2949101600501 1

EXTENDED TO NOVEMBER 16, 2020

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.

1912

OMB No 1545-0047

2019

Open to Public Inspection

For calendar year 2019 or tax year beginning , and ending

Name of foundation: TARA HEALTH FOUNDATION

A Employer identification number: 46-5645300

Number and street (or P O box number if mail is not delivered to street address): 47 KEARNY STREET — Room/suite: 600

B Telephone number: (415) 547-9025

City or town, state or province, country, and ZIP or foreign postal code: SAN FRANCISCO, CA 94108

C If exemption application is pending, check here ▶ [ ]   6

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   04

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) ▶$ 75,960,584.

J Accounting method: [ ] Cash [X] 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 ▶ [ ]

03/04

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))

	Line	(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			N/A	
	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	2,138,826.	2,138,826.		STATEMENT 1
	5a Gross rents				
	b Net rental income or (loss)				
	6a Net gain or (loss) from sale of assets not on line 10	319,094.			
	b Gross sales price for all assets on line 6a 15,114,371.				
	7 Capital gain net income (from Part IV, line 2)		319,094.		
	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	2,457,920.	2,457,920.		
Operating and Administrative Expenses	13 Compensation of officers, directors, trustees, etc	70,000.	0.		70,000.
	14 Other employee salaries and wages	479,902.	0.		442,403.
	15 Pension plans, employee benefits				
	16a Legal fees STMT 2	18,000.	0.		634.
	b Accounting fees STMT 3	19,375.	0.		589.
	c Other professional fees STMT 4	782,869.	0.		508,866.
	17 Interest				
	18 Taxes STMT 5	136,058.	0.		0.
	19 Depreciation and depletion				
	20 Occupancy	72,631.	0.		65,573.
	21 Travel, conferences, and meetings	148,104.	0.		148,104.
	22 Printing and publications				
	23 Other expenses STMT 6	483,675.	404,952.		67,171.
	24 Total operating and administrative expenses. Add lines 13 through 23	2,210,614.	404,952.		1,303,340.
	25 Contributions, gifts, grants paid	6,051,993.			7,533,046.
	26 Total expenses and disbursements. Add lines 24 and 25	8,262,607.	404,952.		8,836,386.
	27 Subtract line 26 from line 12:				
	a Excess of revenue over expenses and disbursements	<5,804,687.>			
	b Net investment income (if negative, enter -0-)		2,052,968.		
	c Adjusted net income (if negative, enter -0-)			N/A	

RECEIVED
10
NOV 20 2020
B091 IRS-OSC
OGDEN, UT

SCANNED FEB 08 2021

923501 12-17-19 LHA For Paperwork Reduction Act Notice, see instructions. Form 990-PF (2019)

13421029 756877 83130-T11 2019.04030 TARA HEALTH FOUNDATION 83130-01

627 2

Part II Balance Sheets	Attached schedules and amounts in the description column should be for end-of-year amounts only	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	1,040,416.	15,034.	15,034.
	3 Accounts receivable ▶ 100,461.			
	Less: allowance for doubtful accounts ▶	183,826.	100,461.	100,461.
	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 ▶ 3,505,853.			
	Less: allowance for doubtful accounts ▶ 0.	2,805,358.	3,505,853.	3,505,853.
	8 Inventories for sale or use			
	9 Prepaid expenses and deferred charges	69,681.	9,955.	9,955.
	10a Investments - U.S. and state government obligations			
	b Investments - corporate stock			
	c Investments - corporate bonds			
	11 Investments - land, buildings, and equipment basis ▶			
	Less accumulated depreciation ▶			
	12 Investments - mortgage loans			
	13 Investments - other STMT 8	67,240,052.	72,148,841.	72,148,841.
	14 Land, buildings, and equipment: basis ▶ 11,272.			
	Less accumulated depreciation ▶	0.	11,272.	11,272.
	15 Other assets (describe ▶ STATEMENT 9)	150,899.	169,168.	169,168.
	16 **Total assets** (to be completed by all filers - see the instructions. Also, see page 1, item I)	71,490,232.	75,960,584.	75,960,584.
Liabilities	17 Accounts payable and accrued expenses	34,326.	73,109.	
	18 Grants payable	6,096,901.	4,615,848.	
	19 Deferred revenue			
	20 Loans from officers, directors, trustees, and other disqualified persons			
	21 Mortgages and other notes payable			
	22 Other liabilities (describe ▶ STATEMENT 10)	0.	115,677.	
	23 **Total liabilities** (add lines 17 through 22)	6,131,227.	4,804,634.	
Net Assets or Fund Balances	**Foundations that follow FASB ASC 958, check here ▶ ☐ and complete lines 24, 25, 29, and 30.**			
	24 Net assets without donor restrictions			
	25 Net assets with donor restrictions			
	Foundations that do not follow FASB ASC 958, check here ▶ ☒ and complete lines 26 through 30.			
	26 Capital stock, trust principal, or current funds	0.	0.	
	27 Paid-in or capital surplus, or land, bldg., and equipment fund	0.	0.	
	28 Retained earnings, accumulated income, endowment, or other funds	65,359,005.	71,155,950.	
	29 **Total net assets or fund balances**	65,359,005.	71,155,950.	
	30 **Total liabilities and net assets/fund balances**	71,490,232.	75,960,584.	

