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Extended to November 15, 2018

Return of Private Foundation

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

Form 990-PF

Department of the Treasury  
Internal Revenue Service

Do not enter social security numbers on this form as it may be made public.  
Go to [www.irs.gov/Form990PF](http://www.irs.gov/Form990PF) for instructions and the latest information.

OMB No 1545-0052

2017

Open to Public Inspection

For calendar year 2017 or tax year beginning

, and ending

Name of foundation <b>GENERAL SERVICE FOUNDATION</b>		A Employer identification number 36-6018535
Number and street (or P O box number if mail is not delivered to street address) 2120 University Ave.		B Telephone number 510-679-3876
City or town, state or province, country, and ZIP or foreign postal code Berkeley, CA 94704		C If exemption application is pending, check here <input type="checkbox"/>
G Check all that apply: <input type="checkbox"/> Initial return <input type="checkbox"/> Final return <input type="checkbox"/> Address change <input type="checkbox"/> Initial return of a former public charity <input type="checkbox"/> Amended return <input type="checkbox"/> Name change		D 1. Foreign organizations, check here <input type="checkbox"/> 2. Foreign organizations meeting the 85% test, check here and attach computation <input type="checkbox"/>
H Check type of organization: <input checked="" type="checkbox"/> Section 501(c)(3) exempt private foundation <input type="checkbox"/> Section 4947(a)(1) nonexempt charitable trust <input type="checkbox"/> Other taxable private foundation		E If private foundation status was terminated under section 507(b)(1)(A), check here <input type="checkbox"/>
I Fair market value of all assets at end of year (from Part II, col. (c), line 16) \$ 77,033,865. (Part I, column (d) must be on cash basis.)		F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here <input type="checkbox"/>

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).)		(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			N/A	
	2 Check <input checked="" type="checkbox"/> if the foundation is not required to attach Sch B				
	3 Interest on savings and temporary cash investments				
	4 Dividends and interest from securities	285,097.	285,097.		
	5a Gross rents				
	b Net rental income or (loss)				
	6a Net gain or (loss) from sale of assets not on line 10	1,694,324.			
	b Gross sales price for all assets on line 6a				
	7 Capital gain net income (from Part IV, line 2)		1,696,620.		
	8 Net short-term capital gain				
	9 Income modifications				
	10a Gross sales less returns and allowances				
Operating and Administrative Expenses	b Less Cost of goods sold				
	c Gross profit or (loss)				
	11 Other income	863,733.	869,231.		See Statement 1
	12 Total. Add lines 1 through 11	2,843,154.	2,850,948.		
	13 Compensation of officers, directors, trustees, etc	384,350.	140,760.		243,590.
	14 Other employee salaries and wages	271,724.	0.		271,724.
	15 Pension plans, employee benefits	166,020.	25,381.		140,639.
	16a Legal fees Stmt 2	15,403.	0.		15,403.
	b Accounting fees Stmt 3	32,150.	14,500.		17,650.
	c Other professional fees Stmt 4	623,161.	615,543.		7,618.
	17 Interest				
	18 Taxes Stmt 5	259,232.	39,905.		0.
	19 Depreciation and depletion	6,187.	0.		
	20 Occupancy	61,820.	0.		61,820.
	21 Travel, conferences, and meetings	28,238.	0.		28,238.
	22 Printing and publications				
	23 Other expenses Stmt 6	174,685.	0.		174,685.
	24 Total operating and administrative expenses. Add lines 13 through 23	2,022,970.	836,089.		961,367.
	25 Contributions, gifts, grants paid	3,115,800.			2,762,000.
	26 Total expenses and disbursements. Add lines 24 and 25	5,138,770.	836,089.		3,723,367.
	27 Subtract line 26 from line 12:				
	a Excess of revenue over expenses and disbursements	-2,295,616.			
	b Net investment income (if negative, enter -0-)		2,014,859.		
	c Adjusted net income (if negative, enter -0-)			N/A	

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Part II Balance Sheets		Attached schedules and amounts in the description column should be for end-of-year amounts only		
		Beginning of year	End of year	
		(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1 Cash - non-interest-bearing	108,310.	74,616.	74,616.
	2 Savings and temporary cash investments	1,327,750.	2,161,214.	2,161,214.
	3 Accounts receivable ▶			
	Less: allowance for doubtful accounts ▶			
	4 Pledges receivable ▶			
	Less: allowance for doubtful accounts ▶			
	5 Grants receivable			
	6 Receivables due from officers, directors, trustees, and other disqualified persons			
	7 Other notes and loans receivable ▶			
	Less: allowance for doubtful accounts ▶			
	8 Inventories for sale or use			
	9 Prepaid expenses and deferred charges	7,026.	20,947.	20,947.
	10a Investments - U.S. and state government obligations			
	b Investments - corporate stock Stmt 8	12,122,326.	15,665,507.	15,665,507.
	c Investments - corporate bonds			
	11 Investments - land, buildings, and equipment basis ▶			
Liabilities	Less accumulated depreciation ▶			
	12 Investments - mortgage loans			
	13 Investments - other Stmt 9	55,201,772.	59,103,470.	59,103,470.
	14 Land, buildings, and equipment; basis ▶ 29,197.			
	Less accumulated depreciation Stmt 7 ▶ 21,086.	14,298.	8,111.	8,111.
	15 Other assets (describe ▶ )			
	16 Total assets (to be completed by all filers - see the instructions. Also, see page 1, item I)	68,781,482.	77,033,865.	77,033,865.
	17 Accounts payable and accrued expenses	13,097.	5,160.	
	18 Grants payable	531,000.	882,000.	
	19 Deferred revenue			
Net Assets or Fund Balances	20 Loans from officers, directors, trustees, and other disqualified persons			
	21 Mortgages and other notes payable			
	22 Other liabilities (describe ▶ Deferred excise tax payable)	468,561.	674,155.	
	23 Total liabilities (add lines 17 through 22)	1,012,658.	1,561,315.	
	Foundations that follow SFAS 117, check here ▶ <input checked="" type="checkbox"/> and complete lines 24 through 26, and lines 30 and 31.			
	24 Unrestricted	67,768,824.	75,472,550.	
	25 Temporarily restricted			
	26 Permanently restricted			
	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	67,768,824.	75,472,550.	
	31 Total liabilities and net assets/fund balances	68,781,482.	77,033,865.	

