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

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

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.

OMB No 1545-0052

2016

Open to Public Inspection

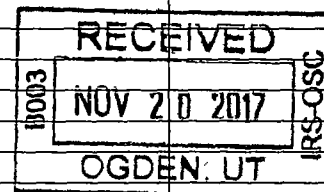
For calendar year 2016 or tax year beginning

, 2016, and ending

, 20

Name of foundation JOHN AND MARCIA GOLDMAN FOUNDATION		A Employer identification number 94-3274370						
Number and street (or P O box number if mail is not delivered to street address)	Room/suite	B Telephone number (see instructions) (415) 744-8787						
101 SECOND STREET, SUITE 1625								
City or town, state or province, country, and ZIP or foreign postal code SAN FRANCISCO, CA 94105								
G Check all that apply: <table border="0"> <tr> <td>☐ Initial return</td> <td>☐ Initial return of a former public charity</td> </tr> <tr> <td>☐ Final return</td> <td>☐ Amended return</td> </tr> <tr> <td>☐ Address change</td> <td>☐ Name change</td> </tr> </table>		☐ Initial return	☐ Initial return of a former public charity	☐ Final return	☐ Amended return	☐ Address change	☐ Name change	C If exemption application is pending, check here. ☐ D 1 Foreign organizations, check here. ☐ 2 Foreign organizations meeting the 85% test, check here and attach computation. ☐ E If private foundation status was terminated under section 507(b)(1)(A), check here. ☐ F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here. ☐
☐ Initial return	☐ Initial return of a former public charity							
☐ Final return	☐ Amended return							
☐ Address change	☐ Name change							
H Check type of organization: ☒ Section 501(c)(3) exempt private foundation ☐ Section 4947(a)(1) nonexempt charitable trust ☐ Other taxable private foundation								
I Fair market value of all assets at end of year (from Part II, col. (c), line 16) \$ 232,935,202.								
J Accounting method: ☐ Cash ☒ Accrual ☐ Other (specify) _____ (Part I, column (d) must be on cash basis)								

Part I Analysis of Revenue and Expenses (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see instructions))		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
Revenue	1 Contributions, gifts, grants, etc., received (attach schedule)	4,494,310.			
	2 Check ☐ if the foundation is not required to attach Sch. B.				
	3 Interest on savings and temporary cash investments	2,716.	2,716.		
	4 Dividends and interest from securities	3,690,076.	3,556,420.		
	5a Gross rents				
	b Net rental income or (loss)				
	6a Net gain or (loss) from sale of assets not on line 10	4,493,446.			
	b Gross sales price for all assets on line 6a	39,639,828.			
	7 Capital gain net income (from Part IV, line 2)		4,570,334.		
	8 Net short-term capital gain				
	9 Income modifications			71,794.	
	10a Gross sales less returns and allowances				
b Less Cost of goods sold					
c Gross profit or (loss) (attach schedule)					
11 Other income (attach schedule) ATCH. 1	403,012.	402,750.			
12 Total. Add lines 1 through 11	13,083,560.	8,532,220.	71,794.		
Operating and Administrative Expenses	13 Compensation of officers, directors, trustees, etc.	296,226.	14,500.		275,500.
	14 Other employee salaries and wages	616,070.			602,538.
	15 Pension plans, employee benefits	177,337.	1,740.		177,689.
	16a Legal fees (attach schedule) ATCH. 2	31,866.			38,532.
	b Accounting fees (attach schedule) ATCH. 3	129,489.	91,348.		44,992.
	c Other professional fees (attach schedule) [4]	597,300.	582,365.		9,922.
	17 Interest ATCH. 5	47,767.	47,767.		
	18 Taxes (attach schedule) (see instructions) [6]	567,586.	130,742.		170,210.
	19 Depreciation (attach schedule) and depletion	27,961.			
	20 Occupancy	226,535.			203,563.
	21 Travel, conferences, and meetings	9,199.			9,390.
	22 Printing and publications				
	23 Other expenses (attach schedule) ATCH. 7	457,834.			402,517.
	24 Total operating and administrative expenses. Add lines 13 through 23.	3,185,170.	868,462.		1,934,853.
	25 Contributions, gifts, grants paid	9,578,668.			8,848,362.
26 Total expenses and disbursements. Add lines 24 and 25	12,763,838.	868,462.	0.	10,783,215.	
27 Subtract line 26 from line 12					
a Excess of revenue over expenses and disbursements	319,722.				
b Net investment income (if negative, enter -0-)		7,663,758.			
c Adjusted net income (if negative, enter -0-)			71,794.		



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JSA Form 990-PF (2016) Paperwork Reduction Act Notice, see instructions.

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Part II Balance Sheets		Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions)	Beginning of year	End of year	
			(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1	Cash - non-interest-bearing			
	2	Savings and temporary cash investments	8,054,004.	7,192,912.	7,192,912.
	3	Accounts receivable ▶			
		Less allowance for doubtful accounts ▶			
	4	Pledges receivable ▶			
		Less allowance for doubtful accounts ▶			
	5	Grants receivable			
	6	Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see instructions)			
	7	Other notes and loans receivable (attach schedule) ▶ *		2,500,000.	ATCH 8
		Less allowance for doubtful accounts ▶	3,600,000.	2,500,000.	2,500,000.
	8	Inventories for sale or use			
	9	Prepaid expenses and deferred charges ATCH 9	25,000.	156,554.	156,554.
	10a	Investments - U S and state government obligations (attach schedule) [10]	3,078,113.	2,811,201.	2,811,201.
	b	Investments - corporate stock (attach schedule) ATCH 11	69,997,234.	86,797,147.	86,797,147.
	c	Investments - corporate bonds (attach schedule) ATCH 12	13,878,518.	14,287,641.	14,287,641.
	Liabilities	11	Investments - land, buildings, and equipment basis ▶		
		Less accumulated depreciation ▶ (attach schedule)			
12		Investments - mortgage loans			
13		Investments - other (attach schedule) ATCH 13	114,401,054.	111,985,238.	111,985,238.
14		Land, buildings, and equipment basis ▶	6,180,072.		
		Less accumulated depreciation ▶ (attach schedule)	150,740.	4,797,182.	6,029,332.
15		Other assets (describe ▶ ATCH 14)	1,498,920.	1,175,177.	1,175,177.
16		Total assets (to be completed by all filers - see the instructions Also, see page 1, item I)	219,330,025.	232,935,202.	232,935,202.
17		Accounts payable and accrued expenses		133,062.	
18		Grants payable		7,440,531.	
Net Assets or Fund Balances	19	Deferred revenue			
	20	Loans from officers, directors, trustees, and other disqualified persons			
	21	Mortgages and other notes payable (attach schedule)			
	22	Other liabilities (describe ▶ ATCH 15)	2,722,474.	2,009,017.	
	23	Total liabilities (add lines 17 through 22)	2,722,474.	9,582,610.	
		Foundations that follow SFAS 117, check here ▶ ☒ and complete lines 24 through 26 and lines 30 and 31.			
	24	Unrestricted	216,607,551.	221,658,282.	
	25	Temporarily restricted		1,694,310.	
	26	Permanently restricted			
		Foundations that do not follow SFAS 117, check here ▶ ☐ and complete lines 27 through 31.			
27	Capital stock, trust principal, or current funds				
28	Paid-in or capital surplus, or land, bldg, and equipment fund				
29	Retained earnings, accumulated income, endowment, or other funds				
30	Total net assets or fund balances (see instructions)	216,607,551.	223,352,592.		
31	Total liabilities and net assets/fund balances (see instructions)	219,330,025.	232,935,202.		

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	216,607,551.
2	Enter amount from Part I, line 27a	2	319,722.
3	Other increases not included in line 2 (itemize) ▶ ATCH 16	3	6,425,319.
4	Add lines 1, 2, and 3	4	223,352,592.
5	Decreases not included in line 2 (itemize) ▶	5	
6	Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	223,352,592.

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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)**1 a** SEE PART IV SCHEDULE**b****c****d****e**

(e) Gross sales price

(f) Depreciation allowed
(or allowable)(g) Cost or other basis
plus expense of sale(h) Gain or (loss)
(e) plus (f) minus (g)**a****b****c****d****e**

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

(i) F M V as of 12/31/69

(j) Adjusted basis
as of 12/31/69(k) Excess of col (i)
over col (j), if any(l) Gains (Col (h) gain minus
col (k), but not less than -0-) or
Losses (from col (h))**a****b****c****d****e****2** Capital gain net income or (net capital loss){ If gain, also enter in Part I, line 7
If (loss), enter -0- in Part I, line 7 }**2**

4,570,334.

3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6):If gain, also enter in Part I, line 8, column (c) (see instructions). If (loss), enter -0- in
Part I, line 8**3**

0.

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	11,639,467.	225,624,465.	0.051588
2014	11,439,339.	227,528,408.	0.050277
2013	9,566,401.	188,014,795.	0.050881
2012	7,504,165.	142,325,243.	0.052725
2011	13,443,909.	139,684,890.	0.096245

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

0.301716

3 Average distribution ratio for the 5-year base period - divide the total on line 2 by 5, or by the
number of years the foundation has been in existence if less than 5 years.**3**

0.060343

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

213,406,467.

5 Multiply line 4 by line 3.**5**

12,877,586.

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

76,638.

7 Add lines 5 and 6.**7**

12,954,224.

8 Enter qualifying distributions from Part XII, line 4.**8**

12,052,326.

If line 8 is equal to or greater than line 7, check the box in Part VI, line 1b, and complete that part using a 1% tax rate. See the
Part VI instructions.

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

1a Exempt operating foundations described in section 4940(d)(2), check here ☐ and enter "N/A" on line 1 Date of ruling or determination letter _____ (attach copy of letter if necessary - see instructions)		1	153,275.
b Domestic foundations that meet the section 4940(e) requirements in Part V, check here ☐ 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	
3 Add lines 1 and 2.		3	153,275.
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	153,275.
6 Credits/Payments			
a 2016 estimated tax payments and 2015 overpayment credited to 2016.	6a	130,562.	
b Exempt foreign organizations - tax withheld at source.	6b		
c Tax paid with application for extension of time to file (Form 8868).	6c	58,000.	
d Backup withholding erroneously withheld.	6d		
7 Total credits and payments. Add lines 6a through 6d.	7	188,562.	
8 Enter any penalty for underpayment of estimated tax. Check here ☒ if Form 2220 is attached.	8		
9 Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed.	9		
10 Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid.	10	35,287.	
11 Enter the amount of line 10 to be Credited to 2017 estimated tax ☐ 35,287. Refunded ☐ ☐	11		

Part VII-A Statements Regarding Activities

	Yes	No
1a During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?		X
b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see Instructions for the definition)? If the answer is "Yes" to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities		X
c Did the foundation file Form 1120-POL for this year?		X
d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year: (1) On the foundation ☐ \$ _____ (2) On foundation managers ☐ \$ _____		
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers ☐ \$ _____		
2 Has the foundation engaged in any activities that have not previously been reported to the IRS? If "Yes," attach a detailed description of the activities		X
3 Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? If "Yes," attach a conformed copy of the changes.		X
4a Did the foundation have unrelated business gross income of \$1,000 or more during the year?	X	
b If "Yes," has it filed a tax return on Form 990-T for this year?	X	
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

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Part VII-A Statements Regarding Activities (continued)

11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions).	11	Yes	No
12	Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement (see instructions).	12		X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address ► JMGOLDMANFOUNDATION.ORG	13	X	
14	The books are in care of ► MARIA KONG Telephone no ► 415-744-8787 Located at ► 101 SECOND STREET, SUITE 1625, SAN FRANCISCO, CA ZIP+4 ► 94105			
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 - Check here	15		
16	At any time during calendar year 2016, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country? See the instructions for exceptions and filing requirements for FinCEN Form 114. If "Yes," enter the name of the foreign country ► ATCH 17	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.

1a	During the year did the foundation (either directly or indirectly).		Yes	No
(1)	Engage in the sale or exchange, or leasing of property with a disqualified person?		X	No
(2)	Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person?		X	No
(3)	Furnish goods, services, or facilities to (or accept them from) a disqualified person?		X	No
(4)	Pay compensation to, or pay or reimburse the expenses of, a disqualified person?		X	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)?		X	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)		X	No
b	If any answer is "Yes" to 1a(1)-(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see instructions)?	1b		
c	Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2016?	1c		X
2	Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5)).			
a	At the end of tax year 2016, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2016? If "Yes," list the years ►		X	No
b	Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement - see instructions)	2b		
c	If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here ►			
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year?		X	No
b	If "Yes," did it have excess business holdings in 2016 as a result of (1) any purchase by the foundation or disqualified persons after May 26, 1969, (2) the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest, or (3) the lapse of the 10-, 15-, or 20-year first phase holding period? (Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2016)	3b		
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a		X
b	Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2016?	4b		X

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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 ☒ NoOrganizations relying on a current notice regarding disaster assistance check here ☐**c** If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant? ☐ Yes ☐ No

If "Yes," attach the statement required by Regulations section 53.4945-5(d)

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

If "Yes" to 6b, file Form 8870

7a At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction? ☐ Yes ☒ No**b** If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction? ☐ Yes ☒ No**Part VIII Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors****1** List all officers, directors, trustees, foundation managers and their compensation (see instructions).

(a) Name and address	(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
ATCH 18		290,000.	34,800.	0.

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

(a) Name and address of each employee paid more than \$50,000	(b) Title, and average hours per week devoted to position	(c) Compensation	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
ATCH 19		530,651.	54,780.	0.

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

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Part VIII Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors (continued)**3 Five highest-paid independent contractors for professional services (see instructions). If none, enter "NONE."**

(a) Name and address of each person paid more than \$50,000	(b) Type of service	(c) Compensation
ATCH 20		576,459.
Total number of others receiving over \$50,000 for professional services		3

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 NOT APPLICABLE	
2	
3	
4	

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

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

	Amount
1 NOT APPLICABLE	
2	
All other program-related investments See instructions	
3 NONE	
Total. Add lines 1 through 3	

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

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes:		
a	Average monthly fair market value of securities	1a	206,841,058.
b	Average of monthly cash balances	1b	7,963,869.
c	Fair market value of all other assets (see instructions).	1c	1,851,385.
d	Total (add lines 1a, b, and c)	1d	216,656,312.
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	1e	
2	Acquisition indebtedness applicable to line 1 assets	2	
3	Subtract line 2 from line 1d	3	216,656,312.
4	Cash deemed held for charitable activities. Enter 1 1/2 % of line 3 (for greater amount, see instructions).	4	3,249,845.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	213,406,467.
6	Minimum investment return. Enter 5% of line 5	6	10,670,323.

Part XI Distributable Amount (see instructions) (Section 4942(j)(3) and (j)(5) private operating foundations and certain foreign organizations check here ☐ and do not complete this part.)

1	Minimum investment return from Part X, line 6	1	10,670,323.
2a	Tax on investment income for 2016 from Part VI, line 5	2a	153,275.
b	Income tax for 2016 (This does not include the tax from Part VI.)	2b	
c	Add lines 2a and 2b	2c	153,275.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	10,517,048.
4	Recoveries of amounts treated as qualifying distributions	4	71,794.
5	Add lines 3 and 4.	5	10,588,842.
6	Deduction from distributable amount (see instructions).	6	
7	Distributable amount as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1.	7	10,588,842.

Part XII Qualifying Distributions (see instructions)

1	Amounts paid (including administrative expenses) to accomplish charitable, etc., purposes:		
a	Expenses, contributions, gifts, etc. - total from Part I, column (d), line 26	1a	10,783,215.
b	Program-related investments - total from Part IX-B	1b	
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	2	1,269,111.
3	Amounts set aside for specific charitable projects that satisfy the:		
a	Suitability test (prior IRS approval required)	3a	
b	Cash distribution test (attach the required schedule)	3b	
4	Qualifying distributions. Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	4	12,052,326.
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income. Enter 1% of Part I, line 27b (see instructions)	5	0.
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	12,052,326.

