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EXTENDED TO NOVEMBER 15, 2017

**Return of Private Foundation**

or Section 4947(a)(1) Trust Treated as Private Foundation

▶ Do not enter social security numbers on this form as it may be made public.

▶ Information about Form 990-PF and its separate instructions is at [www.irs.gov/form990pf](http://www.irs.gov/form990pf).

OMB No 1545-0052

**2016**

Open to Public Inspection

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

For calendar year 2016 or tax year beginning

, and ending

Name of foundation

**THE CALDWELL-FISHER CHARITABLE  
FOUNDATION**

A Employer identification number

**77-0527966**

Number and street (or P.O. box number if mail is not delivered to street address)

**2882 SAND HILL ROAD, SUITE 150**

Room/suite

B Telephone number

**(650) 233-9000**

City or town, state or province, country, and ZIP or foreign postal code

**MENLO PARK, CA 94025**C If exemption application is pending, check here ☐

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 foundationE 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)

▶ \$ **5,818,928.** (Part I, column (d) must be on cash basis.)

J Accounting method

☒

Cash

☐

Accrual

☐ Other (specify)F If the foundation is in a 60-month termination  
under section 507(b)(1)(B), check here ☐**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).)(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	3,229,425.		N/A	
	2 Check <input type="checkbox"/> if the foundation is not required to attach Sch. B				
	3 Interest on savings and temporary cash investments	9.	9.		STATEMENT 2
	4 Dividends and interest from securities	46,692.	45,917.		STATEMENT 3
	5a Gross rents				
	b Net rental income or (loss)				
	6a Net gain or (loss) from sale of assets not on line 10	-380,162.			STATEMENT 1
	b Gross sales price for all assets on line 6a	5,774,512.			
	7 Capital gain net income (from Part IV, line 2)		2,902,293.		
	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)					
11 Other income	-2,746.	-2,746.		STATEMENT 4	
12 Total. Add lines 1 through 11	2,893,218.	2,945,473.			
Operating and Administrative Expenses	13 Compensation of officers, directors, trustees, etc	0.	0.		0.
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits				
	16a Legal fees				
	b Accounting fees	STMT 5	36,545.	0.	0.
	c Other professional fees				
	17 Interest				
	18 Taxes	STMT 6	165.	165.	0.
	19 Depreciation and depletion				
	20 Occupancy				
	21 Travel, conferences, and meetings				
	22 Printing and publications				
	23 Other expenses	STMT 7	35,459.	0.	0.
	24 Total operating and administrative expenses. Add lines 13 through 23		72,169.	165.	0.
	25 Contributions, gifts, grants paid		5,304,210.		5,304,210.
26 Total expenses and disbursements. Add lines 24 and 25		5,376,379.	165.	5,304,210.	
27 Subtract line 26 from line 12		-2,483,161.			
a Excess of revenue over expenses and disbursements					
b Net investment income (if negative, enter -0-)		2,945,308.			
c Adjusted net income (if negative, enter -0-)			N/A		

**THE CALDWELL-FISHER CHARITABLE  
FOUNDATION**

Form 990-PF (2016)

77-0527966 Page 2

Part II Balance Sheets		Attached schedules and amounts in the description column should be for end-of-year amounts only		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		2,327,411.	2,459,858.	2,459,858.
	3	Accounts receivable ▶ 1,256.				
		Less: allowance for doubtful accounts ▶		30,709.	1,256.	1,256.
	4	Pledges receivable ▶				
		Less: allowance for doubtful accounts ▶				
	5	Grants receivable				
	6	Receivables due from officers, directors, trustees, and other disqualified persons				
	7	Other notes and loans receivable ▶				
		Less: allowance for doubtful accounts ▶				
	8	Inventories for sale or use				
	9	Prepaid expenses and deferred charges				
	10a	Investments - U.S. and state government obligations				
	b	Investments - corporate stock STMT 8		5,872,726.	3,357,814.	3,357,814.
	c	Investments - corporate bonds				
	Liabilities	11	Investments - land, buildings, and equipment basis ▶			
		Less: accumulated depreciation ▶				
12		Investments - mortgage loans				
13		Investments - other				
14		Land, buildings, and equipment basis ▶				
		Less: accumulated depreciation ▶				
15		Other assets (describe ▶)				
16		Total assets (to be completed by all filers - see the instructions. Also, see page 1, item I)		8,230,846.	5,818,928.	5,818,928.
17		Accounts payable and accrued expenses				
18		Grants payable				
Net Assets or Fund Balances	19	Deferred revenue				
	20	Loans from officers, directors, trustees, and other disqualified persons				
	21	Mortgages and other notes payable				
	22	Other liabilities (describe ▶)				
	23	Total liabilities (add lines 17 through 22)		0.	0.	
Net Assets or Fund Balances		Foundations that follow SFAS 117, check here ▶ <input type="checkbox"/>				
	24	Unrestricted				
	25	Temporarily restricted				
	26	Permanently restricted				
		Foundations that do not follow SFAS 117, check here ▶ <input checked="" type="checkbox"/>				
	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		8,230,846.	5,818,928.	
	30	Total net assets or fund balances		8,230,846.	5,818,928.	
	31	Total liabilities and net assets/fund balances		8,230,846.	5,818,928.	

**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	8,230,846.
2	Enter amount from Part I, line 27a	2	-2,483,161.
3	Other increases not included in line 2 (itemize) ▶ UNREALIZED GAIN/LOSS	3	93,530.
4	Add lines 1, 2, and 3	4	5,841,215.
5	Decreases not included in line 2 (itemize) ▶ CHANGE IN BOOK LIABILITIES	5	22,287.
6	Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	5,818,928.

Form 990-PF (2016)

**THE CALDWELL-FISHER CHARITABLE  
FOUNDATION**

Form 990-PF (2016)

77-0527966 Page 3

**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.)
<b>1a</b> VARIOUS SALES - SEE STATEMENT ATTACHED	P	VARIOUS	VARIOUS
<b>b</b> VARIOUS SALES - SEE STATEMENT ATTACHED	P	VARIOUS	VARIOUS
<b>c</b> THE BLACKSTONE GROUP - K-1	P	VARIOUS	VARIOUS
<b>d</b> THE BLACKSTONE GROUP - K-1	P	VARIOUS	VARIOUS
<b>e</b>			

(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)
<b>a</b> 4,371,215.		1,337,870.	3,033,345.
<b>b</b> 1,403,297.		1,535,057.	-131,760.
<b>c</b>			721.
<b>d</b>			-13.
<b>e</b>			

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69

(i) FMV 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))
<b>a</b>			3,033,345.
<b>b</b>			-131,760.
<b>c</b>			721.
<b>d</b>			-13.
<b>e</b>			

<b>2</b> Capital gain net income or (net capital loss)	{ If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7 }	2	2,902,293.
<b>3</b> 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). If (loss), enter -0- in Part I, line 8	{ }	3	N/A

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

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

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

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

☐ Yes ☒ No

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

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

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col (b) divided by col (c))
2015	3,807,300.	8,373,128.	.454705
2014	3,720,533.	6,002,730.	.619807
2013	2,358,506.	3,071,207.	.767941
2012	1,746,515.	3,050,474.	.572539
2011	1,997,358.	3,231,886.	.618016

<b>2</b> Total of line 1, column (d)	2	3.033008
<b>3</b> 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	.606602
<b>4</b> Enter the net value of noncharitable-use assets for 2016 from Part X, line 5	4	5,630,208.
<b>5</b> Multiply line 4 by line 3	5	3,415,295.
<b>6</b> Enter 1% of net investment income (1% of Part I, line 27b)	6	29,453.
<b>7</b> Add lines 5 and 6	7	3,444,748.
<b>8</b> Enter qualifying distributions from Part XII, line 4	8	5,339,210.

