

Form 990-PF

Department of the Treasury
Internal Revenue Service

Return of Private Foundation

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

- Do not enter social security numbers on this form as it may be made public.
- Information about Form 990-PF and its instructions is at www.irs.gov/form990pf.

2017

Open to Public
Inspection

For calendar year 2017, or tax year beginning 07-01-2017, and ending 06-30-2018

<p>Name of foundation MAKING WAVES FOUNDATION INC</p> <p>Number and street (or P O box number if mail is not delivered to street address) 3045 RESEARCH DRIVE</p> <p>City or town, state or province, country, and ZIP or foreign postal code RICHMOND, CA 94806</p> <p>G Check all that apply <input type="checkbox"/> Initial return <input type="checkbox"/> Initial return of a former public charity <input type="checkbox"/> Final return <input type="checkbox"/> Amended return <input type="checkbox"/> Address change <input type="checkbox"/> Name change</p> <p>H Check type of organization <input checked="" type="checkbox"/> Section 501(c)(3) exempt private foundation <input type="checkbox"/> Section 4947(a)(1) nonexempt charitable trust <input type="checkbox"/> Other taxable private foundation</p> <p>I Fair market value of all assets at end of year (from Part II, col. (c), line 16) ► \$ 184,783,489</p>		<p>A Employer identification number 68-0204312</p> <p>B Telephone number (see instructions) (510) 275-7330</p> <p>C If exemption application is pending, check here ► <input type="checkbox"/></p> <p>D 1. Foreign organizations, check here ► <input type="checkbox"/> 2. Foreign organizations meeting the 85% test, check here and attach computation ► <input type="checkbox"/></p> <p>E If private foundation status was terminated under section 507(b)(1)(A), check here ► <input type="checkbox"/></p> <p>F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here ► <input type="checkbox"/></p>			
		<p>J Accounting method <input type="checkbox"/> Cash <input checked="" type="checkbox"/> Accrual <input type="checkbox"/> Other (specify) _____</p> <p>(Part I, column (d) must be on cash basis)</p>			
<p>Part I Analysis of Revenue and Expenses (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see instructions))</p>		<p>(a) Revenue and expenses per books</p>	<p>(b) Net investment income</p>	<p>(c) Adjusted net income</p>	<p>(d) Disbursements for charitable purposes (cash basis only)</p>
<p>Revenue</p> <p>1 Contributions, gifts, grants, etc., received (attach schedule)</p> <p>2 Check ► <input type="checkbox"/> if the foundation is not required to attach Sch B</p> <p>3 Interest on savings and temporary cash investments</p> <p>4 Dividends and interest from securities</p> <p>5a Gross rents</p> <p>b Net rental income or (loss) _____</p> <p>6a Net gain or (loss) from sale of assets not on line 10</p> <p>b Gross sales price for all assets on line 6a 10,502,975</p> <p>7 Capital gain net income (from Part IV, line 2)</p> <p>8 Net short-term capital gain</p> <p>9 Income modifications</p> <p>10a Gross sales less returns and allowances</p> <p>b Less Cost of goods sold</p> <p>c Gross profit or (loss) (attach schedule)</p> <p>11 Other income (attach schedule)</p> <p>12 Total. Add lines 1 through 11</p>		<p>63,949,812</p> <p></p> <p></p> <p>460,682</p> <p></p> <p>-2,852,293</p> <p></p> <p>1,687,897</p> <p></p> <p>0</p> <p></p> <p>3,178,886</p> <p>64,737,087</p> <p>2,148,579</p>	<p></p> <p></p> <p></p> <p>460,682</p> <p></p> <p></p> <p></p> <p></p> <p></p> <p></p> <p>0</p> <p></p> <p>0</p> <p>3,178,886</p> <p>3,639,568</p>	<p></p>	<p></p>
<p>Operating and Administrative Expenses</p> <p>13 Compensation of officers, directors, trustees, etc</p> <p>14 Other employee salaries and wages</p> <p>15 Pension plans, employee benefits</p> <p>16a Legal fees (attach schedule)</p> <p>b Accounting fees (attach schedule)</p> <p>c Other professional fees (attach schedule)</p> <p>17 Interest</p> <p>18 Taxes (attach schedule) (see instructions)</p> <p>19 Depreciation (attach schedule) and depletion</p> <p>20 Occupancy</p> <p>21 Travel, conferences, and meetings</p> <p>22 Printing and publications</p> <p>23 Other expenses (attach schedule)</p> <p>24 Total operating and administrative expenses. Add lines 13 through 23</p> <p>25 Contributions, gifts, grants paid</p> <p>26 Total expenses and disbursements. Add lines 24 and 25</p> <p>27 Subtract line 26 from line 12</p> <p>a Excess of revenue over expenses and disbursements</p> <p>b Net investment income (if negative, enter -0-)</p> <p>c Adjusted net income (if negative, enter -0-)</p>		<p>880,394</p> <p>4,866,101</p> <p>1,212,399</p> <p>32,776</p> <p>19,872</p> <p>508,215</p> <p>1,840,010</p> <p>15,825</p> <p>16,281,372</p> <p>2,046,009</p> <p>132,352</p> <p>25,109</p> <p>3,741,766</p> <p>31,602,200</p> <p>1,760,000</p> <p>33,362,200</p> <p>31,374,887</p> <p></p>	<p>0</p>	<p>0</p> <p>0</p> <p>0</p> <p>3,280</p> <p>0</p> <p>0</p> <p>0</p> <p>0</p> <p>2,506,508</p> <p>773,292</p> <p>0</p> <p>0</p> <p>0</p> <p>37,073</p> <p>3,320,153</p> <p>0</p>	<p>880,394</p> <p>4,866,101</p> <p>1,212,399</p> <p>29,496</p> <p>19,872</p> <p>508,215</p> <p>0</p> <p>0</p> <p>0</p> <p>1,272,717</p> <p>132,352</p> <p>25,109</p> <p>3,704,693</p> <p>12,651,348</p> <p>0</p> <p>3,320,153</p> <p>12,651,348</p> <p></p>

Assets	Part II Balance Sheets	Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions)	Beginning of year	End of year	
			(a) Book Value	(b) Book Value	(c) Fair Market Value
1	Cash—non-interest-bearing		38,180,888	5,202,139	5,202,139
2	Savings and temporary cash investments			12,013,275	12,013,275
3	Accounts receivable ► 3,856,061				
	Less allowance for doubtful accounts ►		561,692	3,856,061	3,856,061
4	Pledges receivable ► 1,328,000				
	Less allowance for doubtful accounts ► 50,896		1,488,743	1,277,104	1,277,104
5	Grants receivable				
6	Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see instructions)				
7	Other notes and loans receivable (attach schedule) ►				
	Less allowance for doubtful accounts ►				
8	Inventories for sale or use				
9	Prepaid expenses and deferred charges		731,266	2,416,471	2,416,471
10a	Investments—U S and state government obligations (attach schedule)				
b	Investments—corporate stock (attach schedule)		11,463,172	12,782,037	12,782,037
c	Investments—corporate bonds (attach schedule)		2,881,722	4,030,648	4,030,648
11	Investments—land, buildings, and equipment basis ►				
	Less accumulated depreciation (attach schedule) ►				
12	Investments—mortgage loans				
13	Investments—other (attach schedule)				
14	Land, buildings, and equipment basis ► 118,949,973				
	Less accumulated depreciation (attach schedule) ► 17,785,660		1,143,477	101,164,313	101,164,313
15	Other assets (describe ►)		96,041,388	42,041,441	42,041,441
16	Total assets (to be completed by all filers—see the instructions Also, see page 1, item I)		152,492,348	184,783,489	184,783,489
Liabilities					
17	Accounts payable and accrued expenses		2,505,491	10,122,742	
18	Grants payable				
19	Deferred revenue				
20	Loans from officers, directors, trustees, and other disqualified persons				
21	Mortgages and other notes payable (attach schedule)		43,739,725	42,404,380	
22	Other liabilities (describe ►)		109,075	420,283	
23	Total liabilities (add lines 17 through 22)		46,354,291	52,947,405	
Net Assets or Fund Balances					
24	Foundations that follow SFAS 117, check here ► <input checked="" type="checkbox"/> and complete lines 24 through 26 and lines 30 and 31.				
25	Unrestricted		88,344,931	111,037,074	
26	Temporarily restricted		4,793,126	7,799,010	
27	Permanently restricted		13,000,000	13,000,000	
28	Foundations that do not follow SFAS 117, check here ► <input type="checkbox"/> and complete lines 27 through 31.				
29	Capital stock, trust principal, or current funds				
30	Paid-in or capital surplus, or land, bldg , and equipment fund				
31	Retained earnings, accumulated income, endowment, or other funds				
32	Total net assets or fund balances (see instructions)		106,138,057	131,836,084	
33	Total liabilities and net assets/fund balances (see instructions)		152,492,348	184,783,489	

