

Part II Balance Sheets		Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions)		
		Beginning of year	End of year	
		(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1 Cash—non-interest-bearing	938,843	981,500	981,500
	2 Savings and temporary cash investments			
	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	5,252	4,510	4,510
	10a Investments—U S and state government obligations (attach schedule)			
	b Investments—corporate stock (attach schedule)	79,466	91,842	91,842
	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)	39,125,934	42,421,010	42,421,010
	14 Land, buildings, and equipment basis ▶ _____ 21,782 Less accumulated depreciation (attach schedule) ▶ 9,232	15,881	12,550	12,550
15 Other assets (describe ▶ _____)	324,215	324,215	324,215	
16 Total assets (to be completed by all filers—see the instructions Also, see page 1, item I)	40,489,591	43,835,627	43,835,627	
Liabilities	17 Accounts payable and accrued expenses	15,775	12,718	
	18 Grants payable	765,000	440,000	
	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 ▶ _____)	58,793	58,793	
	23 Total liabilities (add lines 17 through 22)	839,568	511,511	
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	39,335,808	43,009,901	
	25 Temporarily restricted	314,215	314,215	
	26 Permanently restricted			
	Foundations that do not follow SFAS 117, check here ☐ and complete lines 27 through 31.			
	27 Capital stock, trust principal, or current funds			
	28 Paid-in or capital surplus, or land, bldg , and equipment fund			
	29 Retained earnings, accumulated income, endowment, or other funds			
	30 Total net assets or fund balances (see instructions)	39,650,023	43,324,116	
	31 Total liabilities and net assets/fund balances (see instructions) .	40,489,591	43,835,627	

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	39,650,023
2 Enter amount from Part I, line 27a	2	-121,050
3 Other increases not included in line 2 (itemize) ▶ _____	3	3,795,143
4 Add lines 1, 2, and 3	4	43,324,116
5 Decreases not included in line 2 (itemize) ▶ _____	5	
6 Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30 .	6	43,324,116

Part IV Capital Gains and Losses for Tax on Investment Income

(a) List and describe the kind(s) of property sold (e g , real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co)	(b) How acquired P—Purchase D—Donation	(c) Date acquired (mo , day , yr)	(d) Date sold (mo , day , yr)
1 a Sale of Publicly Traded Securities	P	2000-01-01	2017-12-31
b Capital Gain Distribution	P	2000-01-01	2017-12-31
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 3,747,266		2,865,074	882,192
b 56,657			56,657
c			
d			
e			

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

(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	(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
a			882,192
b			56,657
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	938,849
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	2,474,887	39,084,707	0 06332
2015	2,727,606	43,218,167	0 06311
2014	1,303,788	44,899,569	0 02904
2013	1,125,146	43,972,245	0 02559
2012	2,416,097	39,359,124	0 06139

2 Total of line 1, column (d)	2	0 242445
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 048489
4 Enter the net value of noncharitable-use assets for 2017 from Part X, line 5	4	41,675,979
5 Multiply line 4 by line 3	5	2,020,827
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	14,532
7 Add lines 5 and 6	7	2,035,359
8 Enter qualifying distributions from Part XII, line 4	8	2,188,057

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	14,532
c	All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, col (b)		
2	Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)	2	
3	Add lines 1 and 2.	3	14,532
4	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)	4	
5	Tax based on investment income. Subtract line 4 from line 3. If zero or less, enter -0-	5	14,532
6	Credits/Payments		
a	2017 estimated tax payments and 2016 overpayment credited to 2017	6a	18,565
b	Exempt foreign organizations—tax withheld at source	6b	
c	Tax paid with application for extension of time to file (Form 8868)	6c	
d	Backup withholding erroneously withheld	6d	
7	Total credits and payments. Add lines 6a through 6d.	7	28,565
8	Enter any penalty for underpayment of estimated tax. Check here ☒ if Form 2220 is attached	8	
9	Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed	9	
10	Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10	14,033
11	Enter the amount of line 10 to be Credited to 2018 estimated tax ☐ 14,033 Refunded ☐	11	

Part VII-A Statements Regarding Activities

	Yes	No
1a During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?	1a	No
b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see Instructions for definition)? <i>If the answer is "Yes" to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities</i>	1b	No
c Did the foundation file Form 1120-POL for this year?	1c	No
d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year (1) On the foundation ☐ \$ _____ (2) On foundation managers ☐ \$ _____		
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers ☐ \$ _____		
2 Has the foundation engaged in any activities that have not previously been reported to the IRS? <i>If "Yes," attach a detailed description of the activities</i>	2	No
3 Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? <i>If "Yes," attach a conformed copy of the changes</i>	3	No
4a Did the foundation have unrelated business gross income of \$1,000 or more during the year?	4a	Yes
b If "Yes," has it filed a tax return on Form 990-T for this year?	4b	Yes
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	Yes	
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address www.gaiasf.org	13	Yes	
14	The books are in care of Mark L Schlesinger Telephone no (415) 391-6943			

