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EXTENDED TO NOVEMBER 16, 2020

## 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 1545-0047

2019

Open to Public Inspection

Form 990-PF

Department of the Treasury  
Internal Revenue Service

For calendar year 2019 or tax year beginning

, and ending

Name of foundation

CARES FOUNDATION

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

1500 21ST STREET

Room/suite

A Employer identification number

45-2544055

B Telephone number

(916) 914-6274

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

SACRAMENTO, CA 95811-5216

G Check all that apply

☐ Initial return☐ Initial return of a former public charity☐ Final return☐ Amended return☐ Address change☐ Name change

H Check type of organization.

☒ Section 501(c)(3) exempt private foundation☐ Section 4947(a)(1) nonexempt charitable trust☐ Other taxable private foundation

I Fair market value of all assets at end of year

(from Part II, col. (c), line 16)

\$ 32,598,371.

J Accounting method

☐ Cash☒ Accrual☐ Other (specify)

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

C If exemption application is pending, check here ☐D 1 Foreign organizations, check here ☐2 Foreign organizations meeting the 85% test, check here and attach computation ☐E If private foundation status was terminated under section 507(b)(1)(A), check here ☐F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here ☐

## Part I Analysis of Revenue and Expenses

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

(a) Revenue and expenses per books

(b) Net investment income

(c) Adjusted net income

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

1 Contributions, gifts, grants, etc., received

1,050.

N/A

2 Check ☒ if the foundation is not required to attach Sch B

3 Interest on savings and temporary cash investments

4 Dividends and interest from securities

912,168.

912,168.

5a Gross rents

b Net rental income or (loss)

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

Gross sales price for all assets on line 6a

386,494.

322,517.

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

322,517.

8 Net short-term capital gain

9 Income modifications

10a Gross sales less returns and allowances

b Less Cost of goods sold

c Gross profit or (loss)

11 Other income

12 Total Add lines 1 through 11

1,235,735.

1,234,685.

13 Compensation of officers, directors, trustees, etc

0.

0.

0.

14 Other employee salaries and wages

15 Pension plans, employee benefits

16a Legal fees

b Accounting fees

STMT 1

28,900.

21,675.

8,453.

c Other professional fees

STMT 2

259,428.

161,356.

94,484.

17 Interest

18 Taxes

STMT 3

94,116.

0.

160.

19 Depreciation and depletion

20 Occupancy

2,400.

0.

2,400.

21 Travel, conferences, and meetings

22 Printing and publications

23 Other expenses

STMT 4

13,890.

1,202.

31,245.

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

398,734.

184,233.

136,742.

25 Contributions, gifts, grants paid

1,640,389.

1,600,194.

26 Total expenses and disbursements

Add lines 24 and 25

2,039,123.

184,233.

1,736,936.

27 Subtract line 26 from line 12:

a Excess of revenue over expenses and disbursements

-803,388.

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

1,050,452.