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	106,138,057
2	Enter amount from Part I, line 27a	2	31,374,887
3	Other increases not included in line 2 (itemize) ►	3	860,209
4	Add lines 1, 2, and 3	4	138,373,153
5	Decreases not included in line 2 (itemize) ►	5	6,537,069
6	Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30	6	131,836,084

Part IV Capital Gains and Losses for Tax on Investment Income

(a) List and describe the kind(s) of property sold (e.g., real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co.)			(b) How acquired P—Purchase D—Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
1 a PUBLICLY TRADED SECURITIES					
b					
c					
d					
e					
(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)		
a 1,700,785			12,888		1,687,897
b					
c					
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))		
(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any			
a					1,687,897
b					
c					
d					
e					
2 Capital gain net income or (net capital loss)	If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7		2		1,687,897
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6)	If gain, also enter in Part I, line 8, column (c) (see instructions) If (loss), enter -0- in Part I, line 8		3		0

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

 Yes No

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

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

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

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col (b) divided by col (c))
2016	58,591,790	32,403,776	1 808178
2015	21,250,522	17,668,990	1 202702
2014	4,496,145	19,218,409	0 233950
2013	4,023,542	21,390,353	0 188101
2012	7,207,378	21,397,136	0 336838
2 Total of line 1, column (d)			3 769769
3 Average distribution ratio for the 5-year base period—divide the total on line 2 by 5, or by the number of years the foundation has been in existence if less than 5 years			0 753954
4 Enter the net value of noncharitable-use assets for 2017 from Part X, line 5			59,597,382
5 Multiply line 4 by line 3			44,933,685
6 Enter 1% of net investment income (1% of Part I, line 27b)			21,486
7 Add lines 5 and 6			44,955,171
8 Enter qualifying distributions from Part XIII, line 4			50,220,399

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)	1	21,486
b	Domestic foundations that meet the section 4940(e) requirements in Part V, check here ► <input checked="" type="checkbox"/> and enter 1% of Part I, line 27b		
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	21,486
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	21,486
6	Credits/Payments		
a	2017 estimated tax payments and 2016 overpayment credited to 2017	6a	0
b	Exempt foreign organizations—tax withheld at source	6b	
c	Tax paid with application for extension of time to file (Form 8868)	6c	
d	Backup withholding erroneously withheld	6d	0
7	Total credits and payments Add lines 6a through 6d.	7	0
8	Enter any penalty for underpayment of estimated tax Check here <input type="checkbox"/> if Form 2220 is attached	8	770
9	Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed ►	9	22,256
10	Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid ►	10	
11	Enter the amount of line 10 to be Credited to 2018 estimated tax ►	Refunded	11

Part VII-A Statements Regarding Activities

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

Part VII-A Statements Regarding Activities (continued)

11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions).	11	No
12	Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement (see instructions)	12	No
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address ► WWW MAKING-WAVES.ORG	13	Yes
14 The books are in care of ► <u>ORGANIZATION</u> Telephone no ► (510) 275-7330			

Located at ► 3045 RESEARCH DRIVE RICHMOND CAZIP+4 ► 94806

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	<input type="checkbox"/>
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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?	16	Yes	No
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See instructions for exceptions and filing requirements for FinCEN Form 114, Report of Foreign Bank and Financial Accounts (FBAR). If "Yes", enter the name of the foreign country ►

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?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No	
	(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No	
	(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No	
	(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No	
	(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No	
	(6) Agree to pay money or property to a government official? (Exception. Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days).	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No	
b	If any answer is "Yes" to 1a(1)–(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see instructions)? Organizations relying on a current notice regarding disaster assistance check here.			1b
c	Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2017?			1c
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? If "Yes," list the years ► 20____, 20____, 20____, 20____	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No	
b	Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement—see instructions)			2b
c	If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here ► 20____, 20____, 20____, 20____			
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No	
b	If "Yes," did it have excess business holdings in 2017 as a result of (1) any purchase by the foundation or disqualified persons after May 26, 1969, (2) the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest, or (3) the lapse of the 10-, 15-, or 20-year first phase holding period? (Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2017)			3b
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?			4a
b	Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2017?			4b

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

5a	During the year did the foundation pay or incur any amount to				
	(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No		
	(2) Influence the outcome of any specific public election (see section 4955), or to carry on, directly or indirectly, any voter registration drive?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No		
	(3) Provide a grant to an individual for travel, study, or other similar purposes?	<input checked="" type="checkbox"/> Yes	<input type="checkbox"/> No		
	(4) Provide a grant to an organization other than a charitable, etc , organization described in section 4945(d)(4)(A)? (see instructions).	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No		
	(5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No		
b	If any answer is "Yes" to 5a(1)–(5), did any of the transactions fail to qualify under the exceptions described in Regulations section 53 4945 or in a current notice regarding disaster assistance (see instructions)? Organizations relying on a current notice regarding disaster assistance check here. ►			5b	No
c	If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant? <i>If "Yes," attach the statement required by Regulations section 53 4945-5(d)</i>	<input type="checkbox"/> Yes	<input type="checkbox"/> No		
6a	Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No		
b	Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract? <i>If "Yes" to 6b, file Form 8870</i>			6b	No
7a	At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No		
b	If yes, did the foundation receive any proceeds or have any net income attributable to the transaction?			7b	

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

(a) Name and address	Title, and average hours per week (b) devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	Expense account, (e) other allowances
See Additional Data Table				

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

(a) Name and address of each employee paid more than \$50,000	Title, and average hours per week (b) devoted to position	(c) Compensation	Contributions to employee benefit plans and deferred compensation (d)	Expense account, (e) other allowances
SHERRY SMITH 3220 BLUME DRIVE STE 250 RICHMOND, CA 94806	SENIOR FELLOW 40 00	213,029	34,702	0
CORINA GARCIA 3220 BLUME DRIVE STE 250 RICHMOND, CA 94806	FACILITIES MANAGER 40 00	190,044	19,148	0
KRISTINA WRIGHT 3220 BLUME DRIVE STE 250 RICHMOND, CA 94806	COLLEGE COACH 40 00	175,931	17,987	0
AREZOU SHADABADI 3220 BLUME DRIVE STE 250 RICHMOND, CA 94806	DIRECTOR, REAL ESTAT 40 00	157,176	14,961	0
SHERYL GUSTAFSON 3220 BLUME DRIVE STE 250 RICHMOND, CA 94806	DIRECTOR OF INFORMAT 40 00	150,920	13,795	0

