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Form 990-PF

Return of Private Foundation

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

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Information about Form 990-PF and its instructions is at www.irs.gov/form990pf.

OMB No 1545-0052

2016

Open to Public Inspection

Department of the Treasury
Internal Revenue Service

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

Name of foundation
GEORGE H SANDY FOUNDATION
co MUFG UNION BANKNA ACCT 6702042630

Number and street (or P O box number if mail is not delivered to street address)
PO BOX 45174

City or town, state or province, country, and ZIP or foreign postal code
SAN FRANCISCO, CA 94145

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) \$ 70,399,801

J Accounting method

☐ Cash

☒ Accrual

☐ Other (specify)

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

A Employer identification number
94-6054473

B Telephone number (see instructions)
(415) 705-7173

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))

Revenue

Operating and Administrative Expenses

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

4 Dividends and interest from securities

5a Gross rents

b Net rental income or (loss)

6a Net gain or (loss) from sale of assets not on line 10

b Gross sales price for all assets on line 6a

7 Capital gain net income (from Part IV, line 2)

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)

12 Total. Add lines 1 through 11

13 Compensation of officers, directors, trustees, etc

14 Other employee salaries and wages

15 Pension plans, employee benefits

16a Legal fees (attach schedule)

b Accounting fees (attach schedule)

c Other professional fees (attach schedule)

17 Interest

18 Taxes (attach schedule) (see instructions)

19 Depreciation (attach schedule) and depletion

20 Occupancy

21 Travel, conferences, and meetings

22 Printing and publications

23 Other expenses (attach schedule)

24 Total operating and administrative expenses. Add lines 13 through 23

25 Contributions, gifts, grants paid

26 Total expenses and disbursements. Add lines 24 and 25

27 Subtract line 26 from line 12

a Excess of revenue over expenses and disbursements

b Net investment income (if negative, enter -0-)

c Adjusted net income (if negative, enter -0-)

(a) Revenue and expenses per books

(b) Net investment income

(c) Adjusted net income

(d) Disbursements for charitable purposes (cash basis only)

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	405,408	42,718,407	42,718,407
	3	Accounts receivable ▶ <u>60,002</u>			
		Less allowance for doubtful accounts ▶ _____	166,365	60,002	60,002
	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	77,299	287	287
	10a	Investments—U S and state government obligations (attach schedule)	22,937	15,522	15,864
	b	Investments—corporate stock (attach schedule)	8,195,609	23,318,679	26,831,457
	c	Investments—corporate bonds (attach schedule)	859,492	704,394	740,021
	Liabilities	11	Investments—land, buildings, and equipment basis ▶ _____		
		Less accumulated depreciation (attach schedule) ▶ _____	2,773,038		
12		Investments—mortgage loans			
13		Investments—other (attach schedule)			
14		Land, buildings, and equipment basis ▶ _____			
		Less accumulated depreciation (attach schedule) ▶ _____			
15		Other assets (describe ▶ _____)	20,578	33,763	33,763
16		Total assets (to be completed by all filers—see the instructions Also, see page 1, item I)	12,520,726	66,851,054	70,399,801
17		Accounts payable and accrued expenses	160,235	225,680	
18		Grants payable			
Net Assets or Fund Balances	19	Deferred revenue			
	20	Loans from officers, directors, trustees, and other disqualified persons			
	21	Mortgages and other notes payable (attach schedule)			
	22	Other liabilities (describe ▶ _____)	244,580	544,313	
	23	Total liabilities (add lines 17 through 22)	404,815	769,993	
		Foundations that follow SFAS 117, check here ▶ ☐ and complete lines 24 through 26 and lines 30 and 31.			
	24	Unrestricted			
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	5,750,491	5,750,491		
29	Retained earnings, accumulated income, endowment, or other funds	6,365,420	60,330,570		
30	Total net assets or fund balances (see instructions)	12,115,911	66,081,061		
31	Total liabilities and net assets/fund balances (see instructions) .	12,520,726	66,851,054		

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	12,115,911
2	Enter amount from Part I, line 27a	2	53,965,150
3	Other increases not included in line 2 (itemize) ▶ _____	3	
4	Add lines 1, 2, and 3	4	66,081,061
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	66,081,061

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	57,273,555
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	2,130

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	1,966,593	53,625,106	0 03667
2014	1,828,481	39,555,073	0 04623
2013	1,856,506	39,019,802	0 04758
2012	1,897,921	38,163,860	0 04973
2011	1,905,519	37,085,342	0 05138
2 Total of line 1, column (d)			2 0 231591
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 046318
4 Enter the net value of noncharitable-use assets for 2016 from Part X, line 5			4 56,474,949
5 Multiply line 4 by line 3			5 2,615,807
6 Enter 1% of net investment income (1% of Part I, line 27b)			6 578,861
7 Add lines 5 and 6			7 3,194,668
8 Enter qualifying distributions from Part XII, line 4			8 3,342,040

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	578,861
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	578,861
4	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)	4	
5	Tax based on investment income. Subtract line 4 from line 3. If zero or less, enter -0-	5	578,861
6	Credits/Payments		
a	2016 estimated tax payments and 2015 overpayment credited to 2016	6a	622,800
b	Exempt foreign organizations—tax withheld at source	6b	
c	Tax paid with application for extension of time to file (Form 8868)	6c	
d	Backup withholding erroneously withheld	6d	
7	Total credits and payments. Add lines 6a through 6d.	7	622,800
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	43,939
11	Enter the amount of line 10 to be Credited to 2017 estimated tax ▶ 43,939 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?	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 ▶ \$ _____ (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? <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	No
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 ► N/A	13	Yes	
14	The books are in care of ► FLEISCHMANN & WADAINCCPAs Telephone no ► (415) 332-0220			

Located at ► 999 FIFTH AVE SUITE 320 SAN RAFAEL CA ZIP+4 ► 949012985

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		No
	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		No
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		No
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a		No
b	Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2016?	4b		No

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		No
Organizations relying on a current notice regarding disaster assistance check here.	☐			
c If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant?	☐ Yes ☒ No			
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		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	Title, and average hours per week (b) devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	Expense account, (e) other allowances
UNION BANK PO BOX 45174 SAN FRANCISCO, CA 941450174	CORP TRUSTEE 15 00	1,000,565		
THOMAS J FEENEY ESQ 236 WEST PORTAL AVE 847 SAN FRANCISCO, CA 941271423	TRUSTEE 5 00	0		
CHESTER R MACPHEE III PO BOX 591717 SAN FRANCISCO, CA 94159	Trustee 10 00	84,650		
2 Compensation of five highest-paid employees (other than those included on line 1—see instructions). If none, enter "NONE."				
(a) Name and address of each employee paid more than \$50,000	Title, and average hours per week (b) devoted to position	(c) Compensation	(d) Contributions to employee benefit plans and deferred compensation	Expense account, (e) other allowances
NONE				
Total number of other employees paid over \$50,000.				

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
NONE		
Total number of others receiving over \$50,000 for professional services. ►		

Part IX-A Summary of Direct Charitable Activities

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

	Expenses
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 ►	

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	13,257,429
b	Average of monthly cash balances.	1b	6,059,794
c	Fair market value of all other assets (see instructions).	1c	38,017,751
d	Total (add lines 1a, b, and c).	1d	57,334,974
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	
3	Subtract line 2 from line 1d.	3	57,334,974
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions).	4	860,025
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4.	5	56,474,949
6	Minimum investment return. Enter 5% of line 5.	6	2,823,747

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	2,823,747
2a	Tax on investment income for 2016 from Part VI, line 5.	2a	578,861
b	Income tax for 2016 (This does not include the tax from Part VI).	2b	
c	Add lines 2a and 2b.	2c	578,861
3	Distributable amount before adjustments. Subtract line 2c from line 1.	3	2,244,886
4	Recoveries of amounts treated as qualifying distributions.	4	
5	Add lines 3 and 4.	5	2,244,886
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	2,244,886

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	3,342,040
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	
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	3,342,040
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	578,861
6	Adjusted qualifying distributions. Subtract line 5 from line 4.	6	2,763,179

