

For calendar year 2017, or tax year beginning 01-01-2017, and ending 12-31-2017

Name of foundation THE ROCK FOUNDATION		A Employer identification number 94-1671318	
Number and street (or P O box number if mail is not delivered to street address) ONE MARITIME PLAZA SUITE 1220		Room/suite	B Telephone number (see instructions) (415) 981-3921
City or town, state or province, country, and ZIP or foreign postal code SAN FRANCISCO, CA 94111		C If exemption application is pending, check here ☐	
G Check all that apply ☐ Initial return ☐ Final return ☐ Address change ☐ Initial return of a former public charity ☐ Amended return ☐ Name change		D 1. Foreign organizations, check here ☐ 2 Foreign organizations meeting the 85% test, check here and attach computation ☐	
H Check type of organization ☒ Section 501(c)(3) exempt private foundation ☐ Section 4947(a)(1) nonexempt charitable trust ☐ Other taxable private foundation		E If private foundation status was terminated under section 507(b)(1)(A), check here ☐	
I Fair market value of all assets at end of year (from Part II, col (c), line 16) \$ 45,695,660		F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here ☐	
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)				
	2 Check ☒ If the foundation is not required to attach Sch B				
	3 Interest on savings and temporary cash investments	5,204	5,204		
	4 Dividends and interest from securities	3,065,723	3,065,723		
	5a Gross rents				
	b Net rental income or (loss) _____				
	6a Net gain or (loss) from sale of assets not on line 10 _____	452,521			
	b Gross sales price for all assets on line 6a _____ 910,450				
	7 Capital gain net income (from Part IV, line 2)		452,521		
	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) (attach schedule)				
	11 Other income (attach schedule)				
	12 Total. Add lines 1 through 11	3,523,448	3,523,448		
	13 Compensation of officers, directors, trustees, etc	0	0		0
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits				
	16a Legal fees (attach schedule)				
	b Accounting fees (attach schedule)	57,100	0		57,100
	c Other professional fees (attach schedule)				
	17 Interest				
	18 Taxes (attach schedule) (see instructions)	62,000	0		0
	19 Depreciation (attach schedule) and depletion				
	20 Occupancy				
	21 Travel, conferences, and meetings				
	22 Printing and publications				
	23 Other expenses (attach schedule)	32,917	32,519		398
	24 Total operating and administrative expenses. Add lines 13 through 23	152,017	32,519		57,498
	25 Contributions, gifts, grants paid	2,500,000			2,500,000
	26 Total expenses and disbursements. Add lines 24 and 25	2,652,017	32,519		2,557,498
	27 Subtract line 26 from line 12				
	a Excess of revenue over expenses and disbursements	871,431			
	b Net investment income (if negative, enter -0-)		3,490,929		
c Adjusted net income (if negative, enter -0-)					

Part II Balance Sheets		Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions)			
		Beginning of year (a) Book Value	End of year (b) Book Value (c) Fair Market Value		
Assets	1	Cash—non-interest-bearing			
	2	Savings and temporary cash investments	11,232,091	252,437	252,437
	3	Accounts receivable ▶ _____ Less allowance for doubtful accounts ▶ _____			
	4	Pledges receivable ▶ _____ Less allowance for doubtful accounts ▶ _____			
	5	Grants receivable			
	6	Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see instructions)			
	7	Other notes and loans receivable (attach schedule) ▶ _____ Less allowance for doubtful accounts ▶ _____			
	8	Inventories for sale or use			
	9	Prepaid expenses and deferred charges			
	10a	Investments—U S and state government obligations (attach schedule)			
	b	Investments—corporate stock (attach schedule)	182,993	0	0
	c	Investments—corporate bonds (attach schedule)			
	11	Investments—land, buildings, and equipment basis ▶ _____ Less accumulated depreciation (attach schedule) ▶ _____			
	12	Investments—mortgage loans			
	13	Investments—other (attach schedule)	28,301,633	40,336,624	45,443,053
	14	Land, buildings, and equipment basis ▶ _____ Less accumulated depreciation (attach schedule) ▶ _____			
15	Other assets (describe ▶ _____)	30,159	29,246	170	
16	Total assets (to be completed by all filers—see the instructions Also, see page 1, item I)	39,746,876	40,618,307	45,695,660	
Liabilities	17	Accounts payable and accrued expenses			
	18	Grants payable			
	19	Deferred revenue			
	20	Loans from officers, directors, trustees, and other disqualified persons			
	21	Mortgages and other notes payable (attach schedule)			
	22	Other liabilities (describe ▶ _____)			
	23	Total liabilities (add lines 17 through 22)	0	0	
Net Assets or Fund Balances	Foundations that follow SFAS 117, check here ☐ and complete lines 24 through 26 and lines 30 and 31.				
	24	Unrestricted			
	25	Temporarily restricted			
	26	Permanently restricted			
	Foundations that do not follow SFAS 117, check here ☒ and complete lines 27 through 31.				
	27	Capital stock, trust principal, or current funds	0	0	
	28	Paid-in or capital surplus, or land, bldg, and equipment fund	0	0	
	29	Retained earnings, accumulated income, endowment, or other funds	39,746,876	40,618,307	
	30	Total net assets or fund balances (see instructions)	39,746,876	40,618,307	
31	Total liabilities and net assets/fund balances (see instructions) .	39,746,876	40,618,307		

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	39,746,876
2	Enter amount from Part I, line 27a	2	871,431
3	Other increases not included in line 2 (itemize) ▶ _____	3	0
4	Add lines 1, 2, and 3	4	40,618,307
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	40,618,307

Part IV Capital Gains and Losses for Tax on Investment Income

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

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

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

2 Capital gain net income or (net capital loss)	If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7	2	452,521
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))
2016	2,253,569	35,793,612	0 062960
2015	2,155,966	39,987,606	0 053916
2014	2,149,001	42,291,840	0 050814
2013	2,025,920	41,505,891	0 048810
2012	1,903,800	39,632,326	0 048037
2 Total of line 1, column (d)			2 0 264537
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 052907
4 Enter the net value of noncharitable-use assets for 2017 from Part X, line 5			4 44,563,652
5 Multiply line 4 by line 3			5 2,357,729
6 Enter 1% of net investment income (1% of Part I, line 27b)			6 34,909
7 Add lines 5 and 6			7 2,392,638
8 Enter qualifying distributions from Part XII, line 4			8 2,557,498