Total number of other employees paid over \$50,000. ► 0

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

(a) Name and address of each person paid more than \$50,000	(b) Type of service	(c) Compensation
ALLEN MATKINS 3 EMBARCADERO CENTER SUITE 1200 SAN FRANCISCO, CA 94111	LEGAL RELATED TO CONSTRUCTION PROJECTS	663,274
CAMPUS LLC 5860 W LAS POSITAS BLVD SUITE 21 PLEASANTON, CA 94588	CONSTRUCTION	559,168
STG 3220 BLUME LLC 1304 SOUTHPOINT BLVD SUITE 101 PETALUMA, CA 94954	OCCUPANCY RENT	321,989
ALLIED UNIVERSAL SECURITY SERVICES PO BOX 31001-2374 PASADENA, CA 91101	CONTRACTED SERVICES	148,307
DIVERSIFIED SEARCH 2005 MARKET ST 33RD FLOOR PHILADELPHIA, PA 19103	RECRUITMENT	131,572

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 ACADEMIC COACHING, GRANTS AND/OR SCHOLARSHIPS, TRAINING IN PERSONAL DEVELOPMENT, PROVIDING NEW RECREATIONAL AND CULTURE DEVELOPMENT AND CAREER OPPORTUNITY EXPOSURE	13,252,483
2 DEVELOPMENT EXPENDITURES	1,224,120
3	
4	

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

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2	Amount
1 THE FOUNDATION HAS ACQUIRED PARCELS OF REAL ESTATE IN CALIFORNIA THAT WILL MORE THAN DOUBLE THE SIZE OF THE CAMPUS USED BY NAKING WAVES ACADEMY. THE FOUNDATION HAS AND IS ACTIVELY PURSUING DEFINITE PLANS TO CONVERT THE REAL ESTATE FROM ITS PRESENT COMMERCIAL RENTAL USE TO USE AS A SCHOOL CAMPUS. HOWEVER, THE ZONING AND REGULATORY APPROVAL PROCESS REQUIRED TO ADAPT THE REAL ESTATE TO SCHOOL USE IS EXTENSIVE. THE FOUNDATION EXPECTS THAT WITHIN THREE TO FIVE YEARS THE REGULATORY PROCESS AND CONSTRUCTION WILL HAVE BEEN COMPLETED AND THE REAL ESTATE WILL HAVE BEEN FULLY CONVERTED FROM COMMERCIAL USE TO EDUCATIONAL USE	37,569,051
2	
3	
All other program-related investments. See instructions	
Total. Add lines 1 through 3	37,569,051

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	15,456,938
b	Average of monthly cash balances.	1b	34,983,279
c	Fair market value of all other assets (see instructions).	1c	10,064,739
d	Total (add lines 1a, b, and c).	1d	60,504,956
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	60,504,956
4	Cash deemed held for charitable activities Enter 1 1/2% of line 3 (for greater amount, see instructions).	4	907,574
5	Net value of noncharitable-use assets. Subtract line 4 from line 3 Enter here and on Part V, line 4	5	59,597,382
6	Minimum investment return. Enter 5% of line 5.	6	2,979,869

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

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

Part XII Qualifying Distributions (see instructions)

1	Amounts paid (including administrative expenses) to accomplish charitable, etc , purposes		
a	Expenses, contributions, gifts, etc —total from Part I, column (d), line 26.	1a	12,651,348
b	Program-related investments—total from Part IX-B.	1b	37,569,051
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc , purposes.	2	
3	Amounts set aside for specific charitable projects that satisfy the		
a	Suitability test (prior IRS approval required).	3a	
b	Cash distribution test (attach the required schedule).	3b	
4	Qualifying distributions. Add lines 1a through 3b Enter here and on Part V, line 8, and Part XIII, line 4	4	50,220,399
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income Enter 1% of Part I, line 27b (see instructions).	5	21,486
6	Adjusted qualifying distributions. Subtract line 5 from line 4.	6	50,198,913
Note: The amount on line 6 will be used in Part V, column (b), in subsequent years when calculating whether the foundation qualifies for the section 4940(e) reduction of tax in those years			

Part XIII Undistributed Income (see instructions)

	(a) Corpus	(b) Years prior to 2016	(c) 2016	(d) 2017
1 Distributable amount for 2017 from Part XI, line 7				
2 Undistributed income, if any, as of the end of 2017				
a Enter amount for 2016 only.				
b Total for prior years 20____, 20____, 20____				
3 Excess distributions carryover, if any, to 2017				
a From 2012.				
b From 2013.				
c From 2014.				
d From 2015.				
e From 2016.				
f Total of lines 3a through e.				
4 Qualifying distributions for 2017 from Part XII, line 4 ► \$ _____				
a Applied to 2016, but not more than line 2a				
b Applied to undistributed income of prior years (Election required—see instructions).				
c Treated as distributions out of corpus (Election required—see instructions).				
d Applied to 2017 distributable amount.				
e Remaining amount distributed out of corpus				
5 Excess distributions carryover applied to 2017 (If an amount appears in column (d), the same amount must be shown in column (a))				
6 Enter the net total of each column as indicated below:				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5				
b Prior years' undistributed income Subtract line 4b from line 2b.				
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed.				
d Subtract line 6c from line 6b Taxable amount—see instructions				
e Undistributed income for 2016 Subtract line 4a from line 2a Taxable amount—see instructions				
f Undistributed income for 2017 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2018				
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (Election may be required - see instructions)				
8 Excess distributions carryover from 2012 not applied on line 5 or line 7 (see instructions)				
9 Excess distributions carryover to 2018. Subtract lines 7 and 8 from line 6a				
10 Analysis of line 9				
a Excess from 2013.				
b Excess from 2014.				
c Excess from 2015.				
d Excess from 2016.				
e Excess from 2017.				

Part XIV Private Operating Foundations (see instructions and Part VII-A, question 9)

1a	If the foundation has received a ruling or determination letter that it is a private operating foundation, and the ruling is effective for 2017, enter the date of the ruling. ►				1999-07-21
b	Check box to indicate whether the organization is a private operating foundation described in section <input checked="" type="checkbox"/> 4942(j)(3) or <input type="checkbox"/> 4942(j)(5)				
2a	Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed.				
b	85% of line 2a.				
c	Qualifying distributions from Part XII, line 4 for each year listed.				
d	Amounts included in line 2c not used directly for active conduct of exempt activities.				
e	Qualifying distributions made directly for active conduct of exempt activities. Subtract line 2d from line 2c.				
3	Complete 3a, b, or c for the alternative test relied upon				
a	"Assets" alternative test—enter				
(1)	Value of all assets.				0
(2)	Value of assets qualifying under section 4942(j)(3)(B)(i)				0
b	"Endowment" alternative test—enter 2/3 of minimum investment return shown in Part X, line 6 for each year listed.				
c	"Support" alternative test—enter				
(1)	Total support other than gross investment income (interest, dividends, rents, payments on securities loans (section 512(a)(5)), or royalties).				0
(2)	Support from general public and 5 or more exempt organizations as provided in section 4942(j)(3)(B)(III).				0
(3)	Largest amount of support from an exempt organization				0
(4)	Gross investment income				0

Part XV Supplementary Information (Complete this part only if the organization had \$5,000 or more in assets at any time during the year—see instructions.)**1 Information Regarding Foundation Managers:**

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

b List any managers of the foundation who own 10% or more of the stock of a corporation (or an equally large portion of the ownership of a partnership or other entity) of which the foundation has a 10% or greater interest

2 Information Regarding Contribution, Grant, Gift, Loan, Scholarship, etc., Programs:

Check here ► if the foundation only makes contributions to preselected charitable organizations and does not accept unsolicited requests for funds. If the foundation makes gifts, grants, etc. (see instructions) to individuals or organizations under other conditions, complete items 2a, b, c, and d

a The name, address, and telephone number or email address of the person to whom applications should be addressed

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

c Any submission deadlines

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

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

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a Paid during the year MAKING WAVES ACADEMY 4123 LAKESIDE DRIVE RICHMOND, CA 94806		PC	PROVIDE FUNDING FOR THE SCHOOL	160,000
Total				▶ 3a 160,000
b Approved for future payment MAKING WAVES ACADEMY 4123 LAKESIDE DRIVE RICHMOND, CA 94806		PC	PROVIDE FUNDING FOR SCHOOL	1,600,000
Total				▶ 3b 1,600,000