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				2,244,886
2 Undistributed income, if any, as of the end of 2016				
a Enter amount for 2015 only.			683,234	
b Total for prior years 20____, 20____, 20____				
3 Excess distributions carryover, if any, to 2016				
a From 2011.				
b From 2012.				
c From 2013.				
d From 2014.				
e From 2015.				
f Total of lines 3a through e.				
4 Qualifying distributions for 2016 from Part XII, line 4 ▶ \$ <u>3,342,040</u>				
a Applied to 2015, but not more than line 2a			683,234	
b Applied to undistributed income of prior years (Election required—see instructions).				
c Treated as distributions out of corpus (Election required—see instructions).	0			
d Applied to 2016 distributable amount.				2,244,886
e Remaining amount distributed out of corpus	413,920			
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	413,920			
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				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).				
8 Excess distributions carryover from 2011 not applied on line 5 or line 7 (see instructions).				
9 Excess distributions carryover to 2017. Subtract lines 7 and 8 from line 6a	413,920			
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.	413,920			

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
 CHESTER R MACPHEE III
 PO BOX 591717
 SAN FRANCISCO, CA 941591717
 (415) 705-7156

b The form in which applications should be submitted and information and materials they should include
 LETTERS EXPLAINING QUALIFIED ACTIVITIES UNDER IRC SECTION 501(C)(3)

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
 CONTRIBUTIONS ARE MADE PRIMARILY TO SUPPORT LOCAL ACTIVITIES BENEFITTING THE HANDICAPPED AND INFIRMED, AND FOR EDUCATIONAL SUPPORT. HOWEVER, THERE ARE NO SPECIFIC RESTRICTIONS OR LIMITATIONS

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	3,173,500
b <i>Approved for future payment</i>				
Total			3b	

Enter gross amounts unless otherwise indicated

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

Form **990-PF** (2016)

Part XVII

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

[illegible]

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

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

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

Print/Type preparer's name LYNNE WADA	Preparer's Signature	Date	Check if self-employed ☐	PTIN P00237047
Firm's name ▶ FLEISCHMANN & WADA INC CPA				Firm's EIN ▶
Firm's address ▶ 999 Fifth Ave Suite 320 San Rafael, CA 949012986				Phone no (415) 332-0220

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)
500 SHS ABBVIE INC COM	P	2005-06-08	2016-04-15
1000 SHS ABBVIE INC COM	P	2005-06-08	2016-04-15
500 SHS ABBVIE INC COM	P	2006-11-30	2016-08-18
1500 SHS ABBVIE INC COM	P	2006-11-30	2016-12-09
1900 SHS BAXALTA INC	P	2003-03-27	2016-06-03
7021 506 SHS COLUMBIA S/C VALUE II Z FUND	P	2007-10-26	2016-12-09
14787 431 SHS COLUMBIA S/C VALUE II Z FUND	P	2009-12-16	2016-12-09
7281 554 SHS COLUMBIA S/C VALUE II Z FUND	P	2010-04-06	2016-12-09
652 217 SHS COLUMBIA S/C VALUE II Z FUND	P	2012-12-13	2016-12-09
880 833 SHS COLUMBIA S/C VALUE II Z FUND	P	2013-06-25	2016-12-09

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)
29,422		12,650	16,772
58,844		25,300	33,544
33,531		12,137	21,394
92,347		36,412	55,935
88,242		35,305	52,937
128,283		91,322	36,961
270,166		160,000	110,166
133,034		90,000	43,034
11,916		9,372	2,544
16,093		14,578	1,515

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	
			16,772
			33,544
			21,394
			55,935
			52,937
			36,961
			110,166
			43,034
			2,544
			1,515

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)
2628 97 SHS COLUMBIA S/C VALUE II Z FUND	P	2013-12-09	2016-12-09
1091 058 SHS COLUMBIA S/C VALUE II Z FUND	P	2014-06-24	2016-12-09
2154 3090 SHS COLUMBIA S/C VALUE II Z FUND	P	2014-12-05	2016-12-09
501 511 SHS COLUMBIA S/C VALUE II Z FUND	P	2015-06-22	2016-12-09
3823 254 SHS COLUMBIA S/C VALUE II Z FUND	P	2015-12-04	2016-12-09
366 3510 SHS COLUMBIA S/C VALUE II Z FUND	P	2016-06-21	2016-12-09
1749 842 SHS COLUMBIA S/C VALUE II Z FUND	P	2016-12-05	2016-12-09
400 SHS CONOCOPHILLIPS COM	P	2001-03-29	2016-04-15
500 SHS CONOCOPHILLIPS COM	P	2000-07-14	2016-04-15
1000 SHS CONOCOPHILLIPS COM	P	2000-10-03	2016-04-15

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)
48,031		47,216	815
19,934		20,239	-305
39,359		37,485	1,874
9,163		9,288	-125
69,851		60,981	8,870
6,693		5,682	1,011
31,970		30,850	1,120
17,406		8,059	9,347
21,757		9,677	12,080
43,515		24,319	19,196

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	
			815
			-305
			1,874
			-125
			8,870
			1,011
			1,120
			9,347
			12,080
			19,196

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)
400 SHS CONOCOPHILLIPS COM	P	2001-03-29	2016-04-15
200 SHS CONOCOPHILLIPS COM	P	2002-11-27	2016-04-15
27135 869 SHS EATON VANCE GLBL MACR ABSOL RET FUND	P	2001-01-01	2016-12-09
500 SHS HOME DEPOT INC	P	1997-05-27	2016-04-15
500 SHS JPMORGAN CHASE & CO	P	1998-07-29	2016-08-18
16082 145 SHS PIMCO HIGH YIELD INSTL FUND	P	2001-01-01	2016-08-18
150000 PFIZER INC 6 2% 3/5/19	P	2009-03-25	2016-12-15
580 SHS SHIRE PLC	P	2016-06-03	2016-06-14
1252 97 SHS FGLMC 5 00% 11/1/21	P	2009-03-27	2016-01-01
1177 13 SHS FGLMC 5 5% 7/1/2021	P	2009-03-27	2016-01-01

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)
17,406		8,059	9,347
8,703		3,642	5,061
244,494		257,235	-12,741
67,251		6,753	60,498
32,803		19,431	13,372
142,005		141,456	549
165,043		151,381	13,662
110		111	-1
1,253		1,301	-48
1,177		1,231	-54

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	
			9,347
			5,061
			-12,741
			60,498
			13,372
			549
			13,662
			-1
			-48
			-54

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)
1286 51 SHS FNMA 4 5% 7/01/2020	P	2009-03-27	2016-01-01
3442 60 SHS FNMA 4 5% 7/01/2020	P	2009-03-27	2016-01-01
REAL PROPERTY, PACIFIC AVE, SF, CA	P	2001-01-01	2016-11-02
REAL PROPERTY, VAN NESS AVE , SF, CA	P	2001-01-01	2016-12-20
Capital Gain Dividends			

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)
1,287		1,331	-44
3,443		3,552	-109
31,800,000		2,010,381	29,789,619
29,850,000		2,946,700	26,903,300
			62,459

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	
			-44
			-109
			29,789,619
			26,903,300

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				
ALAMEDA COUNTY COMMUNITY FOOD BANK PO BOX 2599 OAKLAND, CA 94614	N/A	PC	To provide nutritious food and nutrition education, distribute food through various networks	35,000
ARRIBA JUNTOS 1850 MISSION STREET SAN FRANCISCO, CA 94103	N/A	PC	To support their automated offices skills program	20,000
BRIDGE THE GAP COLLEGE PREP MARIN C PO Box 139 SAUSALITO, CA 94965	N/A	PC	To provide academic support for vulnerable Marin City students through various educational programs	40,000
CATHOLIC CHARITIES CYO 990 Eddy Street SAN FRANCISCO, CA 94109	N/A	PC	To fund high quality, educational and developmentally appropriate activities to homeless children and youth	20,000
CENTRAL CITY HOSPITALITY HOUSE 290 TURK STREET SAN FRANCISCO, CA 94102	N/A	PC	To provide support services to 8th Street / SOMA / Tenderloin residents in need	35,000
COMMUNITY OVERCOMING RELATIONSHIP A 2211 PALM AVE SAN MATEO, CA 94403	N/A	PC	To provide safety, support and healing to battered women and children	30,000
COMPASS FAMILY SERVICES 49 POWELL STREET 3RD FLOOR SAN FRANCISCO, CA 94102	N/A	PC	To support mental health services to homeless and extremely low income families	15,000
CURRY SENIOR CENTER 333 TURK STREET SAN FRANCISCO, CA 94102	N/A	PC	To provide services to seniors in the Tenderloin including primary health care, health education and behavioral health	65,000
EPISCOPAL COMMUNITY SERVICES OF SF 165 EIGHTH STREET 3RD FLOOR SAN FRANCISCO, CA 94103	N/A	PC	To support for emergency shelter, meals and other safety net services for the homeless	75,000
FACES FAMILY AND CHILD EMPOWERMENT 1101 MASONIC AVENUE SAN FRANCISCO, CA 94102	N/A	PC	To provide affordable and reliable child care to low income San Francisco residents, also provides employment services, counseling and parenting workshops	30,000
FOOD BANK OF CONTRA COSTA COUNTY 4010 NELSON AVENUE CONCORD, CA 94520	N/A	PC	To provide nutritional assistance to low-income people in Contra Costa and Solano counties	10,000
HOMELESS PRENATAL PROGRAM 2500 18TH STREET SAN FRANCISCO, CA 94110	N/A	PC	To provide services for low-income and homeless families	100,000
JEWISH FAMILY CHILDREN SERVICES 2150 POST STREET SAN FRANCISCO, CA 94115	N/A	PC	To support their special needs program for children and their families	40,000
LA CAS DE LAS MADRES 1663 MISSION STREET SUITE 225 SAN FRANCISCO, CA 94103	N/A	PC	To provide domestic violence safety net services	115,000
LITTLE SISTERS OF THE POOR FOR THE 300 LAKE STREET SAN FRANCISCO, CA 94118	N/A	PC	To provide assisted living and skilled nursing to elderly Bay Area residents in need	25,000
Total ►				3,173,500
3a				