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

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

1a	Exempt operating foundations described in section 4940(d)(2), check here ☐ and enter "N/A" on line 1 Date of ruling or determination letter _____ (attach copy of letter if necessary—see instructions)		
b	Domestic foundations that meet the section 4940(e) requirements in Part V, check here ☒ and enter 1% of Part I, line 27b	1	34,909
c	All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, col (b)		
2	Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)	2	0
3	Add lines 1 and 2.	3	34,909
4	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)	4	0
5	Tax based on investment income. Subtract line 4 from line 3. If zero or less, enter -0-	5	34,909
6	Credits/Payments		
a	2017 estimated tax payments and 2016 overpayment credited to 2017	6a	60,135
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	0
7	Total credits and payments. Add lines 6a through 6d.	7	60,135
8	Enter any penalty for underpayment of estimated tax. Check here ☒ if Form 2220 is attached	8	0
9	Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed ▶	9	
10	Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid ▶	10	25,226
11	Enter the amount of line 10 to be Credited to 2018 estimated tax ▶ 25,226 Refunded ▶	11	0

Part VII-A Statements Regarding Activities

	Yes	No
1a During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?	1a	No
b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see Instructions for definition)? <i>If the answer is "Yes" to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities</i>	1b	No
c Did the foundation file Form 1120-POL for this year?	1c	No
d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year (1) On the foundation ▶ \$ 0 (2) On foundation managers ▶ \$ 0		
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers ▶ \$ 0		
2 Has the foundation engaged in any activities that have not previously been reported to the IRS? <i>If "Yes," attach a detailed description of the activities</i>	2	No
3 Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? <i>If "Yes," attach a conformed copy of the changes</i>	3	No
4a Did the foundation have unrelated business gross income of \$1,000 or more during the year?	4a	No
b If "Yes," has it filed a tax return on Form 990-T for this year?	4b	
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? <i>If "Yes," attach the statement required by General Instruction T</i>	5	No
6 Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	6	Yes
7 Did the foundation have at least \$5,000 in assets at any time during the year? <i>If "Yes," complete Part II, col (c), and Part XV</i>	7	Yes
8a Enter the states to which the foundation reports or with which it is registered (see instructions) ▶ CA		
b If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by General Instruction G? <i>If "No," attach explanation</i> .	8b	Yes
9 Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2017 or the taxable year beginning in 2017 (see instructions for Part XIV)? <i>If "Yes," complete Part XIV</i>	9	No
10 Did any persons become substantial contributors during the tax year? <i>If "Yes," attach a schedule listing their names and addresses</i>	10	No

Part VII-A Statements Regarding Activities (continued)

11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions).	11		No
12	Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement (see instructions)	12		No
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address ▶ N/A	13	Yes	
14	The books are in care of ▶ ARTHUR ROCK Telephone no ▶ (415) 981-3921			

Located at **▶** ONE MARITIME PLAZA STE 1220 SAN FRANCISCO CA ZIP+4 **▶** 94111

15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 —Check here ▶ ☐ and enter the amount of tax-exempt interest received or accrued during the year ▶ 15			
16	At any time during calendar year 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 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? ☐ Yes ☒ No			
	(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? ☐ Yes ☒ No			
	(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? ☐ Yes ☒ No			
	(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? ☐ Yes ☒ No			
	(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)? ☐ Yes ☒ No			
	(6) Agree to pay money or property to a government official? (Exception. Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days). ☐ Yes ☒ No			
b	If any answer is "Yes" to 1a(1)–(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see instructions)? ☐ 1b			
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? ☐ 1c			No
2	Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5))			
a	At the end of tax year 2017, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2017? ☐ Yes ☒ No If "Yes," list the years ▶ 20____, 20____, 20____, 20____			
b	Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement—see instructions). ☐ 2b			
c	If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here ▶ 20____, 20____, 20____, 20____			
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? ☐ Yes ☒ No			
b	If "Yes," did it have excess business holdings in 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). ☐ Yes ☒ No 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 2017? 4b			No

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

5a	During the year did the foundation pay or incur any amount to				
	(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))?	☐ Yes ☒ No			
	(2) Influence the outcome of any specific public election (see section 4955), or to carry on, directly or indirectly, any voter registration drive?	☐ Yes ☒ No			
	(3) Provide a grant to an individual for travel, study, or other similar purposes?	☐ Yes ☒ No			
	(4) Provide a grant to an organization other than a charitable, etc., organization described in section 4945(d)(4)(A)? (see instructions).	☐ Yes ☒ No			
	(5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals?	☐ Yes ☒ No			
b	If any answer is "Yes" to 5a(1)–(5), did any of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance (see instructions)?		5b		
	Organizations relying on a current notice regarding disaster assistance check here.	☐			
c	If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant?	☐ Yes ☐ No			
	<i>If "Yes," attach the statement required by Regulations section 53.4945–5(d)</i>				
6a	Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract?	☐ Yes ☒ No			
b	Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract?		6b	No	
	<i>If "Yes" to 6b, file Form 8870</i>				
7a	At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction?	☐ Yes ☒ No			
b	If yes, did the foundation receive any proceeds or have any net income attributable to the transaction?		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
ARTHUR ROCK ONE MARITIME PLAZA 1220 SAN FRANCISCO, CA 94111	PRES/DIRECT 1 00	0	0	0
TONI REMBE ROCK ONE MARITIME PLAZA 1220 SAN FRANCISCO, CA 94111	CFO/DIR/SEC 0 50	0	0	0
JEFFREY M HOWSON ONE MARITIME PLAZA 1220 SAN FRANCISCO, CA 94111	DIRECTOR 0 00	0	0	0

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

(a) Name and address of each employee paid more than \$50,000	Title, and average hours per week (b) devoted to position	(c) Compensation	Contributions to employee benefit plans and deferred compensation (d)	Expense account, (e) other allowances
NONE				

Total number of other employees paid over \$50,000. **0****3 Five highest-paid independent contractors for professional services (see instructions). If none, enter "NONE".**

(a) Name and address of each person paid more than \$50,000	(b) Type of service	(c) Compensation
NONE		

Total number of others receiving over \$50,000 for professional services. **0****Part IX-A Summary of Direct Charitable Activities**

List the foundation's four largest direct charitable activities during the tax year. Include relevant statistical information such as the number of organizations and other beneficiaries served, conferences convened, research papers produced, etc.	Expenses
1	
2	
3	
4	