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

N/A

Part II Balance Sheets		Attached schedules and amounts in the description column should be for end-of-year amounts only		
		Beginning of year	End of year	
		(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1 Cash - non-interest-bearing	75,867.	1,497,156.	1,497,156.
	2 Savings and temporary cash investments	415,620.	340,698.	340,698.
	3 Accounts receivable ▶ 1,583.			
	Less: allowance for doubtful accounts ▶		1,583.	1,583.
	4 Pledges receivable ▶			
	Less: allowance for doubtful accounts ▶			
	5 Grants receivable			
	6 Receivables due from officers, directors, trustees, and other disqualified persons			
	7 Other notes and loans receivable ▶			
	Less: allowance for doubtful accounts ▶			
	8 Inventories for sale or use			
	9 Prepaid expenses and deferred charges	1,250.	7,058.	7,058.
	10a Investments - U.S. and state government obligations			
	b Investments - corporate stock STMT 5	19,931,681.	22,968,434.	22,968,434.
	c Investments - corporate bonds STMT 6	7,580,391.	7,783,442.	7,783,442.
	Liabilities	11 Investments - land, buildings, and equipment basis ▶		
Less: accumulated depreciation ▶				
12 Investments - mortgage loans				
13 Investments - other				
14 Land, buildings, and equipment basis ▶				
Less: accumulated depreciation ▶				
15 Other assets (describe ▶)				
16 Total assets (to be completed by all filers - see the instructions Also, see page 1, item I)		28,004,809.	32,598,371.	32,598,371.
17 Accounts payable and accrued expenses		23,849.	322,850.	
18 Grants payable		1,004,880.	1,025,745.	
Net Assets or Fund Balances	19 Deferred revenue			
	20 Loans from officers, directors, trustees, and other disqualified persons			
	21 Mortgages and other notes payable			
	22 Other liabilities (describe ▶ ACCRUED EXCISE TAX)	85,000.	38,409.	
	23 Total liabilities (add lines 17 through 22)	1,113,729.	1,387,004.	
Net Assets or Fund Balances	Foundations that follow FASB ASC 958, check here ▶ <input checked="" type="checkbox"/>			
	24 Net assets without donor restrictions	26,891,080.	31,211,367.	
	25 Net assets with donor restrictions			
	Foundations that do not follow FASB ASC 958, check here ▶ <input type="checkbox"/>			
	26 Capital stock, trust principal, or current funds			
	27 Paid-in or capital surplus, or land, bldg., and equipment fund			
	28 Retained earnings, accumulated income, endowment, or other funds			
29 Total net assets or fund balances	26,891,080.	31,211,367.		
30 Total liabilities and net assets/fund balances	28,004,809.	32,598,371.		

## 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 29 (must agree with end-of-year figure reported on prior year's return)	1	26,891,080.
2 Enter amount from Part I, line 27a	2	-803,388.
3 Other increases not included in line 2 (itemize) ▶ UNREALIZED GAIN ON INVESTMENTS	3	5,123,675.
4 Add lines 1, 2, and 3	4	31,211,367.
5 Decreases not included in line 2 (itemize) ▶	5	0.
6 Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 29	6	31,211,367.

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**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.)
<b>1a PUBLIC TRADED SECURITIES</b>	P		
<b>b PUBLIC TRADED SECURITIES</b>	P		
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		63,977.	-63,977.
b 386,494.			386,494.
c			
d			
e			

  

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

(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	(l) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col. (h))
a			-63,977.
b			386,494.
c			
d			
e			

  

2 Capital gain net income or (net capital loss)	<div style="display: flex; align-items: center;"> <div style="border-left: 1px solid black; padding-left: 5px;">           If gain, also enter in Part I, line 7            If (loss), enter -0- in Part I, line 7         </div> <div style="margin-left: 10px;">           2         </div> </div>	322,517.
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). If (loss), enter -0- in Part I, line 8	<div style="display: flex; align-items: center;"> <div style="border-left: 1px solid black; padding-left: 5px;">           If gain, also enter in Part I, line 8, column (c).            If (loss), enter -0- in Part I, line 8         </div> <div style="margin-left: 10px;">           3         </div> </div>	N/A

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

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

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

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

☐ Yes ☒ No

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

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

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col. (b) divided by col. (c))
2018	1,171,368.	28,738,492.	.040760
2017	1,508,158.	28,903,675.	.052179
2016	1,194,030.	26,567,586.	.044943
2015	1,633,059.	27,589,640.	.059191
2014	141,600.	28,107,942.	.005038

2 Total of line 1, column (d)	2	.202111
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	.040422
4 Enter the net value of noncharitable-use assets for 2019 from Part X, line 5	4	30,086,151.
5 Multiply line 4 by line 3	5	1,216,142.
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	10,505.
7 Add lines 5 and 6	7	1,226,647.
8 Enter qualifying distributions from Part XII, line 4 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	8	1,736,936.

**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

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-)

3 Add lines 1 and 2

4 Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only; others, enter -0-)

5 Tax based on investment income Subtract line 4 from line 3. If zero or less, enter -0-

6 Credits/Payments:

a 2019 estimated tax payments and 2018 overpayment credited to 2019

b Exempt foreign organizations - tax withheld at source

c Tax paid with application for extension of time to file (Form 8868)

d Backup withholding erroneously withheld

7 Total credits and payments Add lines 6a through 6d

8 Enter any penalty for underpayment of estimated tax. Check here ☒ if Form 2220 is attached

9 Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed

10 Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid

11 Enter the amount of line 10 to be Credited to 2020 estimated tax

7,841. Refunded

**Part VII-A Statements Regarding Activities**

1a During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?

b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes? See the instructions for the definition. If the answer is "Yes" to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities

c Did the foundation file Form 1120-POL for this year?