Form 990FP 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				
LOAVES AND FISHES OF CONTRA COSTA C 835 Ferry Street Martinez, CA 94553	N/A	PC	To support their core services	25,000
MEALS ON WHEELS 1375 FAIRFAX AVENUE SAN FRANCISCO, CA 94124	N/A	PC	To provide meals to low-income, homebound seniors	40,000
NORTHERN CA PRESBYTERIAN HOMES SRVC 1525 POST STREET SAN FRANCISOC, CA 94109	N/A	PC	To support AARP Experience Corps Marin Program	5,000
OKIZU 16 DIGITAL DRIVE SUITE 130 NOVATO, CA 94949	N/A	PC	To provide support to Northern California families affected by childhood cancer	5,000
PROJECT OPEN HAND 730 POLK STREET SAN FRANCISCO, CA 94109	N/A	PC	To provide meals to homebound or critically ill individuals and seniors	25,000
RAPHAEL HOUSE 1065 SUTTER STREET SAN FRANCISCO, CA 94109	N/A	PC	To provide support services to homeless children and families and expand services to a larger number of recipients	100,000
REDWOOD EMPIRE FOOD BANK 3990 BRICKWAY BOULEVARD SANTA ROSA, CA 95403	N/A	PC	To support their mobile Food Pantry Program serving low-income families with young children in Sonoma County	35,000
RITTER CENTER PO BOX 3517 SAN RAFAEL, CA 94912	N/A	PC	To assist low-income and homeless populations in Marin County	25,000
SAINT IGNATIUS CHURCH 650 PARKER AVENUE SAN FRANCISCO, CA 94118	N/A	PC	To support their Shelter Meal Program, providing meals to five shelters in San Francisco	12,000
ST VINCENT DE PAUL SOCIETY 1237 Van Ness Avenue San Francisco, CA 94109	N/A	PC	To support Riley Center for Battered Women and their children	100,000
SAN FRANCISCO AND MARIN FOOD BANK 900 Pennsylvania Avenue SAN FRANCISCO, CA 94107	N/A	PC	To support and expand Marin Pantry Network and SF Healthy Children Pantry program	55,000
SAN FRANCISCO SENIOR CENTER 890 Beach Street San Francisco, CA 94109	N/A	PC	To provide support services to low income ethnically diverse seniors	20,000
Second Harvest Food Bank 4001 N 1st Street SAN JOSE, CA 95134	N/A	PC	To provide support for their food assistance programs	55,000
Swords to Plowshares 1060 Howard Street San Francisco, CA 94103	N/A	PC	To provide support services to homeless and low-income vets	55,000
Turn On To America 1547 Palos Verdes 315 Walnut Creek, CA 94597	N/A	PC	To provide support to volunteers collecting food donations and distributing to low-income neighborhoods	5,000
Total ► 3a				3,173,500

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				
Whistlestop 930 Tamalpais Drive San Rafael, CA 94901	N/A	PC	To support programs for providing transportation services, daily nutrition and social connectivity to older low income adults in Marin County	20,000
Blind Babies Foundation 1814 Franklin Street 11th Floor OAKLAND, CA 94612	N/A	PC	To support their programs providing early intervention and education services to young children who are blind or visually impaired	20,000
Buckelew Programs 900 Fifth Avenue Suite 150 SAN RAFAEL, CA 94901	N/A	PC	To provide support for their mental health programs	20,000
CEID CNTR Early Intervention on Dea 1035 Grayson Street Berkeley, CA 94710	N/A	PC	To support their home based education and support program	27,500
Environmental Traveling Companions Fort Mason Center Building C San Francisco, CA 94123	N/A	PC	To support their outdoor adventures and education programs	5,000
Guide Dogs for the Blind PO Box 151200 SAN RAFAEL, CA 94903	N/A	PC	To support programs partnering trained dogs with blind individuals	10,000
Hearing Speech Center of N CA 1234 Divisadero Street San Francisco, CA 94115	N/A	PC	To support children with hearing loss to become self-assured, confident and independent young adults	10,000
HOPE Services 30 Las Colinas Lane SAN JOSE, CA 95119	N/A	PC	To support their employment program for individuals with developmental disabilities	10,000
IN SPIRIT PO BOX 383 WOODACRE, CA 94973	N/A	PC	To provide support for their Attendant Care Program	10,000
INDEPENDENT LIVING RESOURCE CENTER 825 HOWARD STREET SAN FRANCISCO, CA 94103	N/A	PC	To provide support for services to help people with disabilities manage their own lives and achieve and maintain their independence	15,000
OAKES CHILDREN'S CENTER INC 1550 TREAT AVE SAN FRANCISCO, CA 94110	N/A	PC	To support their general operation and core programs	110,000
POMEROY REC REHABILITATION CNTR 207 SKYLINE BLVD SAN FRANCISCO, CA 94132	N/A	PC	To provide support for the after-school program providing recreational, educational, and vocational facilities and services to individuals with disabilities	105,000
Recreation Education and Community PO Box 538 FAIRFAX, CA 94978	N/A	PC	To provide support for their core programs	5,000
Weingarten Childrens Center 3518 Jefferson Ave Redwood City, CA 94062	N/A	PC	To support their early intervention education program to develop auditory and oral expertise in deaf children	30,000
Charles Armstrong School 1405 Solana Drive Belmont, CA 94002	N/A	PC	To support financial aid for students in special education programs	70,000
Total ►				3,173,500
3a				

Form 990FP 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>				
Student Access Services 835 College Avenue Kentfield, CA 94904	N/A	PC	To provide program support utilizing technology and software to support disabled students program	15,000
Eastside College Preparatory School 1041 Myrtle Street East Palo Alto, CA 94303	N/A	PC	To provide rigorous college prep for low-income, first generation college bound students	50,000
Enterprise for High School 200 Pine Street 6th Floor San Francisco, CA 94104	N/A	PC	To support This Way Ahead program to underserved San Francisco youths	15,000
Mission Delores Academy 3371 16th Street San Francisco, CA 94114	N/A	PC	To support tuition assistance to inner-city low income students	15,000
Neil Armstrong Focus Program 2849 Calais Drive San Ramon, CA 94583	N/A	PC	To support Focus program at Neil Armstrong Elementary School which delivers volunteer, financial, technical and leadership resources	10,000
Saint Mary's College of California 1928 St Marys Road Moraga, CA 94575	N/A	PC	To support their Undergraduate Scholarship Assistance Fund	15,000
Stanbridge Academy 515 East Poplar Avenue San Mateo, CA 94401	N/A	PC	To support their tuition assistance program for low-income learning disabled students	70,000
Star Academy 4470 Redwood Hwy San Rafael, CA 94903	N/A	PC	To provide support for the Multi-Sensory Language Arts tutoring program for students with learning differences	25,000
Sterne School 2690 Jackson Street San Francisco, CA 95115	N/A	PC	To provide tuition assistance for students with moderate to severe learning differences	30,000
UOP McGeorge School of Law 3601 Pacific Ave Stockton, CA 95211	N/A	PC	To provide support to students while volunteering during summer in public interest organizations	15,000
Brain Injury Network of the Bay Are 1132 Magnolia Avenue Larkspur, CA 94939	N/A	PC	To provide support for their post-acute non-profit	25,000
Friends of Laguna Honda Hospital 945 Taraval Street 150 San Francisco, CA 94116	N/A	PC	To provide general support for their patient care	30,000
Operation Access 1119 Market Street Suite 400 San Francisco, CA 94103	N/A	PC	To support their operations which manage donated surgeries and specialty care to low-income, uninsured Bay Area patients	30,000
Shanti 730 Polk Street San Francisco, CA 94109	N/A	PC	To provide support for vital services to underserved and economically vulnerable persons	15,000
Acknowledge Alliance 2483 Old Middlefield Way Suite 208 Mountain View, CA 94043	N/A	PC	To provide support for the direct psychotherapy services to at-risk youth at Court and Community schools in San Mateo County	20,000
Total ► 3a				3,173,500