Located at [44 Montgomery St 1040 San Francisco CA](#) ZIP+4 [94104](#)

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)? ☐ Organizations relying on a current notice regarding disaster assistance check here. ▶ ☐	1b		No
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		No
c	If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here ▶ 20____, 20____, 20____, 20____			
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? ☐ Yes ☒ No			
b	If "Yes," did it have excess business holdings in 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). ☐	3b		No
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a		No
b	Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 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	No	
	Organizations relying on a current notice regarding disaster assistance check here. 			
c	If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant?	☐ Yes ☒ No		
	<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? <i>If "Yes" to 6b, file Form 8870</i>	6b	No	
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	No	

Part VIII

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

1 List all officers, directors, trustees, foundation managers and their compensation (see instructions).

(a) Name and address	Title, and average hours per week (b) devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	Expense account, (e) other allowances
Christine H Russell 44 Montgomery Street 1040 San Francisco, CA 94104	Dir/Pres 2 00	0		
Mark L Schlesinger 44 Montgomery Street 1040 San Francisco, CA 94104	Dir/CFO/Sec 20 00	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
Susan R Clark 44 Montgomery Street 1040 San Francisco, CA 94104	Programs Dir 40 00	92,876	9,905	

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

3 Five highest-paid independent contractors for professional services (see instructions). If none, enter "NONE".

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

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

Part IX-A

Summary of Direct Charitable Activities

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

Part IX-B

Summary of Program-Related Investments (see instructions)

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

Total. Add lines 1 through 3 ▶

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

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes		
a	Average monthly fair market value of securities.	1a	40,794,055
b	Average of monthly cash balances.	1b	1,516,584
c	Fair market value of all other assets (see instructions).	1c	0
d	Total (add lines 1a, b, and c).	1d	42,310,639
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation).	1e	0
2	Acquisition indebtedness applicable to line 1 assets.	2	
3	Subtract line 2 from line 1d.	3	42,310,639
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions).	4	634,660
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4.	5	41,675,979
6	Minimum investment return. Enter 5% of line 5.	6	2,083,799

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	2,083,799
2a	Tax on investment income for 2017 from Part VI, line 5.	2a	14,532
b	Income tax for 2017 (This does not include the tax from Part VI).	2b	
c	Add lines 2a and 2b.	2c	14,532
3	Distributable amount before adjustments. Subtract line 2c from line 1.	3	2,069,267
4	Recoveries of amounts treated as qualifying distributions.	4	
5	Add lines 3 and 4.	5	2,069,267
6	Deduction from distributable amount (see instructions).	6	
7	Distributable amount as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1.	7	2,069,267

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	2,188,057
b	Program-related investments—total from Part IX-B.	1b	
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes.	2	
3	Amounts set aside for specific charitable projects that satisfy the		
a	Suitability test (prior IRS approval required).	3a	
b	Cash distribution test (attach the required schedule).	3b	
4	Qualifying distributions. Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4.	4	2,188,057
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	14,532
6	Adjusted qualifying distributions. Subtract line 5 from line 4.	6	2,173,525

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				2,069,267
2 Undistributed income, if any, as of the end of 2017				
a Enter amount for 2016 only.			76,403	
b Total for prior years 20____, 20____, 20____				
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.				
4 Qualifying distributions for 2017 from Part XII, line 4 ▶ \$ <u>2,188,057</u>				
a Applied to 2016, but not more than line 2a			76,403	
b Applied to undistributed income of prior years (Election required—see instructions).				
c Treated as distributions out of corpus (Election required—see instructions).	0			
d Applied to 2017 distributable amount.				2,069,267
e Remaining amount distributed out of corpus	42,387			
5 Excess distributions carryover applied to 2017 (If an amount appears in column (d), the same amount must be shown in column (a))				
6 Enter the net total of each column as indicated below:				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5	42,387			
b Prior years' undistributed income Subtract line 4b from line 2b				
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed.				
d Subtract line 6c from line 6b Taxable amount—see instructions				
e Undistributed income for 2016 Subtract line 4a from line 2a Taxable amount—see instructions				
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).				
8 Excess distributions carryover from 2012 not applied on line 5 or line 7 (see instructions).				
9 Excess distributions carryover to 2018. Subtract lines 7 and 8 from line 6a	42,387			
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.	42,387			

