Payment	3,000
Golden Gate National Parks Conservancy Fort Mason Building 201 San Francisco, CA 94123	None	Public Charity	General Support	1,000
Golden Gate National Parks Conservancy Fort Mason Building 201 San Francisco, CA 94123	None	Public Charity	General Support	500
Golden Gate National Parks Conservancy Fort Mason Building 201 San Francisco, CA 94123	None	Public Charity	General Support	1,000
Harvard Magazine Inc 7 Ware Street Cambridge, MA 02138	None	Public Charity	General Support	500
Total ▶ 3a				574,854

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>				
Heroes' Voices 135 Terra Vista San Francisco, CA 94155	None	Public Charity	General Support	1,000
Hopital Albert Schweitzer 2840 Liberty Avenue Suite 201 Pittsburgh, PA 15222	None	Public Charity	Dr Charles K Morris Haiti Program	1,000
Idaho's Bounty PO Box 45755 Boise, ID 83711	None	Public Charity	General Support	1,000
KDFC San Francisco Classical 201 3rd Street Suite 1200 San Francisco, CA 94103	None	Public Charity	General Support	1,000
KQED 2601 Mariposa Street San Francisco, CA 94110	None	Public Charity	General Support-Radio & Television	4,000
Total ▶ 3a				574,854

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>				
KQED 2601 Mariposa Street San Francisco, CA 94110	None	Public Charity	General Support	1,000
Marin Academy 1600 Mission Avenue San Rafael, CA 94901	None	Public Charity	Swimming Pool Maintenance	2,500
Marin Agricultural Land Trust PO Box 809 Pt Reyes Station, CA 94956	None	Public Charity	General Support	500
Marin Agricultural Land Trust PO Box 809 Pt Reyes Station, CA 94956	None	Public Charity	General Support	2,000
Marin Theatre Company 397 Miller Avenue Mill Valley, CA 949412885	None	Public Charity	General Support	1,000
Total 3a				574,854

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>				
Marin Theatre Company 397 Miller Avenue Mill Valley, CA 949412885	None	Public Charity	General Support	25,000
Moab Music Festival Inc 58 East 300 South Moab, UT 84532	None	Public Charity	General Support	5,000
Moab Music Festival Inc 58 East 300 South Moab, UT 84532	None	Public Charity	General Support	5,000
Moab Music Festival Inc 58 East 300 South Moab, UT 84532	None	Public Charity	General Support	5,000
Myotonic Dystrophy Foundation 1004-A O'Reilly Avenue San Francisco, CA 94129	None	Public Charity	General Support	2,500
Total ▶ 3a				574,854

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>				
Myotonic Dystrophy Foundation 1004-A O'Reilly Avenue San Francisco, CA 94129	None	Public Charity	General Support	1,000
Natural Resources Defense Council Inc 40 West 20th Street New York, NY 10011	None	Public Charity	Programs on Climate Change & Global Warming	7,000
New Dramatists Inc 424 West 44th Street New York, NY 10036	None	Public Charity	General Support	876
New Dramatists Inc 424 West 44th Street New York, NY 10036	None	Public Charity	General Support	805
New Dramatists Inc 424 West 44th Street New York, NY 10036	None	Public Charity	General Support	804
Total ► 3a				574,854

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>				
New Dramatists Inc 424 West 44th Street New York, NY 10036	None	Public Charity	General Support	804
Northern Sierra Partnership 564A Santa Rita Avenue Palo Alto, CA 94301	None	Public Charity	General Support	700
OPAL Community Land Trust 286 Enchanted Forest Road Eastsound, WA 98245	None	Public Charity	Operating Support	1,500
OPAL Community Land Trust 286 Enchanted Forest Road Eastsound, WA 98245	None	Public Charity	Operating Support	1,000
Pacific Forest Trust Inc 1001-A O'Reilly Avenue San Francisco, CA 94129	None	Public Charity	Mt Shasta Headwaters Project	5,000
Total ► 3a				574,854

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>				
Pesticide Action Network 1611 Telegraph Ave Ste 1200 Oakland, CA 94612	None	Public Charity	General support	900
Planned Parenthood Shasta Pacific 2185 Pacheco Street Concord, CA 94540	None	Public Charity	General Support	500
Planned Parenthood Shasta Pacific 2185 Pacheco Street Concord, CA 94540	None	Public Charity	Marin County Youth Educator	10,000
Point Blue Conservation Science 3820 Cypress Drive Ste 11 Petaluma, CA 94954	None	Public Charity	General Support	1,000
Portola Valley School Foundation 4575 Alpine Road Portola Valley, CA 94028	None	Public Charity	General Support	2,000
Total ▶ 3a				574,854