Form 990FP 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				
Adolescent Counseling Services 1717 Embarcadero Road Ste 4000 Palo Alto, CA 94303	N/A	PC	To support their Adolescent Substance Abuse Treatment Program	25,000
Advokids 5643 Paradise Drive 12B Corte Madera, CA 94925	N/A	PC	To provide support for legal information, support, and education to advocates for foster children in California	80,000
Alive Free formerly Omega Boys Club 1060 Tennessee St San Francisco, CA 94188	N/A	PC	To provide support to low-income students with academics infused with violence prevention programming	15,000
Boys Girls Club of San Francisco 55 Hawthorne Street Suite 600 San Francisco, CA 94105	N/A	PC	To provide support for their Youth Workforce Development programs	35,000
CASA of San Mateo County 330 Twin Dolphin Dr Ste 139 Redwood City, CA 95065	N/A	PC	To provide support for Court Appointed Special Advocates for abused and neglected children under protection of the court	20,000
City Youth Now 375 Woodside Avenue San Francisco, CA 94127	N/A	PC	To support programs for youths under court jurisdiction through education and literacy	90,000
Holy Family Day Homes of San Francisco 299 Delores Avenue San Francisco, CA 94103	N/A	PC	To support their high quality early childhood education and comprehensive family support programs	30,000
Homework Central PO Box 6687 San Mateo, CA 94403	N/A	PC	To assist in general funding for their programs	6,500
Huckleberry Youth Programs 3310 Geary Blvd San Francisco, CA 94118	N/A	PC	To support their programs to service high-needs youths in San Francisco and Marin	40,000
Larkin Street Youth Services 134 Golden Gate Avenue San Francisco, CA 94102	N/A	PC	To support their programs for Housing and Support services	100,000
Northern California Family Center 2244 Pacheco Blvd Martinez, CA 94553	N/A	PC	To support their programs for runaway, abused and homeless youth	40,000
Ravenswood Family Health Center 1885 Bay Road East Palo Alto, CA 94303	N/A	PC	To support their program to provide oral health care and dentistry services to low income underserved young children and children with special needs	20,000
Reading Partners 180 Grand Avenue Oakland, CA 94612	N/A	PC	To provide support for recruiting and training volunteers to work one-on-one with low income students to improve reading skills to grade level	100,000
San Francisco Child Abuse Prevention 1757 Waller Street San Francisco, CA 94117	N/A	PC	To support their program to recruit, train and supervise volunteers to provide individual advocacy and mentoring to foster care kids	90,000
San Francisco CASA 2535 Mission Street San Francisco, CA 94110	N/A	PC	To support their program to recruit, train and supervise volunteers to provide individual advocacy and mentoring to foster care kids	60,000
Total ►				3,173,500
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 Paid during the year				
San Francisco Education Fund 2730 Bryant Street 2nd Floor San Francisco, CA 94110	N/A	PC	To provide support to their programs recruiting and training volunteers in San Francisco schools with emphasis on preparing students from low income high need communities	20,000
Sunny Hills 300 Sunny Hills Drive San Anselmo, CA 94960	N/A	PC	To support programs providing academic and therapeutic activities for children with severe emotional and behavioral difficulties	15,000
Sunset Youth Services 3918 Judah Street San Francisco, CA 94122	N/A	PC	To support Youth Development Program services for high risk youths	40,000
EPIPHANY CENTER MT ST JOSEPH 100 MASONIC AVE SAN FRANCISCO, CA 94118	N/A	PC	To provide licensed therapeutic early education for children from low-income families at risk for developmental delays	20,000
PENINSULA FAMILY SERVICE SAN MATEO 24 SECOND AVE SAN MATEO, CA 94401	N/A	PC	To provide early learning services to low income children, which include preparing children for academic success and support parents and families working toward financial stability	7,500
SOUTH OF MARKET CHILD CARE 790 FOLSOM STREET SAN FRANCISCO, CA 94107	N/A	PC	To support program to deliver low-cost child development and early education programming	15,000
VIETNAM VETERANS OF AMERICA INC 37 EDWARD AVE SAN RAFAEL, CA 94903	N/A	PC	To provide general support for the Marin County chapter	5,000
UC BERKELEY FOUNDATION 2087 ADDISON STREET BERKELEY, CA 94720	N/A	PC	To support Foster Youth Scholarship Program Initiative providing academic focused retention services through financial support and resources to freshman who are foster youth or orphaned	15,000
BERNAL HEIGHTS NEIGHBORDHOOD CENTER 515 Cortland Ave San Francisco, CA 94110	N/A	PC	To provide active, homebound and at-risk seniors access to health-related services, food assistance, social services, recreational/educational activities	20,000
COMMITTEE ON THE SHELTERLESS PETALU 900 Hopper Street Petaluma, CA 94953	N/A	PC	To provide relief to 1700+ homeless Sonoma County residents by providing basic services, programs for recovery and skills building programs	20,000
COMMUNITY SUPPORT NETWORK SANTA ROS 1410 Guerneville Road Suite 14 Santa Rosa, CA 95403	N/A	PC	To support Sanctuary House program, 10-bed home with mental health programming serving Transitional Age Youth (TAY) at high-risk for chronic homelessness	20,000
LIFEMOVES MENLO PARK 181 Constituion Drive Menlo Park, CA 94025	N/A	PC	To provide interim housing and supportive services	25,000
SAFE ALTERNATIVES TO VIOLENT ENVIRO 1900 Mowry Ave Suite 201 Fremot, CA 94538	N/A	PC	To provide crisis services to Alameda County abuse victims	25,000
SAN MATEO COMMUNITY HEALTH FOUNDATI 222 West 39th Avenue San Mateo, CA 94403	N/A	PC	To support Keller Center for Family Violence Intervention treating victims of physical and sexual abuse	25,000
SHELTER INC CONCORD 1333 Willow Pass Road Suite 206 Concord, CA 94520	N/A	PC	To provide services preventing and ending homelessness in Contra Costa County	20,000
Total ►				3,173,500
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>				
BIG BROTHERS BIG SISTERS OF THE BAY 649 Mission Street San Francisco, CA 94105	N/A	PC	To provide year-round mentor for very low-income youth 6-18 in Bay Area counties	20,000
FIRST PLACE FOR YOUTH OAKLAND 426 17th Street Suite 100 Oakland, CA 94612	N/A	PC	To provide services to 18-24 foster youth to prevent poverty/homelessness	25,000
SAN FRANCISCO ACHIEVERS 244 Kearny Street 6th Floor San Francisco, CA 94107	N/A	PC	To provide college scholarships, mentoring and guidance to African American male students from SF public schools	20,000
Total ▶ 3a				3,173,500

TY 2016 Accounting Fees Schedule**Name:** GEORGE H SANDY FOUNDATION

co MUFG UNION BANKNA ACCT 6702042630

EIN: 94-6054473**Software ID:** 16000303**Software Version:** 2016v3.0

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
FLEISCHMANN & WADA, INC	57,588	51,830	0	5,758