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)) Christine H Russell	
b List any managers of the foundation who own 10% or more of the stock of a corporation (or an equally large portion of the ownership of a partnership or other entity) of which the foundation has a 10% or greater interest	
2 Information Regarding Contribution, Grant, Gift, Loan, Scholarship, etc., Programs:	
Check here ☐ if the foundation only makes contributions to preselected charitable organizations and does not accept unsolicited requests for funds. If the foundation makes gifts, grants, etc. (see instructions) to individuals or organizations under other conditions, complete items 2a, b, c, and d	
a The name, address, and telephone number or e-mail address of the person to whom applications should be addressed Mark Schlesinger 44 Montgomery Street Ste 1040 San Francisco, CA 94104 (415) 391-6943	
b The form in which applications should be submitted and information and materials they should include See Statement 15	
c Any submission deadlines See Statement 15	
d Any restrictions or limitations on awards, such as by geographical areas, charitable fields, kinds of institutions, or other factors See Statement 15	

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	1,976,400
b <i>Approved for future payment</i>				
Total			3b	

Enter gross amounts unless otherwise indicated

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

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

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.		
	***** Signature of officer or trustee	2018-11-15 Date	***** Title

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

Paid Preparer Use Only	Print/Type preparer's name Carol Duffield	Preparer's Signature	Date	Check if self-employed ☐	PTIN P01257136	
	Firm's name ▶ Fontanello Duffield & Otake LLP					Firm's EIN ▶ 37-1420474
	Firm's address ▶ 44 Montgomery Street Suite 1305 San Francisco, CA 94104					Phone no (415) 983-0200

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>				
Sonoma Land Trust966 Sonoma Avenue Santa Rosa, CA 95404	N/A	PC	General Support	10,000
Wild Farm AlliancePO Box 2570 Watsonville, CA 95077	N/A	PC	General Support	10,000
Congregation Emanu-ElTwo Lake Street San Francisco, CA 94118	N/A	PC	General Support	10,000
Total ▶ 3a				1,976,400

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>				
Jewish Community Center of SF 3200 California Street San Francisco, CA 94118	N/A	PC	General Support	10,000
New Israel Fund 1101 14th Street NW 6th Fl Washington, DC 20005	N/A	PC	General Support	25,000
Ecological Farming Association 2901 Park Avenue Suite D-2 Soquel, CA 95073	N/A	PC	EcoFarm Scholarships	1,000
Total ▶ 3a				1,976,400

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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>				
Jewish Community Federation 121 Steuart Street San Francisco, CA 94105	N/A	PC	Northbay Wildfire Emergency Fund	5,000
Foundation Center312 Sutter Street 606 San Francisco, CA 94108	N/A	PC	General Support	1,000
Magic Theatre Fort Mason Ctr Bldg D 3rd Fl San Francisco, CA 94123	N/A	PC	Support for the 2016 - 2017 Season	50,000
Total ▶ 3a				1,976,400

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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 Paid during the year				
Vassar College PO Box 159 / 124 Raymond Ave Poughkeepsie, NY 12601	N/A	PC	General Support	10,000
Zen Hospice Project273 Page Street San Francisco, CA 94102	N/A	PC	General Support	1,000
California FarmLinkPO Box 2224 Sebastopol, CA 95497	N/A	PC	General Support	25,000
Total ▶ 3a				1,976,400

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Name and address (home or business)				
a <i>Paid during the year</i>				
Marin Agricultural Land TrustPO Box 809 Point Reyes Station, CA 94956	N/A	PC	General Support	1,000
Sierra Club Foundation 85 Second Street 2nd Floor San Francisco, CA 94105	N/A	PC	General Support	2,000
Friends of SF Public Library 391 Grove Street San Francisco, CA 94102	N/A	PC	General Support	1,000
Total ▶ 3a				1,976,400

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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>				
Young Performers Theatre Fort Mason Ctr Bldg C San Francisco, CA 94123	N/A	PC	General Support	1,000
Sonoma Ecology Center 20 East Spain Street Sonoma, CA 95476	N/A	PC	Sonoma Garden Park	2,500
Contemporary Jewish Museum 736 Mission Street San Francosco, CA 94103	N/A	PC	Annual Support	100,000
Total 				1,976,400
3a				

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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>				
Community Alliance With Family Farm PO Box 363 Davis, CA 95617	N/A	PC	Climate Smart Agriculture Program	50,000
Reboot44 W 28th Street 8th Fl New York, NY 10001	N/A	PC	San Francisco Bay Area Programs	25,000
Golden Gate National Parks Conserva Building 201 Fort Mason San Francisco, CA 94123	N/A	PC	General Support	2,000
Total 				1,976,400
3a				

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Name and address (home or business)				
a <i>Paid during the year</i>				
Food Runners2579 Washington Street San Francisco, CA 94115	N/A	PC	General Support	1,000
Milo Foundation2060 Fourth Street San Rafael, CA 94901	N/A	PC	Fire Evacuation Fund	2,500
Sebastiani Theatre Foundation 476 1st St E Sonoma, CA 95476	N/A	PC	General Support	1,000
Total ▶ 3a				1,976,400