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	65,359,005.
2	Enter amount from Part I, line 27a	2	<5,804,687.>
3	Other increases not included in line 2 (itemize) ▶ SEE STATEMENT 7	3	11,616,888.
4	Add lines 1, 2, and 3	4	71,171,206.
5	Decreases not included in line 2 (itemize) ▶ BOOK/TAX DIFFERENCE	5	15,256.
6	Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 29	6	71,155,950.

Part IV Capital Gains and Losses for Tax on Investment Income

	(a) List and describe the kind(s) of property sold (for example, real estate, 2-story brick warehouse; or common stock, 200 shs. MLC Co.)	(b) How acquired P - Purchase D - Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
1a				
b	SEE ATTACHED STATEMENT			
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				
b				
c				
d				
e	15,114,371.		14,795,277.	319,094.

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				
b				
c				
d				
e				319,094.

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** 319,094.

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 **3** N/A

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

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

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

Was the foundation liable for the section 4942 tax on the distributable amount of any year in the base period? ☐ Yes ☒ No

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

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

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col. (b) divided by col. (c))
2018	7,728,522.	76,621,134.	.100867
2017	5,706,958.	80,036,905.	.071304
2016	5,039,857.	47,574,782.	.105935
2015	1,325,215.	8,923,234.	.148513
2014	245,000.	9,627,026.	.025449

2 **Total** of line 1, column (d)	2	.452068
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	.090414
4 Enter the net value of noncharitable-use assets for 2019 from Part X, line 5	4	71,501,296.
5 Multiply line 4 by line 3	5	6,464,718.
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	20,530.
7 Add lines 5 and 6	7	6,485,248.
8 Enter qualifying distributions from Part XII, line 4	8	8,836,386.

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

Part IV Capital Gains and Losses for Tax on Investment Income

	(a) List and describe the kind(s) of property sold, e.g., real estate, 2-story brick warehouse; or common stock, 200 shs. MLC Co.	(b) How acquired P - Purchase D - Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
1a	ML #02041 - SEE STATEMENT ATTACHED	P	06/04/18	05/10/19
b	ML #02041 - SEE STATEMENT ATTACHED	P	09/15/16	10/15/19
c	ML #02214 - SEE STATEMENT ATTACHED	P	05/31/19	06/25/19
d	ML #02214 - SEE STATEMENT ATTACHED	P	09/07/16	06/25/19
e	ML #02256 - SEE STATEMENT ATTACHED	P	09/07/18	07/25/19
f	ML #02256 - SEE STATEMENT ATTACHED	P	07/27/16	07/25/19
g	ML #02214 - SEE STATEMENT ATTACHED	P	03/05/19	03/29/19
h				
i				
j				
k				
l				
m				
n				
o				

	(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	287,524.		284,722.	2,802.
b	1,926,202.		1,924,236.	1,966.
c	672,014.		677,836.	<5,822.>
d	10,004,822.		9,937,461.	67,361.
e	283,873.		302,232.	<18,359.>
f	1,939,159.		1,668,790.	270,369.
g	777.			777.
h				
i				
j				
k				
l				
m				
n				
o				

	Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Losses (from col. (h)) Gains (excess of col. (h) gain over col. (k), but not less than "-0-")
	(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	
a				2,802.
b				1,966.
c				<5,822.>
d				67,361.
e				<18,359.>
f				270,369.
g				777.
h				
i				
j				
k				
l				
m				
n				
o				

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	319,094.
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		3	N/A

923591
04-01-19

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	20,530.
c All other domestic foundations enter 2% of line 27b. Exempt foreign organizations, enter 4% of Part I, line 12, col. (b)			
2 Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only; others, enter -0-)		2	0.
3 Add lines 1 and 2		3	20,530.
4 Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only; others, enter -0-)		4	0.
5 **Tax based on investment income.** Subtract line 4 from line 3. If zero or less, enter -0-		5	20,530.
6 Credits/Payments:			
a 2019 estimated tax payments and 2018 overpayment credited to 2019	6a 26,181.		
b Exempt foreign organizations - tax withheld at source	6b 0.		
c Tax paid with application for extension of time to file (Form 8868)	6c 20,000.		
d Backup withholding erroneously withheld	6d 0.		
7 Total credits and payments. Add lines 6a through 6d		7	46,181.
8 Enter any **penalty** for underpayment of estimated tax. Check here ☐ if Form 2220 is attached		8	0.
9 **Tax due.** If the total of lines 5 and 8 is more than line 7, enter **amount owed** ▶		9	
10 **Overpayment.** If line 7 is more than the total of lines 5 and 8, enter the **amount overpaid** ▶		10	25,651.
11 Enter the amount of line 10 to be: **Credited to 2020 estimated tax** ▶ 25,651. **Refunded** ▶		11	0.

