

For calendar year 2019, or tax year beginning 01-01-2019, and ending 12-31-2019

Name of foundation BOTHIN FOUNDATION		A Employer identification number 94-1196182	
Number and street (or P.O. box number if mail is not delivered to street address) 1660 BUSH STREET NO 300		Room/suite	B Telephone number (see instructions) (415) 561-6540
City or town, state or province, country, and ZIP or foreign postal code SAN FRANCISCO, CA 94109		C If exemption application is pending, check here <input type="checkbox"/>	
G Check all that apply: <div><input type="checkbox"/> Initial return      <input type="checkbox"/> Initial return of a former public charity <input type="checkbox"/> Final return      <input type="checkbox"/> Amended return <input type="checkbox"/> Address change      <input type="checkbox"/> Name change</div>		D 1. Foreign organizations, check here..... <input type="checkbox"/> 2. Foreign organizations meeting the 85% test, check here and attach computation ... <input type="checkbox"/>	
H Check type of organization: <input checked="" type="checkbox"/> Section 501(c)(3) exempt private foundation <input type="checkbox"/> Section 4947(a)(1) nonexempt charitable trust <input type="checkbox"/> Other taxable private foundation		E If private foundation status was terminated under section 507(b)(1)(A), check here ..... <input type="checkbox"/>	
I Fair market value of all assets at end of year (from Part II, col. (c), line 16) ▶ \$ 43,639,052		F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here ..... <input type="checkbox"/>	
J Accounting method: <input type="checkbox"/> Cash <input checked="" type="checkbox"/> Accrual <input type="checkbox"/> Other (specify) _____ (Part I, column (d) must be on cash basis.)			

Part I Analysis of Revenue and Expenses (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see instructions).)		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
Revenue	1 Contributions, gifts, grants, etc., received (attach schedule)				
	2 Check <input checked="" type="checkbox"/> if the foundation is <b>not</b> required to attach Sch. B . . . . .				
	3 Interest on savings and temporary cash investments . . . . .	104,825	104,825		
	4 Dividends and interest from securities . . . . .	962,360	962,360		
	5a Gross rents . . . . .				
	b Net rental income or (loss) _____				
	6a Net gain or (loss) from sale of assets not on line 10 _____	552,045			
	b Gross sales price for all assets on line 6a _____				
	7 Capital gain net income (from Part IV, line 2) . . . . .		552,045		
	8 Net short-term capital gain . . . . .				
	9 Income modifications . . . . .				
	10a Gross sales less returns and allowances _____				
Operating and Administrative Expenses	b Less: Cost of goods sold . . . . .				
	c Gross profit or (loss) (attach schedule) . . . . .				
	11 Other income (attach schedule) . . . . .	13,283	13,283		
	12 Total. Add lines 1 through 11 . . . . .	1,632,513	1,632,513		
	13 Compensation of officers, directors, trustees, etc.	0	0		0
	14 Other employee salaries and wages . . . . .				
	15 Pension plans, employee benefits . . . . .				
	16a Legal fees (attach schedule) . . . . .	5,156	0		0
	b Accounting fees (attach schedule) . . . . .	12,304	7,384		3,692
	c Other professional fees (attach schedule) . . . . .	589,132	224,239		322,827
	17 Interest . . . . .				
	18 Taxes (attach schedule) (see instructions) . . . . .	27,133	0		0
	19 Depreciation (attach schedule) and depletion . . . . .				
	20 Occupancy . . . . .				
	21 Travel, conferences, and meetings . . . . .	2,658	1,063		1,595
	22 Printing and publications . . . . .				
	23 Other expenses (attach schedule) . . . . .	4,334	150		525
	24 Total operating and administrative expenses. Add lines 13 through 23 . . . . .	640,717	232,836		328,639
	25 Contributions, gifts, grants paid . . . . .	1,618,800			1,618,800
	26 Total expenses and disbursements. Add lines 24 and 25	2,259,517	232,836		1,947,439
	27 Subtract line 26 from line 12:				
	a Excess of revenue over expenses and disbursements	-627,004			
	b Net investment income (if negative, enter -0-)		1,399,677		
c Adjusted net income (if negative, enter -0-)					