## 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	67,768,824.
2 Enter amount from Part I, line 27a	2	-2,295,616.
3 Other increases not included in line 2 (itemize) ▶ Unrealized gain on investments	3	9,999,342.
4 Add lines 1, 2, and 3	4	75,472,550.
5 Decreases not included in line 2 (itemize) ▶	5	0.
6 Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	75,472,550.

**Part IV Capital Gains and Losses for Tax on Investment Income**

(a) List and describe the kind(s) of property sold (for example, real estate, 2-story brick warehouse; or common stock, 200 shs. MLC Co.)	(b) How acquired P - Purchase D - Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
<b>1a</b> Publicly traded securities	P		
<b>b</b> Capital gains from pass-through entities	P		
<b>c</b> Capital losses reported on Form 990-T			
<b>d</b> Capital losses reported on Form 990-T			
<b>e</b>			

  

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) ((e) plus (f) minus (g))
<b>a</b>			733,126.
<b>b</b>			963,494.
<b>c</b>			-2,296.
<b>d</b>			2,296.
<b>e</b>			

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

(i) FMV as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	(l) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col. (h))
<b>a</b>			733,126.
<b>b</b>			963,494.
<b>c</b>			-2,296.
<b>d</b>			2,296.
<b>e</b>			

  

<b>2</b> Capital gain net income or (net capital loss)	<div> <div>If gain, also enter in Part I, line 7</div> <div>If (loss), enter -0- in Part I, line 7</div> </div>	<b>2</b>	1,696,620.
<b>3</b> Net short-term capital gain or (loss) as defined in sections 1222(5) and (6): If gain, also enter in Part I, line 8, column (c). If (loss), enter -0- in Part I, line 8		<b>3</b>	N/A

**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 doesn't qualify under section 4940(e). Do not complete this part.

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

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col. (b) divided by col. (c))
2016	3,415,874.	66,434,203.	.051417
2015	3,156,591.	68,425,389.	.046132
2014	2,920,090.	67,275,613.	.043405
2013	2,959,464.	62,145,131.	.047622
2012	2,886,840.	55,895,551.	.051647

  

<b>2</b> Total of line 1, column (d)	<b>2</b>	.240223
<b>3</b> Average distribution ratio for the 5-year base period - divide the total on line 2 by 5.0, or by the number of years the foundation has been in existence if less than 5 years	<b>3</b>	.048045
<b>4</b> Enter the net value of noncharitable-use assets for 2017 from Part X, line 5	<b>4</b>	72,699,486.
<b>5</b> Multiply line 4 by line 3	<b>5</b>	3,492,847.
<b>6</b> Enter 1% of net investment income (1% of Part I, line 27b)	<b>6</b>	20,149.
<b>7</b> Add lines 5 and 6	<b>7</b>	3,512,996.
<b>8</b> Enter qualifying distributions from Part XII, line 4	<b>8</b>	3,723,367.

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

**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-)

**3** Add lines 1 and 2

**4** Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only; others, enter -0-)

**5 Tax based on investment income** Subtract line 4 from line 3. If zero or less, enter -0-

**6 Credits/Payments:**

**a** 2017 estimated tax payments and 2016 overpayment credited to 2017

**b** Exempt foreign organizations - tax withheld at source

**c** Tax paid with application for extension of time to file (Form 8868)

**d** Backup withholding erroneously withheld

**7** Total credits and payments. Add lines 6a through 6d

**8** Enter any **penalty** for underpayment of estimated tax. Check here ☒ if Form 2220 is attached

**9 Tax due.** If the total of lines 5 and 8 is more than line 7, enter **amount owed**

**10 Overpayment** If line 7 is more than the total of lines 5 and 8, enter the **amount overpaid**

**11** Enter the amount of line 10 to be: **Credited to 2018 estimated tax** ☒ 59,851. **Refunded** ☒

<b>6a</b>	80,000.
<b>6b</b>	0.
<b>6c</b>	0.
<b>6d</b>	0.

<b>1</b>	20,149.
<b>2</b>	0.
<b>3</b>	20,149.
<b>4</b>	0.
<b>5</b>	20,149.
<b>7</b>	80,000.
<b>8</b>	0.
<b>9</b>	
<b>10</b>	59,851.
<b>11</b>	0.

**Part VII-A Statements Regarding Activities**

**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?

**b** Did it spend more than \$100 during the year (either directly or indirectly) for political purposes? See the instructions for the definition. If the answer is "Yes" to **1a** or **1b**, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities.

**c** Did the foundation file **Form 1120-POL** for this year?

**d** Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year:  
(1) On the foundation. ☒ \$ 0. (2) On foundation managers. ☒ \$ 0.

**e** Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers. ☒ \$ 0.

**2** Has the foundation engaged in any activities that have not previously been reported to the IRS?  
If "Yes," attach a detailed description of the activities.

**3** Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? If "Yes," attach a conformed copy of the changes

**4a** Did the foundation have unrelated business gross income of \$1,000 or more during the year?

**b** If "Yes," has it filed a tax return on **Form 990-T** for this year?

**5** Was there a liquidation, termination, dissolution, or substantial contraction during the year?  
If "Yes," attach the statement required by *General Instruction T*

**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?

**7** Did the foundation have at least \$5,000 in assets at any time during the year? If "Yes," complete Part II, col. (c), and Part XV

**8a** Enter the states to which the foundation reports or with which it is registered. See instructions. ☒ CA, CO, IL

**b** If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by *General Instruction G*? If "No," attach explanation

**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 2017 or the tax year beginning in 2017? See the instructions for Part XIV. If "Yes," complete Part XIV

**10** Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses

	Yes	No
<b>1a</b>		X
<b>1b</b>		X
<b>1c</b>		X
<b>2</b>		X
<b>3</b>		X
<b>4a</b>		X
<b>4b</b>		
<b>5</b>		X
<b>6</b>	X	
<b>7</b>	X	
<b>8b</b>	X	
<b>9</b>		X
<b>10</b>		X

N/A

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

	Yes	No
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		X
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		X
13 Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address <b>WWW.GENERALSERVICE.ORG</b>	X	
14 The books are in care of <b>BILL REPPLINGER</b> Telephone no. <b>970-920-6834</b> Located at <b>557 NORTH MILL STREET, NO. 201, ASPEN, CO</b> ZIP+4 <b>81611</b>		
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 <b>15</b>	N/A	
16 At any time during calendar year 2017, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country? See the instructions for exceptions and filing requirements for FinCEN Form 114. If "Yes," enter the name of the foreign country <b>16</b>		X