Part VII-A Statements Regarding Activities

		Yes	No
1a During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?	1a		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. ▶ $ 0. (2) On foundation managers. ▶ $ 0.			
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers. ▶ $ 0.			
2 Has the foundation engaged in any activities that have not previously been reported to the IRS? If "Yes," attach a detailed description of the activities.	2		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? N/A	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,DE			
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 2019 or the tax year beginning in 2019? 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

2

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 ▶ HTTP://WWW.TARAHEALTHFOUNDATION.ORG/

14 The books are in care of ▶ FAMILY PHILANTHROPY ADVISORS Telephone no. ▶ (612)377-8400

Located at ▶ 1818 OLIVER AVENUE SOUTH, MINNEAPOLIS, MN ZIP+4 ▶ 55405

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

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

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 ☒ No			
(2) Influence the outcome of any specific public election (see section 4955); or to carry on, directly or indirectly, any voter registration drive? ☐ Yes ☒ No			
(3) Provide a grant to an individual for travel, study, or other similar purposes? ☐ Yes ☒ No			
(4) Provide a grant to an organization other than a charitable, etc., organization described in section 4945(d)(4)(A)? See instructions ☒ Yes ☐ No			
(5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals? ☐ Yes ☒ No			
b If any answer is "Yes" to 5a(1)-(5), did any of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance? See instructions	5b		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? SEE STATEMENT 11 ☒ 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		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 ☒ 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
RUTH SHABER C/O 1818 OLIVER AVENUE SOUTH MINNEAPOLIS, MN 55405	PRESIDENT 40.00	34,599.	0.	2,609.
RIVKA GORDON C/O 1818 OLIVER AVENUE SOUTH MINNEAPOLIS, MN 55405	SECRETARY 4.00	35,000.	0.	6,017.
EMIKO HIGASHI C/O 1818 OLIVER AVENUE SOUTH MINNEAPOLIS, MN 55405	TREASURER 4.00	35,000.	0.	228.

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
ELISE K BELUSA - 47 KERNEY STREET #600, SAN FRANCISCO, CA 94108	STRATEGY OFFICER 40.00	167,925.	0.	0.
JENNIFER STARK - 47 KERNEY STREET #600, SAN FRANCISCO, CA 94108	EMPLOYEE 40.00	88,269.	0.	0.
LISA A MOLINARO - 47 KERNEY STREET #600, SAN FRANCISCO, CA 94108	INVESTMENT OFFICER 40.00	51,194.	0.	0.
TIMOTHY LOUI - 47 KERNEY STREET #600, SAN FRANCISCO, CA 94108	EMPLOYEE 40.00	36,667.	0.	0.
LISA B HAMMANN - 47 KERNEY STREET #600, SAN FRANCISCO, CA 94108	CHIEF OPERATING OFFICER 10.00	24,375.	0.	0.

Total number of other employees paid over $50,000 ▶ 3

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

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

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

Part IX-A Summary of Direct Charitable Activities

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

Part IX-B Summary of Program-Related Investments

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

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

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes:		
a	Average monthly fair market value of securities	1a	71,771,198.
b	Average of monthly cash balances	1b	818,950.
c	Fair market value of all other assets	1c	
d	**Total** (add lines 1a, b, and c)	1d	72,590,148.
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	72,590,148.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	1,088,852.
5	**Net value of noncharitable-use assets.** Subtract line 4 from line 3. Enter here and on Part V, line 4	5	71,501,296.
6	**Minimum investment return.** Enter 5% of line 5	6	3,575,065.

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	3,575,065.
2a	Tax on investment income for 2019 from Part VI, line 5 — 2a: 20,530.		
b	Income tax for 2019. (This does not include the tax from Part VI.) — 2b:		
c	Add lines 2a and 2b	2c	20,530.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	3,554,535.
4	Recoveries of amounts treated as qualifying distributions	4	0.
5	Add lines 3 and 4	5	3,554,535.
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	3,554,535.

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	8,836,386.
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	8,836,386.
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	20,530.
6	**Adjusted qualifying distributions.** Subtract line 5 from line 4	6	8,815,856.

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 2018	(c) 2018	(d) 2019
1 Distributable amount for 2019 from Part XI, line 7				3,554,535.
2 Undistributed income, if any, as of the end of 2019				
a Enter amount for 2018 only			0.	
b Total for prior years: ____, ____, ____		0.		
3 Excess distributions carryover, if any, to 2019:				
a From 2014 229,053.				
b From 2015 897,463.				
c From 2016 4,198,128.				
d From 2017 1,759,582.				
e From 2018 3,973,047.				
f **Total** of lines 3a through e	11,057,273.			
4 Qualifying distributions for 2019 from Part XII, line 4: ▶$ 8,836,386.				
a Applied to 2018, but not more than line 2a			0.	
b Applied to undistributed income of prior years (Election required - see instructions)		0.		
c Treated as distributions out of corpus (Election required - see instructions)	0.			
d Applied to 2019 distributable amount				3,554,535.
e Remaining amount distributed out of corpus	5,281,851.			
5 Excess distributions carryover applied to 2019 (If an amount appears in column (d), the same amount must be shown in column (a).)	0.			0.
6 **Enter the net total of each column as indicated below:**				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5	16,339,124.			
b Prior years' undistributed income. Subtract line 4b from line 2b		0.		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed		0.		
d Subtract line 6c from line 6b. Taxable amount - see instructions		0.		
e Undistributed income for 2018. Subtract line 4a from line 2a. Taxable amount - see instr.			0.	
f Undistributed income for 2019. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2020				0.
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (Election may be required - see instructions)	0.			
8 Excess distributions carryover from 2014 not applied on line 5 or line 7	229,053.			
9 **Excess distributions carryover to 2020.** Subtract lines 7 and 8 from line 6a	16,110,071.			
10 Analysis of line 9:				
a Excess from 2015 897,463.				
b Excess from 2016 4,198,128.				
c Excess from 2017 1,759,582.				
d Excess from 2018 3,973,047.				
e Excess from 2019 5,281,851.				

