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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 instructions is at www.irs.gov/form990pf.

OMB No 1545-0052

2016

Open to Public Inspection

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

Name of foundation
FTHREE FOUNDATION

Number and street (or P O box number if mail is not delivered to street address)
1714 STOCKTON STREET NO 400

City or town, state or province, country, and ZIP or foreign postal code
SAN FRANCISCO, CA 94133

G Check all that apply

☐ 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)

\$ 18,382,843

J Accounting method

☐ Cash

☒ Accrual

☐ Other (specify)

(Part I, column (d) must be on cash basis)

A Employer identification number

94-3376857

B Telephone number (see instructions)

(415) 561-6540

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

Part I

Analysis of Revenue and Expenses (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see instructions))

	(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
Revenue	1 Contributions, gifts, grants, etc , received (attach schedule)			
	2 Check ☒ if the foundation is not required to attach Sch B			
	3 Interest on savings and temporary cash investments	51,606	51,606	
	4 Dividends and interest from securities	521,324	521,324	
	5a Gross rents			
	b Net rental income or (loss)			
	6a Net gain or (loss) from sale of assets not on line 10	-31,743		
	b Gross sales price for all assets on line 6a	826,561		
	7 Capital gain net income (from Part IV, line 2)		0	
	8 Net short-term capital gain			
	9 Income modifications			
	10a Gross sales less returns and allowances			
b Less Cost of goods sold				
c Gross profit or (loss) (attach schedule)				
11 Other income (attach schedule)	2,900	2,900		
12 Total. Add lines 1 through 11	544,087	575,830		
Operating and Administrative Expenses	13 Compensation of officers, directors, trustees, etc	0	0	0
	14 Other employee salaries and wages			
	15 Pension plans, employee benefits			
	16a Legal fees (attach schedule)	970	970	0
	b Accounting fees (attach schedule)	3,500	3,500	0
	c Other professional fees (attach schedule)	147,216	66,177	81,039
	17 Interest			
	18 Taxes (attach schedule) (see instructions)	23,558	23,558	0
	19 Depreciation (attach schedule) and depletion			
	20 Occupancy			
	21 Travel, conferences, and meetings			
	22 Printing and publications			
	23 Other expenses (attach schedule)	81,186	81,186	0
	24 Total operating and administrative expenses. Add lines 13 through 23	256,430	175,391	81,039
	25 Contributions, gifts, grants paid	995,750		995,750
	26 Total expenses and disbursements. Add lines 24 and 25	1,252,180	175,391	1,076,789
	27 Subtract line 26 from line 12			
	a Excess of revenue over expenses and disbursements	-708,093		
	b Net investment income (if negative, enter -0-)		400,439	
c Adjusted net income(if negative, enter -0-)				

For Paperwork Reduction Act Notice, see instructions.

Cat No 11289X

Form 990-PF (2016)

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 (a) Book Value	End of year (b) Book Value (c) Fair Market Value		
Assets	1	Cash—non-interest-bearing			
	2	Savings and temporary cash investments	259,110	951,511	951,511
	3	Accounts receivable ▶ _____ Less allowance for doubtful accounts ▶ _____			
	4	Pledges receivable ▶ _____ Less allowance for doubtful accounts ▶ _____			
	5	Grants receivable			
	6	Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see instructions)			
	7	Other notes and loans receivable (attach schedule) ▶ _____ Less allowance for doubtful accounts ▶ _____			
	8	Inventories for sale or use			
	9	Prepaid expenses and deferred charges			
	10a	Investments—U S and state government obligations (attach schedule)			
	b	Investments—corporate stock (attach schedule)	18,341,537	17,431,332	17,431,332
	c	Investments—corporate bonds (attach schedule)			
	11	Investments—land, buildings, and equipment basis ▶ _____ Less accumulated depreciation (attach schedule) ▶ _____			
	12	Investments—mortgage loans			
	13	Investments—other (attach schedule)			
	14	Land, buildings, and equipment basis ▶ _____ Less accumulated depreciation (attach schedule) ▶ _____			
15	Other assets (describe ▶ _____)				
16	Total assets (to be completed by all filers—see the instructions Also, see page 1, item I)	18,600,647	18,382,843	18,382,843	
Liabilities	17	Accounts payable and accrued expenses			
	18	Grants payable			
	19	Deferred revenue			
	20	Loans from officers, directors, trustees, and other disqualified persons			
	21	Mortgages and other notes payable (attach schedule)			
	22	Other liabilities (describe ▶ _____)			
	23	Total liabilities (add lines 17 through 22)	0	0	
Net Assets or Fund Balances	Foundations that follow SFAS 117, check here ☒ and complete lines 24 through 26 and lines 30 and 31.				
	24	Unrestricted	18,600,647	18,382,843	
	25	Temporarily restricted			
	26	Permanently restricted			
	Foundations that do not follow SFAS 117, check here ☐ and complete lines 27 through 31.				
	27	Capital stock, trust principal, or current funds			
	28	Paid-in or capital surplus, or land, bldg , and equipment fund			
	29	Retained earnings, accumulated income, endowment, or other funds			
	30	Total net assets or fund balances (see instructions)	18,600,647	18,382,843	
31	Total liabilities and net assets/fund balances (see instructions) .	18,600,647	18,382,843		