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

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

Total. Add lines 1 through 3. **0**

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

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes		
a	Average monthly fair market value of securities.	1a	26,782,491
b	Average of monthly cash balances.	1b	1,270,436
c	Fair market value of all other assets (see instructions).	1c	17,189,359
d	Total (add lines 1a, b, and c).	1d	45,242,286
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation).	1e	0
2	Acquisition indebtedness applicable to line 1 assets.	2	0
3	Subtract line 2 from line 1d.	3	45,242,286
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions).	4	678,634
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4.	5	44,563,652
6	Minimum investment return. Enter 5% of line 5.	6	2,228,183

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

1	Minimum investment return from Part X, line 6.	1	2,228,183
2a	Tax on investment income for 2017 from Part VI, line 5.	2a	34,909
b	Income tax for 2017 (This does not include the tax from Part VI).	2b	
c	Add lines 2a and 2b.	2c	34,909
3	Distributable amount before adjustments. Subtract line 2c from line 1.	3	2,193,274
4	Recoveries of amounts treated as qualifying distributions.	4	0
5	Add lines 3 and 4.	5	2,193,274
6	Deduction from distributable amount (see instructions).	6	0
7	Distributable amount as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1.	7	2,193,274

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	2,557,498
b	Program-related investments—total from Part IX-B.	1b	0
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes.	2	
3	Amounts set aside for specific charitable projects that satisfy the		
a	Suitability test (prior IRS approval required).	3a	
b	Cash distribution test (attach the required schedule).	3b	
4	Qualifying distributions. Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4.	4	2,557,498
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	34,909
6	Adjusted qualifying distributions. Subtract line 5 from line 4.	6	2,522,589

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				2,193,274
2 Undistributed income, if any, as of the end of 2017				
a Enter amount for 2016 only.			716,817	
b Total for prior years 20____, 20____, 20____		0		
3 Excess distributions carryover, if any, to 2017				
a From 2012.				
b From 2013.				
c From 2014.				
d From 2015.				
e From 2016.				
f Total of lines 3a through e.	0			
4 Qualifying distributions for 2017 from Part XII, line 4 ▶ \$ <u>2,557,498</u>				
a Applied to 2016, but not more than line 2a			716,817	
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.				1,840,681
e Remaining amount distributed out of corpus	0			
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	0			
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 instructions			0	
f Undistributed income for 2017 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2018				352,593
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 (see instructions).	0			
9 Excess distributions carryover to 2018. Subtract lines 7 and 8 from line 6a	0			
10 Analysis of line 9				
a Excess from 2013.				
b Excess from 2014.				
c Excess from 2015.				
d Excess from 2016.				
e Excess from 2017.				

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 2017, enter the date of the ruling. ▶

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

2a Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed

	Tax year	Prior 3 years			(e) Total
	(a) 2017	(b) 2016	(c) 2015	(d) 2014	
b 85% of line 2a					
c Qualifying distributions from Part XII, line 4 for each year listed					
d Amounts included in line 2c not used directly for active conduct of exempt activities					
e Qualifying distributions made directly for active conduct of exempt activities. Subtract line 2d from line 2c					
3 Complete 3a, b, or c for the alternative test relied upon					
a "Assets" alternative test—enter					
(1) Value of all assets					
(2) Value of assets qualifying under section 4942(j)(3)(B)(i)					
b "Endowment" alternative test— enter 2/3 of minimum investment return shown in Part X, line 6 for each year listed. . .					
c "Support" alternative test—enter					
(1) Total support other than gross investment income (interest, dividends, rents, payments on securities loans (section 512(a)(5)), or royalties)					
(2) Support from general public and 5 or more exempt organizations as provided in section 4942(j)(3)(B)(iii).					
(3) Largest amount of support from an exempt organization					
(4) Gross investment income					

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

1 Information Regarding Foundation Managers:

a List any managers of the foundation who have contributed more than 2% of the total contributions received by the foundation before the close of any tax year (but only if they have contributed more than \$5,000) (See section 507(d)(2))
ARTHUR ROCK

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**

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i> See Additional Data Table				
Total			3a	2,500,000
b <i>Approved for future payment</i>				
Total			3b	0

Enter gross amounts unless otherwise indicated

Part XVI-B Relationship of Activities to the Accomplishment of Exempt PurposesForm **990-PF** (2017)

Part XVII Information Regarding Transfers To and Transactions and Relationships With Noncharitable Exempt Organizations

1 Did the organization directly or indirectly engage in any of the following with any other organization described in section 501(c) of the Code (other than section 501(c)(3) organizations) or in section 527, relating to political organizations?		Yes	No
a Transfers from the reporting foundation to a noncharitable exempt organization of			
(1) Cash.	1a(1)		No
(2) Other assets.	1a(2)		No
b Other transactions			
(1) Sales of assets to a noncharitable exempt organization.	1b(1)		No
(2) Purchases of assets from a noncharitable exempt organization.	1b(2)		No
(3) Rental of facilities, equipment, or other assets.	1b(3)		No
(4) Reimbursement arrangements.	1b(4)		No
(5) Loans or loan guarantees.	1b(5)		No
(6) Performance of services or membership or fundraising solicitations.	1b(6)		No
c Sharing of facilities, equipment, mailing lists, other assets, or paid employees.	1c		No
d If the answer to any of the above is "Yes," complete the following schedule. Column (b) should always show the fair market value of the goods, other assets, or services given by the reporting foundation. If the foundation received less than fair market value in any transaction or sharing arrangement, show in column (d) the value of the goods, other assets, or services received.			

