

For calendar year 2018, or tax year beginning 01-01-2018, and ending 12-31-2018

Name of foundation QUEST FOUNDATION		A Employer identification number 20-1844715	
Number and street (or P O box number if mail is not delivered to street address) PO BOX 339		Room/suite	B Telephone number (see instructions) (925) 743-1925
City or town, state or province, country, and ZIP or foreign postal code DANVILLE, CA 94526		C If exemption application is pending, check here ☐	
G Check all that apply ☐ Initial return ☐ Final return ☐ Address change		D 1. Foreign organizations, check here ☐ 2 Foreign organizations meeting the 85% test, check here and attach computation ☐	
Initial return of a former public charity ☐ Amended return ☐ Name change ☐		E If private foundation status was terminated under section 507(b)(1)(A), check here ☐	
H Check type of organization ☒ Section 501(c)(3) exempt private foundation ☐ Section 4947(a)(1) nonexempt charitable trust ☐ Other taxable private foundation		F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here ☐	
I Fair market value of all assets at end of year (from Part II, col (c), line 16) \$ 93,787,314		J Accounting method ☐ Cash ☒ Accrual ☐ Other (specify) <u>(Part I, column (d) must be on cash basis)</u>	

Part I Analysis of Revenue and Expenses (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see instructions))		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
Revenue	1 Contributions, gifts, grants, etc , received (attach schedule)	2,198,890			
	2 Check ☐ if the foundation is not required to attach Sch B				
	3 Interest on savings and temporary cash investments	195,244	190,958		
	4 Dividends and interest from securities . . .	2,031,077	1,995,039		
	5a Gross rents				
	b Net rental income or (loss)				
	6a Net gain or (loss) from sale of assets not on line 10	4,060,896			
	b Gross sales price for all assets on line 6a <u>30,164,256</u>				
	7 Capital gain net income (from Part IV, line 2) . . .		5,100,703		
	8 Net short-term capital gain				
	9 Income modifications				
	10a Gross sales less returns and allowances				
Operating and Administrative Expenses	b Less Cost of goods sold				
	c Gross profit or (loss) (attach schedule)				
	11 Other income (attach schedule)				
	12 Total. Add lines 1 through 11	8,486,107	7,286,700		
	13 Compensation of officers, directors, trustees, etc	205,984	20,598		185,386
	14 Other employee salaries and wages	20,442	0		23,439
	15 Pension plans, employee benefits				
	16a Legal fees (attach schedule)				
	b Accounting fees (attach schedule)	59,014	29,507		27,774
	c Other professional fees (attach schedule)	396,661	396,661		0
	17 Interest				
	18 Taxes (attach schedule) (see instructions) . . .	136,122	23,205		10
	19 Depreciation (attach schedule) and depletion . . .				
	20 Occupancy	50,093	5,009		4,410
	21 Travel, conferences, and meetings	6,659	0		1,331
	22 Printing and publications				
	23 Other expenses (attach schedule)	11,067	0		6,689
	24 Total operating and administrative expenses. Add lines 13 through 23	886,042	474,980		249,039
	25 Contributions, gifts, grants paid	5,917,030			6,884,051
	26 Total expenses and disbursements. Add lines 24 and 25	6,803,072	474,980		7,133,090
	27 Subtract line 26 from line 12				
	a Excess of revenue over expenses and disbursements	1,683,035			
	b Net investment income (if negative, enter -0-)		6,811,720		
c Adjusted net income (if negative, enter -0-)					

Part II Balance Sheets		Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions.)		
		Beginning of year	End of year	
		(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1 Cash—non-interest-bearing	526,779	662,605	662,605
	2 Savings and temporary cash investments	2,255,034	2,473,067	2,473,067
	3 Accounts receivable ▶ _____ Less allowance for doubtful accounts ▶ _____			
	4 Pledges receivable ▶ _____ Less allowance for doubtful accounts ▶ _____			
	5 Grants receivable			
	6 Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see instructions)			
	7 Other notes and loans receivable (attach schedule) ▶ _____ 93,625 Less allowance for doubtful accounts ▶ _____ 0	92,356	93,625	93,625
	8 Inventories for sale or use			
	9 Prepaid expenses and deferred charges			
	10a Investments—U S and state government obligations (attach schedule)			
	b Investments—corporate stock (attach schedule)	37,190,825	34,065,710	34,065,710
	c Investments—corporate bonds (attach schedule)	20,471,874	31,561,197	31,561,197
	11 Investments—land, buildings, and equipment basis ▶ _____ Less accumulated depreciation (attach schedule) ▶ _____			
	12 Investments—mortgage loans			
	13 Investments—other (attach schedule)	41,276,405	24,836,104	24,836,104
	14 Land, buildings, and equipment basis ▶ _____ Less accumulated depreciation (attach schedule) ▶ _____			
15 Other assets (describe ▶ _____)	270,998	95,006	95,006	
16 Total assets (to be completed by all filers—see the instructions Also, see page 1, item I)	102,084,271	93,787,314	93,787,314	
Liabilities	17 Accounts payable and accrued expenses	87,062	258,315	
	18 Grants payable	1,881,270	914,248	
	19 Deferred revenue			
	20 Loans from officers, directors, trustees, and other disqualified persons			
	21 Mortgages and other notes payable (attach schedule)			
	22 Other liabilities (describe ▶ _____)	341,000	157,000	
	23 Total liabilities (add lines 17 through 22)	2,309,332	1,329,563	
Net Assets or Fund Balances	Foundations that follow SFAS 117, check here ☒ and complete lines 24 through 26 and lines 30 and 31.			
	24 Unrestricted	99,774,939	92,457,751	
	25 Temporarily restricted			
	26 Permanently restricted			
	Foundations that do not follow SFAS 117, check here ☐ and complete lines 27 through 31.			
	27 Capital stock, trust principal, or current funds			
	28 Paid-in or capital surplus, or land, bldg , and equipment fund			
	29 Retained earnings, accumulated income, endowment, or other funds			
	30 Total net assets or fund balances (see instructions)	99,774,939	92,457,751	
31 Total liabilities and net assets/fund balances (see instructions) .	102,084,271	93,787,314		

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	99,774,939
2 Enter amount from Part I, line 27a	2	1,683,035
3 Other increases not included in line 2 (itemize) ▶ _____	3	184,000
4 Add lines 1, 2, and 3	4	101,641,974
5 Decreases not included in line 2 (itemize) ▶ _____	5	9,184,223
6 Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30 .	6	92,457,751

Part IV Capital Gains and Losses for Tax on Investment Income

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

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

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

2 Capital gain net income or (net capital loss) { If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7 }	2	5,100,703
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6) If gain, also enter in Part I, line 8, column (c) (see instructions) If (loss), enter -0- in Part I, line 8 { }	3	

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

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

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

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



Yes



No

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

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

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col (b) divided by col (c))
2017	5,528,590	97,120,381	0 056925
2016	5,270,380	91,505,610	0 057596
2015	4,592,482	93,157,389	0 049298
2014	4,282,786	92,310,900	0 046395
2013	4,068,829	88,202,769	0 046130

2 Total of line 1, column (d)	2	0 256344
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	0 051269
4 Enter the net value of noncharitable-use assets for 2018 from Part X, line 5	4	98,647,284
5 Multiply line 4 by line 3	5	5,057,548
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	68,117
7 Add lines 5 and 6	7	5,125,665
8 Enter qualifying distributions from Part XII, line 4	8	7,133,090

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

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

1a	Exempt operating foundations described in section 4940(d)(2), check here ☐ and enter "N/A" on line 1 Date of ruling or determination letter _____ (attach copy of letter if necessary—see instructions)		
b	Domestic foundations that meet the section 4940(e) requirements in Part V, check here ☒ and enter 1% of Part I, line 27b	1	68,117
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	68,117
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	68,117
6	Credits/Payments		
a	2018 estimated tax payments and 2017 overpayment credited to 2018	6a	127,798
b	Exempt foreign organizations—tax withheld at source	6b	
c	Tax paid with application for extension of time to file (Form 8868)	6c	30,000
d	Backup withholding erroneously withheld	6d	0
7	Total credits and payments. Add lines 6a through 6d.	7	157,798
8	Enter any penalty for underpayment of estimated tax. Check here ☐ if Form 2220 is attached	8	0
9	Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed ▶	9	
10	Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid ▶	10	89,681
11	Enter the amount of line 10 to be Credited to 2019 estimated tax ▶ 89,681 Refunded ▶	11	0