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

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

4a Did the foundation have unrelated business gross income of \$1,000 or more during the year?

b If "Yes," has it filed a tax return on Form 990-T for this year?

5 Was there a liquidation, termination, dissolution, or substantial contraction during the year?

If "Yes," attach the statement required by General Instruction T

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?

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

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

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 2019 or the tax year beginning in 2019? See the instructions for Part XIV. If "Yes," complete Part XIV

10 Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses

**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		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		X
13 Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address ► WWW.THECAREFOUNDATION.ORG	X	
14 The books are in care of ► SASHI JIT Telephone no ► (916) 914-6274 Located at ► 1500 21ST STREET, SACRAMENTO, CA ZIP+4 ► 95811-5216		
15 Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 - check here and enter the amount of tax-exempt interest received or accrued during the year ► 15 N/A		
16 At any time during calendar year 2019, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country? See the instructions for exceptions and filing requirements for FinCEN Form 114. If "Yes," enter the name of the foreign country ►		X

**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? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No (2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No (3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No (4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No (5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No (6) Agree to pay money or property to a government official? (Exception Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days.) <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
b If any answer is "Yes" to 1a(1)-(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance? See instructions Organizations relying on a current notice regarding disaster assistance, check here N/A ► <input type="checkbox"/>	1b	
c Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2019?	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 2019, did the foundation have any undistributed income (Part XIII, lines 6d and 6e) for tax year(s) beginning before 2019? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No If "Yes," list the years ► , , , b Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement - see instructions.) N/A c If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here ► , , ,	2b	
3a Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No b If "Yes," did it have excess business holdings in 2019 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 Form 4720, Schedule C, to determine if the foundation had excess business holdings in 2019.) N/A	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 2019?	4b	X

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

5a During the year, did the foundation pay or incur any amount to:

(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))?

☐ Yes ☒ No

(2) Influence the outcome of any specific public election (see section 4955), or to carry on, directly or indirectly, any voter registration drive?

☐ Yes ☒ No

(3) Provide a grant to an individual for travel, study, or other similar purposes?

☐ Yes ☒ No

(4) Provide a grant to an organization other than a charitable, etc., organization described in section 4945(d)(4)(A)? See instructions

☐ Yes ☒ No

(5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals?

☐ Yes ☒ No

b If any answer is "Yes" to 5a(1)-(5), did any of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance? See instructions

N/A

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?

N/A

☐ Yes ☐ No

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

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

☐ Yes ☒ No

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

6b

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

X

7a At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction?

☐ Yes ☒ No

b If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction?

N/A

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 ☒ 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.

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
SEE STATEMENT 7		0.	0.	0.

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

(a) Name and address of each employee paid more than \$50,000	(b) Title, and average hours per week devoted to position	(c) Compensation	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
NONE				

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

0

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**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	29,991,520.
b	Average of monthly cash balances	1b	552,796.
c	Fair market value of all other assets	1c	
d	Total (add lines 1a, b, and c)	1d	30,544,316.
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	30,544,316.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	458,165.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	30,086,151.
6	Minimum investment return. Enter 5% of line 5	6	1,504,308.

**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	1,504,308.
2a	Tax on investment income for 2019 from Part VI, line 5	2a	10,505.
b	Income tax for 2019 (This does not include the tax from Part VI.)	2b	
c	Add lines 2a and 2b	2c	10,505.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	1,493,803.
4	Recoveries of amounts treated as qualifying distributions	4	0.
5	Add lines 3 and 4	5	1,493,803.
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	1,493,803.

**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	1,736,936.
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	1,736,936.
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income. Enter 1% of Part I, line 27b	5	10,505.
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	1,726,431.

