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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 07-01-2016, and ending 06-30-2017

Name of foundation
MAKING WAVES FOUNDATION INC

A Employer identification number
68-0204312

Number and street (or P O box number if mail is not delivered to street address)
3220 BLUME DRIVE SUITE 250

Room/suite

B Telephone number (see instructions)
(510) 237-6027

City or town, state or province, country, and ZIP or foreign postal code
RICHMOND, CA 94806

C If exemption application is pending, check here

G Check all that apply

☐ Initial return

☐ Initial return of a former public charity

☐ Final return

☐ Amended return

☐ Address change

☐ Name change

D 1. Foreign organizations, check here

D 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

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) \$ 152,492,348

J Accounting method
☐ Cash ☒ Accrual
☐ Other (specify) (Part I, column (d) must be on cash basis)

Part I

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

	(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
Revenue	1 Contributions, gifts, grants, etc , received (attach schedule)	69,344,497		
	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	241,739	241,739	241,739
	5a Gross rents			
	b Net rental income or (loss)			
	6a Net gain or (loss) from sale of assets not on line 10	544,960		
	b Gross sales price for all assets on line 6a			
	7 Capital gain net income (from Part IV, line 2)		544,960	
	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)	2,393,247		2,393,247	
12 Total. Add lines 1 through 11	72,524,443	786,699	2,634,986	
Operating and Administrative Expenses	13 Compensation of officers, directors, trustees, etc	558,388		558,388
	14 Other employee salaries and wages	3,142,146		3,142,146
	15 Pension plans, employee benefits	777,091		777,091
	16a Legal fees (attach schedule)	1,399		1,399
	b Accounting fees (attach schedule)	27,870		7,075
	c Other professional fees (attach schedule)	1,644,861	30	123,600
	17 Interest	586,081		
	18 Taxes (attach schedule) (see instructions)	15,227		
	19 Depreciation (attach schedule) and depletion	1,956,507		1,741,696
	20 Occupancy	1,641,326		1,641,326
	21 Travel, conferences, and meetings	49,897		49,897
	22 Printing and publications	17,038		17,038
	23 Other expenses (attach schedule)	3,871,298		733,442
	24 Total operating and administrative expenses. Add lines 13 through 23	14,289,129	30	2,607,212
	25 Contributions, gifts, grants paid	320,000		320,000
	26 Total expenses and disbursements. Add lines 24 and 25	14,609,129	30	2,607,212
	27 Subtract line 26 from line 12			
	a Excess of revenue over expenses and disbursements	57,915,314		
	b Net investment income (if negative, enter -0-)		786,669	
c Adjusted net income(if negative, enter -0-)			27,774	

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	End of year	
		(a) Book Value	(b) Book Value	(c) Fair Market Value			
Assets	1	Cash—non-interest-bearing	3,953,937	38,180,888	38,180,888		
	2	Savings and temporary cash investments	2,506,905				
	3	Accounts receivable ▶ <u>561,692</u>					
		Less allowance for doubtful accounts ▶ _____	788	561,692	561,692		
	4	Pledges receivable ▶ <u>1,488,743</u>					
		Less allowance for doubtful accounts ▶ _____	1,454,160	1,488,743	1,488,743		
	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	648,723	731,266	731,266		
	10a	Investments—U S and state government obligations (attach schedule)					
	b	Investments—corporate stock (attach schedule)	8,774,629	14,344,894	14,344,894		
	c	Investments—corporate bonds (attach schedule)					
	Liabilities	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 ▶ <u>1,764,995</u>					
		Less accumulated depreciation (attach schedule) ▶ <u>621,518</u>	1,351,252	1,143,477	1,143,477		
15		Other assets (describe ▶ _____)	42,889,189	96,041,388	96,041,388		
16		Total assets (to be completed by all filers—see the instructions Also, see page 1, item I)	61,579,583	152,492,348	152,492,348		
17		Accounts payable and accrued expenses	1,331,628	2,505,491			
18		Grants payable					
Net Assets or Fund Balances	19	Deferred revenue	12,380				
	20	Loans from officers, directors, trustees, and other disqualified persons					
	21	Mortgages and other notes payable (attach schedule)	12,585,408	43,739,725			
	22	Other liabilities (describe ▶ _____)		109,075			
	23	Total liabilities (add lines 17 through 22)	13,929,416	46,354,291			
		Foundations that follow SFAS 117, check here ▶ <input checked="" type="checkbox"/> and complete lines 24 through 26 and lines 30 and 31.					
	24	Unrestricted	31,120,075	88,344,931			
25	Temporarily restricted	3,530,092	4,793,126				
26	Permanently restricted	13,000,000	13,000,000				
	Foundations that do not follow SFAS 117, check here ▶ <input type="checkbox"/> 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)	47,650,167	106,138,057				
31	Total liabilities and net assets/fund balances (see instructions) .	61,579,583	152,492,348				