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

**THE CALDWELL-FISHER CHARITABLE  
FOUNDATION**

Form 990-PF (2016)

77-0527966

Page 4

**Part VI Excise Tax Based on Investment Income (Section 4940(a), 4940(b), 4940(e), or 4948 - see instructions)**

1a Exempt operating foundations described in section 4940(d)(2), check here <input type="checkbox"/> and enter "N/A" on line 1. Date of ruling or determination letter _____ (attach copy of letter if necessary-see instructions)		1	29,453.
b Domestic foundations that meet the section 4940(e) requirements in Part V, check here <input checked="" type="checkbox"/> and enter 1% of Part I, line 27b			
c All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, col. (b).			
2 Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)		2	0.
3 Add lines 1 and 2		3	29,453.
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	29,453.
6 Credits/Payments			
a 2016 estimated tax payments and 2015 overpayment credited to 2016	6a	30,709.	
b Exempt foreign organizations - tax withheld at source	6b		
c Tax paid with application for extension of time to file (Form 8868)	6c	20,000.	
d Backup withholding erroneously withheld	6d		
7 Total credits and payments. Add lines 6a through 6d	7	50,709.	
8 Enter any penalty for underpayment of estimated tax. Check here <input type="checkbox"/> if Form 2220 is attached	8		
9 Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed	9		
10 Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10	21,256.	
11 Enter the amount of line 10 to be Credited to 2017 estimated tax	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?		X
1b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see instructions for the definition)? If the answer is "Yes" to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities.		X
1c Did the foundation file Form 1120-POL for this year?		X
d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year (1) On the foundation \$ 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? If "Yes," attach a detailed description of the activities.		X
3 Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? If "Yes," attach a conformed copy of the changes		X
4a Did the foundation have unrelated business gross income of \$1,000 or more during the year?		X
b If "Yes," has it filed a tax return on Form 990-T for this year?		
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? If "Yes," attach the statement required by General Instruction T.		X
6 Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	X	
7 Did the foundation have at least \$5,000 in assets at any time during the year? If "Yes," complete Part II, col. (c), and Part XV	X	
8a Enter the states to which the foundation reports or with which it is registered (see instructions)		
CA		
b If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by General Instruction G? If "No," attach explanation	X	
9 Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2016 or the taxable year beginning in 2016 (see instructions for Part XIV)? If "Yes," complete Part XIV		X
10 Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses		X

Form 990-PF (2016)

**THE CALDWELL-FISHER CHARITABLE  
FOUNDATION**

Form 990-PF (2016)

77-0527966

Page 5

**Part VII-A Statements Regarding Activities** (continued)

		Yes	No
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		X
12 Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement (see instructions)	12		X
13 Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address ▶ N/A	13	X	
14 The books are in care of ▶ <b>JOHN FISHER</b> Telephone no ▶ <b>(650) 233-9000</b> Located at ▶ <b>2882 SAND HILL ROAD, SUITE 150, MENLO PARK, CA</b> ZIP+4 ▶ <b>94025</b>			
15 Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 - Check here and enter the amount of tax-exempt interest received or accrued during the year	15	N/A	<input type="checkbox"/>
16 At any time during calendar year 2016, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country? See the instructions for exceptions and filing requirements for FinCEN Form 114. If "Yes," enter the name of the foreign country ▶	16		X

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

File Form 4720 if any item is checked in the "Yes" column, unless an exception applies.

		Yes	No
<b>1a</b> During the year did the foundation (either directly or indirectly)			
(1) Engage in the sale or exchange, or leasing of property with a disqualified person?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(6) Agree to pay money or property to a government official? (Exception. Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days.)	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
<b>b</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	N/A ▶ <input type="checkbox"/>	1b	
<b>c</b> Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2016?		1c	X
<b>2</b> 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))			
<b>a</b> 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? If "Yes," list the years ▶	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
<b>b</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.)	N/A	2b	
<b>c</b> If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here ▶			
<b>3a</b> Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year?			
	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
<b>b</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.)	N/A	3b	
<b>4a</b> Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?		4a	X
<b>b</b> Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2016?		4b	X

Form 990-PF (2016)

**THE CALDWELL-FISHER CHARITABLE  
FOUNDATION**

Form 990-PF (2016)

77-0527966

Page 6

**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 **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 **N/A**

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 **6b** **X**

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 **7b** **N/A**

**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.**

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (if not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
JENNIFER CALDWELL 2882 SAND HILL ROAD, STE 150 MENLO PARK, CA 94025	PRESIDENT/VICE	PRESIDENT		
JOHN FISHER 2882 SAND HILL ROAD, STE 150 MENLO PARK, CA 94025	CEO/SECRETARY			

**2 Compensation of five highest-paid employees (other than those included on line 1). If none, enter "NONE."**

(a) Name and address of each employee paid more than \$50,000	(b) Title, and average hours per week devoted to position	(c) Compensation	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
NONE				

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

Form 990-PF (2016)

**THE CALDWELL-FISHER CHARITABLE  
FOUNDATION**

Form 990-PF (2016)

77-0527966

Page 7

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

**3 Five highest-paid independent contractors for professional services. 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 N/A	

**Part IX-B Summary of Program-Related Investments**

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2	Amount
1 IMPACT PARTNERS - INVESTMENT IN EDUCATIONAL FILM PRODUCTION	
	35,000.
All other program-related investments See instructions	
<b>Total. Add lines 1 through 3</b>	<b>35,000.</b>

Form 990-PF (2016)



**THE CALDWELL-FISHER CHARITABLE  
FOUNDATION**

Form 990-PF (2016)

77-0527966

Page 8

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

<b>1</b>	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes		
<b>a</b>	Average monthly fair market value of securities	<b>1a</b>	4,306,435.
<b>b</b>	Average of monthly cash balances	<b>1b</b>	1,409,512.
<b>c</b>	Fair market value of all other assets	<b>1c</b>	
<b>d</b>	Total (add lines 1a, b, and c)	<b>1d</b>	5,715,947.
<b>e</b>	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	<b>1e</b>	0.
<b>2</b>	Acquisition indebtedness applicable to line 1 assets	<b>2</b>	0.
<b>3</b>	Subtract line 2 from line 1d	<b>3</b>	5,715,947.
<b>4</b>	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	<b>4</b>	85,739.
<b>5</b>	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	<b>5</b>	5,630,208.
<b>6</b>	Minimum investment return. Enter 5% of line 5	<b>6</b>	281,510.

**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)

<b>1</b>	Minimum investment return from Part X, line 6	<b>1</b>	281,510.
<b>2a</b>	Tax on investment income for 2016 from Part VI, line 5	<b>2a</b>	29,453.
<b>b</b>	Income tax for 2016 (This does not include the tax from Part VI)	<b>2b</b>	
<b>c</b>	Add lines 2a and 2b	<b>2c</b>	29,453.
<b>3</b>	Distributable amount before adjustments. Subtract line 2c from line 1	<b>3</b>	252,057.
<b>4</b>	Recoveries of amounts treated as qualifying distributions	<b>4</b>	0.
<b>5</b>	Add lines 3 and 4	<b>5</b>	252,057.
<b>6</b>	Deduction from distributable amount (see instructions)	<b>6</b>	0.
<b>7</b>	Distributable amount as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1	<b>7</b>	252,057.

