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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.

▶ Go to www.irs.gov/Form990PF for instructions and the latest information

OMB No 1545-0052

2018

Open to Public Inspection

For calendar year 2018 or tax year beginning , 2018, and ending , 20

Name of foundation: ODELL, R.S & H.P FUND T/U/A-MAIN

A Employer identification number: 94-6132116

Number and street (or P O box number if mail is not delivered to street address): 6325 S RAINBOW BLVD STE 300 — Room/suite:

B Telephone number (see instructions): 888-730-4933

City or town, state or province, country, and ZIP or foreign postal code: LAS VEGAS, NV 89118

C If exemption application is pending, check here ▶ ☐

G Check all that apply. ☐ Initial return ☐ Initial return of a former public charity ☐ Final return ☐ Amended return ☐ Address change ☐ Name change

D 1 Foreign organizations, check here ▶ ☐
2 Foreign organizations meeting the 85% test, check here and attach computation ▶ ☐

H Check type of organization: [X] Section 501(c)(3) exempt private foundation
☐ Section 4947(a)(1) nonexempt charitable trust ☐ Other taxable private foundation

E If private foundation status was terminated under section 507(b)(1)(A), check here ▶ ☐

I Fair market value of all assets at end of year (from Part II, col. (c), line 16) ▶ $ 37,151,074.

J Accounting method: [X] Cash ☐ Accrual ☐ Other (specify) (Part I, column (d) must be on cash basis)

F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here ▶ ☐

Part I Analysis of Revenue and Expenses

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

		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
Revenue	1 Contributions, gifts, grants, etc, received (attach schedule)				
	2 Check ▶ [X] if the foundation is not required to attach Sch B				
	3 Interest on savings and temporary cash investments				
	4 Dividends and interest from securities	930,967.	893,383.		STMT 1
	5a Gross rents				
	b Net rental income or (loss)				
	6a Net gain or (loss) from sale of assets not on line 10	7,738,659.			
	b Gross sales price for all assets on line 6a 33,267,540.				
	7 Capital gain net income (from Part IV, line 2)		7,738,659.		
	8 Net short-term capital gain				
	9 Income modifications				
	10a Gross sales less returns and allowances				
	b Less Cost of goods sold				
	c Gross profit or (loss) (attach schedule)				
	11 Other income (attach schedule)	15.	15.		STMT 2
	12 **Total.** Add lines 1 through 11	8,669,641.	8,632,057.		
Operating and Administrative Expenses	13 Compensation of officers, directors, trustees, etc	343,929.	120,894.		223,035.
	14 Other employee salaries and wages		NONE	NONE	
	15 Pension plans, employee benefits		NONE	NONE	
	16a Legal fees (attach schedule)				
	b Accounting fees (attach schedule) STMT 3	1,748.	NONE	NONE	1,748.
	c Other professional fees (attach schedule) STMT 4	74,982.	51,319.		23,663.
	17 Interest				
	18 Taxes (attach schedule) (see instructions) STMT 5	174,907.	19,003.		
	19 Depreciation (attach schedule) and depletion				
	20 Occupancy				
	21 Travel, conferences, and meetings		NONE	NONE	
	22 Printing and publications		NONE	NONE	
	23 Other expenses (attach schedule) STMT 6	295.	285.		10.
	24 **Total operating and administrative expenses.** Add lines 13 through 23	595,861.	191,501.	NONE	248,456.
	25 Contributions, gifts, grants paid	1,846,000.			1,846,000.
	26 Total expenses and disbursements Add lines 24 and 25	2,441,861.	191,501.	NONE	2,094,456.
	27 Subtract line 26 from line 12				
	a Excess of revenue over expenses and disbursements	6,227,780.			
	b **Net investment income** (if negative, enter -0-)		8,440,556.		
	c **Adjusted net income** (if negative, enter -0-)				

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Part II Balance Sheets	Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions)	Beginning of year (a) Book Value	End of year (b) Book Value	(c) Fair Market Value
Assets	1 Cash - non-interest-bearing			
	2 Savings and temporary cash investments	2,347,487.	894,306.	894,306.
	3 Accounts receivable ▶			
	Less allowance for doubtful accounts ▶			
	4 Pledges receivable ▶			
	Less allowance for doubtful accounts ▶			
	5 Grants receivable			
	6 Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see instructions)			
	7 Other notes and loans receivable (attach schedule) ▶			
	Less allowance for doubtful accounts ▶ NONE			
	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)			
	c Investments - corporate bonds (attach schedule)			
	11 Investments - land, buildings, and equipment basis ▶			
	Less accumulated depreciation (attach schedule) ▶			
	12 Investments - mortgage loans			
	13 Investments - other (attach schedule) STMT 7	30,825,793.	38,532,332.	36,256,768.
	14 Land, buildings, and equipment basis ▶			
	Less accumulated depreciation (attach schedule) ▶			
	15 Other assets (describe ▶)			
	16 **Total assets** (to be completed by all filers - see the instructions Also, see page 1, item I)	33,173,280.	39,426,638.	37,151,074.
Liabilities	17 Accounts payable and accrued expenses			
	18 Grants payable			
	19 Deferred revenue			
	20 Loans from officers, directors, trustees, and other disqualified persons			
	21 Mortgages and other notes payable (attach schedule)			
	22 Other liabilities (describe ▶)			
	23 **Total liabilities** (add lines 17 through 22)		NONE	
Net Assets or Fund Balances	**Foundations that follow SFAS 117, check here** ▶ ☐ **and complete lines 24 through 26, and lines 30 and 31**			
	24 Unrestricted			
	25 Temporarily restricted			
	26 Permanently restricted			
	Foundations that do not follow SFAS 117, check here ▶ X **and complete lines 27 through 31.**			
	27 Capital stock, trust principal, or current funds	33,173,280.	39,426,638.	
	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)	33,173,280.	39,426,638.	
	31 **Total liabilities and net assets/fund balances** (see instructions)	33,173,280.	39,426,638.	