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	47,650,167
2	Enter amount from Part I, line 27a	2	57,915,314
3	Other increases not included in line 2 (itemize) ▶ _____	3	572,576
4	Add lines 1, 2, and 3	4	106,138,057
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	106,138,057

Part IV Capital Gains and Losses for Tax on Investment Income

(a) List and describe the kind(s) of property sold (e g , real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co)	(b) How acquired P—Purchase D—Donation	(c) Date acquired (mo , day, yr)	(d) Date sold (mo , day, yr)
1 a VANGUARD STOCK SALES	P	2015-01-01	2016-12-31
b CISCO SYSTEMS	D	2016-11-30	2016-11-30
c ARCHER-DANIELS-MIDLAND CO	D	2016-12-09	2016-12-09
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 6,586,910		6,041,935	544,975
b 3,281		3,277	4
c 3,126		3,145	-19
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			544,975
b			4
c			-19
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	544,960
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	21,250,522	17,668,990	1 202702
2014	4,496,145	19,218,409	0 233950
2013	4,023,542	21,390,353	0 188101
2012	7,207,378	21,397,136	0 336838
2011	4,616,586	10,064,576	0 458697

2 Total of line 1, column (d)	2	2 420288
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 484058
4 Enter the net value of noncharitable-use assets for 2016 from Part X, line 5	4	32,403,776
5 Multiply line 4 by line 3	5	15,685,307
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	7,867
7 Add lines 5 and 6	7	15,693,174
8 Enter qualifying distributions from Part XII, line 4	8	58,599,657

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 <input type="checkbox"/> and enter "N/A" on line 1 Date of ruling or determination letter _____ (attach copy of letter if necessary—see instructions)		
b	Domestic foundations that meet the section 4940(e) requirements in Part V, check here <input checked="" type="checkbox"/> and enter 1% of Part I, line 27b	1	7,867
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	7,867
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	7,867
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	
d	Backup withholding erroneously withheld	6d	
7	Total credits and payments. Add lines 6a through 6d.	7	
8	Enter any penalty for underpayment of estimated tax. Check here <input checked="" type="checkbox"/> if Form 2220 is attached	8	237
9	Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed ▶	9	8,104
10	Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid ▶	10	
11	Enter the amount of line 10 to be Credited to 2017 estimated tax ▶ 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	
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	Yes
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 MAKING-WAVES ORG	13	Yes	
14	The books are in care of ORGANIZATION Telephone no (510) 237-6027			

Located at **3220 BLUME DRIVE STE 250 RICHMOND CA** ZIP+4 **94806**

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

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? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No			
	(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No			
	(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No			
	(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No			
	(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No			
	(6) Agree to pay money or property to a government official? (Exception. Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days). <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No			
b	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)? <input type="checkbox"/> Organizations relying on a current notice regarding disaster assistance check here. <input type="checkbox"/>	1b		
c	Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2016? <input type="checkbox"/>	1c		
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? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> 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) <input type="checkbox"/>	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? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> 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). <input type="checkbox"/>	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))?		<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No	
(2) Influence the outcome of any specific public election (see section 4955), or to carry on, directly or indirectly, any voter registration drive?		<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No	
(3) Provide a grant to an individual for travel, study, or other similar purposes?		<input checked="" type="checkbox"/> Yes	<input type="checkbox"/> No	
(4) Provide a grant to an organization other than a charitable, etc., organization described in section 4945(d)(4)(A)? (see instructions).		<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> 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?		<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> 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)?				5b
Organizations relying on a current notice regarding disaster assistance check here.		<input checked="" type="checkbox"/>		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?		<input type="checkbox"/> Yes	<input type="checkbox"/> 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?		<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No	
b Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract?				6b
If "Yes" to 6b, file Form 8870				No
7a At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction?		<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No	
b If yes, did the foundation receive any proceeds or have any net income attributable to the transaction?				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	Expense account, (e) other allowances
See Additional Data Table				
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
MELISSA FRIES 3220 BLUME DRIVE STE 250 RICHMOND, CA 94806	DIR COLLEGE 40 00	224,000	18,609	
IVETTE HOUSE 3220 BLUME DRIVE STE 250 RICHMOND, CA 94806	LEAD FINANCI 40 00	189,521	14,845	
ANA ROSA CALDERON 3220 BLUME DRIVE STE 250 RICHMOND, CA 94806	FINANCIAL SE 40 00	170,744	19,184	
HEATHER DAVIS 3220 BLUME DRIVE STE 250 RICHMOND, CA 94806	ASSOCIATE CF 40 00	166,200	9,280	
RALPH NUBLA 3220 BLUME DRIVE STE 250 RICHMOND, CA 94806	FINANCIAL SE 40 00	164,309	8,608	
Total number of other employees paid over \$50,000.				24

