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<b>Part II Balance Sheets</b>		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		
<b>Assets</b>	<b>1</b> Cash—non-interest-bearing . . . . .	2,475,590	938,843	938,843		
	<b>2</b> Savings and temporary cash investments . . . . .					
	<b>3</b> Accounts receivable ▶ _____ Less allowance for doubtful accounts ▶ _____					
	<b>4</b> Pledges receivable ▶ _____ Less allowance for doubtful accounts ▶ _____					
	<b>5</b> Grants receivable . . . . .					
	<b>6</b> Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see instructions) . . . . .					
	<b>7</b> Other notes and loans receivable (attach schedule) ▶ _____ Less allowance for doubtful accounts ▶ _____					
	<b>8</b> Inventories for sale or use . . . . .					
	<b>9</b> Prepaid expenses and deferred charges . . . . .		5,252	5,252		
	<b>10a</b> Investments—U S and state government obligations (attach schedule)					
	<b>b</b> Investments—corporate stock (attach schedule) . . . . .	64,957	79,466	79,466		
	<b>c</b> Investments—corporate bonds (attach schedule) . . . . .					
	<b>11</b> Investments—land, buildings, and equipment basis ▶ _____ Less accumulated depreciation (attach schedule) ▶ _____					
	<b>12</b> Investments—mortgage loans . . . . .					
	<b>13</b> Investments—other (attach schedule) . . . . .	37,347,064	39,125,934	39,125,934		
	<b>14</b> Land, buildings, and equipment basis ▶ _____ 21,782 Less accumulated depreciation (attach schedule) ▶ 5,901	19,212	15,881	15,881		
<b>15</b> Other assets (describe ▶ _____)	921,694	324,215	324,215			
<b>16</b> <b>Total assets</b> (to be completed by all filers—see the instructions. Also, see page 1, item I)	40,828,517	40,489,591	40,489,591			
<b>Liabilities</b>	<b>17</b> Accounts payable and accrued expenses . . . . .	13,869	15,775			
	<b>18</b> Grants payable . . . . .	65,000	765,000			
	<b>19</b> Deferred revenue . . . . .					
	<b>20</b> Loans from officers, directors, trustees, and other disqualified persons					
	<b>21</b> Mortgages and other notes payable (attach schedule) . . . . .					
	<b>22</b> Other liabilities (describe ▶ _____)	58,793	58,793			
	<b>23</b> <b>Total liabilities</b> (add lines 17 through 22) . . . . .	137,662	839,568			
<b>Net Assets or Fund Balances</b>	<b>Foundations that follow SFAS 117, check here</b> <input checked="" type="checkbox"/> <b>and complete lines 24 through 26 and lines 30 and 31.</b>					
	<b>24</b> Unrestricted . . . . .	39,837,301	39,335,808			
	<b>25</b> Temporarily restricted . . . . .	853,554	314,215			
	<b>26</b> Permanently restricted . . . . .					
	<b>Foundations that do not follow SFAS 117, check here</b> <input type="checkbox"/> <b>and complete lines 27 through 31.</b>					
	<b>27</b> Capital stock, trust principal, or current funds . . . . .					
	<b>28</b> Paid-in or capital surplus, or land, bldg, and equipment fund					
	<b>29</b> Retained earnings, accumulated income, endowment, or other funds					
	<b>30</b> <b>Total net assets or fund balances</b> (see instructions) . . . . .	40,690,855	39,650,023			
<b>31</b> <b>Total liabilities and net assets/fund balances</b> (see instructions) .	40,828,517	40,489,591				

<b>Part III Analysis of Changes in Net Assets or Fund Balances</b>		
<b>1</b> 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) . . . . .	<b>1</b>	40,690,855
<b>2</b> Enter amount from Part I, line 27a . . . . .	<b>2</b>	-2,712,885
<b>3</b> Other increases not included in line 2 (itemize) ▶ _____	<b>3</b>	2,049,451
<b>4</b> Add lines 1, 2, and 3 . . . . .	<b>4</b>	40,027,421
<b>5</b> Decreases not included in line 2 (itemize) ▶ _____	<b>5</b>	377,398
<b>6</b> Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30 .	<b>6</b>	39,650,023

**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>1 a</b> Sale of Publicly Traded Securities	D	2012-12-12	2016-12-12
<b>b</b> Greycourt Partners Fund NT, Ltd	P	2012-12-12	2016-12-12
<b>c</b> Capital Gain Distribution	P	2012-12-12	2016-12-12
<b>d</b> Venture Investment Associates VIII LP	P	2016-01-01	2016-01-02
<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> 4,126,932		4,610,589	-483,657
<b>b</b> 5,500,000		5,135,353	364,647
<b>c</b> 4,106			4,106
<b>d</b>		168	-168
<b>e</b>			

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(i) 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	
<b>a</b>			-483,657
<b>b</b>			364,647
<b>c</b>			4,106
<b>d</b>			-168
<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 }	<b>2</b>	-115,072
<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) (see instructions) If (loss), enter -0- in Part I, line 8		<b>3</b>	-168

**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	2,727,606	43,218,167	0 06311
2014	1,303,788	44,899,569	0 02904
2013	1,125,146	43,972,245	0 02559
2012	2,416,097	39,359,124	0 06139
2011	2,007,080	38,175,216	0 05258

<b>2</b> Total of line 1, column (d)	<b>2</b>	0 231699
<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	<b>3</b>	0 046340
<b>4</b> Enter the net value of noncharitable-use assets for 2016 from Part X, line 5	<b>4</b>	39,084,707
<b>5</b> Multiply line 4 by line 3	<b>5</b>	1,811,185
<b>6</b> Enter 1% of net investment income (1% of Part I, line 27b)	<b>6</b>	5,293
<b>7</b> Add lines 5 and 6	<b>7</b>	1,816,478
<b>8</b> Enter qualifying distributions from Part XII, line 4	<b>8</b>	2,480,180