**Part XII Qualifying Distributions** (see instructions)

<b>1</b>	Amounts paid (including administrative expenses) to accomplish charitable, etc., purposes		
<b>a</b>	Expenses, contributions, gifts, etc. - total from Part I, column (d), line 26	<b>1a</b>	5,304,210.
<b>b</b>	Program-related investments - total from Part IX-B	<b>1b</b>	35,000.
<b>2</b>	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	<b>2</b>	
<b>3</b>	Amounts set aside for specific charitable projects that satisfy the		
<b>a</b>	Suitability test (prior IRS approval required)	<b>3a</b>	
<b>b</b>	Cash distribution test (attach the required schedule)	<b>3b</b>	
<b>4</b>	Qualifying distributions. Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	<b>4</b>	5,339,210.
<b>5</b>	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income. Enter 1% of Part I, line 27b	<b>5</b>	29,453.
<b>6</b>	Adjusted qualifying distributions. Subtract line 5 from line 4	<b>6</b>	5,309,757.

**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

Form **990-PF** (2016)

**THE CALDWELL-FISHER CHARITABLE  
FOUNDATION**

Form 990-PF (2016)

77-0527966

Page 9

**Part XIII Undistributed Income** (see instructions)

	(a) Corpus	(b) Years prior to 2015	(c) 2015	(d) 2016
<b>1</b> Distributable amount for 2016 from Part XI, line 7				252,057.
<b>2</b> Undistributed income, if any, as of the end of 2016				
<b>a</b> Enter amount for 2015 only			0.	
<b>b</b> Total for prior years		0.		
<b>3</b> Excess distributions carryover, if any, to 2016				
<b>a</b> From 2011	1,869,898.			
<b>b</b> From 2012	1,643,523.			
<b>c</b> From 2013	2,292,756.			
<b>d</b> From 2014	3,581,526.			
<b>e</b> From 2015	3,391,979.			
<b>f</b> Total of lines 3a through e	12,779,682.			
<b>4</b> Qualifying distributions for 2016 from Part XII, line 4 ▶ \$ 5,339,210.				
<b>a</b> Applied to 2015, but not more than line 2a			0.	
<b>b</b> Applied to undistributed income of prior years (Election required - see instructions)		0.		
<b>c</b> Treated as distributions out of corpus (Election required - see instructions)	0.			
<b>d</b> Applied to 2016 distributable amount				252,057.
<b>e</b> Remaining amount distributed out of corpus	5,087,153.			
<b>5</b> Excess distributions carryover applied to 2016 (If an amount appears in column (d), the same amount must be shown in column (a))	0.			0.
<b>6</b> Enter the net total of each column as indicated below:				
<b>a</b> Corpus Add lines 3f, 4c, and 4e Subtract line 5	17,866,835.			
<b>b</b> Prior years' undistributed income Subtract line 4b from line 2b		0.		
<b>c</b> 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.		
<b>d</b> Subtract line 6c from line 6b Taxable amount - see instructions		0.		
<b>e</b> Undistributed income for 2015 Subtract line 4a from line 2a Taxable amount - see instr			0.	
<b>f</b> Undistributed income for 2016 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2017				0.
<b>7</b> 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)	3,481,482.			
<b>8</b> Excess distributions carryover from 2011 not applied on line 5 or line 7	0.			
<b>9</b> Excess distributions carryover to 2017. Subtract lines 7 and 8 from line 6a	14,385,353.			
<b>10</b> Analysis of line 9				
<b>a</b> Excess from 2012	31,939.			
<b>b</b> Excess from 2013	2,292,756.			
<b>c</b> Excess from 2014	3,581,526.			
<b>d</b> Excess from 2015	3,391,979.			
<b>e</b> Excess from 2016	5,087,153.			

**THE CALDWELL-FISHER CHARITABLE  
FOUNDATION**

Form 990-PF (2016)

77-0527966 Page 10

**Part XIV Private Operating Foundations** (see instructions and Part VII-A, question 9)

N/A

1 a If the foundation has received a ruling or determination letter that it is a private operating foundation, and the ruling is effective for 2016, enter the date of the ruling .. ▶

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

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

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

**1 Information Regarding Foundation Managers:**

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

**SEE STATEMENT 9**

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

NONE

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

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

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

**SEE STATEMENT 10**

- 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

THE CALDWELL-FISHER CHARITABLE  
FOUNDATION

Form 990-PF (2016)

77-0527966 Page 11

**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
<b>a</b> Paid during the year				
SEE ATTACHED STATEMENT	PUBLIC CHARITIES			5,304,210.
<b>Total</b>			▶ <b>3a</b>	5,304,210.
<b>b</b> Approved for future payment				
NONE				
<b>Total</b>			▶ <b>3b</b>	0.

Form 990-PF (2016)



## Form 990-PF (2016)

77-0527966 Page 13

		Yes	No
<b>1</b>	Did the organization directly or indirectly engage in any of the following with any other organization described in section 501(c) of the Code (other than section 501(c)(3) organizations) or in section 527, relating to political organizations?		
<b>a</b>	Transfers from the reporting foundation to a noncharitable exempt organization of:		
	(1) Cash	<b>1a(1)</b>	X
	(2) Other assets	<b>1a(2)</b>	X
<b>b</b>	Other transactions		
	(1) Sales of assets to a noncharitable exempt organization	<b>1b(1)</b>	X
	(2) Purchases of assets from a noncharitable exempt organization	<b>1b(2)</b>	X
	(3) Rental of facilities, equipment, or other assets	<b>1b(3)</b>	X
	(4) Reimbursement arrangements	<b>1b(4)</b>	X
	(5) Loans or loan guarantees	<b>1b(5)</b>	X
	(6) Performance of services or membership or fundraising solicitations	<b>1b(6)</b>	X
<b>c</b>	Sharing of facilities, equipment, mailing lists, other assets, or paid employees	<b>1c</b>	X
<b>d</b>	If the answer to any of the above is "Yes," complete the following schedule. Column (b) should always show the fair market value of the goods, other assets, or services given by the reporting foundation. If the foundation received less than fair market value in any transaction or sharing arrangement, show in column (d) the value of the goods, other assets, or services received.		

[illegible]

**2a** Is the foundation directly or indirectly affiliated with, or related to, one or more tax-exempt organizations described in section 501(c) of the Code (other than section 501(c)(3)) or in section 527?

☐ Yes ☒ No

**b If "Yes," complete the following schedule**

(a) Name of organization	(b) Type of organization	(c) Description of relationship
N/A		

**Sign  
Here**

Under penalties of perjury, declare that I have examined this return, including accompanying schedules and statements, and to the best of my knowledge and belief, it is true, correct, and complete. Declaration of preparer (other than taxpayer) is based on all information of which preparer has any knowledge.

Signature of officer or trustee

Date \_\_\_\_\_

Title \_\_\_\_\_

May the IRS discuss this return with the preparer shown below (see instr)?