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

TY 2016 Depreciation Schedule

Name: GEORGE H SANDY FOUNDATION
co MUFG UNION BANKNA ACCT 6702042630

EIN: 94-6054473

Software ID: 16000303

Software Version: 2016v3.0

Description of Property	Date Acquired	Cost or Other Basis	Prior Years' Depreciation	Computation Method	Rate / Life (# of years)	Current Year's Depreciation Expense	Net Investment Income	Adjusted Net Income	Cost of Goods Sold Not Included
IMPROVEMENTS	1990-05-01	13,878	12,940	SL	27 5000	505	505		
IMPROVEMENTS	1990-07-01	6,203	5,753	SL	27 5000	226	226		
IMPROVEMENTS	1991-05-22	19,974	17,848	SL	27 5000	605	605		
IMPROVEMENTS	1991-09-30	2,442	2,158	SL	27 5000	74	74		
IMPROVEMENTS	1991-05-22	20,159	18,020	SL	27 5000	733	733		
IMPROVEMENTS	1991-11-30	5,000	4,383	SL	27 5000	182	182		
IMPROVEMENTS	1991-11-30	8,900	7,803	SL	27 5000	324	324		
IMPROVEMENTS	1991-09-30	2,984	2,643	SL	27 5000	109	109		
BUILDOUT	1993-01-01	3,969	3,312	SL	27 5000	120	120		
PARAPET PLANS	1993-02-01	2,700	2,247	SL	27 5000	82	82		
BUILDOUT	1993-04-01	3,509	2,901	SL	27 5000	106	106		
BUILDOUT	1993-06-01	4,350	3,556	SL	27 5000	132	132		
BUILDOUT	1993-09-01	9,680	7,861	SL	27 5000	293	293		
PAINTING	1993-07-21	23,152	18,875	SL	27 5000	702	702		
TANK REMOVAL	1993-11-09	20,241	16,315	SL	27 5000	613	613		
TANK REMOVAL	1993-07-28	5,097	4,024	SL	27 5000	185	185		
ROOFING REPAIR	1994-09-09	17,750	13,761	SL	27 5000	538	538		
TILE ROOF PAINTING	1994-12-01	10,950	8,392	SL	27 5000	332	332		
IMPROVEMENTS	1994-12-14	6,404	4,912	SL	27 5000	194	194		
TANK REMOVAL	1994-03-14	6,130	4,850	SL	27 5000	223	223		

Description of Property	Date Acquired	Cost or Other Basis	Prior Years' Depreciation	Computation Method	Rate / Life (# of years)	Current Year's Depreciation Expense	Net Investment Income	Adjusted Net Income	Cost of Goods Sold Not Included
IMPROVEMENTS	1994-11-01	38,800	29,866	SL	27 5000	1,411	1,411		
IMPROVEMENTS	1994-02-20	5,650	4,474	SL	27 5000	171	171		
IMPROVEMENTS	1994-03-21	3,520	2,784	SL	27 5000	107	107		
IMPROVEMENTS	1994-05-31	3,113	2,439	SL	27 5000	94	94		
IMPROVEMENTS	1994-10-17	1,935	1,485	SL	27 5000	59	59		
IMPROVEMENTS	1995-03-14	3,904	2,952	SL	27 5000	118	118		
IMPROVEMENTS	1995-03-14	2,250	1,704	SL	27 5000	68	68		
HOT WATER BOILER/TANKS	1995-05-12	9,540	7,157	SL	27 5000	289	289		
IMPROVEMENTS	1995-06-15	5,236	3,905	SL	27 5000	159	159		
IMPROVEMENTS	1995-09-15	14,416	10,634	SL	27 5000	437	437		
IMPROVEMENTS	1995-04-24	6,640	4,992	SL	27 5000	241	241		
IMPROVEMENTS	1995-05-18	7,526	5,651	SL	27 5000	274	274		
ROOFING	1995-06-15	7,400	5,526	SL	27 5000	269	269		
IMPROVEMENTS	1995-08-14	3,200	2,364	SL	27 5000	116	116		
IMPROVEMENTS	1995-03-09	6,250	4,720	SL	27 5000	189	189		
LIGHTING	1995-05-12	3,179	2,392	SL	27 5000	96	96		
IMPROVEMENTS	1995-03-09	4,750	3,597	SL	27 5000	173	173		
IMPROVEMENTS	1995-10-09	5,145	3,779	SL	27 5000	187	187		
IMPROVEMENTS	1996-04-01	2,925	2,090	SL	27 5000	89	89		
IMPROVEMENTS	1996-06-13	18,865	13,406	SL	27 5000	572	572		

Description of Property	Date Acquired	Cost or Other Basis	Prior Years' Depreciation	Computation Method	Rate / Life (# of years)	Current Year's Depreciation Expense	Net Investment Income	Adjusted Net Income	Cost of Goods Sold Not Included
ROOFING	1996-12-06	25,850	17,899	SL	27 5000	783	783		
IMPROVEMENTS	1996-11-20	3,700	2,580	SL	27 5000	112	112		
IMPROVEMENTS	1996-11-15	10,112	7,037	SL	27 5000	368	368		
IMPROVEMENTS	1996-03-14	3,600	2,593	SL	27 5000	109	109		
IMPROVEMENTS	1996-04-12	1,140	808	SL	27 5000	35	35		
IMPROVEMENTS	1996-06-06	1,950	1,407	SL	27 5000	71	71		
IMPROVEMENTS	1997-05-14	9,818	6,649	SL	27 5000	298	298		
IMPROVEMENTS	1997-06-26	3,329	2,244	SL	27 5000	101	101		
WALK - DECK	1997-06-12	3,675	2,484	SL	27 5000	111	111		
IMPROVEMENTS	1997-08-14	8,515	5,696	SL	27 5000	258	258		
IMPROVEMENTS	1997-12-15	10,177	6,675	SL	27 5000	308	308		
IMPROVEMENTS	1997-03-13	2,520	1,729	SL	27 5000	92	92		
LAUNDRY ROOM IMPROVEMENTS	1997-05-28	11,565	7,841	SL	27 5000	421	421		
REMODEL IMPROVEMENTS	1997-05-14	12,756	8,642	SL	27 5000	464	464		
IMPROVEMENTS	1997-10-14	4,725	3,132	SL	27 5000	172	172		
REMODEL IMPROVEMENTS	1997-10-14	1,707	1,129	SL	27 5000	62	62		
IMPROVEMENTS	1998-08-14	2,800	1,772	SL	27 5000	85	85		
IMPROVEMENTS	1998-12-14	12,305	7,619	SL	27 5000	373	373		
IMPROVEMENTS	1998-02-11	1,284	840	SL	27 5000	47	47		
IMPROVEMENTS	1998-05-14	5,580	3,578	SL	27 5000	203	203		

Description of Property	Date Acquired	Cost or Other Basis	Prior Years' Depreciation	Computation Method	Rate / Life (# of years)	Current Year's Depreciation Expense	Net Investment Income	Adjusted Net Income	Cost of Goods Sold Not Included
IMPROVEMENTS	1998-06-15	13,710	6,175	SL	39 0000	352	352		
IMPROVEMENTS	1998-06-30	9,999	6,385	SL	27 5000	364	364		
IMPROVEMENTS	1998-09-30	6,667	2,957	SL	39 0000	171	171		
IMPROVEMENTS	1998-09-30	6,167	3,873	SL	27 5000	224	224		
IMPROVEMENTS	1998-12-14	10,037	6,220	SL	27 5000	365	365		
BOILER REPLACEMENT	1999-06-02	28,014	16,857	SL	27 5000	849	849		
ELECTRICAL UPGRADE	1999-06-11	11,484	10,758	SL	27 5000	418	418		
IMPROVEMENTS	2000-03-14	4,763	2,732	SL	27 5000	144	144		
IMPROVEMENTS	2000-04-13	3,205	1,838	SL	27 5000	97	97		
FIRE ESCAPE DECK EXTENSN	2000-12-11	1,800	975	SL	27 5000	55	55		
IMPROVEMENTS REMODEL	2000-12-20	3,500	1,905	SL	27 5000	106	106		
VACANCY UPGRADES	2000-07-11	7,359	4,154	SL	27 5000	268	268		
IMPROVEMENTS	2000-11-06	1,706	935	SL	27 5000	62	62		
IMPROVEMENTS	2001-02-08	4,000	2,158	SL	27 5000	121	121		
IMPROVEMENTS	2001-03-09	6,831	3,669	SL	27 5000	207	207		
SEWER REPLACEMENT	2001-03-13	7,890	4,245	SL	27 5000	239	239		
IMPROVEMENTS	2001-04-04	4,500	2,412	SL	27 5000	136	136		
IMPROVEMENTS	2001-05-16	3,400	1,813	SL	27 5000	103	103		
IMPROVEMENTS	2001-06-20	3,535	1,876	SL	27 5000	107	107		
IMPROVEMENTS	2001-07-16	3,353	1,764	SL	27 5000	102	102		

