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EXTENDED TO NOVEMBER 15, 2018

Form **990-PF****Return of Private Foundation**

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

OMB No 1545-0052

Department of the Treasury
Internal Revenue Service

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

2017

Open to Public Inspection

For calendar year 2017 or tax year beginning

, and ending

Name of foundation

THE ZELLERBACH FAMILY FOUNDATION

A Employer identification number

94-6069482

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

455 MARKET STREET

Room/suite

2200

B Telephone number

415-421-2629

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

SAN FRANCISCO, CA 94105C If exemption application is pending, check here ☐

G Check all that apply:

☐

Initial return

☐

Initial return of a former public charity

☐

Final return

☐

Amended return

☐

Address change

☐

Name change

D 1. Foreign organizations, check here ☐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 foundationE 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)

\$ 142,638,038.

J Accounting method

☐

Cash

☒

Accrual

☐ Other (specify)

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

F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here ☐**Part I Analysis of Revenue and Expenses**

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

(a) Revenue and expenses per books

(b) Net investment income

(c) Adjusted net income

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

1 Contributions, gifts, grants, etc., received

150,500.**N/A**2 Check ☐ if the foundation is not required to attach Sch. B
3 Interest on savings and temporary cash investments

4 Dividends and interest from securities

594,708.**1,710,917.****STATEMENT 2**

5a Gross rents

b Net rental income or (loss)

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

1,035,326.

b Gross sales price for all assets on line 6a

9,355,990.

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

5,083,561.

8 Net short-term capital gain

9 Income modifications

10a Gross sales less returns and allowances

b Less Cost of goods sold

c Gross profit or (loss)

11 Other income

1,320,367.**-625,042.****STATEMENT 3**

12 Total. Add lines 1 through 11

3,100,901.**6,169,436.**

13 Compensation of officers, directors, trustees, etc

249,167.**12,458.****236,709.**

14 Other employee salaries and wages

773,854.**95,766.****678,088.**

15 Pension plans, employee benefits

288,592.**30,530.****258,062.**

16a Legal fees

STMT 4**24,159.****0.****24,159.**

b Accounting fees

STMT 5**45,849.****13,671.****32,178.**

c Other professional fees

STMT 6**382,885.****390,879.****104,031.**

17 Interest

18 Taxes

STMT 7**386,996.****80,555.****62,591.**

19 Depreciation and depletion

21,200.**0.**

20 Occupancy

304,482.**32,211.****272,271.**

21 Travel, conferences, and meetings

37,771.**6,910.****30,861.**

22 Printing and publications

23 Other expenses

STMT 8**190,133.****11,112.****184,521.**

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

2,705,088.**674,092.****1,883,471.**

25 Contributions, gifts, grants paid

4,697,190.**4,636,490.**

26 Total expenses and disbursements. Add lines 24 and 25

7,402,278.**674,092.****6,519,961.**

27 Subtract line 26 from line 12:

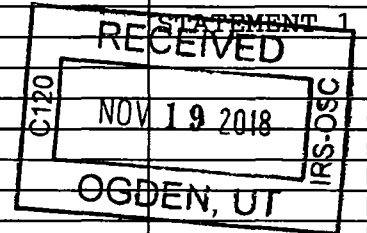
a Excess of revenue over expenses and disbursements

-4,301,377.

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

5,495,344.

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

N/A

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Part II Balance Sheets		Attached schedules and amounts in the description column should be for end-of-year amounts only		Beginning of year	End of year	
				(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1	Cash - non-interest-bearing				
	2	Savings and temporary cash investments		4,003,693.	844,875.	844,875.
	3	Accounts receivable ▶ 10,054.				
		Less: allowance for doubtful accounts ▶		12,684.	10,054.	10,054.
	4	Pledges receivable ▶				
		Less: allowance for doubtful accounts ▶				
	5	Grants receivable				
	6	Receivables due from officers, directors, trustees, and other disqualified persons				
	7	Other notes and loans receivable ▶				
		Less: allowance for doubtful accounts ▶				
	8	Inventories for sale or use				
	9	Prepaid expenses and deferred charges		18,431.	16,900.	16,900.
	10a	Investments - U.S. and state government obligations STMT 9		8,578,543.	8,565,238.	8,565,238.
	b	Investments - corporate stock STMT 10		58,651,644.	68,990,948.	68,990,948.
	c	Investments - corporate bonds STMT 11		2,272,192.	5,202,984.	5,202,984.
	11	Investments - land, buildings, and equipment basis ▶				
	Less: accumulated depreciation ▶					
12	Investments - mortgage loans					
13	Investments - other STMT 12		53,992,736.	56,767,103.	56,767,103.	
14	Land, buildings, and equipment: basis ▶ 2,264,362.					
	Less: accumulated depreciation ▶ 76,209.		4,739.	2,188,153.	2,188,153.	
15	Other assets (describe ▶ SECURITY DEPOSIT)		20,049.	51,783.	51,783.	
16	Total assets (to be completed by all filers - see the instructions. Also, see page 1, item I)		127,554,711.	142,638,038.	142,638,038.	
Liabilities	17	Accounts payable and accrued expenses		195,058.	237,056.	
	18	Grants payable		30,000.	90,700.	
	19	Deferred revenue				
	20	Loans from officers, directors, trustees, and other disqualified persons				
	21	Mortgages and other notes payable				
	22	Other liabilities (describe ▶ STATEMENT 13)		239,835.	2,537,835.	
23	Total liabilities (add lines 17 through 22)		464,893.	2,865,591.		
Net Assets or Fund Balances	Foundations that follow SFAS 117, check here ▶ <input checked="" type="checkbox"/>					
	and complete lines 24 through 26, and lines 30 and 31.					
	24	Unrestricted		127,089,818.	139,772,447.	
	25	Temporarily restricted				
	26	Permanently restricted				
	Foundations that do not follow SFAS 117, check here ▶ <input type="checkbox"/>					
	and complete lines 27 through 31.					
	27	Capital stock, trust principal, or current funds				
	28	Paid-in or capital surplus, or land, bldg., and equipment fund				
	29	Retained earnings, accumulated income, endowment, or other funds				
30	Total net assets or fund balances		127,089,818.	139,772,447.		
31	Total liabilities and net assets/fund balances		127,554,711.	142,638,038.		

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	127,089,818.
2	Enter amount from Part I, line 27a	2	-4,301,377.
3	Other increases not included in line 2 (itemize) ▶ UNREALIZED GAIN ON INVESTMENT	3	16,984,006.
4	Add lines 1, 2, and 3	4	139,772,447.
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	139,772,447.

Part IV Capital Gains and Losses for Tax on Investment Income

(a) List and describe the kind(s) of property sold (for example, real estate, 2-story brick warehouse, or common stock, 200 shs. MLC Co.)	(b) How acquired P - Purchase D - Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
1a PASSTHROUGH INVESTMENT GAINS	P		
b SEE ATTACHMENT C	P		
c SEE ATTACHMENT C	P		
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			4,075,601.
b 8,035,875.		7,587,072.	448,803.
c 1,320,115.		760,958.	559,157.
d			
e			

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69.			(i) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col. (h))
(j) FMV as of 12/31/69	(i) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	
a			4,075,601.
b			448,803.
c			559,157.
d			
e			

2 Capital gain net income or (net capital loss)	<div> <div>If gain, also enter in Part I, line 7</div> <div>If (loss), enter -0- in Part I, line 7</div> </div>	2	5,083,561.
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6):	<div> <div>If gain, also enter in Part I, line 8, column (c).</div> <div>If (loss), enter -0- in Part I, line 8</div> </div>	3	N/A

Part V Qualification Under Section 4940(e) for Reduced Tax on Net Investment Income

(For optional use by domestic private foundations subject to the section 4940(a) tax on net investment income.)

If section 4940(d)(2) applies, leave this part blank.

Was the foundation liable for the section 4942 tax on the distributable amount of any year in the base period?

☐ Yes ☒ No

If "Yes," the foundation doesn't qualify under section 4940(e). Do not complete this part.

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

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col. (b) divided by col. (c))
2016	6,722,103.	124,127,464.	.054155
2015	6,435,571.	130,422,176.	.049344
2014	6,046,587.	133,672,010.	.045235
2013	6,409,666.	127,676,799.	.050202
2012	6,074,414.	121,134,401.	.050146

2 Total of line 1, column (d)	2	.249082
3 Average distribution ratio for the 5-year base period - divide the total on line 2 by 5.0, or by the number of years the foundation has been in existence if less than 5 years	3	.049816
4 Enter the net value of noncharitable-use assets for 2017 from Part X, line 5	4	132,496,218.
5 Multiply line 4 by line 3	5	6,600,432.
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	54,953.
7 Add lines 5 and 6	7	6,655,385.
8 Enter qualifying distributions from Part XII, line 4	8	6,550,422.

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

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

1a Exempt operating foundations described in section 4940(d)(2), check here <input type="checkbox"/> and enter "N/A" on line 1. Date of ruling or determination letter _____ (attach copy of letter if necessary-see instructions)			
b Domestic foundations that meet the section 4940(e) requirements in Part V, check here <input type="checkbox"/> and enter 1% of Part I, line 27b		1	109,907.
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	109,907.
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	109,907.
6 Credits/Payments:			
a 2017 estimated tax payments and 2016 overpayment credited to 2017	6a	160,356.	
b Exempt foreign organizations - tax withheld at source	6b	0.	
c Tax paid with application for extension of time to file (Form 8868)	6c	20,000.	
d Backup withholding erroneously withheld	6d	0.	
7 Total credits and payments. Add lines 6a through 6d	7	180,356.	
8 Enter any penalty for underpayment of estimated tax. Check here <input type="checkbox"/> 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	70,449.	
11 Enter the amount of line 10 to be Credited to 2018 estimated tax	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?		X
b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes? See the instructions for the definition. If the answer is "Yes" to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities.		X
c Did the foundation file Form 1120-POL for this year?		X
d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year: (1) On the foundation. \$ 0. (2) On foundation managers. \$ 0.		
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers. \$ 0.		
2 Has the foundation engaged in any activities that have not previously been reported to the IRS? If "Yes," attach a detailed description of the activities.		X
3 Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? If "Yes," attach a conformed copy of the changes		X
4a Did the foundation have unrelated business gross income of \$1,000 or more during the year?	X	
b If "Yes," has it filed a tax return on Form 990-T for this year?	X	
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? If "Yes," attach the statement required by General Instruction T		X
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?	X	
7 Did the foundation have at least \$5,000 in assets at any time during the year? If "Yes," complete Part II, col. (c), and Part XV	X	
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? If "No," attach explanation	X	
9 Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2017 or the tax year beginning in 2017? See the instructions for Part XIV. If "Yes," complete Part XIV		X
10 Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses		X

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
- 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
- 13 Did the foundation comply with the public inspection requirements for its annual returns and exemption application?
Website address ► **ZFF.ORG**

	Yes	No
11		X
12		X
13	X	

- 14 The books are in care of ► **THE ZELLERBACH FAMILY FOUNDATION** Telephone no. ► **415-421-2629**
Located at ► **455 MARKET STREET, SUITE 2200, SAN FRANCISCO, CA** ZIP+4 ► **94105**

- 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 N/A

- 16 At any time during calendar year 2017, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country?