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	18,600,647
2	Enter amount from Part I, line 27a	2	-708,093
3	Other increases not included in line 2 (itemize) ▶ _____	3	490,289
4	Add lines 1, 2, and 3	4	18,382,843
5	Decreases not included in line 2 (itemize) ▶ _____	5	0
6	Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30 .	6	18,382,843

Part IV Capital Gains and Losses for Tax on Investment Income

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

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

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

2 Capital gain net income or (net capital loss)	If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7 2	-31,743
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6) If gain, also enter in Part I, line 8, column (c) (see instructions) If (loss), enter -0- in Part I, line 8	3	

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

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

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

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



Yes



No

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

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

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col (b) divided by col (c))
2015	914,750	19,197,751	0 047649
2014	713,208	18,894,796	0 037746
2013	777,371	18,150,978	0 042828
2012	288,519	16,279,124	0 017723
2011	2,068,304	15,672,809	0 131968
2 Total of line 1, column (d)			0 277914
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			0 055583
4 Enter the net value of noncharitable-use assets for 2016 from Part X, line 5			17,884,464
5 Multiply line 4 by line 3			994,072
6 Enter 1% of net investment income (1% of Part I, line 27b)			4,004
7 Add lines 5 and 6			998,076
8 Enter qualifying distributions from Part XII, line 4			1,076,789

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

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

1a	Exempt operating foundations described in section 4940(d)(2), check here ☐ and enter "N/A" on line 1 Date of ruling or determination letter _____ (attach copy of letter if necessary—see instructions)		
b	Domestic foundations that meet the section 4940(e) requirements in Part V, check here ☒ and enter 1% of Part I, line 27b	1	4,004
c	All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, col (b)		
2	Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)	2	0
3	Add lines 1 and 2.	3	4,004
4	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)	4	0
5	Tax based on investment income. Subtract line 4 from line 3. If zero or less, enter -0-	5	4,004
6	Credits/Payments		
a	2016 estimated tax payments and 2015 overpayment credited to 2016	6a	
b	Exempt foreign organizations—tax withheld at source	6b	
c	Tax paid with application for extension of time to file (Form 8868)	6c	15,000
d	Backup withholding erroneously withheld	6d	
7	Total credits and payments. Add lines 6a through 6d.	7	15,000
8	Enter any penalty for underpayment of estimated tax. Check here ☐ if Form 2220 is attached	8	119
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	10,877
11	Enter the amount of line 10 to be Credited to 2017 estimated tax ☐ 10,877 Refunded ☐	11	0

Part VII-A Statements Regarding Activities

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

Part VII-A Statements Regarding Activities (continued)

11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions).	11		No
12	Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement (see instructions)	12		No
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address ► WWW HIRSCHASSOC COM	13	Yes	
14	The books are in care of ► VALENTINE FAMILY OFFICE LLC Telephone no ► (415) 561-6540			

Located at ► 104 PRESBYTERIAN AVENUE SUITE B CARROLLTON GA ZIP+4 ► 30117

15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 —Check here	☐		
	and enter the amount of tax-exempt interest received or accrued during the year	► 15		
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?	16	Yes	No
	See instructions for exceptions and filing requirements for FinCEN Form 114, Report of Foreign Bank and Financial Accounts (FBAR) If "Yes," enter the name of the foreign country ►			