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	33,173,280.
2 Enter amount from Part I, line 27a	2	6,227,780.
3 Other increases not included in line 2 (itemize) ▶ SEE STATEMENT 10	3	37,993.
4 Add lines 1, 2, and 3	4	39,439,053.
5 Decreases not included in line 2 (itemize) ▶ SEE STATEMENT 11	5	12,415.
6 Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	39,426,638.

Part IV Capital Gains and Losses for Tax on Investment Income

	(a) List and describe the kind(s) of property sold (for example, real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co)	(b) How acquired P Purchase D - Donation	(c) Date acquired (mo , day, yr)	(d) Date sold (mo , day, yr)
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	33,267,540.		25,528,881.	7,738,659.
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) FMV as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
a				7,738,659.
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	7,738,659.
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 doesn't qualify under section 4940(e) Do not complete this part.

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

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col (b) divided by col (c))
2017	1,769,731.	39,599,892.	0.044690
2016	1,771,113.	36,643,860.	0.048333
2015	2,000,130.	38,864,585.	0.051464
2014	1,928,382.	39,804,154.	0.048447
2013	1,590,789.	37,209,334.	0.042752

2	Total of line 1, column (d)	2	0.235686
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	0.047137
4	Enter the net value of noncharitable-use assets for 2018 from Part X, line 5	4	40,978,761.
5	Multiply line 4 by line 3	5	1,931,616.
6	Enter 1% of net investment income (1% of Part I, line 27b)	6	84,406.
7	Add lines 5 and 6	7	2,016,022.
8	Enter qualifying distributions from Part XII, line 4	8	2,094,456.

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

3

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 ▶ [X] and enter 1% of Part I, line 27b	1	84,406.
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	NONE
3	Add lines 1 and 2	3	84,406.
4	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only, others, enter -0-)	4	NONE
5	**Tax based on investment income** Subtract line 4 from line 3 If zero or less, enter -0-	5	84,406.
6	Credits/Payments		
a	2018 estimated tax payments and 2017 overpayment credited to 2018 . . . . 6a 132,500.		
b	Exempt foreign organizations - tax withheld at source . . . . 6b NONE		
c	Tax paid with application for extension of time to file (Form 8868) . . . . 6c NONE		
d	Backup withholding erroneously withheld 6d		
7	Total credits and payments Add lines 6a through 6d	7	132,500.
8	Enter any **penalty** for underpayment of estimated tax Check here [X] if Form 2220 is attached	8	
9	**Tax due.** If the total of lines 5 and 8 is more than line 7, enter **amount owed** ▶	9	
10	**Overpayment** If line 7 is more than the total of lines 5 and 8, enter the **amount overpaid** ▶	10	48,094.
11	Enter the amount of line 10 to be **Credited to 2019 estimated tax** ▶ 48,094. **Refunded** ▶	11	

Part VII-A Statements Regarding Activities

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

Part VII-A Statements Regarding Activities *(continued)*

			Yes	No
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		X
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		X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application?	13	X	

Website address ▶ N/A

14 The books are in care of ▶ WELLS FARGO BANK N.A Telephone no ▶ (888)730-4933

Located at ▶ 6325 S RAINBOW BLVD STE 300, LAS VEGAS, NV ZIP+4 ▶ 89118

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 |

			Yes	No
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		X
	See the instructions for exceptions and filing requirements for FinCEN Form 114 If "Yes," enter the name of the foreign country ▶			

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

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

			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		X
	Organizations relying on a current notice regarding disaster assistance, check here ▶ ☐			
c	Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2018?	1c		X
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 ▶ ____, ____, ____, ____			
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 ▶ ____, ____, ____, ____			
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		X
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		X

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

			Yes	No
5a	During the year, did the foundation pay or incur any amount to			
	(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))?	[ ] Yes [X] 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 [X] No		
	(3) Provide a grant to an individual for travel, study, or other similar purposes?	[X] 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 [X] 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 [X] 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		X
	Organizations relying on a current notice regarding disaster assistance, check here ▶ [ ]			
c	If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant?	[ ] Yes [ ] No		
	If "Yes," attach the statement required by Regulations section 53 4945-5(d)			
6a	Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract?	[ ] Yes [X] No		
b	Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract?	6b		X
	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 [X] No		
b	If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction?	7b		
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(s) during the year?	[ ] Yes [X] No		

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

1 List all officers, directors, trustees, and foundation managers and their compensation. 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
JAMES P CONN 949 CHILTERN ROAD, HILLIABOROUGH, CA 94010	CO-TRUSTEE 1	91,368.	-0-	-0-
PAUL FAY III PO BOX 591120, SAN FRANCISCO, CA 94159	CO-TRUSTEE 1	91,368.	-0-	-0-
Wells Fargo Bank, N A 100 N MAIN ST MAC D4001-117, WINSTON SALEM, NC 27101	TRUSTEE 1	161,193	-0-	-0-

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

(a) Name and address of each employee paid more than $50,000	(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		NONE	NONE	NONE

Total number of other employees paid over $50,000 ▶ NONE

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		NONE
Total number of others receiving over $50,000 for professional services ▶		NONE

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 NONE	
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 NONE	
2	
All other program-related investments See instructions 3 NONE	
Total. Add lines 1 through 3 ▶	

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

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc, purposes:		
a	Average monthly fair market value of securities	1a	39,490,971.
b	Average of monthly cash balances	1b	2,111,832.
c	Fair market value of all other assets (see instructions)	1c	NONE
d	**Total** (add lines 1a, b, and c)	1d	41,602,803.
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation) ... 1e		
2	Acquisition indebtedness applicable to line 1 assets	2	NONE
3	Subtract line 2 from line 1d	3	41,602,803.
4	Cash deemed held for charitable activities Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	624,042.
5	**Net value of noncharitable-use assets.** Subtract line 4 from line 3 Enter here and on Part V, line 4	5	40,978,761.
6	**Minimum investment return.** Enter 5% of line 5	6	2,048,938.