	Yes	No
16		X

See the instructions for exceptions and filing requirements for FinCEN Form 114. If "Yes," enter the name of the foreign country ►

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

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

- 1a During the year, did the foundation (either directly or indirectly):

- (1) Engage in the sale or exchange, or leasing of property with a disqualified person?
- (2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person?
- (3) Furnish goods, services, or facilities to (or accept them from) a disqualified person?
- (4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person?
- (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)?
- (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

☐ Yes ☒ No

☒ Yes ☐ No

☒ Yes ☐ No

☐ Yes ☒ No

☐ Yes ☒ No

	Yes	No
1a		

1b X

1c X

1d

1e

1f

1g

1h

1i

1j

1k

1l

1m

1n

1o

1p

1q

1r

1s

1t

1u

1v

1w

1x

1y

1z

2a

2b

2c

2d

2e

- 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

► ☐

- 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?

- 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 ►

- b Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement - see instructions.)

N/A

- c If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here.

►

- 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.)

N/A

- 4a Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?

- 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?

4a X

4b

4c

4d

4e

4f

4g

4h

4i

4j

4k

4l

4m

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

N/A

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?

N/A

☐ Yes ☐ No

If "Yes," attach the statement required by Regulations section 53.4945-5(d).

6a Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract?

☐ Yes ☒ No

b Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract?

If "Yes" to 6b, file Form 8870.

☐ Yes ☒ 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?

N/A

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

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
SEE STATEMENT 14		249,167.	42,808.	0.

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

(a) Name and address of each employee paid more than \$50,000	(b) Title, and average hours per week devoted to position	(c) Compensation	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
HEATHER HONEGGER - 455 MARKET STREET, SUITE 2200, SAN FRANCISCO, CA 94105	FINANCE DIRECTOR	149,155.	57,779.	0.
AMY PRICE - 455 MARKET STREET, SUITE 2200, SAN FRANCISCO, CA 94105	PROGRAM EXECUTIVE	136,233.	50,833.	0.
MICHAEL SMITH - 455 MARKET STREET, SUITE 2200, SAN FRANCISCO, CA 94105	IT DIRECTOR	125,460.	43,465.	0.
MARGOT MELCON - 455 MARKET STREET, SUITE 2200, SAN FRANCISCO, CA 94105	PROGRAM EXECUTIVE	120,400.	30,178.	0.
PATRICK TAYLOR - 455 MARKET STREET, SUITE 2200, SAN FRANCISCO, CA 94105	GRANTS MANAGER	89,750.	31,121.	0.

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

2

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

(a) Name and address of each person paid more than \$50,000	(b) Type of service	(c) Compensation
CAMBRIDGE ASSOCIATES 125 HIGH ST, BOSTON, MA 02110	INVESTMENT ADVISOR	198,038.
WELLINGTON TRUST COMPANY 280 CONGRESS ST, BOSTON, MA 02210	INVESTMENT MANAGER	55,928.
Total number of others receiving over \$50,000 for professional services		0

Part IX-A Summary of Direct Charitable Activities

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

Part IX-B Summary of Program-Related Investments

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2.	Amount
1 N/A	
2	
All other program-related investments. See instructions.	
3	
Total. Add lines 1 through 3	0.

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	79,794,477.
b	Average of monthly cash balances	1b	908,024.
c	Fair market value of all other assets	1c	53,811,426.
d	Total (add lines 1a, b, and c)	1d	134,513,927.
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	134,513,927.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	2,017,709.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	132,496,218.
6	Minimum investment return. Enter 5% of line 5	6	6,624,811.

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	6,624,811.
2a	Tax on investment income for 2017 from Part VI, line 5	2a	109,907.
b	Income tax for 2017. (This does not include the tax from Part VI.)	2b	
c	Add lines 2a and 2b	2c	109,907.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	6,514,904.
4	Recoveries of amounts treated as qualifying distributions	4	0.
5	Add lines 3 and 4	5	6,514,904.
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	6,514,904.

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	6,519,961.
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	30,461.
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	6,550,422.
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	5	0.
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	6,550,422.

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				6,514,904.
2 Undistributed income, if any, as of the end of 2017				
a Enter amount for 2016 only			1,712,560.	
b Total for prior years		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: ► \$ 6,550,422.				
a Applied to 2016, but not more than line 2a			1,712,560.	
b Applied to undistributed income of prior years (Election required - see instructions)		0.		
c Treated as distributions out of corpus (Election required - see instructions) **	150,000.			
d Applied to 2017 distributable amount				4,687,862.
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	150,000.			
b Prior years' undistributed income. Subtract line 4b from line 2b		0.		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed		0.		
d Subtract line 6c from line 6b. Taxable amount - see instructions		0.		
e Undistributed income for 2016. Subtract line 4a from line 2a. Taxable amount - see instr.			0.	
f Undistributed income for 2017. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2018				1,827,042.
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)	150,000.			
8 Excess distributions carryover from 2012 not applied on line 5 or line 7	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				

** SEE STATEMENT 15

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

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a Paid during the year				
Total	SEE CONTINUATION SHEET(S)			▶ 3a 4,636,490.
b Approved for future payment				
Total	SEE CONTINUATION SHEET(S)			▶ 3b 90,700.

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated.

Enter gross amounts unless otherwise indicated.		Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income
	(a) Business code	(b) Amount	(c) Exclu- sion code	(d) Amount		
1 Program service revenue:						
a _____						
b _____						
c _____						
d _____						
e _____						
f _____						
g Fees and contracts from government agencies						
2 Membership dues and assessments						
3 Interest on savings and temporary cash investments						
4 Dividends and interest from securities		4,682.	14	590,026.		
5 Net rental income or (loss) from real estate:						
a Debt-financed property						
b Not debt-financed property						
6 Net rental income or (loss) from personal property						
7 Other investment income		22,279.	14	1,298,088.		
8 Gain or (loss) from sales of assets other than inventory		47,980.	18	987,346.		
9 Net income or (loss) from special events						
10 Gross profit or (loss) from sales of inventory						
11 Other revenue:						
a _____						
b _____						
c _____						
d _____						
e _____						
12 Subtotal. Add columns (b), (d), and (e)		74,941.		2,875,460.		0.
13 Total. Add line 12, columns (b), (d), and (e)						2,950,401.

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

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

[illegible]

Schedule B(Form 990, 990-EZ,
or 990-PF)Department of the Treasury
Internal Revenue Service**Schedule of Contributors**

- ▶ Attach to Form 990, Form 990-EZ, or Form 990-PF.
▶ Go to www.irs.gov/Form990 for the latest information.

OMB No 1545-0047

2017

Name of the organization

THE ZELLERBACH FAMILY FOUNDATION

Employer identification number

94-6069482

Organization type (check one)

Filers of:

Section:

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 foundationCheck 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 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 33 1/3% support test of the regulations under sections 509(a)(1) and 170(b)(1)(A)(vi), that checked Schedule A (Form 990 or 990-EZ), Part II, line 13, 16a, or 16b, and that received from any one contributor, during the year, total contributions of the greater of (1) \$5,000, or (2) 2% of the amount on (i) Form 990, Part VIII, line 1h, or (ii) Form 990-EZ, line 1. Complete Parts I and II.
- ☐ For an organization described in section 501(c)(7), (8), or (10) filing Form 990 or 990-EZ that received from any one contributor, during the year, total contributions of more than \$1,000 *exclusively* for religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals. Complete Parts I, II, and III.
- ☐ For an organization described in section 501(c)(7), (8), or (10) filing Form 990 or 990-EZ that received from any one contributor, during the year, contributions *exclusively* for religious, charitable, etc., purposes, but no such contributions totaled more than \$1,000. If this box is checked, enter here the total contributions that were received during the year for an *exclusively* religious, charitable, etc., purpose. Don't complete any of the parts unless the **General Rule** applies to this organization because it received *nonexclusively* religious, charitable, etc., contributions totaling \$5,000 or more during the year. ▶ \$ _____

Caution: An organization that 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 990-PF, Part I, line 2, to certify that it doesn't meet the filing requirements of Schedule B (Form 990, 990-EZ, or 990-PF).

LHA For Paperwork Reduction Act Notice, see the instructions for Form 990, 990-EZ, or 990-PF. Schedule B (Form 990, 990-EZ, or 990-PF) (2017)

Name of organization

Employer identification number

THE ZELLERBACH FAMILY FOUNDATION**94-6069482****Part I** **Contributors** (see instructions) Use duplicate copies of Part I if additional space is needed

(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
<u>1</u>	THE WILLIAM AND FLORA HEWLETT FOUNDATION 2121 SAND HILL ROAD MENLO PARK, CA 94025	\$ <u>150,000.</u>	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions)
		\$ _____	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions)
		\$ _____	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions)
		\$ _____	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions)
		\$ _____	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions)
		\$ _____	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions)

Name of organization	Employer identification number
THE ZELLERBACH FAMILY FOUNDATION	94-6069482

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 info once) ▶ \$

Use duplicate copies of Part III if additional space is needed

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

FORM 990-PF

GAIN OR (LOSS) FROM SALE OF ASSETS

STATEMENT 1

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	MANNER ACQUIRED (E) DEPREC.	DATE ACQUIRED (F) GAIN OR LOSS	DATE SOLD
SEE ATTACHMENT C	8,035,875.	7,559,706.	0.	0.	476,169.	

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	MANNER ACQUIRED (E) DEPREC.	DATE ACQUIRED (F) GAIN OR LOSS	DATE SOLD
SEE ATTACHMENT C	1,320,115.	760,958.	0.	0.	559,157.	

CAPITAL GAINS DIVIDENDS FROM PART IV	0.
TOTAL TO FORM 990-PF, PART I, LINE 6A	1,035,326.

FORM 990-PF

DIVIDENDS AND INTEREST FROM SECURITIES

STATEMENT 2

SOURCE	GROSS AMOUNT	CAPITAL GAINS DIVIDENDS	(A) REVENUE PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME
DIVIDEND AND INTEREST INCOME PARTNERSHIP	250,423.	0.	250,423.	265,820.	
DIVIDEND AND INTEREST INCOME	344,285.	0.	344,285.	1,445,097.	
TO PART I, LINE 4	594,708.	0.	594,708.	1,710,917.	

FORM 990-PF	OTHER INCOME		STATEMENT 3
DESCRIPTION	(A) REVENUE PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME
PARTNERSHIP INCOME	1,320,367.	-625,042.	
TOTAL TO FORM 990-PF, PART I, LINE 11	1,320,367.	-625,042.	

FORM 990-PF	LEGAL FEES			STATEMENT 4
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
LEGAL FEE	24,159.	0.		24,159.
TO FM 990-PF, PG 1, LN 16A	24,159.	0.		24,159.

FORM 990-PF	ACCOUNTING FEES			STATEMENT 5
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
ACCOUNTING FEE	45,849.	13,671.		32,178.
TO FORM 990-PF, PG 1, LN 16B	45,849.	13,671.	.	32,178.

FORM 990-PF	OTHER PROFESSIONAL FEES			STATEMENT 6
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
INVESTMENT MANAGER FEES	78,428.	20,000.		0.
INVESTMENT ADVISORY FEES	198,038.	368,491.		0.
INVESTMENT CUSTODIAL FEES	2,388.	2,388.		0.
COMMUNITY ARTS PANEL	11,000.	0.		11,000.
CONSULTING	93,031.	0.		93,031.
TO FORM 990-PF, PG 1, LN 16C	382,885.	390,879.		104,031.