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
STUDIO BONDY ARCHITECTURE 110 LINDEN ST OAKLAND, CA 94607	ARCHITECT	1,161,997
AMBROSE GROUP 3967 MT DIABLO BLVD STE 250 LAFAYETTE, CA 94549	REPAIRS & MAINT	823,202
FORTE SYSTEMS INC 3260 BLUME DRIVE STE 324 RICHMOND, CA 94806	IT CONSULTING	689,865
CAMPUS LLC 5860 W LA POSITAS BLVD STE 21 PLEASANTON, CA 94588	ARCHITECT	409,044
ALLEN MATKINS THREE EMBARCADERO CENTER STE 1200 SAN FRANCISCO, CA 94111	LEGAL SERVICES	368,748
Total number of others receiving over \$50,000 for professional services. ►		4

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 ACADEMIC COACHING, GRANTS AND/OR SCHOLARSHIPS TRAINING IN PERSONAL DEVELOPMENT, PROVIDING NEW RECREATIONAL AND CULTURE DEVELOPMENT AND CAREER OPPORTUNITY EXPOSURE	3,806,190
2 DEVELOPMENT EXPENDITURES	631,998
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 THE FOUNDATION HAS ACQUIRED THREE PARCELS OF REAL ESTATE IN CALIFORNIA THAT WILL MORE THAN DOUBLE THE SIZE OF THE CAMPUS USED BY MAKING WAVES ACADEMY. THE FOUNDATION HAS AND IS ACTIVELY PURSUING DEFINITE PLANS TO CONVERT THE REAL ESTATE FROM ITS PRESENT COMMERCIAL RENTAL USE TO USE AS A SCHOOL CAMPUS. HOWEVER, THE ZONING AND REGULATORY APPROVAL PROCESS REQUIRED TO ADAPT THE REAL ESTATE TO SCHOOL USE IS EXTENSIVE. THE FOUNDATION EXPECTS THAT WITHIN THREE TO FIVE YEARS THE REGULATORY PROCESS AND CONSTRUCTION WILL HAVE BEEN COMPLETED AND THE REAL ESTATE WILL HAVE BEEN FULLY CONVERTED FROM COMMERCIAL USE TO EDUCATIONAL USE.	47,413,889
2	
All other program-related investments. See instructions.	
3	
Total. Add lines 1 through 3. ►	47,413,889

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	10,003,986
b	Average of monthly cash balances.	1b	20,167,014
c	Fair market value of all other assets (see instructions).	1c	2,726,235
d	Total (add lines 1a, b, and c).	1d	32,897,235
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation).	1e	
2	Acquisition indebtedness applicable to line 1 assets.	2	
3	Subtract line 2 from line 1d.	3	32,897,235
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions).	4	493,459
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4.	5	32,403,776
6	Minimum investment return. Enter 5% of line 5.	6	1,620,189

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

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	11,185,768
b	Program-related investments—total from Part IX-B.	1b	47,413,889
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	58,599,657
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	7,867
6	Adjusted qualifying distributions. Subtract line 5 from line 4.	6	58,591,790

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 Undistributed income, if any, as of the end of 2016				
a Enter amount for 2015 only.				
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 ▶ \$ _____				
a Applied to 2015, but not more than line 2a				
b Applied to undistributed income of prior years (Election required—see instructions).				
c Treated as distributions out of corpus (Election required—see instructions).				
d Applied to 2016 distributable amount.				
e Remaining amount distributed out of corpus				
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				
b Prior years' undistributed income Subtract line 4b from line 2b				
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed.				
d Subtract line 6c from line 6b Taxable amount—see instructions				
e Undistributed income for 2015 Subtract line 4a from line 2a Taxable amount—see instructions				
f Undistributed income for 2016 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2017				
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (Election may be required - see instructions).				
8 Excess distributions carryover from 2011 not applied on line 5 or line 7 (see instructions).				
9 Excess distributions carryover to 2017. Subtract lines 7 and 8 from line 6a				
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.				