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)

Page **9****Part XIII Undistributed Income** (see instructions)

	(a) Corpus	(b) Years prior to 2015	(c) 2015	(d) 2016
1 Distributable amount for 2016 from Part XI, line 7				10,588,842.
2 Undistributed income, if any, as of the end of 2016				
a Enter amount for 2015 only.				
b Total for prior years 20 <u>14</u> , 20 <u>13</u> , 20 <u>12</u>				
3 Excess distributions carryover, if any, to 2016				
a From 2011 6,649,336.				
b From 2012 1,916,290.				
c From 2013 389,820.				
d From 2014 399,479.				
e From 2015 855,682.				
f Total of lines 3a through e	10,210,607.			
4 Qualifying distributions for 2016 from Part XII, line 4 ► \$ <u>12,052,326.</u>				
a Applied to 2015, but not more than line 2a				
b Applied to undistributed income of prior years (Election required - see instructions).				
c Treated as distributions out of corpus (Election required - see instructions)				
d Applied to 2016 distributable amount.				10,588,842.
e Remaining amount distributed out of corpus.	1,463,484.			
5 Excess distributions carryover applied to 2016 . (If an amount appears in column (d), the same amount must be shown in column (a))				
6 Enter the net total of each column as indicated below:				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5	11,674,091.			
b Prior years' undistributed income Subtract line 4b from line 2b.				
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed				
d Subtract line 6c from line 6b Taxable amount - see instructions				
e Undistributed income for 2015 Subtract line 4a from line 2a Taxable amount - see instructions				
f Undistributed income for 2016 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2017.				
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (Election may be required - see instructions)				
8 Excess distributions carryover from 2011 not applied on line 5 or line 7 (see instructions)	6,649,336.			
9 Excess distributions carryover to 2017. Subtract lines 7 and 8 from line 6a	5,024,755.			
10 Analysis of line 9				
a Excess from 2012 1,916,290.				
b Excess from 2013 389,820.				
c Excess from 2014 399,479.				
d Excess from 2015 855,682.				
e Excess from 2016 1,463,484.				

Form **990-PF** (2016)

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

NOT APPLICABLE

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))

JOHN D. AND MARCIA L. GOLDMAN

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

N/A

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:

ATCH 21

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

NO PRESCRIBED FORM

c Any submission deadlines:

NONE

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

ATCH 22

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

Recipient		If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)					
a Paid during the year SEE ATTACHMENT 23					8,848,362.
Total				► 3a	8,848,362.
b Approved for future payment SEE ATTACHMENT 24					3,220,000.
Total				► 3b	3,220,000.

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated

Enter gross amounts unless otherwise indicated	Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income (See instructions)
	(a) Business code	(b) Amount	(c) Exclusion code	(d) Amount	
1 Program service revenue					
a _____					
b _____					
c _____					
d _____					
e _____					
f _____					
g Fees and contracts from government agencies					
2 Membership dues and assessments					
3 Interest on savings and temporary cash investments .			14	2,716.	
4 Dividends and interest from securities			14	3,690,076.	
5 Net rental income or (loss) from real estate					
a Debt-financed property					
b Not debt-financed property					
6 Net rental income or (loss) from personal property. .					
7 Other investment income	523000	20,262.	18	382,750.	
8 Gain or (loss) from sales of assets other than inventory	523000	67,962.	18	4,425,484.	
9 Net income or (loss) from special events					
10 Gross profit or (loss) from sales of inventory . .					
11 Other revenue a _____					
b _____					
c _____					
d _____					
e _____					
12 Subtotal Add columns (b), (d), and (e)		88,224.		8,501,026.	
13 Total. Add line 12, columns (b), (d), and (e)					8,589,250.

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

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

[illegible]

13251

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

OMB No 1545-0047

2016

▶ 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.

Name of the organization

JOHN AND MARCIA GOLDMAN FOUNDATION

Employer identification number

94-3274370

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).

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 **JOHN AND MARCIA GOLDMAN FOUNDATION**

Employer identification number

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 AND MARCIA GOLDMAN 455 MARKET STREET, SUITE 1690 SAN FRANCISCO, CA 94105	\$ 798,201.	Person ☒ Payroll ☐ Noncash ☐ (Complete Part II for noncash contributions)
2	JOHN AND MARCIA GOLDMAN 455 MARKET STREET, SUITE 1690 SAN FRANCISCO, CA 94105	\$ 896,109.	Person ☒ Payroll ☐ Noncash ☒ (Complete Part II for noncash contributions)
3	MARIANNE GOLDMAN DEC TRUST 455 MARKET STREET, STE 1690 SAN FRANCISCO, CA 94105	\$ 2,800,000.	Person ☒ Payroll ☐ Noncash ☐ (Complete Part II for noncash contributions)
		\$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II for noncash contributions)
		\$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II for noncash contributions)
		\$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II for noncash contributions)

Employer identification number

Part II

[illegible]

Name of organization JOHN AND MARCIA GOLDMAN FOUNDATION

Employer identification number

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 information once. See instructions.) ► \$ _____

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

John & Marcia Goldman Foundation
Form 990PF Part II - Line 10a, U.S. and State Government Obligations
As of December 31, 2016

94-3274370
Attachment 10

US Government Obligation	Par Value	Book Value	Fair Market Value
U S TREASURY NOTES 1.000% Due 02-15-18	\$ 250,000	\$ 250,088	\$ 250,088
U S TREASURY NOTES 0.750% Due 03-31-18	\$ 500,000	\$ 498,555	\$ 498,555
U S TREASURY NOTES 1.000% Due 05-15-18	\$ 500,000	\$ 499,824	\$ 499,824
U S TREASURY NOTES 2.250% Due 07-31-18	\$ 200,000	\$ 203,602	\$ 203,602
U S TREASURY NOTES 1.250% Due 12-15-18	\$ 275,000	\$ 275,301	\$ 275,301
U S TREASURY NOTES 1.500% Due 05-31-19	\$ 250,000	\$ 251,152	\$ 251,152
U S TREASURY NOTES 1.625% Due 06-30-19	\$ 250,000	\$ 251,865	\$ 251,865
U S TREASURY NOTES 1.375% Due 12-15-19	\$ 140,000	\$ 139,666	\$ 139,666
FNMA REMIC TRUST 4.000% Due 02-25-19	\$ 55,130	\$ 55,895	\$ 55,895
FNMA PASS-THRU INT 10 YR 5.000% Due 01-01-20	\$ 177,241	\$ 181,389	\$ 181,389
FNMA PASS-THRU 4.000% Due 08-01-20	\$ 81,067	\$ 83,524	\$ 83,524
FHLMC REMIC SERIES 3942 2.000% Due 10-15-21	\$ 52,602	\$ 52,899	\$ 52,899
FHLMC REMIC SERIES 3710 2.500% Due 11-15-39	\$ 66,748	\$ 67,441	\$ 67,441
Total US Government Obligations		\$ 2,811,201	\$ 2,811,201

John & Marcia Goldman Foundation
Form 990PF Part II - Line 10b, Corporate Stock
As of December 31, 2016

94-3274370
Attachment 11

Corporate Stock	# of Shares	Book Value	Fair Market Value
BARRACUDA NETWORKS	817.00	17,508	17,508
SQUARE INC	5,417.00	73,834	73,834
ADVANCE AUTO PARTS	570.00	96,398	96,398
AETNA	665.00	82,467	82,467
ALPHABET INC CL C	100.00	77,182	77,182
AMAZON.COM	113.00	84,735	84,735
AMERICAN TOWER	676.00	71,440	71,440
AMERISOURCEBERGEN	225.00	17,593	17,593
ANALOG DEVICES	1,100.00	79,882	79,882
AON PLC	595.00	66,360	66,360
APPLE	805.00	93,235	93,235
AUTOMATIC DATA PROCESSING	1,065.00	109,461	109,461
BANK NEW YORK MELLON	620.00	29,376	29,376
BROADCOM LTD	545.00	96,340	96,340
C H ROBINSON WORLDWIDE (NEW)	515.00	37,729	37,729
CANADIAN NATIONAL RAILWAY	680.00	45,832	45,832
CARNIVAL	637.00	33,162	33,162
CERNER	1,652.00	78,255	78,255
CHARTER COMMUNICATIONS CL A	388.00	111,713	111,713
CHUBB LIMITED	950.00	125,514	125,514
CME GROUP	1,235.00	142,457	142,457
COCA COLA COMPANY	1,200.00	49,752	49,752
COMCAST NEW CL A	2,235.00	154,327	154,327
CROWN CASTLE INTERNATIONAL (NEW)	840.00	72,887	72,887
DANAHER	1,203.00	93,642	93,642
DAVITA HEALTHCARE PARTNERS	105.00	6,741	6,741
DOLLAR GENERAL NEW	1,115.00	82,588	82,588
EATON PLC	873.00	58,570	58,570
EXPRESS SCRIPTS HOLDINGS	1,521.00	104,630	104,630
GENERAL ELECTRIC	1,415.00	44,714	44,714
GILEAD SCIENCES	907.00	64,950	64,950
GOLDMAN SACHS GROUP	303.00	72,553	72,553
HEXCEL NEW	1,425.00	73,302	73,302
HOME DEPOT	241.00	32,313	32,313
HP INC	3,095.00	45,930	45,930
IDEX	560.00	50,434	50,434
INCYTE	630.00	63,170	63,170
IRON MOUNTAIN NEW	1,473.00	47,843	47,843
J P MORGAN CHASE	1,566.00	135,130	135,130
JABIL CIRCUIT	580.00	13,729	13,729
JACK HENRY & ASSOCIATES	1,639.00	145,510	145,510

John & Marcia Goldman Foundation
Form 990PF Part II - Line 10b, Corporate Stock
As of December 31, 2016

94-3274370
Attachment 11

Corporate Stock	# of Shares	Book Value	Fair Market Value
JOHNSON & JOHNSON	220.00	25,346	25,346
MARSH & MCLENNAN	2,559.00	172,963	172,963
MEDTRONIC PLC	1,455.00	103,640	103,640
MICROSOFT	2,334.00	145,035	145,035
MONDELEZ INTERNATIONAL	450.00	19,949	19,949
MOODYS	480.00	45,250	45,250
NEW YORK COMMUNITY BANCORP	2,360.00	37,548	37,548
NEWELL RUBBERMAID	3,800.00	169,670	169,670
NIELSEN HOLDINGS PLC	990.00	41,531	41,531
NIKE CL B	920.00	46,764	46,764
NORFOLK SOUTHERN	985.00	106,449	106,449
NORWEGIAN CRUISE LINE	795.00	33,811	33,811
PANERA BREAD COMPANY	380.00	77,934	77,934
PNC FINANCIAL SERVICES	195.00	22,807	22,807
PRAXAIR	480.00	56,251	56,251
PRICELINE.COM	20.00	29,321	29,321
PROCTER & GAMBLE	1,795.00	150,924	150,924
SCRIPPS NETWORKS INTERACTIVE	850.00	60,665	60,665
SEMPRA ENERGY	815.00	82,022	82,022
SHERWIN-WILLIAMS	50.00	13,437	13,437
STARBUCKS	1,770.00	98,270	98,270
TEXAS INSTRUMENTS	2,200.00	160,534	160,534
TRANSDIGM GROUP	228.00	56,763	56,763
TRIMBLE NAVIGATION LTD	490.00	14,774	14,774
ULTRAGENYX PHARMACEUTICALS	120.00	8,437	8,437
UNION PACIFIC	150.00	15,552	15,552
UNITED HEALTH GROUP	576.00	92,183	92,183
VERIZON COMMUNICATIONS	1,785.00	95,283	95,283
VERSIGN	95.00	7,227	7,227
VISA	1,835.00	143,167	143,167
WASTE CONNECTIONS (USA)	2,050.00	161,110	161,110
WASTE MANAGEMENT	580.00	41,128	41,128
WELLS FARGO	2,165.00	119,313	119,313
XILINX	495.00	29,883	29,883
YUM BRANDS	625.00	39,581	39,581
YUM CHINA HOLDINGS	625.00	16,325	16,325
AEGON NV ADR	25,613.00	141,640	141,640
ASTRAZENECA PLC ADR	10,500.00	286,860	286,860
NOVARTIS AG ADR	7,749.00	564,437	564,437
ROCHE HOLDINGS LTD ADR	11,500.00	328,095	328,095
SANOFI ADR	15,548.00	628,761	628,761

John & Marcia Goldman Foundation
Form 990PF Part II - Line 10b, Corporate Stock
As of December 31, 2016

94-3274370
Attachment 11

Corporate Stock	# of Shares	Book Value	Fair Market Value
ADIANT PLC	582.00	34,105	34,105
ALNYLAM PHARMACEUTICAL	1,700.00	63,648	63,648
ALPHABET INC CL A	200.00	158,490	158,490
ALPHABET INC CL C	701.00	541,046	541,046
AMERICAN EXPRESS	6,200.00	459,296	459,296
ANTHEM	1,200.00	172,524	172,524
B B & T	6,116.00	287,574	287,574
BANK NEW YORK MELLON	12,151.00	575,714	575,714
BANK OF AMERICA	50,067.00	1,106,481	1,106,481
BRISTOL MYERS SQUIBB	4,700.00	274,668	274,668
CAPITAL ONE FINANCIAL	11,082.00	966,794	966,794
CELANESE	4,032.00	317,480	317,480
CHARLES SCHWAB	22,066.00	870,945	870,945
CHARTER COMMUNICATIONS CL A	2,729.00	785,734	785,734
CIGNA	2,550.00	340,145	340,145
CISCO SYSTEMS	16,000.00	483,520	483,520
COACH	4,100.00	143,582	143,582
COMCAST NEW CL A	10,448.00	721,434	721,434
CORNING	13,000.00	315,510	315,510
DANAHER	1,700.00	132,328	132,328
DELL TECHNOLOGIES	3,237.00	177,938	177,938
DISH NETWORK CL A	3,783.00	219,149	219,149
EXPRESS SCRIPTS HOLDINGS	4,700.00	323,313	323,313
FEDEX NEW	2,867.00	533,835	533,835
GOLDMAN SACHS GROUP	3,250.00	778,213	778,213
HARLEY DAVIDSON	2,800.00	163,352	163,352
HEWLETT PACKARD ENTERPRISE	33,184.00	767,878	767,878
HP INC	29,684.00	440,511	440,511
J P MORGAN CHASE	7,000.00	604,030	604,030
JOHNSON CONTROLS INTL PLC	5,825.00	239,932	239,932
JUNIPER NETWORKS	2,000.00	56,520	56,520
LIBERTY MEDIA HLDG INTERACTIVE SER A	8,033.00	160,499	160,499
MAXIM INTEGRATED PRODUCTS	4,999.00	192,811	192,811
MEDTRONIC PLC	2,432.00	173,231	173,231
MERCK	5,632.00	331,556	331,556
METLIFE	10,000.00	538,900	538,900
MICROSOFT	9,667.00	600,707	600,707
NETAPP	7,700.00	271,579	271,579
NEWS CORPORATION NEW CL A	3,028.00	34,701	34,701
PRICELINE.COM	175.00	256,561	256,561
SPRINT NEXTEL	33,682.00	283,602	283,602

John & Marcia Goldman Foundation
Form 990PF Part II - Line 10b, Corporate Stock
As of December 31, 2016

94-3274370
Attachment 11

Corporate Stock	# of Shares	Book Value	Fair Market Value
SYMANTEC	3,300.00	78,837	78,837
SYNOPSYS	3,250.00	191,295	191,295
TARGET	3,750.00	270,863	270,863
TE CONNECTIVITY LTD	3,725.00	258,068	258,068
TIME WARNER	8,791.00	848,595	848,595
UNION PACIFIC	3,500.00	362,880	362,880
UNITED HEALTH GROUP	3,250.00	520,130	520,130
VMWARE	3,000.00	236,190	236,190
WAL-MART STORES	5,183.00	358,249	358,249
WELLS FARGO	15,797.00	870,573	870,573
ZAYO GROUP HOLDINGS	2,600.00	85,436	85,436
ABBOTT LABORATORIES	3,074.00	118,072	118,072
AMERICAN INTERNATIONAL GROUP	2,584.00	168,761	168,761
AXIS CAPITAL HOLDINGS	2,900.00	189,283	189,283
BANK OF AMERICA	12,516.00	276,604	276,604
CAPITAL ONE FINANCIAL	2,065.00	180,151	180,151
CIGNA	1,318.00	175,808	175,808
CITIGROUP	4,341.00	257,986	257,986
COGNIZANT TECHNOLOGY SOLUTIONS	3,125.00	175,094	175,094
CORNING	2,499.00	60,651	60,651
DOVER CORPORATION	2,725.00	204,184	204,184
FORD MOTOR COMPANY	12,925.00	156,780	156,780
FRANKLIN RESOURCES	5,400.00	213,732	213,732
GOLDMAN SACHS GROUP	1,058.00	253,338	253,338
HEWLETT PACKARD ENTERPRISE	7,183.00	166,215	166,215
HILTON WORLDWIDE HOLDINGS	6,775.00	184,280	184,280
HP INC	6,433.00	95,466	95,466
INTEL	4,325.00	156,868	156,868
INTERPUBLIC GROUP	4,175.00	97,737	97,737
J P MORGAN CHASE	2,275.00	196,310	196,310
METLIFE	3,350.00	180,532	180,532
MORGAN STANLEY	5,525.00	233,431	233,431
OMNICOM GROUP	1,948.00	165,794	165,794
ORACLE	5,434.00	208,937	208,937
PARKER-HANNIFIN	1,329.00	186,060	186,060
REGIONS FINANCIAL	12,350.00	177,346	177,346
SEAGATE TECHNOLOGY PLC	4,225.00	161,268	161,268
STANLEY BLACK & DECKER	1,100.00	126,159	126,159
STAPLES	13,850.00	125,343	125,343
STATE STREET	2,194.00	170,518	170,518
UBS GROUP AG	11,332.00	177,572	177,572