Part VII-A Statements Regarding Activities

		Yes	No
1a	During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?	1a	No
b	Did it spend more than \$100 during the year (either directly or indirectly) for political purposes? (see Instructions for definition). 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	1b	No
c	Did the foundation file Form 1120-POL for this year?	1c	No
d	Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year (1) On the foundation ▶ \$ _____ 0 (2) On foundation managers ▶ \$ _____ 0		
e	Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers ▶ \$ _____ 0		
2	Has the foundation engaged in any activities that have not previously been reported to the IRS? If "Yes," attach a detailed description of the activities	2	No
3	Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? If "Yes," attach a conformed copy of the changes	3	No
4a	Did the foundation have unrelated business gross income of \$1,000 or more during the year?	4a	No
b	If "Yes," has it filed a tax return on Form 990-T for this year?	4b	
5	Was there a liquidation, termination, dissolution, or substantial contraction during the year? If "Yes," attach the statement required by General Instruction T	5	No
6	Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	6	Yes
7	Did the foundation have at least \$5,000 in assets at any time during the year? If "Yes," complete Part II, col (c), and Part XV	7	Yes
8a	Enter the states to which the foundation reports or with which it is registered (see instructions) ▶ CA		
b	If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by General Instruction G? If "No," attach explanation .	8b	Yes
9	Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2018 or the taxable year beginning in 2018? See the instructions for Part XIV. If "Yes," complete Part XIV	9	No
10	Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses	10	No

Part VII-A Statements Regarding Activities (continued)

11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule. See instructions.	11		No
12	Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement. See instructions.	12		No
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address ► N/A	13	Yes	
14	The books are in care of ► DEREK JERNSTEDT Telephone no ► (925) 743-1925			

Located at **►** PO BOX 339 DANVILLE CAZIP+4 **►** 94526

15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 —check here ► ☐			
	and enter the amount of tax-exempt interest received or accrued during the year ► 15			
16	At any time during calendar year 2018, 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
	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.**

		Yes	No
1a	During the year did the foundation (either directly or indirectly)		
	(1) Engage in the sale or exchange, or leasing of property with a disqualified person? ☐ Yes ☒ No		
	(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? ☐ Yes ☒ No		
	(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? ☐ Yes ☒ No		
	(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? ☒ Yes ☐ No		
	(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)? ☐ Yes ☒ No		
	(6) Agree to pay money or property to a government official? (Exception. Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days). ☐ Yes ☒ No		
b	If any answer is "Yes" to 1a(1)–(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance? See instructions. ☐	1b	No
c	Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2018? ☐	1c	No
2	Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5))		
a	At the end of tax year 2018, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2018? ☐ Yes ☒ No If "Yes," list the years ► 20____, 20____, 20____, 20____		
b	Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement—see instructions). ☐	2b	
c	If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here ► 20____, 20____, 20____, 20____		
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? ☐ Yes ☒ No		
b	If "Yes," did it have excess business holdings in 2018 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 2018). ☐	3b	
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a	No
b	Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2018?	4b	No

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

5a	During the year did the foundation pay or incur any amount to		Yes	No
(1)	Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))?	☐ Yes ☒ No		
(2)	Influence the outcome of any specific public election (see section 4955), or to carry on, directly or indirectly, any voter registration drive?	☐ Yes ☒ No		
(3)	Provide a grant to an individual for travel, study, or other similar purposes?	☐ Yes ☒ No		
(4)	Provide a grant to an organization other than a charitable, etc., organization described in section 4945(d)(4)(A)? See instructions.	☐ Yes ☒ No		
(5)	Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals?	☐ Yes ☒ No		
b	If any answer is "Yes" to 5a(1)–(5), did any of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance? See instructions.		5b	
	Organizations relying on a current notice regarding disaster assistance check here.	☐		
c	If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant? If "Yes," attach the statement required by Regulations section 53.4945–5(d)	☐ Yes ☐ No		
6a	Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract?	☐ Yes ☒ No	6b	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			
7a	At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction?	☐ Yes ☒ No	7b	
b	If yes, did the foundation receive any proceeds or have any net income attributable to the transaction?			
8	Is the foundation subject to the section 4960 tax on payment(s) of more than \$1,000,000 in remuneration or excess parachute payment during the year?	☐ Yes ☒ No		

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

1 List all officers, directors, trustees, foundation managers and their compensation. See instructions				
(a) Name and address	(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 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	(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
NONE				
Total number of other employees paid over \$50,000.				0

Part VIII Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors *(continued)*

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

(a) Name and address of each person paid more than \$50,000	(b) Type of service	(c) Compensation
NONE		
Total number of others receiving over \$50,000 for professional services.		0

Part IX-A Summary of Direct Charitable Activities

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

	Expenses
1	
2	
3	
4	

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

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

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

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes		
a	Average monthly fair market value of securities.	1a	97,584,148
b	Average of monthly cash balances.	1b	2,565,379
c	Fair market value of all other assets (see instructions).	1c	0
d	Total (add lines 1a, b, and c).	1d	100,149,527
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	100,149,527
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions).	4	1,502,243
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4.	5	98,647,284
6	Minimum investment return. Enter 5% of line 5.	6	4,932,364

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	4,932,364
2a	Tax on investment income for 2018 from Part VI, line 5.	2a	68,117
b	Income tax for 2018 (This does not include the tax from Part VI).	2b	
c	Add lines 2a and 2b.	2c	68,117
3	Distributable amount before adjustments. Subtract line 2c from line 1.	3	4,864,247
4	Recoveries of amounts treated as qualifying distributions.	4	0
5	Add lines 3 and 4.	5	4,864,247
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	4,864,247

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	7,133,090
b	Program-related investments—total from Part IX-B.	1b	0
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes.	2	
3	Amounts set aside for specific charitable projects that satisfy the		
a	Suitability test (prior IRS approval required).	3a	
b	Cash distribution test (attach the required schedule).	3b	
4	Qualifying distributions. Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4.	4	7,133,090
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	68,117
6	Adjusted qualifying distributions. Subtract line 5 from line 4.	6	7,064,973

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 2017	(c) 2017	(d) 2018
1 Distributable amount for 2018 from Part XI, line 7				4,864,247
2 Undistributed income, if any, as of the end of 2018				
a Enter amount for 2017 only.			2,707,957	
b Total for prior years 20____, 20____, 20____		0		
3 Excess distributions carryover, if any, to 2018				
a From 2013.				
b From 2014.				
c From 2015.				
d From 2016.				
e From 2017.				
f Total of lines 3a through e.	0			
4 Qualifying distributions for 2018 from Part XII, line 4 ▶ \$ 7,133,090				
a Applied to 2017, but not more than line 2a			2,707,957	
b Applied to undistributed income of prior years (Election required—see instructions).		0		
c Treated as distributions out of corpus (Election required—see instructions).	0			
d Applied to 2018 distributable amount.				4,425,133
e Remaining amount distributed out of corpus	0			
5 Excess distributions carryover applied to 2018 (If an amount appears in column (d), the same amount must be shown in column (a))	0			0
6 Enter the net total of each column as indicated below:				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5	0			
b Prior years' undistributed income Subtract line 4b from line 2b		0		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed.		0		
d Subtract line 6c from line 6b Taxable amount—see instructions		0		
e Undistributed income for 2017 Subtract line 4a from line 2a Taxable amount—see instructions			0	
f Undistributed income for 2018 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2019				439,114
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (Election may be required - see instructions).	0			
8 Excess distributions carryover from 2013 not applied on line 5 or line 7 (see instructions).	0			
9 Excess distributions carryover to 2019. Subtract lines 7 and 8 from line 6a	0			
10 Analysis of line 9				
a Excess from 2014.				
b Excess from 2015.				
c Excess from 2016.				
d Excess from 2017.				
e Excess from 2018.				