FORM 990-PF

TAXES

STATEMENT 7

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
PARTNERSHIP FOREIGN TAXES	0.	73,150.		0.
PAYROLL TAXES	69,996.	7,405.		62,591.
EXCISE TAX	317,000.	0.		0.
TO FORM 990-PF, PG 1, LN 18	386,996.	80,555.		62,591.

FORM 990-PF

OTHER EXPENSES

STATEMENT 8

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
BANK SERVICE CHARGES	2,020.	2,020.		0.
PROFESSIONAL DEVELOPMENT	14,859.	0.		14,859.
SOFTWARE LICENSING FEES	21,612.	0.		21,612.
BUSINESS INSURANCE	25,220.	2,668.		22,552.
DUES AND MEMBERSHIPS	44,500.	0.		44,500.
OFFICE EXPENSES	61,876.	4,786.		57,090.
ANNUAL MEETING	10,057.	0.		10,057.
VACATION	-5,500.	0.		0.
TELEPHONE	15,489.	1,638.		13,851.
TO FORM 990-PF, PG 1, LN 23	190,133.	11,112.		184,521.

FORM 990-PF

U.S. AND STATE/CITY GOVERNMENT OBLIGATIONS

STATEMENT 9

DESCRIPTION	U.S. GOV'T	OTHER GOV'T	BOOK VALUE	FAIR MARKET VALUE
STATE STREET GOVERNMENT BONDS INDEX	X		8,565,238.	8,565,238.
TOTAL U.S. GOVERNMENT OBLIGATIONS			8,565,238.	8,565,238.
TOTAL STATE AND MUNICIPAL GOVERNMENT OBLIGATIONS				
TOTAL TO FORM 990-PF, PART II, LINE 10A			8,565,238.	8,565,238.

FORM 990-PF

CORPORATE STOCK

STATEMENT 10

DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
ARTISAN GLOBAL	5,490,403.	5,490,403.
CEVIAN CAPITAL II FUND	2,315,500.	2,315,500.
CITY OF LONDON EMERGING MARKETS	8,924,670.	8,924,670.
EDGBASTON ASIA EQUITY TRUST	1,306,834.	1,306,834.
GOTHAM ENHANCED LONG FUND	5,940,537.	5,940,537.
HIGHCLERE INTERNATIONAL SMALLER CAP	3,266,132.	3,266,132.
RS GLOBAL NATURAL RESOURCES	1,961,120.	1,961,120.
SILCHESTER INTERNATIONAL INVESTORS	13,114,789.	13,114,789.
SIT DIVIDEND GROWTH FUND	3,545,697.	3,545,697.
SNYDER CAPITAL	6,154,654.	6,154,654.
STEWART MAHOUT EM LEADERS	4,507,064.	4,507,064.
TWO SIGMA	4,094,238.	4,094,238.
VAN ECK INT INVESTORS GOLD FUND	1,318,900.	1,318,900.
VANGUARD REIT	1,441,811.	1,441,811.
WELLINGTON-CAPITAL APPRECIATION	5,608,599.	5,608,599.
TOTAL TO FORM 990-PF, PART II, LINE 10B	68,990,948.	68,990,948.

FORM 990-PF

CORPORATE BONDS

STATEMENT 11

DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
PIMCO - SHORT TERM	5,202,984.	5,202,984.
TOTAL TO FORM 990-PF, PART II, LINE 10C	5,202,984.	5,202,984.

FORM 990-PF

OTHER INVESTMENTS

STATEMENT 12

DESCRIPTION	VALUATION METHOD	BOOK VALUE	FAIR MARKET VALUE
57 STARS GLOBAL OPPORTUNITY 3	FMV	1,936,682.	1,936,682.
57 STARS GLOBAL OPPORTUNITY 4	FMV	458,888.	458,888.
ACCOLADE PARTNERS IV	FMV	1,020,038.	1,020,038.
ACCOLADE PARTNERS V	FMV	498,617.	498,617.
ACCOLADE PARTNERS VI	FMV	19,552.	19,552.
BSP SPECIAL SITUATIONS	FMV	633,320.	633,320.
COMMONFUND CAPITAL VENTURE PTRS IX	FMV	1,669,575.	1,669,575.
COMMONFUND INTERNATIONAL V	FMV	246,621.	246,621.
COMMONFUND INTERNATIONAL VI	FMV	858,770.	858,770.
COMMONFUND NATURAL RESOURCES IX	FMV	1,762,122.	1,762,122.
COMMONFUND NATURAL RESOURCES VII	FMV	739,707.	739,707.
COMMONFUND NATURAL RESOURCES VIII	FMV	1,290,863.	1,290,863.
COMMONFUND NATURAL RESOURCES X	FMV	784,526.	784,526.
COMMONFUND PRIVATE EQUITY PTRS V	FMV	68,160.	68,160.
COMMONFUND PRIVATE EQUITY PTRS VI	FMV	271,523.	271,523.
COMMONFUND PRIVATE EQUITY PTRS VII	FMV	1,461,574.	1,461,574.
COMMONFUND VENTURE PARTNERS X	FMV	2,575,040.	2,575,040.
COMMONFUND VENTURE PARTNERS XI	FMV	539,118.	539,118.
COMMONFUND VENTURE PTRS VII	FMV	519,978.	519,978.
COMMONFUND VENTURE PTRS VIII	FMV	1,505,673.	1,505,673.
COMMONFUND VENTURE PARTNERS VI	FMV	89,819.	89,819.
DAVIDSON KEMPNER INTERNATIONAL	FMV	5,631,797.	5,631,797.
ENDOWMENT PRIVATE EQUITY PTRS IV	FMV	173,438.	173,438.
ENDOWMENT VENTURE PARTNERS V	FMV	178,658.	178,658.
FORESTER DIVERSIFIED	FMV	5,071,635.	5,071,635.
FORESTER OVERSEAS LTD	FMV	6,522,375.	6,522,375.
GREENSPRING GLOBAL VIII	FMV	38,596.	38,596.
HILDENE TARP	FMV	1,060,810.	1,060,810.
LAZARD EMERGING INCOME	FMV	4,582,520.	4,582,520.
LEGACY VENTURES III	FMV	415,797.	415,797.
LEGACY VENTURES IV	FMV	987,235.	987,235.
LEGACY VENTURES V	FMV	2,127,578.	2,127,578.
LEGACY VENTURES VI	FMV	1,379,721.	1,379,721.
LL CAPITAL I	FMV	1,831,727.	1,831,727.
MANGROVE PARTNERS FUND	FMV	400,000.	400,000.
MAP 2004 LP	FMV	1,489,972.	1,489,972.
MAP 2012	FMV	1,477,919.	1,477,919.
METROPOLITAN REAL ESTATE GLOBAL	FMV	329,297.	329,297.
NORTHGATE VENTURE PARTNERS II	FMV	513,386.	513,386.
OZ OVERSEAS FUND	FMV	16,405.	16,405.
TIFF MODERN VENTURE 1.0	FMV	1,603,356.	1,603,356.
TIFF REALTY & RESOURCES II	FMV	800,540.	800,540.
UNIVERSITY TECHNOLOGY VENTURES	FMV	65,653.	65,653.
VIA SEED TECH PARTNERS III E	FMV	186,840.	186,840.
VIA SEED TECH PARTNERS III P	FMV	98,557.	98,557.
VIA SEED TECHNOLOGY PARTNERS II	FMV	833,125.	833,125.
TOTAL TO FORM 990-PF, PART II, LINE 13		56,767,103.	56,767,103.

FORM 990-PF

OTHER LIABILITIES

STATEMENT 13

DESCRIPTION	BOY AMOUNT	EOY AMOUNT
DEFERRED TAXES	239,835.	512,835.
LEASE LIABILITY	0.	2,025,000.
TOTAL TO FORM 990-PF, PART II, LINE 22	239,835.	2,537,835.

FORM 990-PF

PART VIII - LIST OF OFFICERS, DIRECTORS
TRUSTEES AND FOUNDATION MANAGERS

STATEMENT 14

NAME AND ADDRESS	TITLE AND AVRG HRS/WK	COMPEN- SATION	EMPLOYEE BEN PLAN CONTRIB	EXPENSE ACCOUNT
ALLISON MAGEE 455 MARKET STREET, SUITE 2200 SAN FRANCISCO, CA 94105	EXECUTIVE DIRECTOR 40.00	249,167.	42,808.	0.
NANCY ZELLERBACH BOSCHWITZ 455 MARKET STREET, SUITE 2200 SAN FRANCISCO, CA 94105	VP & SECRETARY 1.00	0.	0.	0.
JEANETTE M. DUNCKEL 455 MARKET STREET, SUITE 2200 SAN FRANCISCO, CA 94105	DIRECTOR 1.00	0.	0.	0.
SUCHI SOMASEKAR 455 MARKET STREET, SUITE 2200 SAN FRANCISCO, CA 94105	DIRECTOR 1.00	0.	0.	0.
MARY ANN MILIAS 455 MARKET STREET, SUITE 2200 SAN FRANCISCO, CA 94105	DIRECTOR 1.00	0.	0.	0.
STEPHEN SHAPIRO 455 MARKET STREET, SUITE 2200 SAN FRANCISCO, CA 94105	DIRECTOR 1.00	0.	0.	0.
LISA STEINDLER 455 MARKET STREET, SUITE 2200 SAN FRANCISCO, CA 94105	DIRECTOR 1.00	0.	0.	0.
MILDRED THOMPSON 455 MARKET STREET, SUITE 2200 SAN FRANCISCO, CA 94105	DIRECTOR 1.00	0.	0.	0.
RAYMOND H. WILLIAMS 455 MARKET STREET, SUITE 2200 SAN FRANCISCO, CA 94105	VICE PRESIDENT 1.00	0.	0.	0.
CHARLES R. ZELLERBACH 455 MARKET STREET, SUITE 2200 SAN FRANCISCO, CA 94105	VP & TREASURER 1.00	0.	0.	0.

THE ZELLERBACH FAMILY FOUNDATION

94-6069482

THOMAS H: ZELLERBACH
455 MARKET STREET, SUITE 2200
SAN FRANCISCO, CA 94105

CHAIRMAN
5.00

0. 0. 0.

TOTALS INCLUDED ON 990-PF, PAGE 6, PART VIII

249,167. 42,808. 0.

FORM 990-PF

ELECTION UNDER REGULATIONS SECTION
53.4942(A)-3(D)(2) TO TREAT
EXCESS QUALIFYING DISTRIBUTIONS
AS DISTRIBUTIONS OUT OF CORPUS

STATEMENT 15

PURSUANT TO IRC SECTION 4942(H)(2) AND IRC SECTION 53.4942(A)-3(D)(2), THE
ZELLERBACH FAMILY FOUNDATION HEREBY ELECTS TO TREAT CURRENT YEAR QUALIFYING
DISTRIBUTIONS OF \$150,000 AS BEING MADE OUT OF CORPUS TO SATISFY THE
REQUIREMENTS OF IRC SECTION 4942(G)(3).