(a) Line No	(b) Amount involved	(c) Name of noncharitable exempt organization	(d) Description of transfers, transactions, and sharing arrangements

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

b If "Yes," complete the following schedule

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

Sign Here	Under penalties of perjury, I declare that I have examined this return, including accompanying schedules and statements, and to the best of my knowledge and belief, it is true, correct, and complete. Declaration of preparer (other than taxpayer) is based on all information of which preparer has any knowledge.	***** 2018-10-12 *****	May the IRS discuss this return with the preparer shown below (see instr)? ☒ Yes ☐ No
	Signature of officer or trustee	Date	Title

Paid Preparer Use Only	Print/Type preparer's name	Preparer's Signature	Date	Check if self-employed ☐	PTIN
	PAMELA BURNS				P00117843
	Firm's name ▶ HOWSON & SIMON LLP				
	Firm's address ▶ 101 YGNACIO VLY RD 310 WALNUT CREEK, CA 94596				Phone no (925) 977-9060

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

List and describe the kind(s) of property sold (e g , real estate, (a) 2-story brick warehouse, or common stock, 200 shs MLC Co)	(b) How acquired P—Purchase D—Donation	(c) Date acquired (mo , day, yr)	(d) Date sold (mo , day, yr)
3,991 03 SHR VANGUARD INSTL TOTAL INDEX FUND	P	2017-09-27	2017-12-07
31,811 SHR KINDER MORGAN INC	P	2001-12-03	2017-12-06
548 92 SHR VANGUARD INSTL TOTAL INDEX FUND	P	2016-08-18	2017-12-07
731 GAIN - OCM OPPORTUNITIES FUND VI	P		
MEADOWBROOK REAL ESTATE FUND	P		
509 3546 SHR OMEGA OVERSEAS PARTNERS LTD	P	1997-06-30	2017-05-31
CAPITAL GAINS DIVIDENDS	P		

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

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
263,727		236,754	26,973
540,269		182,993	357,276
36,272		30,009	6,263
5,346			5,346
429			429
51,143		8,173	42,970
13,264			13,264

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

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
			26,973
			357,276
			6,263
			5,346
			429
			42,970
			13,264

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a Paid during the year				
826 VALENCIA826 VALENCIA SAN FRANCISCO, CA 94110	N/A	PC	CHARITABLE	200,000
AMERICAN ACADEMY OF ARTS & SCIENCES 136 IRVING STREET CAMBRIDGE, MA 02138	N/A	PC	CHARITABLE	5,000
AMERICAN ALPINE CLUB 710 10TH STREET STE 100 GOLDEN, CO 80401	N/A	PC	CHARITABLE	1,000
Total ▶ 3a				2,500,000

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
AMERICAN BAR FOUNDATION 39842 TREASURY CENTER CHICAGO, IL 60694	N/A	PC	CHARITABLE	500
AMERICAN FEDERATION FOR CHILDREN (ALLIANCE FOR SCHOOL CHOICE INC) 1660 L STREET NW SUITE 1000 WASHINGTON, DC 20036	N/A	PC	EDUCATIONAL	50,000
AMERICAN HEART ASSOCIATION 526 17TH STREET STE 3000 OAKLAND, CA 94612	N/A	PC	CHARITABLE	500
Total ▶ 3a				2,500,000

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a Paid during the year				
AMERICAN HIKING SOCIETY 8605 SECOND AVENUE SILVER SPRING, MD 20910	N/A	PC	CHARITABLE	1,000
AMERICAN HIMALAYAN FOUNDATION 909 MONTGOMERY STREET STE 400 SAN FRANCISCO, CA 94133	N/A	PC	CHARITABLE	10,000
AMERICAN JEWISH COMMITTEE 165 EAST 56TH STREET NEW YORK, NY 10022	N/A	PC	CHARITABLE	1,000
Total ▶ 3a				2,500,000

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
AMERICAN NONSMOKERS' RIGHTS FOUNDATION 2530 SAN PABLO AVENUE SUITE J BERKELEY, CA 94702	N/A	PC	CHARITABLE	250
ANTI-DEFAMATION LEAGUE 720 MARKET STREET SUITE 800 SAN FRANCISCO, CA 94102	N/A	PC	CHARITABLE	2,500
ARCS FOUNDATION INC NCC (ACHIEVEMENT REWARDS FOR COLLEGE SCIENTISTS) PO BOX 29405 SAN FRANCISCO, CA 94129	N/A	PC	CHARITABLE	50,000
Total ▶ 3a				2,500,000

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
ARTHRITIS FOUNDATION 657 MISSION STREET SUITE 603 SAN FRANCISCO, CA 94105	N/A	PC	CHARITABLE	5,000
ASIAN ART MUSEUM FOUNDATION 200 LARKIN STREET SAN FRANCISCO, CA 94102	N/A	PC	CHARITABLE	3,000
ASPEN INSTITUTE INC 477 MADISON AVENUE STE 730 NEW YORK, NY 10022	N/A	PC	CHARITABLE	5,000
Total ▶ 3a				2,500,000

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
BASIC FUND475 14TH STREET 520 OAKLAND, CA 94612	N/A	PC	EDUCATIONAL	110,550
BAY AREA RIDGE TRAIL COUNCIL 1007 GENERAL KENNEDY AVE SUITE 3 SAN FRANCISCO, CA 94129	N/A	PC	CHARITABLE	1,000
BERKELEY CHESS SCHOOL PO BOX 10073 BERKELEY, CA 94709	N/A	PC	CHARITABLE	10,000
Total ▶ 3a				2,500,000

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
BIG BROTHERS BIG SISTERS OF THE BAY AREA 649 MISSION STREET 5TH FLR SAN FRANCISCO, CA 94105	N/A	PC	CHARITABLE	15,000
BIPARTISAN POLICY CENTER 1225 EYE STREET NW STE 1000 WASHINGTON, DC 20005	N/A	PC	CHARITABLE	50,000
BOYS & GIRLS CLUBS OF OAKLAND INC PO BOX 18770 OAKLAND, CA 94619	N/A	PC	CHARITABLE	50,000
Total ▶ 3a				2,500,000

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
BOYS & GIRLS CLUBS OF SAN FRANCISCO 380 FULTON STREET SAN FRANCISCO, CA 94102	N/A	PC	CHARITABLE	50,000
BRADY CENTER TO PREVENT GUN VIOLENCE 840 FIRST STREET NE SUITE 400 WASHINGTON, DC 20002	N/A	PC	CHARITABLE	1,000
CALIFORNIA ACADEMY OF SCIENCES 55 MUSIC CONCOURSE DRIVE/GOLDEN GATE PARK SAN FRANCISCO, CA 94118	N/A	PC	CHARITABLE	25,000
Total ▶ 3a				2,500,000

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
CALIFORNIA HISTORICAL SOCIETY 678 MISSION STREET SAN FRANCISCO, CA 94105	N/A	PC	CHARITABLE	10,000
CALIFORNIA SHAKESPEARE THEATER 701 HEINZ AVENUE BERKELEY, CA 94710	N/A	PC	CHARITABLE	2,500
CALTECH (CALIFORNIA INSTITUTE OF TECHNOLOGY) MC 202-31 PASADENA, CA 91125	N/A	PC	CHARITABLE	5,000
Total ▶ 3a				2,500,000