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

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

	Yes	No
1a During the year, did the foundation (either directly or indirectly): (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 checked="" type="checkbox"/> Yes <input type="checkbox"/> No (5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No (6) Agree to pay money or property to a government official? (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. Organizations relying on a current notice regarding disaster assistance, check here <b>1b</b>		X
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 2017? <b>1c</b>		X
2 Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5)): a At the end of tax year 2017, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2017? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No If "Yes," list the years <b>2a</b>		
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.) N/A <b>2b</b>		
c If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here. <b>2c</b>		
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 2017 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 2017.) N/A <b>3b</b>		
4a Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes? <b>4a</b>		X
b Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2017? <b>4b</b>		X

Form 990-PF (2017)

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

		Yes	No
<b>5a</b>	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 type="checkbox"/> Yes <input checked="" 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 checked="" type="checkbox"/> Yes <input 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>b</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 Organizations relying on a current notice regarding disaster assistance, check here <input type="checkbox"/>		<b>5b</b> <input checked="" type="checkbox"/>
<b>c</b>	If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant? <b>See Statement 11</b>	<input checked="" type="checkbox"/> Yes <input type="checkbox"/> No	
<b>6a</b>	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>b</b>	Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract? If "Yes" to 6b, file Form 8870.		<b>6b</b> <input checked="" type="checkbox"/>
<b>7a</b>	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>b</b>	If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction?	N/A	<b>7b</b>

**Part VIII** Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors**1** List all officers, directors, trustees, and foundation managers and their compensation.

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
See Statement 10		384,350.	97,863.	0.

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

(a) Name and address of each employee paid more than \$50,000	(b) Title, and average hours per week devoted to position	(c) Compensation	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
Holly Bartling - 2120 University Avenue, Berkely, CA 94704	Program Director 40.00	125,800.	36,456.	0.
Elaine Mui - 2120 University Avenue, Berkely, CA 94704	Program Director 40.00	95,950.	19,743.	0.
Renee Fazzari - partial year - 2120 University Avenue, Berkely, CA 94704	Program Director 40.00	49,337.	11,958.	0.

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

0

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

(a) Name and address of each person paid more than \$50,000	(b) Type of service	(c) Compensation
Moziac, LLC - 9401 Wilshire Boulevard, Ste. 525, Beverly Hills, CA 90212	Investment Consultants	214,585.
Generation Investment - 733 Third Avenue, Ste. 1825, New York, NY 10017	Investment Management	144,164.
Eagle Capital Management 499 Park Avenue, New York, NY 10022	Investment Management	113,019.
Silchester International - 780 Third Avenue, 42nd Floor, New York, NY 10017	Investment Management	101,032.

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

0

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

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

	Expenses
1 N/A	
2	
3	
4	

**Part IX-B Summary of Program-Related Investments**

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

	Amount
1 N/A	
2	
All other program-related investments. See instructions.	
3	

Total. Add lines 1 through 3

0.

Form 990-PF (2017)

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

<b>1</b>	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes:		
<b>a</b>	Average monthly fair market value of securities	<b>1a</b>	71,746,955.
<b>b</b>	Average of monthly cash balances	<b>1b</b>	2,059,630.
<b>c</b>	Fair market value of all other assets	<b>1c</b>	
<b>d</b>	<b>Total</b> (add lines 1a, b, and c)	<b>1d</b>	73,806,585.
<b>e</b>	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	<b>1e</b>	0.
<b>2</b>	Acquisition indebtedness applicable to line 1 assets	<b>2</b>	0.
<b>3</b>	Subtract line 2 from line 1d	<b>3</b>	73,806,585.
<b>4</b>	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	<b>4</b>	1,107,099.
<b>5</b>	<b>Net value of noncharitable-use assets.</b> Subtract line 4 from line 3. Enter here and on Part V, line 4	<b>5</b>	72,699,486.
<b>6</b>	<b>Minimum investment return.</b> Enter 5% of line 5	<b>6</b>	3,634,974.

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

<b>1</b>	Minimum investment return from Part X, line 6	<b>1</b>	3,634,974.
<b>2a</b>	Tax on investment income for 2017 from Part VI, line 5	<b>2a</b>	20,149.
<b>b</b>	Income tax for 2017. (This does not include the tax from Part VI.)	<b>2b</b>	
<b>c</b>	Add lines 2a and 2b	<b>2c</b>	20,149.
<b>3</b>	Distributable amount before adjustments. Subtract line 2c from line 1	<b>3</b>	3,614,825.
<b>4</b>	Recoveries of amounts treated as qualifying distributions	<b>4</b>	0.
<b>5</b>	Add lines 3 and 4	<b>5</b>	3,614,825.
<b>6</b>	Deduction from distributable amount (see instructions)	<b>6</b>	0.
<b>7</b>	<b>Distributable amount as adjusted.</b> Subtract line 6 from line 5. Enter here and on Part XIII, line 1	<b>7</b>	3,614,825.

**Part XII Qualifying Distributions** (see instructions)

<b>1</b>	Amounts paid (including administrative expenses) to accomplish charitable, etc., purposes:		
<b>a</b>	Expenses, contributions, gifts, etc. - total from Part I, column (d), line 26	<b>1a</b>	3,723,367.
<b>b</b>	Program-related investments - total from Part IX-B	<b>1b</b>	0.
<b>2</b>	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	<b>2</b>	
<b>3</b>	Amounts set aside for specific charitable projects that satisfy the:		
<b>a</b>	Suitability test (prior IRS approval required)	<b>3a</b>	
<b>b</b>	Cash distribution test (attach the required schedule)	<b>3b</b>	
<b>4</b>	<b>Qualifying distributions.</b> Add lines 1a through 3b. Enter here and on Part V, line 8; and Part XIII, line 4	<b>4</b>	3,723,367.
<b>5</b>	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income. Enter 1% of Part I, line 27b	<b>5</b>	20,149.
<b>6</b>	<b>Adjusted qualifying distributions.</b> Subtract line 5 from line 4	<b>6</b>	3,703,218.