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

1	Minimum investment return from Part X, line 6			1	2,048,938.
2a	Tax on investment income for 2018 from Part VI, line 5	2a	84,406.		
b	Income tax for 2018 (This does not include the tax from Part VI.)	2b			
c	Add lines 2a and 2b			2c	84,406.
3	Distributable amount before adjustments. Subtract line 2c from line 1			3	1,964,532.
4	Recoveries of amounts treated as qualifying distributions			4	NONE
5	Add lines 3 and 4			5	1,964,532.
6	Deduction from distributable amount (see instructions)			6	NONE
7	**Distributable amount** as adjusted Subtract line 6 from line 5. Enter here and on Part XIII, line 1			7	1,964,532.

Part XII Qualifying Distributions (see instructions)

1	Amounts paid (including administrative expenses) to accomplish charitable, etc, purposes		
a	Expenses, contributions, gifts, etc. - total from Part I, column (d), line 26	1a	2,094,456.
b	Program-related investments - total from Part IX-B	1b	
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	2	NONE
3	Amounts set aside for specific charitable projects that satisfy the		
a	Suitability test (prior IRS approval required)	3a	NONE
b	Cash distribution test (attach the required schedule)	3b	NONE
4	**Qualifying distributions** Add lines 1a through 3b Enter here and on Part V, line 8, and Part XIII, line 4	4	2,094,456.
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	84,406.
6	**Adjusted qualifying distributions.** Subtract line 5 from line 4	6	2,010,050.

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					1,964,532.
2 Undistributed income, if any, as of the end of 2018					
a Enter amount for 2017 only				138,477.	
b Total for prior years 20____,20____,20____			NONE		
3 Excess distributions carryover, if any, to 2018					
a From 2013	NONE				
b From 2014	NONE				
c From 2015	NONE				
d From 2016	NONE				
e From 2017	NONE				
f **Total** of lines 3a through e		NONE			
4 Qualifying distributions for 2018 from Part XII, line 4 ▶ $ 2,094,456.					
a Applied to 2017, but not more than line 2a				138,477.	
b Applied to undistributed income of prior years (Election required - see instructions)			NONE		
c Treated as distributions out of corpus (Election required - see instructions)		NONE			
d Applied to 2018 distributable amount					1,955,979.
e Remaining amount distributed out of corpus		NONE			
5 Excess distributions carryover applied to 2018 (If an amount appears in column (d), the same amount must be shown in column (a).)		NONE			NONE
6 **Enter the net total of each column as indicated below**					
a Corpus Add lines 3f, 4c, and 4e Subtract line 5		NONE			
b Prior years' undistributed income Subtract line 4b from line 2b			NONE		
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			NONE		
d Subtract line 6c from line 6b Taxable amount - see instructions			NONE		
e Undistributed income for 2017 Subtract line 4a from line 2a Taxable amount - see instructions					
f Undistributed income for 2018 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2019					8,553.
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)		NONE			
8 Excess distributions carryover from 2013 not applied on line 5 or line 7 (see instructions)		NONE			
9 **Excess distributions carryover to 2019.** Subtract lines 7 and 8 from line 6a		NONE			
10 Analysis of line 9					
a Excess from 2014	NONE				
b Excess from 2015	NONE				
c Excess from 2016	NONE				
d Excess from 2017	NONE				
e Excess from 2018	NONE				

Part XIV **Private Operating Foundations** (see instructions and Part VII-A, question 9) NOT APPLICABLE

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 foundation is a private operating foundation described in section [ ] 4942(j)(3) or [ ] 4942(j)(5)

	Tax year	Prior 3 years			
	(a) 2018	(b) 2017	(c) 2016	(d) 2015	(e) Total
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					
(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).)

NONE

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

NONE

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.

SEE STATEMENT 12

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

SEE ATTACHED STATEMENT FOR LINE 2

c Any submission deadlines.

SEE ATTACHED STATEMENT FOR LINE 2

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

SEE ATTACHED STATEMENT FOR LINE 2

Part XV Supplementary Information *(continued)*

3 Grants and Contributions Paid During the Year or Approved for Future Payment

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a *Paid during the year*				
SEE STATEMENT 29				1,846,000.
Total . . . . ▶ 3a				1,846,000.
b *Approved for future payment*				
Total . . . . ▶ 3b				

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					
b					
c					
d					
e					
f					
g Fees and contracts from government agencies					
2 Membership dues and assessments					
3 Interest on savings and temporary cash investments					
4 Dividends and interest from securities			14	930,967.	
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	7,738,659.	
9 Net income or (loss) from special events					
10 Gross profit or (loss) from sales of inventory					
11 Other revenue a					
b PARTNERSHIP/S-CORP			1	15.	
c					
d					
e					
12 Subtotal Add columns (b), (d), and (e)				8,669,641.	

13 **Total.** Add line 12, columns (b), (d), and (e) . . . . . 13 8,669,641.