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
CENTER FOR INVESTIGATIVE REPORTING 1400 65TH STREET SUITE 200 EMERYVILLE, CA 94608	N/A	PC	CHARITABLE	25,000
CHARITY WATCH (AMERICAN INSTITUTE OF PHILANTHROPY) PO BOX 776249 CHICAGO, IL 60677	N/A	PC	CHARITABLE	50
CHILDREN'S LAW OFFICE 5616 GEARY BLVD STE 201 SAN FRANCISCO, CA 94121	N/A	PC	CHARITABLE	6,000
Total ▶ 3a				2,500,000

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
CITIZEN SCHOOLS 308 CONGRESS STREET FLR 5 BOSTON, MA 02210	N/A	PC	EDUCATIONAL	5,000
COLLEGE INITIATIVE 80 MONROE AVENUE STE 610 MEMPHIS, TN 38103	N/A	PC	EDUCATIONAL	50,000
COLLEGESPRING 1333 BROADWAY SUITE 250 OAKLAND, CA 94612	N/A	PC	EDUCATIONAL	15,000
Total ▶ 3a				2,500,000

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
COMMON SENSE MEDIA 650 TOWNSEND STREET STE 435 SAN FRANCISCO, CA 94103	N/A	PC	CHARITABLE	2,500
COMMONLIT INC 660 PENNSYLVANIA AVE SE STE 402 WASHINGTON, DC 20003	N/A	PC	CHARITABLE	50,000
COMMONWEALTH CLUB OF CA 555 POST STREET SAN FRANCISCO, CA 94102	N/A	PC	CHARITABLE	10,000
Total ▶ 3a				2,500,000

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a Paid during the year				
COMMUNITY MUSIC CENTER 544 CAPP STREET SAN FRANCISCO, CA 94110	N/A	PC	CHARITABLE	2,000
COMMUNITY RESOURCES FOR SCIENCE 1611 SAN PABLO AVENUE STE 10B BERKELEY, CA 94702	N/A	PC	CHARITABLE	50,000
COMPASSION & CHOICESPO BOX 485 ETNA, OH 03750	N/A	PC	CHARITABLE	5,000
Total ▶ 3a				2,500,000

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
COMPUTER HISTORY MUSEUM 1401 N SHORELINE BLVD MOUNTAIN VIEW, CA 94043	N/A	PC	CHARITABLE	10,000
CONTEMPORARY JEWISH MUSEUM 736 MISSION STREET SAN FRANCISCO, CA 94103	N/A	PC	CHARITABLE	1,800
CORO CENTER FOR CIVIC LEADERSHIP 233 SANSOME STREET STE 400 SAN FRANCISCO, CA 94104	N/A	PC	CHARITABLE	2,500
Total ▶ 3a				2,500,000

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
COUNTERPULSEPO BOX 425959 SAN FRANCISCO, CA 94142	N/A	PC	CHARITABLE	3,000
CROWDED FIRE THEATER COMPANY 1695 18TH STREET C101 SAN FRANCISCO, CA 94107	N/A	PC	CHARITABLE	2,500
CUTTING BALL THEATER 141 TAYLOR STREET SAN FRANCISCO, CA 94102	N/A	PC	CHARITABLE	4,000
Total ▶ 3a				2,500,000

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
DEATH WITH DIGNITY NATIONAL CENTER 520 SW 6TH AVENUE SUITE 1220 PORTLAND, OR 97204	N/A	PC	CHARITABLE	500
DREAM CORPS 1611 TELEGRAPH AVENUE STE 600 OAKLAND, CA 94612	N/A	PC	CHARITABLE	2,000
E4FC-EDUCATORS FOR FAIR CONSIDERATION (COMMUNITY INITIATIVES) 354 PINE STREET STE 700 SAN FRANCISCO, CA 94104	N/A	PC	EDUCATION	25,000
Total ▶ 3a				2,500,000

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
EAST BAY COMMUNITY LAW CENTER 2921 ADELINE STREET BERKELEY, CA 94703	N/A	PC	CHARITABLE	15,000
EDCHOICE (FRIEDMAN FOUNDATION FOR EDUCATIONAL CHOICE) 111 MONUMENT CIRCLE INDIANAPOLIS, IN 46209	N/A	PC	CHARITABLE	5,000
ENVISION EDUCATION INC 111 MYRTLE STREET STE 203 OAKLAND, CA 94607	N/A	PC	CHARITABLE	50,000
Total ▶ 3a				2,500,000

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
EQUAL JUSTICE SOCIETY 1939 HARRISON STREET SUITE 818 OAKLAND, CA 94612	N/A	PC	CHARITABLE	7,500
EXPLORATORIUMPIER 17 SAN FRANCISCO, CA 94111	N/A	PC	CHARITABLE	25,000
FINE ARTS MUSEUM 50 HAGIWARA TEA GARDEN DRIVE SAN FRANCISCO, CA 94118	N/A	PC	CHARITABLE	2,500
Total ▶ 3a				2,500,000

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
FIRST PRESBYTERIAN CHURCH OF BRYAN FOUNDATION 1100 CARTER CREEK PARKWAY BRYAN, TX 77802	N/A	PC	CHARITABLE	750
FOR-SITE FOUNDATION 2 MARINA BLVD BUILDING C SAN FRANCISCO, CA 94123	N/A	PC	CHARITABLE	500
FRIENDS & FOUNDATION OF THE SAN FRANCISCO PUBLIC LIBRARY 710 VAN NESS AVENUE SAN FRANCISCO, CA 94102	N/A	PC	CHARITABLE	2,500
Total 				2,500,000
3a				

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
FRIENDS OF HSLAPS FUND (FRIENDS OF THE HIGH SCHOOL FOR LEADERSHIP AND PUBL 485 MADISON AVENUE 13TH FLOOR NEW YORK, NY 10022	N/A	PC	EDUCATION	5,000
FRIENDS OF THE URBAN FOREST 1007 GENERAL KENNEDY AVE SUITE 1 SAN FRANCISCO, CA 94129	N/A	PC	CHARITABLE	500
GIANTS COMMUNITY FUND-JR GIANTS STRETCH DRIVE 24 WILLIE MAYS PLAZA SAN FRANCISCO, CA 94107	N/A	PC	CHARITABLE	15,000
Total ▶ 3a				2,500,000