Part II Balance Sheets		Attached schedules and amounts in the description column should be for end-of-year amounts only. (See instructions.)		
		Beginning of year	End of year	
		(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	<b>1</b> Cash—non-interest-bearing . . . . .	82,996	108,611	108,611
	<b>2</b> Savings and temporary cash investments . . . . .	741,006	505,990	505,990
	<b>3</b> Accounts receivable ▶ <u>79,779</u>			
	Less: allowance for doubtful accounts ▶ _____	69,350	79,779	79,779
	<b>4</b> Pledges receivable ▶ _____			
	Less: allowance for doubtful accounts ▶ _____			
	<b>5</b> Grants receivable . . . . .			
	<b>6</b> Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see instructions) . . . . .			
	<b>7</b> Other notes and loans receivable (attach schedule) ▶ _____			
	Less: allowance for doubtful accounts ▶ _____			
	<b>8</b> Inventories for sale or use . . . . .			
	<b>9</b> Prepaid expenses and deferred charges . . . . .	5,757	1,686	1,686
	<b>10a</b> Investments—U.S. and state government obligations (attach schedule)			
	<b>b</b> Investments—corporate stock (attach schedule) . . . . .	26,354,858	30,788,920	30,788,920
	<b>c</b> Investments—corporate bonds (attach schedule) . . . . .	11,219,969	12,154,066	12,154,066
	<b>11</b> Investments—land, buildings, and equipment: basis ▶ _____			
Less: accumulated depreciation (attach schedule) ▶ _____				
<b>12</b> Investments—mortgage loans . . . . .				
<b>13</b> Investments—other (attach schedule) . . . . .				
<b>14</b> Land, buildings, and equipment: basis ▶ _____				
Less: accumulated depreciation (attach schedule) ▶ _____				
<b>15</b> Other assets (describe ▶ _____)				
<b>16</b> <b>Total assets</b> (to be completed by all filers—see the instructions. Also, see page 1, item I)	38,473,936	43,639,052	43,639,052	
Liabilities	<b>17</b> Accounts payable and accrued expenses . . . . .	38,921	44,128	
	<b>18</b> Grants payable . . . . .			
	<b>19</b> Deferred revenue . . . . .			
	<b>20</b> Loans from officers, directors, trustees, and other disqualified persons			
	<b>21</b> Mortgages and other notes payable (attach schedule) . . . . .			
	<b>22</b> Other liabilities (describe ▶ _____)	45,000	120,243	
	<b>23</b> <b>Total liabilities</b> (add lines 17 through 22) . . . . .	83,921	164,371	
Net Assets or Fund Balances	<b>Foundations that follow FASB ASC 958, check here</b> ▶ <input checked="" type="checkbox"/> <b>and complete lines 24, 25, 29 and 30.</b>			
	<b>24</b> Net assets without donor restrictions . . . . .	38,390,015	43,474,681	
	<b>25</b> Net assets with donor restrictions . . . . .			
	<b>Foundations that do not follow FASB ASC 958, check here</b> ▶ <input type="checkbox"/> <b>and complete lines 26 through 30.</b>			
	<b>26</b> Capital stock, trust principal, or current funds . . . . .			
	<b>27</b> Paid-in or capital surplus, or land, bldg., and equipment fund			
	<b>28</b> Retained earnings, accumulated income, endowment, or other funds			
	<b>29</b> <b>Total net assets or fund balances</b> (see instructions) . . . . .	38,390,015	43,474,681	
<b>30</b> <b>Total liabilities and net assets/fund balances</b> (see instructions) .	38,473,936	43,639,052		

**Part III Analysis of Changes in Net Assets or Fund Balances**

<b>1</b> 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) . . . . .	<b>1</b>	38,390,015
<b>2</b> Enter amount from Part I, line 27a . . . . .	<b>2</b>	-627,004
<b>3</b> Other increases not included in line 2 (itemize) ▶ _____	<b>3</b>	5,778,670
<b>4</b> Add lines 1, 2, and 3 . . . . .	<b>4</b>	43,541,681
<b>5</b> Decreases not included in line 2 (itemize) ▶ _____	<b>5</b>	67,000
<b>6</b> Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 29 .	<b>6</b>	43,474,681

**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.)
<b>1 a</b> EQUITY AND BOND SALES		2019-01-01	2019-12-31
<b>b</b>			
<b>c</b>			
<b>d</b>			
<b>e</b>			

(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)
<b>a</b> 7,808,608		7,256,563	552,045
<b>b</b>			
<b>c</b>			
<b>d</b>			
<b>e</b>			

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col.(h))
(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	
<b>a</b>			552,045
<b>b</b>			
<b>c</b>			
<b>d</b>			
<b>e</b>			

<b>2</b> Capital gain net income or (net capital loss)	<b>2</b>	552,045
<b>3</b> Net short-term capital gain or (loss) as defined in sections 1222(5) and (6): If gain, also enter in Part I, line 8, column (c) (see instructions). If (loss), enter -0- in Part I, line 8	<b>3</b>	

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

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

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

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

☐ Yes ☒ No

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

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

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col. (b) divided by col. (c))
2018	2,072,941	40,911,781	0.050669
2017	1,790,526	39,568,643	0.045251
2016	1,863,112	37,012,765	0.050337
2015	1,998,233	38,821,640	0.051472
2014	1,890,448	39,165,272	0.048268

<b>2</b> Total of line 1, column (d)	<b>2</b>	0.245997
<b>3</b> 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	<b>3</b>	0.049199
<b>4</b> Enter the net value of noncharitable-use assets for 2019 from Part X, line 5	<b>4</b>	40,368,561
<b>5</b> Multiply line 4 by line 3	<b>5</b>	1,986,093
<b>6</b> Enter 1% of net investment income (1% of Part I, line 27b)	<b>6</b>	13,997
<b>7</b> Add lines 5 and 6	<b>7</b>	2,000,090
<b>8</b> Enter qualifying distributions from Part XII, line 4	<b>8</b>	1,947,439

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

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

<b>1a</b>	Exempt operating foundations described in section 4940(d)(2), check here <input type="checkbox"/> and enter "N/A" on line 1. Date of ruling or determination letter: _____ (attach copy of letter if necessary—see instructions)		
<b>b</b>	Domestic foundations that meet the section 4940(e) requirements in Part V, check here <input type="checkbox"/> and enter 1% of Part I, line 27b . . . . .	<b>1</b>	27,994
<b>c</b>	All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, col. (b)		
<b>2</b>	Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)	<b>2</b>	0
<b>3</b>	Add lines 1 and 2. . . . .	<b>3</b>	27,994
<b>4</b>	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)	<b>4</b>	0
<b>5</b>	<b>Tax based on investment income.</b> Subtract line 4 from line 3. If zero or less, enter -0- . . . . .	<b>5</b>	27,994
<b>6</b>	Credits/Payments:		
<b>a</b>	2019 estimated tax payments and 2018 overpayment credited to 2019	<b>6a</b>	18,710
<b>b</b>	Exempt foreign organizations—tax withheld at source . . . . .	<b>6b</b>	
<b>c</b>	Tax paid with application for extension of time to file (Form 8868) . . . . .	<b>6c</b>	13,000
<b>d</b>	Backup withholding erroneously withheld . . . . .	<b>6d</b>	0
<b>7</b>	Total credits and payments. Add lines 6a through 6d. . . . .	<b>7</b>	31,710
<b>8</b>	Enter any <b>penalty</b> for underpayment of estimated tax. Check here <input checked="" type="checkbox"/> if Form 2220 is attached.	<b>8</b>	0
<b>9</b>	<b>Tax due.</b> If the total of lines 5 and 8 is more than line 7, enter <b>amount owed</b> . . . . . <b>▶</b>	<b>9</b>	
<b>10</b>	<b>Overpayment.</b> If line 7 is more than the total of lines 5 and 8, enter the <b>amount overpaid</b> . . . . . <b>▶</b>	<b>10</b>	3,716
<b>11</b>	Enter the amount of line 10 to be: <b>Credited to 2020 estimated tax</b> <b>▶</b> 3,716 <b>Refunded</b> <b>▶</b>	<b>11</b>	0