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)**

<b>1a</b>	Exempt operating foundations described in section 4940(d)(2), check here <input type="checkbox"/> and enter "N/A" on line 1 Date of ruling or determination letter _____ (attach copy of letter if necessary—see instructions)		
<b>b</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 . . . . .	<b>1</b>	5,293
<b>c</b>	All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, col (b)		
<b>2</b>	Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)	<b>2</b>	
<b>3</b>	Add lines 1 and 2. . . . .	<b>3</b>	5,293
<b>4</b>	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)	<b>4</b>	
<b>5</b>	<b>Tax based on investment income.</b> Subtract line 4 from line 3. If zero or less, enter -0- . . . . .	<b>5</b>	5,293
<b>6</b>	Credits/Payments		
<b>a</b>	2016 estimated tax payments and 2015 overpayment credited to 2016	<b>6a</b>	23,858
<b>b</b>	Exempt foreign organizations—tax withheld at source . . . . .	<b>6b</b>	
<b>c</b>	Tax paid with application for extension of time to file (Form 8868) . . . . .	<b>6c</b>	
<b>d</b>	Backup withholding erroneously withheld . . . . .	<b>6d</b>	
<b>7</b>	Total credits and payments. Add lines 6a through 6d. . . . .	<b>7</b>	23,858
<b>8</b>	Enter any <b>penalty</b> for underpayment of estimated tax. Check here <input checked="" type="checkbox"/> if Form 2220 is attached	<b>8</b>	
<b>9</b>	<b>Tax due.</b> If the total of lines 5 and 8 is more than line 7, enter <b>amount owed</b> . . . . . ▶	<b>9</b>	
<b>10</b>	<b>Overpayment.</b> If line 7 is more than the total of lines 5 and 8, enter the <b>amount overpaid</b> . . . ▶	<b>10</b>	18,565
<b>11</b>	Enter the amount of line 10 to be <b>Credited to 2017 estimated tax</b> ▶ 18,565 <b>Refunded</b> ▶	<b>11</b>	

**Part VII-A Statements Regarding Activities**

	Yes	No
<b>1a</b> 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? . . . . .	<b>1a</b>	No
<b>b</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>	<b>1b</b>	No
<b>c</b> Did the foundation file <b>Form 1120-POL</b> for this year? . . . . .	<b>1c</b>	No
<b>d</b> Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year (1) On the foundation ▶ \$ _____ (2) On foundation managers ▶ \$ _____		
<b>e</b> Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers ▶ \$ _____		
<b>2</b> 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>	<b>2</b>	No
<b>3</b> 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> . . . . .	<b>3</b>	No
<b>4a</b> Did the foundation have unrelated business gross income of \$1,000 or more during the year? . . . . .	<b>4a</b>	No
<b>b</b> If "Yes," has it filed a tax return on <b>Form 990-T</b> for this year? . . . . .	<b>4b</b>	No
<b>5</b> Was there a liquidation, termination, dissolution, or substantial contraction during the year? . . . . . <i>If "Yes," attach the statement required by General Instruction T</i>	<b>5</b>	No
<b>6</b> 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? . . . . .	<b>6</b>	Yes
<b>7</b> 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> . . . . .	<b>7</b>	Yes
<b>8a</b> Enter the states to which the foundation reports or with which it is registered (see instructions) ▶ CA _____		
<b>b</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> .	<b>8b</b>	Yes
<b>9</b> 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> . . . . .	<b>9</b>	No
<b>10</b> Did any persons become substantial contributors during the tax year? <i>If "Yes," attach a schedule listing their names and addresses</i> . . . . .	<b>10</b>	No

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

<b>11</b>	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). . . . .	<b>11</b>		<b>No</b>
<b>12</b>	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) . . . . .	<b>12</b>	<b>Yes</b>	
<b>13</b>	Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address <b>www.gaiasf.org</b>	<b>13</b>	<b>Yes</b>	
<b>14</b>	The books are in care of <b>Mark L Schlesinger</b> Telephone no <b>(415) 391-6943</b>			

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<b>15</b>	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of <b>Form 1041</b> —Check here . . . . . <input type="checkbox"/>	<b>15</b>	
<b>16</b>	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?	<b>16</b>	<b>Yes</b> <b>No</b>
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 <b>▶</b>			

**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.**

<b>1a</b>	During the year did the foundation (either directly or indirectly)		<b>Yes</b>	<b>No</b>
(1)	Engage in the sale or exchange, or leasing of property with a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No			
(2)	Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No			
(3)	Furnish goods, services, or facilities to (or accept them from) a disqualified person? <input checked="" type="checkbox"/> Yes <input type="checkbox"/> No			
(4)	Pay compensation to, or pay or reimburse the expenses of, a disqualified person? <input checked="" type="checkbox"/> Yes <input 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? ( <b>Exception.</b> 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 <b>any</b> of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see instructions)? <input type="checkbox"/>	<b>1b</b>		<b>No</b>
<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? <input type="checkbox"/>	<b>1c</b>		<b>No</b>
<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? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No If "Yes," list the years <b>▶ 20____, 20____, 20____, 20____</b>			
<b>b</b>	Are there any years listed in 2a for which the foundation is <b>not</b> 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 <b>all</b> years listed, answer "No" and attach statement—see instructions). <input type="checkbox"/>	<b>2b</b>		<b>No</b>
<b>c</b>	If the provisions of section 4942(a)(2) are being applied to <b>any</b> of the years listed in 2a, list the years here <b>▶ 20____, 20____, 20____, 20____</b>			
<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). <input type="checkbox"/>	<b>3b</b>		<b>No</b>
<b>4a</b>	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	<b>4a</b>		<b>No</b>
<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?	<b>4b</b>		<b>No</b>