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)

	Tax year	Prior 3 years			
	(a) 2019	(b) 2018	(c) 2017	(d) 2016	(e) Total
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. 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).)

RUTH SHABER

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:

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 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				
ABORTION CARE NETWORK (ACN) P.O. BOX 16323 MINNEAPOLIS, MN 55416	NONE	501(C)(3)	EXPANSION OF STRATEGIC AND ORGANIZATIONAL CAPACITY	100,000.
ALL-OPTIONS PO BOX 28284 OAKLAND , CA 94604	NONE	501(C)(3)	GENERAL OPERATING	30,000.
AMERICAN CIVIL LIBERTIES UNION 125 BROAD STREET, 18TH FLOOR NEW YORK, NY 10004	NONE	501(C)(3)	REPRODUCTIVE FREEDOM PROJECT	150,000.
AMERICAN CIVIL LIBERTIES UNION 125 BROAD STREET, 18TH FLOOR NEW YORK, NY 10004	NONE	501(C)(3)	CORPORATE ENGAGEMENT RECOGNITION	25,000.
AS YOU SOW 1611 TELEGRAPH AVE, SUITE 1450 OAKLAND, CA 94612	NONE	501(C)(3)	GENDER EQUALITY FUND PROJECT	164,000.
Total SEE CONTINUATION SHEET(S)			▶ 3a	7,533,046.
b Approved for future payment				
STITCHING EQUILEAP FOUNDATION WEESPERSTRAAT 61, 1018 VN AMSTERDAM, NETHERLANDS	NONE	501(C)(3)	GENERAL OPERATING	150,000.
SOCIETY FOR FAMILY PLANNING 255 S. 17TH STREET, SUITE 2709 PHILADELPHIA, PA 19103	NONE	501(C)(3)	GENERAL OPERATING	200,000.
UCSF FOUNDATION 2200 POST STREET SAN FRANCISCO, CA 94115	NONE	501(C)(3)	GENERAL OPERATING	301,000.
Total SEE CONTINUATION SHEET(S)			▶ 3b	1,066,000.

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
ASIAN AMERICAN JOURNALISTS ASSOCIATION 5 THIRD STREET, SUITE 1108 SAN FRANCISCO, CA 94103	NONE	501(C)(3)	GENERAL OPERATING	275.
BEN W. MURCH HOME & SCHOOL ASSOCIATION P.O. BOX 6356 WASHINGTON, DC 20015	NONE	501(C)(3)	GENERAL OPERATING	500.
BUSINESS SOCIAL RESPONSIBILITY (BSR) 220 MONTGOMERY STREET, 17TH FLOOR SAN FRANCISCO, CA 94104	NONE	501(C)(3)	BSR CONFERENCE 2019	15,000.
CAMBRIDGE REPRODUCTIVE HEALTH CONSULTANTS (CRHC) 1770 MASSACHUSETTS AVENUE, SUITE 181 CAMBRIDGE, MA 02140	NONE	501(C)(3)	AMERICAN SOCIETY FOR EMERGENCY CONTRACEPTION	90,000.
CAMBRIDGE REPRODUCTIVE HEALTH CONSULTANTS (CRHC) 1770 MASSACHUSETTS AVENUE, SUITE 181 CAMBRIDGE, MA 02140	NONE	501(C)(3)	RESEARCH	142,000.
CARY CHRISTIAN CENTER 154 COTTONWOOD STREET CARY, MS 39054	NONE	501(C)(3)	GENERAL OPERATING	20,000.
CENTER FOR YOUTH WELLNESS 3450 3RD STREET, #201 SAN FRANCISCO, CA 94124	NONE	501(C)(3)	PEARLS DISSEMINATION AND SCIENTIFIC AGENDA PLANNING	908,000.
COMMUNITY CATALYST 475 RIVERSIDE DRIVE, SUITE 1600 NEW YORK CITY, NY 10115	NONE	501(C)(3)	ISSUES IN WOMEN'S HEALTH ACCESS AND QUALITY	75,000.
COMMUNITY PARTNERS INTERNATIONAL 2560 NINTH STREET, SUITE 315 B BERKELEY, CA 94710	NONE	501(C)(3)	IN SUPPORT OF ROHINGYA REFUGEE CRISIS	5,000.
EVERYTOWN FOR GUN SAFETY SUPPORT FUND PO BOX 3886 NEW YORK, NY 10163	NONE	501(C)(3)	GENERAL OPERATING	10,000.
Total from continuation sheets				7,064,046.