SIGNATURE OF OFFICER

FORM 990-PF

GRANT APPLICATION SUBMISSION INFORMATION
PART XV, LINES 2A THROUGH 2D

STATEMENT 16

NAME AND ADDRESS OF PERSON TO WHOM APPLICATIONS SHOULD BE SUBMITTED

COMMUNITY ARTS PROGRAM EXECUTIVE
455 MARKET STREET, SUITE 2200
SAN FRANCISCO, CA 94105

TELEPHONE NUMBER

415-421-2629

EMAIL ADDRESS

COMMUNITYARTS@ZFF.ORG

FORM AND CONTENT OF APPLICATIONS

APPLICATIONS MUST BE SUBMITTED ONLINE VIA OUR GRANTEE PORTAL AT
[HTTPS://ZELLERBACH.FLUXX.IO](https://zellerbach.fluxx.io)
THE COMMUNITY ARTS APPLICATION REQUIREMENTS INCLUDE THE PROPOSED PROJECT
DESCRIPTION AND FINANCIALS, BACKGROUND INFORMATION ON THE ARTS ORGANIZATION
AND A RECENT WORK SAMPLE.

ANY SUBMISSION DEADLINES

THERE ARE FOUR SUBMISSION DEADLINES EACH YEAR, USUALLY IN MARCH, JUNE,
SEPTEMBER AND DECEMBER.

RESTRICTIONS AND LIMITATIONS ON AWARDS

WITH THE EXCEPTION OF OUR COMMUNITY ARTS PROGRAM, THE FOUNDATION DOES NOT
ACCEPT UNSOLICITED GRANT PROPOSALS. THE COMMUNITY ARTS PROGRAM SERVES ONLY
NONPROFIT ARTS-SERVING ORGANIZATIONS LOCATED IN AND DOING THEIR WORK IN SAN
FRANCISCO, CONTRA COSTA AND ALAMEDA COUNTIES. ACTIVITIES FUNDED CANNOT BE
FUNDRAISERS OR BENEFITS, AND MUST BE OPEN TO THE GENERAL PUBLIC.

SEE [HTTP://ZFF.ORG/APPLY/GUIDELINES](http://zff.org/apply/guidelines) FOR FURTHER INFORMATION.

ATTACHMENT A

Grantee	Fiscal Sponsor	Status	Purpose of Grant	Amount
Immigrants and Refugees				
1951 Coffee Company 2407 Dana Street Berkeley, CA 94704		PC 501 (C) 3	To provide job training for living wage jobs in the gourmet coffee sector to recently-arrived refugees and asylees who reside in Alameda, Contra Costa, and San Francisco Counties	\$35,000
Advancing Justice-Asian Law Caucus 55 Columbus Ave San Francisco, CA 94111		PC 501 (C) 3	To support a program that addresses the information and safety needs of Arab, Middle Eastern, Muslim, and South Asian immigrant communities in partnerships with state and local immigrants' rights networks	\$55,000
Asian Pacific Islander Legal Outreach 1121 Mission Street San Francisco, CA 94103		PC 501 (C) 3	To support a partnership among six East Bay immigration legal services organizations that pool resources to provide community education, outreach and services to citizenship-eligible immigrants in Alameda and Contra Costa Counties	\$52,000
California Healthy Nail Salon Collaborative Oakland, CA	Asian Health Services 818 Webster Street Oakland, CA 94607	PC 501 (C) 3	To support an effort that aims to transform the nail salon industry in the Bay Area to one that achieves economic security for workers and ensures the sustainability of small, immigrant-run	\$60,000
California Immigrant Policy Center Los Angeles, CA	Asian Americans Advancing Justice 1145 Wilshire Blvd Los Angeles, CA 90017	PC 501 (C) 3	To support Strategic Communications and Community Outreach that advance the wellbeing and full inclusion of immigrants in California	\$40,000
Canal Alliance 91 Larkspur Street San Rafael, CA 94901		PC 501 (C) 3	To support the provision of immigration legal services and community education and outreach to immigrants and refugees residing in Marin and other North Bay counties	\$50,000
Catholic Charities of the Diocese of Santa Rosa 987 Airway Court Santa Rosa, CA 95402		PC 501 (C) 3	To support a new program that provides family-based immigration legal services, citizenship test preparation, and community education and outreach to low-income immigrants in northern Sonoma County	\$80,000
Catholic Charities of the East Bay 433 Jefferson Street Oakland, CA 94607		PC 501 (C) 3	To support the provision of family-based immigration legal services to low-income immigrants and to unaccompanied immigrant children who reside in Contra Costa County	\$60,000
Centro Laboral de Graton 2981 Bowen Street Graton, CA 95444		PC 501 (C) 3	To support this organization that serves immigrant workers residing in western Sonoma County	\$40,000
Centro Legal de la Raza 3400 East 12th Street Oakland, CA 94601		PC 501 (C) 3	To support the Immigrant Workforce Training Partnership between Centro Laboral de Graton and Santa Rosa Junior College	\$40,000
		PC 501 (C) 3	To support the Post Release Accompaniment Project at the West County Detention Facility in Richmond, California	\$25,000
		PC 501 (C) 3	To support the Refugee Children and Migrant Family Project for children from Central America who are at risk of deportation	\$75,000
Coastside Hope 99 Avenue Alhambra El Granada, CA 94018		PC 501 (C) 3	To support the Immigration and Citizenship Program for low-income immigrants and refugees residing in the rural coastal communities of San Mateo County	\$35,000
Community Legal Services in East Palo Alto 1861 Bay Road East Palo Alto, CA 94303		PC 501 (C) 3	To support CLSEPA's Immigration Legal Services program for low-income immigrants in East Palo Alto and communities in the region	\$35,000
Day Worker Center of Mountain View 113 Escuela Street Mountain View, CA 94040		PC 501 (C) 3	To support an organization that provides a structured and dignified setting for immigrant workers in northern Santa Clara County to find employment	\$40,000
Dolores Street Community Services 938 Valencia Street San Francisco, CA 94110		PC 501 (C) 3	To support the San Francisco Day Labor Program and Women's Collective	\$40,000
		PC 501 (C) 3	To support the Immigration Legal Services, Africa Advocacy Network which serves low-income African and Afro-Caribbean immigrants and refugees in the Bay Area	\$35,000
East Bay Sanctuary Covenant 2362 Bancroft Way Berkeley, CA 94704		PC 501 (C) 3	To support this organization which provides essential support, legal services, and advocacy to low-income asylum seekers and other immigrants	\$40,000
East Bay Alliance for a Sustainable Economy 360 14th Street, 4th Floor Oakland, CA 94612		PC 501 (C) 3	To support efforts to launch the Contra Costa Immigrant Rights Alliance, which will organize and support actions across the county	\$26,400
Educators for Fair Consideration San Francisco, CA	Community Initiatives 354 Pine St, Suite 700 San Francisco, CA 94104	PC 501 (C) 3	To support a ten-county regional community Community Education and Outreach effort for undocumented young people as they pursue college, professional careers, and lawful	\$30,000
Grantmakers Concerned w Immigrants and Refugees 7151 Wilton Ave #202 Sebastapol, CA 95472		PC 501 (C) 3	To support direct assistance through the UndocuFund to immigrant victims of the North Bay fires	\$10,000
		PC 501 (C) 3	To support a statewide California project for creating a safe learning environment for PreK-12 immigrant and refugee	\$20,000
		PC 501 (C) 3	To support the statewide California Immigrant Integration Initiative	\$10,000
		PC 501 (C) 3	To support the assessment study Immigrant Students in California What's at Stake in 2017 and Beyond	\$8,600

Grantee	Fiscal Sponsor	Status	Purpose of Grant	Amount
Hayward Unified School District 24823 Soto Rd Hayward, CA 94544		NC Govern- ment	To support the Unaccompanied Immigrant Minor Program in the Hayward Unified School District for unaccompanied immigrant children from Central America	\$25,000
Immigrant Legal Resource Center 1663 Mission St , Suite 602 San Francisco, CA 94103		PC 501 (C) 3	To support Ready Bay Area's efforts to build the capacity of immigrant-facing organizations to reach, screen and serve immigrant communities in the region	\$30,000
Interfaith Movement for Human Integrity 310 8th Street, Suite 310 Oakland, CA 94607		PC 501 (C) 3	To support a program that engages a network of Bay Area faith-based congregations in efforts to promote the fair treatment of immigrants in local communities	\$45,000
International Institute of the Bay Area 657 Mission St , Suite 301 San Francisco, CA 94105		PC 501 (C) 3	To support family-based immigration legal services and community education and outreach to low-income immigrants and refugees in San Mateo, Alameda, Sonoma, and Contra Costa	\$185,000
Internationals Network for Public Schools 50 Broadway, Suite 1601 New York, NY 10004		PC 501 (C) 3	To support the Family Resource Center at Oakland International High School which serves the school's recently-arrived immigrant students	\$40,000
Jewish Family & Community Services East Bay 2484 Shattuck Avenue Berkeley, CA 94704		PC 501 (C) 3	To support Afghan Refugee Resettlement Program for Afghan refugees who served as translators for U S troops and had to flee Afghanistan under threats from the Taliban	\$40,000
Justice & Diversity Center The Bar Association of San Francisco 301 Battery Street, Third Floor San Francisco, CA 94111		PC 501 (C) 3	To support the development of the Northern California Rapid Response Network	\$30,000
			To support the Northern California Collaborative for Immigrant Justice	\$50,000
La Luz Center 17560 Greger Street Sonoma, CA 95476		PC 501 (C) 3	To support Information & Referral Services that assist Sonoma Valley's highest need Latino residents	\$40,000
Legal Services for Children 1254 Market St , 3rd floor San Francisco, CA 94102		PC 501 (C) 3	To support immigration legal services, information and referral to immigrant youth in the Bay Area who have been detained by U S immigration authorities or are at risk of deportation	\$55,000
Monument Impact 1760 Clayton Rd Concord, CA 94520		PC 501 (C) 3	To support the Monument Impact Day Labor Center in Concord, CA	\$40,000
Mujeres Unidas y Activas 3543 18th St , #23 San Francisco, CA 94110		PC 501 (C) 3	To support MUA's efforts to deepen engagement of Latina immigrant women in Hayward and Fremont, and to support MUA as it goes through an executive transition	\$65,000
OneJustice 433 California Street, Suite 815 San Francisco, CA 94104		PC 501 (C) 3	To support Rural Justice Initiative for low income Petaluma residents	\$20,000
Partnerships for Trauma Recovery 1936 University Ave , Suite 191 Berkeley, CA 94704		PC 501 (C) 3	To support an organization that increases the access of refugee and asylee survivors of trauma to specialized, culturally competent psychotherapy	\$60,000
Petaluma City Schools 421 S McDowell Blvd Petaluma, CA 94954		NC Govern- ment	To support the McDowell Family Resource Center, which provides services for the successful integration of immigrant students and families	\$58,000
Renaissance Entrepreneurship Center 275 5th Street San Francisco, CA 94103		PC 501 (C) 3	To support a program for Creating Economic Opportunity for Low Income Latina Immigrant Women in Contra Costa County	\$45,000
Tahrir Justice Center 6402 Arlington Blvd, Suite 300 Falls Church, VA 22042		PC 501 (C) 3	To support a program that provides legal services to immigrant women and children who are victims of violence	\$45,000