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

<p><b>5a</b> During the year did the foundation pay or incur any amount to</p> <p><b>(1)</b> Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))? <span style="float:right"><input type="checkbox"/> Yes <input checked="" type="checkbox"/> No</span></p> <p><b>(2)</b> Influence the outcome of any specific public election (see section 4955), or to carry on, directly or indirectly, any voter registration drive? <span style="float:right"><input type="checkbox"/> Yes <input checked="" type="checkbox"/> No</span></p> <p><b>(3)</b> Provide a grant to an individual for travel, study, or other similar purposes? <span style="float:right"><input type="checkbox"/> Yes <input checked="" type="checkbox"/> No</span></p> <p><b>(4)</b> Provide a grant to an organization other than a charitable, etc., organization described in section 4945(d)(4)(A)? (see instructions). <span style="float:right"><input type="checkbox"/> Yes <input checked="" type="checkbox"/> No</span></p> <p><b>(5)</b> Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals? <span style="float:right"><input type="checkbox"/> Yes <input checked="" type="checkbox"/> No</span></p> <p><b>b</b> If any answer is "Yes" to 5a(1)–(5), did <b>any</b> 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)? <span style="float:right"><input type="checkbox"/> Yes <input checked="" type="checkbox"/> No</span></p> <p>Organizations relying on a current notice regarding disaster assistance check here. <span style="float:right"><input type="checkbox"/> Yes <input checked="" type="checkbox"/> No</span></p> <p><b>c</b> 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? <span style="float:right"><input type="checkbox"/> Yes <input checked="" type="checkbox"/> No</span></p> <p><i>If "Yes," attach the statement required by Regulations section 53.4945–5(d)</i></p> <p><b>6a</b> Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract? <span style="float:right"><input type="checkbox"/> Yes <input checked="" type="checkbox"/> No</span></p> <p><b>b</b> Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract? <span style="float:right"><input type="checkbox"/> Yes <input checked="" type="checkbox"/> No</span></p> <p><i>If "Yes" to 6b, file Form 8870</i></p> <p><b>7a</b> At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction? <span style="float:right"><input type="checkbox"/> Yes <input checked="" type="checkbox"/> No</span></p> <p><b>b</b> If yes, did the foundation receive any proceeds or have any net income attributable to the transaction? <span style="float:right"><input type="checkbox"/> Yes <input checked="" type="checkbox"/> No</span></p>	<b>5b</b>	<b>No</b>
<b>6b</b>	<b>No</b>	<b>No</b>
<b>7b</b>	<b>No</b>	<b>No</b>

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

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

(a) Name and address	Title, and average hours per week (b) devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	Expense account, (e) other allowances
Christine H Russell 44 Montgomery Street 1040 San Francisco, CA 94104	Dir/Pres 2 00	0		
Mark L Schlesinger 44 Montgomery Street 1040 San Francisco, CA 94104	Dir/CFO/Sec 20 00	0		

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

(a) Name and address of each employee paid more than \$50,000	Title, and average hours per week (b) devoted to position	(c) Compensation	(d) Contributions to employee benefit plans and deferred compensation	Expense account, (e) other allowances
Susan R Clark 44 Montgomery Street 1040 San Francisco, CA 94104	Programs Dir 40 00	89,837	11,194	

**Total** number of other employees paid over \$50,000. ☐ Yes ☒ No

**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
Allegheny Valley Bank 5137 Butler Street Pittsburgh, PA 15201	Investment Advisory	51,197

**Total** number of others receiving over \$50,000 for professional services. . . . . ►

**Part IX-A Summary of Direct Charitable Activities**

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

	Expenses
<b>1</b>	
<b>2</b>	
<b>3</b>	
<b>4</b>	

**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
<b>1</b>	
<b>2</b>	
All other program-related investments. See instructions.	
<b>3</b>	
<b>Total.</b> Add lines 1 through 3 . . . . . ►	



**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>	38,365,592
<b>b</b>	Average of monthly cash balances.	<b>1b</b>	1,314,314
<b>c</b>	Fair market value of all other assets (see instructions).	<b>1c</b>	0
<b>d</b>	<b>Total</b> (add lines 1a, b, and c).	<b>1d</b>	39,679,906
<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>	
<b>3</b>	Subtract line 2 from line 1d.	<b>3</b>	39,679,906
<b>4</b>	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions).	<b>4</b>	595,199
<b>5</b>	<b>Net value of noncharitable-use assets.</b> Subtract line 4 from line 3. Enter here and on Part V, line 4.	<b>5</b>	39,084,707
<b>6</b>	<b>Minimum investment return.</b> Enter 5% of line 5.	<b>6</b>	1,954,235

**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>	1,954,235
<b>2a</b>	Tax on investment income for 2016 from Part VI, line 5.	<b>2a</b>	5,293
<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>	5,293
<b>3</b>	Distributable amount before adjustments. Subtract line 2c from line 1.	<b>3</b>	1,948,942
<b>4</b>	Recoveries of amounts treated as qualifying distributions.	<b>4</b>	
<b>5</b>	Add lines 3 and 4.	<b>5</b>	1,948,942
<b>6</b>	Deduction from distributable amount (see instructions).	<b>6</b>	
<b>7</b>	<b>Distributable amount</b> as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1.	<b>7</b>	1,948,942

**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>	2,480,180
<b>b</b>	Program-related investments—total from Part IX-B.	<b>1b</b>	
<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>	<b>Qualifying distributions.</b> Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4.	<b>4</b>	2,480,180
<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 (see instructions).	<b>5</b>	5,293
<b>6</b>	<b>Adjusted qualifying distributions.</b> Subtract line 5 from line 4.	<b>6</b>	2,474,887