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
EVERYTOWN FOR GUN SAFETY SUPPORT FUND PO BOX 3886 NEW YORK, NY 10163	NONE	501(C)(3)	GENERAL OPERATING	10,000.
FOUNDATION FOR LOUISIANA 4354 S. SHERWOOD FOREST BLVD. SUITE 100 BATON ROUGE, LA 70816	NONE	501(C)(3)	NATIONAL BIRTH EQUITY COLLABORATIVE	5,000.
FRACTURED ATLAS 248 WEST 35TH STREET NEW YORK, NY 10001	NONE	501(C)(3)	PATIENT FORWARD INITIATIVE	100,000.
GLOBAL DEVELOPMENT INCUBATOR 1401 K STREET NW, SUITE 900 WASHINGTON, DC 20005	NONE	501(C)(3)	WOMEN OF THE WORLD ENDOWMENT	100,000.
GLOBAL DEVELOPMENT INCUBATOR 1401 K STREET NW, SUITE 900 WASHINGTON, DC 20005	NONE	501(C)(3)	WOMEN OF THE WORLD ENDOWMENT	100,000.
GRAB YOUR WALLET PO BOX 892 STINSON BEACH, CA 94970	NONE	501(C)(3)	FORCE THE ISSUE CAMPAIGN	75,000.
GROUNDSWELL FUND PO BOX 71642 OAKLAND, CA 94612	NONE	501(C)(3)	GENERAL OPERATIONS AND INTEGRATED VOTER ENGAGEMENT	60,000.
GYNUITY HEALTH PROJECTS 220 EAST 42ND STREET, #710 NEW YORK, NY 10017	NONE	501(C)(3)	TELEABORTION STUDY	175,000.
HIGHLANDER RESEARCH AND EDUCATION CENTER 1959 HIGHLANDER WAY NEW MARKET, TN 37820	NONE	501(C)(3)	GENERAL OPERATING	5,000.
HISPANIC FEDERATION 55 EXCHANGE PLACE, STE 501 NEW YORK, NY 10005	NONE	501(C)(3)	GENERAL OPERATING	5,000.
Total from continuation sheets				

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
HOPEWELL FUND 1201 CONNECTICUT AVE. NW, SUITE 300 WASHINGTON, DC 20036	NONE	501(C)(3)	WOMEN'S FOUNDATION OF CALIFORNIA	50,000.
HOPEWELL FUND 1201 CONNECTICUT AVE. NW, SUITE 300 WASHINGTON, DC 20036	NONE	501(C)(3)	THE EXPAND MEDICATION ABORTION ACCESS PROJECT (EMAA)	150,000.
HOPEWELL FUND 1201 CONNECTICUT AVE. NW, SUITE 300 WASHINGTON, DC 20036	NONE	501(C)(3)	EQUITY FORWARD	20,000.
HUMAN RIGHTS CAMPAIGN FOUNDATION (HRC) 1640 RHODE ISLAND AVENUE NW WASHINGTON, DC 20036	NONE	501(C)(3)	GENERAL OPERATING	5,000.
IBIS REPRODUCTIVE HEALTH 2067 MASSACHUSETTS AVENUE, SUITE 320 CAMBRIDGE, MA 02140	NONE	501(C)(3)	GENERAL OPERATING	30,000.
TIDES FOUNDATION 1014 TORNEY AVE, SAN FRANCISCO SAN FRANCISCO, CA 94219	NONE	501(C)(3)	IF / WHEN / HOW: LAWYERING FOR REPRODUCTIVE JUSTICE	30,000.
IMPACT ASSETS 7315 WISCONSIN AVE., SUITE 1000W BETHESDA , MD 20814	NONE	501(C)(3)	GENDERSMART PLANNING GRANT	30,000.
NARRATIVE NATION 82-155 COUNTRY POINTE CIRCLE QUEENS VILLAGE, NY 11427	NONE	501(C)(3)	IRTH TECHNOLOGY	200,000.
MEN4CHOICE EDUCATION 3420 WHIRLAWAY DR. NORTHRBOOK, IL 60062	NONE	501(C)(3)	GENERAL OPERATING	30,000.
NATIONAL INSTITUTE FOR REPRODUCTIVE HEALTH (NIRH) 14 WALL STREET, SUITE 3B NEW YORK, NY 10005	NONE	501(C)(3)	GENERAL OPERATING	30,000.
Total from continuation sheets				