(See worksheet in line 13 instructions to verify calculations)

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)
	NOT APPLICABLE

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

			Yes	No
1	Did the organization directly or indirectly engage in any of the following with any other organization described in section 501(c) (other than section 501(c)(3) organizations) or in section 527, relating to political organizations?			
a	Transfers from the reporting foundation to a noncharitable exempt organization of			
	(1) Cash	1a(1)		X
	(2) Other assets	1a(2)		X
b	Other transactions:			
	(1) Sales of assets to a noncharitable exempt organization	1b(1)		X
	(2) Purchases of assets from a noncharitable exempt organization	1b(2)		X
	(3) Rental of facilities, equipment, or other assets	1b(3)		X
	(4) Reimbursement arrangements	1b(4)		X
	(5) Loans or loan guarantees	1b(5)		X
	(6) Performance of services or membership or fundraising solicitations	1b(6)		X
c	Sharing of facilities, equipment, mailing lists, other assets, or paid employees	1c		X

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

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

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

b If "Yes," complete the following schedule.

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

Sign Here

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

V.P.
Wells Fargo Bank, N.A. | 05/22/2019 | TRUSTEE

Signature of officer or trustee | Date | Title

May the IRS discuss this return with the preparer shown below? See instructions ☒ Yes ☐ No

Paid Preparer Use Only

Print/Type preparer's name	Preparer's signature	Date	Check ☒ if self-employed	PTIN
JOSEPH J. CASTRIANO		05/22/2019	X	P01251603
Firm's name ▶ PRICEWATERHOUSECOOPERS LLP			Firm's EIN ▶ 13-4008324	
Firm's address ▶ 600 GRANT STREET PITTSBURGH, PA 15219			Phone no 412-355-6000	

FORM 990PF, PART I - DIVIDENDS AND INTEREST FROM SECURITIES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
USGI REPORTED AS NONQUALIFIED DIVIDENDS	740.	740.
FOREIGN DIVIDENDS	156,355.	156,355.
NONDIVIDEND DISTRIBUTIONS	37,584.	
DOMESTIC DIVIDENDS	358,875.	358,875.
OTHER INTEREST	171,431.	171,431.
FOREIGN INTEREST	14,406.	14,406.
U.S. GOVERNMENT INTEREST(FEDERAL TAXABLE	32,132.	32,132.
OID INCOME	11.	11.
OID ADJUSTMENT	-11.	-11.
US GOVERNMENT INTEREST REPORTED AS QUALI	4.	4.
NONQUALIFIED FOREIGN DIVIDENDS	36,142.	36,142.
NONQUALIFIED DOMESTIC DIVIDENDS	95,049.	95,049.
SECTION 199A DIVIDENDS	28,249.	28,249.
TOTAL	930,967.	893,383.

FORM 990PF, PART I - OTHER INCOME

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
FROM PARTNERSHIP/S-CORP	15.	15.
TOTALS	15.	15.

FORM 990PF, PART I - ACCOUNTING FEES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME	ADJUSTED NET INCOME	CHARITABLE PURPOSES
TAX PREPARATION FEE (NON-ALLOC	1,748.			1,748.
TOTALS	1,748.	NONE	NONE	1,748.

FORM 990PF, PART I - OTHER PROFESSIONAL FEES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME	CHARITABLE PURPOSES
THIRD PARTY SUB-ADVISOR FEE	51,319.	51,319.	
GRANT ADMIN FEES	23,663.		23,663.
TOTALS	74,982.	51,319.	23,663.

FORM 990PF, PART I - TAXES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
FOREIGN TAXES	15,243.	15,243.
FEDERAL TAX PAYMENT - PRIOR YE	23,404.	
FEDERAL ESTIMATES - PRINCIPAL	132,500.	
FOREIGN TAXES ON NONQUALIFIED	3,760.	3,760.
TOTALS	174,907.	19,003.

ODELL, R.S & H.P FUND T/U/A-MAIN 94-6132116

FORM 990PF, PART I - OTHER EXPENSES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME	CHARITABLE PURPOSES
FILING FEE/STATE TAX	10.		10.
INVESTMENT EXPENSES-DIVIDEND I	283.	283.	
FROM PARTNERSHIP/S-CORP	2.	2.	
TOTALS	295.	285.	10.

FORM 990PF, PART II - OTHER INVESTMENTS

DESCRIPTION	COST/ FMV C OR F	ENDING BOOK VALUE	ENDING FMV
9128284U1 US TREASURY NOTE	C	99,371.	100,520.
172967KB6 CITIGROUP INC	C	199,724.	197,342.
77958B402 T ROWE PRICE INST FL	C	219,385.	209,532.
313379EE5 FED HOME LN BK 1.625	C	251,518.	248,918.
46432F842 ISHARES CORE MSCI EA	C	5,997,050.	5,577,000.
931142DU4 WAL-MART STORES INC	C	99,551.	97,411.
9128283N8 US TREASURY NOTE	C	98,977.	99,273.
49326EEF6 KEYCORP	C	101,657.	99,245.
94106LAW9 WASTE MANAGEMENT INC	C	167,004.	153,498.
61746BEA0 MORGAN STANLEY	C	100,292.	97,880.
3133EGXK6 FED FARM CREDIT BK	C	99,065.	98,823.
3133EFBF3 FED FARM CREDIT BK	C	100,086.	98,485.
717081DH3 PFIZER INC 3.000% 6/	C	101,917.	99,573.
14040HBD6 CAPITAL ONE FINANCIA	C	151,248.	147,311.
912828WE6 US TREASURY NOTE 2.7	C	152,268.	151,641.
478160BH6 JOHNSON & JOHNSON 3.	C	161,109.	152,837.
31641Q763 FIDELITY NEW MRKTS I	C	292,199.	282,027.
084670BR8 BERKSHIRE HATHAWAY	C	152,484.	147,252.
904764AU1 UNILEVER CAPITAL COR	C	98,417.	90,154.
071813BQ1 BAXTER INTERNATIONAL	C	99,904.	91,284.
46625HJH4 JPMORGAN CHASE & CO	C	100,965.	98,543.
912828WY2 US TREASURY NOTE 2.2	C	102,047.	99,445.
166764AR1 CHEVRON CORP	C	248,290.	247,490.
89114QBC1 TORONTO-DOMINION BAN	C	101,154.	99,014.
693506BD8 PPG INDUSTRIES INC 3	C	209,358.	201,704.
912828XT2 US TREASURY NOTE	C	100,086.	97,297.
09247XAJ0 BLACKROCK INC 3.375%	C	104,796.	100,746.
67021CAG2 NSTAR ELECTRIC CO	C	99,352.	96,436.
464287507 ISHARES TR S & P MID	C	3,475,004.	3,238,170.