**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
<b>1</b> Distributable amount for 2016 from Part XI, line 7				1,948,942
<b>2</b> Undistributed income, if any, as of the end of 2016				
<b>a</b> Enter amount for 2015 only. . . . .			607,641	
<b>b</b> Total for prior years 20____, 20____, 20____				
<b>3</b> Excess distributions carryover, if any, to 2016				
<b>a</b> From 2011. . . . .				
<b>b</b> From 2012. . . . .				
<b>c</b> From 2013. . . . .				
<b>d</b> From 2014. . . . .				
<b>e</b> From 2015. . . . .				
<b>f</b> Total of lines 3a through e. . . . .				
<b>4</b> Qualifying distributions for 2016 from Part XII, line 4 ▶ \$ 2,480,180				
<b>a</b> Applied to 2015, but not more than line 2a			607,641	
<b>b</b> Applied to undistributed income of prior years (Election required—see instructions). . . . .				
<b>c</b> Treated as distributions out of corpus (Election required—see instructions). . . . .	0			
<b>d</b> Applied to 2016 distributable amount. . . . .				1,872,539
<b>e</b> Remaining amount distributed out of corpus				
<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) )				
<b>6 Enter the net total of each column as indicated below:</b>				
<b>a</b> Corpus Add lines 3f, 4c, and 4e Subtract line 5				
<b>b</b> Prior years' undistributed income Subtract line 4b from line 2b . . . . .				
<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. . . . .				
<b>d</b> Subtract line 6c from line 6b Taxable amount—see instructions . . . . .				
<b>e</b> Undistributed income for 2015 Subtract line 4a from line 2a Taxable amount—see instructions . . . . .				
<b>f</b> Undistributed income for 2016 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2017 . . . . .				76,403
<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). . . . .				
<b>8</b> Excess distributions carryover from 2011 not applied on line 5 or line 7 (see instructions). . . . .				
<b>9 Excess distributions carryover to 2017.</b> Subtract lines 7 and 8 from line 6a . . . . .				
<b>10</b> Analysis of line 9				
<b>a</b> Excess from 2012. . . . .				
<b>b</b> Excess from 2013. . . . .				
<b>c</b> Excess from 2014. . . . .				
<b>d</b> Excess from 2015. . . . .				
<b>e</b> Excess from 2016. . . . .				

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

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

<b>1 Information Regarding Foundation Managers:</b>	
<b>a</b> 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) ) Christine H Russell	
<b>b</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	
<b>2 Information Regarding Contribution, Grant, Gift, Loan, Scholarship, etc., Programs:</b>	
Check here <input type="checkbox"/> 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	
<b>a</b> The name, address, and telephone number or e-mail address of the person to whom applications should be addressed Mark Schlesinger 44 Montgomery Street Ste 1040 San Francisco, CA 94104 (415) 391-6943	
<b>b</b> The form in which applications should be submitted and information and materials they should include See Statement 17	
<b>c</b> Any submission deadlines See Statement 17	
<b>d</b> Any restrictions or limitations on awards, such as by geographical areas, charitable fields, kinds of institutions, or other factors See Statement 17	

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

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
<b>a</b> <i>Paid during the year</i> See Additional Data Table				
<b>Total . . . . . ▶ 3a</b>				2,274,600
<b>b</b> <i>Approved for future payment</i> See Additional Data Table				
<b>Total . . . . . ▶ 3b</b>				765,000

Enter gross amounts unless otherwise indicated

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

Line No.	Explain below how each activity for which income is reported in column (e) of Part XVI-A contributed importantly to the accomplishment of the foundation's exempt purposes (other than by providing funds for such purposes) (See instructions )

Form **990-PF** (2016)

## Part XVII

- |       | 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 |

[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

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

Print/Type preparer's name  Carol Duffield	Preparer's Signature	Date	Check if self-employed <input type="checkbox"/>	PTIN  P01257136
Firm's name ▶ Fontanello Duffield & Otake LLP				Firm's EIN ▶
Firm's address ▶ 44 Montgomery Street Suite 1305  San Francisco, CA 94104				Phone no (415) 983-0200

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)				
<b>a</b> <i>Paid during the year</i>				
Center for Food Safety 660 Pennsylvania Ave SE 302 Washington, DC 20003	N/A	PC	General Support	60,000
Organic Farming Research Fdn PO Box 440 Santa Cruz, CA 95061	N/A	PC	General Support	40,000
Sonoma Land Trust 966 Sonoma Avenue Santa Rosa, CA 95404	N/A	PC	General Support	10,000
Wild Farm Alliance PO Box 2570 Watsonville, CA 95077	N/A	PC	General Support	10,000
Xerces Society 4828 SE Hawthorne Blvd Portland, OR 97215	N/A	PC	California Programs	20,000
<b>Total . . . . .</b> ▶ <b>3a</b>				2,274,600

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)				
<b>a</b> <i>Paid during the year</i>				
Congregation Emanu-El Two Lake Street San Francisco, CA 94118	N/A	PC	General Support	10,000
Jewish Community Center of SF 3200 California Street San Francisco, CA 94118	N/A	PC	General Support	10,000
New Israel Fund 1101 14th Street NW 6th Fl Washington, DC 20005	N/A	PC	General Support	25,000
Ecological Farming Association 406 Main Street 313 Watsonville, CA 95076	N/A	PC	General Support	15,000
InstituteJewish Spirituality PO Box 230 South Deerfield, MA 01373	N/A	PC	General Support	20,000
<b>Total . . . . . ▶</b> <b>3a</b>				2,274,600




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)				
<b>a</b> <i>Paid during the year</i>				
Jewish Community Federation 121 Steuart Street San Francisco, CA 94105	N/A	PC	General Support	50,000
Foundation Center 312 Sutter Street 606 San Francisco, CA 94108	N/A	PC	Contribution Grant	1,000
Magic Theatre Fort Mason Ctr Bldg D 3rd Fl San Francisco, CA 94123	N/A	PC	General Support	25,000
SF Planning Urban Renewal 312 Sutter Street Ste 500 San Francisco, CA 94108	N/A	PC	General Support	7,500
Vassar College PO Box 159 / 124 Raymond Ave Poughkeepsie, NY 12601	N/A	PC	General Support	10,000
<b>Total . . . . . ▶</b> <b>3a</b>				2,274,600