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Corporate Stock	# of Shares	Book Value	Fair Market Value
VOYA FINANCIAL	6,350.00	249,047	249,047
WAL-MART STORES	2,275.00	157,248	157,248
ACTUANT CL A NEW	3,268.00	84,805	84,805
AMERICAN EQUITY INVT LIFE HLDGS	7,795.00	175,699	175,699
ANIXTER INTERNATIONAL	2,675.00	216,809	216,809
ARC DOCUMENT SOLUTIONS	13,025.00	66,167	66,167
ARGO GROUP INTL HLDGS	1,735.00	114,337	114,337
ASPEN INSURANCE HLDGS LTD	3,266.00	179,630	179,630
ASSOCIATED BANC	8,800.00	217,360	217,360
B B & T	1,948.00	91,595	91,595
CHART INDUSTRIES	4,650.00	167,493	167,493
COLUMBUS MCKINNON	4,817.00	130,252	130,252
CUBIC CORPORATION	1,825.00	87,509	87,509
DANA HOLDINGS	5,591.00	106,117	106,117
DIAMONDROCK HOSPITALITY	2,982.00	34,382	34,382
DIODES	5,039.00	129,351	129,351
ENDURANCE SPECIALTY HOLDINGS LTD	1,413.00	130,561	130,561
ESSENDANT	7,403.00	154,723	154,723
FIRST MIDWEST BANCORP	6,275.00	158,318	158,318
GENERAL CABLE	5,650.00	107,633	107,633
GENWORTH FINANCIAL	5,900.00	22,479	22,479
GIBRALTAR INDUSTRIES	1,253.00	52,187	52,187
HOPE BANCORP	7,825.00	171,289	171,289
INSIGHT ENTERPRISES	4,070.00	164,591	164,591
KBR INC	5,425.00	90,543	90,543
MASONITE INTERNATIONAL NEW	3,139.00	206,546	206,546
ON SEMICONDUCTOR	13,344.00	170,269	170,269
OWENS & MINOR NEW	4,311.00	152,135	152,135
PLY GEN HOLDINGS	350.00	5,688	5,688
RENT-A-CENTER	6,250.00	70,313	70,313
SCANSOURCE	4,579.00	184,763	184,763
SCHNITZER STEEL INDUSTRIES	4,100.00	105,370	105,370
STONERIDGE	4,922.00	87,070	87,070
SUPERIOR ENERGY SERVICES	4,400.00	74,272	74,272
SYNOVUS FINANCIAL	3,979.00	163,457	163,457
TCF FINANCIAL	5,575.00	109,214	109,214
TEREX NEW	6,750.00	212,828	212,828
TETRA TECHNOLOGY NEW	1,113.00	48,026	48,026
TRIPLE-S MANAGEMENT	7,009.00	145,086	145,086
VIRTUSA	1,300.00	32,656	32,656
WEBSTER FINACIAL	3,440.00	186,723	186,723

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WESCO AIRCRAFT HOLDINGS	3,200.00	47,840	47,840
WSFS FINANCIAL	2,125.00	98,494	98,494
BAIDU.COM ADR	860.00	141,393	141,393
ADOBE SYSTEMS	1,765.00	181,707	181,707
ALEXION PHARMACEUTICALS	1,170.00	143,150	143,150
ALIBABA GROUP LTD	2,225.00	195,377	195,377
ALPHABET INC CL A	265.00	209,999	209,999
ALPHABET INC CL C	120.00	92,618	92,618
AMAZON.COM	340.00	254,956	254,956
ATHENAHEALTH	575.00	60,473	60,473
BIOGEN IDEC	320.00	90,746	90,746
BIOMARIN PHARMACEUTICAL	1,275.00	105,621	105,621
CHARLES SCHWAB	3,500.00	138,145	138,145
CHIPOTLE MEXICAN GRILL	250.00	94,330	94,330
EDWARDS LIFESCIENCES	1,020.00	95,574	95,574
FACEBOOK	2,330.00	268,067	268,067
ILLUMINA	770.00	98,591	98,591
INCYTE	785.00	78,712	78,712
LENDING CLUB	6,200.00	32,550	32,550
MOBILEYE NV	1,700.00	64,804	64,804
MONSTER BEVERAGE CORP (NEW)	2,723.00	120,738	120,738
NETFLIX	1,355.00	167,749	167,749
PALO ALTO NETWORKS	800.00	100,040	100,040
PRICELINE.COM	177.00	259,493	259,493
REGENERON PHARMACEUTICALS	295.00	108,292	108,292
SALESFORCE.COM	3,425.00	234,476	234,476
SERVICENOW	800.00	59,472	59,472
SPLUNK	2,125.00	108,694	108,694
UNDER ARMOUR	1,140.00	33,117	33,117
UNDER ARMOUR CL C	1,148.00	28,895	28,895
VISA	4,870.00	379,957	379,957
ACCENTURE PLC CL A ADR NEW	1,080.00	126,500	126,500
SHIRE PHARMACEUTICAL ADR	51.00	8,689	8,689
21st CENTURY FOX CL A	1,972.00	55,295	55,295
ABBOTT LABORATORIES	1,836.00	70,521	70,521
ABBVIE	1,964.00	122,986	122,986
ACTIVISION BLIZZARD	198.00	7,150	7,150
ADIENT PLC	107.00	6,270	6,270
ADOBE SYSTEMS	640.00	65,888	65,888
AETNA	415.00	51,464	51,464
AFLAC	1,022.00	71,131	71,131

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AIR PRODUCTS & CHEMCIALS	383.00	55,083	55,083
AKAMAI TECHNOLOGIES	687.00	45,809	45,809
ALBEMARLE	259.00	22,295	22,295
ALEXION PHARMACEUTICALS	217.00	26,550	26,550
ALLERGAN PLC	444.00	93,244	93,244
ALLIANCE DATA SYSTEMS	51.00	11,654	11,654
ALLSTATE	615.00	45,584	45,584
ALPHABET INC CL A	369.00	292,414	292,414
ALPHABET INC CL C	372.00	287,117	287,117
AMAZON.COM	439.00	329,193	329,193
AMERICAN AIRLINES GROUP	638.00	29,788	29,788
AMERICAN EXPRESS	1,063.00	78,747	78,747
AMERICAN INTERNATIONAL GROUP	1,862.00	121,607	121,607
AMERICAN TOWER	498.00	52,629	52,629
AMERICAN WATER WORKS	5,881.00	425,549	425,549
AMERIPRISE FINANCIAL	717.00	79,544	79,544
AMERISOURCEBERGEN	176.00	13,761	13,761
AMGEN	996.00	145,625	145,625
AMPHENOL	281.00	18,883	18,883
ANTHEM	326.00	46,869	46,869
AON PLC	273.00	30,448	30,448
APPLE	7,374.00	854,057	854,057
APPLIED MATERIALS	554.00	17,878	17,878
AQUA AMERICA	2,546.00	76,482	76,482
ARCHER-DANIELS-MIDLAND	658.00	30,038	30,038
ARMSTRONG FLOORING	337.00	6,710	6,710
ARMSTRONG WORLD	675.00	28,215	28,215
ASHLAND GLOBAL HOLDINGS I	157.00	17,159	17,159
AT&T	8,333.00	354,402	354,402
ATWOOD OCEANICS	1,112.00	14,601	14,601
AUTOMATIC DATA PROCESSING	2,934.00	301,557	301,557
AUTOZONE	14.00	11,057	11,057
AVERY DENNISON	158.00	11,095	11,095
AVON PRODUCTS	1,067.00	5,378	5,378
B B & T	457.00	21,488	21,488
BANK NEW YORK MELLON	1,194.00	56,572	56,572
BANK OF AMERICA	13,804.00	305,068	305,068
BAXTER INTERNATIONAL	660.00	29,264	29,264
BE AEROSPACE	467.00	28,109	28,109
BECTON DICKINSON	214.00	35,428	35,428
BERKSHIRE HATHAWAY	2,420.00	394,412	394,412

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Corporate Stock	# of Shares	Book Value	Fair Market Value
BIAGEN IDEC	234.00	66,358	66,358
BLACKROCK	161.00	61,267	61,267
BORG WARNER	673.00	26,543	26,543
BOSTON SCIENTIFIC	895.00	19,359	19,359
BRISTOL MYERS SQUIBB	1,899.00	110,978	110,978
BROADCOM LTD	266.00	47,021	47,021
BROOKDALE SENIOR LIVING	677.00	8,408	8,408
BROWN-FORMAN	482.00	21,651	21,651
C F INDUSTRIES HOLDINGS	440.00	13,851	13,851
C R BARD	269.00	60,434	60,434
CADENCE DESIGN SYSTEMS	3,580.00	90,288	90,288
CALPINE NEW	5,792.00	66,203	66,203
CAPITAL ONE FINANCIAL	555.00	48,418	48,418
CARDINAL HEALTH	305.00	21,951	21,951
CARNIVAL	559.00	29,102	29,102
CATERPILLAR	561.00	52,027	52,027
CBS NEW CL B	349.00	22,203	22,203
CELANESE	468.00	36,850	36,850
CELGENE	824.00	95,378	95,378
CENTERPOINT ENERGY	1,627.00	40,089	40,089
CENTURYLINK	1,091.00	25,944	25,944
CHARLES SCHWAB	1,249.00	49,298	49,298
CHARTER COMMUNICATIONS CL A	323.00	92,998	92,998
CHIPOTLE MEXICAN GRILL	29.00	10,942	10,942
CHUBB LIMITED	808.00	106,753	106,753
CIGNA	306.00	40,817	40,817
CISCO SYSTEMS	6,741.00	203,713	203,713
CITIGROUP	4,097.00	243,485	243,485
CITIZENS FINANCIAL GROUP INC	631.00	22,483	22,483
CITRIX SYSTEMS	1,115.00	99,581	99,581
CLEAN HARBORS	188.00	10,462	10,462
CLOROX	100.00	12,002	12,002
CME GROUP	330.00	38,066	38,066
COACH	308.00	10,786	10,786
COCA COLA COMPANY	6,644.00	275,460	275,460
COCA COLA EUROPEAN PARTNERS ORD	235.00	7,379	7,379
COGNIZANT TECHNOLOGY SOLUTIONS	597.00	33,450	33,450
COLGATE-PALMOLIVE	1,166.00	76,303	76,303
COMCAST NEW CL A	3,602.00	248,718	248,718
CONAGRA FOODS	506.00	20,012	20,012
CONSTELLATION BRANDS	281.00	43,080	43,080

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CORNING	782.00	18,979	18,979
CORPORATE OFFICE PROPERTIES TRUST	362.00	11,302	11,302
COSTCO WHOLESALE	1,255.00	200,938	200,938
COVANTA HOLDINGS	6,117.00	95,425	95,425
CREE	659.00	17,391	17,391
CROWN CASTLE INTERNATIONAL (NEW)	274.00	23,775	23,775
CROWN HOLDINGS	187.00	9,831	9,831
CSX	1,803.00	64,782	64,782
CVS CAREMARK	1,247.00	98,401	98,401
CYRUSONE	1,937.00	86,642	86,642
DANAHER	1,573.00	122,442	122,442
DAVITA HEALT CARE PARTNERS	122.00	7,832	7,832
DEERE & COMPANY	470.00	48,429	48,429
DELL TECHNOLOGIES	211.00	11,599	11,599
DELTA AIR LINES NEW	915.00	45,009	45,009
DIAMOND OFFSHORE DRILLING	1,293.00	22,886	22,886
DIGITAL REALTY TRUST	1,339.00	131,570	131,570
DISCOVER FINANCIAL SVCS	508.00	36,622	36,622
DOLLAR GENERAL NEW	153.00	11,333	11,333
DONALDSON	1,887.00	79,405	79,405
DOVER CORPORATION	487.00	36,491	36,491
DR PEPPER SNAPPLE GROUP	134.00	12,150	12,150
DRIL-QUIP	728.00	43,716	43,716
DTE ENERGY	585.00	57,628	57,628
E I DU PONT DE NEMOURS	1,260.00	92,484	92,484
EASTMAN CHEMICALS	278.00	20,908	20,908
EATON PLC	1,590.00	106,673	106,673
EBAY	1,057.00	31,382	31,382
ECOLAB	829.00	97,175	97,175
EDWARDS LIFESCIENCES	126.00	11,806	11,806
ELECTRONIC ARTS	179.00	14,098	14,098
ELI LILLY & CO	1,156.00	85,024	85,024
EMERSON ELECTRIC	2,945.00	164,184	164,184
ENDO INTERNATIONAL PLC	179.00	2,948	2,948
ENSCO PLC CL A	4,308.00	41,874	41,874
EQUINIX (REIT)	159.00	56,828	56,828
ESTEE LAUDER COMPANIES	274.00	20,958	20,958
EVERSOURCE ENERGY	669.00	36,949	36,949
EXELON	663.00	23,530	23,530
EXPEDIA	94.00	10,648	10,648
EXPRESS SCRIPTS HOLDINGS	742.00	51,042	51,042

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Corporate Stock	# of Shares	Book Value	Fair Market Value
FACEBOOK	2,565.00	295,103	295,103
FEDEX NEW	696.00	129,595	129,595
FIDELITY NATL INFORMATION SVCS	147.00	11,119	11,119
FIRST SOLAR	587.00	18,837	18,837
FISERV	111.00	11,797	11,797
FMC TECHNOLOGIES	1,919.00	68,182	68,182
FORD MOTOR COMPANY	4,585.00	55,616	55,616
FORTIS INC	780.00	24,086	24,086
FORTIVE CORP	286.00	15,338	15,338
FRANKLIN RESOURCES	273.00	10,805	10,805
FRONTIER COMMUNICATIONS	2,037.00	6,885	6,885
GENERAL ELECTRIC	14,883.00	470,303	470,303
GENERAL MILLS	933.00	57,631	57,631
GENERAL MOTORS	1,885.00	65,673	65,673
GENWORTH FINANCIAL	2,341.00	8,919	8,919
GILEAD SCIENCES	1,755.00	125,676	125,676
GOLDMAN SACHS GROUP	714.00	170,967	170,967
GRAPHIC PACKAGING HLDG	1,525.00	19,032	19,032
HARLEY DAVIDSON	165.00	9,626	9,626
HARTFORD FINL SVCS GROUP	518.00	24,683	24,683
HCA HOLDINGS	382.00	28,276	28,276
HELIX ENERGY SOLUTIONS GROUP	1,149.00	10,134	10,134
HELMERICH & PAYNE	1,366.00	105,728	105,728
HERC HOLDINGS	31.00	1,245	1,245
HERSHEY COMPANY	138.00	14,273	14,273
HERTZ GLOBAL HOLDINGS	93.00	2,005	2,005
HEWLETT PACKARD ENTERPRISE	1,657.00	38,343	38,343
HEXCEL NEW	296.00	15,226	15,226
HOME DEPOT	1,427.00	191,332	191,332
HP INC	1,657.00	24,590	24,590
HUBBELL INC	92.00	10,736	10,736
HUMANA	170.00	34,685	34,685
HUNTSMAN	1,097.00	20,931	20,931
IBM	1,319.00	218,941	218,941
IDACORP	452.00	36,409	36,409
IDEX	366.00	32,962	32,962
ILLNOIS TOOL WORKS	108.00	13,226	13,226
ILLUMINA	199.00	25,480	25,480
INGERSOLL-RAND PLC	347.00	26,039	26,039
INGEVITY	90.00	4,937	4,937
INTEL	7,061.00	256,102	256,102