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

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

1a	During the year did the foundation (either directly or indirectly)		Yes	No
	(1) Engage in the sale or exchange, or leasing of property with a disqualified person? ☐ Yes ☒ No			
	(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? ☐ Yes ☒ No			
	(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? ☐ Yes ☒ No			
	(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? ☐ Yes ☒ No			
	(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)? ☐ Yes ☒ No			
	(6) Agree to pay money or property to a government official? (Exception. Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days). ☐ Yes ☒ No			
b	If any answer is "Yes" to 1a(1)–(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see instructions)?	1b		
	Organizations relying on a current notice regarding disaster assistance check here. ► ☐			
c	Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2016?	1c		No
2	Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5))			
a	At the end of tax year 2016, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2016? ☐ Yes ☒ No			
	If "Yes," list the years ► 20____, 20____, 20____, 20____			
b	Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement—see instructions)	2b		
c	If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here ► 20____, 20____, 20____, 20____			
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? ☐ Yes ☒ No			
b	If "Yes," did it have excess business holdings in 2016 as a result of (1) any purchase by the foundation or disqualified persons after May 26, 1969, (2) the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest, or (3) the lapse of the 10-, 15-, or 20-year first phase holding period? (Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2016)	3b		
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a		No
b	Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2016?	4b		No

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

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

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

1 List all officers, directors, trustees, foundation managers and their compensation (see instructions).				
(a) Name and address	Title, and average hours per week (b) devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
DR ROBERT V FARESE JR PO BOX 400 CARROLLTON, GA 30112	SECRETARY/TREASURER 1 00	0	0	0
NANCY RICHARDS FARESE PO BOX 400 CARROLLTON, GA 30112	PRESIDENT 1 00	0	0	0
JULIE SHAFER PO BOX 400 CARROLLTON, GA 30112	BOARD MEMBER 1 00	0	0	0
CONOR FARESE PO BOX 400 CARROLLTON, GA 30112	BOARD MEMBER 1 00	0	0	0
2 Compensation of five highest-paid employees (other than those included on line 1—see instructions). If none, enter "NONE."				
(a) Name and address of each employee paid more than \$50,000	Title, and average hours per week (b) devoted to position	(c) Compensation	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
NONE				
Total number of other employees paid over \$50,000.				0

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

(a) Name and address of each person paid more than \$50,000	(b) Type of service	(c) Compensation
HIRSCH & ASSOCIATES LLC 1714 STOCKTON STREET SUITE 400 SAN FRANCISCO, CA 94133	FOUNDATION MANAGEMENT	81,039
Total number of others receiving over \$50,000 for professional services. ►		0

Part IX-A Summary of Direct Charitable Activities

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

	Expenses
1	
2	
3	
4	

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

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2	Amount
1	
2	
All other program-related investments. See instructions.	
3	
Total. Add lines 1 through 3 ►	0

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

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes		
a	Average monthly fair market value of securities.	1a	17,403,062
b	Average of monthly cash balances.	1b	753,754
c	Fair market value of all other assets (see instructions).	1c	0
d	Total (add lines 1a, b, and c).	1d	18,156,816
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation).	1e	0
2	Acquisition indebtedness applicable to line 1 assets.	2	0
3	Subtract line 2 from line 1d.	3	18,156,816
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions).	4	272,352
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4.	5	17,884,464
6	Minimum investment return. Enter 5% of line 5.	6	894,223

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	894,223
2a	Tax on investment income for 2016 from Part VI, line 5.	2a	4,004
b	Income tax for 2016 (This does not include the tax from Part VI).	2b	
c	Add lines 2a and 2b.	2c	4,004
3	Distributable amount before adjustments. Subtract line 2c from line 1.	3	890,219
4	Recoveries of amounts treated as qualifying distributions.	4	0
5	Add lines 3 and 4.	5	890,219
6	Deduction from distributable amount (see instructions).	6	0
7	Distributable amount as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1.	7	890,219

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	1,076,789
b	Program-related investments—total from Part IX-B.	1b	0
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes.	2	
3	Amounts set aside for specific charitable projects that satisfy the		
a	Suitability test (prior IRS approval required).	3a	
b	Cash distribution test (attach the required schedule).	3b	
4	Qualifying distributions. Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4.	4	1,076,789
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income. Enter 1% of Part I, line 27b (see instructions).	5	4,004
6	Adjusted qualifying distributions. Subtract line 5 from line 4.	6	1,072,785

Note: The amount on line 6 will be used in Part V, column (b), in subsequent years when calculating whether the foundation qualifies for the section 4940(e) reduction of tax in those years.