**Part VII-A Statements Regarding Activities**

	Yes	No
<b>1a</b> 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? . . . . .		No
<b>b</b> Did it spend more than \$100 during the year (either directly or indirectly) for political purposes? (see Instructions for definition). . . . . <i>If the answer is "Yes" to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities.</i>		No
<b>c</b> Did the foundation file <b>Form 1120-POL</b> for this year? . . . . .		No
<b>d</b> Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year: <b>(1)</b> On the foundation. <b>▶</b> \$ 0 <b>(2)</b> On foundation managers. <b>▶</b> \$ 0		
<b>e</b> Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers. <b>▶</b> \$ 0		
<b>2</b> Has the foundation engaged in any activities that have not previously been reported to the IRS? . . . . . <i>If "Yes," attach a detailed description of the activities.</i>		No
<b>3</b> Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? <i>If "Yes," attach a conformed copy of the changes</i> . . . . .		No
<b>4a</b> Did the foundation have unrelated business gross income of \$1,000 or more during the year? . . . . .		No
<b>b</b> If "Yes," has it filed a tax return on <b>Form 990-T</b> for this year? . . . . .		
<b>5</b> Was there a liquidation, termination, dissolution, or substantial contraction during the year? . . . . . <i>If "Yes," attach the statement required by General Instruction T.</i>		No
<b>6</b> 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? . . . . .	Yes	
<b>7</b> Did the foundation have at least \$5,000 in assets at any time during the year? <i>If "Yes," complete Part II, col. (c), and Part XV.</i> . . . . .	Yes	
<b>8a</b> Enter the states to which the foundation reports or with which it is registered (see instructions) <b>▶</b> CA		
<b>b</b> If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by General Instruction G? <i>If "No," attach explanation .</i>	Yes	
<b>9</b> 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 taxable year beginning in 2019? See the instructions for Part XIV. <i>If "Yes," complete Part XIV</i> . . . . .		No
<b>10</b> Did any persons become substantial contributors during the tax year? <i>If "Yes," attach a schedule listing their names and addresses.</i> . . . . .		No

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

<b>11</b>	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. . . . .	<b>11</b>		<b>No</b>
<b>12</b>	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 . . . . .	<b>12</b>		<b>No</b>
<b>13</b>	Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address <b>WWW.BOTHINFUNDATION.ORG</b>	<b>13</b>	<b>Yes</b>	
<b>14</b>	The books are in care of <b>PACIFIC FOUNDATION SERVICES LLC</b> Telephone no. <b>(415) 561-6540</b>			

Located at **1660 BUSH STREET SUITE 300 SAN FRANCISCO CA**ZIP+4 **94109**

<b>15</b>	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of <b>Form 1041</b> —check here . . . . . <input type="checkbox"/> and enter the amount of tax-exempt interest received or accrued during the year . . . . . <b>15</b>		
<b>16</b>	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 <b>▶</b>	<b>16</b>	<b>Yes</b> <b>No</b>


**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.**

		<b>Yes</b>	<b>No</b>
<b>1a</b>	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? ( <b>Exception.</b> 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>b</b>	If any answer is "Yes" to 1a(1)–(6), did <b>any</b> 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 . . . . . <input type="checkbox"/> Organizations relying on a current notice regarding disaster assistance check here. . . . . <input type="checkbox"/>	<b>1b</b>	
<b>c</b>	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? . . . . .	<b>1c</b>	<b>No</b>
<b>2</b>	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)):		
<b>a</b>	At the end of tax year 2019, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2019? . . . . . <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No If "Yes," list the years <b>▶</b> 20____, 20____, 20____, 20____		
<b>b</b>	Are there any years listed in 2a for which the foundation is <b>not</b> 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 <b>all</b> years listed, answer "No" and attach statement—see instructions.) . . . . .	<b>2b</b>	
<b>c</b>	If the provisions of section 4942(a)(2) are being applied to <b>any</b> of the years listed in 2a, list the years here. <b>▶</b> 20____, 20____, 20____, 20____		
<b>3a</b>	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>b</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 Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2019.) . . . . .	<b>3b</b>	
<b>4a</b>	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	<b>4a</b>	<b>No</b>
<b>b</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?	<b>4b</b>	<b>No</b>