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>				
Sonoma Community Center 276 E Napa Street Sonoma, CA 95476	N/A	PC	General Support	1,000
Sonoma League for Historic Preserva 20 East Spain Street Sonoma, CA 95476	N/A	PC	General Support	2,000
Sonoma Valley Museum of Art 551 Broadway Sonoma Sonoma, CA 95476	N/A	PC	General Support	1,000
Total 3a				1,976,400

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>				
SPUR654 Mission Street San Francisco, CA 94105	N/A	PC	General Support	7,500
Jewish Learning Works601 14th Ave San Francisco, CA 94118	N/A	PC	Public Works of the Jewish Community Library	25,000
Contemporary Jewish Museum 736 Mission Street San Francisco, CA 94103	N/A	PC	CJM Comprehensive Campaign	200,000
Total ▶ 3a				1,976,400

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Name and address (home or business)				
a <i>Paid during the year</i>				
Contemporary Jewish Museum 736 Mission Street San Francisco, CA 94103	N/A	PC	CJM Comprehensive Campaign	18,000
Jewish Community Federation 121 Steuart Street 7 San Francisco, CA 94105	N/A	PC	General Support	50,000
San Francisco Ballet301 Van Ness Ave San Francisco, CA 94102	N/A	PC	General Support	92,400
Total ▶ 3a				1,976,400

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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>				
Public Health Institute 555 12th Street 10th Floor Oakland, CA 94607	N/A	PC	Roots of Change	500
ACLU Foundation of Northern Califor 39 Drumm St San Francisco, CA 94111	N/A	PC	Bay area Campaign Finance Reform Project	50,000
California Academy of Sciences 55 Music Concourse Dr San Francisco, CA 94118	N/A	PC	General Support	2,000
Total ▶ 3a				1,976,400

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Name and address (home or business)				
a <i>Paid during the year</i>				
Fine Arts Museums of San Francisco 50 Hagiwara Tea Garden Dr San Francisco, CA 94118	N/A	PC	General Support	2,000
Union of Concerned Scientists 500 12th St Suite 340 Oakland, CA 94607	N/A	PC	General Support	1,000
Yerba Buena Center for the Arts 701 Mission St San Francisco, CA 94103	N/A	PC	General Support	1,000
Total 				1,976,400
3a				

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Name and address (home or business)				
a <i>Paid during the year</i>				
Earth Justice Legal Defense Fund 50 California St 500 San Francisco, CA 94111	N/A	PC	General Support	2,000
Organic Consumers Association 6771 South Silver Hill Dr Finland, MN 55603	N/A	PC	General Support	1,000
Third Sector New England Inc 89 South St 700 Boston, MA 02111	N/A	PC	California Program	40,000
Total 				1,976,400
3a				

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Name and address (home or business)				
a <i>Paid during the year</i>				
Alliance Francaise1345 Bush Street San Francisco, CA 94109	N/A	PC	General Support	1,000
Bionutrient Food Association 24 Hillsville Road North Brookfield, MA 01535	N/A	PC	General Support	75,000
Center for Rural AffairsPO Box 136 Lyons, NE 68038	N/A	PC	General Support	20,000
Total ▶ 3a				1,976,400

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Name and address (home or business)				
a <i>Paid during the year</i>				
Community Initiatives 345 Pine Street No 700 San Francisco, CA 94104	N/A	PC	CA Foodshed Funders	12,000
Jewish Funders Network 150 West 30th Street No 900 New York, NY 10001	N/A	PC	2017 Membership	2,500
Natural Resouces Defence Cncl 40 W 20th St New York, NY 10011	N/A	PC	General Support	25,000
Total ▶ 3a				1,976,400

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a <i>Paid during the year</i>				
New Venture Fund 1201 Connecticut Ave NW No 300 Washington, DC 20036	N/A	PC	2017 Membership Grant	5,500
Northern California Grantmakers 160 Spear Street San Francisco, CA 94105	N/A	PC	2017 Membership	5,000
Rose Foundation 1970 Broadway Suite 600 Oakland, CA 94612	N/A	PC	CAFF / Farmers Guild North Bay Fire Recovery Fund	20,000
Total ▶ 3a				1,976,400

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a <i>Paid during the year</i>				
Urban Adamah1050 Parker Street Berkeley, CA 94710	N/A	PC	Phase II Capital Campaign	150,000
NEO Philanthropy 45 West 36th Street 6th Floor New York, NY 10018	N/A	PC	Funders Committee for Civic Participation	2,500
Rodale Institute611 Siegfriedale Rd Kutztown, PA 19530	N/A	PC	General Support & Development of Organic Farmers Assn	3,500
Total ▶ 3a				1,976,400

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a <i>Paid during the year</i>				
CCOF Foundation 2155 Delaware Ave Suite 150 Santa Cruz, CA 95060	N/A	PC	General Support	5,000
ACLU Foundation of Northern Califor 39 Drumm St San Francisco, CA 94111	N/A	PC	General Support	2,000
KQED2601 Mariposa St San Francisco, CA 94110	N/A	PC	General Support	2,500
Total ▶ 3a				1,976,400