**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 2016	(c) 2016	(d) 2017
1 Distributable amount for 2017 from Part XI, line 7				3,614,825.
2 Undistributed income, if any, as of the end of 2017				
a Enter amount for 2016 only			0.	
b Total for prior years:		0.		
3 Excess distributions carryover, if any, to 2017:				
a From 2012	205,447.			
b From 2013				
c From 2014				
d From 2015				
e From 2016	111,714.			
f Total of lines 3a through e	317,161.			
4 Qualifying distributions for 2017 from Part XII, line 4: ► \$	3,723,367.			
a Applied to 2016, but not more than line 2a			0.	
b Applied to undistributed income of prior years (Election required - see instructions)		0.		
c Treated as distributions out of corpus (Election required - see instructions)	0.			
d Applied to 2017 distributable amount				3,614,825.
e Remaining amount distributed out of corpus	108,542.			
5 Excess distributions carryover applied to 2017 (if an amount appears in column (d), the same amount must be shown in column (a))	0.			0.
6 Enter the net total of each column as indicated below:				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5	425,703.			
b Prior years' undistributed income. Subtract line 4b from line 2b		0.		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed		0.		
d Subtract line 6c from line 6b. Taxable amount - see instructions		0.		
e Undistributed income for 2016. Subtract line 4a from line 2a. Taxable amount - see instr.			0.	
f Undistributed income for 2017. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2018				0.
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (Election may be required - see instructions)	0.			
8 Excess distributions carryover from 2012 not applied on line 5 or line 7	205,447.			
9 Excess distributions carryover to 2018. Subtract lines 7 and 8 from line 6a	220,256.			
10 Analysis of line 9:				
a Excess from 2013				
b Excess from 2014				
c Excess from 2015				
d Excess from 2016	111,714.			
e Excess from 2017	108,542.			



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

Recipient Name and address (home or business)	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
<b>a Paid during the year</b>				
CAUSA OF OREGON 700 MARION ST NE SALEM, OR 97301-3829		Public Charity	General Support	15,000.
New World Foundation 302 West 91st Street NEW YORK, NY 10024		Public Charity	Organization United for Respect, Organize the South project	15,000.
Proteus Fund 15 RESEARCH DRIVE SUITE B AMHERST, MA 01002-2776		Public Charity	Building the capacity, leadership, and visibility of MASA communities	50,000.
PUENTE HUMAN RIGHTS MOVEMENT PO BOX 21837 PHOENIX, AZ 85036-1837		Public Charity	General Support	15,000.
Southerners on New Ground PO Box 11250 Atlanta, GA 30310		Public Charity	General Support	20,000.
<b>Total</b>	See continuation sheet(s)			<b>2,762,000.</b>
<b>b Approved for future payment</b>				
Colorado Immigrant Rights Coalition 2525 W. Alameda Ave. DENVER, CO 80219		Public Charity	General Support Grant	35,000.
New Era Colorado Foundation PO Box 181153 Denver, CO 80218		Public Charity	General Support	35,000.
Together Colorado 1980 DAHLIA ST DENVER, CO 80220-1239		Public Charity	General Support	35,000.
<b>Total</b>	See continuation sheet(s)			<b>882,000.</b>

Form 990-PF (2017)

**Part XVI-A Analysis of Income-Producing Activities**

Enter gross amounts unless otherwise indicated.

Enter gross amounts unless otherwise indicated.		Unrelated business income		Excluded by section 512, 513, or 514		(e)
		(a) Business code	(b) Amount	(c) Exclu- sion code	(d) Amount	Related or exempt function income
<b>1</b>	Program service revenue:					
<b>a</b>	_____					
<b>b</b>	_____					
<b>c</b>	_____					
<b>d</b>	_____					
<b>e</b>	_____					
<b>f</b>	_____					
<b>g</b>	Fees and contracts from government agencies					
<b>2</b>	Membership dues and assessments					
<b>3</b>	Interest on savings and temporary cash investments					
<b>4</b>	Dividends and interest from securities			14	285,097.	
<b>5</b>	Net rental income or (loss) from real estate:					
<b>a</b>	Debt-financed property					
<b>b</b>	Not debt-financed property					
<b>6</b>	Net rental income or (loss) from personal property					
<b>7</b>	Other investment income	523000	-5,498.	14	869,231.	
<b>8</b>	Gain or (loss) from sales of assets other than inventory	523000	-2,296.	18	1,696,620.	
<b>9</b>	Net income or (loss) from special events					
<b>10</b>	Gross profit or (loss) from sales of inventory					
<b>11</b>	Other revenue:					
<b>a</b>	_____					
<b>b</b>	_____					
<b>c</b>	_____					
<b>d</b>	_____					
<b>e</b>	_____					
<b>12</b>	Subtotal. Add columns (b), (d), and (e)		-7,794.		2,850,948.	0.
<b>13</b>	Total. Add line 12, columns (b), (d), and (e)				13	2,843,154.

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

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

[illegible]



**Part XV Supplementary Information****3 Grants and Contributions Paid During the Year (Continuation)**

Recipient Name and address (home or business)	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
The Praxis Project 1001 Connecticut Ave. Washington, DC 20036		Public Charity	Freedom University	15,000.
Tides Foundation PO BOX 29903 San Francisco, CA 94129		Public Charity	Flint Rising Education Fund	20,000.
United We Dream, Network 1900 L ST NW STE 900 WASHINGTON, DC 20036-5005		Public Charity	Plan to Protect Undocumented Immigrants from Deportation, Defend DACA, and Fortify Our	25,000.
9to5 National Association of Working Women 1634 Downing St Unit A Denver, CO 80218		Public Charity	General Support	35,000.
Colorado Civic Engagement Roundtable PO BOX 1620 DENVER, CO 80201-1620		Public Charity	General Support	35,000.
Colorado Immigrant Rights Coalition 2525 W. Alameda Ave. DENVER, CO 80219		Public Charity	General Support Grant	35,000.
Colorado Immigrant Rights Coalition 2525 W. Alameda Ave. DENVER, CO 80219		Public Charity	Executive Succession Planning	10,000.
Colorado Organization for Latina Opportunity and Reproductive Rights PO Box 40991 DENVER, CO 80204		Public Charity	General Support	10,000.
Colorado People's Alliance 1085 Peoria St. Aurora, CO 80011		Public Charity	General Support	35,000.
Common Cause Education Fund 1133 19th Street, NW WASHINGTON, DC 20036-2603		Public Charity	General Support	35,000.
<b>Total from continuation sheets</b>				<b>2,647,000.</b>