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated	Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income (See instructions)
	(a) Business code	(b) Amount	(c) Exclusion code	(d) Amount	
1 Program service revenue					
a RENTAL INCOME					1,298,306
b RENTAL INCOME					1,754,505
c CHARTER SCHOOL SUPPORT SERVICES					117,075
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.			14	460,682	
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.					
8 Gain or (loss) from sales of assets other than inventory			18	-2,852,293	
9 Net income or (loss) from special events					
10 Gross profit or (loss) from sales of inventory					
11 Other revenue					
a MISCELLANEOUS REVENUE			41	9,000	
b _____					
c _____					
d _____					
e _____					
12 Subtotal Add columns (b), (d), and (e).		0		-2,382,611	3,169,886
13 Total. Add line 12, columns (b), (d), and (e).					787,275

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

Line No. ▼	Explain below how each activity for which income is reported in column (e) of Part XVI-A contributed importantly to the accomplishment of the foundation's exempt purposes (other than by providing funds for such purposes) (See instructions)
1A	THIS PROPERTY IS LEASED TO MAKING WAVES ACADEMY (AN EXEMPT ORGANIZATION) AND ALLOWS THE FOUNDATION TO EXPAND ITS EXEMPT FUNCTIONS IN EDUCATING UNDER SERVED STUDENTS
1B	THIS PROPERTY WAS PURCHASED FOR THE PURPOSE OF LEASING FACILITIES TO MAKING WAVES ACADEMY. MAKING WAVES ACADEMY IS AN EXEMPT ORGANIZATION. THIS ACTIVITY ALLOWS THE FOUNDATION TO EXPAND ITS EXEMPT FUNCTIONS IN EDUCATING UNDER SERVED STUDENTS. THE FOUNDATION HAS ACQUIRED PARCELS OF REAL ESTATE LOCATED IN CALIFORNIA THAT WILL MORE THAN DOUBLE THE SIZE OF THE CAMPUS USED BY THE ACADEMY. THE FOUNDATION HAS AND IS ACTIVELY PURSUING DEFINITE PLANS TO CONVERT THE REAL ESTATE FROM ITS PRESENT COMMERCIAL RENTAL USE TO USE AS A SCHOOL CAMPUS. HOWEVER, THE ZONING AND REGULATORY APPROVAL PROCESS REQUIRED TO ADAPT THE REAL ESTATE TO SCHOOL USE IS EXTENSIVE. THE FOUNDATION EXPECTS THAT WITHIN TWO TO FOUR YEARS, THE REGULATORY PROCESS AND CONSTRUCTION WILL HAVE BEEN COMPLETED AND THE REAL ESTATE WILL HAVE BEEN FULLY CONVERTED FROM COMMERCIAL USE TO EDUCATIONAL USE

Part XVII

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

1 Did the organization directly or indirectly engage in any of the following with any other organization described in section 501(c) of the Code (other than section 501(c)(3) organizations) or in section 527, relating to political organizations?

	Yes	No
1a(1)		No
1a(2)		No
1b(1)		No
1b(2)		No
1b(3)		No
1b(4)		No
1b(5)		No
1b(6)		No
1c		No

a Transfers from the reporting foundation to a noncharitable exempt organization of

b Other transactions

(1) Sales of assets to a noncharitable exempt organization.	1b(1)	No
(2) Purchases of assets from a noncharitable exempt organization.	1b(2)	No
(3) Rental of facilities, equipment, or other assets.	1b(3)	No
(4) Reimbursement arrangements.	1b(4)	No
(5) Loans or loan guarantees.	1b(5)	No
(6) Performance of services or membership or fundraising solicitations.	1b(6)	No

c Sharing of facilities, equipment, mailing lists, other assets, or paid employees.

d If the answer to any of the above is "Yes," complete the following schedule. Column (b) should always show the fair market value of the goods, other assets, or services given by the reporting foundation. If the foundation received less than fair market value in any transaction or sharing arrangement, show in column (d) the value of the goods, other assets, or services received.

2a Is the foundation directly or indirectly affiliated with, or related to, one or more tax-exempt organizations

described in section 501(c) of the Code (other than section 501(c)(3)) or in section 527? Yes No

b If "Yes," complete the following schedule

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

Under penalties of perjury, I declare that I have examined this return, including accompanying schedules and statements, and to the best of my knowledge and belief, it is true, correct, and complete. Declaration of preparer (other than taxpayer) is based on all information of which preparer has any knowledge.

* * * * *

2019-03-22

* * * * *

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

Signature of officer or trustee

Date

✓ Title

**Sign
Here**

**Paid
Preparer
Use Only**

					(see instr?) <input checked="" type="checkbox"/> Yes <input type="checkbox"/> No
Paid Preparer Use Only	Print/Type preparer's name	Preparer's Signature	Date	Check if self-employed ► <input type="checkbox"/>	PTIN
	DERRICK DE BRUYNE		2019-03-19		P00591016
	Firm's name ► CLIFTONLARSONALLEN LLP				Firm's EIN ► 41-0746749
Firm's address ► 2210 EAST ROUTE 66 GLENDORA, CA 91740				Phone no (626) 857-7300	

Form 990PF Part VIII Line 1 - List all officers, directors, trustees, 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, (e) other allowances
JOHN H SCULLY 3045 RESEARCH DR RICHMOND, CA 94806	CHAIRMAN 2 00	0	0	0
MIKE YUEN 3045 RESEARCH DR RICHMOND, CA 94806	VICE PRESIDENT 2 00	0	0	0
RONALD A COHAN 3045 RESEARCH DR RICHMOND, CA 94806	SECRETARY 2 00	0	0	0
PHILLIP GORDON 3045 RESEARCH DR RICHMOND, CA 94806	DIRECTOR 2 00	0	0	0
DEBRA GORE-MANN 3045 RESEARCH DR RICHMOND, CA 94806	DIRECTOR 2 00	0	0	0
AJANI JACKSON 3045 RESEARCH DR RICHMOND, CA 94806	DIRECTOR 2 00	0	0	0
ALICIA MALET KLEIN 3045 RESEARCH DR RICHMOND, CA 94806	DIRECTOR 2 00	0	0	0
IAN MCGUIRE 3045 RESEARCH DR RICHMOND, CA 94806	DIRECTOR 2 00	0	0	0
JONATHAN STERN 3045 RESEARCH DR RICHMOND, CA 94806	DIRECTOR 2 00	0	0	0
ELI J WEINBERG 3045 RESEARCH DR RICHMOND, CA 94806	DIRECTOR 2 00	0	0	0
STEVEN ROTH 3045 RESEARCH DR RICHMOND, CA 94806	CHIEF OPERATING OFFICER 40 00	289,426	39,862	0
MELISSA FRIES 3045 RESEARCH DR RICHMOND, CA 94806	EXECUTIVE DIRECTOR, COLLEGE & ALUMNI P 40 00	242,563	21,265	0
DARCY HEPPENSTALL 3045 RESEARCH DR RICHMOND, CA 94806	CHIEF ADVANCEMENT OFFICER 40 00	174,234	5,863	0
HEATHER DAVIS 3045 RESEARCH DR RICHMOND, CA 94806	CHIEF FINANCIAL OFFICER 40 00	174,172	11,762	0

TY 2017 Accounting Fees Schedule

Name: MAKING WAVES FOUNDATION INC**EIN:** 68-0204312

Accounting Fees Schedule

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
ACCOUNTING FEES	19,872	0	0	19,872