FORM 990PF, PART II - OTHER INVESTMENTS

DESCRIPTION	COST/ FMV C OR F	ENDING BOOK VALUE	ENDING FMV
GTC997004 GAI CORBIN MULTI STR	C	937,086.	898,386.
74925K581 ROBECO BP LNG/SHRT R	C	1,500,000.	1,561,688.
912828B58 US TREASURY NOTE 2.2	C	98,441.	99,231.
459200HU8 IBM CORP 3.625% 2/12	C	101,353.	99,276.
912828G87 US TREASURY NOTE 2.1	C	73,550.	74,262.
037833AS9 APPLE INC 3.450% 5/0	C	154,076.	150,711.
9128284A5 US TREASURY NOTE	C	100,129.	100,508.
369550BD9 GENERAL DYNAMICS COR	C	150,324.	151,038.
74256W485 PRINCIPAL PREFERRED	C	347,360.	316,671.
912828J43 US TREASURY NOTE	C	99,309.	97,820.
06406FAB9 BANK OF NY MELLON CO	C	147,573.	146,405.
828807CG0 SIMON PROPERTY GROUP	C	102,674.	102,367.
912828WC0 US TREASURY NOTE 1.7	C	97,891.	98,633.
464287804 ISHARES TR SMALLCAP	C	2,102,202.	1,982,552.
277923728 EATON VANCE GLOBAL M	C	1,090,530.	1,011,589.
464288489 ISHARES FTSE EPRA/NA	C	1,624,892.	1,583,958.
91159HHG8 US BANCORP 3.700% 1/	C	51,029.	50,775.
9128284F4 US TREASURY NOTE	C	48,941.	50,149.
842587CS4 SOUTHERN CO	C	99,864.	97,113.
78012KRK5 ROYAL BANK OF CANADA	C	99,886.	99,264.
404280AN9 HSBC HOLDING PLC 4.0	C	102,115.	101,303.
913017BV0 UNITED TECHNOLOGIES	C	152,327.	146,886.
92553PAT9 VIACOM INC 4.250% 9/	C	150,989.	149,415.
464287200 ISHARES S & P 500 IN	C	14,358,857.	13,159,203.
9128284C1 US TREASURY NOTE	C	99,578.	99,590.
912828XG0 US TREASURY NOTE	C	100,664.	98,813.
3130A6LE5 FED HOME LN BK	C	149,925.	147,326.
10373QAJ9 BP CAP MARKETS AMERI	C	100,164.	99,133.
912828N30 US TREASURY NOTE	C	49,627.	49,295.

FORM 990PF, PART II - OTHER INVESTMENTS

DESCRIPTION	COST/ FMV C OR F	ENDING BOOK VALUE	ENDING FMV
06051GFW4 BANK OF AMERICA CORP	C	98,112.	98,640.
594918BQ6 MICROSOFT CORP	C	146,540.	144,219.
949917744 WF ADV ULTR SHORT-TR	C	19,970.	19,929.
064159JG2 BANK OF NOVA SCOTIA	C	252,083.	244,545.
4812C0803 JPMORGAN HIGH YIELD	C	187,666.	158,884.
MIX089285 CA BUT S00 T20N R01E	C	1.	1.
68389XBA2 ORACLE CORP 2.800% 7	C	152,681.	149,273.
912828F62 US TREASURY NOTE 1.5	C	99,645.	99,066.
TOTALS		38,532,332.	36,256,768.

FORM 990PF, PART III - OTHER INCREASES IN NET WORTH OR FUND BALANCES

DESCRIPTION	AMOUNT
MUTUAL FUND TIMING DIFFERENCE	37,447.
GAIN/LOSS ON PY SALES NOT SETTLED AT YEA	546.
TOTAL	37,993.

FORM 990PF, PART III - OTHER DECREASES IN NET WORTH OR FUND BALANCES

DESCRIPTION	AMOUNT
PY RETURN OF CAPITAL ADJUSTMENT	9,782.
COST BASIS ADJUSTMENT	2,633.
TOTAL	12,415.

FORM 990PF, PART XV - LINES 2a - 2d
==================================

RECIPIENT NAME:
EUGENE RANCHIASCI
ADDRESS:
420 MONTGOMERY ST
SAN FRANCISCO, CA 94104
RECIPIENT'S PHONE NUMBER: 412-396-3215
FORM, INFORMATION AND MATERIALS:
LETTER DETAILING THE PROJECT FOR WHICH
THE GRANT WAS REQUESTED
SUBMISSION DEADLINES:
THERE ARE NO FORMAL DEADLINES
RESTRICTIONS OR LIMITATIONS ON AWARDS:
THERE ARE NO RESTRICTIONS OR LIMITATIONS ON AWARDS

FORM 990PF, PART XV, LINE 3a - CONTRIBUTIONS, GIFTS, GRANTS PAID
==

RECIPIENT NAME:
Sacred Heart Cathedral Preparatory
ADDRESS:
1055 ELLIS ST
San Francisco, CA 94109
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
GENERAL OPERATING
FOUNDATION STATUS OF RECIPIENT:
PC
AMOUNT OF GRANT PAID .... 25,000.