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)				
<b>a</b> <i>Paid during the year</i>				
Zen Hospice Project 273 Page Street San Francisco, CA 94102	N/A	PC	General Support	1,000
California FarmLink PO Box 2224 Sebastopol, CA 95497	N/A	PC	General Support	20,000
Marin Agricultural Land Trust PO Box 809 Point Reyes Station, CA 94956	N/A	PC	General Support	1,000
Occidental Arts Ecology Ctr 15290 Coleman Valley Rd Occidental, CA 95465	N/A	PC	California Climate and Agriculture Network	60,000
Sierra Club Foundation 85 Second Street 2nd Floor San Francisco, CA 94105	N/A	PC	General Support	2,000
<b>Total . . . . .</b> <b>3a</b>				2,274,600

**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)				
<b>a</b> <i>Paid during the year</i>				
Jewish Home 302 Silver Street San Francisco, CA 94112	N/A	PC	Capital Campaigns and Programs	75,000
Friends of SF Public Library 391 Grove Street San Francisco, CA 94102	N/A	PC	General Support	1,000
Young Performers Theatre Fort Mason Ctr Bldg C San Francisco, CA 94123	N/A	PC	General Support	1,000
Sonoma Ecology Center 20 East Spain Street Sonoma, CA 95476	N/A	PC	Sonoma Garden Park	2,500
Contemporary Jewish Museum 736 Mission Street San Francosco, CA 94103	N/A	PC	Annual Support	100,000
<b>Total . . . . . ▶</b> <b>3a</b>				2,274,600


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)				
<b>a</b> <i>Paid during the year</i>				
Pie Ranch PO Box 440 Santa Cruz, CA 95061	N/A	PC	Bay Area Farm Team Regional CSA	35,000
San Francisco Ballet 455 Franklin Street San Francisco, CA 94102	N/A	PC	Annual Campaign	102,400
Organic Seed Alliance PO Box 772 Port Townsend, WA 98368	N/A	PC	CA Outreach Program	40,000
Cornucopia Institute PO Box 126 Cornucopia, WI 54827	N/A	PC	General Support	30,000
Trust for Conservation Innovation 150 Post Street 342 San Francisco, CA 94104	N/A	PC	Kitchen Table Advisors	75,000
<b>Total . . . . .</b> 				2,274,600
<b>3a</b>				

**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)				
<b>a</b> <i>Paid during the year</i>				
Golden Gate National Parks Conserva Building 201 Fort Mason San Francisco, CA 94123	N/A	PC	General Support	2,000
Food Runners 2579 Washington Street San Francisco, CA 94115	N/A	PC	General Support	1,000
Sebastian Theatre Foundation 476 1st St E Sonoma, CA 95476	N/A	PC	General Support	1,000
Sonoma Community Center 276 E Napa Street Sonoma, CA 95476	N/A	PC	General Support	1,000
Sonoma League for Historic Preserva 20 East Spain Street Sonoma, CA 95476	N/A	PC	General Support	1,000
<b>Total . . . . . ▶</b> <b>3a</b>				2,274,600

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)				
<b>a</b> <i>Paid during the year</i>				
Sonoma Valley Museum of Art 551 Broadway Sonoma Sonoma, CA 95476	N/A	PC	General Support	1,000
Contemporary Jewish Museum 736 Mission Street San Francisco, CA 94103	N/A	PC	CJM Comprehensive Campaign	400,000
California Academy of Sciences 55 Music Concourse Dr San Francisco, CA 94118	N/A	PC	General Support	2,000
Fine Arts Museums of San Francisco 50 Hagiwara Tea Garden Dr San Francisco, CA 94118	N/A	PC	General Support	2,000
Union of Concerned Scientists 500 12th St Suite 340 Oakland, CA 94607	N/A	PC	General Support	1,000
<b>Total . . . . . ▶</b> <b>3a</b>				2,274,600

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)				
<b>a</b> Paid during the year				
Yerba Buena Center for the Arts 701 Mission St San Francisco, CA 94103	N/A	PC	General Support	1,000
Earth Justice Legal Defense Fund 50 California St 500 San Francisco, CA 94111	N/A	PC	General Support	2,000
Felix Gillet Institute PO Box 942 North San Juan, CA 95959	N/A	PC	General Support	25,000
Organic Consumers Association 6771 South Silver Hill Dr Finland, MN 55603	N/A	PC	General Support	1,000
Greenbelt Alliance 312 Sutter St 510 San Francisco, CA 94108	N/A	PC	Barriers to Farming Initiative	15,000
<b>Total . . . . . ▶</b> <b>3a</b>				2,274,600

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)				
<b>a</b> <i>Paid during the year</i>				
Sustainable Economies Law Center 2323 Broadway 203 Oakland, CA 94612	N/A	PC	General Support	50,000
Natural Resources Defense Cncl 40 W 20th St New York, NY 10011	N/A	PC	U S Biogem Program in honor of Jack Murray	25,000
Natural Resources Defense Cncl 40 W 20th St New York, NY 10011	N/A	PC	Food & Farming Program	25,000
ALBA PO Box 6464 Salinas, CA 93912	N/A	PC	General Support	40,000
Alliance Francaise 1345 Bush Street San Francisco, CA 94109	N/A	PC	General Support	1,000
<b>Total . . . . .</b> 				2,274,600
<b>3a</b>				



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)				
<b>a</b> <i>Paid during the year</i>				
Bionutrient Food Association 24 Hillsville Road North Brookfield, MA 01535	N/A	PC	General Support	75,000
Community Initiatives 345 Pine Street No 700 San Francisco, CA 94104	N/A	PC	CA Foodshed Funders	5,000
Every Voice Center 1211 Connecticut Ave NW No 600 Washington, DC 20036	N/A	PC	General Support	100,000
Jewish Film Institute 145 Ninth Street Suite 100 San Francisco, CA 94103	N/A	PC	Jewish Film Festival	20,000
Jewish Funders Network 150 West 30th Street No 900 New York, NY 10001	N/A	PC	2016 Membership	1,200
<b>Total . . . . . ▶</b> <b>3a</b>				2,274,600