Part XIII Undistributed Income (see instructions)

	(a) Corpus	(b) Years prior to 2015	(c) 2015	(d) 2016
1 Distributable amount for 2016 from Part XI, line 7				890,219
2 Undistributed income, if any, as of the end of 2016				
a Enter amount for 2015 only.			0	
b Total for prior years 20____, 20____, 20____		0		
3 Excess distributions carryover, if any, to 2016				
a From 2011. 525,946				
b From 2012.				
c From 2013.				
d From 2014.				
e From 2015.				
f Total of lines 3a through e.	525,946			
4 Qualifying distributions for 2016 from Part XII, line 4 ▶ \$ 1,076,789				
a Applied to 2015, but not more than line 2a			0	
b Applied to undistributed income of prior years (Election required—see instructions).		0		
c Treated as distributions out of corpus (Election required—see instructions).	0			
d Applied to 2016 distributable amount.				890,219
e Remaining amount distributed out of corpus	186,570			
5 Excess distributions carryover applied to 2016 (If an amount appears in column (d), the same amount must be shown in column (a))	0			0
6 Enter the net total of each column as indicated below:				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5	712,516			
b Prior years' undistributed income Subtract line 4b from line 2b		0		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed.		0		
d Subtract line 6c from line 6b Taxable amount—see instructions		0		
e Undistributed income for 2015 Subtract line 4a from line 2a Taxable amount—see instructions			0	
f Undistributed income for 2016 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2017				0
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (Election may be required - see instructions).	0			
8 Excess distributions carryover from 2011 not applied on line 5 or line 7 (see instructions).	525,946			
9 Excess distributions carryover to 2017. Subtract lines 7 and 8 from line 6a	186,570			
10 Analysis of line 9				
a Excess from 2012.				
b Excess from 2013.				
c Excess from 2014.				
d Excess from 2015.				
e Excess from 2016. 186,570				

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

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

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

1 Information Regarding Foundation Managers:	
a List any managers of the foundation who have contributed more than 2% of the total contributions received by the foundation before the close of any tax year (but only if they have contributed more than \$5,000) (See section 507(d)(2))	
b List any managers of the foundation who own 10% or more of the stock of a corporation (or an equally large portion of the ownership of a partnership or other entity) of which the foundation has a 10% or greater interest	
2 Information Regarding Contribution, Grant, Gift, Loan, Scholarship, etc., Programs:	
Check here ☐ if the foundation only makes contributions to preselected charitable organizations and does not accept unsolicited requests for funds. If the foundation makes gifts, grants, etc. (see instructions) to individuals or organizations under other conditions, complete items 2a, b, c, and d.	
a The name, address, and telephone number or e-mail address of the person to whom applications should be addressed ALLISON DOMICONE PROGRAM OFFICER 1714 STOCKTON STREET SUITE 400 SAN FRANCISCO, CA 94133 (415) 837-5408	
b The form in which applications should be submitted and information and materials they should include FOR GUIDELINES AND MORE INFORMATION ABOUT THIS FOUNDATION, SEE WWW.HIRSCHASSOC.COM	
c Any submission deadlines FOR GUIDELINES AND MORE INFORMATION ABOUT THIS FOUNDATION, SEE WWW.HIRSCHASSOC.COM	
d Any restrictions or limitations on awards, such as by geographical areas, charitable fields, kinds of institutions, or other factors FOR GUIDELINES AND MORE INFORMATION ABOUT THIS FOUNDATION, SEE WWW.HIRSCHASSOC.COM	

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

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i> See Additional Data Table				
Total			3a	995,750
b <i>Approved for future payment</i>				
Total			3b	0

Enter gross amounts unless otherwise indicated

Enter gross amounts unless otherwise indicated		Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income (See instructions)
		(a) Business code	(b) Amount	(c) Exclusion code	(d) Amount	
1	Program service revenue					
a	_____					
b	_____					
c	_____					
d	_____					
e	_____					
f	_____					
g	Fees and contracts from government agencies					
2	Membership dues and assessments. . . .					
3	Interest on savings and temporary cash investments			14	51,606	
4	Dividends and interest from securities. . . .			14	521,324	
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.			14	2,900	
8	Gain or (loss) from sales of assets other than inventory			18	-31,743	
9	Net income or (loss) from special events					
10	Gross profit or (loss) from sales of inventory					
11	Other revenue a _____					
b	_____					
c	_____					
d	_____					
e	_____					
12	Subtotal Add columns (b), (d), and (e). .		0		544,087	0
13	Total. Add line 12, columns (b), (d), and (e). (See worksheet in line 13 instructions to verify calculations)			13		544,087

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

[illegible]

Part XVII

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

[illegible]

- 2a** Is the foundation directly or indirectly affiliated with, or related to, one or more tax-exempt organizations described in section 501(c) of the Code (other than section 501(c)(3)) or in section 527? ☐ Yes ☒ No