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Corporate Stock	# of Shares	Book Value	Fair Market Value
INTERCONTINENTALEXCHANGE GROUP	385.00	21,722	21,722
INTERSIL	2,688.00	59,942	59,942
INTL FLAVORS & FRAGRANCES	138.00	16,261	16,261
INTUIT	221.00	25,329	25,329
INTUITIVE SURGICAL	18.00	11,415	11,415
INVESCO LTD	249.00	7,555	7,555
J P MORGAN CHASE	5,218.00	450,261	450,261
JOHNSON & JOHNSON	3,926.00	452,314	452,314
JOHNSON CONTROLS INTL PLC	1,070.00	44,073	44,073
KANSAS CITY SOUTHERN	238.00	20,194	20,194
KELLOGG COMPANY	366.00	26,978	26,978
KIMBERLY-CLARK	500.00	57,060	57,060
KLX INC	761.00	34,329	34,329
KOHL'S	18.00	889	889
KRAFT HEINZ COMPANY	692.00	60,425	60,425
L BRANDS	357.00	23,505	23,505
LAMB WESTON HOLDINGS	168.00	6,359	6,359
LAS VEGAS SANDS	353.00	18,854	18,854
LEVEL 3 COMMUNICATIONS (NEW)	469.00	26,433	26,433
LIBERTY PROPERTY TRUSTS	653.00	25,794	25,794
LKQ CORPORATION	1,410.00	43,217	43,217
LOEWS	3,781.00	177,064	177,064
LOWES COMPANIES	887.00	63,083	63,083
LYONDELLBASELL INDUSTRIES NV	926.00	79,432	79,432
MACYS	427.00	15,291	15,291
MALLINCKRODT PLC	83.00	4,135	4,135
MARRIOTT INTL NEW CL A	137.00	11,327	11,327
MARSH & MCLENNAN	620.00	41,906	41,906
MASTERCARD	1,274.00	131,541	131,541
MC DONALDS	1,181.00	143,751	143,751
MCKESSON	238.00	33,427	33,427
MEAD JOHNSON NUTRITION	195.00	13,798	13,798
MEDTRONIC PLC	2,070.00	147,446	147,446
MERCK	3,282.00	193,211	193,211
METLIFE	2,458.00	132,462	132,462
MICROCHIP TECHNOLOGY	752.00	48,241	48,241
MICRON TECHNOLOGY	794.00	17,404	17,404
MICROSOFT	9,885.00	614,254	614,254
MOHWAK INDUSTRIES	320.00	63,898	63,898
MOLSON COORS BREWING	211.00	20,532	20,532
MONDELEZ INTERNATIONAL	2,005.00	88,882	88,882

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MONSTER BEVERAGE CORP (NEW)	471.00	20,884	20,884
MOODYS	250.00	23,568	23,568
MORGAN STANLEY	1,723.00	72,797	72,797
MOSAIC NEW	500.00	14,665	14,665
MYLAN NV EURO	374.00	14,268	14,268
NABORS INDUSTRIES	2,526.00	41,426	41,426
NATIONAL OILWELL VARCO	2,676.00	100,189	100,189
NETFLIX	480.00	59,424	59,424
NEXTERA ENERGY	766.00	91,506	91,506
NIELSEN HOLDINGS PLC	532.00	22,317	22,317
NIKE CL B	1,456.00	74,008	74,008
NOBLE CORPORATION PLC	3,561.00	21,081	21,081
NORDSON	274.00	30,702	30,702
NORDSTROM	126.00	6,039	6,039
NORFOLK SOUTHERN	690.00	74,568	74,568
NOW INC	289.00	5,916	5,916
NVIDIA	650.00	69,381	69,381
O'REILLY AUTOMOTIVE	43.00	11,972	11,972
OCEANEERING INTERNATIONAL	523.00	14,754	14,754
OGE ENERGY	502.00	16,792	16,792
OIL STATES INTERNATIONAL	1,160.00	45,240	45,240
OMNICOM GROUP	165.00	14,043	14,043
ORACLE	4,479.00	172,218	172,218
OWENS CORNING NEW	1,249.00	64,398	64,398
OWENS-ILLNOIS	1,217.00	21,188	21,188
PACIFIC GAS & ELECTRIC	2,220.00	134,909	134,909
PARKER-HANNIFIN	242.00	33,880	33,880
PATTERSON-UTI ENERGY	2,831.00	76,211	76,211
PAYCHEX	220.00	13,394	13,394
PAYPAL HOLDINGS	1,091.00	43,062	43,062
PENTAIR PLC ORD	1,053.00	59,042	59,042
PEPSICO	2,027.00	212,085	212,085
PERRIGO PLC	146.00	12,152	12,152
PFIZER	8,236.00	267,505	267,505
PNC FINANCIAL SERVICES	503.00	58,831	58,831
PPG INDUSTRIES	965.00	91,443	91,443
PRAXAIR	720.00	84,377	84,377
PRICELINE.COM	58.00	85,031	85,031
PROCTER & GAMBLE	4,001.00	336,404	336,404
PROGRESSIVE OHIO	1,040.00	36,920	36,920
PROLOGIS	1,296.00	68,416	68,416

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PRUDENTIAL FINANCIAL	749.00	77,941	77,941
PUBLIC STORAGE	112.00	25,032	25,032
QORVO INC	166.00	8,753	8,753
QUALCOMM	1,617.00	105,428	105,428
REGENERON PHARMACEUTICALS	82.00	30,101	30,101
ROCKWELL AUTOMATION	1,051.00	141,254	141,254
ROSS STORES	69.00	4,526	4,526
ROWAN COMPANIES PLC	1,015.00	19,173	19,173
ROYAL CARIBBEAN CRUISE	196.00	16,080	16,080
ROYAL GOLD	239.00	15,141	15,141
RPC INC	3,082.00	61,054	61,054
S & P GLOBAL INC	356.00	38,284	38,284
SALESFORCE.COM	984.00	67,365	67,365
SCANA	966.00	70,788	70,788
SEAGATE TECHNOLOGY PLC	244.00	9,313	9,313
SEALED AIR	367.00	16,640	16,640
SEMPRA ENERGY	804.00	80,915	80,915
SERVICENOW	539.00	40,069	40,069
SHERWIN-WILLIAMS	438.00	117,708	117,708
SIMON PROPERTY GROUP	324.00	57,565	57,565
SKYWORKS SOLUTIONS	103.00	7,690	7,690
SOUTHWEST AIRLINES	340.00	16,946	16,946
SPIRIT AEROSYSTEMS HOLDINGS	181.00	10,561	10,561
ST JUDE MEDICAL	236.00	18,925	18,925
STARBUCKS	1,631.00	90,553	90,553
STATE STREET	614.00	47,720	47,720
STEEL DYNAMICS	1,028.00	36,576	36,576
STRYKER	301.00	36,063	36,063
SUN TRUST BANKS	217.00	11,902	11,902
SUNPOWER	1,080.00	7,139	7,139
SYMANTEC	423.00	10,105	10,105
SYNCHRONY FINANCIAL	494.00	17,917	17,917
SYSCO	493.00	27,297	27,297
T ROWE PRICE GROUP	125.00	9,408	9,408
TARGET	710.00	51,283	51,283
TESLA MOTORS	191.00	40,815	40,815
THE AES CORPORATION	2,046.00	23,775	23,775
THE GAP	264.00	5,924	5,924
THE KROGER COMPANY	882.00	30,438	30,438
THE WALT DISNEY CO	2,210.00	230,326	230,326
THERMO FISHER SCIENTIFIC	430.00	60,673	60,673

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Corporate Stock	# of Shares	Book Value	Fair Market Value
TIME WARNER	998.00	96,337	96,337
TJX COMPANIES	736.00	55,296	55,296
TRANSDIGM GROUP	207.00	51,535	51,535
TRAVELERS COMPANIES	504.00	61,700	61,700
ULTIMATE SOFTWARE GROUP	332.00	60,540	60,540
UNDER ARMOUR	97.00	2,818	2,818
UNDER ARMOUR CL C	97.00	2,441	2,441
UNION PACIFIC	1,583.00	164,125	164,125
UNITED CONTINENTAL HLDGS	347.00	25,289	25,289
UNITED HEALTH GROUP	1,239.00	198,290	198,290
UNITED PARCEL SERVICES	900.00	103,176	103,176
UNITED STATES STEEL	222.00	7,328	7,328
UNIVERSAL HEALTH SERVICES	78.00	8,298	8,298
US BANCORP	2,130.00	109,418	109,418
V F CORPORATION	204.00	10,883	10,883
VERIZON COMMUNICATIONS	5,318.00	283,875	283,875
VERSUM MATERIALS	191.00	5,361	5,361
VERTEX PHARMACEUTICALS	211.00	15,544	15,544
VIACOM NEW CL B	441.00	15,479	15,479
VISA	2,352.00	183,503	183,503
VMWARE	776.00	61,094	61,094
WABTEC	206.00	17,102	17,102
WAL-MART STORES	1,953.00	134,991	134,991
WALGREENS BOOTS ALLIANCE	918.00	75,974	75,974
WASTE MANAGEMENT	651.00	46,162	46,162
WEATHERFORD INTL PLC	5,314.00	26,517	26,517
WEC ENERGY GROUP	598.00	35,073	35,073
WELLS FARGO	6,178.00	340,470	340,470
WESTERN DIGITAL	202.00	13,726	13,726
WESTROCK COMPANY	542.00	27,517	27,517
WEYERHAEUSER	1,268.00	38,154	38,154
WYNN RESORTS LTD	265.00	22,925	22,925
XCEL ENERGY	1,336.00	54,375	54,375
XILINX	1,178.00	71,116	71,116
XL GROUP LTD	253.00	9,427	9,427
XYLEM W/I	1,906.00	94,385	94,385
YAHOO	750.00	29,003	29,003
YUM BRANDS	452.00	28,625	28,625
ZIMMER BIOMET HOLDINGS	92.00	9,494	9,494
ZOETIS	391.00	20,930	20,930
8X8 INC NEW	3,295.00	47,119	47,119

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Corporate Stock	# of Shares	Book Value	Fair Market Value
ABIOMED	1,101.00	124,061	124,061
ACACIA COMMUNICATIONS	399.00	24,638	24,638
ACCELERATE DIAGNOSTICS	2,131.00	44,218	44,218
AMERICAN WOODMARK	315.00	23,704	23,704
APOGEE ENTERPRISES	1,362.00	72,949	72,949
APPTIO	1,187.00	21,995	21,995
ASTEC INDUSTRIES	367.00	24,758	24,758
AT HOME GROUP	1,330.00	19,458	19,458
BOX INC	2,568.00	35,592	35,592
CASEYS GENERAL STORES	341.00	40,538	40,538
COGNEX	1,215.00	77,298	77,298
COHERENT	296.00	40,666	40,666
COSTAR GROUP	456.00	85,951	85,951
DYCOM INDUSTRIES	1,079.00	86,633	86,633
EAGLE MATERIALS	595.00	58,625	58,625
ELECTRONICS FOR IMAGING	868.00	38,070	38,070
ELLIE MAE INC	461.00	38,576	38,576
FIVE 9 INC	3,931.00	55,781	55,781
FIVE BELOW	1,678.00	67,053	67,053
GLAUKOS CORP	2,346.00	80,468	80,468
GRANITE CONSTRUCTION	674.00	37,070	37,070
GUIDEWIRE SOFTWARE	1,215.00	59,936	59,936
HEALTHEQUITY	3,687.00	149,397	149,397
HORIZON PHARMA PLC	3,098.00	50,126	50,126
HUBSPOT INC	1,194.00	56,118	56,118
INOGEN INC	781.00	52,460	52,460
INPHI CORP	1,361.00	60,728	60,728
KINSALE CAP GROUP	1,348.00	45,845	45,845
KNIGHT TRANSPORTATION	2,767.00	91,449	91,449
LGI HOMES	1,148.00	32,982	32,982
LIGAND PHARMACEUTICALS	768.00	78,036	78,036
LYON WILLIAM HOMES	1,856.00	35,320	35,320
MACOM TECHNOLOGY SOLUTIONS HLDGS	781.00	36,145	36,145
MARKETAXESS HOLDINGS	838.00	123,119	123,119
MARTEN TRANSPORT LTD	1,670.00	38,911	38,911
MINDBODY	1,819.00	38,745	38,745
MONOLITHIC POWER SYSTEMS	732.00	59,973	59,973
NEOGENOMICS	7,322.00	62,750	62,750
NEVRO CORP	1,332.00	96,783	96,783
NXSTAGE MEDICAL	1,592.00	41,726	41,726
OCLARO	7,329.00	65,595	65,595

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Corporate Stock	# of Shares	Book Value	Fair Market Value
OLD DOMINION FREIGHT LINE	1,102.00	94,541	94,541
PAYLOCITY HOLDING	348.00	10,443	10,443
PRIMORIS SERVICES	830.00	18,907	18,907
PROOFPOINT	1,586.00	112,051	112,051
QUANTA SERVICES	298.00	10,385	10,385
QUOTIENT TECHNOLOGY	7,999.00	85,989	85,989
SHOPIFY	2,919.00	125,138	125,138
SLM	3,057.00	33,688	33,688
STAMPS.COM	820.00	94,013	94,013
SUMMIT MATERIALS	2,458.00	58,476	58,476
TREX COMPANY	647.00	41,667	41,667
ULTIMATE SOFTWARE GROUP	400.00	72,940	72,940
US CONCRETE	2,053.00	134,472	134,472
WAGeworks	1,332.00	96,570	96,570
WINGSTOP	989.00	29,265	29,265
ZELTIQ AESTHETICS	1,840.00	80,077	80,077
ZOES KITCHEN	1,469.00	35,241	35,241
HDFC BANK LTD ADR	2,305.00	139,867	139,867
NASPERS LIMITED ADR	5,400.00	78,948	78,948
SAMSUNG ELECTRONICS GDR REP 144A	93.00	55,126	55,126
TAIWAN SEMICONDUCTOR MFG LTD ADR	13,545.00	389,419	389,419
CANADIAN NATIONAL RAILWAY	1,200.00	80,880	80,880
JARDINE MATHESON USD (Singapore Reg)	4,700.00	259,675	259,675
LIBERTY GLOBAL PLC SER A	6,680.00	204,341	204,341
LIBERTY GLOBAL PLC SER C	625.00	18,563	18,563
MEDTRONIC PLC	1,815.00	129,282	129,282
AMCOR LIMITED	4,510.00	48,822	48,822
OIL SEARCH LTD	19,464.00	101,053	101,053
SYDNEY AIRPORT HOLDINGS LTD	49,464.00	214,543	214,543
ABN AMRO GROUP NV	4,310.00	95,693	95,693
AMADEUS IT HOLDINGS	5,499.00	250,389	250,389
ASML HOLDINGS NV (NEW)	3,579.00	402,598	402,598
BAYERSCHE MOTOREN WERKE	1,303.00	121,973	121,973
BNP PARIBAS	4,392.00	280,496	280,496
BRENNTAG AG	2,678.00	149,140	149,140
DANONE SA	2,690.00	170,804	170,804
DEUTSCHE WOHNEN AG	6,825.00	214,808	214,808
ESSILOR INTERNATIONAL	2,048.00	231,890	231,890
GEMALTO	2,913.00	168,741	168,741
GRIFOLS SA PFD	4,886.00	78,359	78,359
ING GROEP NV	5,945.00	83,836	83,836

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JC DECAUX SA	1,183.00	34,850	34,850
KBC GROEP NV	2,620.00	162,573	162,573
L OREAL	1,821.00	333,049	333,049
L'AIR LIQUIDE (L)	928.00	103,411	103,411
LVMH MOET-HENNESSY LOUIS VUITTON	894.00	171,050	171,050
PERNOD-RICARD	3,325.00	361,050	361,050
SAMPO PLC	7,317.00	328,693	328,693
SAP AG	3,395.00	296,532	296,532
SES FDR SA	15,588.00	344,037	344,037
SIEMENS AG	532.00	65,540	65,540
CARLSBERG SER B	4,076.00	352,409	352,409
GENMAB AS	2,567.00	427,132	427,132
NOVO-NORDISK SER B (POST SPLIT)	12,490.00	451,263	451,263
AA PLC	33,074.00	113,245	113,245
ASSOCIATED BRITISH FOODS PLC	4,165.00	141,271	141,271
ASTRAZENECA GROUP	7,485.00	410,417	410,417
BCA MARKETPLACE PLC	77,700.00	179,059	179,059
DIAGEO PLC	10,926.00	284,865	284,865
HENDERSON GROUP	17,200.00	50,072	50,072
NATIONAL GRID ORD	13,673.00	160,773	160,773
PRUDENTIAL PLC	13,640.00	274,303	274,303
PZ CUSSONS PLC	15,900.00	65,679	65,679
RECKITT BENCKISER GROUP	1,499.00	127,545	127,545
UNILEVER PLC	3,430.00	139,545	139,545
VODAFONE GROUP ORD	115,385.00	284,937	284,937
WPP PLC	4,500.00	100,977	100,977
AIA GROUP LIMITED	93,200.00	525,915	525,915
LINK REAL ESTATE INVESTMENT	21,000.00	136,512	136,512
SAMSONITE INTERNATIONAL SA	52,800.00	150,845	150,845
WYNN MACAU LTD	30,400.00	48,385	48,385
ASAHI KASE CORP	24,000.00	209,783	209,783
DENSO	1,600.00	69,454	69,454
FANUC LIMITED	2,000.00	339,778	339,778
GLORY LTD	2,200.00	69,602	69,602
HAMAMATSU PHOTONIC KK	14,200.00	374,373	374,373
HOSHIZAKI CORP	1,300.00	103,099	103,099
KDDI	5,300.00	134,482	134,482
KEYENCE	1,026.00	705,493	705,493
KUBOTA	5,600.00	80,110	80,110
MURATA MANUFACTURING	3,200.00	429,374	429,374
NIDEC	1,600.00	138,346	138,346