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 2018, enter the date of the ruling. ▶					
b Check box to indicate whether the organization is a private operating foundation described in section ☐ 4942(j)(3) or ☐ 4942(j)(5)					
2a Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed	Tax year	Prior 3 years			(e) Total
	(a) 2018	(b) 2017	(c) 2016	(d) 2015	
b 85% of line 2a					
c Qualifying distributions from Part XII, line 4 for each year listed					
d Amounts included in line 2c not used directly for active conduct of exempt activities					
e Qualifying distributions made directly for active conduct of exempt activities. Subtract line 2d from line 2c					
3 Complete 3a, b, or c for the alternative test relied upon					
a "Assets" alternative test—enter					
(1) Value of all assets					
(2) Value of assets qualifying under section 4942(j)(3)(B)(i)					
b "Endowment" alternative test— enter 2/3 of minimum investment return shown in Part X, line 6 for each year listed. . .					
c "Support" alternative test—enter					
(1) Total support other than gross investment income (interest, dividends, rents, payments on securities loans (section 512(a)(5)), or royalties)					
(2) Support from general public and 5 or more exempt organizations as provided in section 4942(j)(3)(B)(iii). . . .					
(3) Largest amount of support from an exempt organization					
(4) Gross investment income					

Part XV Supplementary Information (Complete this part only if the foundation 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)) DOROTHY JERNSTEDT	
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. to individuals or organizations under other conditions, complete items 2a, b, c, and d. See instructions.	
a The name, address, and telephone number or email address of the person to whom applications should be addressed	
b The form in which applications should be submitted and information and materials they should include	
c Any submission deadlines	
d Any restrictions or limitations on awards, such as by geographical areas, charitable fields, kinds of institutions, or other factors	

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

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

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 (See instructions)
		(a) Business code	(b) Amount	(c) Exclusion 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				14	195,244	
4 Dividends and interest from securities. . . .				14	2,031,077	
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	4,060,896	
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). .			0		6,287,217	0
13 Total. Add line 12, columns (b), (d), and (e). (See worksheet in line 13 instructions to verify calculations)				13		6,287,217

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

[illegible]

Part XVII

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

[illegible]

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

described in section 501(c) (other than section 501(c)(3)) or in section 527? ☐ Yes ☒ No

b If "Yes," complete the following schedule

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

Sign Here ***** _____ Signature of officer or trustee	2019-11-11 _____ Date	***** _____ Title
--	--	--

May the IRS discuss this return with the preparer shown below

(see instr)? ☒ **Yes** ☐ **No**

Paid Preparer Use Only	MATTHEW PETROSKI		2019-11-11		
	Firm's name ► ARMANINO LLP				Firm's EIN ► 94-6214841
	Firm's address ► 12657 ALCOSTA BLVD STE 500 SAN RAMON, CA 945834600				Phone no (925) 790-2600

May the IRS discuss this return with the preparer shown below

(see instr)? ☒ Yes ☐ No

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

List and describe the kind(s) of property sold (e g , real estate, (a) 2-story brick warehouse, or common stock, 200 shs MLC Co)		(b) How acquired P—Purchase D—Donation	(c) Date acquired (mo , day, yr)	(d) Date sold (mo , day, yr)
1	BERNSTEIN	P		
1	BROWN BROTHERS HARRIMAN	P		
	DODGE & COX	P		
	JP MORGAN	P		
	MORGAN STANLEY	P		
	CHARLES SCHWAB	P		
	CAPITAL GAINS DIVIDENDS	P		

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

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
2,325,551		1,889,462	436,089
559,306		298,659	260,647
4,225,918		2,124,350	2,101,568
12,306,979		11,562,247	744,732
1,927,771		1,460,372	467,399
8,384,293		7,728,463	655,830
434,438			434,438

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

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
			436,089
			260,647
			2,101,568
			744,732
			467,399
			655,830
			434,438

Form 990PF Part VIII Line 1 - List all officers, directors, trustees, foundation managers and their compensation				
(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
DEREK JERNSTEDT	EXECUTIVE DIRECTOR 32 00	181,067	0	0
PO BOX 339 DANVILLE, CA 94526				
MYLA LARA	FOUNDATION MANAGER 9 00	23,439	0	0
PO BOX 339 DANVILLE, CA 94526				
JACI JERNSTEDT	ASST FNDN MNGR 15 00	24,918	0	0
PO BOX 339 DANVILLE, CA 94526				
JENNIFER JERNSTEDT	ASST SEC/AUD COMM 2 00	0	0	0
PO BOX 339 DANVILLE, CA 94526				
DOROTHY JERNSTEDT	PRESIDENT/DIRECTOR 2 00	0	0	0
PO BOX 339 DANVILLE, CA 94526				
RICHARD BECHER	CFO/DIRECTOR 2 00	0	0	0
PO BOX 339 DANVILLE, CA 94526				

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
ACE CHARTER SCHOOL 1100 SHASTA AVENUE 250 SAN JOSE, CA 25126	NONE	PC	COLLEGE READINESS PROGRAM FOR FIRST-GENERATION STUDENTS	50,000
ACORN WOODLAND ELEMENTARY 1025 81ST AVENUE OAKLAND, CA 94621	NONE	PC	FOR OPERATIONAL SUPPORT	26,381
AIM HIGH FOR HIGH SCHOOL PO BOX 410715 SAN FRANCISCO, CA 94141	NONE	PC	AIM HIGH SUMMER LEARNING PROGRAM	80,000
Total ▶ 3a				6,884,051

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
ALAMEDA EDUCATION FOUNDATION PO BOX 1363 ALAMEDA, CA 94501	NONE	PC	ALAMEDA EDUCATION FOUNDATION MIDDLE SCHOOL SPORTS PROGRAM	6,413
ALTERNATIVES IN ACTION 3666 GRAND AVE SUITE A OAKLAND, CA 94610	NONE	PC	FOR OPERATIONAL SUPPORT	16,390
AMERICA SCORES BAY AREA 1610 HARRISON STREET SAN FRANCISCO, CA 94103	NONE	PC	AMERICA SCORES BAY AREA	25,000
Total ▶ 3a				6,884,051

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
ASANTE AFRICA FOUNDATION 337 17TH ST SUITE 217 OAKLAND, CA 94612	NONE	PC	FOR OPERATIONAL SUPPORT	25,000
ASPIRE EDUCATION PROJECT 1721 BROADWAY SUITE 201 OAKLAND, CA 94612	NONE	PC	COMMUNITY READING BUDDIES 2018	17,480
ASSISTANCE LEAGUE OF DIABLO VALLEY 2711 BUENA VISTA AVENUE WALNUT CREEK, CA 94597	NONE	PC	OPERATION SCHOOL BELL	25,000
Total ▶ 3a				6,884,051

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
ASSISTANCE LEAGUE OF EUGENE 1149 WILLAMETTE STREET EUGENE, OR 97401	NONE	PC	FOR OPERATIONAL SUPPORT	24,000
ASSISTANCE LEAGUE OF OMAHA 3569 LEAVENWORTH OMAHA, NE 68105	NONE	PC	OPERATION SCHOOL BELL	25,000
AURUM PREPARATORY ACADEMY 1034 66TH AVENUE OAKLAND, CA 94621	NONE	PC	START UP ASSISTANCE	10,000
Total ▶ 3a				6,884,051

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
BAY AREA COMMUNITY RESOURCES 3219 PIERCE ST RICHMOND, CA 94804	NONE	PC	FOR OPERATIONAL SUPPORT	80,500
BAY AREA WOMEN'S SPORTS INITIATIVE 1922 THE ALAMEDA SUITE 420 SAN JOSE, CA 95126	NONE	PC	FOR OPERATIONAL SUPPORT	20,000
BAYVIEW HUNTERS POINT YMCA 1601 LANE STREET SAN FRANCISCO, CA 94124	NONE	PC	FOR OPERATIONAL SUPPORT	36,800
Total ► 3a				6,884,051