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. 1999-07-21

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

	Tax year	Prior 3 years			(e) Total
	(a) 2016	(b) 2015	(c) 2014	(d) 2013	
2a Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed	27,774	522,378	514,283		1,064,435
b 85% of line 2a	23,608	444,021	437,141		904,770
c Qualifying distributions from Part XII, line 4 for each year listed	58,599,657	21,250,522	4,496,145	4,023,542	88,369,866
d Amounts included in line 2c not used directly for active conduct of exempt activities	47,413,889				47,413,889
e Qualifying distributions made directly for active conduct of exempt activities. Subtract line 2d from line 2c	11,185,768	21,250,522	4,496,145	4,023,542	40,955,977
3 Complete 3a, b, or c for the alternative test relied upon					
a "Assets" alternative test—enter					
(1) Value of all assets		60,476,901	45,579,716	50,700,612	156,757,229
(2) Value of assets qualifying under section 4942(j)(3)(B)(i)		41,464,068	26,977,759	26,686,058	95,127,885
b "Endowment" alternative test— enter 2/3 of minimum investment return shown in Part X, line 6 for each year listed.	1,080,126	588,967	640,613	713,012	3,022,718
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 email address of the person to whom applications should be addressed

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

c Any submission deadlines

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

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

<div>Recipient</div> <div>Name and address (home or business)</div>	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
a <i>Paid during the year</i> MAKING WAVES ACADEMY 4123 LAKESIDE DRIVE RICHMOND, CA 94806		PC	PROVIDE FUNDING FOR SCHOOL	320,000
Total			▶ 3a	320,000
b <i>Approved for future payment</i>				
Total			▶ 3b	

Enter gross amounts unless otherwise indicated

(See worksheet in line 13 instructions to verify calculations)

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

**Paid
Preparer
Use Only**

Form 990PF Part VIII Line 1 - List all officers, directors, trustees, foundation managers and their compensation

(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
JOHN H SCULLY	CHAIRMAN 2 00	0	0	0
3220 BLUME DRIVE STE 250 RICHMOND, CA 94806				
RONALD A COHAN	SEC /TREAS 2 00	0	0	0
3220 BLUME DRIVE STE 250 RICHMOND, CA 94806				
SUZANNE DUCA	DIRECTOR 2 00	0	0	0
3220 BLUME DRIVE STE 250 RICHMOND, CA 94806				
PHILLIP GORDON	DIRECTOR 2 00	0	0	0
3220 BLUME DRIVE STE 250 RICHMOND, CA 94806				
ESTHER HUGO	DIRECTOR 2 00	0	0	0
3220 BLUME DRIVE STE 250 RICHMOND, CA 94806				
ALICIA MALET KLEIN	DIRECTOR 2 00	0	0	0
3220 BLUME DRIVE STE 250 RICHMOND, CA 94806				
IAN MCGUIRE	DIRECTOR 2 00	0	0	0
3220 BLUME DRIVE STE 250 RICHMOND, CA 94806				
HAMID MOGHADAM	DIRECTOR 2 00	0	0	0
3220 BLUME DRIVE STE 250 RICHMOND, CA 94806				
REBECA RANGEL	DIRECTOR 2 00	0	0	0
3220 BLUME DRIVE STE 250 RICHMOND, CA 94806				
SHERRY A SMITH	MANAGING DIR 40 00	302,088	32,818	0
3220 BLUME DRIVE STE 250 RICHMOND, CA 94806				
ELI J WEINBERG	DIRECTOR 2 00	0	0	0
3220 BLUME DRIVE STE 250 RICHMOND, CA 94806				
MIKE YUEN	DIRECTOR 2 00	0	0	0
3220 BLUME DRIVE STE 250 RICHMOND, CA 94806				
STEVEN ROTH	COO 40 00	256,300	37,290	0
3220 BLUME DRIVE STE 250 RICHMOND, CA 94806				
JONATHAN STERN	DIRECTOR 2 00	0	0	0
3220 BLUME DRIVE STE 250 RICHMOND, CA 94806				
DEBRA GORE-MANN	DIRECTOR 2 00	0	0	0
3220 BLUME DRIVE STE 250 RICHMOND, CA 94806				

TY 2016 Accounting Fees Schedule**Name:** MAKING WAVES FOUNDATION INC**EIN:** 68-0204312

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
ACCOUNTING FEES	27,870		7,075	20,795