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Corporate Stock	# of Shares	Book Value	Fair Market Value
NTT DOCOMO	8,500.00	194,071	194,071
ORACLE JAPAN	1,800.00	90,899	90,899
RYOHIN KEIKAKU	1,300.00	255,352	255,352
SMC CORPORATION	1,600.00	382,801	382,801
SOFTBANK	5,900.00	392,794	392,794
SUMITOMO MITSUI FINANCIAL GP	2,400.00	91,773	91,773
SYSMEX	4,300.00	249,591	249,591
TREND MICRO	2,700.00	96,185	96,185
YAHOO JAPAN	14,200.00	54,665	54,665
DNB ASA	6,109.00	91,127	91,127
DBS GROUP HOLDINGS	6,853.00	82,253	82,253
SINGAPORE TELECOMM (POST REORG)	45,900.00	115,965	115,965
ASSA ABOLY SER B (POST SPLIT)	17,775.00	330,862	330,862
MODERN TIMES GROUP SER B	5,083.00	151,070	151,070
SVENSKA HANDELSBANKEN	9,207.00	128,306	128,306
DKSH HOLDING LTD	2,099.00	144,463	144,463
GIVAUDAN AG	67.00	123,011	123,011
NESTLE SA	4,581.00	329,259	329,259
NOVARTIS AG	1,019.00	74,293	74,293
RICHEMONT(CIE FIN) SER A	1,776.00	117,864	117,864
ROCHE HOLDINGS AG	1,903.00	435,517	435,517
SONOVA HOLDINGS AG	513.00	62,286	62,286
UBS GROUP	6,093.00	95,620	95,620
OTHER MISC STOCK HOLDINGS		372,757	372,757
Common Stocks		\$ 86,797,147	\$ 86,797,147

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Corporate Bonds	Par Value	Book Value	Market Value
KEY BANK 1.600% Due 08-22-16	100,000.00	98,631	98,631
JOHNSON CONTROLS INTL PLC 1.400% Due 11-02-17	200,000.00	200,320	200,320
NATIONAL BANK OF CANADA 1.450% Due 11-07-17	200,000.00	199,940	199,940
HSBC USA 1.500% Due 11-13-17	100,000.00	99,933	99,933
COMCAST NEW 6.300% Due 11-15-17	100,000.00	104,143	104,143
GENERAL DYNAMICS 1.000% Due 11-15-17	200,000.00	199,645	199,645
PRUDENTIAL FINANCIAL 6.000% Due 12-01-17	39,000.00	40,519	40,519
VISA 1.200% Due 12-14-17	150,000.00	149,979	149,979
AUTODESK 1.950% Due 12-15-17	100,000.00	100,172	100,172
CARNIVAL 1.875% Due 12-15-17	100,000.00	100,401	100,401
COSTCO WHOLESALE 1.125% Due 12-15-17	150,000.00	149,855	149,855
INTEL 1.350% Due 12-15-17	150,000.00	150,225	150,225
MCCORMICK & COMPANY 5.750% Due 12-15-17	150,000.00	156,057	156,057
SHERWIN-WILLIAMS 1.350% Due 12-15-17	200,000.00	199,653	199,653
TOYOTA MOTOR CREDIT 1.450% Due 01-12-18	100,000.00	100,029	100,029
GOLDMAN SACHS 5.950% Due 01-18-18	200,000.00	208,348	208,348
ACE INA HOLDINGS 5.800% Due 03-15-18	200,000.00	210,052	210,052
BURLINGTON NORTHERN SANTA FE 5.750% Due 03-15-18	200,000.00	210,232	210,232
BANK AMERICA 1.650% Due 03-26-18	200,000.00	200,187	200,187
BANK OF MONTREAL 1.400% Due 04-10-18	100,000.00	99,742	99,742

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Corporate Bonds	Par Value	Book Value	Market Value
CREDIT SUISSE NEW YORK USA 1.700% Due 04-27-18	200,000.00	199,559	199,559
STATE STREET 1.350% Due 05-15-18	200,000.00	199,450	199,450
TRAVLERS 5.800% Due 05-15-18	200,000.00	210,986	210,986
PACCAR FINANCIAL 1.400% Due 05-18-18	150,000.00	149,836	149,836
HUBBELL 5.950% Due 06-01-18	200,000.00	211,640	211,640
CISCO SYSTEMS 1.650% Due 06-15-18	200,000.00	200,603	200,603
B B & T CORPORATION 2.050% Due 06-19-18	100,000.00	100,517	100,517
JOHNSON & JOHNSON 5.150% Due 07-15-18	200,000.00	211,444	211,444
AMERICAN EXPRESS CREDIT 1.800% Due 07-31-18	100,000.00	100,129	100,129
BOEING 2.900% Due 08-15-18	175,000.00	178,864	178,864
HERSHEY COMPANY 1.600% Due 08-21-18	200,000.00	200,930	200,930
HOME DEPOT 2.250% Due 09-10-18	200,000.00	202,704	202,704
TORONTO DOMINION BANK 2.625% Due 09-10-18	200,000.00	203,065	203,065
ST JUDE MEDICAL 2.000% Due 09-15-18	175,000.00	175,247	175,247
COMMONWEALTH BANK OF AUSTRALIA 2.500% Due 09-20-18	200,000.00	202,308	202,308
UNION BANK 2.625% Due 09-26-18	200,000.00	202,186	202,186
COCA COLA 1.650% Due 11-01-18	200,000.00	200,799	200,799
COLGATE PALMOLIVE 1.500% Due 11-01-18	200,000.00	200,437	200,437
CVS HEALTH CORP 2.250% Due 12-05-18	100,000.00	100,877	100,877
MICROSOFT 1.625% Due 12-06-18	200,000.00	201,119	201,119

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MCDONALDS	150,000.00	150,891	150,891
2.100% Due 12-07-18			
AMGEN	100,000.00	107,481	107,481
5.700% Due 02-01-19			
MORGAN STANLEY	150,000.00	151,030	151,030
2.450% Due 02-01-19			
AMERICAN HONDA FINANCE	200,000.00	199,181	199,181
1.700% Due 02-22-19			
PEPSICO INC	200,000.00	199,301	199,301
1.500% Due 02-22-19			
ILLNOIS TOOL WORKS	200,000.00	201,032	201,032
1.950% Due 03-01-19			
UNILEVER CAP CORP	200,000.00	202,024	202,024
2.200% Due 03-06-19			
MCKESSON NEW	130,000.00	130,487	130,487
2.284% Due 03-15-19			
AXIS SPECIALTY FINANCE PLC	200,000.00	201,378	201,378
2.650% Due 04-01-19			
BANK AMERICA	150,000.00	151,585	151,585
2.650% Due 04-01-19			
MASTERCARD INC	200,000.00	201,267	201,267
2.000% Due 04-01-19			
LOWES COMPANIES	125,000.00	125,000	125,000
0.000% Due 04-15-19			
J P MORGAN CHASE	200,000.00	218,547	218,547
6.300% Due 04-23-19			
US BANK MINNEAPOLIS	200,000.00	200,490	200,490
0.000% Due 04-26-19			
B B & T CORPORATION	150,000.00	166,247	166,247
6.850% Due 04-30-19			
SUNTRUST BANKS INC	200,000.00	201,705	201,705
2.500% Due 05-01-19			
APPLE	200,000.00	201,897	201,897
2.100% Due 05-06-19			
BANK OF NEW YORK	200,000.00	215,793	215,793
5.450% Due 05-15-19			
CATERPILLAR FINANCIAL SERVICES	150,000.00	147,925	147,925
1.350% Due 05-18-19			
TOYOTA MOTOR CREDIT	150,000.00	148,298	148,298
1.400% Due 05-20-19			

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DISNEY WALT 1.850% Due 05-30-19	200,000.00	200,991	200,991
PUBLIC SERVICE ELEC & GAS 1.800% Due 06-01-19	200,000.00	199,777	199,777
BAIDU INC 2.750% Due 06-09-19	150,000.00	151,574	151,574
HOME DEPOT 2.000% Due 06-15-19	100,000.00	100,871	100,871
VERIZON COMMUNICATIONS 2.550% Due 06-17-19	200,000.00	202,819	202,819
TARGET 2.300% Due 06-26-19	175,000.00	177,820	177,820
COMCAST CORP NEW 5.700% Due 07-01-19	200,000.00	218,797	218,797
CITIGROUP INC 2.500% Due 07-29-19	200,000.00	201,371	201,371
NORTHROP GRUMMAN 5.050% Due 08-01-19	100,000.00	107,018	107,018
TEXAS INSTRUMENTS 1.650% Due 08-03-19	200,000.00	199,551	199,551
BERKSHIRE HATHAWAY 2.100% Due 08-14-19	200,000.00	201,800	201,800
CANADIAN IMPERIAL BANK 1.600% Due 09-06-19	200,000.00	198,096	198,096
HONEYWELL INTERNATIONAL 1.400% Due 10-31-19	200,000.00	198,151	198,151
SOUTHWEST AIRLINES 2.750% Due 11-06-19	150,000.00	152,648	152,648
CA INC 5.375% Due 12-01-19	150,000.00	162,006	162,006
BLACKROCK 5.000% Due 12-10-19	200,000.00	217,210	217,210
COSTCO WHOLESALE 1.700% Due 12-15-19	150,000.00	149,841	149,841
CORNING 1.450% Due 11-15-27	150,000.00	149,888	149,888
HONDA AUTO RECV 2015-3 1.270% Due 04-18-19	150,000.00	149,952	149,952
SANTANDER DRIVE AUTO 1.620% Due 06-17-19	93,823.60	93,859	93,859

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Corporate Bonds	Par Value	Book Value	Market Value
CHASE ISSUANCE TRUST 2014-6A 1.260% Due 07-15-19	100,000.00	100,061	100,061
CITIBANK 2014-A8 1.730% Due 04-09-20	200,000.00	200,766	200,766
CHASE ISSUANCE TRUST 2015-5A 1.360% Due 04-15-20	200,000.00	199,882	199,882
DISCOVER CARD TR 2015-3 1.450% Due 03-15-21	200,000.00	200,570	200,570
Total Corporate Bonds		\$ 14,287,641	\$ 14,287,641

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Other Investmnets	Quantity	Book Value	Market Value
CAPITAL GUARDIAN EMERGING MARKETS GROWTH FL	344152.388	2,078,680.42	2,078,680.42
BAIRD SHORT-TERM BOND FUND INSTL CL	359588.292	3,473,622.90	3,473,622.90
DODGE & COX GLOBAL STOCK FUND	352553.3203	4,198,910.04	4,198,910.04
VANGUARD STRATEGIC SMALL CAP EQUITY FUND	41075.473	1,417,103.82	1,417,103.82
CG ALL COUNTRY WORLD EQUITY CTF	197679.17	4,155,216.00	4,155,216.00
BAIRD SHORT-TERM BOND FUND INSTL CL	360737.719	3,484,726.37	3,484,726.37
DODGE & COX GLOBAL STOCK FUND	344049.0744	4,097,624.48	4,097,624.48
VANGUARD STRATEGIC SMALL CAP EQUITY FUND	39084.328	1,348,409.32	1,348,409.32
CG ALL COUNTRY WORLD EQUITY CTF	197707.171	4,155,805	4,155,805
BAIRD SHORT-TERM BOND FUND INSTL CL	1117517.622	10,795,220	10,795,220
DODGE & COX INCOME FUND #147	697130.1397	9,473,999	9,473,999
DODGE & COX INTERNATIONAL STOCK FD #1048	554575.382	21,129,322	21,129,322
JSP LARGE CAP GROWTH PORTFOLIO FUND 0192	1639049.672	19,242,443	19,242,443
MINERVA NETWORKS SER AD PFD	8426	2,312	2,312
MINERVA NETWORKS SER AV PFD	7421	-	-
VILLAGE ROADSHOW ENTERTAINMENT GP T CL	414	5,945	5,945
AURORA LIMITED PARTNERSHIP (JMGF)	1	648,816	648,816
AXIOM SECURITIES LLC	1	1,194	1,194
FRANCISCO PARTNERS LP (\$1.4MM COM)(New)	1	29,161	29,161
H.I.G. BRIGHTPOINT CAPITAL PRTS (JCLT)	1	88,182	88,182
JW CHILDS EQTY PTNERS III(\$1MM COMMIT)	1	89	89
KHOSLA VENTURE PARTNERS III LP (JMGF-NEW)	1	1,036,945	1,036,945
LEGACY VENTURE V LLC (QP)	1	2,204,132	2,204,132
LEGACY VENTURE V LLC (QP)(GF-JMGF)	1		
LSVP VI TRUST (JMGF)	1	91,826	91,826
OCM OPPORTUNITY FUND IV	1	4,078	4,078
PEG DIGITAL GROWTH FUND I LP (JMGF)	1	61,915	61,915
PEG DIGITAL GROWTH FUND II LP (JMGF)	1	1,178,774	1,178,774
STEVENSON ST ASP IV LP (7% INT 700K)	1	19,984	19,984
STEVENSON ST BSP II (10% 500K)(JCLT)	1	9,734	9,734
STEVENSON ST LLC 2 (APOLLO FD IV)(33.33%)	1	6,871	6,871
STEVENSON ST MATPAT II LP (7% 700k)(JCLT)	1	28,256	28,256
STEVENSON ST NEW MTN II LP (AWD/JCLT 7.00)	1	21,942	21,942
STEVENSON ST POUSCHINE COOK II (7% JCLT)	1	86,148	86,148
U S VENTURE PARTNERS VII LP	1	33,584	33,584
U S VENTURE PARTNERS VIII	1	98,449	98,449
VANTAGEPOINT VENTURE PARTNERS III	1	13,780	13,780
VANTAGEPOINT VENTURES PARTNERS IV (New)	1	299,535	299,535
WYLAN ENERGY PARTNERS FUND LP II (JMGF)	1	762,690	762,690
TWO SIGMA RISK PREMIA CAYMAN FD-SER 1	4909.3734	5,595,576	5,595,576

John & Marcia Goldman Foundation
Form 990PF Part II - Line 13, Other Investments
As of December 31, 2016

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Attachment 13

Other Investmnets	Quantity	Book Value	Market Value
TWO SIGMA RISK PREMIA CAYMAN FD-SER 1H-16	420	421,068	421,068
BOREALIS STRATEGIC CAPITAL FUND LP (JMF)	1	683,411	683,411
OCH-ZIFF OVERSEAS FUND II LTD DD/65	8500	9,499,758	9,499,758
Total Other Investments		\$ 111,985,238	\$ 111,985,238

FORM 990PF, PART VII-A, LINE 16 - LIST OF FOREIGN COUNTRIES

UNITED KINGDOM
CANADA

JOHN AND MARCIA GOLDMAN FOUNDATION
FORM 990PF, PART XV - LINE 3a GRANTS AND CONTRIBUTIONS PAID DURING THE YEAR

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RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT		PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
Acknowledge Alliance 2483 Old Middlefield Way, Suite 208 Mountain View, CA 94043	NONE	PC	Counseling and Resilience Education Programs	\$20,000 00
ACLU Northern California 39 Drumm St San Francisco, CA 94111	NONE	PC	support and expand ACLU's work to protect and defend civil liberties in the United States	\$250,000 00
ACLU Northern California 39 Drumm St San Francisco, CA 94111	NONE	PC	2016 Annual Grant for Reproductive Justice Program	\$7,500 00
ACLU Northern California 39 Drumm St San Francisco, CA 94111	NONE	PC	support and expand ACLU's work to protect and defend civil liberties in the United States	\$20,000 00
ACLU Northern California 39 Drumm St San Francisco, CA 94111	NONE	PC	support and expand ACLU's work to protect and defend civil liberties in the United States	\$15,000 00
ACLU Northern California 39 Drumm St San Francisco, CA 94111	NONE	PC	support and expand ACLU's work to protect and defend civil liberties in the United States	\$250,000 00
Advocates For Youth 2000 M Street NW Ste 750 Washington, DC 20036-3307	NONE	PC	2016 Annual Grant	\$2,500 00
Aim High For High School 2030 Harrison Street, 3rd Floor San Francisco, CA 94110-1310	NONE	PC	Redwood City Campus Launch	\$50,000 00
American Association of University Women 1310 L St NW, Suite 1000 Washington, DC 20005-4113	NONE	PC	National Tech Trek Program	\$10,000 00
American Conservatory Theater 30 Grant Ave 7th Floor San Francisco, CA 94108-5880	NONE	PC	2016 Annual Grant	\$10,000 00