**Part XV | Supplementary Information****3 Grants and Contributions Paid During the Year (Continuation)**

Recipient Name and address (home or business)	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
Hispanic Affairs Project 300 N CASCADE AVE C-4 MONTROSE, CO 81401-3575		Public Charity	Capacity Building	5,000.
Mi Familia Vota Education Fund 2525 W. Alameda Avenue Denver, CO 80219		Public Charity	General Support	30,000.
NEO Philanthropy 221 NW Second Ave Suite 301 Portland, OR 97209		Public Charity	Funders Committee for Civic Participation	5,000.
New Era Colorado Foundation PO Box 181153 Denver, CO 80218		Public Charity	General Support	35,000.
ProgressNow Colorado Education 1536 Wynkoop St., #200 Denver, CO 80202		Public Charity	Campaign for a Strong Colorado	20,000.
Rose Community Foundation 600 S CHERRY ST DENVER, CO 80246-1702		Public Charity	Colorado Immigrant Funders Collaborative	10,000.
Together Colorado 1980 DAHLIA ST DENVER, CO 80220-1239		Public Charity	General Support	35,000.
United for a New Economy 7760 W. 38th Ave., Suite 200 Wheat Ridge, CO 80033		Public Charity	Transformative Leaders for Change Building Phase	10,000.
United for a New Economy 7760 W. 38th Ave., Suite 200 Wheat Ridge, CO 80033		Public Charity	Transformative Leaders for Change Fellowship	100,000.
Hispanic Affairs Project 300 N CASCADE AVE C-4 MONTROSE, CO 81401-3575		Public Charity	General Support	35,000.
<b>Total from continuation sheets</b>				

**Part XV Supplementary Information****3 Grants and Contributions Paid During the Year (Continuation)**

Recipient Name and address (home or business)	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
United for a New Economy 7760 W. 38th Ave., Suite 200 Wheat Ridge, CO 80033		Public Charity	General Support	35,000.
Proteus Fund 15 RESEARCH DRIVE SUITE B Amherst, MA 01002-2776		Public Charity	Third Wave Fund	5,000.
Rose Community Foundation 600 S CHERRY ST DENVER, CO 80246-1702		Public Charity	Colorado Immigrant Fundors Collaborative	10,000.
Neighborhood Funders Group 436 14th Street, Suite 425 Oakland, CA 94612		Public Charity	General Support	20,000.
The Praxis Project 7731 Alaska Ave NW Washington, DC 20012		Public Charity	BOLD Project Support	60,000.
Voice of Witness 849 Valencia St San Francisco, CA 94110-1736		Public Charity	General Support	20,000.
Rockefeller Philanthropy Advisors 6 W 48th St Floor 10 New York, NY 10036-1802		Public Charity	Pop Culture Collaborative Fund	50,000.
Color of Change Org Ed. Fund 1714 Franklin ST STE 100 #136 Oakland, CA 94612-3409		Public Charity	General Support	50,000.
Proteus Fund 15 RESEARCH DRIVE SUITE B Amherst, MA 01002-2776		Public Charity	2018 Membership	10,000.
NEO Philanthropy Inc 45 W 36th Street Floor 6 New York, NY 10018-7635		Public Charity	Social Transformation Projet	40,000.
<b>Total from continuation sheets</b>				



**Part XV Supplementary Information****3 Grants and Contributions Paid During the Year (Continuation)**

Recipient Name and address (home or business)	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
Fund for the City of NY 121 Sixth Avenue 6th New York, NY 10013		Public Charity	New American Leaders	25,000.
Proteus Fund 15 RESEARCH DRIVE SUITE B Amherst, MA 01002-2776		Public Charity	ReFrame Mentorship Support	50,000.
Bend the Arc - A Jewish Partnership for Justice 330 Seventh Ave 19th Floor NEW YORK, NY 10001		Public Charity	Caring Across Generations	40,000.
Centro de los Derechos del Migrante, Inc. 10 E North Ave, PO Box 5 Baltimore, MD 21202		Public Charity	General Support	60,000.
Community Partners 1000 North Alameda Street, Suite 240 Los Angeles, CA 90012		Public Charity	Los Angeles Black Worker Center	30,000.
EDGE Funders Alliance 7111 Dixie Hwy, Suite 142 Clarkston, MI 48346		Public Charity	General Support	15,000.
Interfaith Worker Justice 1020 W BRYN MAWR 4TH FL CHICAGO, IL 60660-4627		Public Charity	General Support	30,000.
Jobs With Justice Education Fund 436 14th St, 5th Fl Oakland, CA 94612		Public Charity	General Support	45,000.
Just Associates Inc 2040 S St. NW, 3rd Floor WASHINGTON, DC 20009		Public Charity	General Support	20,000.
Justice in Motion 789 Washington Avenue, 2nd floor Brooklyn, NY 11238		Public Charity	General Support	20,000.
<b>Total from continuation sheets</b>				

**Part XV Supplementary Information****3 Grants and Contributions Paid During the Year (Continuation)**

Recipient Name and address (home or business)	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
Labor Innovations for the 21st Century Fund 150 Main Street, Suite 24 Northampton, MA 01060		Public Charity	LIFT Fund supporting worker center and union partnerships	35,000.
Movement Strategy Center 436 14th Street, Fifth Floor Oakland, CA 94612		Public Charity	Movement Generation - Building a Movement for Our Work, Our Health, Our Planet	50,000.
Movement Strategy Center 3350 Brunell Dr Oakland, CA 94602		Public Charity	National Black Worker Center Project	30,000.
Fund for Global Human Rights 1301 Connecticut Ave. NW, Suite 400 WASHINGTON, DC 20036		Public Charity	Economic, Social and Cultural Rights Project	70,000.
National Day Laborer Organizing Network 675 PARK VIEW STREET SUITE B LOS ANGELES, CA 90057-3306		Public Charity	General Support	80,000.
New Orleans Workers' Center for Racial Justice 217 N Prieur St NEW ORLEANS, LA 70112		Public Charity	General Support	35,000.
New Venture Fund 1201 Connecticut Ave NW, Suite 300 Washington, DC 20036		Public Charity	Coworker.org	25,000.
Partnership for Working Families 1939 Harrison Street, Suite 150 Oakland, CA 94612		Public Charity	General Support	45,000.
People's Action Institute 810 N MILWAUKEE AVE CHICAGO, IL 60642-4103		Public Charity	General Support	30,000.
Sociedad Mexicana Pro Derechos de la Mujer, A.C. Fragonard 84 Mexico, DF, MEXICO		PC Equivalent	Strengthening Womens Rights Organizations in Mexico	10,000.
<b>Total from continuation sheets</b>				