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
BERKELEY MUSIC GROUP 2036 UNIVERSITY AVE BERKELEY, CA 94704	NONE	PC	CONCERT CAREER PATHWAYS PROGRAM	17,500
BIG BROTHER BIG SISTER BAY AREA 649 MISSION STREET 5TH FLOOR SAN FRANCISCO, CA 94105	NONE	PC	FOR OPERATIONAL SUPPORT	30,000
BIG SKY YOUTH EMPOWERMENT PO BOX 6757 BOZEMAN, MT 59771	NONE	PC	BIG SKY YOUTH EMPOWERMENT - ADVENTURE BASED GROUP MENTORING PROGRAM	55,924
Total ▶ 3a				6,884,051

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
BLUEPRINT SCHOOLS NETWORK 308 CONGRESS STREET 5TH FLOOR BOSTON, MA 02210	NONE	PC	BLUEPRINT MATH FELLOWS PROGRAM	18,375
BOYS & GIRLS CLUB OF PORTLAND MET 8203 SE 7TH AVE SUITE 100 PORTLAND, OR 97202	NONE	PC	FOR OPERATIONAL SUPPORT	50,000
BOYS & GIRLS CLUBS OF CENTRAL SONOMA COUNTY 117 PAUL DR SUITE B SAN RAFAEL, CA 94903	NONE	PC	SUMMER CAMP DISCOVERY	75,000
Total ▶ 3a				6,884,051

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
BOYS & GIRLS CLUBS OF NAPA VALLEY 1515 PUEBLO AVENUE NAPA, CA 94558	NONE	PC	FOR OPERATIONAL SUPPORT	29,000
BOYS & GIRLS CLUBS OF SONOMA VALLEY 100 WEST VERANO AVE SONOMA, CA 95476	NONE	PC	FOR OPERATIONAL SUPPORT	50,000
BREAKTHROUGH SILICON VALLEY 1635 PARK AVENUE SAN JOSE, CA 95126	NONE	PC	BREAKTHROUGH SILICON VALLEY	50,000
Total ▶ 3a				6,884,051

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
CALIFORNIA ACADEMY OF SCIENCES 55 MUSIC CONCOURSE DRIVE GOLDEN GATE PARK SAN FRANCISCO, CA 94118	NONE	PC	FOR OPERATIONAL SUPPORT	50,000
CAMP PHOENIX 39931 PARADA STREET B NEWARK, CA 94560	NONE	PC	CAMP PHOENIX QUEST SCHOLARS	25,000
CANTARE CON VIVO 1611 TELEGRAPH AVE SUITE 801 OAKLAND, CA 94612	NONE	PC	CANTARE YOUTH CHOIRS	25,000
Total ▶ 3a				6,884,051

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
CASA OF SAN MATEO COUNTY 330 TWIN DOLPHIN DRIVE SUITE 139 REDWOOD CITY, CA 94065	NONE	PC	GENERAL SUPPORT	29,000
CENTER FOR EARLY INTERVENTION ON DEAFNESS 1035 GRAYSON STREET BERKELEY, CA 94710	NONE	PC	CEID SUMMER OF INCLUSION -- 2018 CEID SUMMER PROGRAM	50,000
CHALLENGE DAY 2520 STANWELL DRIVE SUITE 160 CONCORD, CA 94520	NONE	PC	FOR OPERATIONAL SUPPORT	62,021
Total ▶ 3a				6,884,051

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
CHAPTER 510 INK 2301 TELEGRAPH AVENUE OAKLAND, CA 94612	NONE	PC	CHAPTER 510'S EPIC JOURNEY - THE FIRST STEPS	19,975
CHARTWELL SCHOOL 2511 NUMA WATSON ROAD SEASIDE, CA 93955	NONE	PC	FOR OPERATIONAL SUPPORT	50,000
CHILD ADVOCATES OF SILICON VALLEY INC 509 VALLEY WAY MILPITAS, CA 95035	NONE	PC	VOLUNTEER RECRUITMENT EXPANSION PROGRAM TO SUPPORT FOSTER YOUTH	50,000
Total ▶ 3a				6,884,051

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
CHILDAHVEN316 BROADWAY SEATTLE, WA 98122	NONE	PC	CHILDHOOD TRAUMA TREATMENT - THERAPEUTIC EARLY LEARNING	30,000
CHILDREN'S CENTER1713 PENN LANE OREGON CITY, OR 97045	NONE	PC	SUPPORTING HEALTHY OUTCOMES FOR ABUSED AND NEGLECTED CHILDREN	50,000
CHILDREN'S HOME AID 125 S WACKER DRIVE SUITE 1400 CHICAGO, IL 60606	NONE	PC	CHILDRENS HOME & AID LITERACY PROGRAM	35,000
Total ► 3a				6,884,051

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
COLLEGE IS REAL INC 500 HARTZ AVE SUITE 200 DANVILLE, CA 94526	NONE	PC	COLLEGE IS REAL, INC	35,000
COLLEGE SUMMIT 703 MARKET ST SUITE 1201 SAN FRANCISCO, CA 94103	NONE	PC	FOR OPERATIONAL SUPPORT	50,000
COLLEGE TRACK112 LINDEN STREET OAKLAND, CA 94607	NONE	PC	RELATIONSHIP-BASED COLLEGE COMPLETION SUPPORT 2018-2019	110,381
Total ▶ 3a				6,884,051

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
COLLEGESPRING 145 NATOMA STREET FLOOR 3 SAN FRANCISCO, CA 94105	NONE	PC	COLLEGESPRING BAY AREA	45,000
COMMUNITY ARTS FOUNDATION 1666 N MAIN STREET WALNUT CREEK, CA 94596	NONE	PC	FOR OPERATIONAL SUPPORT	25,000
COMMUNITY SCHOOL FOR CREATIVE ED 2111 INTERNATIONAL BLVD OAKLAND, CA 94606	NONE	PC	FOR OPERATIONAL SUPPORT	25,000
Total ▶ 3a				6,884,051

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
COURT APPOINTED SPECIAL ADVOCATES CASA INC 2151 SALVIO ST SUITE 295 WALNUT CREEK, CA 94520	NONE	PC	THIRD YEAR EXPANSION OF CASA PROGRAM IN CONTRA COSTA COUNTY	43,800
COVENANT HOUSE CALIFORNIA 1325 N WESTERN AVENUE LOS ANGELES, CA 90027	NONE	PC	FOR OPERATIONAL SUPPORT	60,000
CRISTO REY DE LA SALLE EAST BAY HS 1530 34TH AVENUE OAKLAND, CA 94601	NONE	PC	FOR OPERATIONAL SUPPORT	25,000
Total ► 3a				6,884,051

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
CRISTO REY SAN JOSE 1390 FIVE WOUNDS LANE SAN JOSE, CA 95116	NONE	PC	CRISTO REY SAN JOS (CRSJ) CHROMEBOOKS	42,305
DE LASALLE NORTH CATHOLIC HIGH SCHOOL 7528 NORTH FENWICK AVENUE PORTLAND, OR 97217	NONE	PC	FOR OPERATIONAL SUPPORT	50,000
DE MARILLAC ACADEMY 175 GOLDEN GATE AVENUE SAN FRANCISCO, CA 94102	NONE	PC	DE MARILLAC ACADEMY	30,000
Total ▶ 3a				6,884,051

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
DIABLO BALLETPO BOX 4700 WALNUT CREEK, CA 94596	NONE	PC	FOR OPERATIONAL SUPPORT	20,000
DISCOVERY COUNSELING CENTER 115A TOWN COUNTRY DRIVE DANVILLE, CA 94526	NONE	PC	PROJECT EMPOWHER AND GUY'D TO GREATNESS ANTI-BULLYING PROGRAMS	50,000
DOWN SYNDROME CONNECTION OF THE BAY AREA 101-J TOWN COUNTRY DR DANVILLE, CA 94526	NONE	PC	EDUCATION PROGRAMS	150,000
Total ▶ 3a				6,884,051

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
EAST BAY ASIAN YOUTH CENTER 2025 EAST 12TH STREET OAKLAND, CA 94606	NONE	PC	FOR OPERATIONAL SUPPORT	20,000
EAST BAY CHILDREN'S LAW OFFICES 7700 EDGEWATER DRIVE SUITE 210 OAKLAND, CA 94621	NONE	PC	EDUCATION ADVOCACY PROJECT (EAP)	15,000
EAST BAY COLLEGE FUND 2030 FRANKLIN STREET SUITE 210 OAKLAND, CA 94612	NONE	PC	FOR OPERATIONAL SUPPORT	50,000
Total ► 3a				6,884,051