JOHN AND MARCIA GOLDMAN FOUNDATION
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RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT		PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
American Friends of the Israel Museum 545 5th Ave Rm 920 New York, NY 10017-3637	NONE PC		2016 Annual Grant	\$25,000.00
American Jewish World Service 45 West 36th St New York, NY 10018-7641	NONE PC		2016 Annual Grant	\$20,000.00
American Red Cross 431 18th St NW Washington, DC 20006-5310	NONE PC		Ecuador earthquake relief efforts	\$50,000.00
American Red Cross 431 18th St NW Washington, DC 20006-5310	NONE PC		Louisiana Flood Relief Efforts	\$25,000.00
Anti-Defamation League 720 Market Street, Suite 800 San Francisco, CA 94102-2501	NONE PC		General Support	\$5,000.00
Anti-Defamation League 720 Market Street, Suite 800 San Francisco, CA 94102-2501	NONE PC		General Support	\$5,000.00
ARCS Foundation P O Box 29405 San Francisco, CA 94129	NONE PC		2016 Annual Grant, including \$3,000 for general support and \$20,000 for Scholar Awards at Stanford University and UC Berkeley	\$23,000.00
Arthritis Foundation of Northern California 657 Mission St Ste 603 San Francisco, CA 94105	NONE PC		2016 Annual Grant	\$10,000.00
Asian Art Museum Foundation 200 Larkin St San Francisco, CA 94102-4734	NONE PC		2016 Annual Grant	\$5,000.00
Autism Deserves Equal Coverage Foundation 1534 Plaza Lane #202 Burlingame, CA 94010	NONE PC		Medi-Cal Policy Analyses for Implementation and Adult Access	\$10,000.00

JOHN AND MARCIA GOLDMAN FOUNDATION
FORM 990PF, PART XV - LINE 3a GRANTS AND CONTRIBUTIONS PAID DURING THE YEAR

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RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT		PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
The Barack Obama Foundation 5235 South Harper Court Suite 1140 Chicago, IL 60615-4241	NONE PC		Obama Presidential Center planning	\$250,000 00
Berkeley Repertory Theatre 2025 Addison Street Berkeley, CA 94704	NONE PC		Employer matching gift	\$100 00
Beyond Barriers Athletic Foundation 50 Woodside Plaza Suite 426 Redwood City, CA 94061	NONE PC		2016 Annual Grant	\$20,000 00
Boys & Girls Clubs of San Francisco 380 Fulton Street San Francisco, CA 94102	NONE PC		Employer matching gift	\$250 00
Brady Campaign To Prevent Gun Violence 840 1st Street NE, Suite 400 Washington, DC 20002-8040	NONE PC		General Support	\$5,000.00
Brady Campaign To Prevent Gun Violence 840 1st Street NE, Suite 400 Washington, DC 20002-8040	NONE PC		General Support	\$10,000 00
BUILD 2385 Bay Rd Redwood City, CA 94063	NONE PC		2016 Annual Grant for Bay Area programs	\$10,000 00
Building Futures Now 1848 C Bay Road East Palo Alto, CA 94303	NONE PC		2016 Annual Grant	\$10,000 00
California Academy of Sciences 55 Music Concourse Dr San Francisco, CA 94118-4503	NONE PC		2016 Annual Grant \$10,000 for general operating support and \$5,000 for school and youth field trips serving San Mateo County	\$15,000 00
California Academy of Sciences 55 Music Concourse Dr San Francisco, CA 94118-4503	NONE PC		Careers in Science	\$15,000 00

JOHN AND MARCIA GOLDMAN FOUNDATION
FORM 990PF, PART XV - LINE 3a GRANTS AND CONTRIBUTIONS PAID DURING THE YEAR

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RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT		PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
Camp Tawonga 131 Steuart St Ste 460 San Francisco, CA 94105-1240	NONE PC		2016 Annual Grant	\$5,000 00
Camp Tawonga 131 Steuart St Ste 460 San Francisco, CA 94105-1240	NONE PC		Employer matching gift	\$180 00
Catholic Charities CYO of the Archdiocese of San Francisco 990 Eddy St San Francisco, CA 94109-7713	NONE PC		Youth Club at St Francis of Assisi in East Palo Alto	\$20,000 00
Center for Reproductive Rights 199 Water Street New York, NY 10038	NONE PC		General Support	\$10,000 00
Center for Reproductive Rights 199 Water Street New York, NY 10038	NONE PC		General Support	\$10,000 00
Center for Reproductive Rights 199 Water Street New York, NY 10038	NONE PC		2016 Annual Grant	\$5,000 00
Children's Health Council 650 Clark Way Palo Alto, CA 94304-2300	NONE PC		2016 Annual Grant	\$5,000 00
Chronicle Season Of Sharing Fund 901 Mission St San Francisco, CA 94103-3052	NONE PC		2016 Annual Grant	\$75,000 00
City Arts & Lectures 1955 Sutter St San Francisco, CA 94115	NONE PC		2016 Annual Grant	\$5,000 00
College Track 112 Linden St Oakland, CA 94607	NONE PC		2016 Annual Grant for Bay Area programs	\$5,000 00

JOHN AND MARCIA GOLDMAN FOUNDATION
FORM 990PF, PART XV - LINE 3a GRANTS AND CONTRIBUTIONS PAID DURING THE YEAR

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RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT		PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
College Track 112 Lunden St Oakland, CA 94607	NONE PC		General Support	\$5,000.00
Community Legal Services in East Palo Alto Inc 1861 Bay Road East Palo Alto, CA 94303	NONE PC		East Palo Alto Displacement Prevention	\$50,000.00
Community Science Workshop Network PO Box 1307 Sanger, CA 93657	NONE PC		General support	\$15,000.00
Contemporary Jewish Museum 736 Mission St San Francisco, CA 94103-3113	NONE PC		2016 Annual Grant	\$5,000.00
Creativity Explored 3245 16Th St San Francisco, CA 94103-3323	NONE PC		General operating support	\$5,000.00
CuriOdyssey 1651 Coyote Point Dr San Mateo, CA 94401-1002	NONE PC		2016 Annual Grant	\$5,000.00
Doctors Without Borders USA 333 7th Ave 2nd Fl New York, NY 10001-5029	NONE PC		General Support	\$10,000.00
Earthjustice 50 California Street, Suite 500 San Francisco, CA 94111	NONE PC		General Support	\$10,000.00
Earthjustice 50 California Street, Suite 500 San Francisco, CA 94111	NONE PC		General Support	\$10,000.00
Eastside College Preparatory School 1041 Myrtle St East Palo Alto, CA 94303	NONE PC		2016 Annual Grant	\$10,000.00

JOHN AND MARCIA GOLDMAN FOUNDATION
FORM 990PF, PART XV - LINE 3a GRANTS AND CONTRIBUTIONS PAID DURING THE YEAR

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RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT	PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
Everytown For Gun Safety Support Fund PO Box 3886 New York, NY 10017	NONE PC	General Support	\$10,000.00
Everytown For Gun Safety Support Fund PO Box 3886 New York, NY 10017	NONE PC	General support grant	\$10,000.00
Exploratorium Pier 17 Suite 100 San Francisco, CA 94111	NONE PC	Teacher Institute	\$20,000.00
Exploratorium Pier 17 Suite 100 San Francisco, CA 94111	NONE PC	2016 Annual Grant	\$10,000.00
Facing History and Ourselves National Foundation 16 Hurd Rd Brookline, MA 02445-6919	NONE PC	2016 Annual Grant for Bay Area programs	\$2,500.00
Fine Arts Museums of San Francisco 50 Hagiwara Tea Garden Dr San Francisco, CA 94118-4502	NONE PC	2016 Annual Grant	\$5,000.00
Fresh Lifelines for Youth 568 Valley Way Milpitas, CA 95035	NONE PC	San Mateo County Law and Leadership Training Program	\$75,000.00
Girls Inc 120 Wall Street New York, NY 10005-3902	NONE PC	Operation SMART	\$15,000.00
Golden Gate National Parks Conservancy Building 201 Fort Mason San Francisco, CA 94123	NONE PC	general donation	\$53.00
Golden Gate National Parks Conservancy Building 201 Fort Mason San Francisco, CA 94123	NONE PC	2016 Annual Grant	\$5,000.00

JOHN AND MARCIA GOLDMAN FOUNDATION

FORM 990PF, PART XV - LINE 3a GRANTS AND CONTRIBUTIONS PAID DURING THE YEAR

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RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT		PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
Greater Bay Area Make-A-Wish Foundation 55 Hawthorne St Ste 800 San Francisco, CA 94105-3913	NONE PC		2016 Annual Grant	\$7,500 00
Green Art Workshop 216 Prospect Avenue San Francisco, CA 94110	NONE PC		Employer matching gift	\$250 00
Hazon c/o Makom Hadash 125 Maiden Lane, Suite 88 New York, NY 10038	NONE PC		2016 Annual Grant for Bay Area programs	\$5,000 00
Health Connected 480 James Ave Redwood City, CA 94062-1041	NONE PC		Reproductive Health Curricula for All Abilities	\$10,000 00
Health Initiatives For Youth Inc 1550 Market St San Francisco, CA 94102-6007	NONE PC		General operating support	\$5,000 00
Horizons Unlimited of San Francisco, Inc 440 Portrero Avenue San Francisco, CA 94110	NONE PC		general donation	\$100 00
Housing Leadership Council Of San Mateo County 2905 S El Camino Real San Mateo, CA 94403-2730	NONE PC		Housing Policy Advocacy and Displacement Prevention	\$25,000 00
Immigrant Legal Resource Center 1663 Mission Street San Francisco, CA 94103-2400	NONE PC		General Support	\$10,000 00
Immigrant Legal Resource Center 1663 Mission Street San Francisco, CA 94103-2400	NONE PC		General Support	\$5,000 00
Indigenous Environmental Network PO Box 485 Bemidji, MN 56619-0485	NONE PC		General Support	\$5,000 00

JOHN AND MARCIA GOLDMAN FOUNDATION

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RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT		PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
Jewish Community Center San Francisco 3200 California Street San Francisco, CA 94118	NONE PC		Arts and Ideas 2016/2017 Season, Daveed Diggs event	\$50,000 00
Jewish Community Federation 121 Steuart St San Francisco, CA 94105-1236	NONE PC		2016 Annual Campaign	\$250,000 00
Jewish Community Relations Council 121 Steuart St Ste 301 San Francisco, CA 94105-1221	NONE PC		Leadership Training Institute	\$100,000.00
Jewish Community Relations Council 121 Steuart St Ste 301 San Francisco, CA 94105-1221	NONE PC		2016 Annual Grant	\$15,000 00
Jewish Home of San Francisco 302 Silver Ave San Francisco, CA 94112-1510	NONE PC		Capital Campaign	\$100,000.00
Jewish Vocational Service 225 Bush St Ste 400 San Francisco, CA 94104-4252	NONE PC		2016 Annual Grant	\$35,000 00
Jewish Vocational Service 225 Bush St Ste 400 San Francisco, CA 94104-4252	NONE PC		Expansion Campaign	\$250,000 00
John F. Kennedy Center for the Performing Arts 2700 F St NW Washington, DC 20566-0002	NONE PC		Building the Future capital campaign	\$1,000,000 00
John F. Kennedy Center for the Performing Arts 2700 F St NW Washington, DC 20566-0002	NONE PC		2016 Annual Grant for Annual Trustees' Fund	\$50,000 00
John Muir Elementary School PTA 2955 Claremont Avenue Berkeley, CA 94705	NONE PC		Employer matching gift	\$352 00

JOHN AND MARCIA GOLDMAN FOUNDATION
FORM 990PF, PART XV - LINE 3a GRANTS AND CONTRIBUTIONS PAID DURING THE YEAR

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RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT		PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
Juma Ventures 131 Stewart St Ste 201 San Francisco, CA 94105-1242	NONE PC		Levi's Stadium Youth Jobs	\$100,000 00
KQED 2601 Mariposa Street San Francisco, CA 94110-1426	NONE PC		2016 Annual Grant	\$25,000 00
Law Foundation Of Silicon Valley 152 North 3Rd St 3Rd Floor San Jose, CA 95112-5516	NONE PC		Fair Housing Law Project	\$75,000 00
League of American Orchestras 33 West 60Th Street 5Th Floor New York, NY 10023-7905	NONE PC		2016 Annual Grant	\$15,000 00
League of Women Voters of CA Educ Fund 436 14th Street, Suite 1213 Oakland, CA 94612	NONE PC		Employer matching gift	\$250 00
Legal Aid Society Of San Mateo Co 330 Twin Dolphin Dr Ste 123 Redwood City, CA 94065-1455	NONE PC		HomeSavers Project	\$25,000 00
Level Playing Field Institute 2148 Broadway Oakland, CA 94612	NONE PC		General support	\$20,000 00
LifeMoves 181 Constitution Dr Menlo Park, CA 94025	NONE PC		2016 Annual Grant	\$10,000 00
Lucile Packard Foundation for Children's Health 400 Hamilton Ave Ste 340 Palo Alto, CA 94301-1805	NONE PC		2016 Annual Grant for the Children's Fund	\$10,000 00
Lucile Packard Foundation for Children's Health 400 Hamilton Ave Ste 340 Palo Alto, CA 94301-1805	NONE PC		Early Support Program for Autism (Part 2 - Spanish Language Expansion)	\$21,977 00

JOHN AND MARCIA GOLDMAN FOUNDATION

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RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT		PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
Lucile Packard Foundation for Children's Health 400 Hamilton Ave Ste 340 Palo Alto, CA 94301-1805	NONE PC		Early Support Program for Autism	\$367,000.00
Lucile Packard Foundation for Children's Health 400 Hamilton Ave Ste 340 Palo Alto, CA 94301-1805	NONE PC		Randomized controlled trial of the Developmental Reciprocity Program	\$360,000.00
Lupus Research Alliance 275 Madison Ave Fl 10 New York, NY 10016-1106	NONE PC		2016 Annual Grant	\$25,000.00
Lupus Research Alliance 275 Madison Ave Fl 10 New York, NY 10016-1106	NONE PC		General operating support	\$10,000.00
The Magnes Collection of Jewish Art and Life University of California, Berkeley 2121 Allston Way Berkeley, CA 94720-6300	NONE PC		2016 Annual Grant for the Friends of The Magnes	\$2,500.00
Mills-Peninsula Hospital Foundation 1501 Trousdale Drive Burlingame, CA 94010	NONE PC		Adolescent Behavioral Health Project	\$100,000.00
The Mission Continues 1141 South 7th Street Saint Louis, MO 63104-3623	NONE PC		General Support	\$125,000.00
Muslim Advocates Po Box 71080 Oakland, CA 94612-7180	NONE PC		General Support	\$10,000.00
Muslim Advocates Po Box 71080 Oakland, CA 94612-7180	NONE PC		General Support	\$10,000.00
NAAACP Legal Defense and Educational Fund, Inc 40 Rector Street, 5th Floor New York, NY 10005	NONE PC		General Support	\$10,000.00

JOHN AND MARCIA GOLDMAN FOUNDATION

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FORM 990PF, PART XV - LINE 3a GRANTS AND CONTRIBUTIONS PAID DURING THE YEAR

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT		PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
NAACP Legal Defense and Educational Fund, Inc 40 Rector Street, 5th Floor New York, NY 10005	NONE		General Support	\$10,000 00
NARAL Pro-Choice America Foundation 1156 15Th St Nw Ste 700 Washington, DC 20005-1744	NONE	PC	General Support	\$125,000 00
NARAL Pro-Choice America Foundation 1156 15Th St Nw Ste 700 Washington, DC 20005-1744	NONE	PC	2016 Annual Grant	\$20,000 00
NARAL Pro-Choice America Foundation 1156 15Th St Nw Ste 700 Washington, DC 20005-1744	NONE	PC	General Support	\$5,000 00
NARAL Pro-Choice America Foundation 1156 15Th St Nw Ste 700 Washington, DC 20005-1744	NONE	PC	General Support	\$10,000 00
National Center For Science Education 1904 Franklin Street, Suite 600 Oakland, CA 94612-2922	NONE	PC	General support	\$15,000 00
National Center For Transgender Equality 1400 16th Street NW, Suite 510 Washington, DC 20036-2256	NONE	PC	General Support	\$10,000 00
National Center For Transgender Equality 1400 16th Street NW, Suite 510 Washington, DC 20036-2256	NONE	PC	General Support	\$10,000 00
National Immigration Law Center 3435 Wilshire Blvd Suite 1600 Los Angeles, CA 90010-1901	NONE	PC	General Support	\$10,000 00
National Immigration Law Center 3435 Wilshire Blvd Suite 1600 Los Angeles, CA 90010-1901	NONE	PC	General Support	\$10,000 00