Description of Property	Date Acquired	Cost or Other Basis	Prior Years' Depreciation	Computation Method	Rate / Life (# of years)	Current Year's Depreciation Expense	Net Investment Income	Adjusted Net Income	Cost of Goods Sold Not Included
AUTOMATIC GATE	2001-11-13	1,580	805	SL	27 5000	48	48		
HOT WATER SYSTEM	2001-06-20	3,650	1,934	SL	27 5000	133	133		
IMPROVEMENTS	2001-08-22	2,972	1,552	SL	27 5000	108	108		
IMPROVEMENTS	2001-09-11	2,290	1,186	SL	27 5000	83	83		
IMPROVEMENTS	2002-02-20	11,313	5,703	SL	27 5000	343	343		
ROOF REPAIR	2002-03-21	4,750	2,386	SL	27 5000	144	144		
STEEL DOORS	2002-09-16	7,691	3,722	SL	27 5000	233	233		
IMPROVEMENTS	2002-01-10	6,170	3,127	SL	27 5000	224	224		
IMPROVEMENTS	2002-03-05	5,995	3,007	SL	27 5000	218	218		
ELEVATOR REBUILD	2002-04-28	15,555	7,759	SL	27 5000	566	566		
IMPROVEMENTS	2002-06-26	2,400	1,178	SL	27 5000	87	87		
ELECTRICAL UPGRADE	2002-06-05	4,465	2,194	SL	27 5000	162	162		
ELECTRICAL UPGRADE	2002-07-24	53,720	26,285	SL	27 5000	1,953	1,953		
ELECTRICAL UPGRADE	2002-07-24	12,844	6,285	SL	27 5000	467	467		
IMPROVEMENTS	2002-07-26	21,280	10,417	SL	27 5000	774	774		
IMPROVEMENTS	2002-07-17	3,826	1,871	SL	27 5000	139	139		
REMODEL	2002-09-09	24,950	12,056	SL	27 5000	907	907		
IMPROVEMENTS	2002-10-22	2,200	1,057	SL	27 5000	80	80		
IMPROVEMENTS	2002-10-22	5,372	2,576	SL	27 5000	195	195		
FURNACE	2002-10-09	9,781	4,702	SL	27 5000	356	356		

Description of Property	Date Acquired	Cost or Other Basis	Prior Years' Depreciation	Computation Method	Rate / Life (# of years)	Current Year's Depreciation Expense	Net Investment Income	Adjusted Net Income	Cost of Goods Sold Not Included
IMPROVEMENTS	2002-12-23	2,800	1,330	SL	27 5000	102	102		
ELECTRICAL WORK	2002-12-02	3,795	1,800	SL	27 5000	138	138		
ROOF REPLACEMENT	2003-03-28	57,580	26,698	SL	27 5000	1,745	1,745		
IMPROVEMENTS	2003-05-22	2,300	1,057	SL	27 5000	70	70		
IMPROVEMENTS	2003-12-10	4,629	2,030	SL	27 5000	140	140		
ELECTRICAL UPGRADES	2003-04-30	107,284	49,413	SL	27 5000	3,901	3,901		
ELECTRICAL UPGRADES	2003-04-30	3,844	1,773	SL	27 5000	140	140		
IMPROVEMENTS-STOREFRONT	2003-04-30	48,127	22,167	SL	27 5000	1,750	1,750		
IMPROVEMENTS	2003-06-10	18,415	8,431	SL	27 5000	670	670		
ELECTRICAL UPGRADES	2003-07-03	12,171	5,537	SL	27 5000	443	443		
ELECTRICAL UPGRADES	2003-08-18	6,805	3,046	SL	27 5000	247	247		
ELECTRICAL UPGRADES	2003-08-13	36,574	16,514	SL	27 5000	1,330	1,330		
PHONE ACCESS SYSTEM	2003-12-29	3,069	1,344	SL	27 5000	112	112		
IMPROVEMENTS	2004-01-28	5,038	2,189	SL	27 5000	153	153		
IMPROVEMENTS	2004-03-16	19,675	8,431	SL	27 5000	596	596		
IMPROVEMENTS-PULL STN	2004-05-17	1,681	709	SL	27 5000	51	51		
IMPROVEMENTS	2004-06-16	2,075	866	SL	27 5000	63	63		
WIRING/PAINTING	2004-08-12	5,875	2,434	SL	27 5000	178	178		
BLDG EXTERIOR PAINTING	2004-11-30	32,250	13,050	SL	27 5000	977	977		
IMPROVEMENTS	2004-06-16	11,850	4,974	SL	27 5000	431	431		

Description of Property	Date Acquired	Cost or Other Basis	Prior Years' Depreciation	Computation Method	Rate / Life (# of years)	Current Year's Depreciation Expense	Net Investment Income	Adjusted Net Income	Cost of Goods Sold Not Included
IMPROVEMENTS	2004-03-29	2,691	1,155	SL	27 5000	98	98		
SECURITY CAMERA SYSTEM	2004-12-27	16,380	6,581	SL	27 5000	596	596		
SEC CAMERA WIRING/CONDT	2004-12-27	11,600	4,660	SL	27 5000	422	422		
IMPROVEMENTS	2004-12-07	7,153	2,871	SL	27 5000	260	260		
HEATER/(2) 120 GAL TANKS	2004-11-09	5,975	2,414	SL	27 5000	217	217		
ROOFING	2004-12-21	47,500	19,069	SL	27 5000	1,727	1,727		
IMPROVEMENTS	2005-02-15	21,161	8,363	SL	27 5000	641	641		
IMPROVEMENTS	2005-11-28	15,660	5,761	SL	27 5000	475	475		
SECURITY CAMERAS WIRING	2005-01-15	18,380	7,321	SL	27 5000	668	668		
IMPROVEMENTS	2005-09-28	3,000	1,122	SL	27 5000	109	109		
IMPROVEMENTS	2005-10-27	2,652	980	SL	27 5000	96	96		
IMPROVEMENTS	2006-08-29	2,478	840	SL	27 5000	75	75		
IMPROVEMENTS	2006-02-21	15,124	5,408	SL	27 5000	550	550		
IMPROVEMENTS	2006-05-26	7,268	2,530	SL	27 5000	264	264		
IMPROVEMENTS	2006-05-26	18,020	6,277	SL	27 5000	655	655		
IMPROVEMENTS	2006-06-28	13,429	4,636	SL	27 5000	488	488		
IMPROVEMENTS	2006-08-29	6,142	2,081	SL	27 5000	223	223		
IMPROVEMENTS	2006-10-12	5,141	1,730	SL	27 5000	187	187		
IMPROVEMENTS	2006-07-17	3,908	1,337	SL	27 5000	142	142		
IMPROVEMENTS	2006-07-20	2,000	687	SL	27 5000	73	73		

Description of Property	Date Acquired	Cost or Other Basis	Prior Years' Depreciation	Computation Method	Rate / Life (# of years)	Current Year's Depreciation Expense	Net Investment Income	Adjusted Net Income	Cost of Goods Sold Not Included
IMPROVEMENT - #101	2007-01-29	1,000	321	SL	27 5000	30	30		
IMPROVEMENTS - #305	2007-06-27	5,200	1,607	SL	27 5000	158	158		
IMPROVEMENTS - #305, #406	2007-07-11	5,500	1,700	SL	27 5000	167	167		
ELEVATOR IMPROVEMENTS	2007-09-05	2,485	750	SL	27 5000	75	75		
ELEVATOR IMPROVEMENTS	2007-10-03	3,269	982	SL	27 5000	99	99		
IMPROVEMENTS - #305, #603	2007-06-30	17,153	5,304	SL	27 5000	624	624		
ROOF REPAIR	2007-08-22	4,670	1,417	SL	27 5000	170	170		
IMPROVEMENTS	2007-09-26	9,852	2,954	SL	27 5000	358	358		
IMPROVEMENTS	2007-11-10	21,069	6,253	SL	27 5000	766	766		
IMPROVEMENTS - #503	2008-09-03	10,259	2,735	SL	27 5000	311	311		
FIRE SPRINKLER UPGRADES	2008-07-01	6,350	1,732	SL	27 5000	231	231		
IMPROVEMENTS - #504, #505	2008-09-18	24,049	6,344	SL	27 5000	875	875		
IMPROVEMENTS - #204	2008-11-25	21,555	5,553	SL	27 5000	784	784		
IMPROVEMENTS - #245	2008-11-25	4,093	1,055	SL	27 5000	149	149		
IMPROVEMENTS - #301	2009-07-16	22,548	5,262	SL	27 5000	683	683		
IMPROVEMENTS - #605	2009-01-21	2,604	657	SL	27 5000	95	95		
IMPROV - HALLWAY PAINTING	2009-03-12	34,958	8,685	SL	27 5000	1,271	1,271		
GARBAGE CHUTE	2009-03-26	14,867	3,651	SL	27 5000	541	541		
IMPROVEMENTS - #302	2009-04-09	22,181	5,447	SL	27 5000	807	807		
IMPROVEMENTS - #203	2009-05-27	2,950	705	SL	27 5000	107	107		