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
EL SISTEMA USASALINAS 820 PARK ROW 672 SALINAS, CA 93901	NONE	PC	FOR OPERATIONAL SUPPORT	50,000
ELEVATE OREGON4916 NE 122ND AVE PORTLAND, OR 97230	NONE	PC	DEEPENING RELATIONSHIPS, CREATING EXPERTISE, PREPARING REPLICATION NEXT STEPS	50,000
EMERALD KIDSPORTS 2190 POLK STRRET EUGENE, OR 97403	NONE	PC	ALL KIDS PLAY CREATING A LEVEL PLAYING FIELD	22,700
Total ▶ 3a				6,884,051

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
FAMILY SUPPORT SERVICES 401 GRAND AVENUE SUITE 500 OAKLAND, CA 94610	NONE	PC	KINSHIP SUPPORT SERVICES PROGRAM	48,130
FIRST GRADUATE 3130 20TH ST SUITE 275 SAN FRANCISCO, CA 94110	NONE	PC	SENIOR MANAGER, COLLAGE ACCESS, AND CAREER READINESS	55,000
FIT KIDS FOUNDATION 2682 MIDDLEFIELD ROAD UNIT P REDWOOD CITY, CA 94063	NONE	PC	FIT KIDS PROGRAMS AT OUR INNOVATION SITES	30,000
Total ▶ 3a				6,884,051

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
FOREST HOME MINISTRIES 40000 VALLEY OF THE FALLS DR FOREST FALLS, CA 92339	NONE	PC	FOR OPERATIONAL SUPPORT	30,000
FRESH LIFELINES FOR YOUTH (FLY) 568 VALLEY WAY MILPITAS, CA 95035	NONE	PC	FLY LAW + LEADERSHIP STAFFING	66,000
FRIENDS OF THE CHILDREN - PORTLAND 44 NE MORRIS PORTLAND, OR 97212	NONE	PC	FRIENDS OF THE CHILDRENS K-5 YOUTH	135,000
Total ▶ 3a				6,884,051

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
FRIENDS OF THE CHILDREN - SF BAY AREA 111 QUINT SAN FRANCISCO, CA 94124	NONE	PC	FOR OPERATIONAL SUPPORT	86,000
FRIENDS OF THE CHILDREN NY 204A WEST 115TH STREET NEW YORK, NY 10026	NONE	PC	FOR OPERATIONAL SUPPORT	52,500
GENESYS WORKS - BAY AREA 101 SECOND STREET SUITE 500 SAN FRANCISCO, CA 94105	NONE	PC	GENERAL OPERATING SUPPORT	15,000
Total ► 3a				6,884,051

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
GIANT STEPS THERAPEUTIC EQUESTRIAN CENTER PO BOX 4855 PETALUMA, CA 94955	NONE	PC	YOUTH SCHOLARSHIP FUNDING 2018	25,000
GIRLVENTURES 3543 18TH STREET SUITE 18 SAN FRANCISCO, CA 94110	NONE	PC	GIRLVENTURES OUTDOOR LEADERSHIP AND YOUTH DEVELOPMENT PROGRAMS	40,000
GLOBAL GLIMPSE 101 BROADWAY SUITE 301 OAKLAND, CA 94607	NONE	PC	FOR OPERATIONAL SUPPORT	20,000
Total ► 3a				6,884,051

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
GUITARS OVER GUNS ORGANIZATION INC 169 EAST FLAGLER ROAD SUITE 1134 MIAMI, FL 33131	NONE	PC	FOR OPERATIONAL SUPPORT	55,000
HANNA BOYS CENTER 17000 ARNOLD DRIVE PO BOX 100 SONOMA, CA 95476	NONE	PC	FOR OPERATIONAL SUPPORT	40,000
HEALTHY MOVES 115 W 8TH AVENUE SUITE 216 EUGENE, OR 97401	NONE	PC	FOR OPERATIONAL SUPPORT	5,000
Total ▶ 3a				6,884,051

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
HOPE CENTER FOR KIDS 2200 NORTH 20TH STREET OMAHA, NE 68110	NONE	PC	THE HOPE EMPLOYMENT AND LEARNING ACADEMIES	30,000
HUCKLEBERRY YOUTH PROGRAMS 3310 GEARY BLVD SAN FRANCISCO, CA 94118	NONE	PC	FOR OPERATIONAL SUPPORT	50,000
JUMA VENTURES 131 STEUART STREET SUITE 201 SAN FRANCISCO, CA 94105	NONE	PC	JUMA PATHWAYS TO ADVANCEMENT	40,000
Total ► 3a				6,884,051

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
JUMPSTART 65 BATTERY STREET 2ND FLOOR SAN FRANCISCO, CA 94111	NONE	PC	TART NORTHERN CALIFORNIA	30,000
JUNIOR ACHIEVEMENT OF NORTHERN CA 3003 OAK ROAD STE 109 WALNUT CREEK, CA 94597	NONE	PC	FOR OPERATIONAL SUPPORT	28,175
KATE'S CLUB 1330 WEST PEACHTREE STREET NW SUITE 520 ATLANTA, GA 30309	NONE	PC	FOR OPERATIONAL SUPPORT	30,000
Total ▶ 3a				6,884,051

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
KIDS' COUNTRY 120A TOWN COUNTRY DR DANVILLE, CA 94526	NONE	PC	FOR OPERATIONAL SUPPORT	50,000
KIPP BAY AREA SCHOOLS 1404 FRANKLIN STREET 500 OAKLAND, CA 94612	NONE	PC	KIPP THROUGH COLLEGE	75,000
LA ESCUELITA1050 2ND AVENUE OAKLAND, CA 94606	NONE	PC	FOR OPERATIONAL SUPPORT	11,172
Total ▶ 3a				6,884,051

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Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
LEAP ARTS IN EDUCATION 2601 MISSION STREET SUITE 603 SAN FRANCISCO, CA 94110	NONE	PC	ARTIST-IN-RESIDENCE PROGRAM	10,000
LEAP THERAPEUTIC WILDERNESS ADVENTURES 806 SW BROADWAY SUITE 300 PORTLAND, OR 97205	NONE	PC	YOUTH WILDERNESS THERAPY PROGRAMS SCHOLARSHIPS	20,000
LIGHTHOUSE COMMUNITY CHARTER SCHOOL 444 HEGENBERGER RD OAKLAND, CA 94621	NONE	PC	LITERACY LIGHTS THE WAY 2018-19	160,000
Total ▶ 3a				6,884,051

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
LINCOLN PARK ZOO 2001 NORTH CLARK STREET CHICAGO, IL 60614	NONE	PC	ZOO EXPLORERS	80,664
LIVING YOGA 5100 SW MACADAM SUITE 360 PORTLAND, OR 97239	NONE	PC	FOR OPERATIONAL SUPPORT	20,000
MADISON PARK ACADEMY - PRIMARY 470 EL PASEO DRIVE OAKLAND, CA 94603	NONE	PC	FOR OPERATIONAL SUPPORT	14,000
Total ► 3a				6,884,051

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Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a Paid during the year				
MCCALLUM THEATRE 73000 FRED WARING DRIVE PALM DESERT, CA 92260	NONE	PC	FOR OPERATIONAL SUPPORT	30,000
MENTOR TUTOR CONNECTION PO BOX 1473 LOS ALTOS, CA 94023	NONE	PC	INCREASING QUALITY OUTCOMES IN ELEMENTARY SCHOOL TUTORING	14,500
MERCY HOUSING 1999 BROADWAY SUITE 1000 DENVER, CO 80202	NONE	PC	OUT-OF-SCHOOL TIME AT GRACE APARTMENTS	31,107
Total ▶ 3a				6,884,051