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

<b>5a</b>	During the year did the foundation pay or incur any amount to:		<b>Yes</b>	<b>No</b>
(1)	Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(2)	Influence the outcome of any specific public election (see section 4955); or to carry on, directly or indirectly, any voter registration drive? . . . . .	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(3)	Provide a grant to an individual for travel, study, or other similar purposes?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(4)	Provide a grant to an organization other than a charitable, etc., organization described in section 4945(d)(4)(A)? See instructions. . . . .	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(5)	Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals? . . . . .	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
<b>b</b>	If any answer is "Yes" to 5a(1)–(5), did <b>any</b> 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 . . . . .		<b>5b</b>	
	Organizations relying on a current notice regarding disaster assistance check here. . . . . 	<input type="checkbox"/>		
<b>c</b>	If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant? . . . . . If "Yes," attach the statement required by Regulations section 53.4945–5(d).	<input type="checkbox"/> Yes <input type="checkbox"/> No		
<b>6a</b>	Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract? . . . . .	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
<b>b</b>	Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract? . . . . . If "Yes" to 6b, file Form 8870.		<b>6b</b>	<b>No</b>
<b>7a</b>	At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No			
<b>b</b>	If "Yes", did the foundation receive any proceeds or have any net income attributable to the transaction? . . . . .		<b>7b</b>	
<b>8</b>	Is the foundation subject to the section 4960 tax on payment(s) of more than \$1,000,000 in remuneration or excess parachute payment during the year? . . . . .	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		

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

<b>1 List all officers, directors, trustees, foundation managers and their compensation. See instructions</b>				
<b>(a)</b> Name and address	<b>(b)</b> Title, and average hours per week devoted to position	<b>(c)</b> Compensation (If not paid, enter -0-)	<b>(d)</b> Contributions to employee benefit plans and deferred compensation	<b>(e)</b> Expense account, other allowances
See Additional Data Table				
<b>2 Compensation of five highest-paid employees (other than those included on line 1—see instructions). If none, enter "NONE."</b>				
<b>(a)</b> Name and address of each employee paid more than \$50,000	<b>(b)</b> Title, and average hours per week devoted to position	<b>(c)</b> Compensation	<b>(d)</b> Contributions to employee benefit plans and deferred compensation	<b>(e)</b> Expense account, other allowances
NONE				
<b>Total</b> number of other employees paid over \$50,000. . . . . 				<b>0</b>

**Part VIII**

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

**3**

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

(a) Name and address of each person paid more than \$50,000	(b) Type of service	(c) Compensation
PACIFIC FOUNDATION SERVICES LLC 1660 BUSH STREET SUITE 300 SAN FRANCISCO, CA 94109	FOUNDATION MANAGEMENT/ACCOUNTING	393,259
CORNERSTONE CAPITAL INC 200 HOMER AVENUE PALO ALTO, CA 94301	INVESTMENT COUNSELING	90,737
BAKER STREET ADVISORS LLC 575 MARKET ST 6TH FLOOR SAN FRANCISCO, CA 94105	INVESTMENT COUNSELING	77,697
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
<b>1</b>	
<b>2</b>	
<b>3</b>	
<b>4</b>	

**Part IX-B**

**Summary of Program-Related Investments** (see instructions)

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

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

<b>1</b>	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes:		
<b>a</b>	Average monthly fair market value of securities. . . . .	<b>1a</b>	40,508,608
<b>b</b>	Average of monthly cash balances. . . . .	<b>1b</b>	474,703
<b>c</b>	Fair market value of all other assets (see instructions). . . . .	<b>1c</b>	0
<b>d</b>	<b>Total</b> (add lines 1a, b, and c). . . . .	<b>1d</b>	40,983,311
<b>e</b>	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation). . . . .	<b>1e</b>	0
<b>2</b>	Acquisition indebtedness applicable to line 1 assets. . . . .	<b>2</b>	0
<b>3</b>	Subtract line 2 from line 1d. . . . .	<b>3</b>	40,983,311
<b>4</b>	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions). . . . .	<b>4</b>	614,750
<b>5</b>	<b>Net value of noncharitable-use assets.</b> Subtract line 4 from line 3. Enter here and on Part V, line 4	<b>5</b>	40,368,561
<b>6</b>	<b>Minimum investment return.</b> Enter 5% of line 5. . . . .	<b>6</b>	2,018,428

**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.)

<b>1</b>	Minimum investment return from Part X, line 6. . . . .	<b>1</b>	2,018,428
<b>2a</b>	Tax on investment income for 2019 from Part VI, line 5. . . . .	<b>2a</b>	27,994
<b>b</b>	Income tax for 2019. (This does not include the tax from Part VI.). . . . .	<b>2b</b>	
<b>c</b>	Add lines 2a and 2b. . . . .	<b>2c</b>	27,994
<b>3</b>	Distributable amount before adjustments. Subtract line 2c from line 1. . . . .	<b>3</b>	1,990,434
<b>4</b>	Recoveries of amounts treated as qualifying distributions. . . . .	<b>4</b>	0
<b>5</b>	Add lines 3 and 4. . . . .	<b>5</b>	1,990,434
<b>6</b>	Deduction from distributable amount (see instructions). . . . .	<b>6</b>	0
<b>7</b>	<b>Distributable amount</b> as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1. . . . .	<b>7</b>	1,990,434

**Part XII Qualifying Distributions** (see instructions)

<b>1</b>	Amounts paid (including administrative expenses) to accomplish charitable, etc., purposes:		
<b>a</b>	Expenses, contributions, gifts, etc.—total from Part I, column (d), line 26. . . . .	<b>1a</b>	1,947,439
<b>b</b>	Program-related investments—total from Part IX-B. . . . .	<b>1b</b>	0
<b>2</b>	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes. . . . .	<b>2</b>	
<b>3</b>	Amounts set aside for specific charitable projects that satisfy the:		
<b>a</b>	Suitability test (prior IRS approval required). . . . .	<b>3a</b>	
<b>b</b>	Cash distribution test (attach the required schedule). . . . .	<b>3b</b>	
<b>4</b>	<b>Qualifying distributions.</b> Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	<b>4</b>	1,947,439
<b>5</b>	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income. Enter 1% of Part I, line 27b. See instructions. . . . .	<b>5</b>	0
<b>6</b>	<b>Adjusted qualifying distributions.</b> Subtract line 5 from line 4. . . . .	<b>6</b>	1,947,439