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a <i>Paid during the year</i>				
Sonoma County Regional Parks Founda 2300 County Center Dr Suite 120A Santa Rosa, CA 95403	N/A	PC	General Support	2,500
Sonoma Valley Hospital Foundation 347 Andrieux Street Sonoma, CA 95476	N/A	PC	General Support	2,500
Classical KDFC 201 Third Street Suite 1200 San Francisco, CA 94103	N/A	PC	General Support	1,000
Total ▶ 3a				1,976,400

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a <i>Paid during the year</i>				
KSVY680 W Napa Street Sonoma, CA 95476	N/A	PC	General Support	1,000
Jack London Park Partners 2400 London Ranch Road Glen Ellen, CA 95442	N/A	PC	General Support	1,000
Bionutrient Food Association 24 Hillsville Road North Brookfield, MA 01535	N/A	PC	Scholarships	3,000
Total 				1,976,400
3a				

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Name and address (home or business)				
a <i>Paid during the year</i>				
CAFF No Till on the PlainsPO Box 81 Berryton, KS 66409	N/A	PC	Scholarships	3,000
California State University Chico 400 W First Street Chico, CA 95929	N/A	PC	Regenerative Agriculture Initiative	100,000
Center for Rural AffairsNSACPO Box 136 Lyons, NE 68038	N/A	PC	California Caucus on the Farm Bill	10,000
Total ▶ 3a				1,976,400

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Name and address (home or business)				
a <i>Paid during the year</i>				
Fresno Food Commons Trust 202 Van Ness Avenue Fresno, CA 93721	N/A	PC	General Support	100,000
National Young Farmers Coalition PO Box 1074 Hudson, NY 12534	N/A	PC	General Support	25,000
Santa Rosa Junior College 1501 Mendocino Avenue Santa Rosa, CA 95401	N/A	PC	Sustainable Agriculture Program	49,500
Total ▶ 3a				1,976,400

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Name and address (home or business)				
a <i>Paid during the year</i>				
Sustainable Markets FoundationCivil 45 West 36th Street 6th Floor New York, NY 10018	N/A	PC	General Support	75,000
The Perennial Farming Initiative 59 Ninth Street San Francisco, CA 94103	N/A	PC	Healthy Soil Guide	40,000
Bend the Arc 330 Seventh Avenue 19th Fl New York, NY 10001	N/A	PC	General Support for Bay Area Programs	10,000
Total ▶ 3a				1,976,400

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Name and address (home or business)				
a <i>Paid during the year</i>				
American Promise33 Bradford Street Concord, MA 01742	N/A	PC	10-year Campaign for a 28th Amendment	100,000
Democracy Initiative Education Fund 805 15th Street NW Suite 800 Washington, DC 20005	N/A	PC	General Support	50,000
Issue One1401 K Street NW Suite 350 Washington, DC 20005	N/A	PC	General Support	25,000
Total ▶ 3a				1,976,400

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Name and address (home or business)				
a <i>Paid during the year</i>				
Media Matters 455 Massachusetts Avenue NW Washington, DC 20001	N/A	PC	General Support	50,000
ReclaimTheAmericanDreamorg 2700 Calvert Street NW Washington, DC 20008	N/A	PC	Democracy Video Documentary Project	50,000
ReclaimTheAmericanDreamorg 2700 Calvert Street NW Washington, DC 20008	N/A	PC	General Support	31,000
Total ▶ 3a				1,976,400

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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>				
Community Foundation Sonoma County 120 Stony Point Road Suite 220 Santa Rosa, CA 95401	N/A	PC	Sonoma County Resilience Fund	20,000
Grantmakers Concerned with Immigrat PO Box 1100 Sebastopol, CA 95473	N/A	PC	Undocufund	20,000
Latino Community Foundation 235 Montgomery Street Suite 1160 San Francisco, CA 94104	N/A	PC	NorCal Wildfire Relief Fund	20,000
Total ▶ 3a				1,976,400

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Name and address (home or business)				
a <i>Paid during the year</i>				
NorCal Livestock Evacuation Fund PO Box 1214 Rohnert Park, CA 94927	N/A	PC	All-volunteer effort to evacuate	2,500
Sonoma Humane Society 5345 Hwy 12 W Santa Rosa, CA 95407	N/A	PC	Disaster Relief Fund	2,500
Schell Vista Fire Protection Distri 22950 Broadway Sonoma, CA 95476	N/A	PC	General Support	2,000
Total ▶ 3a				1,976,400

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Name and address (home or business)				
a <i>Paid during the year</i>				
The Jewish Federations of North Ame PO Box 157 New York, NY 10268	N/A	PC	Hurricane Harvey Relief Fund	5,000
Total 				1,976,400
3a				