**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.

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**Part XIII Undistributed Income** (see instructions)

	(a) Corpus	(b) Years prior to 2018	(c) 2018	(d) 2019
<b>1</b> Distributable amount for 2019 from Part XI, line 7				1,493,803.
<b>2</b> Undistributed income, if any, as of the end of 2019				
<b>a</b> Enter amount for 2018 only			987,399.	
<b>b</b> Total for prior years:		0.		
<b>3</b> Excess distributions carryover, if any, to 2019:				
<b>a</b> From 2014				
<b>b</b> From 2015				
<b>c</b> From 2016				
<b>d</b> From 2017				
<b>e</b> From 2018				
<b>f</b> Total of lines 3a through e	0.			
<b>4</b> Qualifying distributions for 2019 from Part XII, line 4: ▶ \$ 1,736,936.				
<b>a</b> Applied to 2018, but not more than line 2a			987,399.	
<b>b</b> Applied to undistributed income of prior years (Election required - see instructions)		0.		
<b>c</b> Treated as distributions out of corpus (Election required - see instructions)	0.			
<b>d</b> Applied to 2019 distributable amount				749,537.
<b>e</b> Remaining amount distributed out of corpus	0.			
<b>5</b> Excess distributions carryover applied to 2019 (If an amount appears in column (d), the same amount must be shown in column (a).)	0.			0.
<b>6</b> Enter the net total of each column as indicated below.	0.			
<b>a</b> Corpus. Add lines 3f, 4c, and 4e. Subtract line 5	0.			
<b>b</b> Prior years' undistributed income. Subtract line 4b from line 2b		0.		
<b>c</b> 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.		
<b>d</b> Subtract line 6c from line 6b. Taxable amount - see instructions		0.		
<b>e</b> Undistributed income for 2018. Subtract line 4a from line 2a. Taxable amount - see instr.			0.	
<b>f</b> Undistributed income for 2019. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2020				744,266.
<b>7</b> 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.			
<b>8</b> Excess distributions carryover from 2014 not applied on line 5 or line 7	0.			
<b>9</b> Excess distributions carryover to 2020. Subtract lines 7 and 8 from line 6a	0.			
<b>10</b> Analysis of line 9.				
<b>a</b> Excess from 2015				
<b>b</b> Excess from 2016				
<b>c</b> Excess from 2017				
<b>d</b> Excess from 2018				
<b>e</b> Excess from 2019				

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

N/A

- 1 a** If the foundation has received a ruling or determination letter that it is a private operating foundation, and the ruling is effective for 2019, 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)

- 2 a** 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.

- 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

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

SEE STATEMENT 8

- 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 Paid during the year				
ONE COMMUNITY HEALTH 1500 21ST ST. SACRAMENTO, CA 95811	N/A	PC	HIV PREVENTION	325,000.
ONE COMMUNITY HEALTH 1500 21ST ST. SACRAMENTO, CA 95811	N/A	PC	WIND MEDICAL CARE	324,550.
PLANNED PARENTHOOD MARMONTE 201 29TH ST, SUITE A SACRAMENTO, CA 95816	N/A	PC	HIV/STD PREVENTION	18,909.
HARM REDUCTION SERVICES 2800 STOCKTON BLVD. SACRAMENTO, CA 95817	N/A	PC	PROJECT REACH	374,459.
SACRAMENTO LGBT COMMUNITY CENTER 1015 20TH STREET SACRAMENTO, CA 95811	N/A	PC	LGBTQ HEALTH AND WELLNESS	83,840.
Total SEE CONTINUATION SHEET(S) ▶ 3a				1,600,194.
b Approved for future payment				
ONE COMMUNITY HEALTH 1500 21ST ST. SACRAMENTO, CA 95811	N/A	PC	HIV PREVENTION	370,000.
GENDER HEALTH CENTER 2020 29TH STREET, SUITE 201 SACRAMENTO, CA 95817	N/A	PC	HIV PREVENTION, INTERVENTION	125,000.
HARM REDUCTION SERVICES 2800 STOCKTON BLVD. SACRAMENTO, CA 95817	N/A	PC	PROJECT REACH	140,000.
Total SEE CONTINUATION SHEET(S) ▶ 3b				1,280,500.