**Part XV Supplementary Information****3 Grants and Contributions Paid During the Year (Continuation)**

Recipient Name and address (home or business)	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
Warehouse Workers for Justice 37 S. Ashland, First Floor Chicago, IL 60607		Public Charity	General Support	25,000.
Workers Defense Project 5604 Manor Road Austin, TX 78723		Public Charity	General Support	80,000.
Fund for Global Human Rights 1301 Connecticut Ave. NW, Suite 400 WASHINGTON, DC 20036		Public Charity	Supporting Frontline Human Rights Activism in Mexico	10,000.
Fund for Global Human Rights 1301 Connecticut Ave. NW, Suite 400 WASHINGTON, DC 20036		Public Charity	Economic, Social and Cultural Rights Project	20,000.
National Employment Law Project 75 MAIDEN LN RM 601 NEW YORK, NY 10038-4620		Public Charity	General Support	35,000.
Sociedad Mexicana Pro Derechos de la Mujer, A.C. Fragonard 84 Mexico, DF, MEXICO		PC Equivalent	Strengthening Womens Rights Organizations in Mexico	31,000.
Colorado Organization for Latina Opportunity and Reproductive Rights P.O. Box 40991 Denver, CO 80204		Public Charity	General Support	5,000.
Advocates For Youth 2000 M Street NW Suite 750 Washington, DC 20036		Public Charity	General Support	35,000.
Forward Together 300 Frank Ogawa Plaza Suite 700 Oakland, CA 94612		Public Charity	General Support	75,000.
Funders for Reproductive Equity PO Box 750 Rockville, MD 20848-0750		Public Charity	For the creation of the Rockwood Fellowship for Leaders in Reproductive Health, Rights and	40,000.
<b>Total from continuation sheets</b>				

**Part XV Supplementary Information****3 Grants and Contributions Paid During the Year (Continuation)**

Recipient Name and address (home or business)	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
Funders for Reproductive Equity PO Box 750 Rockville, MD 20848-0750		Public Charity	General Support	10,000.
Groundswell Fund 436 14th St. Ste. 723 Oakland, CA 94612		Public Charity	General Support	130,000.
Hampshire College Civil Liberties and Public Policy Program 893 WEST ST AMHERST, MA 01002-3372		Public Charity	Civil Liberties and Public Policy Program	35,000.
If/When/How 1730 Franklin Street, Suite 212 Oakland, CA 94612		Public Charity	General operating support	17,000.
MergerWatch Project of Community Catalyst 1 Federal Street 5th Floor Boston, MA 02110		Public Charity	Protecting Women's Health in a Hostile Climate	40,000.
Proteus Fund 15 RESEARCH DRIVE SUITE B Amherst, MA 01002-2776		Public Charity	Third Wave Fund	5,000.
Ms. Foundation for Women 12 MetroTech Center, 26th Floor Brooklyn, NY 11201		Public Charity	General Support	25,000.
National Advocates for Pregnant Women 875 6th Ave Ste 1807 New York, NY 10001		Public Charity	General Support	40,000.
National Asian Pacific American Women's Forum, Tides Center P.O. Box 29907 San Francisco, CA 94129		Public Charity	Building RJ Power for AAPI Women and Girls	40,000.
National Health Law Program Inc 3701 Wilshire Blvd Ste 750 Los Angeles, CA 90010		Public Charity	General Support	25,000.
<b>Total from continuation sheets</b>				

**Part XV Supplementary Information****3 Grants and Contributions Paid During the Year (Continuation)**

Recipient Name and address (home or business)	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
National Latina Institute for Reproductive Health 50 Broad Street Suite 1825 New York, NY 11361		Public Charity	General Support	40,000.
National Latina Institute for Reproductive Health 50 Broad Street Suite 1825 New York, NY 11361		Public Charity	Support for coaching and organizational development	15,000.
National Network of Abortion Funds PO BOX 170280 BOSTON, MA 02117-0290		Public Charity	General Support	20,000.
New Venture Fund 1201 Connecticut Ave NW #300 Washington, DC 20036		Public Charity	Supporting Reproductive Health Access for All Women	50,000.
Religious Coalition for Reproductive Choice Educational Fund 1413 K ST NW STE 1400 WASHINGTON, DC 20005-3456		Public Charity	General Support	40,000.
URGE: Unite for Reproductive and Gender Equity 1317 F Street NW Suite 501 WASHINGTON, DC 20004		Public Charity	General Support	45,000.
Western States Center PO BOX 40305 PORTLAND, OR 97240-0305		Public Charity	General Support	74,000.
United We Dream, Network 1900 L ST NW STE 900 WASHINGTON, DC 20036-5005		Public Charity	Plan to Protect Undocumented Immigrants from Deportation, Defend DACA, and Fortify Our	25,000.
PUENTE HUMAN RIGHTS MOVEMENT PO BOX 21837 PHOENIX, AZ 85036-1837		Public Charity	Mijente	10,000.
The Praxis Project 7731 Alaska Ave NW Washington, DC 20012		Public Charity	UndocuBlack Network project	10,000.
<b>Total from continuation sheets</b>				

**3 Grants and Contributions Paid During the Year (Continuation)****Total from continuation sheets**

**Part XV Supplementary Information****3 Grants and Contributions Approved for Future Payment (Continuation)**

Recipient Name and address (home or business)	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
United for a New Economy 7760 W. 38th Ave., Suite 200 Wheat Ridge, CO 80033		Public Charity	Transformative Leaders for Change Fellowship	100,000.
Bend the Arc - A Jewish Partnership for Justice 330 Seventh Ave 19th Floor NEW YORK, NY 10001		Public Charity	Caring Across Generations	40,000.
Community Partners 1000 North Alameda Street, Suite 240 Los Angeles, CA 90012		Public Charity	Los Angeles Black Worker Center	30,000.
Jobs With Justice Education Fund 436 14th St, 5th Fl Oakland, CA 94612		Public Charity	General Support	90,000.
Movement Strategy Center 3350 Brunell Dr Oakland, CA 94602		Public Charity	National Black Worker Center Project	30,000.
New Orleans Workers' Center for Racial Justice 217 N Prieur St NEW ORLEANS, LA 70112		Public Charity	General Support	35,000.
New Venture Fund 1201 Connecticut Ave NW, Suite 300 Washington, DC 20036		Public Charity	Coworker.org	25,000.
Partnership for Working Families 1939 Harrison Street, Suite 150 Oakland, CA 94612		Public Charity	General Support	90,000.
People's Action Institute 810 N MILWAUKEE AVE CHICAGO, IL 60642-4103		Public Charity	General Support	30,000.
Advocates For Youth 2000 M Street NW Suite 750 Washington, DC 20036		Public Charity	General Support	35,000.
<b>Total from continuation sheets</b>				<b>777,000.</b>