**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
<b>1</b> Distributable amount for 2019 from Part XI, line 7				1,990,434
<b>2</b> Undistributed income, if any, as of the end of 2019:				
<b>a</b> Enter amount for 2018 only. . . . .			0	
<b>b</b> Total for prior years: 20____, 20____, 20____		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. . . . .				85,192
<b>f</b> <b>Total</b> of lines 3a through e. . . . .	85,192			
<b>4</b> Qualifying distributions for 2019 from Part XII, line 4: ► \$ 1,947,439				
<b>a</b> Applied to 2018, but not more than line 2a			0	
<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. . . . .				1,947,439
<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).)	42,995			42,995
<b>6</b> <b>Enter the net total of each column as indicated below:</b>				
<b>a</b> Corpus. Add lines 3f, 4c, and 4e. Subtract line 5	42,197			
<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 instructions. . . . .			0	
<b>f</b> Undistributed income for 2019. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2020. . . . .				0
<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 (see instructions). . . . .	0			
<b>9</b> <b>Excess distributions carryover to 2020.</b> Subtract lines 7 and 8 from line 6a. . . . .	42,197			
<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. . . . .				42,197
<b>e</b> Excess from 2019. . . . .				

## Part XIV

**1a** 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 organization is a private operating foundation described in section ☐ 4942(j)(3) or ☐ 4942(j)(5)

2a	Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed . . . . .	Tax year	Prior 3 years			(e) Total
		(a) 2019	(b) 2018	(c) 2017	(d) 2016	

<b>b</b> 85% of line 2a . . . . .					
-----------------------------------	--	--	--	--	--

c Qualifying distributions from Part XII, line 4 for each year listed . . . . .								
--	--	--	--	--	--	--	--	--

<b>d</b>	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:					

[illegible]

(1) Value of all assets . . . . .					
-----------------------------------	--	--	--	--	--

(2) Value of assets qualifying under section 4942(j)(3)(B)(i)					
---	--	--	--	--	--

<b>b</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(i)(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).)

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

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

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

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

JUDI POWELL SENIOR PROGRAM OFFICER  
1660 BUSH STREET SUITE 300  
SAN FRANCISCO, CA 94109  
(415) 561-6540

**b The form in which applications should be submitted and information and materials they should include:**  
FOR GUIDELINES AND MORE INFORMATION ABOUT THIS FOUNDATION, SEE [WWW.BOTHINFUNDATION.ORG](http://WWW.BOTHINFUNDATION.ORG)

c. Any submission deadlines:

FOR GUIDELINES AND MORE INFORMATION ABOUT THIS FOUNDATION, SEE [WWW.BOTHINFUNDATION.ORG](http://WWW.BOTHINFUNDATION.ORG)

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

FOR GUIDELINES AND MORE INFORMATION ABOUT THIS FOUNDATION, SEE [WWW.BOTHINFFOUNDATION.ORG](http://WWW.BOTHINFFOUNDATION.ORG)

**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)				
<b>a</b> <i>Paid during the year</i> See Additional Data Table				
<b>Total</b> . . . . .			<b>3a</b>	1,618,800
<b>b</b> <i>Approved for future payment</i>				
<b>Total</b> . . . . .			<b>3b</b>	0

Enter gross amounts unless otherwise indicated.

Enter gross amounts unless otherwise indicated.	Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income (See instructions.)
	(a) Business code	(b) Amount	(c) Exclusion code	(d) Amount	
<b>1</b> Program service revenue:					
<b>a</b> _____					
<b>b</b> _____					
<b>c</b> _____					
<b>d</b> _____					
<b>e</b> _____					
<b>f</b> _____					
<b>g</b> Fees and contracts from government agencies					
<b>2</b> Membership dues and assessments. . . . .					
<b>3</b> Interest on savings and temporary cash investments . . . . .			14	104,825	
<b>4</b> Dividends and interest from securities. . . . .			14	962,360	
<b>5</b> Net rental income or (loss) from real estate:					
<b>a</b> Debt-financed property. . . . .					
<b>b</b> Not debt-financed property. . . . .					
<b>6</b> Net rental income or (loss) from personal property					
<b>7</b> Other investment income. . . . .			14	13,283	
<b>8</b> Gain or (loss) from sales of assets other than inventory . . . . .			18	552,045	
<b>9</b> Net income or (loss) from special events:					
<b>10</b> Gross profit or (loss) from sales of inventory					
<b>11</b> Other revenue: <b>a</b> _____					
<b>b</b> _____					
<b>c</b> _____					
<b>d</b> _____					
<b>e</b> _____					
<b>12</b> Subtotal. Add columns (b), (d), and (e). . . . .		0		1,632,513	0
<b>13</b> <b>Total.</b> Add line 12, columns (b), (d), and (e). . . . . (See worksheet in line 13 instructions to verify calculations.)			<b>13</b>		<b>1,632,513</b>

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

[illegible]

## Part XVII

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

- (1) Cash. . . . .
- (2) Other assets. . . . .

- (1) Sales of assets to a noncharitable exempt organization. . . . .
- (2) Purchases of assets from a noncharitable exempt organization. . . . .
- (3) Rental of facilities, equipment, or other assets. . . . .
- (4) Reimbursement arrangements. . . . .
- (5) Loans or loan guarantees. . . . .
- (6) Performance of services or membership or fundraising solicitations. . . . .

- |           |  |           |
|-----------|--|-----------|
| <b>1c</b> |  | <b>No</b> |
|-----------|--|-----------|

[illegible]

- b** If "Yes," complete the following schedule.