Form 990-PF (2019)



Form **990-PF** (2019)

**Part XV Supplementary Information****3 Grants and Contributions Paid During the Year (Continuation)**

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
WIND YOUTH SERVICES 815 S STREET SACRAMENTO, CA 95811	N/A	PC	HIV/STI EDUCATION	97,415.
COMMUNITY AGAINST SEXUAL HARM 3101 1ST AVE SACRAMENTO, CA 95817	N/A	PC	TESTING EDUCATION AND OUTREACH	32,500.
GENDER HEALTH CENTER 2020 29TH STREET, SUITE 201 SACRAMENTO, CA 95817	N/A	PC	PREVENTION, INTERVENTION & EDUCATION	210,000.
NOR CAL AIDS CYCLE PO BOX 161934 SACRAMENTO, CA 95816	N/A	PC	NOR CAL AIDS CYCLE	10,000.
SAFER ALTERNATIVES THROUGH NETWORKING & EDUCATION 8015 FREEPORT BLVD SACRAMENTO, CA 95832	N/A	PC	MEDICATION ASSISTANCE TREATMENT	41,091.
SAFER ALTERNATIVES THROUGH NETWORKING & EDUCATION 8015 FREEPORT BLVD SACRAMENTO, CA 95832	N/A	PC	SYRINGE ACCESS PROGRAM	48,250.
FREED CENTER FOR INDEPENDENT LIVING 435 SUTTON WAY GRASS VALLEY, CA 95945	N/A	PC	HIV/AIDS LOCAL OUTREACH	11,680.
LIFE ENRICHING COMMUNICATIONS 438 MAIN ST STE E PLACERVILLE, CA 95667	N/A	PC	HIV/AIDS OPTIONS PROGRAM	22,500.
Total from continuation sheets				473,436.

**Part XV Supplementary Information****3 Grants and Contributions Approved for Future Payment (Continuation)**

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
PLANNED PARENTHOOD MARMONTE 201 29TH ST, SUITE A SACRAMENTO, CA 95816	N/A	PC	HIV/STD PREVENTION	80,000.
SACRAMENTO LGBT COMMUNITY CENTER 1015 20TH STREET SACRAMENTO, CA 95811	N/A	PC	LGBTQ HEALTH AND WELLNESS	130,000.
WIND YOUTH SERVICES 815 S STREET SACRAMENTO, CA 95811	N/A	PC	HIV/STI PREVENTION	138,000.
FREED CENTER FOR INDEPENDENT LIVING 435 SUTTON WAY GRASS VALLEY, CA 95945	N/A	PC	HIV/AIDS LOCAL OUTREACH	25,000.
COMMUNITY AGAINST SEXUAL HARM 3101 1ST AVE SACRAMENTO, CA 95817	N/A	PC	TESTING, EDUCATION AND OUTREACH	32,500.
CENTRAL VALLEY AETC 4150 V STREET, PSSB, G-500 SACRAMENTO, CA 95817	N/A	PC	HIV PREVENTION AND EDUCATION	40,000.
SACRAMENTO COUNTY PUBLIC HEALTH 7001-A EAST PARKWAY, SUITE 1000 SACRAMENTO, CA 95823	N/A	PC	PREP NAVIGATION	200,000.
Total from continuation sheets				645,500.

FORM 990-PF	ACCOUNTING FEES		STATEMENT 1	
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
ACCOUNTING FEES	28,900.	21,675.		8,453.
TO FORM 990-PF, PG 1, LN 16B	28,900.	21,675.		8,453.

FORM 990-PF	OTHER PROFESSIONAL FEES		STATEMENT 2	
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
MANAGEMENT FEES	7,811.	0.		7,811.
INVESTMENT FEES	161,356.	161,356.		0.
CONSULTANT FEES	90,261.	0.		86,673.
TO FORM 990-PF, PG 1, LN 16C	259,428.	161,356.		94,484.

FORM 990-PF	TAXES		STATEMENT 3	
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
EXCISE TAX	93,956.	0.		0.
STATE FILING FEES	160.	0.		160.
TO FORM 990-PF, PG 1, LN 18	94,116.	0.		160.