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

(a) Name of organization	(b) Type of organization	(c) Description of relationship

**Sign
Here**

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

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

**Paid
Preparer
Use Only**

Print/Type preparer's name LEIGHANN H COSTLEY	Preparer's Signature	Date	Check if self-employed ☐	PTIN P00121976
Firm's name ▶ FRAZIER & DEETER LLC				Firm's EIN ▶ 58-1433845
Firm's address ▶ 1230 PEACHTREE STREET NE SUITE 1500 ATLANTA, GA 30309				Phone no (404) 253-7500

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns a - d			
List and describe the kind(s) of property sold (e g , real estate, (a) 2-story brick warehouse, or common stock, 200 shs MLC Co)	(b) How acquired P—Purchase D—Donation	(c) Date acquired (mo , day, yr)	(d) Date sold (mo , day, yr)
CAPITAL LOSS - SSARIS MULTI-MANAGER K-1	P		2016-12-31
CAPITAL LOSS - SONEN GLOBAL SUSTAINABLE REAL ASSETS K-1	P		2016-12-31
CAPITAL GAIN - SONEN GLOBAL PUBLIC EQUITY K-1	P		2016-12-31
CAPITAL GAIN - SONEN GLOBAL PUBLIC EQUITY K-1	P		2016-12-31
3697 0060 SHARES - VANGUARD TOTAL STOCK MKT INDEX FUND	P	2010-09-08	2016-09-23
25,000 SHARES - WELLS FARGO BANK	P	2016-06-13	2016-09-29
15,000 SHARES - WELLS FARGO BANK	P	2016-07-18	2016-09-29
50,000 SHARES - CATERPILLAR FINL	P	2014-03-12	2016-08-01
50,000 SHARES - GLAXOSMITHKLINE	P	2014-03-04	2016-03-18
85,000 SHARES - HOUSTON TX UTIL	P	2014-03-13	2016-01-25

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

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
		50,508	-50,508
557			557
20,065			20,065
91,679			91,679
200,000		101,163	98,837
25,511		25,371	140
15,306		15,355	-49
50,000		50,000	0
50,000		50,000	0
84,891		85,004	-113

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

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(I) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
			-50,508
			557
			20,065
			91,679
			98,837
			140
			-49
			0
			0
			-113

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

List and describe the kind(s) of property sold (e g , real estate, (a) 2-story brick warehouse, or common stock, 200 shs MLC Co)	(b) How acquired P—Purchase D—Donation	(c) Date acquired (mo , day, yr)	(d) Date sold (mo , day, yr)
50,000 SHARES - NHA MTG BKD	P	2014-03-13	2016-07-14
80,000 SHARES - SANGAMON IL	P	2014-03-13	2016-06-08
75,000 SHARES - US TREASURY NT	P	2014-02-28	2016-10-31
34,000 SHARES - VERIZON COMMUNICATION	P	2014-03-04	2016-04-04
45,000 SHARES - WELLS FARGO BANK	P	2014-03-06	2016-06-15
CAPITAL GAIN - RETHINK EDUCATION K-1	P		2016-12-31
CAPITAL LOSS - BROAD BASED CONSUMER CREDIT FUND K-1	P		2016-12-31

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

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
50,000		50,000	0
82,458		80,015	2,443
75,000		75,000	0
34,248		34,237	11
45,000		47,911	-2,911
1,846			1,846
		193,740	-193,740

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

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
			0
			2,443
			0
			11
			-2,911
			1,846
			-193,740

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

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
350ORG 20 JAY STREET SUITE 732 BROOKLYN, NY 11201	NONE	501(C)(3) PUBLIC CHA	GENERAL SUPPORT	1,000
AIM HIGH 16205 NW BETHANY CT 100 BEAVERTON, OR 97006	NONE	501(C)(3) PUBLIC CHA	GENERAL SUPPORT	5,000
BOSTON PLAN FOR EXCELLENCE 27-43 WORMWOOD STREET SUITE 110 BOSTON, MA 02210	NONE	501(C)(3) PUBLIC CHA	BOSTON TEACHER RESIDENCY	50,000
CALIFORNIA ACADEMY OF SCIENCES 55 MUSIC CONCOURSE DRIVE GOLDEN GATE PARK SAN FRANCISCO, CA 94118	NONE	501(C)(3) PUBLIC CHA	GENERAL SUPPORT	1,000
CENTER FOR INVESTIGATIVE REPORTING INC 1400 65TH STREET SUITE 200 EMERYVILLE, CA 94608	NONE	501(C)(3) PUBLIC CHA	GENERAL SUPPORT	100,000
Total ► 3a				995,750