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>				
Portola Valley School Foundation 4575 Alpine Road Portola Valley, CA 94028	None	Public Charity	General Support	2,000
Presidio Graduate School 1202 Ralston Avenue Suite 300 San Francisco, CA 94129	None	Public Charity	Support Food Systems Certificate Program	7,500
Radcliffe Institute for Advanced Study 10 Garden Street Cambridge, MA 02138	None	Public Charity	General Support	1,000
Rainforest Action Network 425 Bush Street Suite 300 San Francisco, CA 94108	None	Public Charity	Castellano/Ritz Challenge Grant	2,000
Resource Renewal Institute 187 East Blithedale Avenue Mill Valley, CA 94941	None	Public Charity	General Support	5,000
Total ▶ 3a				574,854

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>				
Robert Mondavi Institute 1023 Sensory Building 392 Old Davis Road Davis, CA 95616	None	Public Charity	Honey & Pollination Center	50,000
San Francisco Ballet Association 455 Franklin Street 3rd Floor San Francisco, CA 94102	None	Public Charity	General Support	3,000
San Francisco Museum of Modern Art 151 Third Street San Francisco, CA 94103	None	Public Charity	General Support	2,000
San Francisco Opera Association 301 Van Ness Avenue San Francisco, CA 94102	None	Public Charity	Support - Madame Butterfly	5,000
San Francisco Symphony 201 Van Ness Avenue San Francisco, CA 94102	None	Public Charity	General Support	3,000
Total ▶ 3a				574,854

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

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
San Francisco Symphony 201 Van Ness Avenue San Francisco, CA 94102	None	Public Charity	General Support	12,000
San Juan Preservation Trust PO Box 759 Friday Harbor, WA 98250	None	Public Charity	Annual Membership	1,000
Sawtooth Botanical Garden Inc PO BOX 928 Sun Valley, ID 83353	None	Public Charity	Advisory Council	100
Sawtooth Botanical Garden Inc PO BOX 928 Sun Valley, ID 83353	None	Public Charity	Purchase of Local Food for 2016 Gala	2,880
Sawtooth Botanical Garden Inc PO Box 928 Sun Valley, ID 83353	None	Public Charity	Paddle Up 2016	400
Total ▶ 3a				574,854

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>				
SF-Marin Food Bank 75 Digital Drive Novato, CA 94949	None	Public Charity	General Support	1,000
SheCan 1050 Court Street San Rafael, CA 94901	None	Public Charity	Support - Revolution 2 0 Event	5,000
Sierra Club Foundation 2101 Webster Street Suite 1250 Oakland, CA 94612	None	Public Charity	Programs on Climate Change & Global Warming	7,000
Sierra Club Foundation 2101 Webster Street Suite 1250 Oakland, CA 94612	None	Public Charity	Marin County Programs	1,000
Squaw Valley Community of Writers PO Box 1416 Nevada City, CA 959591416	None	Public Charity	General Support	1,000
Total ► 3a				574,854

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>				
St Thomas Playhouse POBox 1070 Sun Valley, ID 83353	None	Public Charity	SPACC Scholarships	2,800
Stone Soup Kitchen co MarinLink 5800 Northgate Mall Suite 250 San Rafael, CA 94903	None	Public Charity	Stone Soup Marin	1,000
Sun Valley Center for the Arts PO Box 656 Sun Valley, ID 83353	None	Public Charity	Company of Fools - General Support	5,000
Sun Valley Institute for Resilience PO Box 5569 Ketchum, ID 83340	None	Public Charity	Local Food Alliance - General Support	10,000
Sun Valley Institute for Resilience PO Box 5569 Ketchum, ID 83340	None	Public Charity	Local Food Alliance - General Support	1,500
Total ▶ 3a				574,854

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>				
Sun Valley Institute for Resilience PO Box 5569 Ketchum, ID 83340	None	Public Charity	Consulting Fee Support	1,375
Sun Valley Institute for Resilience PO Box 5569 Ketchum, ID 83340	None	Public Charity	LLC Screening Cash	398
Sun Valley Institute for Resilience PO Box 5569 Ketchum, ID 83340	None	Public Charity	Local Food Alliance - General Support	4,000
Sun Valley Institute for Resilience PO Box 5569 Ketchum, ID 83340	None	Public Charity	Local Food Alliance - General Support	10,000
Sun Valley Institute for Resilience PO Box 5569 Ketchum, ID 83340	None	Public Charity	Family Wellness Weekend	250
Total ▶ 3a				574,854