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
GIANTS COMMUNITY FUND-PLAY BALL LUNCHEON 24 WILLIE MAYS PLAZA SAN FRANCISCO, CA 94107	N/A	PC	CHARITABLE	10,000
GIRL SCOUTS OF NORTHERN CALIFORNIA 1650 HARBOR BAY PARKWAY SUITE 100 ALAMEDA, CA 94502	N/A	PC	CHARITABLE	20,000
GOLDEN GATE NATIONAL PARKS CONSERVANCY FORT MASON BUILDING 201 SAN FRANCISCO, CA 94123	N/A	PC	CHARITABLE	10,000
Total ▶ 3a				2,500,000

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
GRITTY CITY REPERTORY YOUTH THEATRE 1540 BROADWAY OAKLAND, CA 94612	N/A	PC	CHARITABLE	8,000
HOOVER INSTITUTION STANFORD UNIVERSITY STANFORD, CA 94305	N/A	PC	CHARITABLE	1,000
IGNITE510 16TH STREET SUITE 100 OAKLAND, CA 94612	N/A	PC	CHARITABLE	1,000
Total ▶ 3a				2,500,000

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
IMAGINISTS (KNIGHTS OF INDULGENCE THEATRE) 461 SEBASTOPOL AVENUE SANTA ROSA, CA 95401	N/A	PC	CHARITABLE	1,000
IMMACULATE CONCEPTION ACADEMY 3625 24TH STREET SAN FRANCISCO, CA 94110	N/A	PC	CHARITABLE	10,000
IMMIGRANT LEGAL RESOURCE CENTER 1663 MISSION STREET SUITE 602 SAN FRANCISCO, CA 94103	N/A	PC	CHARITABLE	25,000
Total ► 3a				2,500,000

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
INSTITUTE ON AGING3575 GEARY BLVD SAN FRANCISCO, CA 94118	N/A	PC	CHARITABLE	1,000
INTERNATIONAL RESCUE COMMITTEE 122 EAST 42ND STREET NEW YORK, NY 10168	N/A	PC	CHARITABLE	25,000
ISSUE ONE1401 K STREET NW STE 350 WASHINGTON, DC 20005	N/A	PC	CHARITABLE	150,000
Total ▶ 3a				2,500,000

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
JACK LONDON PARK PARTNERS (VALLEY OF THE MOON NATURAL HISTORY ASSOC) 2400 LONDON RANCH ROAD GLEN ELLEN, CA 95442	N/A	PC	CHARITABLE	1,000
JEWISH COMMUNITY CENTER OF SAN FRANCISCO 3200 CALIFORNIA STREET SAN FRANCISCO, CA 94118	N/A	PC	CHARITABLE	1,000
JEWISH VOCATIONAL & CAREER COUNSELING SERVICE 225 BUSH STREET SUITE 400 SAN FRANCISCO, CA 94104	N/A	PC	CHARITABLE	50,000
Total 3a				2,500,000

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
JUNIOR ACHIEVEMENT OF NORTHERN CALIFORNIA 3003 OAK ROAD SUITE 109 WALNUT CREEK, CA 94597	N/A	PC	CHARITABLE	5,000
KCSM (SAN MATEO COUNTY COMMUNITY COLLEGE FOUNDATION) 1700 W HILLSDALE BLVD 9 SAN MATEO, CA 94402	N/A	PC	CHARITABLE	1,000
KDFC (CLASSICAL PUBLIC RADIO NETWORK) 201 THIRD STREET 12TH FLR SAN FRANCISCO, CA 94103	N/A	PC	CHARITABLE	5,000
Total ▶ 3a				2,500,000

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
KIPP BAY AREA SCHOOLS 426 17TH STREET STE 200 OAKLAND, CA 94612	N/A	PC	EDUCATIONAL	10,000
KNIGHT ALZHEIMER'S DISEASE RESEARCH CENTER (WA UNIV SCH OF MED) 431519670 WASHINGTON UNIV SCH OF MED ST LOUIS, MO 31162	N/A	PC	CHARITABLE	700
KQED2601 MARIPOSA STREET SAN FRANCISCO, CA 94110	N/A	PC	CHARITABLE	50,000
Total 3a				2,500,000

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a Paid during the year				
LAMPLIGHTERS MUSIC THEATRE 469 BRYANT STREET SAN FRANCISCO, CA 94107	N/A	PC	CHARITABLE	2,500
LEGAL AID AT WORK 180 MONTGOMERY STREET SUITE 600 SAN FRANCISCO, CA 94104	N/A	PC	CHARITABLE	25,500
LEGAL MOMENTUM 16 EAST 34TH STREET 6TH FLR NEW YORK, NY 10016	N/A	PC	CHARITABLE	2,000
Total ▶ 3a				2,500,000

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
LOCO BLOCO3543 18TH STREET 20 SAN FRANCISCO, CA 94110	N/A	PC	CHARITABLE	2,500
LORRAINE HANSBERRY THEATRE - SEW PRODUCTIONS INC 762 FULTON STREET STE 204 SAN FRANCISCO, CA 94102	N/A	PC	CHARITABLE	25,000
MAGIC THEATRE FORT MASON BUILDING D SAN FRANCISCO, CA 94123	N/A	PC	CHARITABLE	25,000
Total 3a				2,500,000

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
MEALS ON WHEELS OF SAN FRANCISCO 1375 FAIRFAX AVENUE SAN FRANCISCO, CA 94124	N/A	PC	CHARITABLE	15,000
MEHARRY MEDICAL COLLEGE 1005 DR DB TODD JR BOULEVARD NASHVILLE, TN 37208	N/A	PC	EDUCATIONAL	10,000
MUSEUM OF THE AFRICAN DIASPORA 685 MISSION STREET SAN FRANCISCO, CA 94105	N/A	PC	CHARITABLE	2,000
Total ▶ 3a				2,500,000

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
NATIONAL PUBLIC RADIO PO BOX 791490 BALTIMORE, MD 21279	N/A	PC	CHARITABLE	25,000
NATURE CONSERVANCY 4245 FAIRFAX DRIVE SUITE 100 ARLINGTON, VA 22203	N/A	PC	CHARITABLE	1,000
NATUREBRIDGE 28 GEARY STREET SUITE 650 SAN FRANCISCO, CA 94108	N/A	PC	CHARITABLE	1,000
Total ▶ 3a				2,500,000