Immigrants and Refugees sub-total \$1,815,000

Grantee	Fiscal Sponsor	Status	Purpose of Grant	Amount
Improving Human Service Systems				
A Better Way, Inc 3200 Adeline Street Berkeley, CA 94703		PC 501 (C) 3	To provide support for the Parent and Caregiver Advisory Group for Alameda County Children of Incarcerated Parents Partnership (ACIPP)	\$25,000
Alameda County Behavioral Health Care Services 2000 Embarcadero Cove #400 Oakland, CA 94606		NC Govern-ment	To provide continued support for a cross-systems trauma informed care coordinator to build capacity and infrastructure across Alameda County	\$75,000
Alternative Family Services 1421 Guerneville Rd #218 Santa Rosa, CA 95403		PC 501 (C) 3	To support the development of an Electronic Health Record System to improve the management of Alternative Family Services' mental health and foster care programs	\$50,000
Bay Area Legal Aid 1735 Telegraph Avenue Oakland, CA 94612		PC 501 (C) 3	To support Technical Assistance for School Climate Reform in West Contra Costa Unified School District	\$47,950
			To provide bridge funding for a coordinated reentry system for Oakland youth released from juvenile hall	\$10,000
Breaking Barriers Community Initiatives 354 Pine St, Suite 700 San Francisco, CA 94104		PC 501 (C) 3	To support statewide efforts that advance System Reform and Integration for Child Well-Being	\$100,000
Brothers on the Rise 1470 Fruitvale Avenue Oakland, CA 94601		PC 501 (C) 3	To support building for an organization that provides training and technical assistance for Alameda and Contra Costa County agencies and organizations working with boys and young men of	\$50,000
California Child Welfare Co-Investment Partnership Community Initiatives 354 Pine St, Suite 700 San Francisco, CA 94104		PC 501 (C) 3	To support the California Child Welfare Co-Investment Partnership, a collaborative of public agency and private foundation investors in the child welfare system	\$30,000
California Court Appointed Special Advocate Assoc 663 13th Street, Suite 200 Oakland, CA 94612		PC 501 (C) 3	To support Healthier Connections – Stronger Together, training to assist Bay Area CASA volunteers in addressing the mental health needs of dependent children and youth	\$50,000
California Youth Connection 1611 Telegraph Ave, Suite 1100 Oakland, CA 94612		PC 501 (C) 3	To support the Bay Area Youth Leadership Academy for transitional age foster youth, the Foster Youth Museum and Zplus Collaborative	\$150,000
Children Now 1404 Franklin Street, Suite 700 Oakland, CA 94612		PC 501 (C) 3	To support a coordinated approach to advancing a comprehensive behavioral health reform agenda for children and youth involved in California's child welfare or probation	\$50,000
Communities United for Restorative Youth Justice 490 Lake Park Avenue #16086 Oakland, CA 94610		PC 501 (C) 3	To provide general operating support to this young, growing organization that aims to interrupt the cycles of violence and poverty	\$50,000
Community Works West 110 Broadway Oakland, CA 94607		PC 501 (C) 3	To support One Family Program, a collaboration with the SF Sheriff's Department, Human Services Agency and Adult Probation Department that helps children of parents incarcerated in San Francisco	\$100,000
Community Works West 110 Broadway Oakland, CA 94607		PC 501 (C) 3	To support Project WHAT! which employs, trains and supports youth who have had an incarcerated parent to work on raising awareness about the impacts of parental incarceration on	\$75,000
East Bay Family Defenders c/o Dependency Advocacy Center 111 W St John Street, Suite 333 San Jose, CA 95113		PC 501 (C) 3	To support the development of a program that prevents foster care placement and promotes family reunification by providing interdisciplinary support to parents and caregivers facing child welfare intervention	\$75,000
First 5 Solano 601 Texas St, Ste 210 Fairfield, CA 94533		PC 501 (C) 3	To support the participation of a cohort of Solano County community-based organizations in an intensive capacity building program through UC Berkeley Extension	\$40,000
Fostering Media Connections 412 West 6th St, Suite 925 Los Angeles, CA 90014		PC 501 (C) 3	To support the Youth Voice Integration Project for young people involved in the Bay Area child welfare and/or juvenile justice systems	\$30,000
Fresh Lifelines for Youth 568 Valley Way Milpitas, CA 95035		PC 501 (C) 3	To support Fresh Lifelines for Alameda Youth, legal education and leadership training for at-risk youth	\$50,000
Impact Justice 2323 Broadway Oakland, CA 94612		PC 501 (C) 3	To support San Francisco's Make it Right, a restorative justice program for youth offenders	\$25,000
Life Learning Academy 651 8th Street, Treasure Island San Francisco, CA 94130		PC 501 (C) 3	To support The Life Learning Academy Boarding School, a non-traditional charter high school that serves youth with histories of school failure	\$100,000
Lincoln Child Center 1266 14th Street Oakland, CA 94607		PC 501 (C) 3	To support the West Oakland Family Engagement Initiative for families of young students in West Oakland schools	\$50,000
			To support the annual Youth Mental Health Forum	\$5,000

Grantee n	Fiscal Sponsor	Status	Purpose of Grant	Amount
National Center for Youth Law 405 14th Street, 15th Floor Oakland, CA 94612		PC 501 (C) 3	To support the Commercially Sexually Exploited Children (CSEC) Action Project	\$45,000
Public Counsel 610 S Ardmore Ave Los Angeles, CA 90005		PC 501 (C) 3	To support Technical Assistance for School Climate Reform in West Contra Costa Unified School District	\$27,050
Root & Rebound 1730 Franklin St , Suite 300 Oakland, CA 94612		PC 501 (C) 3	To support the development of a toolkit for families and incarcerated loved ones to work on together as they prepare for release	\$30,000
RYSE INC 205 41st Street Richmond, CA 94805		PC 501 (C) 3	To support the Listening to Heal program, through which local expertise and experience informs culturally relevant, healing-centered policies, practices and investments	\$50,000
Safe & Sound 1757 Waller Street San Francisco, CA 94117		PC 501 (C) 3	To support an analysis of the economic burden of child abuse in California that can be used to raise public awareness and advance policy	\$25,000
School of Social Welfare, University of California at Berkeley	Regents of the University of California at Berkeley 2195 Hearst Ave, Room 130, MC1103 Berkeley, CA 94720	PC 501 (C) 3	To support Bay Area Social Services Consortium (BASSC), a collaboration of county agencies and universities concerned with vulnerable children, youth and families	\$15,000
San Francisco Children of Incarcerated Parents Partnership (SFCIPP)	Marcus Foster Education Institute 610 16th Street, Suite 400 Oakland, CA 94612	PC 501 (C) 3	To support SFCIPP, a collaboration of public and private agencies	\$50,000
Strategies for Youth 1000 Cambridge Street, Suite 2A Cambridge, MA 02139		PC 501 (C) 3	To support a program with the goal of improving interactions between youth and law enforcement in San Francisco	\$50,000
The Alliance for Children's Rights 3333 Wilshire Blvd , Suite 550 Los Angeles, CA 90010		PC 501 (C) 3	To support Fostering Families through Continuum of Care Reform, an ongoing effort to promote equitable supports and services for California foster children who are raised by relatives	\$50,000
WestCoast Children's Clinic 3301 East 12th St , Suite 259 Oakland, CA 94601		PC 501 (C) 3	To support the development of research on Understanding children's mental health outcomes Recommendations for measurement and accountability in a multi-system context	\$130,000
Young Minds Advocacy Project 275 5th Street San Francisco, CA 94103		PC 501 (C) 3	To support Creative Advocacy Building Connections, an event held to kick off Mental Health Awareness Month	\$5,000
Youth Law Center 200 Pine Street #300 San Francisco, CA 94104		PC 501 (C) 3	To assist Santa Clara County in building capacity to improve probation-supervised foster youths' transition to adulthood and serve as a model for other counties	\$50,000

Improving Human Service Systems sub-total \$1,765,000

Grantee	Fiscal Sponsor	Status	Purpose of Grant	Amount
Grant Support				
City and County of San Francisco 1 Dr Carlton B Goodlett Place San Francisco, CA 94102		NC Government	To support the Office of Strategic Partnerships, with the Office of the Mayor, which connects philanthropy and corporate partners with a framed agenda for the City	\$25,000
CompassPoint Nonprofit Services 500 12th Street, Suite 320 Oakland, CA 94607		PC 501 (C) 3	To support ZFF Grantees by underwriting the costs of Compass Point training and technical assistance workshops	\$15,000
Northern California Community Loan Fund 870 Market Street, Suite 677 San Francisco, CA 94102		PC 501 (C) 3	To support the assessment of the Oakland nonprofit community to determine existing capacity to establish a nonprofit real estate holding entity	\$3,750
W Haywood Burns Institute 475 14th Street Suite 800 Oakland, CA 94612		PC 501 (C) 3	To support a convening of county commissioners to discuss strategies to reduce racial and ethnic disparities	\$6,590
San Francisco Botanical Garden Society 1199 9th Avenue San Francisco, CA 94122		PC 501 (C) 3	To support maintenance of the Jennie B Zellerbach Garden at the San Francisco Botanical Garden Society	\$9,650

Grant Support sub-total \$59,990

Grantee	Fiscal Sponsor	Status	Purpose of Grant	Amount
Promoting Culture				
American Conservatory Theater 30 Grant Avenue, 7th Floor San Francisco, CA 94108		PC 501 (C) 3	To support CSSI Community Space-Sharing Initiative, a program for artists and organizations without a home	\$10,000
Cal Performances Berkeley, CA 94720	Regents of the University of California at Berkeley 2195 Hearst Ave, Room 130, MC1103 Berkeley, CA 94720	PC 501 (C) 3	To support the ongoing general operations of Cal Performances	\$60,000
Community Music Center 544 Capp Street San Francisco, CA 94110		PC 501 (C) 3	To support music classes and scholarships for young people participating in the Young Musicians Program	\$10,000
Crowded Fire Theater Company 1695 18th St C101 Annex San Francisco, CA 94107		PC 501 (C) 3	To support the Hive Project, a collaborative audience engagement project between Crowded Fire Theater Company, Ubuntu Theater Company and Gritty City Youth Repertory Theater	\$14,000
Eugenie Chan / Madame Ho	Intersection for the Arts 925 Mission Street, Suite 300 San Francisco, CA 94104	PC 501 (C) 3	To support the production of Madame Ho, a bilingual play, by Eugenie Chan	\$7,500
Davalos Dance Company	Latin Ballet of Virginia 2880 Mountain Road Glen Allen, VA 2360	PC 501 (C) 3	To support the dance production of Radical Acts of Love, led by CatherineMarie Davalos	\$7,500
Taraneh Hemami Arts	Intersection for the Arts 925 Mission Street, Suite 300 San Francisco, CA 94104	PC 501 (C) 3	To support art projects designed and created by Taraneh Hemami	\$7,500
little seismic dance company	Dancers Group 44 Gough St , Suite 201 San Francisco, CA 94103	PC 501 (C) 3	To support a new work for little seismic dance company, led by Katie Faulkner	\$7,500
Marcus Shelby	Healdsburg Jazz Festival Inc P O Box 266 Healdsburg, CA 95448	PC 501 (C) 3	To support Lift Every Voice and Sing, a concert performed by the Marcus Shelby Orchestra	\$7,500
Theatre Bay Area 1119 Market St floor 2 San Francisco, CA 94103		PC 501 (C) 3	To support Theatre Bay Area's journalism programs	\$7,500
Dancers Group 44 Gough St , Suite 201 San Francisco, CA 94103		PC 501 (C) 3	To support the 'In Dance' publication	\$7,500
Fine Arts Museums of San Francisco 50 Hagiwara Tea Garden Drive San Francisco, CA 94118		PC 501 (C) 3	To support the Museum Ambassadors program for young people	\$10,000
San Francisco Ballet Association 455 Franklin Street San Francisco, CA 94102		PC 501 (C) 3	To support youth arts/education programs of the San Francisco Ballet	\$10,000
San Francisco Opera Association 301 Van Ness Avenue San Francisco, CA 94102		PC 501 (C) 3	To support the youth arts/education programs of the San Francisco Opera	\$10,000
San Francisco Symphony 201 Van Ness Avenue San Francisco, CA 94102		PC 501 (C) 3	To support the youth arts/education programs of the San Francisco Symphony	\$10,000
Yerba Buena Center for the Arts 701 Mission Street San Francisco, CA 94103		PC 501 (C) 3	To support The Bay Area Voices program, which opens YBCA's performance spaces to local, Bay Area-based arts organizations at discounted rates	\$10,000
Promoting Culture sub-total				\$196,500