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RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT		PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
National Kidney Foundation 30 E 33Rd St New York, NY 10016-5337	NONE PC		San Francisco Authors Luncheon donor building	\$30,000 00
National Kidney Foundation 30 E 33Rd St New York, NY 10016-5337	NONE PC		2016 Annual Grant	\$5,000 00
National LGBTQ Task Force 116 Nassau Street, 3rd Floor New York, NY 10038	NONE PC		General Support	\$10,000 00
National LGBTQ Task Force 116 Nassau Street, 3rd Floor New York, NY 10038	NONE PC		General Support	\$10,000 00
Natural Resources Defense Council 40 West 20th Street, 11th Floor New York, NY 10011-4211	NONE PC		General Support	\$5,000.00
New Israel Fund 235 Montgomery Street, Suite 920 San Francisco, CA 94104	NONE PC		2016 Annual Grant	\$15,000 00
ODC 351 Shotwell St San Francisco, CA 94110-1324	NONE PC		2016 Annual Grant	\$10,000 00
ODC 351 Shotwell St San Francisco, CA 94110-1324	NONE PC		Building Endowment and Venture Fund Campaign	\$150,000 00
ODC 351 Shotwell St San Francisco, CA 94110-1324	NONE PC		Building Endowment and Venture Fund Campaign	\$100,000 00
ODC 351 Shotwell St San Francisco, CA 94110-1324	NONE PC		Development capacity grant	\$75,000 00

JOHN AND MARCIA GOLDMAN FOUNDATION
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RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT		PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
ODC 351 Shotwell St San Francisco, CA 94110-1324	NONE PC		General operating support	\$5,000 00
Oshman Family JCC 3921 Fabian Way Palo Alto, CA 94303-4606	NONE PC		2016 Annual Grant	\$15,000 00
Pathfinder International 9 Galen St Ste 217 Watertown, MA 02472-4521	NONE PC		2016 Annual Grant	\$10,000 00
Peninsula Bridge PO Box 963 Menlo Park, CA 94026	NONE PC		Mountain View Year-Round Academic and Enrichment Program	\$100,000 00
Philanthropic Ventures Foundation 1222 Preservation Park Way Oakland, CA 94612-1201	NONE PC		Science Resource Grants	\$10,000 00
Planned Parenthood Federation of America, Inc 123 William St Fl 10 New York, NY 10038-3844	NONE PC		General Support	\$15,000 00
Planned Parenthood Federation of America, Inc 123 William St Fl 10 New York, NY 10038-3844	NONE PC		General Support	\$5,000 00
Planned Parenthood Federation of America, Inc 123 William St Fl 10 New York, NY 10038-3844	NONE PC		2016 Annual Grant	\$20,000 00
Planned Parenthood Mar Monte 1691 The Alameda San Jose, CA 95126	NONE PC		2016 Annual Grant	\$10,000 00
Planned Parenthood Northern California 2185 Pacheco St Concord, CA 94520-2309	NONE PC		2016 Annual Grant	\$10,000 00

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RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT		PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
Project Open Hand 730 Polk Street, #3 San Francisco, CA 94109	NONE PC		General Support	\$10,000 00
Ravenswood Education Foundation P O Box 396 Menlo Park, CA 94026	NONE PC		Arts and Music Instruction in Ravenswood City School District	\$50,000 00
Reporters Committee for Freedom of the Press 1156 15th Street NW, Suite 1250 Washington, DC 20005-1779	NONE PC		General Support	\$3,000 00
Reporters Committee for Freedom of the Press 1156 15th Street NW, Suite 1250 Washington, DC 20005-1779	NONE PC		General Support	\$5,000 00
Resource Area For Teaching 1355 Ridder Park Dr San Jose, CA 95131-2306	NONE PC		Support for STEM-related programs	\$20,000 00
RLITE Foundation 1545 London Rd Charlottesville, VA 22901	NONE PC		LRxL-STAT Initiative "Big Data" Molecular Analyses and Drug Search	\$112,000 00
Rosalind Russell/Ephraim P Engleman Rheumatology Research Center 350 Parnassus Ave Ste 600 San Francisco, CA 94117	NONE PC		2016 Annual Grant	\$5,000 00
Rose Foundation For Communities And The Environment 1970 Broadway Ste 600 Oakland, CA 94612-2218	NONE PC		Employer matching gift	\$500 00
Rose Foundation For Communities And The Environment 1970 Broadway Ste 600 Oakland, CA 94612-2218	NONE PC		Employer matching gift	\$1,000.00
San Francisco Ballet 455 Franklin St 3rd Flr San Francisco, CA 94102-4438	NONE PC		2016 Annual Grant	\$10,000 00

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RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT		PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
San Francisco Conservatory of Music 50 Oak St San Francisco, CA 94102-6011	NONE PC		2016 Annual Grant	\$5,000 00
San Francisco Museum of Modern Art 151 3rd St San Francisco, CA 94103	NONE PC		2016 Annual Grant	\$10,000 00
San Francisco Opera 301 Van Ness Ave San Francisco, CA 94102-4509	NONE PC		2016 Annual Grant	\$10,000 00
San Francisco State University College of Liberal and Creative Arts University Development ADM 153 1600 Holloway Avenue San Francisco, CA 94132	NONE PC		Guardian Scholars Program	\$5,000 00
San Francisco Symphony 201 Van Ness Ave San Francisco, CA 94102-4507	NONE PC		20th Anniversary European Tour	\$200,000 00
San Francisco Symphony 201 Van Ness Ave San Francisco, CA 94102-4507	NONE PC		2016 Annual Grant for Leadership Circle	\$125,000 00
San Francisco Symphony 201 Van Ness Ave San Francisco, CA 94102-4507	NONE PC		Annual Fund challenge match	\$25,000 00
San Francisco Zoological Society 1 Zoo Rd San Francisco, CA 94132	NONE PC		Greenies Conservation Corner restroom renovation	\$42,000 00
Schmahl Science Workshops 171 Branham Lane, Suite 10-223 San Jose, CA 95136-2379	NONE PC		General support	\$15,000 00
Science Is Elementary Inc 650 Rosewood Ct Los Altos, CA 94024-4870	NONE PC		General support	\$10,000 00

JOHN AND MARCIA GOLDMAN FOUNDATION

FORM 990PF, PART XV - LINE 3a GRANTS AND CONTRIBUTIONS PAID DURING THE YEAR

94-3274370

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT		PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
SFJAZZ 201 Franklin St San Francisco, CA 94102-5108	NONE PC		2016 Annual Grant	\$10,000 00
Silicon Valley Social Venture Fund Po Box 1792 Los Altos, CA 94023-1792	NONE PC		2016 Annual Grant	\$25,000 00
Silk Road Project 175 N Harvard St Boston, MA 02134	NONE PC		2016 Annual Grant	\$10,000 00
Southern Center for Human Rights 83 Poplar Street, NW Atlanta, GA 30303	NONE PC		General Support	\$5,000.00
Southern Center for Human Rights 83 Poplar Street, NW Atlanta, GA 30303	NONE PC		General Support	\$5,000 00
Southern Poverty Law Center Inc 400 Washington Ave Montgomery, AL 36104-4344	NONE PC		General Support	\$10,000 00
Southern Poverty Law Center Inc 400 Washington Ave Montgomery, AL 36104-4344	NONE PC		General Support	\$10,000 00
Spark 555 De Haro Street, Suite 330 San Francisco, CA 94107	NONE PC		Redwood City Middle School Apprenticeship Program	\$100,000 00
Sphinx 400 Renaissance Ctr Ste 2550 Detroit, MI 48243	NONE PC		2016 San Francisco Bay Area Virtuosi Tour	\$75,000 00
Sphinx 400 Renaissance Ctr Ste 2550 Detroit, MI 48243	NONE PC		2016 Annual Grant	\$10,000 00

JOHN AND MARCIA GOLDMAN FOUNDATION

94-3274370

FORM 990PF, PART XV - LINE 3a GRANTS AND CONTRIBUTIONS PAID DURING THE YEAR

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT		PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
Stanford Health Care 2700 Sand Hill Road Menlo Park, CA 94025	NONE PC		Capital campaign for new hospital	\$1,500,000 00
Stanford Live 365 Lasuen Street, Second Floor Littlefield Center, MC2250 Stanford, CA 94305	NONE PC		2017 Bing Fling Concert Kristin Chenoweth	\$70,000 00
Stanford Live 365 Lasuen Street, Second Floor Littlefield Center, MC2250 Stanford, CA 94305	NONE PC		2017 Concert Yo-Yo Ma, Chris Thile, Edgar Meyer	\$70,000 00
Stanford University Arrillaga Family Sports Center Stanford, CA 94305-6150	NONE PC		Siebel Varsity Golf Training Complex	\$87,500 00
Stanford University Development Services P O Box 20466 Stanford, CA 94309-0466	NONE PC		Haas Center for Public Service	\$10,000 00
Stanford University Office of Science Outreach Building 160, Room 231, M/C 2063 Stanford, CA 94305	NONE PC		Raising Interest in Science & Engineering program	\$6,000 00
Stern Grove Festival Association 832 Folsom St Ste 1000 San Francisco, CA 94107	NONE PC		2016 Annual Grant	\$25,000 00
Streetside Stories Inc 3130 20th St Ste 311 San Francisco, CA 94110-2700	NONE PC		General operating support	\$5,000 00
Techbridge Girls 114 Lmden Street Oakland, CA 94607	NONE PC		General support	\$15,000 00
TheatreWorks 350 Twin Dolphin Dr Ste 127 Redwood City, CA 94065	NONE PC		2016 Annual Grant	\$40,000 00

JOHN AND MARCIA GOLDMAN FOUNDATION

FORM 990PF, PART XV - LINE 3a GRANTS AND CONTRIBUTIONS PAID DURING THE YEAR

94-3274370

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT		PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
Tipping Point Community 220 Montgomery St Ste 850 San Francisco, CA 94104	NONE PC		2016 Annual Grant	\$10,000.00
Tipping Point Community 220 Montgomery St Ste 850 San Francisco, CA 94104	NONE PC		General Support	\$10,000.00
UCLA Center for Autism Research and Treatment (CART) Semel Institute, Room 68-237 760 Westwood Plaza Los Angeles, CA 90095	NONE PC		Implementation research for a developmental autism intervention in public preschools	\$200,000.00
UCSF Science and Health Education Partnership (SEP) UCSF - Box 0905 100 Medical Center Way San Francisco, CA 94145-0339	NONE PC		General support	\$10,000.00
Union of Concerned Scientists 500 12th Street, Suite 340 Oakland, CA 94607-4087	NONE PC		General Support	\$25,000.00
United Nations Watch - USA PO Box 5872 Washington, DC 20016	NONE PC		2016 Annual Grant	\$5,000.00
United Way of the Bay Area 550 Kearny St Ste 1000 San Francisco, CA 94108	NONE PC		2016 Annual Grant	\$20,000.00
United We Dream Network Inc 1900 L Street NW, Suite 900 Washington, DC 20036-5005	NONE PC		General Support	\$5,000.00
United We Dream Network Inc 1900 L Street NW, Suite 900 Washington, DC 20036-5005	NONE PC		General Support	\$5,000.00

JOHN AND MARCIA GOLDMAN FOUNDATION

FORM 990PF, PART XV - LINE 3a GRANTS AND CONTRIBUTIONS PAID DURING THE YEAR

94-3274370

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT		PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
Urban Adamah 1151 6th St Berkeley, CA 94710-1200	NONE PC		2016 Annual Grant	\$5,000 00
Urban School Of San Francisco 1563 Page St San Francisco, CA 94117-2017	NONE PC		general donation	\$350 00
Urban Sprouts 1663 Mission St Ste 320 San Francisco, CA 94103-2486	NONE PC		General operating support	\$5,000 00
Vida Verde Nature Education 3540 La Honda Rd San Gregorio, CA 94074	NONE PC		Hidden Creek Capital Campaign	\$100,000 00
Vida Verde Nature Education 3540 La Honda Rd San Gregorio, CA 94074	NONE PC		2016 Annual Grant	\$12,500 00
Women's Community Clinic 1833 Fillmore St 3rd Fl San Francisco, CA 94115-3181	NONE PC		2016 Annual Grant	\$2,500 00
Women's Reproductive Rights Assistance Project WRRAP 2943 1/2 Beverly Glen Circle, Box 169 Los Angeles, CA 90077	NONE PC		2016 Annual Grant	\$5,000 00
Yosemite Conservancy 101 Montgomery St Ste 1700 San Francisco, CA 94104	NONE PC		2016 Annual Grant	\$5,000.00
Youth United for Community Action 2135 Clarke Avenue East Palo Alto, CA 94303	NONE PC		Youth Organizing	\$25,000.00
TOTAL CONTRIBUTIONS PAID				<u>\$8,848,362 00</u>

JOHN AND MARCIA GOLDMAN FOUNDATION
FORM 990PF, PART XV - LINE 3b GRANTS APPROVED FOR FUTURE PAYMENT

94-3274370

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT	PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
The Barack Obama Foundation 5235 South Harper Court Suite 1140 Chicago, IL 60615-4241	NONE PC	Obama Presidential Center planning	\$250,000 00
John F. Kennedy Center for the Performing Arts 2700 F St NW Washington, DC 20566-0002	NONE PC	Building the Future capital campaign	\$1,500,000 00
Lucile Packard Foundation for Children's Health 400 Hamilton Ave Ste 340 Palo Alto, CA 94301-1805	NONE PC	Randomized controlled trial of the Developmental Reciprocity Program	\$320,000 00
Jewish Home of San Francisco 302 Silver Ave San Francisco, CA 94112-1510	NONE PC	Capital Campaign	\$400,000 00
ODC 351 Shotwell St San Francisco, CA 94110-1324	NONE PC	Building Endowment and Venture Fund Campaign	\$150,000 00
ODC 351 Shotwell St San Francisco, CA 94110-1324	NONE PC	Building Endowment and Venture Fund Campaign	\$100,000 00
UCLA Center for Autism Research and Treatment (CART) Semel Institute, Room 68-237 760 Westwood Plaza Los Angeles, CA 90095	NONE PC	Implementation research for a developmental autism intervention in public preschools	\$100,000.00
Option Institute 2080 S. Undermountain Road Sheffield, MA 01257	NONE PC	Family Scholarships for the Son-Rise autism program	\$100,000 00
U S Olympic and Parlympic Foundation 1 Olympic Plaza Colorado Springs, CO 80909-5780	NONE PC	General Support	\$300,000 00
			<u>\$3,220,000.00</u>

John & Marcia Goldman Foundation
Form 990PF, Part II - Line 14, Land, Buildings, and Equipment
As of December 31, 2016

94-3274370
Attachment 25

Description	Date Placed In Service	Cost	Method	Life	Accumulated Depreciation 12/31/2016	Current Depreciation	Accumulated Depreciation 12/31/2016	Net Book Value 12/31/2016
160 - Land and Building								
Land		4,717,955					-	
Building	CIP	1,238,625					-	
		<u>5,956,580</u>			<u>-</u>	<u>-</u>	<u>-</u>	<u>5,956,580</u>
161 - Computer Equipment								
Computers & equipment	2/28/2013	8,846	SL	4 Years	6,266	2,212	8,478	
4 Mac laptops	10/31/2015	5,783	SL	4 Years	241	1,446	1,687	
1 Mac computer	04/30/2016	2,602	SL	4 Years	-	434	434	
		<u>17,231</u>			<u>6,507</u>	<u>4,091</u>	<u>10,598</u>	<u>6,633</u>
162 - Furniture & Other Equipment								
Telephone system	2/28/2013	4,242	SL	7 Years	1,717	606	2,323	
Office refrigerator	2/28/2013	770	SL	7 Years	312	110	422	
Office furniture	2/28/2013	23,720	SL	7 Years	9,601	3,389	12,990	
Office furniture	2/28/2013	2,416	SL	7 Years	978	345	1,323	
Office Furniture	2/28/2013	23,794	SL	7 Years	9,631	3,399	13,030	
2 Amenity chairs	2/28/2013	685	SL	7 Years	277	98	375	
Additional console for conference room	2/28/2013	1,306	SL	7 Years	529	187	716	
Bookshelf	2/28/2013	1,137	SL	7 Years	460	162	622	
		<u>58,070</u>			<u>23,505</u>	<u>8,296</u>	<u>31,801</u>	<u>26,269</u>
163 - Leasehold Improvements								
101 Second Street L/I (accrued in 2012)	2/28/2013	12,496	SL	79 mos	7,325	1,758	9,083	
101 Second Street L/I	2/28/2013	99,690	SL	79 mos	58,440	13,816	72,256	
		<u>112,187</u>			<u>65,765</u>	<u>15,574</u>	<u>81,339</u>	<u>30,848</u>
167 - Website & Logo Design								
Website & Logo Redesign	12/31/2013	36,004	SL	4 Years	18,001	9,001	27,002	
		<u>36,004</u>			<u>18,001</u>	<u>9,001</u>	<u>27,002</u>	<u>9,002</u>
		<u>6,180,071</u>			<u>113,778</u>	<u>36,962</u>	<u>150,740</u>	<u>6,029,332</u>
					Depreciation expense, Part I, line 19	27,961		
					Amortization expense, Part I, line 23	<u>9,001</u>		
						<u>36,962</u>		
Total Fixed Assets 12/31/16		6,180,071						
Total Fixed Assets 12/31/15		<u>4,910,960</u>						
Fixed assets acquired to carryout charitable purposes		<u>1,269,111</u>						

**JOHN AND MARCIA GOLDMAN FOUNDATION
FORM YEAR ENDED DECEMBER 31, 2016**

94-3274370

Statement I - Schedule A, Part I, Line 1

The cash method of accounting was used when preparing the balance sheet for the period ending December 31, 2015.