☒ Yes    ☐ No**Paid  
Preparer  
Use Only**

Print/Type preparer's name

Preparer's signature

Date

Check ☐ if self-employed

PTIN

SANGINI GOENKA

S. M. Goenka

11/09/17

P01061662

Firm's name ► FRANK, RIMERMAN & CO. LLP

Firm's EIN ► 94-1341042

Firm's address ► 1801 PAGE MILL ROAD  
PALO ALTO, CA

Phone no (650) 845-8100

Form **990-PF** (2016)

**Schedule B**(Form 990, 990-EZ,  
or 990-PF)Department of the Treasury  
Internal Revenue Service**Schedule of Contributors**

▶ Attach to Form 990, Form 990-EZ, or Form 990-PF.  
▶ Information about Schedule B (Form 990, 990-EZ, or 990-PF) and  
its instructions is at [www.irs.gov/form990](http://www.irs.gov/form990)

OMB No 1545-0047

**2016**

Name of the organization

THE CALDWELL-FISHER CHARITABLE  
FOUNDATION

Employer identification number

77-0527966

Organization type (check one):

Filers of:

Section:

Form 990 or 990-EZ

☐ 501(c)( ) (enter number) organization☐ 4947(a)(1) nonexempt charitable trust **not** treated as a private foundation☐ 527 political organization

Form 990-PF

☒ 501(c)(3) exempt private foundation☐ 4947(a)(1) nonexempt charitable trust treated as a private foundation☐ 501(c)(3) taxable private foundationCheck if your organization is covered by the **General Rule** or a **Special Rule**.**Note:** Only a section 501(c)(7), (8), or (10) organization can check boxes for both the General Rule and a Special Rule. See instructions.**General Rule**

- ☒ For an organization filing Form 990, 990-EZ, or 990-PF that received, during the year, contributions totaling \$5,000 or more (in money or property) from any one contributor. Complete Parts I and II. See instructions for determining a contributor's total contributions.

**Special Rules**

- ☐ For an organization described in section 501(c)(3) filing Form 990 or 990-EZ that met the 33 1/3% support test of the regulations under sections 509(a)(1) and 170(b)(1)(A)(vi), that checked Schedule A (Form 990 or 990-EZ), Part II, line 13, 16a, or 16b, and that received from any one contributor, during the year, total contributions of the greater of (1) \$5,000 or (2) 2% of the amount on (i) Form 990, Part VIII, line 1h, or (ii) Form 990-EZ, line 1. Complete Parts I and II.
- ☐ For an organization described in section 501(c)(7), (8), or (10) filing Form 990 or 990-EZ that received from any one contributor, during the year, total contributions of more than \$1,000 *exclusively* for religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals. Complete Parts I, II, and III.
- ☐ For an organization described in section 501(c)(7), (8), or (10) filing Form 990 or 990-EZ that received from any one contributor, during the year, contributions *exclusively* for religious, charitable, etc., purposes, but no such contributions totaled more than \$1,000. If this box is checked, enter here the total contributions that were received during the year for an *exclusively* religious, charitable, etc., purpose. Don't complete any of the parts unless the **General Rule** applies to this organization because it received *nonexclusively* religious, charitable, etc., contributions totaling \$5,000 or more during the year ▶ \$ \_\_\_\_\_

**Caution:** An organization that isn't covered by the General Rule and/or the Special Rules doesn't file Schedule B (Form 990, 990-EZ, or 990-PF), but it **must** answer "No" on Part IV, line 2, of its Form 990; or check the box on line H of its Form 990-EZ or on its Form 990-PF, Part I, line 2, to certify that it doesn't meet the filing requirements of Schedule B (Form 990, 990-EZ, or 990-PF).

LHA For Paperwork Reduction Act Notice, see the Instructions for Form 990, 990-EZ, or 990-PF. Schedule B (Form 990, 990-EZ, or 990-PF) (2016)

Name of organization  
**THE CALDWELL-FISHER CHARITABLE  
 FOUNDATION**

Employer identification number

**77-0527966****Part I Contributors** (See instructions). Use duplicate copies of Part I if additional space is needed.

(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
1	JOHN FISHER & JENNIFER CALDWELL 2882 SAND HILL ROAD, STE 150 MENLO PARK, CA 94025	\$ 3,229,425.	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input checked="" type="checkbox"/> (Complete Part II for noncash contributions.)
(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions.)
(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions.)
(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions.)
(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions.)
(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions.)



Name of organization

THE CALDWELL-FISHER CHARITABLE  
FOUNDATION

Employer identification number

77-0527966

**Part II Noncash Property** (See instructions). Use duplicate copies of Part II if additional space is needed.

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (See instructions)	(d) Date received
1	70,000 SHARES CISCO SYS INC.	\$ 2,151,800.	12/14/16
1	25,000 SHARES YAHOO INC.	\$ 1,077,625.	09/13/16
		\$	
		\$	
		\$	
		\$	
		\$	
		\$	

Employer identification number

77-0527966

## Part III

**Exclusively** religious, charitable, etc., contributions to organizations described in section 501(c)(7), (8), or (10) that total more than \$1,000 for the year from any one contributor. Complete columns (a) through (e) and the following line entry For organizations completing Part III, enter the total of exclusively religious, charitable, etc., contributions of \$1,000 or less for the year (Enter this info once) ▶ \$

Use duplicate copies of Part III if additional space is needed.

(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held
	(e) Transfer of gift		
	Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee
	(e) Transfer of gift		
	Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee
	(e) Transfer of gift		
	Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee
	(e) Transfer of gift		
	Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee
	(e) Transfer of gift		
	Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee
	(e) Transfer of gift		
	Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee

**Caldwell-Fisher Charitable Foundation**  
**Contributions - FYE 12/31/2016**

<b>Name and Address</b>	<b>Foundation Status of Recipient</b>	<b>Purpose of grant or contribution</b>	<b>Date</b>	<b>Amount</b>
KQED 2601 Mariposa St., SF, CA 94110	Public Charity	Education	1/5/2016	\$5,000
Great Star Theater 375 Castro St., San Leandro, CA 94577	Public Charity	Arts	1/11/2016	\$5,000
The Jane Goodall Institute 1595 Spring Hill Rd., Ste 550, Vienna, VA 22182	Public Charity	Environment	1/11/2016	\$2,000
Walnut Hill School for the Arts 12 Highland St., Natick, MA 01760-9835	Public Charity	Arts	1/26/2016	\$15,000
The Imagine Bus Project 1012 Torney Ave, SF, CA 94129	Public Charity	Educ/Arts	1/26/2016	\$2,500
Chilmark Volunteer Firemen's Assn PO Box 580, Chilmark, MA 02535	Public Charity	Welfare	1/26/2016	\$1,000
Center for Reproductive Rights 199 Water St., NY, NY 10038	Public Charity	Welfare	2/2/2016	\$1,000
Monterey Bay Aquarium David Packard Award 886 Cannery Row, Monterey, CA 93940	Public Charity	Environment	2/3/2016	\$25,000
Common Sense Media 650 Townsend, STE 435, SF, CA 94103	Public Charity	Education	2/25/2016	\$50,000
Compass Family Services 49 Powell St., SF, CA 94102	Public Charity	Health/Welfare	2/25/2016	\$2,500
Katherine Delmar Burke School 7070 California St., SF, CA 94121	Public Charity	Education	2/25/2016	\$20,000
MVYouth PO Box 65, Chilmark, MA 02535	Public Charity	Educ/Health/Wel	2/25/2016	\$1,595
Oakland Family Services 114 Orchard Lake Rd., Pontiac, MI 48341	Public Charity	Health/Welfare	2/25/2016	\$100,000
Planned Parenthood (PPFA)	Public Charity	Health/Welfare	2/25/2016	\$1,000