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
NATIONAL LATINA INSTITUTE FOR REPRODUCTIVE HEALTH 50 BROAD STREET, SUITE 1937 NEW YORK, NY 10004	NONE	501(C)(3)	GENERAL OPERATING	30,000.
NATIONAL PARTNERSHIP FOR WOMEN AND FAMILIES (NPWF) 1875 CONNECTICUT AVE, NW SUITE 650 WASHINGTON, DC 20009	NONE	501(C)(3)	GENERAL OPERATING	10,000.
NATIONAL PARTNERSHIP FOR WOMEN AND FAMILIES (NPWF) 1875 CONNECTICUT AVE, NW SUITE 650 WASHINGTON, DC 20009	NONE	501(C)(3)	BUSINESS WORKING GROUP FOR GENDER EQUITY	25,000.
NATIONAL WOMEN'S LAW CENTER 11 DUPONT CIRCLE, NW WASHINGTON, DC 20036	NONE	501(C)(3)	ENGAGING CORPORATIONS AROUND GENDER EQUALITY	10,000.
NEW VENTURE FUND 1201 CONNECTICUT AVE. NW, SUITE 300 WASHINGTON, DC 20036	NONE	501(C)(3)	2020 CENSUS PROJECT	15,000.
PEACE DEVELOPMENT FUND PO BOX 40250 SAN FRANCISCO, CA 94140	NONE	501(C)(3)	WOMEN HELP WOMEN	30,000.
PLANNED PARENTHOOD - SA STATES 100 SOUTH BOYLAN AVENUE RALEIGH, NC 27603	NONE	501(C)(3)	GENERAL OPERATING	20,000.
PLANNED PARENTHOOD FEDERATION OF AMERICA (PPFA) 123 WILLIAM STREET, 10TH FLOOR NEW YORK, NY 10038	NONE	501(C)(3)	CENTER FOR OUTCOMES RESEARCH AND EDUCATION	500,000.
POWER TO DECIDE 1776 MASSACHUSETTS AVENUE NW, SUITE 200 WASHINGTON, DC 20036	NONE	501(C)(3)	GENERAL OPERATING	30,000.
RHIA VENTURES 47 KEARNY STREET, #600 SAN FRANCISCO, CA 94108	NONE	501(C)(3)	PROGRAM SUPPORT	100,000.
Total from continuation sheets				

923631
04-01-19

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
RHIA VENTURES 47 KEARNY STREET, #600 SAN FRANCISCO, CA 94108	NONE	501(C)(3)	MERCK FOR MOTHERS	100,000.
RHIA VENTURES 47 KEARNY STREET, #600 SAN FRANCISCO, CA 94108	NONE	501(C)(3)	BUSINESS CASE PROJECT	154,500.
RHIA VENTURES 47 KEARNY STREET, #600 SAN FRANCISCO, CA 94103	NONE	501(C)(3)	GENERAL OPERATING	2,000,000.
RHIA VENTURES 47 KEARNY STREET, #600 SAN FRANCISCO, CA 94108	NONE	501(C)(3)	VENTURE FAIR	50,000.
RHIA VENTURES 47 KEARNY STREET, #600 SAN FRANCISCO, CA 94108	NONE	501(C)(3)	PROGRAM SUPPORT	2,000.
SISTERSONG 1237 RALPH DAVID ABERNATHY BOULEVARD ATLANTA, GA 30310	NONE	501(C)(3)	GENERAL OPERATING	50,000.
SOCIAL GOOD FUND PO BOX 5473 RICHMOND, CA 94805	NONE	501(C)(3)	TEACH TRAINING	5,000.
SOCIETY OF FAMILY PLANNING 255 S. 17TH STREET, SUITE 2709 PHILADELPHIA, PA 19103	NONE	501(C)(3)	ABORTION CLINICAL TRIALS NETWORK	200,000.
SOUTHERN POVERTY LAW CENTER 400 WASHINGTON AVENUE MONTGOMERY, AL 36104	NONE	501(C)(3)	GENERAL OPERATING	240.
SOUTHERN POVERTY LAW CENTER 400 WASHINGTON AVENUE MONTGOMERY, AL 36104	NONE	501(C)(3)	GENERAL OPERATING	10,000.
Total from continuation sheets				

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
STITCHING EQUILEAP FOUNDATION WEESPERSTRAAT 61, 1018 VN AMSTERDAM, NETHERLANDS	NONE	501(C)(3)	GENERAL OPERATING	150,000.
INSTITUTE FOR SUSTAINABLE ECONOMIC, EDUCATIONAL AND ENVIRONMENTAL DESIGN 1330 BROADWAY, SUITE 300 OAKLAND, CA 94612	NONE	501(C)(3)	CENTER FOR BIRTH EQUITY AND INNOVATION	100,000.
INSTITUTE FOR SUSTAINABLE ECONOMIC, EDUCATIONAL AND ENVIRONMENTAL DESIGN 1330 BROADWAY, SUITE 300 OAKLAND, CA 94612	NONE	501(C)(3)	GENERAL OPERATING	100,000.
THE FULLER PROJECT 1875 CONNECTICUT AVE. NW, 10TH FLOOR WASHINGTON, DC 20009	NONE	501(C)(3)	WOMEN'S HEALTH INVESTIGATIVE REPORTING INITIATIVE	100,000.
THE KNIGHTS & ORCHIDS SOCIETY 108 BROAD STREET SELMA, AL 36701	NONE	501(C)(3)	GENERAL OPERATING	10,000.
TIDES FOUNDATION 1014 TORNEY AVE, SAN FRANCISCO SAN FRANCISCO, CA 94219	NONE	501(C)(3)	THE LAWYERING PROJECT	150,000.
TONIIC PO BOX 6866 BEND, OR 97708	NONE	501(C)(3)	GENERAL OPERATING	33,333.
UNIVERSITY OF CALIFORNIA SAN FRANCISCO 2200 POST STREET SAN FRANCISCO, CA 94155	NONE	501(C)(3)	RESEARCJ	110,000.
UNIVERSITY OF CALIFORNIA SAN FRANCISCO 2200 POST STREET SAN FRANCISCO, CA 94155	NONE	501(C)(3)	RESEARCH	15,000.
UNIVERSITY OF CALIFORNIA SAN FRANCISCO 2200 POST STREET SAN FRANCISCO, CA 94155	NONE	501(C)(3)	RESEARCH	132,000.
Total from continuation sheets				