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

TY 2016 Depreciation Schedule

Name: MAKING WAVES FOUNDATION INC

EIN: 68-0204312

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 - BLUME DRIVE		121,153	14,423	STRAIGHT LINE	8 0000	16,586			
FURNITURE & EQUIPMENT - LAKESIDE		349,528	193,996	STRAIGHT LINE	5 0000	55,019			
SOLAR PANELS - 2900 TECHNOLOGY COURT		709,204	29,550	STRAIGHT LINE	20 0000	33,962		33,962	
FURNITURE & EQUIPMENT		566,703	120,033	STRAIGHT LINE	5 0000	139,529			
SOFTWARE		18,407	14,725	STRAIGHT LINE	5 0000	3,677			
BUILDING - LAKESIDE		14,039,106	2,453,189	STRAIGHT LINE	39 0000	344,980		344,980	
BUILDING - 2900 TECHNOLOGY COURT		11,662,299	1,176,553	STRAIGHT LINE	39 0000	321,366		321,366	
BUILDING - 3043-3055 RESEARCH DR		499,001	83,167	STRAIGHT LINE	3 0000	166,334		166,334	
BUILDING - 3055-3075 RESEARCH DRIVE		412,842		STRAIGHT LINE	3 0000	137,614		137,614	
IMPROVEMENTS - 3043 - 3055 RESEARCH		1,417,496		STRAIGHT LINE	4 0000	35,928		35,928	
IMPROVEMENTS - 3055 - 3075 RESEARCH		25,674		STRAIGHT LINE	4 0000	4,546		4,546	
BUILDING - 1700 WEST 4TH ST		3,671,939		STRAIGHT LINE	4 0000	611,991		611,991	
BUILDING - 4175 - 4197 LAKESIDE		267,814		STRAIGHT LINE	1 5000	44,636		44,636	
BUILDING - 4075 LAKESIDE		484,069		STRAIGHT LINE	4 0000	40,339		40,339	

TY 2016 Investments Corporate Stock Schedule**Name:** MAKING WAVES FOUNDATION INC**EIN:** 68-0204312

Name of Stock	End of Year Book Value	End of Year Fair Market Value
MUTUAL FUNDS	4,317,334	4,317,334
EQUITIES	10,027,560	10,027,560

**TY 2016 Land, Etc.
Schedule****Name:** MAKING WAVES FOUNDATION INC**EIN:** 68-0204312

Category / Item	Cost / Other Basis	Accumulated Depreciation	Book Value	End of Year Fair Market Value
MACHINERY & EQUIPMENT	1,643,842	590,509	1,053,333	1,053,333
BUILDINGS & IMPROVEMENTS	121,153	31,009	90,144	90,144

TY 2016 Legal Fees Schedule**Name:** MAKING WAVES FOUNDATION INC**EIN:** 68-0204312

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
LEGAL FEES	1,399		1,399	

TY 2016 Mortgages and Notes Payable Schedule

Name: MAKING WAVES FOUNDATION INC

EIN: 68-0204312

Total Mortgage Amount:

Item No.	1
Lender's Name	FIRST REPUBLIC BANK
Lender's Title	
Relationship to Insider	NONE
Original Amount of Loan	8,000,000
Balance Due	
Date of Note	2014-03
Maturity Date	1934-02
Repayment Terms	MONTHLY
Interest Rate	0.0380
Security Provided by Borrower	SECURITIES AND DEPOSIT ACCOUNTS
Purpose of Loan	BUSINESS
Description of Lender Consideration	
Consideration FMV	
Item No.	1
Lender's Name	MECHANICS BANK
Lender's Title	
Relationship to Insider	NONE
Original Amount of Loan	6,000,000
Balance Due	
Date of Note	2009-08
Maturity Date	2019-08
Repayment Terms	MONTHLY
Interest Rate	0.0150
Security Provided by Borrower	4123/4133 LAKESIDE DRIVE
Purpose of Loan	REFINANCE PROPERTY
Description of Lender Consideration	
Consideration FMV	

Item No.	3
Lender's Name	WESTERN ALLIANCE BANK
Lender's Title	
Relationship to Insider	NONE
Original Amount of Loan	45,000,000
Balance Due	43,739,725
Date of Note	2017-03
Maturity Date	1937-03
Repayment Terms	MONTHLY
Interest Rate	0.0417
Security Provided by Borrower	CAMPUS BEING BUILT
Purpose of Loan	CONSTRUCTION OF NEW CAMPUS
Description of Lender Consideration	
Consideration FMV	

TY 2016 Other Assets Schedule**Name:** MAKING WAVES FOUNDATION INC**EIN:** 68-0204312**Other Assets Schedule**