<b>Name and Address</b>	<b>Foundation Status of Recipient</b>	<b>Purpose of grant or contribution</b>	<b>Date</b>	<b>Amount</b>
123 William St., 10th Flr, New York, NY 10038				
Tipping Point Community 220 Montgomery St., Ste 850, SF, CA 94104	Public Charity	Education	3/4/2016	\$25,000
Cape Eleuthera Foundation, Inc (Eco Club) PO Box 842484, Boston, MA 02284-2484	Public Charity	Edu/Env	3/8/2016	\$1,000
California Academy of Sciences 55 Music Concourse, Golden Gate Park, SF, CA 94118	Public Charity	Educ/Env	2/25/2016	\$40,000
Martha's Vineyard Community Services 111 Edgartown Rd., Vineyard Haven, MA 02568	Public Charity	Health/Welfare	3/10/2016	\$1,000
VGC Foundation Inc. PO Box 1815, Edgartown, MA 02539	Public Charity	Env/Health/Wel	3/16/2016	\$500
Sarah Lawrence College One Mead Way, Bronxville, NY 10708	Public Charity	Education	3/23/2016	\$20,000
San Francisco SPCA 201 Alabama St., SF, CA 94103	Public Charity	Welfare	3/23/2016	\$1,000
UCSF Foundation University of CA, Box 45339, SF, CA 94145-0339	Public Charity	Health	4/14/2016	\$2,500
The Imagine Bus Project 1012 Torney Ave., SF, CA 94129	Public Charity	Educ/Arts	4/19/2016	\$5,000
Lick-Wilmerding High School 755 Ocean Ave , SF, CA 94122	Public Charity	Education	4/19/2016	\$60,000
Project Avary 385 Bel Marin Keys, Blvd., Ste G, Novato, CA 94949	Public Charity	Education	4/19/2016	\$10,000
SF Botanical Garden Society 320 Judah St., Ste 2, SF, CA 94122	Public Charity	Environment	4/26/2016	\$1,000
Sarah Lawrence College One Mead Way, Bronxville, NY 10708	Public Charity	Education	5/5/2016	\$200,000
California Academy of Sciences 55 Music Concourse, Golden Gate Park, SF, CA 94118	Public Charity	Educ/Env	5/5/2016	\$25,000

<b>Name and Address</b>	<b>Foundation Status of Recipient</b>	<b>Purpose of grant or contribution</b>	<b>Date</b>	<b>Amount</b>
Harvard College Fund 124 Mt. Auburn St., 4th Fl, Cambridge, MA 02138	Public Charity	Education	5/17/2016	\$10,000
Golden Gate National Parks Conservancy Building 201, Fort Mason, SF, CA 94123	Public Charity	Environment	5/24/2016	\$5,000
Exploratorium Pier 17, Suite 100, SF, CA 94111	Public Charity	Education/Env	5/24/2016	\$10,000
Exploratorium Pier 17, Suite 100, SF, CA 94111	Public Charity	Education/Env	5/24/2016	\$84,615
Katherine Delmar Burke School 7070 California St., SF, CA 94121	Public Charity	Education	5/31/2016	\$30,000
The Jordan Schnitzer Museum 1430 Johnson Lane, Eugene OR 94703	Public Charity	Education	6/1/2016	\$6,000
Katherine Delmar Burke School 7070 California St., SF, CA 94121	Public Charity	Education	6/2/2016	\$500,000
The MAVEN Project PO Box 156781, SF, CA 94115	Public Charity	Health/Welfare	6/3/2016	\$2,500
Pt. Reyes National Seashore Assn 1 Bear Valley Rd., Bldg 70, Pt. Reyes Station, CA 94956	Public Charity	Environment	6/3/2016	\$2,500
Boca Raton Reg'l Hospital Foundation 745 Meadows Rd., Boca Raton, FL 33486	Public Charity	Health	6/14/2016	\$200,000
California Academy of Sciences 55 Music Concourse Dr., SF, CA 94118	Public Charity	Educa/Env	6/14/2016	\$625,000
Common Sense Media 650 Townsend, Suite 435, SF, CA 94103	Public Charity	Education	6/14/2016	\$450,000
Exploratorium Pier 17, Suite 100, SF, CA 94111	Public Charity	Educ/Env	6/14/2016	\$300,000
George Jackson Academy 104 St. Mark's Place, NY, NY 10009	Public Charity	Education	6/14/2016	\$20,000
Harvard University 124 Mt. Auburn St., 4th Fl, Cambridge, MA 02138	Public Charity	Education	6/14/2016	\$1,000,000

<b>Name and Address</b>	<b>Foundation Status of Recipient</b>	<b>Purpose of grant or contribution</b>	<b>Date</b>	<b>Amount</b>
Harvard Business School Teele Hall 209, Boston, MA 02163	Public Charity	Education	6/14/2016	\$200,000
SFMOMA 151 Third St., SF, CA 94103	Public Charity	Arts	6/14/2016	\$200,000
Ten Strands 330 Ignacio, Ste 201, Novato, CA 94949	Public Charity	Education/Env	6/15/2016	\$50,000
Walnut Hill School for the Arts 12 Highland St., Natick, MA 01760-9835	Public Charity	The Arts	6/15/2016	\$50,000
Environmental Working Group 1436 U St., NW, Suite 100, Washington, DC 20009	Public Charity	Environment	6/28/2016	\$25,000
Education Outside 135 Van Ness, Ste 408, SF, CA 94102	Public Charity	Health/Welfare	7/11/2016	\$2,500
MVYouth PO Box 65, Chilmark, MA 02535	Public Charity	Educ/Health/ Welfare	7/11/2016	\$25,000
SF Ballet 455 Franklin St., SF, CA 94102	Public Charity	The Arts	7/11/2016	\$12,000
California Academy of Sciences 55 Music Concourse Dr , SF, CA 94118	Public Charity	Educ/Env	8/3/2016	\$2,500
Alzheimer's Association 31915 Rancho California Rd, Temecula, CA 92591	Public Charity	Health	9/13/2016	\$1,000
FORE-SITE Foundation Fort Mason Center, 2 Marina Blvd., Bldg C, SF, CA 94123	Public Charity	Health	9/13/2016	\$10,000
Little Kids Rock 271 Grove Ave., Bldg E-2, Verona, NJ 07044	Public Chartry	Edu/Welfare	9/13/2016	\$5,000
Ronald McDonald House @ Stanford c/o Greenstein, 2882 Sand Hill Rd., Menlo Park, CA 94025	Public Charity	Welfare	9/13/2016	\$1,000
Boys & Girls Clubs of San Francisco 380 Fulton St., SF, CA 94102	Public Charity	Health/Welfare	10/25/2016	\$2,500
Marin Agricultural Land Trust	Public Charity	Environment	10/25/2016	\$5,000