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
NFTE BAY AREA (NETWORK FOR TEACHING ENTREPRENEURSHIP) 1885 MISSION STREET SAN FRANCISCO, CA 94103	N/A	PC	CHARITABLE	15,000
NORTHERN CALIFORNIA GRANTMAKERS 160 SPEAR STREET 260 SAN FRANCISCO, CA 94105	N/A	PC	CHARITABLE	1,000
OAKLAND MILITARY INSTITUTE 3911 LUSK STREET OAKLAND, CA 94608	N/A	PC	CHARITABLE	10,000
Total ► 3a				2,500,000

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
OAKLAND SCHOOL FOR THE ARTS 530 18TH STREET OAKLAND, CA 94612	N/A	PC	CHARITABLE	50,000
OKIZU FOUNDATION 16 DIGITAL DRIVE SUITE 130 NOVATO, CA 94949	N/A	PC	CHARITABLE	1,000
OREGON SHAKESPEARE FESTIVAL ASSOCIATION 15 S PIONEER STREET ASHLAND, OR 97520	N/A	PC	CHARITABLE	2,500
Total ▶ 3a				2,500,000

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
PACIFIC BOYCHOIR ACADEMY 215 RIDGEWAY AVENUE OAKLAND, CA 94611	N/A	PC	CHARITABLE	1,000
PACIFIC CREST TRAIL ASSOC 1331 GARDEN HIGHWAY SACRAMENTO, CA 95833	N/A	PC	CHARITABLE	1,000
PACIFIC LEGAL FOUNDATION 930 G STREET SACRAMENTO, CA 95814	N/A	PC	CHARITABLE	500
Total ▶ 3a				2,500,000

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a Paid during the year				
PACIFIC NEWS SERVICE 209 9TH STREET SUITE 200 SAN FRANCISCO, CA 94103	N/A	PC	CHARITABLE	25,000
PAHARA INSTITUTE1790 THIRD STREET NAPA, CA 94559	N/A	PC	CHARITABLE	100,000
PLANNED PARENTHOOD FEDERATION OF AMERICA PO BOX 97166 WASHINGTON, DC 20090	N/A	PC	CHARITABLE	2,000
Total ▶ 3a				2,500,000

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
PLANNED PARENTHOOD SHASTA DIABLO INC 2185 PACHECO STREET CONCORD, CA 94520	N/A	PC	CHARITABLE	2,750
PLAYWRIGHTS FOUNDATION 1616 16TH STREET SUITE 350 SAN FRANCISCO, CA 94102	N/A	PC	CHARITABLE	2,000
PRESIDIO GRADUATE SCHOOL 1202 RALSTON AVENUE STE 300 SAN FRANCISCO, CA 94129	N/A	PC	EDUCATIONAL	3,000
Total ▶ 3a				2,500,000

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
PROJECT OPEN HAND730 POLK STREET SAN FRANCISCO, CA 94109	N/A	PC	CHARITABLE	2,500
RAGGED WING ENSEMBLE 1540 BROADWAY OAKLAND, CA 94612	N/A	PC	CHARITABLE	5,000
REBUILDING TOGETHER PIER 28 SUITE 1 SAN FRANCISCO, CA 94105	N/A	PC	CHARITABLE	10,000
Total ▶ 3a				2,500,000

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a Paid during the year				
RESET FOUNDATION PO BOX 2305 BERKELEY, CA 94710	N/A	PC	CHARITABLE	15,000
SAN FRANCISCO ARTS EDUCATION PROJECT 135 VAN NESS AVENUE SAN FRANCISCO, CA 94102	N/A	PC	CHARITABLE	1,500
SAN FRANCISCO BEAUTIFUL 100 BUSH STREET SUITE 1812 SAN FRANCISCO, CA 94104	N/A	PC	CHARITABLE	500
Total ▶ 3a				2,500,000

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
SAN FRANCISCO CONSERVATORY OF MUSIC 50 OAK STREET SAN FRANCISCO, CA 94102	N/A	PC	CHARITABLE	5,000
SAN FRANCISCO COURT APPOINTED SPECIAL ADV PROGRAM (SF CASA) 2535 MISSION STREET SAN FRANCISCO, CA 94110	N/A	PC	CHARITABLE	1,500
SAN FRANCISCO FREE CLINIC 4900 CALIFORNIA STREET SAN FRANCISCO, CA 94118	N/A	PC	CHARITABLE	10,000
Total ▶ 3a				2,500,000

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
SAN FRANCISCO MUSEUM AND HISTORICAL SOCIETY PO BOX 420470 SAN FRANCISCO, CA 94142	N/A	PC	CHARITABLE	500
SAN FRANCISCO PARKS ALLIANCE 1663 MISSION STREET 320 SAN FRANCISCO, CA 94103	N/A	PC	CHARITABLE	5,000
SAN FRANCISCO PERFORMANCES 500 SUTTER STREET SUITE 710 SAN FRANCISCO, CA 94102	N/A	PC	CHARITABLE	2,000
Total ► 3a				2,500,000

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
SAN FRANCISCO SYMPHONY 201 VAN NESS AVENUE SAN FRANCISCO, CA 94102	N/A	PC	CHARITABLE	25,000
SAN FRANCISCO VILLAGE 3330 GEARY BLVD 3 EAST SAN FRANCISCO, CA 94118	N/A	PC	CHARITABLE	2,500
SF PLAYHOUSE588 SUTTER STREET 318 SAN FRANCISCO, CA 94102	N/A	PC	CHARITABLE	6,000
Total 				2,500,000
3a				

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
SIGMA ALPHA MU FOUNDATION PO BOX 7096 - DEPT 255 INDIANAPOLIS, IN 46207	N/A	PC	CHARITABLE	150
SILICON VALLEY FACES 1401 PARKMOOR AVENUE 150 SAN JOSE, CA 95126	N/A	PC	CHARITABLE	2,500
SPECIAL OLYMPICS NO CALIFORNIA 3480 BUSKIRK AVENUE SUITE 340 PLEASANT HILL, CA 94523	N/A	PC	CHARITABLE	2,500
Total ▶ 3a				2,500,000

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Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
ST ANTHONY FOUNDATION 150 GOLDEN GATE AVENUE SAN FRANCISCO, CA 94102	N/A	PC	CHARITABLE	150,000
STUDENT CONSERVATION ASSOC 4245 NORTH FAIRFAX DRIVE SUITE 825 ARLINGTON, VA 22203	N/A	PC	CHARITABLE	2,500
STUDENTS RISING ABOVE 287 31ST AVENUE SAN FRANCISCO, CA 94129	N/A	PC	EDUCATION	5,000
Total 				2,500,000
3a				