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
CENTER FOR PUBLIC INTEGRITY 910 17TH STREET NW SUITE 700 WASHINGTON, DC 20006	NONE	501(C)(3) PUBLIC CHA	GENERAL SUPPORT	30,000
COMMUNITY INITIATIVES 1012 TORNEY AVE THE PRESIDIO SAN FRANCISCO, CA 94129	NONE	501(C)(3) PUBLIC CHA	SAN FRANCISCO TEACHER RESIDENCY	51,000
COMPASS FAMILY SERVICES 49 POWELL STREET 3RD FLOOR SAN FRANCISCO, CA 94102	NONE	501(C)(3) PUBLIC CHA	GENERAL SUPPORT	5,000
DAVIDSON COLLEGE 405 N MAIN ST DAVIDSON, NC 28053	NONE	501(C)(3) PUBLIC CHA	DAVIDSON PARENT'S COUNCIL	5,000
DEMOCRACY 21 EDUCATION 2000 MASSACHUSETTS AVE NW WASHINGTON, DC 20036	NONE	501(C)(3) PUBLIC CHA	GENERAL SUPPORT	30,000
Total ▶ 3a				995,750

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

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
EDUCATION PIONEERS 1625 CLAY STREET 3RD FLOOR OAKLAND, CA 94612	NONE	501(C)(3) PUBLIC CHA	BAY AREA EXPANSION	50,000
EVERY TOWN FOR GUN SAFETY PO BOX 3886 NEW YORK, NY 10017	NONE	501(C)(3) PUBLIC CHA	GENERAL SUPPORT	5,000
EVERY VOICE 1211 CONNECTICUT AVE NW SUITE 600 WASHINGTON, DC 20036	NONE	501(C)(3) PUBLIC CHA	GENERAL SUPPORT	60,000
FRIENDS OF SAN FRANCISCO PUBLIC LIBRARY 710 VAN NESS AVENUE SAN FRANCISCO, CA 94102	NONE	501(C)(3) PUBLIC CHA	SPONSORSHIP OF GALA COCKTAIL RECEPTION	2,500
FRIENDS OF THE URBAN FOREST 1007 GENERAL KENNEDY AVE STE 1 SAN FRANCISCO, CA 94129	NONE	501(C)(3) PUBLIC CHA	GENERAL SUPPORT	1,000
Total ▶ 3a				995,750

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
GLOBAL CITIZEN YEAR 1625 CLAY STREET SUITE 400 OAKLAND, CA 94612	NONE	501(C)(3) PUBLIC CHA	GENERAL SUPPORT	5,000
GOLDEN GATE NATIONAL PARKS CONSERVANCY BUILDING 201 FORT MASON SAN FRANCISCO, CA 94123	NONE	501(C)(3) PUBLIC CHA	WILLIAM KENT SOCIETY	1,000
HUCKLEBERRY YOUTH PROGRAMS 3310 GEARY BLVD SAN FRANCISCO, CA 94118	NONE	501(C)(3) PUBLIC CHA	GENERAL SUPPORT	5,000
HUMAN RIGHTS WATCH 100 BUSH STREET SUITE 925 SAN FRANCISCO, CA 94104	NONE	501(C)(3) PUBLIC CHA	GENERAL SUPPORT	25,000
INTERNATIONAL RESCUE COMMITTEE 122 EAST 42ND STREET NEW YORK, NY 10168	NONE	501(C)(3) PUBLIC CHA	GENERAL SUPPORT	10,000
Total ► 3a				995,750

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a Paid during the year				
ISSUE ONE 11 DUPONT CIRCLE SUITE 350 WASHINGTON, DC 20036	NONE	501(C)(3) PUBLIC CHA	GENERAL SUPPORT	60,000
JUMPSTART FOR YOUNG CHILDREN INC 65 BATTERY STREET 2ND FLOOR SAN FRANCISCO, CA 94111	NONE	501(C)(3) PUBLIC CHA	GENERAL SUPPORT	25,000
KQED INC 2601 MARIPOSA ST SAN FRANCISCO, CA 94110	NONE	501(C)(3) PUBLIC CHA	GENERAL SUPPORT INSPIRED BY THE NEW EDUCATION PROJECT	100,000
MAPLIGHT 2223 SHATTUCK AVENUE BERKELEY, CA 94704	NONE	501(C)(3) PUBLIC CHA	GENERAL SUPPORT	60,000
MARIN AGRICULTURAL LAND TRUST 145 A ST POINT REYES STATION, CA 94956	NONE	501(C)(3) PUBLIC CHA	GENERAL SUPPORT	5,000
Total ▶ 3a				995,750