<b>Name and Address</b>	<b>Foundation Status of Recipient</b>	<b>Purpose of grant or contribution</b>	<b>Date</b>	<b>Amount</b>
PO Box 809, Point Reyes Station, CA 94956				
PRWM Disaster Fund PO Box 308, Point Reyes Station, CA 94956	Public Charity	Environment	10/25/2016	\$1,000
Education Outside 135 Van Ness, Ste 408, SF, CA 94102	Public Charity	Health/Welfare	10/31/2016	\$5,000
Windermere Island Foundation 63 Kercheval Ave., Ste 301, Gross Point Farms, MI 48230	Public Charity	Ed/Env/H & W	11/2/2016	\$10,000
Walnut Hill School for the Arts 12 Highland St., Natick, MA 01760-9835	Public Charity	Arts	11/11/2016	\$15,000
BizWorld.org 1801 Harbor Bay Parkway, Suite 175, Alameda, CA 94502	Public Charity	Education	11/21/2016	\$5,000
Oxfam America 226 Causeway St , 5th Fl, Boston, MA 02114	Public Charity	Health/Welfare	12/1/2016	\$1,000
Rainforest Connection 77 Van Ness Ave., Ste 101-1717, SF, CA 94102	Public Charity	Environment	12/1/2016	\$10,000
Great Star Theater 375 Castro St., San Leandro, CA 94577	Public Charity	The Arts	12/6/2016	\$5,000
Conservation International 2011 Crystal Drive, Suite 500, Arlington, VA 22202	Public Charity	Environment	12/6/2016	\$50,000
Dawn Redwoods Charitable Trust Siote 2. 1 Blackfield Dr., Tiburon, CA 94920	Public Charity	Health/Welfare	12/6/2016	\$10,000
Gladstone Institutes 1650 Owens St., SF, CA 94158	Public Charity	Education	12/6/2016	\$10,000
Martha's Vineyard Hospital PO Box 1477, Oak Bluffs, MA 02557	Public Charity	Health/Welfare	12/6/2016	\$5,000
Planned Parenthood PO Box 97166, Washington DC 20090	Public Charity	Health/Welfare	12/6/2016	\$500
Beaumont Foundation 3711 West 13 Mile Rd., Royal Oak, MI 48073	Public Charity	Health/Welfare	12/6/2016	\$100,000

<b>Name and Address</b>	<b>Foundation Status of Recipient</b>	<b>Purpose of grant or contribution</b>	<b>Date</b>	<b>Amount</b>
Sarah Lawrence College 1 Mead Way, Bronxville, NY 10708	Public Charity	Health/Welfare	12/7/2016	\$500,000
Stanford University 475 Via Ortega, Suite 004, MC 4026, Stanford, CA 94305	Public Charity	Education	12/7/2016	\$50,000
KQED 2601 Mariposa St., SF, CA 94110	Public Charity	Education	12/7/2016	\$50,000
EWG 1436 U St., NW, Suite 100, Washington DC 20009	Public Charity	Environment	12/14/2016	\$1,000
KQED 2601 Mariposa St., SF, CA 94110	Public Charity	Education	12/14/2016	\$5,000
Native Plant Conservation Campaign PMB 151, 1459 18 St., SF, CA 94107	Public Charity	Environment	12/19/2016	\$10,000
<b>2016 Total</b>				<b>\$5,304,210</b>



THE CALDWELL-FISHER CHARITABLE FOUNDATION  
 REALIZED GAIN/LOSS REPORT  
 YEAR-ENDED DECEMBER 31, 2016

Long-Term	Stock	Purchase Date	Sale Date	Sale Proceeds	to column (b) on 990PF		to column (a) on 990PF	
					Cost Basis Tax (Nil)	Capital Gain/Loss	Cost Basis Book	Cap Gain Book
605 shs Abbott Laboratories		10/01/14	06/01/16	23,896	24,911	(1,015)	24,911	(1,015)
435 shs Abbvie Inc Com		10/01/14	05/31/16	27,290	24,922	2,368	24,922	2,368
5900 shs Alpine Total Dynamic Dividend		10/01/14	06/01/16	44,184	50,282	(6,098)	50,282	(6,098)
180 shs Amgen Inc		10/01/14	06/13/16	27,393	24,945	2,448	24,945	2,448
815 shs Blackstone Group LP		10/01/14	06/13/16	21,184	24,900	(3,716)	24,900	(3,716)
495 shs Bristol Myers Squibb Co		10/01/14	05/31/16	35,343	24,930	10,413	24,930	10,413
335 shs Cardinal Health Inc		10/01/14	05/31/16	26,373	24,986	1,387	24,986	1,387
210 shs Chevron Corp		10/01/14	05/31/16	21,114	24,821	(3,707)	24,821	(3,707)
10000 shs Cisco Sys Inc		12/29/99	05/31/16	287,837	242,100	45,737	530,000	(242,163)
70000 shs Cisco Sys Inc		02/07/96	12/14/16	2,149,101	-	2,149,101	2,151,800	(2,699)
755 shs Conagra Foods Inc		10/01/14	05/31/16	34,344	24,987	9,357	24,987	9,357
5100 shs Gabelli Hlthcare & Wellness		10/01/14	05/31/16	53,255	50,302	2,953	50,302	2,953
4830 shs Gabelli Hlthcare & Wellness		11/12/14	05/31/16	50,436	50,536	(100)	50,536	(100)
545 shs Glaxosmithkline Plc Ads		10/01/14	05/31/16	23,031	25,080	(2,049)	25,080	(2,049)
29 shs Halyard Health Inc		10/01/14	05/31/16	893	1,032	(139)	1,032	(139)
730 shs Intel Corp		10/01/14	06/01/16	23,049	24,984	(1,935)	24,984	(1,935)
415 shs JPMorgan Chase & Co		10/01/14	06/01/16	27,260	24,897	2,363	24,897	2,363
445 shs Kraft Heinz Co		10/01/14	05/31/16	36,849	24,955	11,894	24,955	11,894
8700 shs Liberty All Star Equity FD SBI		10/01/14	06/01/16	43,815	50,294	(6,479)	50,294	(6,479)
8400 shs Liberty All Star Equity FD SBI		11/12/14	06/01/16	42,304	50,130	(7,826)	50,130	(7,826)
400 shs Medtronic PLC Shs		01/27/15	06/01/16	32,177	30,780	1,397	30,780	1,397
475 shs MetLife Incorporated		10/01/14	06/01/16	21,458	24,890	(3,432)	24,890	(3,432)
7000 shs Mindbody, Inc Cl A		07/02/15	07/21/16	122,146	91,200	30,946	91,200	30,946
20,375 shs PJT Partners Inc Com Cl A		07/02/15	05/31/16	525	78	447	78	447
290 shs Prudential Financial Inc		10/01/14	05/31/16	22,838	24,965	(2,127)	24,965	(2,127)
2900 shs Royce Global Value Tr Inc Com		10/01/14	05/31/16	22,215	25,045	(2,830)	25,045	(2,830)
2850 shs Royce Global Value Tr Inc Com		10/01/14	05/31/16	21,832	24,603	(2,771)	24,603	(2,771)
5935 shs Royce Global Value Tr Inc Com		11/12/14	05/31/16	45,463	50,163	(4,700)	50,163	(4,700)
394 shs Targa Res Ptnrs LP Rep Uts		10/01/14	02/17/16	4,214	25,004	(20,790)	25,004	(20,790)
428 shs United Online Inc Com New		06/06/03	06/01/16	4,681	24,180	(19,499)	12,278	(7,597)
25000 shs Yahoo Inc		10/07/03	09/13/16	1,073,203	489,248	583,955	1,077,625	(4,422)