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

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

\*\*\*\*\*

Title

(see instr.) ☒ Yes ☐ No

Print/Type preparer's name  JESSICA CASSINELLI	Preparer's Signature	Date	Check if self-employed ► <input type="checkbox"/>	PTIN  P01976621
Firm's name ► ROBERT LEE & ASSOCIATES LLP				Firm's EIN ► 27-1155496
Firm's address ► 999 W TAYLOR STREET  SAN JOSE, CA 95126				Phone no. (408) 855-6770

Form 990PF Part VIII Line 1 - List all officers, directors, trustees, foundation managers and their compensation

(a) Name and address	Title, and average hours per week (b) devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	Expense account, (e) other allowances
LYMAN H CASEY	PRESIDENT 2.00	0	0	0
1660 BUSH STREET SUITE 300 SAN FRANCISCO, CA 94109				
LYMAN R CASEY	DIRECTOR 2.00	0	0	0
1660 BUSH STREET SUITE 300 SAN FRANCISCO, CA 94109				
A MICHAEL CASEY	VP TREASURER 2.00	0	0	0
1660 BUSH STREET SUITE 300 SAN FRANCISCO, CA 94109				
CAROL PRINCE	SECRETARY 2.00	0	0	0
1660 BUSH STREET SUITE 300 SAN FRANCISCO, CA 94109				
RAVIN AGRAWAL	DIRECTOR 2.00	0	0	0
1660 BUSH STREET SUITE 300 SAN FRANCISCO, CA 94109				
DEVON LAYCOX	VICE PRESIDENT 2.00	0	0	0
1660 BUSH STREET SUITE 300 SAN FRANCISCO, CA 94109				
KIMBERLY CASEY	DIRECTOR 2.00	0	0	0
1660 BUSH STREET SUITE 300 SAN FRANCISCO, CA 94109				
KATE JOINER	DIRECTOR 2.00	0	0	0
1660 BUSH STREET SUITE 300 SAN FRANCISCO, CA 94109				
NICHOLAS LAYCOX	DIRECTOR 2.00	0	0	0
1660 BUSH STREET SUITE 300 SAN FRANCISCO, CA 94109				
HOLDEN LEE	DIRECTOR 2.00	0	0	0
1660 BUSH STREET SUITE 300 SAN FRANCISCO, CA 94109				
JOHN MCCOSKER	DIRECTOR 2.00	0	0	0
1660 BUSH STREET SUITE 300 SAN FRANCISCO, CA 94109				

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
<b>a</b> Paid during the year				
ABUNDANT GRACE COASTSIDE WORKER INC 515 KELLY STREET HALF MOON BAY, CA 94019		501(C)(3) PUBLIC CHA	PURCHASE A TRUCK TO TRANSPORT PROGRAM PARTICIPANTS AND TO DISTRIBUTE FARM PRODUCE	18,000
BAYVIEW HUNTERS POINT CENTER FOR ARTS & TECHNOLOGY 2415 3RD STREET SAN FRANCISCO, CA 94107		501(C)(3) PUBLIC CHA	PURCHASE NEW SERVER INFRASTRUCTURE TO HELP BUILD CAPACITY AND IMPROVE EFFICIENCY	34,300
BECOMING INDEPENDENT 1425 CORPORATE CENTER PKWY SANTA ROSA, CA 95407		501(C)(3) PUBLIC CHA	PURCHASE A WHEELCHAIR ACCESSIBLE PASSENGER VAN	35,000
<b>Total . . . . . ▶ 3a</b>				1,618,800

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
<b>a</b> <i>Paid during the year</i>				
BOYS & GIRLS CLUBS OF NORTH SAN MATEO COUNTY 201 W ORANGE AVE SOUTH SAN FRANCISCO, CA 94080		501(C)(3) PUBLIC CHA	PURCHASE TECHNOLOGY FOR FOUR CLUBHOUSES	24,500
BOYS & GIRLS CLUBS OF SONOMA VALLEY 100 W VERANO AVE SONOMA, CA 95476		501(C)(3) PUBLIC CHA	PURCHASE A PASSENGER VAN FOR YOUTH PROGRAMS	35,000
CANAL ALLIANCE91 LARKSPUR STREET SAN RAFAEL, CA 94901		501(C)(3) PUBLIC CHA	RENOVATE BUILDING TO ACCOMMODATE GROWING EDUCATION PROGRAMS	40,900
<b>Total . . . . . ▶ 3a</b>				1,618,800



**Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment**

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
<b>a</b> <i>Paid during the year</i>				
CERES COMMUNITY PROJECT PO BOX 1562 7351 BODEGA AVENUE SEBASTOPOL, CA 95472		501(C)(3) PUBLIC CHA	PURCHASE MODULAR WORKSTATIONS TO SUPPORT ORGANIZATIONAL GROWTH	25,000
COASTSIDE CHILD DEVELOPMENT CENTER PO BOX 84 HALF MOON BAY, CA 94019		501(C)(3) PUBLIC CHA	REPLACE ROOF ON CHILDCARE CENTER	28,000
COMMONWEAL PO BOX 316 451 MESA ROAD BOLINAS, CA 94924		501(C)(3) PUBLIC CHA	CONSTRUCT A YURT TO SERVE PARTICIPANTS IN CANCER RETREATS AND YOUTH CAMPS	25,000
<b>Total . . . . .</b> ► <b>3a</b>				1,618,800