RECIPIENT NAME:
SAINT EDWARD'S SCHOOL
ADDRESS:
5788 THORNTON AVE
Newark, CA 94560
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
SCHOLARSHIPS
FOUNDATION STATUS OF RECIPIENT:
I
AMOUNT OF GRANT PAID .... 40,000.

RECIPIENT NAME:
Saint Patricks Saint Vincent High School
ADDRESS:
1500 BENICIA RD,
Vallejo, CA 94591
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
SCHOLARSHIPS
FOUNDATION STATUS OF RECIPIENT:
I
AMOUNT OF GRANT PAID .... 10,000.

FORM 990PF, PART XV, LINE 3a - CONTRIBUTIONS, GIFTS, GRANTS PAID

RECIPIENT NAME:
St Thomas More Catholic School
ADDRESS:
50 THOMAS MORE WAY
San Francisco, CA 94132
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
SCHOLARSHIPS
FOUNDATION STATUS OF RECIPIENT:
I
AMOUNT OF GRANT PAID .... 25,000.

RECIPIENT NAME:
ST. FRANCIS OF ASSISI CATHOLIC SCHOOL
ADDRESS:
5330 EASTSIDE CIRCLE
YORBA LINDA, CA 92887
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
SCHOLARSHIPS
FOUNDATION STATUS OF RECIPIENT:
I
AMOUNT OF GRANT PAID .... 25,000.

RECIPIENT NAME:
Catholic Charities of the East Bay
ADDRESS:
433 JEFFERSON ST
Oakland, CA 94607
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
GENERAL OPERATING
FOUNDATION STATUS OF RECIPIENT:
PC
AMOUNT OF GRANT PAID .... 30,000.

RECIPIENT NAME:
CRISTO REY DE LA SALLE EAST BAY
ADDRESS:
1530 34TH AVE
Oakland, CA 94601
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
GENERAL OPERATING
FOUNDATION STATUS OF RECIPIENT:
PC
AMOUNT OF GRANT PAID .... 50,000.

RECIPIENT NAME:
De La Salle High School
ADDRESS:
1130 WINTON DR
Concord, CA 94518
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
SCHOLARSHIPS
FOUNDATION STATUS OF RECIPIENT:
I
AMOUNT OF GRANT PAID .... 10,000.

RECIPIENT NAME:
De Marillac Academy
ADDRESS:
175 GOLDEN GATE AVE
San Francisco, CA 94102
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
GENERAL OPERATING
FOUNDATION STATUS OF RECIPIENT:
PC
AMOUNT OF GRANT PAID .... 25,000.

FORM 990PF, PART XV, LINE 3a - CONTRIBUTIONS, GIFTS, GRANTS PAID

RECIPIENT NAME:
Foundation For Teaching Ecnmcs
ADDRESS:
260 RUSSELL BLVD # B,
Davis, CA 95616
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
GENERAL OPERATING
FOUNDATION STATUS OF RECIPIENT:
PC
AMOUNT OF GRANT PAID .... 25,000.

RECIPIENT NAME:
Mercy High School
ADDRESS:
3250 19TH AVE
San Francisco, CA 94132
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
SCHOLARSHIPS
FOUNDATION STATUS OF RECIPIENT:
I
AMOUNT OF GRANT PAID .... 25,000.

RECIPIENT NAME:
MISSION DOLORES ACADEMY
ADDRESS:
3371 16TH ST
San Francisco, CA 94114
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
GENERAL OPERATING
FOUNDATION STATUS OF RECIPIENT:
PC
AMOUNT OF GRANT PAID .... 50,000.

RECIPIENT NAME:
ONE PURPOSE SCHOOL
ADDRESS:
948 HOLLISTER AVE
San Francisco, CA 94124
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
SCHOLARSHIPS
FOUNDATION STATUS OF RECIPIENT:
I
AMOUNT OF GRANT PAID .... 25,000.

RECIPIENT NAME:
OUR LADY OF GUADALUPE SCHOOL
ADDRESS:
40374 FREMONT BLVD
Fremont, CA 94538
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
SCHOLARSHIPS
FOUNDATION STATUS OF RECIPIENT:
I
AMOUNT OF GRANT PAID .... 50,000.

RECIPIENT NAME:
SAINT ELIZABETH ELEMENTARY SCHOOL
ADDRESS:
1516 33RD AVE
Oakland, CA 94601
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
SCHOLARSHIPS
FOUNDATION STATUS OF RECIPIENT:
I
AMOUNT OF GRANT PAID .... 50,000.

RECIPIENT NAME:
SAINT FRANCES CABRINI SCHOOL
ADDRESS:
15325 WOODARD RD
San Jose, CA 95124
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
SCHOLARSHIPS
FOUNDATION STATUS OF RECIPIENT:
I
AMOUNT OF GRANT PAID .... 25,000.

RECIPIENT NAME:
THE CAMPAIGN FOR SANTA TERESITA - PHASE
ADDRESS:
819 BUENA VISTA STREET
Duarte, CA 91010
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
GENERAL OPERATING
FOUNDATION STATUS OF RECIPIENT:
PC
AMOUNT OF GRANT PAID .... 15,000.

RECIPIENT NAME:
ST. PETERS ELEMENTARY SCHOOL
ADDRESS:
1266 FLORIDA ST
San Francisco, CA 94110
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
SCHOLARSHIPS
FOUNDATION STATUS OF RECIPIENT:
I
AMOUNT OF GRANT PAID .... 50,000.

RECIPIENT NAME:
CRISTO REY SAN JOSE HIGH SCHOOL
ADDRESS:
1389 E SANTA CLARA ST
SAN JOSE, CA 95116
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
SCHOLARSHIPS
FOUNDATION STATUS OF RECIPIENT:
I
AMOUNT OF GRANT PAID .... 45,000.