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

TY 2017 Depreciation Schedule

Name: MAKING WAVES FOUNDATION INC

EIN: 68-0204312

Description of Property	Date Acquired	Cost or Other Basis	Prior Years' Depreciation	Computation Method	Rate / Life (# of years)	Current Year's Depreciation Expense	Net Investment Income	Adjusted Net Income	Cost of Goods Sold Not Included
PRI - 4123-4131 LAKESIDE - LAND	2009-07-01	1,703,423			0 %	0	0	0	
PRI - 4123-4131 LAKESIDE - BUILDING	2009-07-01	4,434,023	904,806	SL	39 000000000000	113,693	0	0	
PRI - 4123-4131 LAKESIDE - BUILDING IMPROVEMENTS	2009-07-01	8,924,608	1,821,155	SL	39 000000000000	227,994	0	0	
PRI - 4123-4131 LAKESIDE - BUILDING IMPROVEMENTS	2010-07-01	33,315	5,944	SL	39 000000000000	842	0	0	
PRI - 4123-4131 LAKESIDE - BUILDING IMPROVEMENTS	2012-07-01	419,833	53,376	SL	39 000000000000	11,619	0	0	
PRI - 4123-4131 LAKESIDE - BUILDING IMPROVEMENTS	2014-10-01	76,567	5,317	SL	39 000000000000	1,963	0	0	
PRI - 4123-4131 LAKESIDE - BUILDING IMPROVEMENTS	2015-07-01	150,760	7,570	SL	39 000000000000	3,866	0	0	
PRI - 2900 TECHNOLOGY CT - LAND	2012-07-01	927,870			0 %	0	0	0	
PRI - 2900 TECHNOLOGY CT - BUILDING IMPROVEMENTS	2012-07-01	11,389,439	1,448,016	SL	39 000000000000	292,037	0	0	
PRI - 2900 TECHNOLOGY CT - BUILDING IMPROVEMENTS	2014-01-01	15,886	15,886	SL	39 000000000000	0	0	0	
PRI - 2900 TECHNOLOGY CT - BUILDING IMPROVEMENTS	2013-07-01	52,204	5,299	SL	39 000000000000	1,074	0	0	
PRI - 2900 TECHNOLOGY CT - BUILDING IMPROVEMENTS	2014-07-01	22,856	22,856	SL	39 000000000000	0	0	0	
PRI - 2900 TECHNOLOGY CT - BUILDING IMPROVEMENTS	2015-09-01	102,912	4,728	SL	39 000000000000	2,639	0	0	
PRI - 2900 TECHNOLOGY CT - BUILDING IMPROVEMENTS	2016-07-18	37,125	912	SL	39 000000000000	952	0	0	
PRI - 2900 TECHNOLOGY CT - BUILDING IMPROVEMENTS	2017-04-15	41,877	224	SL	39 000000000000	1,339	0	0	
PRI - 2900 TECHNOLOGY CT - SOLAR PANEL PROJECT	2015-09-01	709,204	63,533	SL	20 000000000000	35,460	0	0	
PRI - 2925 TECHNOLOGY CT - LAND	2016-01-01	1,346,916			0 %	0	0	0	
PRI - 2925 TECHNOLOGY CT - BUILDING	2016-01-01	1,931,817	704,308	SL	4 000000000000	1,227,509	0	0	
PRI - 3043-3055 RESEARCH DR - LAND	2016-01-01	1,036,702			0 %	0	0	0	
PRI - 3043-3055 RESEARCH DR - BUILDING	2016-01-01	2,967,717	432,792	SL	10 000000000000	296,772	0	0	

Description of Property	Date Acquired	Cost or Other Basis	Prior Years' Depreciation	Computation Method	Rate / Life (# of years)	Current Year's Depreciation Expense	Net Investment Income	Adjusted Net Income	Cost of Goods Sold Not Included
PRI - 3043-3055 RESEARCH DR - BUILDING IMPROVEMENTS	2017-03-05	1,153,388	33,641	SL	10 000000000000	115,339	0	0	
PRI - 3043-3055 RESEARCH DR - BUILDING IMPROVEMENTS	2017-03-05	47,489	1,385	SL	10 000000000000	4,749	0	0	
PRI - 3043-3055 RESEARCH DR - BUILDING IMPROVEMENTS	2017-06-15	216,620	903	SL	10 000000000000	21,662	0	0	
PRI - 3055-3075 RESEARCH DR - LAND	2016-01-01	786,508		SL	0 %	0	0	0	
PRI - 3055-3075 RESEARCH DR - BUILDING	2016-01-01	3,513,537	1,280,977	SL	4 000000000000	878,384	0	0	
PRI - 3055-3075 RESEARCH DR - BUILDING IMPROVEMENTS	2016-10-31	25,674	4,546	SL	4 000000000000	6,419	0	0	
PRI - 2930 TECHNOLOGY CT - LAND	2016-01-01	555,028			0 %	0	0	0	
PRI - 4301 LAKESIDE - LAND	2016-01-01	512,305			0 %	0	0	0	
PRI - 4301 LAKESIDE - BUILDING	2016-01-01	2,854,354	1,040,650	SL	4 000000000000	1,813,704	0	0	
PRI - 3033-3095 RICHMOND PARKWAY - LAND	2016-01-01	2,427,340			0 %	0	0	0	
PRI - 2600 HILLTOP DR - LAND	2016-01-01	13,871,597			0 %	0	0	0	
PRI - 4175-4197 LAKESIDE DR - LAND	2017-01-01	1,299,206			0 %	0	0	0	
PRI - 4175-4197 LAKESIDE DR - BUILDING	2017-01-01	6,288,771	1,921,569	SL	0 %	4,367,202	0	0	
PRI - 4075 LAKESIDE DR - LAND	2017-03-31	1,543,685			0 %	0	0	0	
PRI - 4075 LAKESIDE DR - BUILDING	2017-03-31	4,299,005	654,196	SL	0 %	2,242,959	0	0	
PRI - 2975 LAKESIDE DR - LAND	2017-10-13	4,946,204			0 %	0	0	0	
PRI - 2151 APPIAN WAY - LAND	2018-04-19	663,348			0 %	0	0	0	
PRI - 2151 APPIAN WAY - BUILDING	2018-04-19	9,004,940		SL	0 %	938,015	0	0	
PRI - 415-420 3RD ST PITTSBURG - LAND	2017-12-11	9,771,455			0 %	0	0	0	
PRI - EAST 18TH ST ANTIOCH - LAND	2018-02-07	2,022,636			0 %	0	0	0	

Description of Property	Date Acquired	Cost or Other Basis	Prior Years' Depreciation	Computation Method	Rate / Life (# of years)	Current Year's Depreciation Expense	Net Investment Income	Adjusted Net Income	Cost of Goods Sold Not Included
PRI - 595 E 3RD ST PITTSBURG - LAND	2018-03-28	7,015,605			0 %	0	0	0	
PRI - 1699 VINEYARD DR ANTIOCH - LAND	2018-06-11	553,634			0 %	0	0	0	
PRI - 2901 E 18TH ST ANTIOCH - LAND	2018-03-28	3,591,230			0 %	0	0	0	
1700 WEST 4TH ST - LAND	2017-01-01	3,837,100			0 %	0	0	0	
1700 WEST 4TH ST - BUILDING	2017-01-01	13,847,184	1,586,657	SL	4 000000000000	3,461,796	0	0	
4123-4131 LAKESIDE - FURNITURE/EQUIPMENT	2009-07-01	68,330	68,330	SL	5 000000000000	0	0	0	
4123-4131 LAKESIDE - FURNITURE/EQUIPMENT	2010-07-01	14,738	14,738	SL	5 000000000000	0	0	0	
4123-4131 LAKESIDE - FURNITURE/EQUIPMENT	2011-07-01	18,330	18,330	SL	5 000000000000	0	0	0	
4123-4131 LAKESIDE - FURNITURE/EQUIPMENT	2013-07-01	124,270	104,318	SL	5 000000000000	19,154	0	0	
4123-4131 LAKESIDE - FURNITURE/EQUIPMENT	2014-07-01	45,089	26,677	SL	5 000000000000	9,018	0	0	
4123-4131 LAKESIDE - FURNITURE/EQUIPMENT	2016-07-01	78,772	15,763	SL	5 000000000000	15,590	0	0	
4123-4131 LAKESIDE - FURNITURE/EQUIPMENT	2017-04-01	40,224	838	SL	10 000000000000	4,022	0	0	
4123-4131 LAKESIDE - FURNITURE/EQUIPMENT	2017-04-01	775	16	SL	10 000000000000	78	0	0	
4123-4131 LAKESIDE - FURNITURE/EQUIPMENT	2017-10-31	32,759		SL	5 000000000000	4,641	0	0	
SOFTWARE - RAISERS EDGE FOR DEVELOPMENT	2012-07-01	18,407	18,407	SL	5 000000000000	0	0	0	
EQUIPMENT	2017-08-01	390,807		SL	5 000000000000	0	0	0	
BLUME DRIVE - FURNITURE AND EQUIPMENT	2015-09-01	233,964	85,326	SL	5 000000000000	46,328	0	0	
BLUME DRIVE - COMPUTER EQUIPMENT	2015-09-01	291,740	174,234	SL	3 000000000000	97,246	0	0	
BLUME DRIVE - LEASEHOLD IMPROVEMENTS	2015-09-01	121,153	31,009	SL	7 000000000000	17,307	0	0	