Description	Beginning of Year - Book Value	End of Year - Book Value	End of Year - Fair Market Value
DEPOSITS	551,818		
CONSTRUCTION IN PROGRESS	2,291,702	8,767,390	8,767,390
PROGRAM RELATED INVESTMENTS	40,045,669	87,273,998	87,273,998

TY 2016 Other Expenses Schedule**Name:** MAKING WAVES FOUNDATION INC**EIN:** 68-0204312**Other Expenses Schedule**

Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
EXPENSES				
OFFICE EXPENSES	797,247		105,878	691,369
INSURANCE	172,134		103,014	69,120
OTHER EXPENSES	320,080		6,447	313,633
DIRECT PROGRAM SERVICE EXPENS	2,013,174			2,013,174
ADVERTISING AND PROMOTION	16,400		500	15,900
INFORMATION TECHNOLOGY	45,918		11,258	34,660
PROGRAM RELATED INVEST PROPE	506,345		506,345	

TY 2016 Other Income Schedule**Name:** MAKING WAVES FOUNDATION INC**EIN:** 68-0204312**Other Income Schedule**

Description	Revenue And Expenses Per Books	Net Investment Income	Adjusted Net Income
RENTAL INCOME	762,000		762,000
RENTAL INCOME	1,601,462		1,601,462
MISCELLANEOUS REVENUE	29,785		29,785

TY 2016 Other Increases Schedule

Name: MAKING WAVES FOUNDATION INC
EIN: 68-0204312

Description	Amount
UNREALIZED GAINS	572,576

TY 2016 Other Liabilities Schedule**Name:** MAKING WAVES FOUNDATION INC**EIN:** 68-0204312

Description	Beginning of Year - Book Value	End of Year - Book Value
ACCRUED LIABILITIES		109,075

TY 2016 Other Professional Fees Schedule**Name:** MAKING WAVES FOUNDATION INC**EIN:** 68-0204312

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
PAYROLL PROCESSING FEES	15,296			15,296
PROFESSIONAL FUNDRAISING SERV	248,814			248,814
PROFESSIONAL SERVICES OTHER	1,380,751	30	123,600	1,257,121

TY 2016 Taxes Schedule**Name:** MAKING WAVES FOUNDATION INC**EIN:** 68-0204312

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
EXCISE TAX	15,227			

Schedule B (Form 990, 990-EZ, or 990-PF) <small>Department of the Treasury Internal Revenue Service</small>	Schedule of Contributors ▶ Attach to Form 990, 990-EZ, or 990-PF ▶ Information about Schedule B (Form 990, 990-EZ, or 990-PF) and its instructions is at <u>www.irs.gov/form990</u>	OMB No 1545-0047 2016
	Name of the organization MAKING WAVES FOUNDATION INC	Employer identification number 68-0204312

Organization type (check one)

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

Check if your organization is covered by the **General Rule** or a **Special Rule**.
Note. Only a section 501(c)(7), (8), or (10) organization can check boxes for both the General Rule and a Special Rule. See instructions

General Rule

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

Special Rules

- ☐ For an organization described in section 501(c)(3) filing Form 990 or 990-EZ that met the 33¹/₃% support test of the regulations under sections 509(a)(1) and 170(b)(1)(A)(vi), that checked Schedule A (Form 990 or 990-EZ), Part II, line 13, 16a, or 16b, and that received from any one contributor, during the year, total contributions of the greater of (1) \$5,000 or (2) 2% of the amount on (i) Form 990, Part VIII, line 1h, or (ii) Form 990-EZ, line 1. Complete Parts I and II.
- ☐ For an organization described in section 501(c)(7), (8), or (10) filing Form 990 or 990-EZ that received from any one contributor, during the year, total contributions of more than \$1,000 *exclusively* for religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals. Complete Parts I, II, and III.
- ☐ For an organization described in section 501(c)(7), (8), or (10) filing Form 990 or 990-EZ that received from any one contributor, during the year, contributions *exclusively* for religious, charitable, etc., purposes, but no such contributions totaled more than \$1,000. If this box is checked, enter here the total contributions that were received during the year for an *exclusively* religious, charitable, etc., purpose. Do not complete any of the parts unless the **General Rule** applies to this organization because it received *nonexclusively* religious, charitable, etc., contributions totaling \$5,000 or more during the year. . . . ▶ \$ _____

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

Name of organization MAKING WAVES FOUNDATION INC	Employer identification number 68-0204312
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Part I Contributors (see instructions) Use duplicate copies of Part I if additional space is needed