923631
04-01-19

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
UNIVERSITY OF NORTH CAROLINA CAMPUS BOX 3302 CHAPEL HILL, NC 27599	NONE	501(C)(3)	ANNIVERSARY FUND	150.
UNIVERSITY OF PENNSYLVANIA 3733 SPRUCE STREET PHILADELPHIA, PA 19104	NONE	501(C)(3)	CENTER FOR HIGH IMPACT PHILANTHROPY	13,500.
UNIVERSITY OF PENNSYLVANIA 3733 SPRUCE STREET PHILADELPHIA, PA 19104	NONE	501(C)(3)	CENTER FOR HIGH IMPACT PHILANTHROPY	100,000.
UTAH FILM CENTER 50 W BROADWAY, SUITE 1125 SALT LAKE CITY, UT 84101	NONE	501(C)(3)	IN SUPPORT OF BELLY OF THE BEAST FILM	10,000.
VOTER PARTICIPATION CENTER 1707 L STREET NW, #950 WASHINGTON, DC 20036	NONE	501(C)(3)	GENERAL OPERATING	20,000.
VOTER REGISTRATION PROJECT 1300 EYE STREET NW, SUITE 450 EAST WASHINGTON, DC 20005	NONE	501(C)(3)	VOTER ENGAGEMENT WORK	100,000.
WE2GETHER 167 NORTH MAIN STREET DREW, MS 38737	NONE	501(C)(3)	GENERAL OPERATING	10,000.
WHITEHEAD INSTITUTE FOR BIOMEDICAL RESEARCH 455 MAIN STREET CAMBRIDGE, MA 02142	NONE	501(C)(3)	LEADING EDGE SYMPOSIUM	25,000.
WOMEN'S FOUNDATION OF MISSISSIPPI 2906 NORTH STATE STREET, SUITE 302 JACKSON, MS 39216	NONE	501(C)(3)	GENERAL OPERATING	50,000.
MCE SOCIAL CAPITAL 5758 GEARY BLVD. #261 SAN FRANCISCO, CA 94121	NONE	501(C)(3)	MICROFINANCE	17,548.
Total from continuation sheets				

923631
04-01-19

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
CARY CHRISTIAN CENTER 154 COTTONWOOD STREET CARY, MS 39054	NONE	501(C)(3)	GENERAL OPERATING	20,000.
GYNUITY HEALTH PROJECTS 220 EAST 42ND STREET, #710 NEW YORK, NY 10017	NONE	501(C)(3)	GENERAL OPERATING	175,000.
THE KNIGHTS & ORCHIDS SOCIETY 108 BROAD STREET SELMA, AL 36701	NONE	501(C)(3)	GENERAL OPERATING	10,000.
SISTERSONG 1237 RALPH DAVID ABERNATHY BOULEVARD ATLANTA, GA 30310	NONE	501(C)(3)	GENERAL OPERATING	50,000.
WE2GETHER 167 NORTH MAIN STREET DREW, MS 38737	NONE	501(C)(3)	GENERAL OPERATING	10,000.
GLOBAL DEVELOPMENT INCUBATOR 1401 K STREET NW, SUITE 900 WASHINGTON, DC 20005	NONE	501(C)(3)	GENERAL OPERATING	100,000.
WOMEN'S FOUNDATION OF MISSISSIPPI 2906 NORTH STATE STREET, SUITE 302 JACKSON, MS 39216	NONE	501(C)(3)	GENERAL OPERATING	50,000.
Total from continuation sheets				415,000.

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated.	Unrelated business income		Excluded by section 512, 513, or 514		(e)
	(a) Business code	(b) Amount	(c) Exclusion code	(d) Amount	Related or exempt function income
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	2,138,826.	
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	319,094.	
9 Net income or (loss) from special events					
10 Gross profit or (loss) from sales of inventory					
11 Other revenue:					
a					
b					
c					
d					
e					
12 Subtotal. Add columns (b), (d), and (e)		0.		2,457,920.	0.

13 **Total.** Add line 12, columns (b), (d), and (e) 13 2,457,920.

(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).