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
<b>a</b> <i>Paid during the year</i>				
COMMUNITY INITIATIVES (FOR MISSION SCIENCE WORKSHOP) 1000 BROADWAY SUITE 480 SAN FRANCISCO, CA 94607		501(C)(3) PUBLIC CHA	FUND AN ELECTRIC-MOTOR TUK-TUK THAT FUNCTIONS AS A MOBILE WORKSHOP AND INTERACTIVE EXHIBIT FOR MISSION SCIENCE WORKSHOP	37,000
CORA COMMUNITY OVERCOMING RELATIONSHIP ABUSE 2211 PALM AVE SAN MATEO, CA 94403		501(C)(3) PUBLIC CHA	RENOVATE OFFICE TO EXPAND USABLE SPACE	30,000
EAST BAY CENTER FOR THE BLIND INC 2928 ADELINE STREET BERKELEY, CA 94703		501(C)(3) PUBLIC CHA	REPLACE ROOF ON BUILDING	10,000
<b>Total . . . . . ▶ 3a</b>				1,618,800

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
<b>a</b> <i>Paid during the year</i>				
ENVIRONMENTAL TRAVELING COMPANIONS FORT MASON CENTER 2 MARINA BLVDBLDG C385 SAN FRANCISCO, CA 94123		501(C)(3) PUBLIC CHA	PURCHASE A PASSENGER VAN FOR YOUTH OUTDOOR ADVENTURE PROGRAMS	35,000
FIRST GRADUATE 2973 16TH STREET SUITE 400 SAN FRANCISCO, CA 94103		501(C)(3) PUBLIC CHA	PURCHASE AND INSTALL SECURITY, FURNISHINGS, AND EQUIPMENT FOR NEW PROGRAM SPACE	36,000
FOOD FOR THOUGHTPO BOX 1608 FORESTVILLE, CA 95436		501(C)(3) PUBLIC CHA	PURCHASE CARGO VAN TO INCREASE CAPACITY TO SERVE FOOD INSECURE CLIENTS	31,500
<b>Total . . . . . ▶ 3a</b>				1,618,800

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
<b>a</b> <i>Paid during the year</i>				
FRESH APPROACH 5060 COMMERCIAL CIRCLE SUITE C CONCORD, CA 94520		501(C)(3) PUBLIC CHA	UPGRADE TECHNOLOGY SYSTEMS FOR IMPROVED EFFICIENCY AND PROGRAM DELIVERY	21,600
FRIENDS OF THE PALO ALTO JUNIOR MUSEUM AND ZOO 4050 MIDDLEFIELD ROAD PALO ALTO, CA 94303		501(C)(3) PUBLIC CHA	CONSTRUCT AN OUTDOOR EXHIBIT THAT IS ACCESSIBLE TO CHILDREN IN WHEELCHAIRS	10,000
GIRLVENTURES119 FILBERT STREET OAKLAND, CA 94607		501(C)(3) PUBLIC CHA	PURCHASE FURNITURE AND EQUIPMENT FOR GIRLVENTURES NEW SPACE, PLUS NEW CAMPING GEAR FOR PROGRAM PARTICIPANTS	14,000
<b>Total . . . . . ▶ 3a</b>				1,618,800

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
<b>a</b> <i>Paid during the year</i>				
GUM MOON RESIDENCE HALL 940 WASHINGTON STREET SAN FRANCISCO, CA 94108		501(C)(3) PUBLIC CHA	REPLACE HOT WATER STORAGE TANK AND WINDOWS	44,000
HEARING AND SPEECH CENTER OF NORTHERN CALIFORNIA 1234 DIVISADERO STREET SAN FRANCISCO, CA 94115		501(C)(3) PUBLIC CHA	PURCHASE NEW AUDIOLOGY EQUIPMENT FOR INFANTS, CHILDREN, AND ADULTS	25,000
HUMANIDAD THERAPY & EDUCATION SERVICES 95 MONTGOMERY DRIVE STE 112 SANTA ROSA, CA 95404		501(C)(3) PUBLIC CHA	PURCHASE FURNISHINGS FOR TWO COUNSELING ROOMS THAT SERVE LOW-INCOME LATINX CLIENTS IN SANTA ROSA	9,250
<b>Total . . . . .</b> ► <b>3a</b>				1,618,800

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Name and address (home or business)				
<b>a</b> <i>Paid during the year</i>				
INSTITUTE ON AGING 3575 GEARY BOULEVARD SAN FRANCISCO, CA 94118		501(C)(3) PUBLIC CHA	SUPPORT CAPITAL CAMPAIGN TO RENOVATE AND FURNISH THE ADULT DAY ENRICHMENT CENTER IN ITS NEW LOCATION IN THE PRESIDIO	25,000
INTEGRATED COMMUNITY SERVICES 3020 KERNER BLVD SUITE A SAN RAFAEL, CA 94901		501(C)(3) PUBLIC CHA	REPAIR, REBUILD AND EXPAND THE SCHOOL GARDEN WHICH SERVES AS A VENUE FOR A CAREER TRAINING PROGRAM AS WELL AS AN OUTDOOR CLASSROOM SPACE	5,000
INTERSECTION FOR THE ARTS (FOR THE BEAT WITHIN) PO BOX 34310 SAN FRANCISCO, CA 94134		501(C)(3) PUBLIC CHA	PURCHASE NEW COMPUTER HARDWARE FOR THE BEAT WITHIN PROJECT FOR OFFICE USE	18,000
<b>Total . . . . . ▶ 3a</b>				1,618,800

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Name and address (home or business)				
<b>a</b> <i>Paid during the year</i>				
JASPER RIDGE FARM 2995 WOODSIDE ROAD 620924 WOODSIDE, CA 94062		501(C)(3) PUBLIC CHA	PURCHASE VAN TO TRANSPORT ANIMALS FOR COMMUNITY OUTREACH PROGRAM	35,000
LA CASA DE LAS MADRES 1269 HOWARD STREET SAN FRANCISCO, CA 94103		501(C)(3) PUBLIC CHA	RENOVATE DROP-IN COUNSELING CENTER AND ADMINISTRATIVE OFFICES IN NEW LOCATION	28,000
LA COCINA INC2948 FOLSOM STREET SAN FRANCISCO, CA 94110		501(C)(3) PUBLIC CHA	SUPPORT CAPITAL CAMPAIGN FOR LA COCINA'S TENDERLOIN MUNICIPAL MARKETPLACE	40,000
<b>Total . . . . . ▶ 3a</b>				1,618,800