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TY 2017 Gain/Loss from Sale of Other Assets Schedule

Name: MAKING WAVES FOUNDATION INC

EIN: 68-0204312

Name	Date Acquired	How Acquired	Date Sold	Purchaser Name	Gross Sales Price	Basis	Basis Method	Sales Expenses	Total (net)	Accumulated Depreciation
BUILDING DISPOSAL/DEMO		PURCHASED			8,802,190	11,650,703		0	-2,848,513	

TY 2017 Investments Corporate Bonds Schedule

Name: MAKING WAVES FOUNDATION INC

EIN: 68-0204312

Investments Corporate Bonds Schedule

Name of Bond	End of Year Book Value	End of Year Fair Market Value
VMFXX FEDERAL MONEY MKT FUND	1,195,225	1,195,225
VTABX TOT INTL BOND IX ADMIRAL	1,331,658	1,331,658
VBTLX TOTAL BOND MKT INDEX ADM	1,503,765	1,503,765

TY 2017 Investments Corporate Stock Schedule**Name:** MAKING WAVES FOUNDATION INC**EIN:** 68-0204312

Name of Stock	End of Year Book Value	End of Year Fair Market Value
LBTYK LIBERTY GLOBAL PLC CL C	95,796	95,796
VFDIX INTER-TERM INVEST-GR ADM	899,714	899,714
VFSUX SHORT-TERM INVEST-GR ADM	582,765	582,765
VTIAX TOT INTL STOCK LX ADMIRAL	4,294,952	4,294,952
VITSX TOTAL STOCK MKT IDX INST	6,908,810	6,908,810

TY 2017 Land, Etc.

Schedule

Name: MAKING WAVES FOUNDATION INC

EIN: 68-0204312

Category / Item	Cost / Other Basis	Accumulated Depreciation	Book Value	End of Year Fair Market Value
PRI - 4123-4131 LAKESIDE - LAND	1,703,423	0	1,703,423	
PRI - 4123-4131 LAKESIDE - BUILDING	4,434,023	1,018,499	3,415,524	
PRI - 4123-4131 LAKESIDE - BUILDING IMPROVEMENTS	8,924,608	2,049,149	6,875,459	
PRI - 4123-4131 LAKESIDE - BUILDING IMPROVEMENTS	33,315	6,786	26,529	
PRI - 4123-4131 LAKESIDE - BUILDING IMPROVEMENTS	419,833	64,995	354,838	
PRI - 4123-4131 LAKESIDE - BUILDING IMPROVEMENTS	76,567	7,280	69,287	
PRI - 4123-4131 LAKESIDE - BUILDING IMPROVEMENTS	150,760	11,436	139,324	
PRI - 2900 TECHNOLOGY CT - LAND	927,870	0	927,870	
PRI - 2900 TECHNOLOGY CT - BUILDING IMPROVEMENTS	11,389,439	1,740,053	9,649,386	
PRI - 2900 TECHNOLOGY CT - BUILDING IMPROVEMENTS	15,886	15,886	0	
PRI - 2900 TECHNOLOGY CT - BUILDING IMPROVEMENTS	52,204	6,373	45,831	
PRI - 2900 TECHNOLOGY CT - BUILDING IMPROVEMENTS	22,856	22,856	0	
PRI - 2900 TECHNOLOGY CT - BUILDING IMPROVEMENTS	102,912	7,367	95,545	
PRI - 2900 TECHNOLOGY CT - BUILDING IMPROVEMENTS	37,125	1,864	35,261	
PRI - 2900 TECHNOLOGY CT - BUILDING IMPROVEMENTS	41,877	1,563	40,314	
PRI - 2900 TECHNOLOGY CT - SOLAR PANEL PROJECT	709,204	98,993	610,211	
PRI - 2925 TECHNOLOGY CT - LAND	1,346,916	0	1,346,916	
PRI - 3043-3055 RESEARCH DR - LAND	1,036,702	0	1,036,702	
PRI - 3043-3055 RESEARCH DR - BUILDING	2,967,717	729,564	2,238,153	
PRI - 3043-3055 RESEARCH DR - BUILDING IMPROVEMENTS	1,153,388	148,980	1,004,408	
PRI - 3043-3055 RESEARCH DR - BUILDING IMPROVEMENTS	47,489	6,134	41,355	
PRI - 3043-3055 RESEARCH DR - BUILDING IMPROVEMENTS	216,620	22,565	194,055	
PRI - 3055-3075 RESEARCH DR - LAND	786,508	0	786,508	
PRI - 3055-3075 RESEARCH DR - BUILDING	3,513,537	2,159,361	1,354,176	
PRI - 3055-3075 RESEARCH DR - BUILDING IMPROVEMENTS	25,674	10,965	14,709	
PRI - 2930 TECHNOLOGY CT - LAND	555,028	0	555,028	
PRI - 4301 LAKESIDE - LAND	512,305	0	512,305	
PRI - 2600 HILLTOP DR - LAND	13,871,597	0	13,871,597	
PRI - 4175-4197 LAKESIDE DR - LAND	1,299,206	0	1,299,206	
PRI - 4075 LAKESIDE DR - LAND	1,543,685	0	1,543,685	

Category / Item	Cost / Other Basis	Accumulated Depreciation	Book Value	End of Year Fair Market Value
PRI - 4075 LAKESIDE DR - BUILDING	4,299,005	2,897,155	1,401,850	
PRI - 2975 LAKESIDE DR - LAND	4,946,204	0	4,946,204	
PRI - 2151 APPIAN WAY - LAND	663,348	0	663,348	
PRI - 2151 APPIAN WAY - BUILDING	9,004,940	938,015	8,066,925	
PRI - 415-420 3RD ST PITTSBURG - LAND	9,771,455	0	9,771,455	
PRI - EAST 18TH ST ANTIOCH - LAND	2,022,636	0	2,022,636	
PRI - 595 E 3RD ST PITTSBURG - LAND	7,015,605	0	7,015,605	
PRI - 1699 VINEYARD DR ANTIOCH - LAND	553,634	0	553,634	
PRI - 2901 E 18TH ST ANTIOCH - LAND	3,591,230	0	3,591,230	
1700 WEST 4TH ST - LAND	3,837,100	0	3,837,100	
1700 WEST 4TH ST - BUILDING	13,847,184	5,048,453	8,798,731	
4123-4131 LAKESIDE - FURNITURE/EQUIPMENT	68,330	68,330	0	
4123-4131 LAKESIDE - FURNITURE/EQUIPMENT	14,738	14,738	0	
4123-4131 LAKESIDE - FURNITURE/EQUIPMENT	18,330	18,330	0	
4123-4131 LAKESIDE - FURNITURE/EQUIPMENT	124,270	123,472	798	
4123-4131 LAKESIDE - FURNITURE/EQUIPMENT	45,089	35,695	9,394	
4123-4131 LAKESIDE - FURNITURE/EQUIPMENT	78,772	31,353	47,419	
4123-4131 LAKESIDE - FURNITURE/EQUIPMENT	40,224	4,860	35,364	
4123-4131 LAKESIDE - FURNITURE/EQUIPMENT	775	94	681	
4123-4131 LAKESIDE - FURNITURE/EQUIPMENT	32,759	4,641	28,118	
SOFTWARE - RAISERS EDGE FOR DEVELOPMENT	18,407	18,407	0	
EQUIPMENT	390,807	0	390,807	
BLUME DRIVE - FURNITURE AND EQUIPMENT	233,964	131,654	102,310	
BLUME DRIVE - COMPUTER EQUIPMENT	291,740	271,480	20,260	
BLUME DRIVE - LEASEHOLD IMPROVEMENTS	121,153	48,316	72,837	