TY 2017 Accounting Fees Schedule**Name:** Gaia Fund**EIN:** 94-3215541**Software ID:** 17005038**Software Version:** 2017v2.2**Accounting Fees Schedule**

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
Bookkeeping	7,398	0	0	7,398
Tax Preparation	5,795	0	0	5,795

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

TY 2017 Depreciation Schedule

Name: Gaia Fund

EIN: 94-3215541

Software ID: 17005038

Software Version: 2017v2.2

Description of Property	Date Acquired	Cost or Other Basis	Prior Years' Depreciation	Computation Method	Rate / Life (# of years)	Current Year's Depreciation Expense	Net Investment Income	Adjusted Net Income	Cost of Goods Sold Not Included
2014 Equipment	2014-12-17	3,837	1,630	SL	20 00 %	767			
2014 Furniture	2014-09-02	1,832	622	SL	14 29 %	262			
2014 Furniture	2014-12-05	1,582	480	SL	14 29 %	226			
2014 Furniture	2014-12-18	625	189	SL	14 29 %	89			
2015 Furniture	2015-01-19	13,906	2,980	SL	14 29 %	1,987			

TY 2017 General Explanation Attachment**Name:** Gaia Fund**EIN:** 94-3215541**Software ID:** 17005038**Software Version:** 2017v2.2**General Explanation Attachment**

Identifier	Return Reference	Explanation	
1		General Explanation Supplemental Information for Form 990-PF	Statement 15Form 990-PF, Part XV, Lines 2b-dSupplementary InformationApplying for a GrantThose interested in applying for a grant from Gaia Fund should carefully review the material on the Gaia Fund website www.gaiafund.org describing funding interests and grantmaking policies Only inquiries that align with those interests and policies are considered by the Fund Applying to Gaia Fund for a grant involves a two-step process First Step Initial InquiryAs a first step in applying for a grant, applicants should submit a completed Gaia Fund inquiry form A link to the inquiry form, along with additional guidelines for making an initial inquiry, is in the Making an Initial Inquiry section of the website Following a trustee review of the inquiry, applicants will be notified whether or not the Fund would like to invite a full proposal This notification may be mailed at any time following receipt of the inquiry Second Step Full ProposalIf the Fund is interested in further considering the request, applicants will be asked to submit a more detailed document that conforms to our Full Proposal Guidelines The due date for the full proposal will vary depending on when the Funds trustees review the initial inquiry, and will be communicated at the time the invitation for submission is extended After applicants are notified of the Funds decision, they are asked to sign an agreement letter indicating any conditions associated with the grant award

TY 2017 Investments Corporate Stock Schedule**Name:** Gaia Fund**EIN:** 94-3215541**Software ID:** 17005038**Software Version:** 2017v2.2

Name of Stock	End of Year Book Value	End of Year Fair Market Value
Charter Communications Inc, 56 Shs	18,814	18,814
Commercehub Inc Ser A, 26 Shs	572	572
Commercehub Inc Ser C, 52 Shs	1,071	1,071
Liberty Expedia Hldgs Ser A, 104 Shs	4,610	4,610
Liberty Interactive Ser A, 156 Shs	8,461	8,461
Pfizer Inc, 1,610 Shs	58,314	58,314

TY 2017 Investments - Other Schedule

Name: Gaia Fund

EIN: 94-3215541

Software ID: 17005038

Software Version: 2017v2.2

Investments Other Schedule 2

Category/ Item	Listed at Cost or FMV	Book Value	End of Year Fair Market Value
Parametric Tax-Managed, 42,795.78 Shs	FMV	2,237,791	2,237,791
Powershares Exchange-Traded, 32,660 Sh	FMV	3,709,523	3,709,523
Pimco Short-Term Fund, 317,172.516 Shs	FMV	3,130,493	3,130,493
Artisan Dev World Fund, 19,917.179 Shs	FMV	254,542	254,542
Artisan High Income Fund, 89,025.516 Shs	FMV	884,023	884,023
Blackrock Strategic Inc, 382,519.646 Shs	FMV	3,809,896	3,809,896
Vanguard Dev Mkts Index, 165,534.098 Shs	FMV	2,385,346	2,385,346
FIR Tree Real Estate, Fund III	FMV	477,957	477,957
Merced Partners IV, L.P.	FMV	342,257	342,257
Greycourt Partners Fund	FMV	20,806,516	20,806,516
KKR Special Situations Offshore	FMV	933,767	933,767
FIR Tree Special Ops Fund VI	FMV	27,429	27,429
KKR Special Situations TE II	FMV	528,325	528,325
Euro Choice VI LP	FMV	194,352	194,352
Bain Capital Senior Loan Fund	FMV	984,444	984,444
Venture Investments Assoc VIII	FMV	251,573	251,573
Madison Intl RE VI	FMV	374,124	374,124
RCP Fund X Feeder LP	FMV	161,395	161,395
Taconic CRE Dislocation Fund	FMV	367,342	367,342
Ocean Avenue III	FMV	301,889	301,889
TCP Direct Lending Fund VIII	FMV	258,026	258,026