Description of Property	Date Acquired	Cost or Other Basis	Prior Years' Depreciation	Computation Method	Rate / Life (# of years)	Current Year's Depreciation Expense	Net Investment Income	Adjusted Net Income	Cost of Goods Sold Not Included
IMPROVEMENTS - # 102	2009-06-25	20,084	4,745	SL	27 5000	730	730		
IMPROVEMENTS - # 305	2009-09-23	9,848	2,238	SL	27 5000	298	298		
PAINTING- EXTERIOR	2009-12-21	114,069	24,888	SL	27 5000	4,148	4,148		
ROOF REPAIR	2009-12-02	16,250	3,595	SL	27 5000	591	591		
IMPROVEMENTS - # 501	2009-11-03	17,427	3,910	SL	27 5000	634	634		
IMPROVEMENTS - # 208	2009-12-21	7,754	1,692	SL	27 5000	282	282		
IMPROVEMENTS - # 603	2010-02-25	5,978	1,266	SL	27 5000	217	217		
IMPROVEMENTS - # 404	2010-04-14	14,029	2,933	SL	27 5000	425	425		
IMPROVEMENTS - # 507	2010-04-14	13,000	2,720	SL	27 5000	473	473		
IMPROVEMENTS - # 306	2010-05-24	26,000	5,277	SL	27 5000	945	945		
IMPROVEMENTS - # 308	2010-10-26	6,869	1,292	SL	27 5000	250	250		
IMPROVEMENTS - # 506	2011-01-25	5,538	989	SL	27 5000	168	168		
IMPROVEMENTS - # 703	2011-04-19	26,287	4,461	SL	27 5000	797	797		
IMPROVEMENTS - # 606	2011-05-09	10,767	1,829	SL	27 5000	326	326		
RANGE/REFRIGERATOR - #703	2011-03-28	1,376	1,306	SL	5 0000	70	70		
IMPROVEMENTS - # 108	2011-07-11	12,710	2,079	SL	27 5000	462	462		
IMPROVEMENTS - # 206	2011-07-11	6,024	986	SL	27 5000	219	219		
IMPROVEMENTS - # 408	2011-10-26	16,800	2,546	SL	27 5000	611	611		
IMPROVEMENTS - # 307	2011-11-10	11,294	1,712	SL	27 5000	411	411		
ELEVATOR RENOVATIONS	2011-01-26	919,063	164,315	SL	27 5000	33,420	33,420		

Description of Property	Date Acquired	Cost or Other Basis	Prior Years' Depreciation	Computation Method	Rate / Life (# of years)	Current Year's Depreciation Expense	Net Investment Income	Adjusted Net Income	Cost of Goods Sold Not Included
IMPROVEMENTS - # 202	2012-08-24	29,171	3,537	SL	27 5000	884	884		
RANGE/DISHWASHER - # 202	2012-08-24	1,435	957	SL	5 0000	239	239		
IMPROVEMENTS - # 401	2013-05-14	39,204	3,802	SL	27 5000	1,188	1,188		
ELECTRICAL, GARAGE DOOR	2013-04-05	6,330	633	SL	27 5000	192	192		
APPLIANCES UNIT # 401	2013-02-15	2,499	1,458	SL	5 0000	417	417		
REFRIGERATOR	2013-06-21	1,621	810	SL	5 0000	270	270		
IMPROVEMENTS - # 501	2013-08-29	39,685	3,367	SL	27 5000	1,203	1,203		
PAINTING - BUILDING	2013-10-18	51,880	4,088	SL	27 5000	1,572	1,572		
IMPROVEMENTS - # 602	2013-10-10	10,550	864	SL	27 5000	320	320		
ELEVATOR IMPROVEMENTS	2013-11-20	10,750	815	SL	27 5000	326	326		
IMPROVEMENTS - # 602	2013-12-19	39,639	2,882	SL	27 5000	1,441	1,441		
APPLIANCES UNIT # 501	2013-10-10	2,721	1,224	SL	5 0000	454	454		
APPLIANCES UNIT # 283	2013-11-30	2,584	1,077	SL	5 0000	517	517		
WATER BOILER/ STORAGE TANK	2014-03-27	23,260	1,480	SL	27 5000	705	705		
GUTTER REPLACEMENTS	2014-09-06	10,514	509	SL	27 5000	319	319		
PAINTING - PACIFIC AVE	2014-11-30	255,600	10,070	SL	27 5000	7,745	7,745		
IMPROVEMENTS - # 604	2014-01-01	2,800	204	SL	27 5000	102	102		
IMPROVEMENTS - # 201	2014-07-03	49,142	2,680	SL	27 5000	1,787	1,787		
IMPROVEMENTS - # 107	2014-10-02	20,550	934	SL	27 5000	747	747		
APPLIANCES - UNIT # 201	2014-07-08	3,301	990	SL	5 0000	660	660		

Description of Property	Date Acquired	Cost or Other Basis	Prior Years' Depreciation	Computation Method	Rate / Life (# of years)	Current Year's Depreciation Expense	Net Investment Income	Adjusted Net Income	Cost of Goods Sold Not Included
DVR RECORDER SECURITY	2014-10-07	4,141	1,035	SL	5 0000	828	828		
SECURITY CAMERAS	2015-03-03	5,720	953	SL	5 0000	1,144	1,144		
ELEVATOR IMPROVEMENTS	2015-12-15	13,400	41	SL	27 5000	406	406		
IMPROVEMENTS- # 303	2016-07-07	45,310		SL	27 5000	824	824		

TY 2016 Other Assets Schedule**Name:** GEORGE H SANDY FOUNDATION

co MUFG UNION BANKNA ACCT 6702042630

EIN: 94-6054473**Software ID:** 16000303**Software Version:** 2016v3.0**Other Assets Schedule**

Description	Beginning of Year - Book Value	End of Year - Book Value	End of Year - Fair Market Value
ACCRUED INTEREST/DIVIDENDS RECEIVABLE	20,578	33,763	33,763

TY 2016 Other Expenses Schedule**Name:** GEORGE H SANDY FOUNDATION

co MUFG UNION BANKNA ACCT 6702042630

EIN: 94-6054473**Software ID:** 16000303**Software Version:** 2016v3.0**Other Expenses Schedule**

Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
ADMINISTRATIVE EXPENSES	233	233		
APPRAISAL FEE	5,300	5,300		
INSURANCE	2,261	2,261		
MISCELLANEOUS	3,874	3,874		
Rental Expenses	951,920	951,920		

TY 2016 Other Liabilities Schedule**Name:** GEORGE H SANDY FOUNDATION

co MUFG UNION BANKNA ACCT 6702042630

EIN: 94-6054473**Software ID:** 16000303**Software Version:** 2016v3.0

Description	Beginning of Year - Book Value	End of Year - Book Value
DEPOSITS	236,327	
DUE TO OTHERS	8,251	8,251
EXCISE TAX PAYABLE		536,061
Rounding	2	1

TY 2016 Taxes Schedule**Name:** GEORGE H SANDY FOUNDATION

co MUFG UNION BANKNA ACCT 6702042630

EIN: 94-6054473**Software ID:** 16000303**Software Version:** 2016v3.0

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
FEDERAL EXCISE TAXES	578,861			
FOREIGN TAXES PAID	6,252	6,252		

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George H. Sandy Foundation

Part II: Investments - Securities - Line 10(c)

<u>Par</u> <u>Value</u>	<u>Corporate Bonds</u>	<u>Cost or</u> <u>Basis</u>	<u>Market</u> <u>Value</u>
250.000	Amgen Incorporated 5 70% 2/1/2019	\$ 252.116	\$ 268.703
250.000	Carolina Power & Light Bonds 5 30% 1/15/2019	251.686	267.225
100.000	International Business Machines 5 7% 9/14/2017	100.390	102.997
100.000	Wal Mart Stores Inc 5 3750% 4/5/2017	100.202	101.096
	Total Corporate Bonds	\$ <u>704.394</u>	\$ <u>740.021</u>