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>				
Sun Valley Institute for Resilience PO Box 5569 Ketchum, ID 83340	None	Public Charity	Local Food Alliance - General Support	15,000
Syringa Mountain School 4021 Glenbrook Drive Hailey, ID 83333	None	Public Charity	Grain Bed Fence	300
Syringa Mountain School 4021 Glenbrook Drive Hailey, ID 83333	None	Public Charity	Hoe Down Paddle Up	700
The Bay School of San Francisco 35 Keyes Avenue San Francisco, CA 94129	None	Public Charity	General Support	2,000
The Center for Food Safety 303 Sacramento St 2nd Floor San Francisco, CA 94111	None	Public Charity	General Support	2,000
Total ▶ 3a				574,854

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>				
The Center for Food Safety 303 Sacramento St 2nd Floor San Francisco, CA 94111	None	Public Charity	Soil Solutions Program	5,000
The diaTribe Foundation 804 Haight Street San Francisco, CA 94117	None	Public Charity	General Support	800
The Hunger Coalition 121 Honeysuckle Street Bellevue, ID 83313	None	Public Charity	Community Food Assessment	560
The Leahey Foundation 1003-B O'Reilly Avenue San Francisco, CA 94129	None	Public Charity	General Support	6,250
The Leahey Foundation 1003-B O'Reilly Avenue San Francisco, CA 94129	None	Public Charity	General Support	6,250
Total ► 3a				574,854

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>				
The Leakey Foundation 1003-B O'Reilly Avenue San Francisco, CA 94129	None	Public Charity	General Support	5,000
The Leakey Foundation 1003-B O'Reilly Avenue San Francisco, CA 94129	None	Public Charity	The Endowment Fund	10,000
The Leakey Foundation 1003-B O'Reilly Avenue San Francisco, CA 94129	None	Public Charity	Support Origin Stories	10,000
The Leakey Foundation 1003-B O'Reilly Avenue San Francisco, CA 94129	None	Public Charity	Cambridge Symposium	1,000
The Leakey Foundation 1003-B O'Reilly Avenue San Francisco, CA 94129	None	Public Charity	Matching Gift - Million Dollar Challenge	1,196
Total ▶ 3a				574,854

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>				
The Leakey Foundation 1003-B O'Reilly Avenue San Francisco, CA 94129	None	Public Charity	Frank Brown Fund	1,000
The Leakey Foundation 1003-B O'Reilly Avenue San Francisco, CA 94129	None	Public Charity	The Endowment Fund	3,500
The MAVEN Project PO Box 156781 San Francisco, CA 94115	None	Public Charity	General Support	1,000
The Nature Conservancy 4245 N Fairfax Drive Suite 100 Arlington, VA 222031606	None	Public Charity	Programs on Climate Change & Global Warming	7,000
The New School of San Francisco 2929 19th Street San Francisco, CA 94110	None	Public Charity	General Support	10,000
Total ▶ 3a				574,854

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>				
The Philanthropy Workshop West One Letterman Drive Bldg D Suite D3100 San Francisco, CA 94129	None	Public Charity	Angelfood Network	860
The Philanthropy Workshop West One Letterman Drive Bldg D Suite D3100 San Francisco, CA 94129	None	Public Charity	General Support	5,000
The Stone Age Institute POBox 5097 Bloomington, IN 47407	None	Public Charity	General Support	2,000
The Stone Age Institute POBox 5097 Bloomington, IN 47407	None	Public Charity	General Support	5,000
The Stone Age Institute POBox 5097 Bloomington, IN 47407	None	Public Charity	General Support	4,000
Total ▶ 3a				574,854

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>				
The Stone Age Institute POBox 5097 Bloomington, IN 47407	None	Public Charity	Begouen Foundation	9,000
Trees for the Future Inc 1400 Spring Street Suite 150 Silver Spring, MD 20910	None	Public Charity	General Support	1,500
Trees for the Future Inc 1400 Spring Street Suite 150 Silver Spring, MD 20910	None	Public Charity	General Support	1,000
Trust for Public Land 101 Montgomery Street Suite 900 San Francisco, CA 94104	None	Public Charity	Programs on Climate Change & Global Warming	7,000
Trustees of Columbia University 211 Low Library 535 West 116th Street New York, NY 10027	None	Public Charity	East Asian Institute	500
Total ▶ 3a				574,854