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
MERITUS COLLEGE FUND 1012 TORNEY AVE SAN FRANCISCO, CA 94129	NONE	501(C)(3) PUBLIC CHA	GENERAL SUPPORT	5,000
MIDDLEBURY COLLEGE 14 OLD CHAPEL ROAD MIDDLEBURY, VT 05753	NONE	501(C)(3) PUBLIC CHA	MIDDLEBURY COLLEGE PARENT'S FUND	5,000
NATURAL RESOURCES DEFENSE COUNCIL 111 SUTTER STREET 21ST FLOOR SAN FRANCISCO, CA 94104	NONE	501(C)(3) PUBLIC CHA	GENERAL SUPPORT	6,000
NEW LEADERS INC 505 14TH STREET SUITE 250 OAKLAND, CA 94612	NONE	501(C)(3) PUBLIC CHA	OAKLAND	50,000
PROTEUS FUND 15 RESEARCH DRIVE SUITE B AMHERST, MA 01002	NONE	501(C)(3) PUBLIC CHA	GENERAL SUPPORT	60,000
Total 				995,750
3a				

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

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
REFUGEPOINT PO BOX 984001 BOSTON, MA 02298	NONE	501(C)(3) PUBLIC CHA	GENERAL SUPPORT	5,000
ROCK THE VOTE 1001 CONNECTICUT AVE NW SUITE 640 WASHINGTON, DC 20036	NONE	501(C)(3) PUBLIC CHA	GENERAL SUPPORT	20,000
SAN FRANCISCO CHILD ABUSE PREVENTION CENTER 1757 WALLER STREET SAN FRANCISCO, CA 94117	NONE	501(C)(3) PUBLIC CHA	GENERAL SUPPORT	5,000
SAN FRANCISCO FOOD BANK 9000 PENNSYLVANIA AVENUE SAN FRANCISCO, CA 94107	NONE	501(C)(3) PUBLIC CHA	MARIN BRANCH GENERAL SUPPORT	5,000
SANDY HOOK PROMISE FOUNDATION PO BOX 3489 NEWTOWN, CT 06470	NONE	501(C)(3) PUBLIC CHA	DEVELOPMENT	5,000
Total ▶ 3a				995,750

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

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a Paid during the year				
SOUTHWIRE POWER FUND PO BOX 10000 CARROLLTON, GA 30119	NONE	501(C)(3) PUBLIC CHA	GENERAL SUPPORT	5,000
THE CARTER CENTER ONE COPENHILL 453 FREEDOM PARKWAY ATLANTA, GA 30307	NONE	501(C)(3) PUBLIC CHA	GENERAL SUPPORT	5,000
THE TRUST FOR PUBLIC LAND 101 MONTGOMERY STREET SUITE 900 SAN FRANCISCO, CA 94104	NONE	501(C)(3) PUBLIC CHA	GENERAL SUPPORT - WESTERN REGION	5,000
UNIVERSITY OF NORTH CAROLINA CHAPEL HILL FOUNDATION 100 EUROPA DR SUITE 490 CAMPUS BOX 1105 CHAPEL HILL, NC 27517	NONE	501(C)(3) PUBLIC CHA	GENERAL SUPPORT	250
WGBH PUBLIC RADIO ONE GUEST STREET BOSTON, MA 02135	NONE	501(C)(3) PUBLIC CHA	GENERAL SUPPORT	1,000
Total ► 3a				995,750

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

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
YOUTH RADIO 1701 BROADWAY OAKLAND, CA 94612	NONE	501(C)(3) PUBLIC CHA	GENERAL SUPPORT	50,000
AMERICAN CIVIL LIBERTIES UNION INC FOUNDATION 125 BROAD ST 18TH FLOOR NEW YORK, NY 10004	NONE	501(C)(3) PUBLIC CHA	GENERAL SUPPORT	5,000
CALMATTERS 1017 L STREET 261 SACRAMENTO, CA 95814	NONE	501(C)(3) PUBLIC CHA	GENERAL SUPPORT	10,000
GIFFORD'S LAW CENTER TO PREVENT GUN VIOLENCE 268 BUSH STREET 555 SAN FRANCISCO, CA 94104	NONE	501(C)(3) PUBLIC CHA	GENERAL SUPPORT	5,000
MEDIA IMPACT FUNDERS INC 200 WEST WASHINGTON SQUARE SUITE 220 PHILADELPHIA, PA 19106	NONE	501(C)(3) PUBLIC CHA	GENERAL SUPPORT	500
Total ► 3a				995,750