**Part XV Supplementary Information****3 Grants and Contributions Approved for Future Payment (Continuation)**

Recipient Name and address (home or business)	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
Hampshire College Civil Liberties and Public Policy Program 893 WEST ST AMHERST, MA 01002-3372		Public Charity	Civil Liberties and Public Policy Program	35,000.
If/When/How 1730 Franklin Street, Suite 212 Oakland, CA 94612		Public Charity	General operating support	17,000.
MergerWatch Project of Community Catalyst 1 Federal Street 5th Floor Boston, MA 02110		Public Charity	Protecting Women's Health in a Hostile Climate	40,000.
Ms. Foundation for Women 12 MetroTech Center, 26th Floor Brooklyn, NY 11201		Public Charity	General Support	25,000.
National Health Law Program Inc 3701 Wilshire Blvd Ste 750 Los Angeles, CA 90010		Public Charity	General Support	25,000.
Religious Coalition for Reproductive Choice Educational Fund 1413 K ST NW STE 1400 WASHINGTON, DC 20005-3456		Public Charity	General Support	40,000.
URGE: Unite for Reproductive and Gender Equity 1317 F Street NW Suite 501 WASHINGTON, DC 20004		Public Charity	General Support	90,000.
<b>Total from continuation sheets</b>				



**Part XV** **Supplementary Information****3a Grants and Contributions Paid During the Year Continuation of Purpose of Grant or Contribution**

Name of Recipient - United We Dream, Network

Plan to Protect Undocumented Immigrants from Deportation, Defend DACA,  
and Fortify Our Communities

Name of Recipient - Funders for Reproductive Equity

For the creation of the Rockwood Fellowship for Leaders in Reproductive  
Health, Rights and Justice

Name of Recipient - United We Dream, Network

Plan to Protect Undocumented Immigrants from Deportation, Defend DACA,  
and Fortify Our Communities

Form 990-PF	Other Income	Statement	1
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Description	(a) Revenue Per Books	(b) Net Invest- ment Income	(c) Adjusted Net Income
Income from pass-through entities	869,231.	869,231.	
UBTI reported on Form 990-T	-5,498.	0.	
Total to Form 990-PF, Part I, line 11	863,733.	869,231.	

Form 990-PF	Legal Fees	Statement	2
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Description	(a) Expenses Per Books	(b) Net Invest- ment Income	(c) Adjusted Net Income	(d) Charitable Purposes
Adler & Colvin	6,286.	0.		6,286.
Employers Council Services	8,662.	0.		8,662.
Perkins Cole LLC	455.	0.		455.
To Fm 990-PF, Pg 1, ln 16a	15,403.	0.		15,403.

Form 990-PF	Accounting Fees	Statement	3
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Description	(a) Expenses Per Books	(b) Net Invest- ment Income	(c) Adjusted Net Income	(d) Charitable Purposes
Kundinger, Corder & Engle, P.C.	29,000.	14,500.		14,500.
Karl W. Adam CPA, LLC	3,150.	0.		3,150.
To Form 990-PF, Pg 1, ln 16b	32,150.	14,500.		17,650.

Form 990-PF	Other Professional Fees	Statement	4
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Description	(a) Expenses Per Books	(b) Net Invest- ment Income	(c) Adjusted Net Income	(d) Charitable Purposes
Trinet HR Corporation	7,618.	0.		7,618.
Mozaic, LLC	214,585.	214,585.		0.
Goldman Sachs Asset Management	35,000.	35,000.		0.
Silchester International Investors	101,032.	101,032.		0.
Eagle Capital Management Generation Investment Management	113,019.	113,019.		0.
State Street Bank	144,164.	144,164.		0.
	7,743.	7,743.		0.
To Form 990-PF, Pg 1, ln 16c	623,161.	615,543.		7,618.

Form 990-PF	Taxes	Statement	5
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Description	(a) Expenses Per Books	(b) Net Invest- ment Income	(c) Adjusted Net Income	(d) Charitable Purposes
Excise tax	7,243.	0.		0.
Income tax	6,490.	0.		0.
Foreign tax	39,905.	39,905.		0.
Increase in deferred excise tax payable	205,594.	0.		0.
To Form 990-PF, Pg 1, ln 18	259,232.	39,905.		0.

Form 990-PF	Other Expenses	Statement	6
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Description	(a) Expenses Per Books	(b) Net Invest- ment Income	(c) Adjusted Net Income	(d) Charitable Purposes
Board expense	70,113.	0.		70,113.
Staff development	18,819.	0.		18,819.
Business liability insurance	1,693.	0.		1,693.
Contract services	10,145.	0.		10,145.
Communications	31,807.	0.		31,807.
Supplies	23,941.	0.		23,941.
Dues and memberships	15,620.	0.		15,620.

## GENERAL SERVICE FOUNDATION

36-6018535

Miscellaneous	2,547.	0.	2,547.
To Form 990-PF, Pg 1, ln 23	174,685.	0.	174,685.

## Form 990-PF Depreciation of Assets Not Held for Investment Statement 7

Description	Cost or Other Basis	Accumulated Depreciation	Book Value	Fair Market Value
Furniture, equipment and leasehold improvements	29,197.	21,086.	8,111.	8,111.
To 990-PF, Part II, ln 14	29,197.	21,086.	8,111.	8,111.

## Form 990-PF Corporate Stock Statement 8

Description	Book Value	Fair Market Value
Eagle Capital Management LLC	14,542,703.	14,542,703.
Invitation Homes	1,122,804.	1,122,804.
Total to Form 990-PF, Part II, line 10b	15,665,507.	15,665,507.