TY 2017 Legal Fees Schedule

Name: MAKING WAVES FOUNDATION INC**EIN:** 68-0204312

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
LEGAL FEES	32,776	0	3,280	29,496

TY 2017 Mortgages and Notes Payable Schedule

Name: MAKING WAVES FOUNDATION INC**EIN:** 68-0204312**Total Mortgage Amount:**

Item No.	1
Lender's Name	TERM LOAN FIRST REPUBLIC
Lender's Title	
Relationship to Insider	NONE
Original Amount of Loan	8,000,000
Balance Due	0
Date of Note	2014-03
Maturity Date	2034-02
Repayment Terms	MONTHLY
Interest Rate	3.80000000000000
Security Provided by Borrower	SECURITIES AND DEPOSIT ACCOUNTS
Purpose of Loan	BUSINESS
Description of Lender Consideration	TERM LOAN
Consideration FMV	
Item No.	1
Lender's Name	TERM LOAN MECHANICS BANK
Lender's Title	
Relationship to Insider	NONE
Original Amount of Loan	6,000,000
Balance Due	0
Date of Note	2009-08
Maturity Date	2019-08
Repayment Terms	MONTHLY
Interest Rate	1.50000000000000
Security Provided by Borrower	4123/4133 LAKESIDE DRIVE
Purpose of Loan	REFINANCE PROPERTY
Description of Lender Consideration	
Consideration FMV	

TY 2017 Other Assets Schedule

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

Description	Beginning of Year - Book Value	End of Year - Book Value	End of Year - Fair Market Value
CONSTRUCTION IN PROGRESS	8,767,390	42,041,441	42,041,441
PROGRAM RELATED INVESTMENTS	87,273,998	87,601,092	87,601,092
PROGRAM RELATED INVESTMENTS		-87,601,092	-87,601,092

TY 2017 Other Decreases Schedule

Name: MAKING WAVES FOUNDATION INC

EIN: 68-0204312

Description	Amount
PRIOR YEAR DEPRECIATION EXP AJD - BOOK TO TAX	6,537,069

TY 2017 Other Expenses Schedule

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

Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
OFFICE EXPENSES	823,912	0	0	823,912
INSURANCE	199,865	0	23,594	176,271
ADVERTISING AND PROMOTION	97,391	0	0	97,391
INFORMATION TECHNOLOGY	290,945	0	0	290,945
DIRECT PROGRAM SERVICE EXPENSE	2,162,668	0	0	2,162,668
SECURITY	86,128	0	13,479	72,649
ALL OTHER EXPENSES	80,857	0	0	80,857

TY 2017 Other Income Schedule**Name:** MAKING WAVES FOUNDATION INC**EIN:** 68-0204312**Other Income Schedule**

Description	Revenue And Expenses Per Books	Net Investment Income	Adjusted Net Income
RENTAL INCOME	1,298,306		1,298,306
RENTAL INCOME	1,754,505		1,754,505
CHARTER SCHOOL SUPPORT SERVICES	117,075		117,075
MISCELLANEOUS REVENUE	9,000		9,000

TY 2017 Other Increases Schedule

Name: MAKING WAVES FOUNDATION INC

EIN: 68-0204312

Description	Amount
UNREALIZED GAIN	860,209

TY 2017 Other Liabilities Schedule

Name: MAKING WAVES FOUNDATION INC**EIN:** 68-0204312

Description	Beginning of Year - Book Value	End of Year - Book Value
ACCRUED LIABILITIES	109,075	420,283

TY 2017 Other Professional Fees Schedule

Name: MAKING WAVES FOUNDATION INC**EIN:** 68-0204312

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
RECRUITMENT	121,845	0	0	121,845
PAYROLL PROCESSING FEES	18,869	0	0	18,869
PROFESSIONAL FUNDRAISING SERVICES	3,000	0	0	3,000
PROFESSIONAL FEES OTHER	364,501	0	0	364,501

TY 2017 Taxes Schedule

Name: MAKING WAVES FOUNDATION INC**EIN:** 68-0204312

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
EXCISE TAX	15,000	0	0	0
OTHER TAXES	825	0	0	0

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

OMB No 1545-0047

► Attach to Form 990, 990-EZ, or 990-PF
 ► Information about Schedule B (Form 990, 990-EZ, or 990-PF) and its instructions is at
www.irs.gov/form990

2017
Name of the organization
 MAKING WAVES FOUNDATION INC

Employer identification number
 68-0204312
Organization type (check one)**Filers of:** **Section:**

Form 990 or 990-EZ

501(c)() (enter number) organization
 4947(a)(1) nonexempt charitable trust **not** treated as a private foundation
 527 political organization

Form 990-PF

501(c)(3) exempt private foundation
 4947(a)(1) nonexempt charitable trust treated as a private foundation
 501(c)(3) taxable private foundation

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

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

Special Rules

For an organization described in section 501(c)(3) filing Form 990 or 990-EZ that met the 33¹ 3% support test of the regulations under sections 509(a)(1) and 170(b)(1)(A)(vi), that checked Schedule A (Form 990 or 990-EZ), Part II, line 13, 16a, or 16b, and that received from any one contributor, during the year, total contributions of the greater of (1) \$5,000 or (2) 2% of the amount on (i) Form 990, Part VIII, line 1h, or (ii) Form 990-EZ, line 1. Complete Parts I and II.

For an organization described in section 501(c)(7), (8), or (10) filing Form 990 or 990-EZ that received from any one contributor, during the year, total contributions of more than \$1,000 *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).

Name of organization MAKING WAVES FOUNDATION INC		Employer identification number 68-0204312	
Part I Contributors (See Instructions) Use duplicate copies of Part I if additional space is needed			
(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
—	See Additional Data Table	\$ _____	<input type="checkbox"/> Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <small>(Complete Part II for noncash contribution)</small>
—		\$ _____	<input type="checkbox"/> Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <small>(Complete Part II for noncash contribution)</small>
—		\$ _____	<input type="checkbox"/> Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <small>(Complete Part II for noncash contribution)</small>
—		\$ _____	<input type="checkbox"/> Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <small>(Complete Part II for noncash contribution)</small>
—		\$ _____	<input type="checkbox"/> Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <small>(Complete Part II for noncash contribution)</small>
—		\$ _____	<input type="checkbox"/> Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <small>(Complete Part II for noncash contribution)</small>
—		\$ _____	<input type="checkbox"/> Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <small>(Complete Part II for noncash contribution)</small>
—		\$ _____	<input type="checkbox"/> Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <small>(Complete Part II for noncash contribution)</small>
—		\$ _____	<input type="checkbox"/> Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <small>(Complete Part II for noncash contribution)</small>
—		\$ _____	<input type="checkbox"/> Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <small>(Complete Part II for noncash contribution)</small>
—		\$ _____	<input type="checkbox"/> Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <small>(Complete Part II for noncash contribution)</small>