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Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
MINDFUL SCHOOLS 1260 45TH STREET SUITE B EMERYVILLE, CA 94608	NONE	PC	FOR OPERATIONAL SUPPORT	20,000
MISSION GRADUATES 3040 16TH STREET SAN FRANCISCO, CA 94103	NONE	PC	MISSION GRADUATES - COLLEGE ACCESS SUPPORT	70,750
MONTALVIN MANOR ELEMENTARY SCHOOL 300 CHRISTINE DRIVE SAN PABLO, CA 94806	NONE	PC	FOR OPERATIONAL SUPPORT	20,900
Total ► 3a				6,884,051

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
MONTALVO ARTS CENTER 15400 MONTALVO ROAD SARATOGA, CA 95070	NONE	PC	MONTALVO YOUTH SCHOLARSHIP PROGRAM AND CAPITAL IMPROVEMENT PROJECTS	25,000
MONTEREY BAY AQUARIUM FOUNDATION 886 CANNERY ROW MONTEREY, CA 939401023	NONE	PC	AQUARIUM LEARNING EXPERIENCES FOR CALIFORNIA SCHOOLCHILDREN	40,000
MT DIABLO UNIFIED SCHOOL DISTRICTCROSSROADS HS 2701 WILLOW PASS ROAD CONCORD, CA 94519	NONE	PC	FOR OPERATIONAL SUPPORT	30,000
Total ▶ 3a				6,884,051

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Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
MUSIC IN SCHOOLS TODAY 582 MARKET STREET SUITE 213 SAN FRANCISCO, CA 94104	NONE	PC	MUSIC FIRST ¹	15,000
NATURAL HISTORY MUSEUM OF LOS ANGELES COUNTY 900 EXPOSITION BLVD LOS ANGELES, CA 90007	NONE	PC	SCHOOL AND TEACHER PROGRAMS AT THE NATURAL HISTORY FAMILY OF MUSEUMS	25,000
NATUREBRIDGE 28 GEARY STREET SUITE 650 SAN FRANCISCO, CA 94108	NONE	PC	FOR OPERATIONAL SUPPORT	50,000
Total ▶ 3a				6,884,051

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Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
NEW DAY FOR CHILDRENPO BOX 439 ALAMO, CA 94507	NONE	PC	NEW DAY FOR CHILDREN RESTORATIVE CARE AND EDUCATION	10,065
NEW LEADERS505 14TH ST SUITE 250 OAKLAND, CA 94612	NONE	PC	FOR OPERATIONAL SUPPORT	125,000
NORTHWEST ACADEMY 1130 SW MAIN STREET PORTLAND, OR 59904	NONE	PC	NORTHWEST ACADEMY SCHOLARSHIP FUND	65,500
Total ▶ 3a				6,884,051

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Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
OAKLAND CHILDREN'S FAIRYLAND INC 699 BELLEVUE AVENUE OAKLAND, CA 94610	NONE	PC	SUBSIDIZED FIELD TRIPS FOR CHILDREN	25,000
OAKLAND LACROSSE CLUB 1970 BROADWAY SUITE 920 OAKLAND, CA 94612	NONE	PC	OAKLAND LACROSSE CLUB MIDDLE SCHOOL TEAM EXPERIENCES	15,000
OAKLAND PUBLIC ED FUND - URBAN PROMISE ACADEMY PO BOX 21748 OAKLAND, CA 94602	NONE	PC	FOR OPERATIONAL SUPPORT	91,787
Total ▶ 3a				6,884,051

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Name and address (home or business)				
a <i>Paid during the year</i>				
ONEGOAL 180 N WABASH AVE SUITE 800 CHICAGO, IL 60601	NONE	PC	IMPROVING COLLEGE ACCESS & SUCCESS FOR LOW-INCOME STUDENTS OF COLOR IN THE BAY AREA	25,000
OPEN MEADOW ALTERNATIVE SCHOOLS 7633 N WABASH AVE PORTLAND, OR 97217	NONE	PC	CULTURALLY RESPONSIVE PRACTICES ADVANCING EQUITY IN EDUCATION	25,000
PARENTING NOW86 CENTENNIAL LOOP EUGENE, OR 97401	NONE	PC	FOR OPERATIONAL SUPPORT	40,000
Total ► 3a				6,884,051

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Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
PARKER ELEMENTARY AND MIDDLE SCHOOL 7929 NEY AVE OAKLAND, CA 94605	NONE	PC	HELP PARKER STUDENTS PERSONALIZE THEIR LEARNING WITH CHROMEBOOKS	26,604
PARTNERS PROGRAM6100 BROADWAY OAKLAND, CA 94618	NONE	PC	THE PARTNERS PROGRAM 2017-2018 SUMMER ACADEMY 2018	17,600
PARTNERSHIP 4 KIDS 1004 FARNAM STREET SUITE 200 OMAHA, NE 68102	NONE	PC	P4K UNIVERSITY SUMMER WORKSHIPS 2018	17,000
Total ▶ 3a				6,884,051

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Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
PEER HEALTH EXCHANGE 70 GOLD STREET SAN FRANCISCO, CA 94133	NONE	PC	PEER HEALTH EXCHANGE 2017-2018	64,997
PEOPLE'S MUSIC SCHOOL 931 W EASTWOOD AVE CHICAGO, IL 60640	NONE	PC	FOR OPERATIONAL SUPPORT	25,000
PLAYWORKS NORTHERN CALIFORNIA 650 5TH STREET SUITE 311 SAN FRANCISCO, CA 94107	NONE	PC	FOR OPERATIONAL SUPPORT	50,000
Total ▶ 3a				6,884,051

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Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
RANCHO CIELO710 OLD STAGE RD SALINAS, CA 93912	NONE	PC	RANCHO CIELOS ATHLETIC PROGRAM	37,667
REACH FOR THE FUTUREPO BOX 30851 SPOKANE, WA 99223	NONE	PC	REACH FOR THE FUTURE ¹	20,000
READING PARTNERS 180 GRAND AVE SUITE 800 OAKLAND, CA 94612	NONE	PC	ONE-ON-ONE LITERACY TUTORING FOR EAST BAY STUDENTS	200,000
Total ▶ 3a				6,884,051

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Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
REDLANDS SYMPHONY ASSOCIATION 1200 E COLTON AVE PO BOX 3080 REDLANDS, CA 92373	NONE	PC	FOR OPERATIONAL SUPPORT	28,953
REGENTS OF UNIVERSITY OF CALIFORNIA PERFORMANCES 101 ZELLERBACH HALL BERKELEY, CA 94720	NONE	PC	FOR OPERATIONAL SUPPORT	20,000
RHYTHMIX CULTURAL WORKS 2513 BLANDING AVENUE ALAMEDA, CA 94501	NONE	PC	PERFORMANCE ART & LEARNING 2018-2019	12,157
Total ▶ 3a				6,884,051

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Name and address (home or business)				
a <i>Paid during the year</i>				
RONALD MCDONALD HOUSE CHARITIES OF OMAHA 620 S 38TH AVE OMAHA, NE 68105	NONE	PC	FRONT-LINE FOR FAMILIES	75,000
ROSES IN CONCRETE COMMUNITY SCHOOL 551 STEELE STREET OAKLAND, CA 94619	NONE	PC	FOR OPERATIONAL SUPPORT	25,000
SACRED HEART NATIVITY SCHOOL 310 EDWARDS AVENUE SAN JOSE, CA 95110	NONE	PC	PREPARING LOW INCOME YOUTH FOR EDUCATIONAL SUCCESS	60,000
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Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
SAFE AND SOUND (FKA SAN FRANCISCO CHILD ABUSE PREVENTION CENTER) 1757 WALLER STREET SAN FRANCISCO, CA 94117	NONE	PC	SAFE & SOUND FAMILY SUPPORT SERVICE NAVIGATORS	100,000
SAINT IGNATIUS COLLEGE PREPARATORY 915 MATHIS ROAD GREENWOOD, SC 29649	NONE	PC	FOR OPERATIONAL SUPPORT	25,000
SALMON CREEK HOSPITAL FOUNDATION 2211 NE 139TH ST PO BOX 5245 VANCOUVER, WA 98686	NONE	PC	FOR OPERATIONAL SUPPORT	18,261
Total ▶ 3a				6,884,051