FORM 990-PF	OTHER EXPENSES		STATEMENT 4	
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
INSURANCE	10,852.	0.		13,010.
BANK FEES	1,202.	1,202.		0.
OFFICE EXPENSES	389.	0.		16,788.
FOOD	1,447.	0.		1,447.
TO FORM 990-PF, PG 1, LN 23	13,890.	1,202.		31,245.

## FORM 990-PF

## CORPORATE STOCK

## STATEMENT 5

DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
USB ACCOUNT 13123 - SEE ATTACHED	767,136.	767,136.
UBS ACCOUNT 10512 - SEE ATTACHED	3,671,743.	3,671,743.
UBS ACCOUNT 10510 - SEE ATTACHED	3,756,791.	3,756,791.
UBS ACCOUNT 01940 - SEE ATTACHED	9,737,551.	9,737,551.
UBS ACCOUNT 01960 - SEE ATTACHED	2,424,006.	2,424,006.
UBS ACCOUNT 02220 - SEE ATTACHED	2,611,207.	2,611,207.
TOTAL TO FORM 990-PF, PART II, LINE 10B	22,968,434.	22,968,434.

## FORM 990-PF

## CORPORATE BONDS

## STATEMENT 6

DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
UBS ACCOUNT 10514 - SEE ATTACHED	7,783,442.	7,783,442.
TOTAL TO FORM 990-PF, PART II, LINE 10C	7,783,442.	7,783,442.

FORM 990-PF

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

STATEMENT 7

NAME AND ADDRESS	TITLE AND AVRG HRS/WK	COMPEN- SATION	EMPLOYEE BEN PLAN CONTRIB	EXPENSE ACCOUNT
MARK THOMAS 1500 21ST STREET SACRAMENTO, CA 95811-5216	PRESIDENT 1.00	0.	0.	0.
JOHN KAY 1500 21ST STREET SACRAMENTO, CA 95811-5216	CFO 1.00	0.	0.	0.
ASHLEY BRAND 1500 21ST STREET SACRAMENTO, CA 95811-5216	MEMBER 1.00	0.	0.	0.
ERIN CABELERA 1500 21ST STREET SACRAMENTO, CA 95811-5216	MEMBER 1.00	0.	0.	0.
OLIVIA KASIRYE 1500 21ST STREET SACRAMENTO, CA 95811-5216	MEMBER 1.00	0.	0.	0.
MICHAEL MARTINEZ 1500 21ST STREET SACRAMENTO, CA 95811-5216	MEMBER 1.00	0.	0.	0.
FRED MEYERS 1500 21ST STREET SACRAMENTO, CA 95811-5216	MEMBER 1.00	0.	0.	0.
RICHARD POLLARD 1500 21ST STREET SACRAMENTO, CA 95811-5216	MEMBER 1.00	0.	0.	0.
BOB STYRON 1500 21ST STREET SACRAMENTO, CA 95811-5216	MEMBER 1.00	0.	0.	0.
TOTALS INCLUDED ON 990-PF, PAGE 6, PART VIII		0.	0.	0.

FORM 990-PF

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

STATEMENT 8

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NAME AND ADDRESS OF PERSON TO WHOM APPLICATIONS SHOULD BE SUBMITTED

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ASHLEY BRAND  
1500 21ST STREET  
SACRAMENTO, CA 95811

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TELEPHONE NUMBER

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(916) 914-6390

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FORM AND CONTENT OF APPLICATIONS

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THE REQUESTOR MUST COMPLETE A LETTER OF INQUIRY (LOI) FOR REVIEW AND  
APPROVAL PRIOR TO SUBMITTING A GRANT APPLICATION

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ANY SUBMISSION DEADLINES

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NONE

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RESTRICTIONS AND LIMITATIONS ON AWARDS

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GRANTS WILL SUPPORT ORGANIZATIONS IN THE GREATER SACRAMENTO AREA THAT  
DIRECTLY SERVE THE NEEDS OF PEOPLE WITH HIV/AIDS OR AID IN THE PREVENTION  
OF HIV/AIDS TRANSMISSION