Grantee	Fiscal Sponsor	Status	Purpose of Grant	Amount
Community Arts'				
Other Cinema	Artists' Television Access 992 Valencia Street San Francisco, CA 94110	PC 501 (C) 3	Optronica	\$1,000
A Place of Her Own	Asian American Women Artists Assoc. 1890 Bryant St #302 San Francisco, CA 94110	PC 501 (C) 3	A PLACE OF HER OWN Art Exhibition	\$3,000
Jon Jang Performances	Asian Pacific Islander Cultural Center	PC 501 (C) 3	Can't Stop Cryin' for America Black Lives Matter!	\$3,500
Lenora Lee Dance	934 Brannan Street		Within These Walls	\$6,000
Asian Pacific Islander Cultural Center	San Francisco, CA 94103		Asian Improv Nation 30	\$2,000
Those Women Productions	Berkeley Art Center Association 1275 Walnut St Berkeley, CA 94709	PC 501 (C) 3	SHIFTING SPACES	\$1,500
Berkeley Society for the Preservation of Traditional Music	Berkeley Society for the Preservation of Traditional Music	PC 501 (C) 3	Genre Bending Innovators Concert Series	\$3,000
Berkeley Old Time Music Convention	2020 Addison St Berkeley, CA 94704		Berkeley Old Time Music Convention	\$3,000
Brava! for Women in the Arts	Brava! for Women in the Arts	PC 501 (C) 3	Ghost Limb	\$10,000
Carnaval San Francisco	2781 24th street San Francisco, CA 94110		Carnaval San Francisco 2017	\$3,000
MicroFest North	Center for New Music 55 Taylor St San Francisco, CA 94102	PC 501 (C) 3	MicroFest North An Exploration of Alternate Intonations	\$2,000
San Francisco Electronic Music Festival	Circuit Network 499 Alabama Street, Suite 203 San Francisco, CA 94110	PC 501 (C) 3	18th Annual San Francisco Electronic Music Festival	\$4,500
CounterPulse	CounterPulse	PC 501 (C) 3	2017 Artist Residency & Commissioning Program	\$7,500
Crescent Moon Theater Productions	80 Turk St		Blessed Unrest an arts and social justice festival	\$2,000
Eye Zen Presents	San Francisco, CA 94102		OUT of Site	\$5,000
Nadhi Thekkekk/Nava Dance Theatre			Broken Seeds (Still Grow)	\$7,500
Scott Wells & Dancers			The Legacy of Ephemerality--ON THE OCCASION OF OUR EVICTION AND 25TH ANNIVERSARY	\$6,000
AfroSolo Theatre Company	Cultural Odyssey	PC 501 (C) 3	23rd Annual AfroSolo Arts Festival	\$4,500
Just Like A Woman	762 Fulton St , Suite 306 San Francisco, CA 94102		Just Like A Woman (JLAW)	\$2,500
Alive & Well Productions	Dancers Group	PC 501 (C) 3	*The Portrait Project*	\$1,000
ALTERNATIVA	44 Gough St , Suite 201		FRESH Festival 2018	\$6,500
Bellwether Dance Project	San Francisco, CA 94103		Ma	\$1,500
Deep Waters Dance Theater			House/Full of Blackwomen EPISODE "passing/through/	\$7,500
detour dance			Fugue	\$4,500
Funsch Dance Experience			Gretel and Hansel	\$2,000
James Graham Dance Theatre			ALPHA MOUSE	\$1,500
KAMBARA + Dancers			IKKAI Once	\$1,000
Kristin Damrow & Company			EAMES	\$1,500
Monique Jenkinson/Fauxnique			Delicate Material	\$1,500
NAKA Dance Theater			BUSCARTE	\$4,500
requisitedance			Ka'alogii	\$1,000
San Francisco Internatl Hip Hop DanceFest			19th Annual San Francisco International Hip Hop DanceFest	\$3,500
SFDanceworks			New Work by Danielle Rowe for SFDanceworks Season Three, 2018	\$3,000
Sharp & Fine			Your Sister Turns Into a Lion	\$2,000
Simpson/Stulberg Collaborations			Still Life No 6	\$1,500
Smith/Wymore Disappearing Acts			Six Degrees of Freedom	\$4,500
Wax Poet(s)			LOWERCASE	\$2,000
Zoe Klein Productions			Born, Never Asked	\$1,500
DelinaDreamProductions	Dimensions Dance Theater, Inc	PC 501 (C) 3	Root Medicine	\$6,000
Dimensions Dance Theater, Inc			45th Anniversary Celebration	\$10,000
Fua Dia Congo	1428 Alice St , Suite 308		MalongaFest 2017 Fua Is Forever	\$6,500
KSTARPRODUCTIONS	Oakland, CA 94612		The Black Choreographers Festival Here & Now Summer Series	\$5,500
Earplay	Earplay	PC 501 (C) 3	In Memory of Karla Lemon	\$2,500
Wooden Fish Ensemble	560 29th Street San Francisco, CA 94131		The Wooden Fish Ensemble plays Hyo-shin Na's music, a work by Boudewijn Buckinx	\$2,000
Eastside Arts Alliance	Eastside Arts Alliance	PC 501 (C) 3	Katherine Dunham Dance Stage at Malcolm x Jazz Arts Festival	\$4,000
John Santos Sextet	P O Box 17008 Oakland, CA 94601		The Sacred Roots of Latin Jazz II	\$4,000
South of Market Community Action Network	Filipino American Development Foundation 1010 Mission St, Suite B San Francisco, CA 94103	PC 501 (C) 3	SOMCAN Field Notes Towards Freedom	\$2,500

Grantee	Fiscal Sponsor	Status	Purpose of Grant	Amount
Opera Theater Unlimited	Fractured Atlas	PC 501 (C) 3	Hunter - World Premiere Opera	\$1,000
Symmetry Theatre Company	248 W 35th St, Floor 10 New York, NY 10001		Bridge Across the Wall	\$3,000
San Francisco Transgender Film Festival	Fresh Meat Productions	PC 501 (C) 3	2017 San Francisco Transgender Film Festival	\$4,000
Fresh Meat Productions	375 27th Street #A San Francisco, CA 94131		2017 FRESH MEAT FESTIVAL	\$7,500
The World According to Sound	International Media Project	PC 501 (C) 3	Live Performance at the LightHouse Center	\$2,000
	1714 Franklin Street Oakland, CA 94612			
Living Room Light Exchange	Gray Area Foundation for the Arts, Inc	PC 501 (C) 3	Living Room Light Exchange Season 4	\$1,000
Gray Area Foundation for the Arts, Inc	2665 Mission Street San Francisco, CA 94110		Gray Area UNSEEN series 2018	\$2,500
Anne Albagli // Agency of Good Tidings	Intersection for the Arts	PC 501 (C) 3	Worth Your Salt	\$1,500
Antic in a Drain	925 Mission Street, Suite 300		Bucko (Working Title)	\$2,500
Awesome Orchestra Collective	San Francisco, CA 94104		2017 End of Year Concert	\$3,000
BoomShake Music			The Streets Are Free - A Drumsical	\$2,000
Brannigan Dance Works			Monere	\$2,000
Dancing Earth Creations			GROUNDWORKS	\$3,000
Embodiment Project			They Didn't Know We Were Seeds	\$7,500
Irving Street Projects			2018 Programming	\$2,000
Light Field			Light Field	\$1,500
Meklit Music			This Was Made Here	\$4,500
Mugwumpin			In Event of Moon Disaster	\$5,000
RchowellMusic			"SAY YES!" Richard Howell composer	\$3,000
Red Poppy Art House			Holding the Center Multidisciplinary Performance Series	\$8,000
San Francisco Neo-Futurists			The Infinite Wrench	\$4,000
Timeless Infinite Light			Like a Solid to a Shadow	\$1,000
Zina Bozzay			Hungarian Song Around the Bay	\$2,500
Elevate Ensemble	Intermusic SF	PC 501 (C) 3	Transformations	\$1,000
Ensemble for These Times (formerly Jewish Music & Poetry Project)	135 Main St Suite 1140		Once/Memory/Night Paul Celan	\$1,500
Black Cedar	San Francisco, CA 94105		Annual Concert of Bay Area Composers at the SF Public Library	\$1,000
Minsky Duo			Minsky Duo plays all-American	\$1,000
Strobe			Visions and Visitations	\$1,500
Wild Rumpus			Wild Rumpus Celebrates Lou Harrison	\$1,500
Intermusic SF			SFMUSIC Day Live + Free 2017	\$3,000
The Third Muslim	Jess Curtis/Gravity	PC 501 (C) 3	Queer and Trans* Muslim Narratives of Resistance and Resilience	\$2,000
Jess Curtis/Gravity	849 Divisadero Ste 4 San Francisco, CA 94117		Jess Curtis/Gravity 2017 Home Season	\$8,000
Taro Hattori	Kala Art Institute	PC 501 (C) 3	Exclusivity -Spaces for Inclusion	\$3,000
Kala Art Institute	1060 Heinz Avenue Berkeley, CA 94710		Kala Art Institute's Artists' Annual Fresh Work Exhibition	\$6,000
Jovelyn Richards	La Peña Cultural Center	PC 501 (C) 3	The Evidence of Love	\$1,500
	3105 Shattuck Ave Berkeley, CA 94705			
Afro Urban Society	Lotus Bloom	PC 501 (C) 3	Nisa' Raqs-Women Dance	\$3,000
	555 19th Street, Suite 131 Oakland, CA 94612			
Todd Eckert and Nol Simonse/Shared Space	Margaret Jenkins Dance Company	PC 501 (C) 3	Connective (T)issues	\$1,500
Margaret Jenkins Dance Company	507 Polk Street, Suite 320 San Francisco, CA 94102			\$3,500
Festival of Latin American Contemporary Choreographers (FLACC)	Mission Cultural Center For Latino Art	PC 501 (C) 3	FLACC 2017	\$6,000
	2868 Mission St San Francisco, CA 94110			
The Umoja Festival	Friends of Oakland Parks and Recreation	PC 501 (C) 3	The Umoja Festival	\$2,500
	PO Box 13267 Oakland, CA 94661			
Borderlands	Planting Justice	PC 501 (C) 3	Borderlands	\$1,500
	3443 San Pablo Ave Oakland, CA 94608			
Elevator Music	Precita Eyes Muralists	PC 501 (C) 3	Mural Music Project	\$1,000
	2981 24th St San Francisco, CA 94110			
Chrysalis Studio	QCC The Center for LGBT Art & Culture	PC 501 (C) 3	Queer Ancestors Project 2018 Exhibition	\$2,000
Chrysalis Studio	762 Fulton Street		Queer Ancestors Project 2017 Exhibition	\$2,000
Still Here Productions	San Francisco, CA 94102		Still Here, 5th Anniversary Show- Latinx Diaspora	\$2,000
Joe Landini	SAFEhouse for the Performing Arts	PC 501 (C) 3	Joe Landini 25th Anniversary Season	\$3,000
SAFEhouse for the Performing Arts	1 Grove St San Francisco, CA 94102		RAW (Resident Artist Workshop)	\$7,000