RECIPIENT NAME:
BAY SCHOLARS
ADDRESS:
465 CALIFORNIA STREET NO 1600
SAN FRANCISCO, CA 94104
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
GENERAL OPERATING
FOUNDATION STATUS OF RECIPIENT:
PC
AMOUNT OF GRANT PAID .... 50,000.

RECIPIENT NAME:
PROVIDENCE BAPTIST CHURCH OF
RICHMOND
ADDRESS:
314 S 12TH ST
RICHMOND, CA 94804
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
GENERAL OPERATING
FOUNDATION STATUS OF RECIPIENT:
PC
AMOUNT OF GRANT PAID .... 1,000.

RECIPIENT NAME:
GIANT STEPS THERAPEUTIC EQUESTRIAN CENTER
ADDRESS:
1320 COMMERCE STREET, SUITE A
Petaluma, CA 94954
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
GENERAL OPERATING
FOUNDATION STATUS OF RECIPIENT:
PC
AMOUNT OF GRANT PAID .... 15,000.

RECIPIENT NAME:
OUR LADY OF MERCY ELEMENTARY
ADDRESS:
PO BOX 3621
MERCED, CA 95344
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
GENERAL OPERATING
FOUNDATION STATUS OF RECIPIENT:
PC
AMOUNT OF GRANT PAID .... 20,000.

RECIPIENT NAME:
OUR LADY OF PERPETUAL HELP
ADDRESS:
124 COLUMBUS ST
BAKERSFIELD, CA 93305
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
GENERAL OPERATING
FOUNDATION STATUS OF RECIPIENT:
PC
AMOUNT OF GRANT PAID .... 30,000.

RECIPIENT NAME:
FOUNDATION FOR STUDENTS
RISING ABOVE
ADDRESS:
PO BOX 192492
San Francisco, CA 94119
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
GENERAL OPERATING
FOUNDATION STATUS OF RECIPIENT:
PC
AMOUNT OF GRANT PAID .... 40,000.

RECIPIENT NAME:
Saint Joseph Notre Dame High School
ADDRESS:
1011 CHESTNUT STREET
Alameda, CA 94501
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
SCHOLARSHIPS
FOUNDATION STATUS OF RECIPIENT:
I
AMOUNT OF GRANT PAID .... 50,000.

RECIPIENT NAME:
SALESIAN HIGH SCHOOL
ADDRESS:
2851 SALESIAN AVE
RICHMOND, CA 94804
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
SCHOLARSHIPS
FOUNDATION STATUS OF RECIPIENT:
I
AMOUNT OF GRANT PAID .... 25,000.

FORM 990PF, PART XV, LINE 3a - CONTRIBUTIONS, GIFTS, GRANTS PAID
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RECIPIENT NAME:
IMMACULATE CONCEPTION ACADEMY
ADDRESS:
3625 24TH ST
San Francisco, CA 94110
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
GENERAL OPERATING
FOUNDATION STATUS OF RECIPIENT:
PC
AMOUNT OF GRANT PAID .... 50,000.

RECIPIENT NAME:
ARCHBISHOP RIORDAN HIGH SCHOOL
ADDRESS:
175 PHELAN AVE
San Francisco, CA 94112
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
SCHOLARSHIPS
FOUNDATION STATUS OF RECIPIENT:
I
AMOUNT OF GRANT PAID .... 50,000.

RECIPIENT NAME:
JUNIPERO SERRA HIGH SCHOOL
ADDRESS:
451 WEST 20TH AVENUE
San Mateo, CA 94403
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
SCHOLARSHIPS
FOUNDATION STATUS OF RECIPIENT:
I
AMOUNT OF GRANT PAID .... 25,000.

RECIPIENT NAME:
SALESIAN BOYS CLUB INC
ADDRESS:
680 FILBERT ST
San Francisco, CA 94133
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
GENERAL OPERATING
FOUNDATION STATUS OF RECIPIENT:
PC
AMOUNT OF GRANT PAID .... 15,000.

RECIPIENT NAME:
MERCY HIGH SCHOOL SAN FRANCISCO
ADDRESS:
3250 19TH AVE
SAN FRANCISCO, CA 94132
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
SCHOLARSHIPS
FOUNDATION STATUS OF RECIPIENT:
I
AMOUNT OF GRANT PAID .... 25,000.

RECIPIENT NAME:
JUNIOR ACHIEVEMENT OF NORTHERN
ADDRESS:
3003 OAK ROAD, SUITE 130
Walnut Creek, CA 94597
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
GENERAL OPERATING
FOUNDATION STATUS OF RECIPIENT:
PC
AMOUNT OF GRANT PAID .... 10,000.

FORM 990PF, PART XV, LINE 3a - CONTRIBUTIONS, GIFTS, GRANTS PAID

RECIPIENT NAME:
POMEROY RECREATION AND
REHABILITATION CENTER
ADDRESS:
207 SKYLINE BLVD
San Francisco, CA 94132
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
GENERAL OPERATING
FOUNDATION STATUS OF RECIPIENT:
PC
AMOUNT OF GRANT PAID .... 15,000.

RECIPIENT NAME:
NOTRE DAME HIGH SCHOOL
ADDRESS:
1540 RALSTON AVE
Belmont, CA 94002
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
SCHOLARSHIPS
FOUNDATION STATUS OF RECIPIENT:
I
AMOUNT OF GRANT PAID .... 25,000.

RECIPIENT NAME:
Congregation of the queen of the
holy rosary
ADDRESS:
43326 MISSION CIR
FREMONT, CA 94539
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
GENERAL OPERATING
FOUNDATION STATUS OF RECIPIENT:
PC
AMOUNT OF GRANT PAID .... 50,000.