**TY 2017 Land, Etc.
Schedule****Name:** Gaia Fund**EIN:** 94-3215541**Software ID:** 17005038**Software Version:** 2017v2.2

Category / Item	Cost / Other Basis	Accumulated Depreciation	Book Value	End of Year Fair Market Value
Furniture and Fixtures	17,945	6,835	11,110	11,110
Machinery and Equipment	3,837	2,397	1,440	1,440

TY 2017 Other Assets Schedule**Name:** Gaia Fund**EIN:** 94-3215541**Software ID:** 17005038**Software Version:** 2017v2.2**Other Assets Schedule**

Description	Beginning of Year - Book Value	End of Year - Book Value	End of Year - Fair Market Value
Charitable Lead Annuity Trust Interest	314,215	314,215	314,215
Security Deposits	10,000	10,000	10,000

TY 2017 Other Expenses Schedule

Name: Gaia Fund

EIN: 94-3215541

Software ID: 17005038

Software Version: 2017v2.2

Other Expenses Schedule

Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
Bank Fees	330	330		
Books, Subscriptions & Reference	143			143
Dues & Memberships	6,442			6,442
Filing Fees	160			160
Hardware/Software/Internet	6,871			6,871
Insurance	1,300			1,300
Licenses	90			90
Supplies	712			712
Telephone	3,016			3,016

TY 2017 Other Income Schedule**Name:** Gaia Fund**EIN:** 94-3215541**Software ID:** 17005038**Software Version:** 2017v2.2**Other Income Schedule**

Description	Revenue And Expenses Per Books	Net Investment Income	Adjusted Net Income
Currency Exchange Loss	-114	-114	
Partnership Income	324,181	196,993	

TY 2017 Other Liabilities Schedule**Name:** Gaia Fund**EIN:** 94-3215541**Software ID:** 17005038**Software Version:** 2017v2.2

Description	Beginning of Year - Book Value	End of Year - Book Value
Deferred Excise Tax Liability	58,793	58,793

TY 2017 Other Professional Fees Schedule**Name:** Gaia Fund**EIN:** 94-3215541**Software ID:** 17005038**Software Version:** 2017v2.2

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
Investment Management Fees	38,681	38,681	0	0
Other Professional Services	6,495	0	0	6,495

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Schedule B (Form 990, 990-EZ, or 990-PF) Department of the Treasury Internal Revenue Service		Schedule of Contributors ▶ Attach to Form 990, 990-EZ, or 990-PF ▶ Information about Schedule B (Form 990, 990-EZ, or 990-PF) and its instructions is at www.irs.gov/form990			OMB No 1545-0047 2017
Name of the organization Gaia Fund				Employer identification number 94-3215541	
Organization type (check one)					
Filers of: Form 990 or 990-EZ ☐ 501(c)() (enter number) organization ☐ 4947(a)(1) nonexempt charitable trust not treated as a private foundation ☐ 527 political organization Form 990-PF ☒ 501(c)(3) exempt private foundation ☐ 4947(a)(1) nonexempt charitable trust treated as a private foundation ☐ 501(c)(3) taxable private foundation					
Check if your organization is covered by the General Rule or a Special Rule. Note. Only a section 501(c)(7), (8), or (10) organization can check boxes for both the General Rule and a Special Rule. See instructions					
General Rule ☒ For an organization filing Form 990, 990-EZ, or 990-PF that received, during the year, contributions totaling \$5,000 or more (in money or other property) from any one contributor. Complete Parts I and II. See instructions for determining a contributor's total contributions.					
Special Rules ☐ For an organization described in section 501(c)(3) filing Form 990 or 990-EZ that met the 33¹ 3% support test of the regulations under sections 509(a)(1) and 170(b)(1)(A)(vi), that checked Schedule A (Form 990 or 990-EZ), Part II, line 13, 16a, or 16b, and that received from any one contributor, during the year, total contributions of the greater of (1) \$5,000 or (2) 2% of the amount on (i) Form 990, Part VIII, line 1h, or (ii) Form 990-EZ, line 1. Complete Parts I and II. ☐ For an organization described in section 501(c)(7), (8), or (10) filing Form 990 or 990-EZ that received from any one contributor, during the year, total contributions of more than \$1,000 <i>exclusively</i> for religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals. Complete Parts I, II, and III. ☐ For an organization described in section 501(c)(7), (8), or (10) filing Form 990 or 990-EZ that received from any one contributor, during the year, contributions <i>exclusively</i> for religious, charitable, etc., purposes, but no such contributions totaled more than \$1,000. If this box is checked, enter here the total contributions that were received during the year for an <i>exclusively</i> religious, charitable, etc., purpose. Don't complete any of the parts unless the General Rule applies to this organization because it received <i>nonexclusively</i> religious, charitable, etc., contributions totaling \$5,000 or more during the year. . . . ▶ \$					
Caution. An organization that isn't covered by the General Rule and/or the Special Rules doesn't file Schedule B (Form 990, 990-EZ, or 990-PF), but it must answer "No" on Part IV, line 2, of its Form 990, or check the box on line H of its Form 990-EZ or on its Form 990PF, Part I, line 2, to certify that it doesn't meet the filing requirements of Schedule B (Form 990, 990-EZ, or 990-PF).					
For Paperwork Reduction Act Notice, see the Instructions for Form 990, 990-EZ, or 990-PF		Cat No 30613X		Schedule B (Form 990, 990-EZ, or 990-PF) (2017)	