Name of organization MAKING WAVES FOUNDATION INC		Employer identification number 68-0204312	
Part II Noncash Property <small>(See instructions) Use duplicate copies of Part II if additional space is needed</small>			
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (See instructions)	(d) Date received
4	STOCK DONATION	\$ 102,060	2018-06-30
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (See instructions)	(d) Date received
6	STOCK DONATION	\$ 988,627	2018-06-30
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (See instructions)	(d) Date received
13	STOCK DONATION	\$ 101,664	2018-06-30
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (See instructions)	(d) Date received
34	STOCK DONATION	\$ 501,709	2018-06-30
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (See instructions)	(d) Date received
		\$	
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (See instructions)	(d) Date received
		\$	

Name of organization
MAKING WAVES FOUNDATION INC

Employer identification number

68-0204312

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

(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held
		<p data-bbox="739 415 923 431">(e) Transfer of gift</p> <p data-bbox="274 437 680 454">Transferee's name, address, and ZIP 4</p> <p data-bbox="902 437 1294 454">Relationship of transferor to transferee</p>	
(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held
		<p data-bbox="739 695 923 713">(e) Transfer of gift</p> <p data-bbox="274 719 680 736">Transferee's name, address, and ZIP 4</p> <p data-bbox="902 719 1294 736">Relationship of transferor to transferee</p>	
(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held
		<p data-bbox="739 967 923 983">(e) Transfer of gift</p> <p data-bbox="274 995 680 1012">Transferee's name, address, and ZIP 4</p> <p data-bbox="902 995 1294 1012">Relationship of transferor to transferee</p>	
(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held
		<p data-bbox="739 1238 923 1253">(e) Transfer of gift</p> <p data-bbox="274 1265 680 1282">Transferee's name, address, and ZIP 4</p> <p data-bbox="902 1265 1294 1282">Relationship of transferor to transferee</p>	

Additional Data

Software ID:

Software Version:

EIN: 68-0204312

Name: MAKING WAVES FOUNDATION INC

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

(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
1	2311 CORPORATION 3045 RESEARCH DRIVE RICHMOND, CA94806	\$ 40,000	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contribution)
2	ALICIA MALET KLEIN 3045 RESEARCH DRIVE RICHMOND, CA94806	\$ 10,000	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contribution)
3	ALLEN MATKINS 3045 RESEARCH DRIVE RICHMOND, CA94806	\$ 5,000	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contribution)
4	BRIAN SCULLY 3045 RESEARCH DRIVE RICHMOND, CA94806	\$ 102,060	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input checked="" type="checkbox"/> (Complete Part II for noncash contribution)
5	DANA & ROBERT EMERY 3045 RESEARCH DRIVE RICHMOND, CA94806	\$ 10,000	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contribution)
6	DAVID BONDERMAN 3045 RESEARCH DRIVE RICHMOND, CA94806	\$ 988,627	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input checked="" type="checkbox"/> (Complete Part II for noncash contribution)

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

(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
7	DAVIDSON FAMILY FOUNDATION 3045 RESEARCH DRIVE RICHMOND, CA94806	\$ 25,000	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contribution)
8	DODGE & COX 3045 RESEARCH DRIVE RICHMOND, CA94806	\$ 20,000	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contribution)
9	FIDELITY CHARITABLE 3045 RESEARCH DRIVE RICHMOND, CA94806	\$ 5,250	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contribution)
10	HAZEL FOUNDATION 3045 RESEARCH DRIVE RICHMOND, CA94806	\$ 5,000	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contribution)
11	HORATIO ALGER ASSOCIATION 3045 RESEARCH DRIVE RICHMOND, CA94806	\$ 602,115	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contribution)
12	JEFFERSON PARKS LLC 3045 RESEARCH DRIVE RICHMOND, CA94806	\$ 5,048	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contribution)

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

(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
13	JOHN L SCULLY 3045 RESEARCH DRIVE RICHMOND, CA94806	\$ 101,664	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input checked="" type="checkbox"/> (Complete Part II for noncash contribution)
14	JON AMBROSE 3045 RESEARCH DRIVE RICHMOND, CA94806	\$ 5,000	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contribution)
15	KIM SUMMERS-SILVA 3045 RESEARCH DRIVE RICHMOND, CA94806	\$ 17,000	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contribution)
16	KRISTIN ANN HITE 3045 RESEARCH DRIVE RICHMOND, CA94806	\$ 5,000	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contribution)
17	KURT & TAMRA MOBLEY 3045 RESEARCH DRIVE RICHMOND, CA94806	\$ 20,000	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contribution)
18	MICHAEL & ANN PARKER 3045 RESEARCH DRIVE RICHMOND, CA94806	\$ 5,000	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contribution)

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

(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
19	MIKE YUEN 3045 RESEARCH DRIVE RICHMOND, CA94806	\$ 5,000	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contribution)
20	MORRISON & FOERSTER 3045 RESEARCH DRIVE RICHMOND, CA94806	\$ 65,000	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contribution)
21	PARKER DEBORAH & JONATHAN 3045 RESEARCH DRIVE RICHMOND, CA94806	\$ 5,000	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contribution)
22	PAYETTE RIVER FOUNDATION 3045 RESEARCH DRIVE RICHMOND, CA94806	\$ 200,000	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contribution)
23	RANDOM WALK INVESTMENT LLC 3045 RESEARCH DRIVE RICHMOND, CA94806	\$ 47,155	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contribution)
24	ROBERT & RUTH HALPERIN FOUNDATION 3045 RESEARCH DRIVE RICHMOND, CA94806	\$ 50,000	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contribution)

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

(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
25	ROCK ARTHUR & TONI REMBE 3045 RESEARCH DRIVE RICHMOND, CA94806	\$ 250,000	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contribution)
26	RON & MARY COHAN 3045 RESEARCH DRIVE RICHMOND, CA94806	\$ 25,000	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contribution)
27	RYAN J STUART & SARAH WRIGHT 3045 RESEARCH DRIVE RICHMOND, CA94806	\$ 10,000	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contribution)
28	SCHWAB CHARITABLE FUND 3045 RESEARCH DRIVE RICHMOND, CA94806	\$ 73,000	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contribution)
29	SCULLY 1994 FAMILY TRUST NO 2 3045 RESEARCH DRIVE RICHMOND, CA94806	\$ 23,500,000	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contribution)
30	SCULLY MEMORIAL FOUNDATION 3045 RESEARCH DRIVE RICHMOND, CA94806	\$ 1,335,830	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contribution)

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

(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
31	STANFORD UNIVERSITY 3045 RESEARCH DRIVE RICHMOND, CA94806	\$ 7,750	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contribution)
32	STEPHANIE & GEORGE TENET 3045 RESEARCH DRIVE RICHMOND, CA94806	\$ 5,000	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contribution)
33	STUDIO BONDY ARCHITECTURE 3045 RESEARCH DRIVE RICHMOND, CA94806	\$ 5,000	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contribution)
34	SUZANNE DUCA 3045 RESEARCH DRIVE RICHMOND, CA94806	\$ 501,709	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input checked="" type="checkbox"/> (Complete Part II for noncash contribution)
35	THE CHICAGO COMMUNITY FOUNDATION 3045 RESEARCH DRIVE RICHMOND, CA94806	\$ 10,000	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contribution)
36	VANGUARD CHARITABLE 3045 RESEARCH DRIVE RICHMOND, CA94806	\$ 5,000	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contribution)

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

(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
37	WESTERN ALLIANCE BANCORPORATION 3045 RESEARCH DRIVE RICHMOND, CA 94806	\$ 10,000	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contribution)
38	ZALEC FAMILIAN & LILIAN FOUNDATION 3045 RESEARCH DRIVE RICHMOND, CA 94806	\$ 10,000	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contribution)