FORM 990PF, PART XV, LINE 3a - CONTRIBUTIONS, GIFTS, GRANTS PAID

RECIPIENT NAME:
DIOCESE OF OAKLAND CA
DEPARTMENT OF EDUCATION
ADDRESS:
2121 HARRISON STREET
OAKLAND, CA 94612
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
GENERAL OPERATING
FOUNDATION STATUS OF RECIPIENT:
PC
AMOUNT OF GRANT PAID .... 30,000.

RECIPIENT NAME:
THE SAN FRANCISCO PARTICULAR COUNCIL
ADDRESS:
1175 HOWARD STREET
San Francisco, CA 94103
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
GENERAL OPERATING
FOUNDATION STATUS OF RECIPIENT:
PC
AMOUNT OF GRANT PAID .... 30,000.

RECIPIENT NAME:
CARONDELET HIGH SCHOOL
ADDRESS:
1133 WINTON DR
Concord, CA 94518
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
SCHOLARSHIPS
FOUNDATION STATUS OF RECIPIENT:
I
AMOUNT OF GRANT PAID .... 50,000.

FORM 990PF, PART XV, LINE 3a - CONTRIBUTIONS, GIFTS, GRANTS PAID

RECIPIENT NAME:
MOREAU CATHOLIC HIGH SCHOOL
ADDRESS:
27170 MISSION BLVD
Hayward, CA 94544
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
SCHOLARSHIPS
FOUNDATION STATUS OF RECIPIENT:
I
AMOUNT OF GRANT PAID .... 25,000.

RECIPIENT NAME:
THOMAS AQUINAS COLLEGE
ADDRESS:
10000 OJAI ROAD
Santa Paula, CA 93060
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
SCHOLARSHIPS
FOUNDATION STATUS OF RECIPIENT:
I
AMOUNT OF GRANT PAID .... 100,000.

RECIPIENT NAME:
YOUTH TENNIS ADVANTAGE
ADDRESS:
P.O. BOX 330458 SUITE 100
San Francisco, CA 94133
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
GENERAL OPERATING
FOUNDATION STATUS OF RECIPIENT:
PC
AMOUNT OF GRANT PAID .... 70,000.

RECIPIENT NAME:
ST. FRANCIS CENTER OF REDWOOD CITY
ADDRESS:
151 BUCKINGHAM AVE
Redwood City, CA 94063
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
GENERAL OPERATING
FOUNDATION STATUS OF RECIPIENT:
PC
AMOUNT OF GRANT PAID .... 75,000.

RECIPIENT NAME:
BASIC FUND
ADDRESS:
1301 CLAY STREET #70450
Oakland, CA 94612
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
GENERAL OPERATING
FOUNDATION STATUS OF RECIPIENT:
PC
AMOUNT OF GRANT PAID .... 100,000.

RECIPIENT NAME:
GirlVentures
ADDRESS:
119 FILBERT STREET
Oakland, CA 94607
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
GENERAL OPERATING
FOUNDATION STATUS OF RECIPIENT:
PC
AMOUNT OF GRANT PAID .... 5,000.

RECIPIENT NAME:
DOMINICAN SISTERS VISION OF HOPE
ADDRESS:
1555 34TH AVE.
Oakland, CA 94601
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
GENERAL OPERATING
FOUNDATION STATUS OF RECIPIENT:
PC
AMOUNT OF GRANT PAID .... 150,000.

RECIPIENT NAME:
ANN MARTIN CENTER
ADDRESS:
1375 55TH ST
EMERYVILLE, CA 94608
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
GENERAL OPERATING
FOUNDATION STATUS OF RECIPIENT:
PC
AMOUNT OF GRANT PAID .... 15,000.

RECIPIENT NAME:
ST. JAMES SCHOOL
ADDRESS:
4625 GARNET ST
Torrance, CA 90503
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
SCHOLARSHIPS
FOUNDATION STATUS OF RECIPIENT:
I
AMOUNT OF GRANT PAID .... 50,000.

RECIPIENT NAME:
HOLY ANGELS SCHOOL
ADDRESS:
360 CAMPUS DR
Arcadia, CA 91007
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
SCHOLARSHIPS
FOUNDATION STATUS OF RECIPIENT:
I
AMOUNT OF GRANT PAID .... 25,000.

RECIPIENT NAME:
HOLY NAME OF JESUS SCHOOL
ADDRESS:
1955 WEST JEFFERSON BLVD
Los Angeles, CA 90018
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
SCHOLARSHIPS
FOUNDATION STATUS OF RECIPIENT:
I
AMOUNT OF GRANT PAID .... 25,000.

TOTAL GRANTS PAID: 1,846,000.

FEDERAL FOOTNOTES

PART VIII: INFORMATION ABOUT OFFICERS, DIRECTORS, TRUSTEES, FOUNDATION MANAGERS, HIGHLY PAID EMPLOYEES, AND CONTRACTORS.THE COMPENSATION REPORTED IN COLUMN (C) IS CALCULATED BASED ON PERIODIC MARKET VALUES AND/OR THE APPLICABLE FEE AGREEMENT. IT IS NOT DETERMINED ON AN HOURLY BASIS AND THE REFERENCE TO ONE HOUR PER WEEK IS AN ESTIMATE ONLY. CORPORATE TRUSTEE SERVICES INCLUDE, BUT ARE NOT LIMITED TO, ADMINISTRATIVE SERVICES SUCH AS FIDUCIARY ACCOUNTING, CUSTODY OF ASSETS, COMPLYING WITH TAX FILING REQUIREMENTS, COMPLYING WITH DISTRIBUTION PROVISIONS, AND COMPLYING WITH FEDERAL AND STATE LAWS APPLICABLE TO PRIVATE FOUNDATIONS, PLUS ASSET MANAGEMENT SERVICES SUCH AS CREATING ASSET ALLOCATION STRATEGIES, INVESTMENTS REPORTING AND REALLOCATING AND REBALANCING OF PORTFOLIOS AS NECESSARY.