Name of organization Gaia Fund	Employer identification number 94-3215541
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Part I Contributors (See instructions) Use duplicate copies of Part I if additional space is needed			
(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
1	MH Russell 94 Char Lead Trust 100 1st Street 14th Floor San Francisco, CA 94105	\$ 161,941	Person ☒ Payroll ☐ Noncash ☐ (Complete Part II for noncash contributions)
-		\$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II for noncash contributions)
-		\$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II for noncash contributions)
-		\$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II for noncash contributions)
-		\$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II for noncash contributions)
-		\$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II for noncash contributions)
-		\$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II for noncash contributions)
-		\$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II for noncash contributions)

Name of organization Gaia Fund	Employer identification number 94-3215541
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Part III	Exclusively religious, charitable, etc., contributions to organizations described in section 501(c)(7), (8), or (10) that total more than \$1,000 for the year from any one contributor. Complete columns (a) through (e) and the following line entry. For organizations completing Part III, enter the total of exclusively religious, charitable, etc., contributions of \$1,000 or less for the year. (Enter this information once. See instructions.) ► \$ _____ Use duplicate copies of Part III if additional space is needed
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(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held
	(e) Transfer of gift		
	Transferee's name, address, and ZIP 4	Relationship of transferor to transferee	
(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held
	(e) Transfer of gift		
	Transferee's name, address, and ZIP 4	Relationship of transferor to transferee	
(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held
	(e) Transfer of gift		
	Transferee's name, address, and ZIP 4	Relationship of transferor to transferee	
(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held
	(e) Transfer of gift		
	Transferee's name, address, and ZIP 4	Relationship of transferor to transferee	

Statement 15
Form 990-PF, Part XV, Lines 2b-d
Supplementary Information

Applying for a Grant

Those interested in applying for a grant from Gaia Fund should carefully review the material on the Gaia Fund website www.gaiasf.org describing funding interests and grantmaking policies. Only inquiries that align with those interests and policies are considered by the Fund.

Applying to Gaia Fund for a grant involves a two-step process.

First Step: Initial Inquiry

As a first step in applying for a grant, applicants should submit a completed Gaia Fund inquiry form. A link to the inquiry form, along with additional guidelines for making an initial inquiry, is in the Making an Initial Inquiry section of the website.

Following a trustee review of the inquiry, applicants will be notified whether or not the Fund would like to invite a full proposal. This notification may be mailed at any time following receipt of the inquiry.

Second Step: Full Proposal

If the Fund is interested in further considering the request, applicants will be asked to submit a more detailed document that conforms to our Full Proposal Guidelines.

The due date for the full proposal will vary depending on when the Fund's trustees review the initial inquiry, and will be communicated at the time the invitation for submission is extended.

After applicants are notified of the Fund's decision, they are asked to sign an agreement letter indicating any conditions associated with the grant award.

Gaia Fund

Statement 16

Form 990-PF

Part V Qualification Under Section 4940(e)

Columbia Foundation's transfer of one third of its assets to Gaia Fund meets the requirements of IRC Section 507(b)(2) and the Treasury Regulations thereunder relating to successor organizations. Therefore, as a successor organization, the Fund also inherits a one-third share of Columbia Foundation's Chapter 42 attributes, including but not limited to one third of Columbia Foundation's prior year amounts for purposes of qualifying for the 1% rate under Section 4940 and one third of Columbia's excess qualifying distributions carry over under Section 4942.

Adjusted Qualifying Distributions

Calendar Year	Columbia Foundation	Gaia Fund	Total to Part V
2016		2,474,887	2,474,887
2015	-	2,727,606	2,727,606
2014	-	1,303,788	1,303,788
2013	343,714	781,432	1,125,146
2012	1,544,265	871,832	2,416,097

Noncharitable-Use Assets

Calendar Year	Columbia Foundation	Gaia Fund	Total to Part V
2016	-	39,084,707	39,084,707
2015	-	43,218,167	43,218,167
2014	-	44,899,568	44,899,568
2013	20,405,689	23,566,556	43,972,245
2012	25,264,920	14,094,204	39,359,124