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
NATIONAL LAWYER'S GUILD FOUNDATION 132 NASSAU STREET SUITE 922 NEW YORK, NY 10038	NONE	501(C)(3) PUBLIC CHA	GENERAL SUPPORT	2,000
PLANNED PARENTHOOD GULF COAST INC 4600 GULF FREEWAY HOUSTON, TX 77023	NONE	501(C)(3) PUBLIC CHA	LOUISIANA COMMUNITY IMPACT CAMPAIGN	6,000
PREEMPTIVE LOVE COALITION 1300 DARBYTON DRIVE HEWITT, TX 76643	NONE	501(C)(3) PUBLIC CHA	GENERAL SUPPORT	500
SUMMER SEARCH PO BOX 39000 SAN FRANCISCO, CA 94139	NONE	501(C)(3) PUBLIC CHA	IN HONOR OF LIZ HALE	10,000
KRISTA TIPPETT PUBLIC PRODUCTIONS 1619 HENNEPIN AVENUE MINNEAPOLIS, MN 55403	NONE	501(C)(3) PUBLIC CHA	GENERAL SUPPORT	500
Total 				995,750
3a				

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
NEW AMERICA MEDIA 209 9TH STREET SUITE 200 SAN FRANCISCO, CA 94103	NONE	501(C)(3) PUBLIC CHA	GENERAL SUPPORT	25,000
PASSIM (47 PALMER INC) 26 CHURCH STREET SUITE 300 CAMBRIDGE, MA 02138	NONE	501(C)(3) PUBLIC CHA	GENERAL SUPPORT	500
THE TRACE (TRACE MEDIA INC) PO BOX 4184 NEW YORK, NY 10163	NONE	501(C)(3) PUBLIC CHA	GENERAL SUPPORT	1,000
LITTLE KIDS ROCK 271 GROVE AVE BLDG E-2 VERONA, NJ 07044	NONE	501(C)(3) PUBLIC CHA	GENERAL SUPPORT	5,000
Total ▶ 3a				995,750

TY 2016 Accounting Fees Schedule**Name:** FTHREE FOUNDATION**EIN:** 94-3376857

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
ACCOUNTING FEES	3,500	3,500		0

TY 2016 Investments Corporate Stock Schedule**Name:** FTHREE FOUNDATION**EIN:** 94-3376857

Name of Stock	End of Year Book Value	End of Year Fair Market Value
INVESTMENTS CORPORATE STOCK	17,431,332	17,431,332

TY 2016 Legal Fees Schedule**Name:** FTHREE FOUNDATION**EIN:** 94-3376857

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
LEGAL FEES	970	970		0

TY 2016 Other Expenses Schedule**Name:** FTHREE FOUNDATION**EIN:** 94-3376857**Other Expenses Schedule**

Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
BANK CHARGES	125	125		0
PORTFOLIO DEDUCTIONS FROM K-1'S	81,061	81,061		0

TY 2016 Other Income Schedule

Name: FTHREE FOUNDATION

EIN: 94-3376857

Other Income Schedule

Description	Revenue And Expenses Per Books	Net Investment Income	Adjusted Net Income
ORDINARY LOSS - RETHINK EDUCATION K-1	-117	-117	-117
OTHER INCOME - SONEN GLOBAL PUBLIC EQUITY K-1	3,163	3,163	3,163
ORDINARY INCOME - SONEN GLOBAL SUSTAINABLE REAL ASSETS	7	7	7
RENTAL LOSS - SONEN GLOBAL SUSTAINABLE REAL ASSETS	-830	-830	-830
OTHER INCOME - SONEN GLOBAL SUSTAINABLE REAL ASSETS	677	677	677

TY 2016 Other Increases Schedule

Name: FTHREE FOUNDATION

EIN: 94-3376857

Description	Amount
UNREALIZED GAINS/LOSSES	490,289

TY 2016 Other Professional Fees Schedule**Name:** FTHREE FOUNDATION**EIN:** 94-3376857

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
FOUNDATION MANAGEMENT	81,039	0		81,039
INVESTMENT MANAGEMENT	66,177	66,177		0

TY 2016 Taxes Schedule**Name:** FTHREE FOUNDATION**EIN:** 94-3376857

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
TAXES - STATE	75	75		0
EXCISE TAXES	13,004	13,004		0
FOREIGN TAXES	10,479	10,479		0