Grantee	Fiscal Sponsor	Status	Purpose of Grant	Amount
Shapeshifters Cinema	San Francisco Cinematheque	PC 501 (C) 3	Shapeshifters Cinema	\$1,200
San Francisco Cinematheque	55 Taylor Street San Francisco, CA 94102		CROSSROADS 2017	\$2,500
ka nei see collective	Shawl-Anderson Modern Dance Center	PC 501 (C) 3	Nevertheless	\$1,000
Paufve dance	2704 Alcatraz Ave Berkeley, CA 94705		XO	\$2,000
Peacock Rebellion	Social Good Fund Inc	PC 501 (C) 3	Resistant Nights Dance and Music Festival	\$2,000
The ClimateMusic Project	P O Box 5473 Richmond, CA 94801		Premiere of New Work by Composer Richard Festinger	\$3,000
Ryan Brown	Switchboard Music	PC 501 (C) 3	Mortal Lessons	\$1,000
Switchboard Music	55 Taylor St San Francisco, CA 94102		10th Annual Switchboard Music Festival	\$3,500
The Dance Brigade	The Dance Brigade	PC 501 (C) 3	D I R T Festival 2017 - Dance In Revolt(ing) Times	\$7,500
The African & African American Performing Arts Coalition	3316 24th St San Francisco, CA 94110		The Black Choreographers Festival Here & Now - 2018	\$7,500
Paul Longmore Institute on Disability	The University Corporation, San Francisco State 1600 Holloway Ave , ADM 361 San Francisco, CA 94132	PC 501 (C) 3	Superfest International Disability Film Festival	\$2,000
San Francisco Black Film Festival	West Bay Local Development Corp 1290 Fillmore St San Francisco, CA 94115	PC 501 (C) 3	2017 San Francisco Black Film Festival	\$1,000
Noorani Dance	Z Space Studio	PC 501 (C) 3	The Parting - 1947 Partition Revisited	\$4,500
Word for Word Performing Arts Company	499 Alabama St Suite 450		Lucia Berlin Stories	\$5,500
Z Space Studio	San Francisco, CA 94110		The Making of a Great Moment	\$6,500
Urban Jazz Dance	Zaccho SF 1777 Yosemite Ave #330 San Francisco, CA 94124	PC 501 (C) 3	5th Annual Bay Area International Deaf Dance Festival	\$5,000
3rd I South Asian Independent Film 992 Valencia Street San Francisco, CA 94110		PC 501 (C) 3	3rd i's 15th Annual San Francisco International South Asian Film Festival	\$4,000
Accion Latina 2958 - 24th Street San Francisco, CA 94110		PC 501 (C) 3	36th Annual Encuentro del Canto Popular	\$4,000
Aggregate Space Gallery 801 West Grand Avenue Oakland, CA 94607		PC 501 (C) 3	Exhibitions and Public Programs Season 2018	\$5,000
Alternative Theater Ensemble 1337 Fourth Street, Suite A San Rafael, CA 94901		PC 501 (C) 3	AlterLab Plays in San Francisco	\$2,500
Amy Seiwert's Imagery 613 Peralta Avenue San Francisco, CA 94110		PC 501 (C) 3	SKETCH 7 Winterreise	\$4,000
Anne Bluethenthal and Dancers 3574 22nd Street San Francisco, CA 94114		PC 501 (C) 3	Skywatchers sixth annual performance	\$7,500
API Cultural Center, Inc 388 Ninth Street Suite 290 Oakland, CA 94607		PC 501 (C) 3	Two Languages / One Community	\$3,000
Arab Film Festival 3739 Balboa Street #125 San Francisco, CA 94121		PC 501 (C) 3	Arab Film Festival (2017 edition)	\$5,000
Art of the Matter 3288 21st Street #71 San Francisco, CA 94110		PC 501 (C) 3	TIME'S ARROW	\$2,500
Au Co Vietnamese Cultural Center P O Box 347042 San Francisco, CA 94134		PC 501 (C) 3	Thi Ca Su Viet 6	\$4,000
			Thi Ca & Su Viet 5 (Vietnamese Arts and History V)	\$3,000
Aurora Theatre Company 2081 Addison Street Berkeley, CA 94704		PC 501 (C) 3	Eureka Day	\$3,000
AXIS Dance Company 1428 Alice Street, Suite 200 Oakland, CA 94612		PC 501 (C) 3	The Garden Project	\$5,000
Berkeley Art Center Association 1275 Walnut Street Berkeley, CA 94709		PC 501 (C) 3	Thread Heads New Bay Area Fiber Art	\$3,000

Grantee	Fiscal Sponsor	Status	Purpose of Grant	Amount
Bird & Beckett Cultural Legacy Project 653 Chenery Street San Francisco, CA 94131		PC 501 (C) 3	Alternative Acts Seeking Truth Above F#	\$3,000
Capacitor 645 Haight Street #11 San Francisco, CA 94117		PC 501 (C) 3	Left To Her Own Devices - 20 Years of Sculptures in Motion	\$6,500
Cartoon Art Museum of California 275 5th Street, Suite 303 San Francisco, CA 94103		PC 501 (C) 3	Emerging Artist Showcase	\$1,000
Center for Sex and Culture 1349 Mission Street San Francisco, CA 94103		PC 501 (C) 3	Surface Tension	\$1,500
Central Works 2315 Durant Avenue Berkeley, CA 94704		PC 501 (C) 3	Strange Ladies	\$4,000
Chinatown Community Development Center 1525 Grant Ave San Francisco, CA 94133		PC 501 (C) 3	Peace Movements Reframing Resistance	\$2,000
Chinese Cultural Productions 2 Marina Blvd, Bldg C-353 San Francisco, CA 94123		PC 501 (C) 3	Lily Cai Dance Company 2017 Home Season Concert	\$3,000
Chinese Culture Foundation of SF 750 Kearny Street, 3rd floor San Francisco, CA 94108		PC 501 (C) 3	Xianrui 10 Years	\$3,500
Circus Bella 231 Mullen Avenue San Francisco, CA 94110		PC 501 (C) 3	Circus in the Parks	\$4,000
Composers, Inc PO Box 1282 Berkeley, CA 94701		PC 501 (C) 3	4th Annual IBAMM 2017 Concert	\$1,500
Croatian Cultural Center of San Francisco 60 Onondaga Ave San Francisco, CA 94112		PC 501 (C) 3	San Francisco Festival of the Mandolins	\$2,500
Crowded Fire Theater Company 1695 18th St, C101 Annex San Francisco, CA 94107		PC 501 (C) 3	Crowded Fire's Bay Area Premiere of YOU FOR ME FOR YOU by Mia Chung	\$7,000
CubaCaribe 60 29th St, Suite 315 San Francisco, CA 94110		PC 501 (C) 3	13th Annual Cuba Caribe Festival	\$3,500
Custom Made Theatre Company 533 Sutter St San Francisco, CA 94102		PC 501 (C) 3	Bay Area Premiere Production of Tarrance Arvelle Chisholm's "Hooded, or Being Black for Dummies"	\$4,000
Cutting Ball Theater 141 Taylor Street San Francisco, CA 94102		PC 501 (C) 3	Cutting Ball Variety Pack	\$3,000
Del Sol Performing Arts Organization 751 - 47th Avenue San Francisco, CA 94121		PC 501 (C) 3	Del Sol 25th Anniversary Festival	\$5,000
Diamano Coura West African Dance Co 1428 Alice Street, #201 Oakland, CA 94612		PC 501 (C) 3	Collage des Cultures Africaines - "Africa Rising"	\$4,000
East Bay Center for the Performing Arts 339 11th Street Richmond, CA 94801		PC 501 (C) 3	Richmond Second Line	\$10,000
Embark Arts, Inc 2 Marina Blvd Bldg B, Ste 330 San Francisco, CA 94123		PC 501 (C) 3	Neighbors An Exhibition at Embark Gallery	\$1,500
Epiphany Productions Sonic Dance Theater 901 Mission St, Suite 306 San Francisco, CA 94103		PC 501 (C) 3	San Francisco Trolley Dances 2017	\$7,000
EXITHEATRE 156 Eddy St San Francisco, CA 94102		PC 501 (C) 3	2017 San Francisco Fringe Festival	\$7,000
Faultline Productions 144 Taylor Street San Francisco, CA 94102		PC 501 (C) 3	#bros	\$2,500

Grantee	Fiscal Sponsor	Status	Purpose of Grant	Amount
Fifth Stream Music 1830 Sutter Street San Francisco, CA 94115		PC 501 (C) 3	GO FOR BROKE! A Salute to Nisei Veterans	\$6,000
Flyaway Productions 1068 Bowdoin Street San Francisco, CA 94134		PC 501 (C) 3	The Credibility Project	\$4,000
Foglifter Press 1200 Clay Street #4 San Francisco, CA 94108		PC 501 (C) 3	Foglifter Press 1st chapbook & 2 journal issues	\$3,000
foolsFURY Theater Company 925 Mission Street #109 San Francisco, CA 94103		PC 501 (C) 3	Role Call (What is Claimed)	\$1,500
Fremont Symphony 3375 Country Drive Fremont, CA 94536		PC 501 (C) 3	January - Black Composers	\$3,000
Gamelan Sekar Jaya 3023 Shattuck Avenue Berkeley, CA 94705		PC 501 (C) 3	Bali West Fest	\$2,000
Garrett + Moulton Productions 351 Shotwell St San Francisco, CA 94110		PC 501 (C) 3	15th Anniversary Performance Season	\$3,500
Golden Thread Productions 1695 18th St #C101 Annex San Francisco, CA 94107		PC 501 (C) 3	Autobiography of a Terrorist	\$7,500
Gritty City Repertory Youth Theatre 1540 Broadway Oakland, CA 94612		PC 501 (C) 3	New World Disorder	\$2,000
HipHopForChange, Inc 676 31st St Oakland, CA 94609		PC 501 (C) 3	HH4C Environmental Equity Showcase	\$3,000
Hope Mohr Dance P O Box 225237 San Francisco, CA 94122		PC 501 (C) 3	Precarious	\$4,500
Imprint City 10 Clearview Court San Francisco, CA 94124		PC 501 (C) 3	BayviewLIVE Festival	\$7,500
Just Theater Inc 5520 Shattuck Avenue Oakland, CA 94609		PC 501 (C) 3	New Play Lab	\$4,000
Kitka, Inc 1201 Martin Luther King Jr Way Ste 103 Oakland, CA 94612		PC 501 (C) 3	Wintersongs 2017	\$3,300
Kronos Performing Arts Association 1242 9th Avenue San Francisco, CA 94122		PC 501 (C) 3	San Francisco Echoes	\$5,000
Lorraine Hansberry Theatre 762 Fulton Street, Suite 204 San Francisco, CA 94115		PC 501 (C) 3	HOME by Samm-Art Williams	\$7,500
Living Jazz 1728 San Pablo Avenue Oakland, CA 94612		PC 501 (C) 3	Songs of Change	\$6,000
Luna Dance Institute 605 Addison Street Berkeley, CA 94710		PC 501 (C) 3	20 Points of View A Peek into Dance-making	\$2,000
Magic Theatre, Inc 2 Marina Blvd Building D San Francisco, CA 94123		PC 501 (C) 3	The Gangster of Love	\$10,000
Mediate Art Group 55 Taylor Street San Francisco, CA 94102		PC 501 (C) 3	SonicLAB 8	\$2,500
Mixed Bag Productions 499 Alabama St #202 San Francisco, CA 94110		PC 501 (C) 3	Frames/a revolving door	\$3,000
Museum of Performance + Design 893B Folsom Street San Francisco, CA 94107		PC 501 (C) 3	Archive Live 2018	\$2,000
Musical Traditions, Inc 55 Taylor Street San Francisco, CA 94102		PC 501 (C) 3	2018 Home Season Concerts in San Francisco	\$5,000