(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
—	See Additional Data Table _____ _____	\$ _____	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contribution)
—	_____ _____ _____	\$ _____	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contribution)
—	_____ _____ _____	\$ _____	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contribution)
—	_____ _____ _____	\$ _____	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contribution)
—	_____ _____ _____	\$ _____	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contribution)
—	_____ _____ _____	\$ _____	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contribution)
—	_____ _____ _____	\$ _____	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contribution)
—	_____ _____ _____	\$ _____	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contribution)

Employer identification number

68-0204312

Part II	Noncash Property
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Schedule B (Form 990, 990-EZ, or 990-PF) (2016)

Name of organization MAKING WAVES FOUNDATION INC	Employer identification number 68-0204312
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Part III	Exclusively religious, charitable, etc., contributions to organizations described in section 501(c)(7), (8), or (10) that total more than \$1,000 for the year from any one contributor. Complete columns (a) through (e) and the following line entry. For organizations completing Part III, enter the total of exclusively religious, charitable, etc., contributions of \$1,000 or less for the year. (Enter this information once. See instructions.) ► \$ _____ Use duplicate copies of Part III if additional space is needed
-----------------	--

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

Additional Data

Software ID:
Software Version:
EIN: 68-0204312
Name: MAKING WAVES FOUNDATION INC

Form 990 Schedule B, Part I - Contributors (see Instructions) Use duplicate copies of Part I if additional space is needed.

(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
<u>1</u>	DODGE & COX	\$ 20,000	Person <input checked="" type="checkbox"/>
	3220 BLUME DRIVE STE 250		Payroll <input type="checkbox"/>
	RICHMOND, CA94806		Noncash <input type="checkbox"/> (Complete Part II for noncash contribution)
<u>7</u>	PHILLIP GORDON	\$ 10,000	Person <input checked="" type="checkbox"/>
	3220 BLUME DRIVE STE 250		Payroll <input type="checkbox"/>
	RICHMOND, CA94806		Noncash <input type="checkbox"/> (Complete Part II for noncash contribution)
<u>13</u>	RON MARY COHAN	\$ 25,000	Person <input checked="" type="checkbox"/>
	3220 BLUME DRIVE STE 250		Payroll <input type="checkbox"/>
	RICHMOND, CA94806		Noncash <input type="checkbox"/> (Complete Part II for noncash contribution)
<u>19</u>	T ROWE PRICE	\$ 14,306	Person <input checked="" type="checkbox"/>
	3220 BLUME DRIVE STE 250		Payroll <input type="checkbox"/>
	RICHMOND, CA94806		Noncash <input type="checkbox"/> (Complete Part II for noncash contribution)
<u>25</u>	FIDELITY CHARITABLE	\$ 5,250	Person <input checked="" type="checkbox"/>
	3220 BLUME DRIVE STE 250		Payroll <input type="checkbox"/>
	RICHMOND, CA94806		Noncash <input type="checkbox"/> (Complete Part II for noncash contribution)
<u>2</u>	2311 CORPORATION	\$ 41,000	Person <input checked="" type="checkbox"/>
	3220 BLUME DRIVE STE 250		Payroll <input type="checkbox"/>
	RICHMOND, CA94806		Noncash <input type="checkbox"/> (Complete Part II for noncash contribution)

(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
<u>8</u>	KIM MARIE SUMMERS-SILVA TRUST	\$ 5,000	Person <input checked="" type="checkbox"/>
	3220 BLUME DRIVE STE 250		Payroll <input type="checkbox"/>
	RICHMOND, CA94806		Noncash <input type="checkbox"/> (Complete Part II for noncash contribution)
<u>14</u>	DEBORAH JONATHAN PARKER	\$ 5,000	Person <input checked="" type="checkbox"/>
	3220 BLUME DRIVE STE 250		Payroll <input type="checkbox"/>
	RICHMOND, CA94806		Noncash <input type="checkbox"/> (Complete Part II for noncash contribution)
<u>20</u>	STANFORD UNIVERSITY	\$ 402,494	Person <input checked="" type="checkbox"/>
	3220 BLUME DRIVE STE 250		Payroll <input type="checkbox"/>
	RICHMOND, CA94806		Noncash <input type="checkbox"/> (Complete Part II for noncash contribution)
<u>26</u>	BOB CAROL MOMSEN	\$ 5,000	Person <input checked="" type="checkbox"/>
	3220 BLUME DRIVE STE 250		Payroll <input type="checkbox"/>
	RICHMOND, CA94806		Noncash <input type="checkbox"/> (Complete Part II for noncash contribution)
<u>3</u>	ZALEC FAMILIAN & LILIAN LEVINSON FOUNDATION	\$ 10,000	Person <input checked="" type="checkbox"/>
	3220 BLUME DRIVE STE 250		Payroll <input type="checkbox"/>
	RICHMOND, CA94806		Noncash <input type="checkbox"/> (Complete Part II for noncash contribution)
<u>9</u>	DENNIS RITA WILLIAMS	\$ 5,000	Person <input checked="" type="checkbox"/>
	3220 BLUME DRIVE STE 250		Payroll <input type="checkbox"/>
	RICHMOND, CA94806		Noncash <input type="checkbox"/> (Complete Part II for noncash contribution)