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Part II: Investments - Securities - Line 10(b) Page 1

Number of Shares	Common and Preferred Stock	Cost or Basis	Market Value
3.500	Abbott Labs	\$ 79.766	\$ 134.435
450	Alphabet Inc Cl A	229.150	356.602
250	Alphabet Inc Cl C	67.807	192.955
3.000	Analog Devices Inc	219.180	217.860
4.950	Apple	404.258	573.309
8.000	AT & T	322.889	340.240
6.000	Bank of New York Mellon Corp	290.880	284.280
5.900	Baxter Intl Inc	219.806	261.606
983	Berkshire Hathaway Inc Del Cl B New	22.015	160.209
1.000	Capital One Financial Corp Com	75.333	87.240
1.500	Chevron Corp Com	55.861	176.550
2.700	Chubb Limited Com	345.417	356.724
10.000	Cisco Systems Inc	248.209	302.200
2.000	Colgate Palmolive Co	49.945	130.880
4.100	Comcast Corp New Cl A	232.977	283.105
2.300	Costco Wholesale Corp New Com	202.762	368.253
1.900	CVS Caremark Corporation	63.692	149.929
3.800	Danaheir Corp	162.412	295.792
2.500	Disnev. Walt Co Inc	131.320	260.550
2.000	Dollar Tree Inc Com	174.892	154.360
1.000	DuPont Nemours & Co Com	40.676	73.400
1.500	Eaton Corp PLC Shs	100.581	100.635
2.100	Ecolab Inc Com	206.385	246.162
880	EOG Res Inc Com	71.117	88.968
1.500	Exxon Mobil Corporation	72.531	135.390
6.000	Fastenal Co	294.959	281.880
5.150	Fortive Corp Com	230.721	276.195
10.100	General Electric Co	301.328	319.160
2.235	Home Depot Inc	67.780	299.669
3.000	Honeywell International Inc	346.659	347.550
1.500	Intel Corp	31.740	54.405
3.500	Intercontinental Exchange Inc Com	177.186	197.470
1.300	Johnson & Johnson Com	42.991	149.773
4.500	JPMorgan Chase & Co	163.148	388.305
1.500	Linear Technology Corp Com	71.187	93.525
2.000	McDonalds Corp	146.129	243.440
4.000	Medtronic PLC Shs	296.995	284.920
6.000	Merck & Co Inc Com	368.414	353.220
9.800	Microsoft Corp	410.426	608.972
1.800	Mondelez Intl Inc Cl A	79.353	79.794
2.300	Nextera Energy Inc Com	157.138	274.758
4.000	Occidental Pete Corp	281.306	284.920
8.000	Oracle Corp Com	246.873	307.600
2.300	Pepsico Inc Com	89.568	240.649
9.147	Pfizer Inc	270.098	297.094
3.400	Schlumberger Ltd Com	\$ 202.758	\$ 285.430
2.000	Schwab Charles Corp New Com	52.670	78.940
281	Shire PLC	53.931	47.877
3.000	Starbucks Corp	176.225	166.560
2.900	Target Corp	128.447	209.467
2.800	Tractor Supply Co	210.102	212.268
4.600	Verizon Communications	133.204	245.548
2.200	Walgreens Boots Alliance Inc Com	188.866	182.072
7.300	Wells Fargo & Co	189.954	402.303
5.000	Xilinx Inc	278.190	301.850
Total Common and Preferred Stocks		<u>9,778,207</u>	<u>13,247,248</u>

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George H. Sandy Foundation

Part II: Investments - Securities - Line 10(b)

Number of Shares	Common and Preferred Stock	Cost or Basis	Market Value
3,500	Abbott Labs	\$ 79,766	\$ 157,185
3,500	Abbvie Inc Com	86,499	207,340
700	Ace Ltd	81,451	81,795
250	Alphabet Inc Cl A	68,235	194,503
250	Alphabet Inc Cl C	67,807	189,720
2,450	Apple	119,225	257,887
1,900	Baxalta Intl Inc Com	35,305	74,157
1,900	Baxter Intl Inc	41,429	72,485
983	Berkshire Hathaway Inc Del Cl B New	22,015	129,795
1,000	Capital One Financial Corp Com	75,333	72,180
1,500	Chevron Corp Com	55,861	134,940
5,000	Cisco Systems Inc	98,270	135,775
2,000	Colgate Palmolive Co	49,945	133,240
2,600	Comcast Corp	128,994	146,718
2,500	ConocoPhillips	53,756	116,725
1,300	Costco Wholesale Corp New Com	44,283	209,950
1,900	CVS Caremark Corporation	63,692	185,763
2,300	Danahe Corp	60,228	213,624
1,500	Disney, Walt Co Inc	27,232	157,620
1,000	DuPont Nemours & Co Com	40,676	66,600
1,500	Eaton Corp PLC Shs	104,001	78,060
700	Ecolab Inc Com	38,478	80,066
880	EOG Res Inc Com	71,117	62,295
1,500	Exxon Mobil Corporation	72,531	116,925
10,100	General Electric Co	301,328	314,615
2,735	Home Depot, Inc	74,533	361,704
1,500	Intel Corp	31,740	51,675
500	Intercontinental Exchange Inc Com	117,363	128,130
1,300	Johnson & Johnson Com	42,992	133,536
5,000	JPMorgan Chase & Co	182,579	330,150
1,500	Linear Technology Corp Com	71,187	63,705
1,000	McDonalds Corp	25,232	118,140
1,000	Medtronic PLC Shs	77,238	76,920
5,800	Microsoft Corp	162,896	321,784
1,800	Mondelez Intl Inc Cl A	79,353	80,712
1,300	Nextera Energy Inc Com	40,934	135,057
4,000	Oracle Corp Com	84,980	146,120
2,300	Pepsico Inc Com	89,568	229,816
9,147	Pfizer Inc	270,098	295,265
1,900	Schlumberger Ltd Com	76,568	132,525
2,000	Schwab Charles Corp New Com	52,670	65,860
2,000	Target Corp	58,743	145,220
1,300	Tractor Supply Co	94,168	111,150
2,600	Verizon Communications	30,498	120,172
6,800	Wells Fargo & Co	161,460	369,648
Total Common and Preferred Stocks		\$ 3,712,257	\$ 7,007,252

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Part II: Investments - Securities - Line 10(b)

<u>Units</u>	<u>Mutual Funds</u>	<u>Cost or Basis</u>	<u>Market Value</u>
40,822 643	Columbia Small Cap Value Fund II Class Z	\$ 540,482	\$ 621,729
24,958 313	Payden Low Duration Fund	251,829	249,583
15,432 933	Dodge & Cox International Stock Fund	626,946	562,993
22,214 435	MFS International Growth Fund Class	673,942	634,889
16,082 145	Pimco High Yield Fund	141,456	132,838
42,055 183	Eaton Vance Floating Rate & High Income Fund	380,000	347,796
27,135 869	Eaton Vance Global Macro Absolute Return Fund	260,348	245,580
15,871 663	Nationwide Geneva Small Cap Growth Fund	438,783	683,116
48,146 010	Nationwide Baird International Equities Fund	327,840	368,317
12,516 876	Schroder Emerging Market Equity Fund	172,607	136,309
21,607 364	AQR Managed Futures Strategy Fund Class I Shs	234,369	219,963
24,029 575	Western Asset Macro Opportunities Instl Sh Class Fund	241,738	242,218
10,181 532	Lazard Emerging Markets Institutional Fund	193,012	136,840
	Total Mutual Funds	\$ <u>4,483,352</u>	\$ <u>4,582,171</u>
	Total Corporate Stocks and Funds	\$ <u>8,195,609</u>	\$ <u>11,589,423</u>

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Part II: Investments - Securities - Line 10(a)

Par Value/ <u>Units</u>	<u>U S Government Obligations</u>	Cost or <u>Basis</u>	Market <u>Value</u>
2.817 38	Federal Home Loan Mtg Corp 5 00% 11/1/2021	\$ 2.925	\$ 2.961
2.710 21	Federal Home Mortgage Corp Pool 5 50% 7/1/2021	2.834	2.869
4.207 81	Federal National Mtg Assn Pool 5 00% 7/1/2033	4.354	4.609
5.242 04	Federal National Mtg Assn Pool 4 50% 7/1/2033	<u>5.409</u>	<u>5.425</u>
	Total U S Government Obligations	\$ <u><u>15.522</u></u>	\$ <u><u>15.864</u></u>