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
		N/A	

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
N/A		

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

[signature] 11-2-20 PRESIDENT

Signature of officer or trustee Date Title

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

Paid Preparer Use Only

Print/Type preparer's name	Preparer's signature	Date	Check ☐ if self-employed	PTIN
KAREN VALLADAO	KAREN VALLADAO	10/29/20		P00534214

Firm's name ▶ FRANK, RIMERMAN & CO. LLP — Firm's EIN ▶ 94-1341042

Firm's address ▶ 1801 PAGE MILL ROAD PALO ALTO, CA 94304 — Phone no. (650) 845-8100

FORM 990-PF DIVIDENDS AND INTEREST FROM SECURITIES STATEMENT 1

SOURCE	GROSS AMOUNT	CAPITAL GAINS DIVIDENDS	(A) REVENUE PER BOOKS	(B) NET INVEST-MENT INCOME	(C) ADJUSTED NET INCOME
MERRILL LYNCH INTEREST AND DIV	2,138,826.	0.	2,138,826.	2,138,826.	
TO PART I, LINE 4	2,138,826.	0.	2,138,826.	2,138,826.	

FORM 990-PF LEGAL FEES STATEMENT 2

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST-MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
LEGAL	18,000.	0.		634.
TO FM 990-PF, PG 1, LN 16A	18,000.	0.		634.

FORM 990-PF ACCOUNTING FEES STATEMENT 3

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST-MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
ACCOUNTING	19,375.	0.		589.
TO FORM 990-PF, PG 1, LN 16B	19,375.	0.		589.

FORM 990-PF OTHER PROFESSIONAL FEES STATEMENT 4

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST-MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
CONSULTANTS	600,174.	0.		502,889.
FOUNDATION MANAGEMENT	180,000.	0.		5,889.
IT SUPPORT	2,695.	0.		88.
TO FORM 990-PF, PG 1, LN 16C	782,869.	0.		508,866.

FORM 990-PF — TAXES — STATEMENT 5

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST-MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
FEDERAL TAXES	136,058.	0.		0.
TO FORM 990-PF, PG 1, LN 18	136,058.	0.		0.

FORM 990-PF — OTHER EXPENSES — STATEMENT 6

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST-MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
INVESTMENT EXPENSES	404,952.	404,952.		0.
BOOKS, SUBCRIPTIONS, REFERENCES	1,478.	0.		1,261.
MEMBERSHIP	43,906.	0.		37,463.
PRINTING AND COPYING	1,188.	0.		1,014.
SUPPLIES	16,724.	0.		14,270.
TELEPHONE	3,948.	0.		3,369.
WIRE TRANFER FEES	2,090.	0.		1,783.
D&O INSURANCE	5,088.	0.		4,341.
WORKERS COMP	2,862.	0.		2,442.
MISCELLANEOUS EXPENSE	1,439.	0.		1,228.
TO FORM 990-PF, PG 1, LN 23	483,675.	404,952.		67,171.

FORM 990-PF — OTHER INCREASES IN NET ASSETS OR FUND BALANCES — STATEMENT 7

DESCRIPTION	AMOUNT
GAAP FMV ADJUST - UNREALIZED GAIN/LOSS	11,616,888.
TOTAL TO FORM 990-PF, PART III, LINE 3	11,616,888.

FORM 990-PF OTHER INVESTMENTS STATEMENT 8

DESCRIPTION	VALUATION METHOD	BOOK VALUE	FAIR MARKET VALUE
MERRILL LYNCH - SECURITIES AT FMV	FMV	68,432,247.	68,432,247.
NEW WAVE IMPACT FUND I (PRIVATE EQUITY FUND)	FMV	201,858.	201,858.
RH CAPITAL FUND I LP (PRIVATE FUND)	FMV	3,514,736.	3,514,736.
TOTAL TO FORM 990-PF, PART II, LINE 13		72,148,841.	72,148,841.

FORM 990-PF OTHER ASSETS STATEMENT 9

DESCRIPTION	BEGINNING OF YR BOOK VALUE	END OF YEAR BOOK VALUE	FAIR MARKET VALUE
ACCRUED INTEREST	99,704.	117,973.	117,973.
SECURITY DEPOSIT	51,195.	51,195.	51,195.
TO FORM 990-PF, PART II, LINE 15	150,899.	169,168.	169,168.

FORM 990-PF OTHER LIABILITIES STATEMENT 10

DESCRIPTION	BOY AMOUNT	EOY AMOUNT
DEFERRED EXCISE TAX LIABILITY	0.	115,677.
TOTAL TO FORM 990-PF, PART II, LINE 22	0.	115,677.

FORM 990-PF EXPENDITURE RESPONSIBILITY STATEMENT PART VII-B, LINE 5C STATEMENT 11

GRANTEE'S NAME

GRAB YOUR WALLET ALLIANCE

GRANTEE'S ADDRESS

548 MARKET STREET #54110
SAN FRANCISCO, CA 94104

GRANT AMOUNT	DATE OF GRANT	AMOUNT EXPENDED
75,000.	07/10/19	49,472.

PURPOSE OF GRANT

HELP MINIORITIES EXERCISE THEIR ECONOMIC POWER IN WAYS THAT EXPAND OPPORTUNITIES.

DATES OF REPORTS BY GRANTEE

2/1/2020

ANY DIVERSION BY GRANTEE

N/A