(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
15	HAZEL FOUNDATION	\$ 5,000	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contribution)
	3220 BLUME DRIVE STE 250		
	RICHMOND, CA94806		
21	KRISTIN ANN HITE	\$ 5,000	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contribution)
	3220 BLUME DRIVE STE 250		
	RICHMOND, CA94806		
27	JASMINE KIM	\$ 5,000	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contribution)
	3220 BLUME DRIVE STE 250		
	RICHMOND, CA94806		
4	SCHWAB CHARITABLE FUND	\$ 60,000	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contribution)
	3220 BLUME DRIVE STE 250		
	RICHMOND, CA94806		
10	UNITED WAY	\$ 10,000	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contribution)
	3220 BLUME DRIVE STE 250		
	RICHMOND, CA94806		
16	SCULLY MEMORIAL FOUNDATION	\$ 65,240,079	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contribution)
	3220 BLUME DRIVE STE 250		
	RICHMOND, CA94806		

(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
22	MICHAEL ANN PARKER	\$ 5,000	Person <input checked="" type="checkbox"/>
	3220 BLUME DRIVE STE 250		Payroll <input type="checkbox"/>
	RICHMOND, CA94806		Noncash <input type="checkbox"/> (Complete Part II for noncash contribution)
5	SCULLY 1994 FAMILY TRUST NO 2	\$ 3,096,647	Person <input checked="" type="checkbox"/>
	3220 BLUME DRIVE STE 250		Payroll <input type="checkbox"/>
	RICHMOND, CA94806		Noncash <input type="checkbox"/> (Complete Part II for noncash contribution)
11	ROBERT DANA EMERY	\$ 10,000	Person <input checked="" type="checkbox"/>
	3220 BLUME DRIVE STE 250		Payroll <input type="checkbox"/>
	RICHMOND, CA94806		Noncash <input type="checkbox"/> (Complete Part II for noncash contribution)
17	SUZANNE DUCA	\$ 100,000	Person <input checked="" type="checkbox"/>
	3220 BLUME DRIVE STE 250		Payroll <input type="checkbox"/>
	RICHMOND, CA94806		Noncash <input type="checkbox"/> (Complete Part II for noncash contribution)
23	ELLEN BOB PECK	\$ 5,000	Person <input checked="" type="checkbox"/>
	3220 BLUME DRIVE STE 250		Payroll <input type="checkbox"/>
	RICHMOND, CA94806		Noncash <input type="checkbox"/> (Complete Part II for noncash contribution)
6	KURT TAMRA MOBLEY TRUST	\$ 20,000	Person <input checked="" type="checkbox"/>
	3220 BLUME DRIVE STE 250		Payroll <input type="checkbox"/>
	RICHMOND, CA94806		Noncash <input type="checkbox"/> (Complete Part II for noncash contribution)

Form 990 Schedule B, Part I - Contributors (see Instructions) Use duplicate copies of Part I if additional space is needed.

(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
<u>12</u>	ERNEST W MOODY	<u>\$ 25,000</u>	Person <input checked="" type="checkbox"/>
	3220 BLUME DRIVE STE 250		Payroll <input type="checkbox"/>
	RICHMOND, CA 94806		Noncash <input type="checkbox"/> (Complete Part II for noncash contribution)
<u>18</u>	PAYETTE RIVER FOUNDATION	<u>\$ 100,000</u>	Person <input checked="" type="checkbox"/>
	3220 BLUME DRIVE STE 250		Payroll <input type="checkbox"/>
	RICHMOND, CA 94806		Noncash <input type="checkbox"/> (Complete Part II for noncash contribution)
<u>24</u>	STEPHANIE GEORGE TENET	<u>\$ 5,000</u>	Person <input checked="" type="checkbox"/>
	3220 BLUME DRIVE STE 250		Payroll <input type="checkbox"/>
	RICHMOND, CA 94806		Noncash <input type="checkbox"/> (Complete Part II for noncash contribution)