Grantee	Fiscal Sponsor	Status	Purpose of Grant	Amount
Nurturing Independence Through Artistic Development 551 23rd Street Richmond, CA 94804		PC 501 (C) 3	Mixing it Up – A New Approach to Materials	\$2,000
Oakland Interfaith Gospel Choir Inc 655 13th St , Suite 301 Oakland, CA 94612		PC 501 (C) 3	Spring Musical Concert	\$4,500
Oakland Symphony 1440 Broadway Suite 405 Oakland, CA 94612		PC 501 (C) 3	Rooted in Oakland	\$2,500
Old First Center for the Arts 1751 Sacramento Street San Francisco, CA 94109		PC 501 (C) 3	Stories from the Arab world	\$2,500
Omnira Institute 360 Grand Ave , Suite 210 Oakland, CA 94610		PC 501 (C) 3	The 4th Annual Black-Eyed Pea Festival	\$1,000
Outsound Presents 755 O'Farrell St Apt 51 San Francisco, CA 94109		PC 501 (C) 3	The 16th Annual Outsound New Music Summit	\$1,500
PlayGround Inc 3286 Adeline Street #8 Berkeley, CA 94703		PC 501 (C) 3	PlayGround Festival of New Works	\$3,000
Playwrights Foundation 1616 16th St #350 San Francisco, CA 94103		PC 501 (C) 3	40th Anniversary Bay Area Playwrights Festival	\$10,000
Poetry Flash 1450 Fourth Street #4 Berkeley, CA 94710		PC 501 (C) 3	Literary Presenting & Publishing Project	\$4,500
Pro Arts Inc 150 Frank H Ogawa Plaza Oakland, CA 94612		PC 501 (C) 3	Exhibitions and Public Programs Season 2017	\$7,500
PUSH Dance Company 179 Oak St Suite J San Francisco, CA 94102		PC 501 (C) 3	Mothership II	\$5,500
Queer Women of Color Media Arts Project 59 Cook Street San Francisco, CA 94118		PC 501 (C) 3	13th annual Queer Women of Color Film Festival	\$5,000
Quiet Lightning 734 Balboa St San Francisco, CA 94118		PC 501 (C) 3	Quiet Lightning sPARKLE & bLINK	\$2,500
Ragged Wing Ensemble 1540 Broadway Oakland, CA 94612		PC 501 (C) 3	Mission Drift	\$6,000
Rhythmix Cultural Works 2513 Blanding Ave Alameda, CA 94501		PC 501 (C) 3	Celebrating Diversity on the Island	\$5,000
Robert Moses Kin 870 Market Street Suite 567 San Francisco, CA 94102		PC 501 (C) 3	Boot Strap Tales	\$10,000
Root Division 1131 Mission Street San Francisco, CA 94103		PC 501 (C) 3	Second Saturday Exhibition Series	\$6,000
SambaFunk 1428 Alice Street Oakland, CA 94612		PC 501 (C) 3	Oakland Carnaval 2018	\$2,500
San Francisco Bay Area Theatre Company 147 Judson Ave San Francisco, CA 94112		PC 501 (C) 3	La Posarela	\$2,000
San Francisco Beautiful 100 Bush Street #1812 San Francisco, CA 94104		PC 501 (C) 3	MUNI Art Project - 2018	\$3,000
San Francisco Botanical Garden Society 1199 9th Avenue San Francisco, CA 94122		PC 501 (C) 3	Flower Piano 2017	\$2,500
San Francisco Chamber Orchestra PO Box 191564 San Francisco, CA 94119		PC 501 (C) 3	Concerto for Chamber Orchestra by Michael Gilbertson	\$5,000

Grantee	Fiscal Sponsor	Status	Purpose of Grant	Amount
San Francisco Choral Artists 55 Taylor Street San Francisco, CA 94102		PC 501 (C) 3	Celebrating Diversity in Choral Music	\$3,000
SF Dance Film Festival 601 Van Ness Ave, #E426 San Francisco, CA 94102		PC 501 (C) 3	2017 San Francisco Dance Film Festival & its Co-Laboratory Program	\$4,000
San Francisco Live Arts 2097 Turk Street San Francisco, CA 94115		PC 501 (C) 3	Immigrant Voices	\$3,000
San Francisco Mime Troupe 855 Treat Avenue San Francisco, CA 94110		PC 501 (C) 3	Walls!	\$7,500
Shotgun Players 1901 Ashby Ave Berkeley, CA 94703		PC 501 (C) 3	brownsville song (b-side for tray)	\$10,000
Silent Film Festival 1407 Valencia Street San Francisco, CA 94110		PC 501 (C) 3	Cycles of Time at the SF Silent Film Festival	\$3,000
SOMArts 934 Brannan Street San Francisco, CA 94103		PC 501 (C) 3	Remembrance & Resistance Day of the Dead 2017	\$8,000
Southern Exposure 3030 20th Street San Francisco, CA 94110		PC 501 (C) 3	2017 Juried Exhibition and Screening	\$6,000
The Litquake Foundation 57 Post St , Suite 604 San Francisco, CA 94104		PC 501 (C) 3	Litquake Festival & Year Round Programming	\$7,500
The Lobster Theater Project aka Killing My Lobster 2101 Folsom St San Francisco, CA 94110		PC 501 (C) 3	CAMP KML	\$2,000
The San Francisco Playhouse 450 Post Street San Francisco, CA 94102		PC 501 (C) 3	2017-2018 Sandbox Series of World Premieres	\$7,000
Theatre Flamenco of San Francisco 952 Carolina Street San Francisco, CA 94107		PC 501 (C) 3	2017 Spring Home Season	\$2,000
Theatre Rhinoceros Incorporated 1 Sansome Street, #3500 San Francisco, CA 94104		PC 501 (C) 3	The Legend of Pink	\$2,000
Thingamajigs 5000 MacArthur Blvd #9826 Oakland, CA 94613		PC 501 (C) 3	20th Annual Music for People & Thingamajigs Festival	\$3,000
Ubuntu Theater Project 1433 12 Avenue Oakland, CA 94606		PC 501 (C) 3	This Land Was Made	\$5,000
Uptown Tenderloin Inc 398 Eddy Street San Francisco, CA 94102		PC 501 (C) 3	Compton's Cafeteria Riot	\$1,000
Voci Women's Vocal Ensemble 4024 Everett Avenue Oakland, CA 94602		PC 501 (C) 3	Beautiful is the World Spring 2017 Concerts	\$2,000
Yerba Buena Arts & Events 760 Howard Street San Francisco, CA 94103		PC 501 (C) 3	2017 Yerba Buena Gardens Festival Highlights	\$7,500
Youth Speaks Inc 1663 Mission St Suite 604 San Francisco, CA 94103		PC 501 (C) 3	Life is Living	\$5,000
Zaccho SF 1777 Yosemite Ave #330 San Francisco, CA 94124		PC 501 (C) 3	THE VIEW FROM HERE	\$5,000
ZYZZYVA Inc 57 Post St , Suite 604 San Francisco, CA 94104		PC 501 (C) 3	ZYZZYVA's Winter 2017 Issue (No 111)	\$4,000

Community Arts sub-total \$800,000

TOTAL \$4,636,490

The Zellerbach Family Foundation FEIN 94-6069482
 Form 990 PF Part XV, Line 3 - Grants Approved - Attachment B
 For the Year Ended 12/31/2017

Attachment B
ZELLERBACH FAMILY FOUNDATION (94-6069482)
SCHEDULE OF GRANTS APPROVED AND UNPAID IN 2017

Grantee Fiscal Agent	Status	Purpose of Grant	Approved Unpaid
Regents, University of California at Berkeley 2195 Hearst Ave, Room 130, MC1103 Berkeley, CA 94720	501 (C)(3)	Bay Area Social Services Consortium (BASSC)	\$ 15,000
Strategies for Youth 1000 Cambridge Street, Suite 2A Cambridge, MA 02139	501 (C)(3)	Improving Interactions between Youth and SFPD	\$ 30,000
West Coast Children's Clinic 3301 East 12th St, Suite 259 Oakland, CA 94601	501 (C)(3)	Understanding children's mental health outcomes	\$ 20,000
Crowded Fire Theater Company 1695 18th St C101 Annex San Francisco, CA 94107	501 (C)(3)	Hive Project	\$ 25,700
TOTAL GRANTS			\$ 90,700

The Zellerbach Family Foundation FEIN 94-6069482
Form 990 PF Part IV - Attachment C
For the Year Ended 12/31/2017

**THE ZELLERBACH FAMILY FOUNDATION
REALIZED GAIN (LOSS) ON SALE OF SECURITIES
YEAR ENDED 12/31/2017**

	PROCEEDS	COST	GAIN (LOSS)
Snyder Capital - stock portfolio sales	\$ 997,102	\$ 492,210	\$ 504,892
Vanguard - redeemed shares	200,587	209,706	(9,119)
Van Eck - redeemed shares	300,000	419,560	(119,560)
RS Victory - redeemed shares	500,000	761,625	(261,625)
JHGARS - redeemed shares	2,699,201	3,000,000	(300,799)
PIMCO Short Term Fund - redeemed shares	2,600,000	2,603,971	(3,971)
Gotham - redeemed shares	600,000	100,000	500,000
Artisan - reinvested capital gains	39,205	-	39,205
Class action settlements	99,780	-	99,780
TOTAL PUBLICLY TRADED	\$ 8,035,875	\$ 7,587,072	\$ 448,803
City of London - redeemed shares	300,000	254,359	45,641
Wellington Global - redeemed shares	1,000,000	485,799	514,201
OZ Overseas Fund - redeemed shares	20,115	20,800	(685)
TOTAL OTHER	\$ 1,320,115	\$ 760,958	\$ 559,157