**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)				
<b>a</b> <i>Paid during the year</i>				
Jewish Weekly of Northern California 225 Bush Street San Francisco, CA 94104	N/A	PC	General Support	50,000
New Venture Fund 1201 Connecticut Ave NW No 300 Washington, DC 20036	N/A	PC	Sustainable Agriculture and Food System	5,500
Northern California Grantmakers 160 Spear Street San Francisco, CA 94105	N/A	PC	2016 Membership	5,000
Rose Foundation 1970 Broadway Suite 600 Oakland, CA 94612	N/A	PC	Community Alliance with Agroecology	50,000
Urban Adamah 1050 Parker Street Berkeley, CA 94710	N/A	PC	General Support	50,000
<b>Total . . . . . ▶</b> <b>3a</b>				2,274,600

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)				
<b>a</b> <i>Paid during the year</i>				
Jewish Learning Works 601 14th Ave San Francisco, CA 94118	N/A	PC	Jewish Community Library Public Program	35,000
Young Performers Theatre Fort Mason Ctr Bldg C San Francisco, CA 94123	N/A	PC	Tribute Campaign in Honor of YPT	5,000
Maplight 2223 Shattuck Ave Berkeley, CA 94704	N/A	PC	Food and Agriculture	50,000
Common Cause Education Fund 1133 19th Street NW Ninth Floor Washington, DC 20036	N/A	PC	California Program	50,000
Proteus Fund 15 Research Drive Suite B Amherst, MA 01002	N/A	PC	Piper Fund	100,000
<b>Total . . . . . ▶</b> <b>3a</b>				2,274,600

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)				
<b>a</b> <i>Paid during the year</i>				
NEO Philanthropy 45 West 36th Street 6th Floor New York, NY 10018	N/A	PC	Funders Committee for Civic Participation	2,500
Philharmonia Baroque Orchestra Chor 414 Mason Street Suite 606 San Francisco, CA 94102	N/A	PC	General Support	30,000
Wilderness Torah 2095 Rose Street Suite 202 Berkeley, CA 94709	N/A	PC	General Support	50,000
Rodale Institute 611 Siegfriedale Rd Kutztown, PA 19530	N/A	PC	Research and Education Programs	5,000
CCOF Foundation 2155 Delaware Ave Suite 150 Santa Cruz, CA 95060	N/A	PC	Education on Organic Production	5,000
<b>Total . . . . . ▶</b> <b>3a</b>				2,274,600

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)				
<b>a</b> <i>Paid during the year</i>				
ACLU Foundation of Northern Califor 39 Drumm St San Francisco, CA 94111	N/A	PC	General Support	2,500
KQED 2601 Mariposa St San Francisco, CA 94110	N/A	PC	General Support	2,500
Friends of Mt Tam PO Box 7064 Corte Madera, CA 94976	N/A	PC	General Support	1,000
Sonoma County Regional Parks Founda 2300 County Center Dr Suite 120A Santa Rosa, CA 95403	N/A	PC	General Support	2,500
Sonoma Valley Hospital Foundation 347 Andrieux Street Sonoma, CA 95476	N/A	PC	General Support	2,500
<b>Total . . . . .</b> ► <b>3a</b>				2,274,600

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)				
<b>a</b> <i>Paid during the year</i>				
San Francisco Heritage 2007 Franklin Street San Francisco, CA 94109	N/A	PC	Haas Lillienthal House Capital Campaign	10,000
Classical KDFC 201 Third Street Suite 1200 San Francisco, CA 94103	N/A	PC	General Support	1,000
KSVY 680 W Napa Street Sonoma, CA 95476	N/A	PC	General Support	1,000
NSAC 110 Maryland Avenue NE Suite 209 Washington, DC 20002	N/A	PC	2016 Membership	5,000
California Alliance with Family Far 36355 Russell Blvd Davis, CA 95616	N/A	PC	Climate Smart Agriculture	50,000
<b>Total . . . . . ▶</b> <b>3a</b>				2,274,600

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)				
<b>a</b> <i>Paid during the year</i>				
Camp Tawonga 131 Steuart St 460 San Francisco, CA 94105	N/A	PC	General Support	20,000
Jack London Park Partners 2400 London Ranch Road Glen Ellen, CA 95442	N/A	PC	General Support	1,000
Sustainable Agriculture Education 2150 Allston Way Suite 320 Berkeley, CA 94704	N/A	PC	Bay Area Agriculture and Food Systems Program	25,000
<b>Total . . . . . ▶</b> <b>3a</b>				2,274,600

**TY 2016 Accounting Fees Schedule****Name:** Gaia Fund**EIN:** 94-3215541**Software ID:** 16000303**Software Version:** 2016v3.0

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
Bookkeeping	4,879	0	0	4,879
Tax Preparation	4,865	0	0	4,865



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

**TY 2016 Depreciation Schedule**

**Name:** Gaia Fund

**EIN:** 94-3215541

**Software ID:** 16000303

**Software Version:** 2016v3.0

Description of Property	Date Acquired	Cost or Other Basis	Prior Years' Depreciation	Computation Method	Rate / Life (# of years)	Current Year's Depreciation Expense	Net Investment Income	Adjusted Net Income	Cost of Goods Sold Not Included
2014 Equipment	2014-12-17	3,837	863	SL	20 00 %	767			
2014 Furniture	2014-09-02	1,832	360	SL	14 28 %	262			
2014 Furniture	2014-12-05	1,582	254	SL	14 28 %	226			
2014 Furniture	2014-12-18	625	100	SL	14 28 %	89			
2015 Furniture	2015-01-19	13,906	993	SL	14 29 %	1,987			

**TY 2016 General Explanation Attachment****Name:** Gaia Fund**EIN:** 94-3215541**Software ID:** 16000303**Software Version:** 2016v3.0**General Explanation Attachment**