ATTACHMENT B

PTP Adjustment  
428 shs United Online Inc Com New  
10000 shs Cisco Sys Inc

1,512  
(24,180)  
(242,100)  
1,512  
24,180  
242,100  
-

**Short-Term**

785 shs Abbott Laboratories	06/24/15	06/01/16	31,006	39,034	(8,028)	39,034	(8,028)
380 shs Abbvie Inc Com	06/24/15	05/31/16	23,839	26,527	(2,688)	26,527	(2,688)
180 shs Abbvie Inc Com	06/24/15	06/01/16	11,298	12,565	(1,267)	12,565	(1,267)
820 shs Abbvie Inc Com	11/20/15	06/01/16	51,468	50,098	1,370	50,098	1,370
480 shs American Express Co	06/24/15	05/31/16	31,290	39,173	(7,883)	39,173	(7,883)
690 shs American Express Co	11/20/15	05/31/16	44,980	49,869	(4,889)	49,869	(4,889)
20 shs Amgen Inc	06/24/15	06/13/16	3,044	3,227	(183)	3,227	(183)
305 shs Apple Inc	06/24/15	06/13/16	29,753	39,228	(9,475)	39,228	(9,475)
420 shs Apple Inc	11/20/15	06/13/16	40,972	50,423	(9,451)	50,423	(9,451)
2230 shs Bank of America Corp	06/24/15	06/13/16	30,501	38,955	(8,454)	38,955	(8,454)
2830 shs Bank of America Corp	11/20/15	06/13/16	38,708	50,293	(11,585)	50,293	(11,585)
945 shs Blackstone Group LP	06/24/15	06/13/16	24,563	38,850	(14,287)	38,850	(14,287)
1610 shs Blackstone Group LP	11/20/15	06/13/16	41,848	49,927	(8,079)	49,927	(8,079)
445 shs Cardinal Health Inc	06/24/15	05/31/16	35,033	39,348	(4,315)	39,348	(4,315)
570 shs Cardinal Health Inc	11/20/15	05/31/16	44,874	49,875	(5,001)	49,875	(5,001)
890 shs Conagra Foods Inc	06/24/15	05/31/16	40,485	39,003	1,482	39,003	1,482
1220 shs Conagra Foods Inc	11/20/15	05/31/16	55,496	50,471	5,025	50,471	5,025
2004 shs Corenergy Infrastructure Tr Inc	11/20/15	06/13/16	52,476	50,052	2,424	50,052	2,424
470 shs Eli Lilly & Co	06/24/15	05/31/16	35,202	38,836	(3,634)	38,836	(3,634)
858 shs JPMorgan Chase & Co	06/24/15	06/01/16	38,426	40,407	(1,981)	40,407	(1,981)
705 shs JPMorgan Chase & Co	06/24/15	06/13/16	44,985	48,695	(3,710)	48,695	(3,710)
740 shs JPMorgan Chase & Co	11/20/15	06/13/16	47,219	50,087	(2,868)	50,087	(2,868)
415 shs Kimberly Clark Corp	11/20/15	05/31/16	52,708	50,603	2,105	50,603	2,105
845 shs Linear Technology Corporation	06/24/15	05/31/16	39,753	38,932	821	38,932	821
370 shs Medtronic Plc Shs	06/24/15	06/01/16	29,764	28,027	1,737	28,027	1,737
145 shs Medtronic Plc Shs	06/24/15	06/13/16	12,459	10,983	1,476	10,983	1,476
655 shs Medtronic Plc Shs	11/20/15	06/13/16	56,280	50,240	6,040	50,240	6,040
665 shs Merck & Co Inc New Com	06/24/15	06/13/16	37,446	39,210	(1,764)	39,210	(1,764)
925 shs Merck & Co Inc New Com	11/20/15	06/13/16	52,086	50,416	1,670	50,416	1,670
525 shs Metlife Incorporated	06/24/15	06/01/16	23,717	30,349	(6,632)	30,349	(6,632)
145 shs Metlife Incorporated	06/24/15	06/13/16	6,210	8,382	(2,172)	8,382	(2,172)

980 shs Metlife Incorporated	11/20/15	06/13/16	41,971	50,002	(8,031)	50,002	(8,031)
10310 shs Orexigen Therapeutics Inc	06/24/15	06/01/16	4,153	49,845	(45,692)	49,845	(45,692)
23,625 shs PJT Partners Inc Com Cl A	06/24/15	05/31/16	609	90	519	90	519
410 shs Prudential Financial Inc	06/24/15	05/31/16	32,289	37,206	(4,917)	37,206	(4,917)
20 shs Prudential Financial Inc	06/24/15	06/13/16	1,470	1,815	(345)	1,815	(345)
575 shs Prudential Financial Inc	11/20/15	06/13/16	42,275	49,897	(7,622)	49,897	(7,622)
1175 shs Southwest Airlines	05/31/16	06/13/16	49,676	50,185	(509)	50,185	(509)
525 shs St Jude Medical Inc	06/24/15	04/28/16	41,583	39,153	2,430	39,153	2,430
810 shs St Jude Medical Inc	11/20/15	04/28/16	64,157	50,565	13,592	50,565	13,592
.28 shs Targa Resources CP	02/17/16	02/17/16	8	5	3	5	3
244 shs Targa Resources CP	02/17/16	05/31/16	10,424	4,209	6,215	4,209	6,215
PTP Adjustment			6,793		6,793	-	6,793
<b>TOTAL LONG-TERM</b>			<b>4,371,215</b>	<b>1,337,870</b>	<b>3,033,345</b>	<b>4,620,325</b>	<b>(249,110)</b>
<b>TOTAL SHORT-TERM</b>			<b>1,403,297</b>	<b>1,535,057</b>	<b>(131,760)</b>	<b>-</b>	<b>(131,760)</b>
<b>TOTAL</b>			<b>5,774,512</b>	<b>2,872,927</b>	<b>2,901,585</b>	<b>6,155,382</b>	<b>(380,870)</b>

**Caldwell-Fisher Charitable Foundation**  
**EIN: 77-0527966**  
**Corporate Stock Values**  
**Tax Year 2016**

			<b>Beginning of Year Book Value</b>	<b>End of Year Book Value</b>	<b>End of Year FMV</b>
<b>Description</b>					
<b>Stocks</b>					
10,000	SHS	Cisco Sys Inc	530,000	-	-
4,500	SHS	Baidu Inc Spon Adr Rptng	516,510	516,510	739,845
10,000	SHS	Baidu Inc Spon Adr Rptng	1,944,300	1,944,300	1,644,100
428	SHS	United Online Inc	12,278	-	-
70,000	SHS	Cisco Sys Inc	-	-	-
25,000	SHS	Yahoo	-	-	-
All Other Stocks/PTPs/Exchange-Traded Funds			3,010,144	934,673	973,869
<b>Total Stock and Bonds</b>			<b>6,013,232</b>	<b>3,395,483</b>	<b>3,357,814</b>