## Form 990-PF Other Investments Statement 9

Description	Valuation Method	Book Value	Fair Market Value
Northwoods Capital Equity Holdings I, LP	FMV	2,016,912.	2,016,912.
Generation IM	FMV	15,093,132.	15,093,132.
Silchester International Value Equity Trust	FMV	11,097,460.	11,097,460.
NZC Guggenheim Fund Limited	FMV	1,680,201.	1,680,201.
AG Mortgage Value Partners, Ltd	FMV	3,945,404.	3,945,404.
AG REDI, Ltd	FMV	4,849,237.	4,849,237.
Brevit Direct Lending	FMV	2,171,129.	2,171,129.
Black Rock Value Credit Partners, LP	FMV	110,662.	110,662.
Cascade Sierra Income Fund	FMV	5,179.	5,179.
GC 2009 Mezzanine Partners LP	FMV	51,838.	51,838.
InSolve Global Credit Feed Fund I, LP	FMV	148,402.	148,402.
InSolve Global Credit Feed Fund II, LP	FMV	1,192,602.	1,192,602.

Statement(s) 6, 7, 8, 9

## GENERAL SERVICE FOUNDATION

36-6018535

InSolve Global Credit Feed Fund II, LPI	FMV	1,008,621.	1,008,621.
DK LT Distressed Opp Fund II	FMV	650,609.	650,609.
DK LT Distressed Opp Fund III	FMV	948,278.	948,278.
AG DLI I	FMV	1,776,755.	1,776,755.
AG DLI II	FMV	420,354.	420,354.
New Energy Credit Infrastructure Credit Fund	FMV	346,573.	346,573.
North Sky Clean Tech Fund IV	FMV	849,534.	849,534.
North Sky Clean Tech Alliance	FMV	380,518.	380,518.
Commons Capital LP	FMV	86,324.	86,324.
Elevate Equity Fund II LP	FMV	1,210,034.	1,210,034.
SH Group I, LP	FMV	303,862.	303,862.
Greenmont Capital	FMV	166,548.	166,548.
TPB ART Partners LP	FMV	767,455.	767,455.
Landmark Equity XV	FMV	381,460.	381,460.
Advancit	FMV	415,686.	415,686.
Colony American Holdings LP	FMV	20,400.	20,400.
Starwood Opp Fund IX	FMV	1,132,682.	1,132,682.
Starwood Opp Fund X	FMV	1,203,144.	1,203,144.
KA Real Estate Partners III	FMV	417,886.	417,886.
KA Real Estate Partners IV	FMV	926,322.	926,322.
KA Real Estate Partners V	FMV	179,326.	179,326.
Lyme Forest Timber Fund III	FMV	485,814.	485,814.
Lyme Timber Fund IV	FMV	940,183.	940,183.
Atlas Co-Invest	FMV	1,722,944.	1,722,944.
Total to Form 990-PF, Part II, line 13		59,103,470.	59,103,470.

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Form 990-PF                      Part VIII - List of Officers, Directors                      Statement 10  
   Trustees and Foundation Managers

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Name and Address	Title and Avrg Hrs/Wk	Compen- sation	Employee Ben Plan Expense Contrib Account	
Robin Snidow 2120 University Avenue Berkeley, CA 94704	Chair 7.00	0.	0.	0.
Zoe Foxley 2120 University Avenue Berkeley, CA 94704	Vice Chair 1.00	0.	0.	0.
Marcie J. Musser 2120 University Avenue Berkeley, CA 94704	Secretary 1.00	0.	0.	0.
Griff Foxley 2120 University Avenue Berkeley, CA 94704	Treasurer 1.00	0.	0.	0.
Sarita Gupta 2120 University Avenue Berkeley, CA 94704	Trustee 1.00	0.	0.	0.
Eliot Estrin 2120 University Avenue Berkeley, CA 94704	Trustee 1.00	0.	0.	0.
Jesse Estrin 2120 University Avenue Berkeley, CA 94704	Trustee 1.00	0.	0.	0.
Mary L. Estrin 2120 University Avenue Berkeley, CA 94704	Trustee 1.00	0.	0.	0.
Peter Halby 2120 University Avenue Berkeley, CA 94704	Trustee 1.00	0.	0.	0.
Will Halby 2120 University Avenue Berkeley, CA 94704	Trustee 1.00	0.	0.	0.
Kierra Johnson 2120 University Avenue Berkeley, CA 94704	Trustee 1.00	0.	0.	0.

GENERAL SERVICE FOUNDATION

36-6018535

Robert Musser  
2120 University Avenue  
Berkeley, CA 94704

Trustee  
1.00

0. 0. 0.

Robby Rodriguez  
2120 University Avenue  
Berkeley, CA 94704

Trustee  
1.00

0. 0. 0.

Carmen Rojas  
2120 University Avenue  
Berkeley, CA 94704

Trustee  
1.00

0. 0. 0.

Dimple Abichandani  
2120 University Avenue  
Berkeley, CA 94704

Executive Director  
40.00

208,400. 50,240. 0.

William M. Repplinger  
557 North Mill Street, Suite 201  
Aspen, CO 81611

Chief Financial Officer  
35.00

175,950. 47,623. 0.

Totals included on 990-PF, Page 6, Part VIII

384,350. 97,863. 0.

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Form 990-PF	Expenditure Responsibility Statement Part VII-B, Line 5c	Statement 11
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Grantee's Name

Maquila Solidarity Network Popular Education Research Group

Grantee's Address606 Shaw Street  
Toronto, Ontario, CANADA, M6G 3L6

<u>Grant Amount</u>	<u>Date of Grant</u>	<u>Amount Expended</u>	<u>Verification Date</u>
15,000.	05/17/16	15,000.	11/30/16

Purpose of Grant

Promoting workers' rights and corporate accountability

Dates of Reports by Grantee

November 30, 2016

Any Diversion by Grantee

To our knowledge, the grantee has not diverted any portion of the funds.

Results of Verification

Grants funds were used as intended.



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Form 990-PF	Grant Application Submission Information	Statement	12
	Part XV, Lines 2a through 2d		

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Name and Address of Person to Whom Applications Should be Submitted

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General Service Foundation  
2120 University Ave.  
Berkeley, CA 94704

Telephone Number	Name of Grant Program
510-679-3876	All grant programs.

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Form and Content of Applications

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GSF is not currently accepting new Letters of Inquiries (LOIs). Grantees who are invited to propose do so via the internet at:  
[www.generalservice.org](http://www.generalservice.org).

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Any Submission Deadlines

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Invited proposals are due October 1st and March 1st.

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Restrictions and Limitations on Awards

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GSF grants in three program areas: 1) Human Rights and Economic Justice, 2) Reproductive Justice and 3) Colorado Civic Engagement Program. Please refer to the website [www.generalservice.org](http://www.generalservice.org) for a detailed description of guidelines and criteria.