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>				
Trustees of Tufts College Tufts University Ballou Hall 4th Floor Medford, MA 02155	None	Public Charity	Fletcher School of Law	500
Walnut Hills High School Alumni Fdn 3250 Victory Parkway Cincinnati, OH 45207	None	Public Charity	General Support	834
Western Reserve Academy 115 College Street Hudson, OH 44236	None	Public Charity	Maintenance of Long House	3,658
Western Reserve Academy 115 College Street Hudson, OH 44236	None	Public Charity	ELISA Program	10,000
Western Reserve Academy 115 College Street Hudson, OH 44236	None	Public Charity	Support Robert F & Velia Pryce Chair	25,000
Total 				574,854
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>				
Western Reserve Academy 115 College Street Hudson, OH 44236	None	Public Charity	Maintenance of Long House	3,363
Western Reserve Academy 115 College Street Hudson, OH 44236	None	Public Charity	Maintenance of Long House	3,360
Western Reserve Academy 115 College Street Hudson, OH 44236	None	Public Charity	Support Robert F. and Velia Pryce Chair	19,934
Western Reserve Academy 115 College Street Hudson, OH 44236	None	Public Charity	Maintenance of the Long House	3,360
Wildcare 76 Albert Park Lane San Rafael, CA 94901	None	Public Charity	Support Hungry Owl Project	1,000
Total ▶ 3a				574,854

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 Women's Charitable Foundation PO Box 3686 Ketchum, ID 83340	None	Public Charity	Membership Dues - \$1,000 & Admin Fees - \$100	1,100
Woodside Priory School 302 Portola Road Portola Valley, CA 94028	None	Public Charity	General Support	1,000
Woodside Priory School 302 Portola Road Portola Valley, CA 94028	None	Public Charity	General Support	2,500
World Wildlife Fund Inc 1250 24th Street NW Washington, DC 20037	None	Public Charity	General Support	1,000
Zyzyva Inc 57 Post Street Suite 604 San Francisco, CA 94104	None	Public Charity	General Support	500
Total ▶ 3a				574,854

TY 2016 Accounting Fees Schedule**Name:** The Springcreek Foundation

C/O Leventhal Kline Management Inc

EIN: 68-0344778

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
Accounting and auditing	9,300	0		9,300

TY 2016 Investments - Other Schedule**Name:** The Springcreek Foundation

C/O Leventhal Kline Management Inc

EIN: 68-0344778

Category/ Item	Listed at Cost or FMV	Book Value	End of Year Fair Market Value
Pimco All Asset All Auth Fund Instl Cl	FMV	823,210	823,210
Springcreek Hedge Fund II, L.P.	FMV	13,666	13,666
WHC Venture 2009-1 (Greylock Ptrs XII)	FMV	929,805	929,805
Springcreek Venture I, L.P.	FMV	505,193	505,193
Springcreek Venture IV, L.P.	FMV	498,201	498,201
Springcreek Private Equity Fund	FMV	173,517	173,517
Springcreek Priv. Equity FOF 2007, L.P.	FMV	488,797	488,797
Beartooth Capital II	FMV	26,408	26,408
Menlo Realty III TE, LP	FMV	41,994	41,994
Carlyle/Riverstone Renewable Energy I	FMV	0	0
Lyme Forest Fund III TE, LP	FMV	61,818	61,818
Ecosystem Investment Partnership II LP	FMV	61,834	61,834
Rebeco Boston Partners Long/Short Equity Instl	FMV	1,005,595	1,005,595
John Hancock Global Absol Return Strat FD CL I	FMV	496,457	496,457
WHC Venture 2013 LP	FMV	426,215	426,215
Global Fixed Income Fund 2013	FMV	3,551,004	3,551,004
Global Public Equity Fund 2013	FMV	3,709,950	3,709,950
RSF Food and Agriculture Note	FMV	48,669	48,669
Microvest (Formerly Minlam Offshore Fund)	FMV	114,724	114,724
Credit Suisse Commodity RTRN Strat Instl FD	FMV	362,899	362,899
Sonen Global Sustainable Real Assets Fund	AT COST	282,288	282,288
MEARF	AT COST	102,678	102,678

TY 2016 Other Assets Schedule

Name: The Springcreek Foundation

C/O Leventhal Kline Management Inc

EIN: 68-0344778

Other Assets Schedule

Description	Beginning of Year - Book Value	End of Year - Book Value	End of Year - Fair Market Value
Program related investments	103,284	103,802	103,802

TY 2016 Other Expenses Schedule**Name:** The Springcreek Foundation

C/O Leventhal Kline Management Inc

EIN: 68-0344778**Other Expenses Schedule**

Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
Miscellaneous expenses	8,003	0		8,003

TY 2016 Other Increases Schedule**Name:** The Springcreek Foundation

C/O Leventhal Kline Management Inc

EIN: 68-0344778**Description****Amount**

Unrealized gains on investments

676,413

TY 2016 Other Professional Fees Schedule

Name: The Springcreek Foundation
C/O Leventhal Kline Management Inc

EIN: 68-0344778

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
Other professional services	103,959	25,333		78,624
Other investment expense	56,326	295,839		0

TY 2016 Taxes Schedule

Name: The Springcreek Foundation
C/O Leventhal Kline Management Inc

EIN: 68-0344778

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
Excise tax on investment income	85	0		0