Statement II - Schedule A, Part I, Line 2, Detail

Income accrued but not received at December 31, 2015:

Interest and Dividends Receivables	190,662
Prepaid UBTI	25,275
Prepaid Expenses	99,521
Prepaid Federal Excise Tax	51,434
Grants Receivable	2,295,076
	<u>2,661,968</u>

Expenses accrued but not paid at December 31, 2015:

Accounts Payable	16,272
Accounts Payable	17,015
Accrued Vacation Payable	16,572
	<u>49,859</u>

Statement III - Schedule A, Part I, Line 3

John and Marcia Goldman Foundation is requesting permission to adopt the recurring item exception as part of its application to change from the cash to accrual method of accounting. This exception will be used with respect to all activities of the foundation and with respect to all types of items within such activities.

FORM 990PF, PART VIII - LIST OF OFFICERS, DIRECTORS, AND TRUSTEESATTACHMENT 18

NAME AND ADDRESS	TITLE AND AVERAGE HOURS PER WEEK DEVOTED TO POSITION	COMPENSATION	CONTRIBUTIONS TO EMPLOYEE BENEFIT PLANS	EXPENSE ACCT AND OTHER ALLOWANCES
JOHN D. GOLDMAN 101 SECOND STREET, SUITE 1625 SAN FRANCISCO, CA 94105	PRESIDENT 2.00	0.	0.	0.
MARCIA L. GOLDMAN 101 SECOND STREET, SUITE 1625 SAN FRANCISCO, CA 94105	SECRETARY & TREASURER 2.00	0.	0.	0.
AARON D. GOLDMAN 101 SECOND STREET, SUITE 1625 SAN FRANCISCO, CA 94105	DIRECTOR 1.00	0.	0.	0.
JESSICA L. GOLDMAN FOUNG 101 SECOND STREET, SUITE 1625 SAN FRANCISCO, CA 94105	DIRECTOR 1.00	0.	0.	0.
AMY LYONS 101 SECOND STREET, SUITE 1625 SAN FRANCISCO, CA 94105	EXECUTIVE DIRECTOR 37.50	290,000.	34,800.	0.
ALEJANDRO W. FOUNG 101 SECOND STREET, SUITE 1625 SAN FRANCISCO, CA 94105	DIRECTOR 1.00	0.	0.	0.
GRAND TOTALS		290,000.	34,800.	0.

990PF, PART VIII - COMPENSATION OF THE FIVE HIGHEST PAID EMPLOYEES

<u>NAME AND ADDRESS</u>		<u>TITLE AND AVERAGE HOURS PER WEEK DEVOTED TO POSITION</u>	<u>COMPENSATION</u>	<u>CONTRIBUTIONS EXPENSE ACCT TO EMPLOYEE AND OTHER BENEFIT PLANS ALLOWANCES</u>
SOPHIA COLAMARINO 2924 STEINER STREET SAN FRANCISCO, CA 94123		DIR, SCI & HEALTH 37.50	163,000.	19,560. 0.
TARA WILSON 101 SECOND STREET, SUITE 1625 SAN FRANCISCO, CA 94105		DIR, YOUTH DEVELOP 37.50	94,000.	11,280. 0.
MARIA KONG 101 SECOND STREET, SUITE 1625 SAN FRANCISCO, CA 94105		DIR, GRANTS & OPER 37.50	90,000.	10,800. 0.
WIATT GRANT 101 SECOND STREET, SUITE 1625 SAN FRANCISCO, CA 94105		PROGRAM DEV. MANAGER 37.50	74,151.	0. 0.
MARY HOFSTEDT 101 SECOND STREET, SUITE 1625 SAN FRANCISCO, CA 94105		DIR, YOUTH & ART 37.50	109,500.	13,140. 0.
TOTAL COMPENSATION			530,651.	54,780. 0.

990PF, PART VIII- COMPENSATION OF THE FIVE HIGHEST PAID PROFESSIONALSATTACHMENT 20

<u>NAME AND ADDRESS</u>	<u>TYPE OF SERVICE</u>	<u>COMPENSATION</u>
BUILDING BLOX CONSULTING 530 FUNSTON AVE SAN FRANCISCO, CA 94065 FUNDRAISING	FUNDRAISING	70,725.
MANATT, PHELPS & PHILLIPS, LLP 11355 W. OLYMPIC BLVD LOS ANGELES, CA 90064 CHARITABLE CONSULTING & LEGAL SERVICES	LEGAL FEES	156,901.
MISSION MINDED INC. 145 MAYWOOD WAY SAN RAFAEL, CA 94901 COMMUNICATIONS	COMMUNICATIONS	101,898.
DEBORAH FRIEDEN 654 ARIMO AVENUE OAKLAND, CA 94610 PROJECT MANAGEMENT	PROJECT MANAGEMENT	108,068.
MACK5 CRAIC INC. 1900 POWELL STREET, STE 470 EMERYVILLE, CA 94608 PROJECT MANAGEMENT	PROJECT MANAGEMENT	138,867.
TOTAL COMPENSATION		<u>576,459.</u>

ATTACHMENT 21FORM 990PF, PART XV - NAME, ADDRESS AND PHONE FOR APPLICATIONS

AMY LYONS
101 SECOND ST SUITE 1625
SAN FRANCISCO, CA 94105
415-744-8787

ATTACHMENT 22

990PF, PART XV - RESTRICTIONS OR LIMITATIONS ON AWARDS

CHARITIES MUST QUALIFY UNDER THE PROVISIONS OF INTERNAL
REVENUE CODE SECTION 501(C)(3)

ATTACHMENT 14FORM 990PF, PART II - OTHER ASSETS

<u>DESCRIPTION</u>	<u>ENDING BOOK VALUE</u>	<u>ENDING FMV</u>
ORGANIZATION COSTS	3,068.	3,068.
DEPOSIT-DEFERRED COMPENSATION	82,999.	82,999.
RECEIVABLE-SALE OF INVESTMENTS	784,792.	784,792.
RECEIVABLE-DIVIDENDS	151,154.	151,154.
RECEIVABLE-INTEREST	153,164.	153,164.
TOTALS	<u>1,175,177.</u>	<u>1,175,177.</u>

ATTACHMENT 15FORM 990PF, PART II - OTHER LIABILITIES

<u>DESCRIPTION</u>	<u>ENDING BOOK VALUE</u>
AMOUNTS DUE ON PURCHASE OF INV	510,954.
FSA LIABILITIES	1,247.
RETIREMENT PLAN CONTRIBUTIONS	750.
DEFERRED COMPENSATION PAYABLE	82,999.
ESTIMATED ENVIRONMENTAL REMEDI	968,928.
FEDERAL EXCISE TAX PAYABLE	24,100.
DEFERRED EXCEISE TAX LIABILITY	317,000.
DEFERRED RENT LIABILITY	32,864.
ACCRUED COMPENSATION PAYABLE	513.
ACCRUED VACATION PAYABLE	69,662.
TOTALS	<u>2,009,017.</u>

ATTACHMENT 16FORM 990PF, PART III - OTHER INCREASES IN NET WORTH OR FUND BALANCESDESCRIPTIONAMOUNT

UNREALIZED GAIN	3,738,405.
SECTION 481 ADJUSTMENT	2,612,109.
OTHER BOOK ADJUSTMENT	74,805.
TOTAL	<u>6,425,319.</u>

ATTACHMENT 1FORM 990PF, PART I - OTHER INCOME

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
INTEREST ON NOTE RECEIVABLE	374,902.	374,902.
OTHER PASSTHROUGH LOSS - PEG DIGITAL G	-443.	-443.
OTHER PASSTHROUGH LOSS - AURORA	-41,242.	-41,242.
OTHER PASSTHROUGH LOSS - LEGACY VENTURES	-4,904.	-4,904.
SEC 1231 GAIN FROM PSHIPS	3,307.	3,307.
OTHER INCOME	18,314.	38,314.
OTHER PASSTHROUGH LOSS - STEVENSON ASP	23,330.	23,330.
OTHER PASSTHROUGH INCOME - FRANCISCO	11.	11.
OTHER INCOME - PARTNERSHIP	29,737.	9,475.
TOTALS	<u>403,012.</u>	<u>402,750.</u>

ATTACHMENT 2

FORM 990PF, PART I - LEGAL FEES

<u>DESCRIPTION</u>	<u>REVENUE AND EXPENSES PER BOOKS</u>	<u>NET INVESTMENT INCOME</u>	<u>ADJUSTED NET INCOME</u>	<u>CHARITABLE PURPOSES</u>
LEGAL FEES	31,866.			38,532.
TOTALS	<u>31,866.</u>			<u>38,532.</u>

ATTACHMENT 3FORM 990PF, PART I - ACCOUNTING FEES

<u>DESCRIPTION</u>	<u>REVENUE AND EXPENSES PER BOOKS</u>	<u>NET INVESTMENT INCOME</u>	<u>ADJUSTED NET INCOME</u>	<u>CHARITABLE PURPOSES</u>
ACCOUNTING FEES	129,489.	91,348.		44,992.
TOTALS	<u>129,489.</u>	<u>91,348.</u>		<u>44,992.</u>

ATTACHMENT 4FORM 990PF, PART I - OTHER PROFESSIONAL FEES

<u>DESCRIPTION</u>	<u>REVENUE AND EXPENSES PER BOOKS</u>	<u>NET INVESTMENT INCOME</u>	<u>CHARITABLE PURPOSES</u>
HUMAN RESOURCE SERVICES	1,411.		2,011.
CUSTODY/ INVESTMENT MGMT FEE	348,507.	348,507.	
2% PORT DEDUCTIONS FROM PSHIPS	215,108.	215,108.	
INVESTMENT ADVISORY CONSULTANT	25,000.	18,750.	
OTHER CONTRACT LABOR	7,274.		7,911.
TOTALS	<u>597,300.</u>	<u>582,365.</u>	<u>9,922.</u>

ATTACHMENT 5

FORM 990PF, PART I - INTEREST EXPENSE

<u>DESCRIPTION</u>	<u>REVENUE AND EXPENSES PER BOOKS</u>	<u>NET INVESTMENT INCOME</u>
INV INT EXPENSE FROM PSHIPS	47,767.	47,767.
TOTALS	<u>47,767.</u>	<u>47,767.</u>

ATTACHMENT 6FORM 990PF, PART I - TAXES

<u>DESCRIPTION</u>	<u>REVENUE AND EXPENSES PER BOOKS</u>	<u>NET INVESTMENT INCOME</u>	<u>CHARITABLE PURPOSES</u>
PAYROLL TAXES	55,875.		55,875.
FOREIGN TAXES	130,742.	130,742.	
FEDERAL EXCISE TAXES	166,634.		
OTHER TAXES	1,631.		1,631.
DEFERRED EXCISE TAX	100,000.		
PROPERTY TAXES	112,694.		112,694.
FILING FEES	10.		10.
TOTALS	<u>567,586.</u>	<u>130,742.</u>	<u>170,210.</u>

FORM 990PF, PART I - OTHER EXPENSES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	CHARITABLE PURPOSES
AUTOMOBILE EXPENSE	4,437.	4,437.
OFFICE EXPENSE	12,762.	13,009.
PAYROLL PROCESSING FEES	4,797.	4,600.
POSTAGE	1,864.	2,018.
D & O INSURANCE	6,819.	3,409.
INTERNET EXPENSE	843.	843.
COMPUTER SUPPORT	23,451.	24,755.
INSURANCE	20,742.	9,311.
YAMC PROGRAM & ADMIN EXPENSES	281,078.	239,023.
FUNDRAISING	70,725.	70,725.
MEMBERSHIPS	5,625.	5,625.
TELEPHONE	3,532.	3,582.
AMORTIZATION	9,001.	9,001.
WORKERS COMPENSATION	6,826.	6,847.
COPYING	5,332.	5,332.
TOTALS	<u>457,834.</u>	<u>402,517.</u>

ATTACHMENT 8FORM 990PF, PART II - OTHER NOTES AND LOANS RECEIVABLE

BORROWER: RAVEN ASSET-BASED OPPORTUNITY FUND II LP
ORIGINAL AMOUNT: 4,000,000.
INTEREST RATE: 9.0000 %
DATE OF NOTE: 05/15/2015
PURPOSE OF LOAN: INVESTMENT

- BEGINNING BALANCE DUE 3,600,000.

- ENDING BALANCE DUE _____

ENDING FAIR MARKET VALUE _____

BORROWER: REVEN ASSET-BASED OPPORTUNITY FUND II LP
ORIGINAL AMOUNT: 2,500,000.
INTEREST RATE: 10.2500 %
DATE OF NOTE: 05/04/2016
PURPOSE OF LOAN: INVESTMENT

BEGINNING BALANCE DUE _____

ENDING BALANCE DUE 2,500,000.

ENDING FAIR MARKET VALUE 2,500,000.

TOTAL BEGINNING OTHER NOTES AND LOANS RECEIVABLE 3,600,000.

TOTAL ENDING BOOK - OTHER NOTES AND LOANS RECEIVABLE 2,500,000.

TOTAL ENDING FMV - OTHER NOTES AND LOANS RECEIVABLE 2,500,000.

ATTACHMENT 9FORM 990PF, PART II - PREPAID EXPENSES AND DEFERRED CHARGES

<u>DESCRIPTION</u>	<u>ENDING BOOK VALUE</u>	<u>ENDING FMV</u>
SECURITY DEPOSIT	25,000.	25,000.
PREPAID UBIT TAXES	25,275.	25,275.
PREPAID EXPENSES	101,279.	101,279.
FSA DEPOSIT	5,000.	5,000.
TOTALS	<u>156,554.</u>	<u>156,554.</u>

FORM 990-PF - PART IV
CAPITAL GAINS AND LOSSES FOR TAX ON INVESTMENT INCOME

Kind of Property		Description				P or D	Date acquired	Date sold
Gross sale price less expenses of sale	Depreciation allowed/ allowable	Cost or other basis	FMV as of 12/31/69	Adj basis as of 12/31/69	Excess of FMV over adj basis		Gain or (loss)	
36175989.		PUBLICLY TRADED SECURITIES PROPERTY TYPE: SECURITIES 35053961.				P	VARIOUS 1,122,028.	VARIOUS
334,138.		TOTAL SHORT-TERM COMMON TRUST FUND, PART PROPERTY TYPE: OTHER				P	VARIOUS 334,138.	VARIOUS
		TOTAL LONG-TERM COMMON TRUST FUND, PARTN PROPERTY TYPE: OTHER 15,533.				P	VARIOUS -15,533.	VARIOUS
3,129,701.		TOTAL CAPITAL GAIN DISTRIBUTION PROPERTY TYPE: SECURITIES				P	VARIOUS 3,129,701.	VARIOUS
TOTAL GAIN (LOSS)							<u>4,570,334.</u>	