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
SYRACUSE UNIVERSITY 100 UNIVERSITY PLACE SYRACUSE, NY 13244	N/A	PC	CHARITABLE	25,000
THAT MAN MAY SEE (BECKMAN VISION UCSF) 10 KORET WAY/BOX 0352 SAN FRANCISCO, CA 94143	N/A	PC	CHARITABLE	10,000
THEATRE BAY AREA 1119 MARKET STREET FLR 2 SAN FRANCISCO, CA 94103	N/A	PC	CHARITABLE	50,000
Total ▶ 3a				2,500,000

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
THEATRE COMMUNICATIONS GROUP INC 520 EIGHTH AVENUE FLR 24 NEW YORK, NY 10018	N/A	PC	CHARITABLE	5,000
TNDC - (TENDERLOIN NEIGHBORHOOD DEVELOPMENT CORPORATION) 201 EDDY STREET SAN FRANCISCO, CA 94102	N/A	PC	CHARITABLE	10,000
UCSF FOUNDATION (UNIVERSITY OF CALIFORNIA SAN FRANCISCO FOUNDATION) PO BOX 45339 SAN FRANCISCO, CA 94145	N/A	PC	EDUCATIONAL	45,000
Total ▶ 3a				2,500,000

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
UNICEF (UNITED STATES FUND FOR UNICEF) 300 MONTGOMERY STREET STE 515 SAN FRANCISCO, CA 94104	N/A	PC	CHARITABLE	5,000
UNITED FOR A FAIR ECONOMY 62 SUMMER STREET FLR 2 BOSTON, MA 02110	N/A	PC	CHARITABLE	1,000
UNITED STATES SKIING FOUNDATION BOX 100 PARK CITY, UT 84060	N/A	PC	CHARITABLE	2,000
Total ▶ 3a				2,500,000

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
UNIVERSITY OF CALIFORNIA BERKELEY FOUNDATION 120 HAVILAND HALL 7400 BERKELEY, CA 94720	N/A	PC	EDUCATIONAL	5,000
UNIVERSITY OF WASHINGTON LAW SCHOOL 4000 15TH AVE NE 231 SEATTLE, WA 98195	N/A	PC	EDUCATION	20,000
US ENGLISH FOUNDATION 5335 WISCONSIN AVENUE NW SUITE 930 WASHINGTON, DC 20015	N/A	PC	CHARITABLE	2,000
Total ▶ 3a				2,500,000

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
VOICES COLLEGE-BOUND LANGUAGE ACADEMIES 14271 STORY ROAD SAN JOSE, CA 95127	N/A	PC	CHARITABLE	200,000
VOTE SMART (CENTER FOR NATIONAL INDEPENDENCE IN POLITICS) ONE COMMON GROUND PHILIPSBURG, MT 59858	N/A	PC	CHARITABLE	1,000
WEST MARIN FUNDPO BOX 1496 POINT REYES STATION, CA 94956	N/A	PC	CHARITABLE	50,000
Total ▶ 3a				2,500,000

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a Paid during the year				
WILDERNESS LAND TRUSTPO BOX 1420 CARBONDALE, CO 81623	N/A	PC	CHARITABLE	2,500
WOODROW WILSON CENTER 1300 PENNSYLVANIA AVENUE NW WASHINGTON, DC 20004	N/A	PC	CHARITABLE	1,000
WORLD AFFAIRS COUNCIL OF NORTHERN CALIFORNIA 312 SUTTER STREET SUITE 200 SAN FRANCISCO, CA 94108	N/A	PC	CHARITABLE	1,000
Total ▶ 3a				2,500,000

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
WORLD JEWISH CONGRESS FOUNDATION 501 MADISON AVENUE NEW YORK, NY 10022	N/A	PC	CHARITABLE	5,000
Total				2,500,000
3a				

TY 2017 Accounting Fees Schedule**Name:** THE ROCK FOUNDATION**EIN:** 94-1671318**Accounting Fees Schedule**

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
TAX PREPARATION FEES	42,200	0		42,200
AUDIT FEES	14,900	0		14,900

TY 2017 Investments - Other Schedule**Name:** THE ROCK FOUNDATION**EIN:** 94-1671318**Investments Other Schedule 2**

Category/ Item	Listed at Cost or FMV	Book Value	End of Year Fair Market Value
ISHARES TRUST S&P MIDCAP 400	AT COST	556,842	1,360,935
ISHARES TRUST S&P SMALLCAP 600	AT COST	533,164	1,351,416
LOOMIS INSTL HIGH INCOME FD (LSHIX)	AT COST	5,298,435	5,298,881
NUVEEN PFD SEC INCOME FD (JPS)	AT COST	6,478,805	6,823,800
VANGUARD TOTAL STOCK MARKET	AT COST	10,438,814	13,418,662
OCM OPPORTUNITIES FUND VI	AT COST	0	24
OCM OPPORTUNITIES FUND VI AIF (DEL)	AT COST	3,118	4
OCM OPPORTUNITIES FUND VI AIF (CAY)	AT COST	85,367	1
PRIME FINANCE PARTNERS IV	AT COST	16,942,079	17,189,330

TY 2017 Other Assets Schedule**Name:** THE ROCK FOUNDATION**EIN:** 94-1671318**Other Assets Schedule**

Description	Beginning of Year - Book Value	End of Year - Book Value	End of Year - Fair Market Value
ORGANIZATION/RESTRUCTURE COSTS	24,396	24,396	0
PREPAID FEDERAL TAXES	4,680	4,680	0
DIVIDEND RECEIVABLE	1,083	170	170

TY 2017 Other Expenses Schedule**Name:** THE ROCK FOUNDATION**EIN:** 94-1671318**Other Expenses Schedule**

Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
FILING FEE EXPENSE	180	0		180
INVESTMENT EXPENSE - PRIME PARTNERS IV	30,068	30,068		0
INVESTMENT EXPENSE - NORTHERN TRUST	2,304	2,304		0
INVESTMENT FEES - OCM OPPORTUNITIES FUND VI AIF (DELAWARE), L P	133	133		0
INVESTMENT EXPENSE - OCM OPPORTUNITIES FUND VI AIF (CAYMAN)	14	14		0
OTHER EXPENSE	218	0		218

TY 2017 Taxes Schedule**Name:** THE ROCK FOUNDATION**EIN:** 94-1671318

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
FORM 990-PF FEDERAL TAXES	62,000	0		0