Identifier	Return Reference	Explanation	
1		General Explanation Supplemental Information for Form 990-PF	Statement 17Form 990-PF, Part XV, Lines 2b-dSupplementary InformationApplying for a GrantThose interested in applying for a grant from Gaia Fund should carefully review the material on the Gaia Fund website <a href="http://www.gaiafund.org">www.gaiafund.org</a> describing funding interests and grantmaking policies Only inquiries that align with those interests and policies are considered by the Fund Applying to Gaia Fund for a grant involves a two-step process First Step Initial InquiryAs a first step in applying for a grant, applicants should submit a completed Gaia Fund inquiry form A link to the inquiry form, along with additional guidelines for making an initial inquiry, is in the Making an Initial Inquiry section of the website Following a trustee review of the inquiry, applicants will be notified whether or not the Fund would like to invite a full proposal This notification may be mailed at any time following receipt of the inquiry Second Step Full ProposalIf the Fund is interested in further considering the request, applicants will be asked to submit a more detailed document that conforms to our Full Proposal Guidelines The due date for the full proposal will vary depending on when the Funds trustees review the initial inquiry, and will be communicated at the time the invitation for submission is extended After applicants are notified of the Funds decision, they are asked to sign an agreement letter indicating any conditions associated with the grant award

**TY 2016 Investments Corporate Stock Schedule****Name:** Gaia Fund**EIN:** 94-3215541**Software ID:** 16000303**Software Version:** 2016v3.0

<b>Name of Stock</b>	<b>End of Year Book Value</b>	<b>End of Year Fair Market Value</b>
Charter Communications Inc, 56 Shs	16,124	16,124
Commercehub Inc Ser A, 26 Shs	390	390
Commercehub Inc Ser C, 52 Shs	782	782
Liberty Expedia Hldgs Ser A, 104 Shs	4,125	4,125
Liberty Interactive Ser A, 156 Shs	5,752	5,752
Pfizer Inc, 1,610 Shs	52,293	52,293

**TY 2016 Investments - Other Schedule****Name:** Gaia Fund**EIN:** 94-3215541**Software ID:** 16000303**Software Version:** 2016v3.0

<b>Category/ Item</b>	<b>Listed at Cost or FMV</b>	<b>Book Value</b>	<b>End of Year Fair Market Value</b>
Parametric Tax-Managed, 42,033.158 Shs	FMV	1,760,769	1,760,769
Powershares Exchange-Traded, 54,205 Sh	FMV	5,396,108	5,396,108
Pimco Short-Term Fund, 262,092.802 Shs	FMV	2,568,510	2,568,510
Artisan Dev World Fund, 95,641.445 Shs	FMV	935,373	935,373
Artisan High Income Fund, 82,252.816 Shs	FMV	811,013	811,013
Blackrock Strategic Inc, 228,006.195 Shs	FMV	2,241,301	2,241,301
Pimco Commodity Real, 64,602.087 Shs	FMV	462,551	462,551
Vanguard Dev Mkts Index, 109,032.23 Shs	FMV	1,280,038	1,280,038
FIR Tree Real Estate, Fund III	FMV	1,102,003	1,102,003
Merced Partners IV, L.P.	FMV	491,243	491,243
Greycourt Partners Fund	FMV	18,108,912	18,108,912
KKR Special Situations Offshore	FMV	998,829	998,829
FIR Tree Special Ops Fund VI	FMV	1,090,349	1,090,349
KKR Special Situations TE II	FMV	275,438	275,438
Euro Choice VI LP	FMV	221,457	221,457
Bain Capital Senior Loan Fund	FMV	939,960	939,960
Venture Investments Assoc VIII	FMV	123,820	123,820
Madison Intl RE VI	FMV	168,574	168,574
RCP Fund X Feeder LP	FMV	18,891	18,891
Taconic CRE Dislocation Fund	FMV	130,795	130,795

**TY 2016 Land, Etc.  
Schedule****Name:** Gaia Fund**EIN:** 94-3215541**Software ID:** 16000303**Software Version:** 2016v3.0

Category / Item	Cost / Other Basis	Accumulated Depreciation	Book Value	End of Year Fair Market Value
Furniture and Fixtures	17,945	4,271	13,674	13,674
Machinery and Equipment	3,837	1,630	2,207	2,207

**TY 2016 Other Assets Schedule****Name:** Gaia Fund**EIN:** 94-3215541**Software ID:** 16000303**Software Version:** 2016v3.0**Other Assets Schedule**

Description	Beginning of Year - Book Value	End of Year - Book Value	End of Year - Fair Market Value
Charitable Lead Annuity Trust Interest	691,613	314,215	314,215
Security Deposits	10,000	10,000	10,000

**TY 2016 Other Decreases Schedule****Name:** Gaia Fund**EIN:** 94-3215541**Software ID:** 16000303**Software Version:** 2016v3.0**Description****Amount**

Change in Value of Charitable Lead Trust

377,398

**TY 2016 Other Expenses Schedule****Name:** Gaia Fund**EIN:** 94-3215541**Software ID:** 16000303**Software Version:** 2016v3.0**Other Expenses Schedule**

Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
Bank Fees	340	340		
Dues & Memberships	894			894
Filing Fees	10			10
Hardware/Software/Internet	6,353			6,353
Insurance	1,250			1,250
Licenses	90			90
Supplies	866			866
Telephone	3,530			3,530



**TY 2016 Other Income Schedule****Name:** Gaia Fund**EIN:** 94-3215541**Software ID:** 16000303**Software Version:** 2016v3.0**Other Income Schedule**

Description	Revenue And Expenses Per Books	Net Investment Income	Adjusted Net Income
Currency Exchange Loss	-2,550		
Other Investment Income	247	247	
Partnership Income	153,985	236,310	

**TY 2016 Other Liabilities Schedule****Name:** Gaia Fund**EIN:** 94-3215541**Software ID:** 16000303**Software Version:** 2016v3.0

Description	Beginning of Year - Book Value	End of Year - Book Value
Deferred Excise Tax Liability	58,793	58,793

**TY 2016 Other Professional Fees Schedule****Name:** Gaia Fund**EIN:** 94-3215541**Software ID:** 16000303**Software Version:** 2016v3.0