**THE CALDWELL-FISHER CHARITABLE FOUNDATION  
2016 TAX YEAR**

**FEIN: 77-0527966**

**CALCULATION FOR STATUS AS A CONDUIT PRIVATE FOUNDATION  
INTERNAL REVENUE CODE SECTION 170(b)(1)(F)(ii)  
INTERNAL REVENUE CODE SECTION 4942(h)(2)**

**A. 2016 QUALIFYING DISTRIBUTIONS REQUIREMENTS TO BE TREATED AS A CONDUIT  
FOUNDATION:**

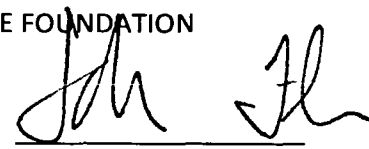
2015 UNDISTRIBUTED INCOME (Part XIII, Line 2a, Page 9, 2016 Form 990-PF)	\$0
2016 DISTRIBUTABLE AMOUNT (Part XIII, Line 1, Page 9, 2016 Form 990-PF)	\$252,057
2016 TOTAL CONTRIBUTIONS (Part I, Line 1(a), Page 1, 2016 Form 990-PF)	\$3,229,425
<b>TOTAL AMOUNT TO BE DISTRIBUTED BY 3/15/2017 TO BE DEEMED A CONDUIT FOUNDATION</b>	<b><u>\$3,481,482</u></b>

**B. 2016 QUALIFYING DISTRIBUTIONS MADE**

TOTAL QUALIFYING DISTRIBUTIONS FOR 2016 (Part XII, Line 4, Page 9, 2016 Form 990-PF)	\$5,339,210
<b>TOTAL AMOUNT DISTRIBUTED BY 3/15/2017</b>	<b><u>\$5,339,210</u></b>

THEREFORE, THE FOUNDATION MEETS THE REQUIREMENTS OF IRC §170(b)(1)(A)(vii), 170(b)(1)(F)(ii) AND 4942(h)(2) IN THAT QUALIFYING DISTRIBUTIONS OUT OF CORPUS WERE MADE WITHIN 2 MONTHS AND 15 DAYS FOLLOWING THE CLOSE OF THE 2016 TAX YEAR AND IN THAT THERE WAS NO REMAINING UNDISTRIBUTABLE INCOME FOR 2015 AND 2016 TAX YEARS. THUS, THE FOUNDATION IS A CONDUIT PRIVATE FOUNDATION AND THE FOUNDATION QUALIFIES AS A 50% CHARITY.

DATED: 11/10/17

  
JOHN FISHER  
CFO  
THE CALDWELL-FISHER  
CHARITABLE FOUNDATION

FORM 990-PF

GAIN OR (LOSS) FROM SALE OF ASSETS

STATEMENT 1

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) MANNER ACQUIRED DEPREC.	(F) DATE ACQUIRED GAIN OR LOSS	DATE SOLD
VARIOUS SALES - SEE STATEMENT ATTACHED				PURCHASED	VARIOUS	VARIOUS
	4,371,215.	4,620,325.	0.	0.	-249,110.	

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) MANNER ACQUIRED DEPREC.	(F) DATE ACQUIRED GAIN OR LOSS	DATE SOLD
VARIOUS SALES - SEE STATEMENT ATTACHED				PURCHASED	VARIOUS	VARIOUS
	1,403,297.	1,535,057.	0.	0.	-131,760.	

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) MANNER ACQUIRED DEPREC.	(F) DATE ACQUIRED GAIN OR LOSS	DATE SOLD
THE BLACKSTONE GROUP - K-1				PURCHASED	VARIOUS	VARIOUS
	0.	0.	0.	0.	721.	

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
THE BLACKSTONE GROUP - K-1	0.	0.	0.	0.	-13.
CAPITAL GAINS DIVIDENDS FROM PART IV					0.
TOTAL TO FORM 990-PF, PART I, LINE 6A					-380,162.

## FORM 990-PF INTEREST ON SAVINGS AND TEMPORARY CASH INVESTMENTS STATEMENT 2

SOURCE	(A) REVENUE PER BOOKS	(B) NET INVESTMENT INCOME	(C) ADJUSTED NET INCOME
INTEREST INCOME FROM K-1 - TARGA RESOURCES PARTNERS	9.	9.	
TOTAL TO PART I, LINE 3	9.	9.	

## FORM 990-PF DIVIDENDS AND INTEREST FROM SECURITIES STATEMENT 3

SOURCE	GROSS AMOUNT	CAPITAL GAINS DIVIDENDS	(A) REVENUE PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME
SMITH BARNEY - DIVIDENDS	46,692.	0.	46,692.	45,917.	
TO PART I, LINE 4	46,692.	0.	46,692.	45,917.	

FORM 990-PF	OTHER INCOME		STATEMENT	4
DESCRIPTION	(A) REVENUE PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	
OTHER INCOME FROM K-1 - PTP DISPOSALS	1,355.	1,355.		
OTHER INCOME FROM K-1 - TARGA RESOURCE PARTNERS	-4,101.	-4,101.		
TOTAL TO FORM 990-PF, PART I, LINE 11	-2,746.	-2,746.		

FORM 990-PF	ACCOUNTING FEES		STATEMENT	5
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
ACCOUNTING FEES	36,545.	0.		0.
TO FORM 990-PF, PG 1, LN 16B	36,545.	0.		0.

FORM 990-PF	TAXES		STATEMENT	6
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
FOREIGN TAXES PAID	165.	165.		0.
TO FORM 990-PF, PG 1, LN 18	165.	165.		0.



FORM 990-PF	OTHER EXPENSES			STATEMENT	7
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES	
BANK FEES	299.	0.		0.	
STATE TAX	160.	0.		0.	
PROGRAM RELATED EXPENSE	35,000.	0.		0.	
TO FORM 990-PF, PG 1, LN 23	35,459.	0.		0.	

FORM 990-PF	CORPORATE STOCK		STATEMENT	8
DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE		
CORPORATE STOCK - SEE ATTACHED STATEMENT	3,395,483.	3,357,814.		
UNREALIZED GAIN/LOSS	-37,669.	0.		
PUBLICLY TRADED PARTNERSHIP ADJUSTMENTS	0.	0.		
TOTAL TO FORM 990-PF, PART II, LINE 10B	3,357,814.	3,357,814.		

FORM 990-PF	PART XV - LINE 1A LIST OF FOUNDATION MANAGERS	STATEMENT	9
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## NAME OF MANAGER

JENNIFER CALDWELL  
JOHN FISHER

FORM 990-PF

GRANT APPLICATION SUBMISSION INFORMATION  
PART XV, LINES 2A THROUGH 2D

STATEMENT 10

NAME AND ADDRESS OF PERSON TO WHOM APPLICATIONS SHOULD BE SUBMITTED

JOHN FISHER  
2882 SAND HILL ROAD, STE 150  
MENLO PARK, CA 94025

TELEPHONE NUMBER

650-233-9000

FORM AND CONTENT OF APPLICATIONS

APPLICATION SHOULD BE IN WRITING AND PURPOSE OF THE FUNDING SHOULD BE  
STATED CLEARLY IN THE MATERIALS.

ANY SUBMISSION DEADLINES

NO DEADLINE

RESTRICTIONS AND LIMITATIONS ON AWARDS

NONE