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Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
SAN FRANCISCO CASA 2535 MISSION STREET SAN FRANCISCO, CA 94110	NONE	PC	CORE ADVOCACY PROGRAM EXPANSION	25,000
SANFORD RESEARCHUSD 2301 EAST 60TH STREET NORTH SIOUX FALLS, SD 57104	NONE	PC	THE SANFORD PROMISE	30,000
SANTA BARBARA EDUCATION FOUNDATION-THE ACADEMY AT DOS PUEBLOS HIGH SCHOOL 1330 STATE STREET SUITE 201 SANTA BARBARA, CA 93101	NONE	PC	THE ACADEMY FOR SUCCESS	25,000
Total ▶ 3a				6,884,051

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Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
SENECA FAMILY OF AGENCIES 6925 CHABOT ROAD OAKLAND, CA 94618	NONE	PC	FOR OPERATIONAL SUPPORT	25,000
SERAPHIC FIRE 2153 CORAL WAY SUITE 401 MIAMI, FL 33145	NONE	PC	SERAPHIC FIRE YOUTH INITIATIVE	15,000
SHELTER INC OF CONTRA COSTA COUNTY 1333 WILLOW PASS RD SUITE 206 CONCORD, CA 94520	NONE	PC	FOR OPERATIONAL SUPPORT	55,000
Total ▶ 3a				6,884,051

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Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
SPARK555 DE HARO STREET SUITE 330 SAN FRANCISCO, CA 94107	NONE	PC	SPARK CAREER EXPLORATION AND SELF-DISCOVERY PROGRAM	50,000
SPECIAL OLYMPICS NORTHERN CALIFORNIA AND NEVADA 3480 BUSKIRK AVENUE SUITE 340 PLEASANT HILL, CA 94523	NONE	PC	SPECIAL OLYMPICS NORTHERN CALIFORNIA SCHOOL PARTNERSHIP PROGRAM EXPANSION	40,000
SPRINGBOARD COLLABORATIVE 901 MISSION STREET SAN FRANCISCO, CA 94103	NONE	PC	SPRINGBOARD SUMMER	45,000
Total ▶ 3a				6,884,051

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Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a Paid during the year				
ST ANNE'S 155 NORTH OCCIDENTAL BOULEVARD LOS ANGELES, CA 90026	NONE	PC	FOR OPERATIONAL SUPPORT	20,000
ST ELIZABETH ELEMENTARY SCHOOL 268 WADSWORTH AVE NEW YORK, NY 10033	NONE	PC	FOR OPERATIONAL SUPPORT	15,000
ST MARY'S ACADEMY 1615 SW FIFTH AVENUE PORTLAND, OR 97201	NONE	PC	FOR OPERATIONAL SUPPORT	50,000
Total ▶ 3a				6,884,051

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Name and address (home or business)				
a <i>Paid during the year</i>				
STREET SOCCER USA 115 E 13TH STREET NEW YORK, NY 10003	NONE	PC	STREET SOCCER USA - EAST BAY	19,276
SUMMER SEARCH BAY AREA 101 HOWARD STREET SUITE 250 SAN FRANCISCO, CA 94105	NONE	PC	SUMMER SEARCH BAY AREA GROUP MENTORING PROGRAM	85,325
SUPER STARS LITERACY 333 HEGENBERGER ROAD SUITE 503 OAKLAND, CA 94621	NONE	PC	INSTRUCTIONAL STAFFING FOR LITERACY INTERVENTION PROGRAM	60,000
Total ▶ 3a				6,884,051

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Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a Paid during the year				
TANDEM PARTNERS IN EARLY LEARNING 1275 FAIRFAX AVE SUITE 201 SAN FRANCISCO, CA 94124	NONE	PC	TANDEMS EARLY LEARNING PROGRAMS IN ALAMEDA AND CONTRA COSTA COUNTIES	30,000
TEACH FOR AMERICA 940 HOWARD STREET SAN FRANCISCO, CA 94103	NONE	PC	LEVERAGING PARTNERSHIPS AND HONING TEACHER DEVELOPMENT TO TRAIN BAY AREA LEADERS	150,000
TECH EXCHANGE 1 BROADWAY 14TH FLOOR CAMBRIDGE, MA 02142	NONE	PC	FOR OPERATIONAL SUPPORT	45,000
Total ▶ 3a				6,884,051

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Name and address (home or business)				
a <i>Paid during the year</i>				
TEEN SUCCESS508 VALLEY WAY MILPITAS, CA 95035	NONE	PC	FOR OPERATIONAL SUPPORT	15,000
THE ART OF YOGA PROJECT 555 BRYANT STREET 232 PALO ALTO, CA 94301	NONE	PC	THE ART OF YOGA PROJECT YOGA AND CREATIVE ARTS FOR AT-RISK GIRLS	20,000
THE ATHENIAN SCHOOL 2100 MT DIABLO SCENIC BLVD DANVILLE, CA 945062002	NONE	PC	THE ATHENIAN SCHOOL STUDENT TUITION GRANT	128,620
Total ▶ 3a				6,884,051

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Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a Paid during the year				
THE FIELD MUSEUM 1400 SOUTH LAKE SHORE DRIVE CHICAGO, IL 60605	NONE	PC	FOR OPERATIONAL SUPPORT	50,000
THE FIRST TEE OF MONTEREY COUNTY 945 S SALINAS STREET STE 210 SALINAS, CA 93901	NONE	PC	CLUBHOUSE TO COLLEGE / CAREER (C2C) TEEN TECH CENTER IMPROVEMENTS 2018-19	27,000
THE HIDDEN GENIUS PROJECT 2934 TELEGRAPH AVE OAKLAND, CA 94609	NONE	PC	HIDDEN GENIUS PROJECT IMMERSION PROGRAM	20,000
Total ▶ 3a				6,884,051

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Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
THE LAUREL SCHOOL 350 NINTH AVENUE SAN FRANCISCO, CA 94118	NONE	PC	THE LAUREL SCHOOL TUITION ASSISTANCE MATCHING GRANT REQUEST	25,000
THE MINDFUL PROJECT 124 WASHINGTON AVENUE SUITE B RICHMOND, CA 94801	NONE	PC	MINDFULNESS AND YOGA IN THE EAST BAY	40,000
THE MOSAIC PROJECT 478 SANTA CLARA AVE OAKLAND, CA 94610	NONE	PC	OUTDOOR SCHOOL	12,000
Total ▶ 3a				6,884,051

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Name and address (home or business)				
a <i>Paid during the year</i>				
THE PRENTICE SCHOOL 18341 LASSEN DRIVE SANTA ANA, CA 92705	NONE	PC	NEED-BASED SCHOLARSHIPS FOR TRANSFORMATION	10,000
THE RUTH BANCROFT GARDEN 1552 BANCROFT RD WALNUT CREEK, CA 94598	NONE	PC	FOR OPERATIONAL SUPPORT	20,000
THERE WITH CARE OF THE BAY AREA 3475 EDISON WAY SUITE H MENLO PARK, CA 94025	NONE	PC	BE THERE WITH CARE 2018 CHALLENGE MATCH	50,000
Total ▶ 3a				6,884,051

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Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
TODAY'S YOUTH MATTER 469 VALLEY WAY MILPITAS, CA 95035	NONE	PC	SUMMER CAMP OUTREACH	25,000
TUTORING CHICAGO2145 N HALSTED CHICAGO, IL 60614	NONE	PC	ONE TO ONE TUTORING	15,000
UASPIRE BAY AREA 1904 FRANKLIN STREET SUITE 250 OAKLAND, CA 94612	NONE	PC	UASPIRE BAY AREA - EAST BAY SUPPORT	20,000
Total ▶ 3a				6,884,051

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Name and address (home or business)				
a Paid during the year				
UC BERKELEY HASS SCHOOL BOOST 2001 ADDISON ST BERKELEY, CA 94704	NONE	PC	FOR OPERATIONAL SUPPORT	35,000
UNITED WAY OF LANE COUNTY 3171 GATEWAY LOOP SPRINGFIELD, OR 97477	NONE	PC	KIDS IN TRANSITION TO KINDERGARTEN	30,000
URBAN INITIATIVES 650 W LAKE ST STE 340 CHICAGO, IL 60661	NONE	PC	FOR OPERATIONAL SUPPORT	45,000
Total ▶ 3a				6,884,051