<b>Category</b>	<b>Amount</b>	<b>Net Investment Income</b>	<b>Adjusted Net Income</b>	<b>Disbursements for Charitable Purposes</b>
Investment Management Fees	51,197	51,197	0	0
Other Professional Services	9,506	0	0	9,506

**TY 2016 Taxes Schedule****Name:** Gaia Fund**EIN:** 94-3215541**Software ID:** 16000303**Software Version:** 2016v3.0

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
Excise Tax	137			

<b>Schedule B</b> (Form 990, 990-EZ, or 990-PF)  Department of the Treasury Internal Revenue Service	<b>Schedule of Contributors</b>  ▶ Attach to Form 990, 990-EZ, or 990-PF ▶ Information about Schedule B (Form 990, 990-EZ, or 990-PF) and its instructions is at <a href="http://www.irs.gov/form990">www.irs.gov/form990</a>	OMB No 1545-0047  <b>2016</b>

<b>Name of the organization</b> Gaia Fund	<b>Employer identification number</b> 94-3215541
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Organization type (check one)

<b>Filers of:</b>	<b>Section:</b>
Form 990 or 990-EZ	<input type="checkbox"/> 501(c)( ) (enter number) organization
	<input type="checkbox"/> 4947(a)(1) nonexempt charitable trust <b>not</b> treated as a private foundation
	<input type="checkbox"/> 527 political organization
Form 990-PF	<input checked="" type="checkbox"/> 501(c)(3) exempt private foundation
	<input type="checkbox"/> 4947(a)(1) nonexempt charitable trust treated as a private foundation
	<input type="checkbox"/> 501(c)(3) taxable private foundation

Check 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 other 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<sup>1</sup>/<sub>3</sub>% 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. Do not 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 is not covered by the General Rule and/or the Special Rules does not 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 990PF, Part I, line 2, to certify that it does not meet the filing requirements of Schedule B (Form 990, 990-EZ, or 990-PF).

<b>Name of organization</b> Gaia Fund	<b>Employer identification number</b> 94-3215541
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<b>Part I</b> <b>Contributors</b> (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	MH Russell 94 Char Lead Trust 100 1st Street 14th Floor  San Francisco, CA 94105	\$ 161,941	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input checked="" type="checkbox"/> <small>(Complete Part II for noncash contributions )</small>
-		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> <small>(Complete Part II for noncash contributions )</small>
-		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> <small>(Complete Part II for noncash contributions )</small>
-		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> <small>(Complete Part II for noncash contributions )</small>
-		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> <small>(Complete Part II for noncash contributions )</small>
-		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> <small>(Complete Part II for noncash contributions )</small>

<b>Name of organization</b> Gaia Fund	<b>Employer identification number</b> 94-3215541
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<b>Part II</b> <b>Noncash Property</b>			
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
1	260 Shares of Liberty Interactive Corp Stock, 1,610 Shares of Pfizer Inc Stock and 116 Shares of Tim	\$ 80,014	2016-03-31
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
		\$	
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
		\$	
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
		\$	
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
		\$	
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
		\$	

<b>Name of organization</b> Gaia Fund	<b>Employer identification number</b> 94-3215541
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<b>Part III</b>	<b>Exclusively</b> 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 <b>exclusively</b> religious, charitable, etc., contributions of <b>\$1,000 or less</b> for the year. (Enter this information once. See instructions.) ▶ \$ _____ Use duplicate copies of Part III if additional space is needed
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(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	



## Gaia Fund

## Statement 18

## Form 990-PF

## Part V Qualification Under Section 4940(e)

Columbia Foundation's transfer of one third of its assets to Gaia Fund meets the requirements of IRC Section 507(b)(2) and the Treasury Regulations thereunder relating to successor organizations. Therefore, as a successor organization, the Fund also inherits a one-third share of Columbia Foundation's Chapter 42 attributes, including but not limited to one third of Columbia Foundation's prior year amounts for purposes of qualifying for the 1% rate under Section 4940 and one third of Columbia's excess qualifying distributions carryover under Section 4942.

## Adjusted Qualifying Distributions

Calendar Year	Columbia Foundation	Gaia Fund	Total to Part V
2015	-	2,727,606	2,727,606
2014	-	1,303,788	1,303,788
2013	343,714	781,432	1,125,146
2012	1,544,265	871,832	2,416,097
2011	1,350,230	656,850	2,007,080

## Noncharitable-Use Assets

Calendar Year	Columbia Foundation	Gaia Fund	Total to Part V
2015	-	43,218,167	43,218,167
2014	-	44,899,568	44,899,568
2013	20,405,689	23,566,556	43,972,245
2012	25,264,920	14,094,204	39,359,124
2011	24,060,426	14,114,790	38,175,216

Statement 17  
Form 990-PF, Part XV, Lines 2b-d  
Supplementary Information

#### Applying for a Grant

Those interested in applying for a grant from Gaia Fund should carefully review the material on the Gaia Fund website [www.gaiasf.org](http://www.gaiasf.org) describing funding interests and grantmaking policies. Only inquiries that align with those interests and policies are considered by the Fund.

Applying to Gaia Fund for a grant involves a two-step process.

#### First Step: Initial Inquiry

As a first step in applying for a grant, applicants should submit a completed Gaia Fund inquiry form. A link to the inquiry form, along with additional guidelines for making an initial inquiry, is in the Making an Initial Inquiry section of the website.

Following a trustee review of the inquiry, applicants will be notified whether or not the Fund would like to invite a full proposal. This notification may be mailed at any time following receipt of the inquiry.

#### Second Step: Full Proposal

If the Fund is interested in further considering the request, applicants will be asked to submit a more detailed document that conforms to our Full Proposal Guidelines.

The due date for the full proposal will vary depending on when the Fund's trustees review the initial inquiry, and will be communicated at the time the invitation for submission is extended.

After applicants are notified of the Fund's decision, they are asked to sign an agreement letter indicating any conditions associated with the grant award.