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Name and address (home or business)				
a <i>Paid during the year</i>				
VIDA VERDE NATURE EDUCATION 3540 LA HONDA ROAD SAN GREGORIO, CA 94074	NONE	PC	MULTI-DAY OUTDOOR EDUCATION EXPERIENCES FOR LOW-INCOME OAKLAND AND BAY AREA YOUTH	40,000
WE CARE SERVICES FOR CHILDREN 2191 KIRKER PASS ROAD CONCORD, CA 94521	NONE	PC	FOR OPERATIONAL SUPPORT	25,000
WHEEL TO WALK FOUNDATION PO BOX 20146 PORTLAND, OR 97294	NONE	PC	WHEEL TO WALK FOUNDATION	25,000
Total ▶ 3a				6,884,051

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
WILSON ELEMENTARY629 42ND STREET RICHMOND, CA 94805	NONE	PC	MINDFUL COMMUNITY AT WILSON ELEMENTARY	14,896
WOMEN'S CENTER FOR ADVANCEMENT 222 SOUTH 29TH STREET OMAHA, NE 68131	NONE	PC	FOR OPERATIONAL SUPPORT	10,000
WORLDREADER 2030 1ST AVENUE SUITE 100 SEATTLE, WA 98121	NONE	PC	GHANA DISTRICT SCALE SCHOOL E-READING PROJECT	50,000
Total ▶ 3a				6,884,051

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
YES NATURE TO NEIGHBORHOODS FKA YOUTH ENRICHMENT STRATEGIES 3029 MACDONALD AVE RICHMOND, CA 94804	NONE	PC	FOR OPERATIONAL SUPPORT	50,000
YOUTH HOMES 3480 BUSKIRK AVENUE SUITE 210 PLEASANT HILL, CA 94523	NONE	PC	YOUTH HOMES EVIDENCE-BASED STAFF TRAINING	13,500
ZSHARP564 MARKET STREET SUITE 623 SAN FRANCISCO, CA 94104	NONE	PC	ZSHARP AT PERES ELEMENTARY IN RICHMOND	25,000
Total ► 3a				6,884,051

TY 2018 Accounting Fees Schedule**Name:** QUEST FOUNDATION**EIN:** 20-1844715

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
ACCOUNTING FEES	59,014	29,507		27,774

TY 2018 Investments Corporate Bonds Schedule**Name:** QUEST FOUNDATION**EIN:** 20-1844715**Investments Corporate Bonds Schedule**

Name of Bond	End of Year Book Value	End of Year Fair Market Value
BONDS - BERNSTEIN	5,702,225	5,702,225
BOND FUNDS - BROWN BROTHERS HARRIMAN	6,110,962	6,110,962
BONDS - DODGE & COX	8,177,769	8,177,769
BONDS - JP MORGAN	5,554,355	5,554,355
BONDS - MS MAIN	5,496,568	5,496,568
BOND FUNDS - SCHARF #11550	519,318	519,318

TY 2018 Investments Corporate Stock Schedule**Name:** QUEST FOUNDATION**EIN:** 20-1844715**Investments Corporation Stock Schedule**

Name of Stock	End of Year Book Value	End of Year Fair Market Value
CORPORATE STOCK - BERNSTEIN	4,162,234	4,162,234
CORPORATE STOCK - BROWN BROTHER HARRISMAN	8,977,316	8,977,316
CORPORATE STOCK - JP MORGAN	2,790,301	2,790,301
CORPORATE STOCK - MS CASH ALTER	6,944,319	6,944,319
CORPORATE STOCKS - MS #18340	842,688	842,688
CORPORATE STOCK - SCHARF #11550	10,348,852	10,348,852

TY 2018 Investments - Other Schedule

Name: QUEST FOUNDATION

EIN: 20-1844715

Investments Other Schedule 2

Category/ Item	Listed at Cost or FMV	Book Value	End of Year Fair Market Value
STOCK FUNDS - DODGE & COX	FMV	13,480,128	13,480,128
STOCK FUNDS - BERNSTEIN	FMV	5,470,065	5,470,065
EQUITY FUNDS - DODGE & COX, SCHWAB	FMV	1,285,443	1,285,443
MORGAN STANLEY ALTERNATIVE INVESTMENTS	FMV	554,882	554,882
JP MORGAN ALTERNATIVE INVESTMENT	FMV	2,162,312	2,162,312
REAL ESTATE INCOME FUND - MS CASH ALTER	FMV	1,039,090	1,039,090
REAL ESTATE INCOME FUND - BROWN BROTHERS	FMV	150,235	150,235
REAL ESTATE INCOME FUND - BERSTEIN	FMV	693,949	693,949

TY 2018 Other Assets Schedule**Name:** QUEST FOUNDATION**EIN:** 20-1844715**Other Assets Schedule**

Description	Beginning of Year - Book Value	End of Year - Book Value	End of Year - Fair Market Value
INTEREST RECEIVABLE	97,932	95,006	95,006
SECURITIES SOLD RECEIVABLE	173,066	0	0

TY 2018 Other Decreases Schedule

Name: QUEST FOUNDATION
EIN: 20-1844715

Description	Amount
UNREALIZED LOSSES	9,184,223

TY 2018 Other Expenses Schedule**Name:** QUEST FOUNDATION**EIN:** 20-1844715**Other Expenses Schedule**

Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
OFFICE SUPPLIES/POSTAGE	3,034	0		1,383
INSURANCE	4,519	0		4,519
AUTO EXPENSE	59	0		62
TELEPHONE	3,331	0		600
MISCELLANEOUS	124	0		125

TY 2018 Other Increases Schedule

Name: QUEST FOUNDATION
EIN: 20-1844715

Description	Amount
DEFERRED SECTION 4940 EXCISE TAX BENEFIT	184,000

TY 2018 Other Liabilities Schedule**Name:** QUEST FOUNDATION**EIN:** 20-1844715

Description	Beginning of Year - Book Value	End of Year - Book Value
DEFERRED SECTION 4940 TAX PAYABLE	341,000	157,000

TY 2018 Other Professional Fees Schedule**Name:** QUEST FOUNDATION**EIN:** 20-1844715

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
INVESTMENT MANAGEMENT	396,661	396,661		0

TY 2018 Taxes Schedule**Name:** QUEST FOUNDATION**EIN:** 20-1844715

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
STATE FILING FEES PAID	0	0		10
CURRENT SECTION 4940 EXCISE TAX EXPENSE	136,122	0		0
FOREIGN TAXES PAID	0	23,205		0

Schedule B (Form 990, 990-EZ, or 990-PF) Department of the Treasury Internal Revenue Service	Schedule of Contributors ▶ Attach to Form 990, 990-EZ, or 990-PF ▶ Go to <u>www.irs.gov/Form990</u> for the latest information	OMB No 1545-0047
		2018
Name of the organization QUEST FOUNDATION		Employer identification number 20-1844715

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

Name of organization QUEST FOUNDATION	Employer identification number 20-1844715
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Part I **Contributors** (See instructions) Use duplicate copies of Part I if additional space is needed

(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
1	DOROTHY JERNSTEDT PO BOX 339 DANVILLE, CA 94526	 \$ 2,198,890	Person ☒ Payroll ☐ Noncash ☒ (Complete Part II for noncash contributions)
(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
-	 	 \$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II for noncash contributions)
(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
-	 	 \$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II for noncash contributions)
(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
-	 	 \$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II for noncash contributions)
(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
-	 	 \$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II for noncash contributions)
(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
-	 	 \$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II for noncash contributions)
(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
-	 	 \$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II for noncash contributions)

Name of organization QUEST FOUNDATION	Employer identification number 20-1844715
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Part II Noncash Property			
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (See instructions)	(d) Date received
1	PUBLICLY TRADED SECURITIES	\$ 2,198,890	2018-12-30
(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
		\$	
(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
		\$	
(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 QUEST FOUNDATION	Employer identification number 20-1844715
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Part III

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

Use duplicate copies of Part III if additional space is needed

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