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Name and address (home or business)				
<b>a</b> <i>Paid during the year</i>				
LARKIN STREET YOUTH SERVICES 134 GOLDEN GATE AVENUE SAN FRANCISCO, CA 94102		501(C)(3) PUBLIC CHA	REPLACE FLOORS AT LARK-INN EMERGENCY SHELTER	42,000
LIFEMOVES181 CONSTITUTION DRIVE MENLO PARK, CA 94025		501(C)(3) PUBLIC CHA	PURCHASE ADA COMPLIANT VAN TO TRANSPORT HOMELESS INDIVIDUALS WHO ARE MOBILITY-CHALLENGED	35,000
LIME FOUNDATION 3327 MCMAUDE PLACE SANTA ROSA, CA 95407		501(C)(3) PUBLIC CHA	PURCHASE TECHNOLOGY FOR ITS VOCATIONAL AND ARTS ENRICHMENT PROGRAMS FOR YOUTH AND YOUNG ADULTS	10,000
<b>Total . . . . . ▶ 3a</b>				1,618,800



Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
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Name and address (home or business)				
<b>a</b> <i>Paid during the year</i>				
MARCIA SPITZ LAUREL LEARNING CENTER (THE LAUREL SCHOOL) 350 NINTH AVENUE SAN FRANCISCO, CA 94118		501(C)(3) PUBLIC CHA	PURCHASE AND INSTALL NEW DOORS, AWNING, AND SIGNAGE	20,000
MARINE SCIENCE INSTITUTE 500 DISCOVERY PARKWAY REDWOOD CITY, CA 94063		501(C)(3) PUBLIC CHA	SUPPORT "SECURE OUR WATERFRONT" CAMPAIGN TO MAKE REPAIRS AND UPGRADES	25,000
MENTAL HEALTH ASSOCIATION OF SAN MATEO COUNTY 2686 SPRING STREET REDWOOD CITY, CA 94063		501(C)(3) PUBLIC CHA	UPDATE AND INCREASE THE NUMBER OF COMPUTERS AVAILABLE FOR CLIENT USE AT ITS RESIDENTIAL HOUSING PROGRAMS	4,900
<b>Total . . . . .</b> ► <b>3a</b>				1,618,800

**Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment**

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Name and address (home or business)				
<b>a</b> <i>Paid during the year</i>				
NEW CONSERVATORY THEATRE CENTER 25 VAN NESS AVENUE LL SAN FRANCISCO, CA 94102		501(C)(3) PUBLIC CHA	UPGRADE ELECTRICAL INFRASTRUCTURE IN THREE PERFORMANCE SPACES	25,000
NEW HORIZON SCHOOL AND LEARNING CENTER 827 THIRD STREET SANTA ROSA, CA 95404		501(C)(3) PUBLIC CHA	PURCHASE A NEW HONDA ODYSSEY EIGHT-SEATER VAN	34,200
NORTH BAY CHILDREN'S CENTER 932 C STREET NOVATO, CA 94949		501(C)(3) PUBLIC CHA	PURCHASE COMPUTERS FOR EXPANDING CHILD CARE PROGRAM	25,000
<b>Total . . . . .</b> ► <b>3a</b>				1,618,800

**Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment**

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
<b>a</b> <i>Paid during the year</i>				
NORTH MARIN COMMUNITY SERVICES 680 WILSON AVENUE NOVATO, CA 94947		501(C)(3) PUBLIC CHA	ELEVATOR MODERNIZATION PROJECT	26,900
NORTHERN CALIFORNIA GRANTMAKERS 160 SPEAR STREET SUITE 360 SAN FRANCISCO, CA 94105		501(C)(3) PUBLIC CHA	MEMBERSHIP AND GRANT	1,750
ONE LIFE COUNSELING CENTER 961 LAUREL STREET SAN CARLOS, CA 94070		501(C)(3) PUBLIC CHA	PURCHASE PROJECTOR, COMPUTERS, AND PRINTERS	23,300
<b>Total . . . . . ▶ 3a</b>				1,618,800

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Name and address (home or business)				
<b>a</b> <i>Paid during the year</i>				
PARTNERS AND ADVOCATES FOR REMARKABLE CHILDREN AND ADULTS (PARCA) 800 AIRPORT BLVD SUITE 320 BURLINGAME, CA 94010		501(C)(3) PUBLIC CHA	REPAIR THE EXTERIOR OF RAJI HOUSE, A RESPITE-CARE PROGRAM FOR CHILDREN WITH DEVELOPMENTAL DISABILITIES	40,100
PEDIATRIC DENTAL INITIATIVE OF THE NORTH COAST INC 1380 19TH HOLE DRIVE WINDSOR, CA 95492		501(C)(3) PUBLIC CHA	REFURBISH THE WAITING ROOM WITH NEW FURNITURE	10,200
PLANNED PARENTHOOD SHASTA-DIABLO INC 2185 PACHECO STREET CONCORD, CA 94520		501(C)(3) PUBLIC CHA	PURCHASE AND INSTALL SECURITY IMPROVEMENTS TO SANTA ROSA HEALTH CENTER	54,100
<b>Total . . . . .</b> ► <b>3a</b>				1,618,800

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Name and address (home or business)				
<b>a</b> <i>Paid during the year</i>				
PROJECT OPEN HAND 730 POLK STREET FLOOR 3 SAN FRANCISCO, CA 94109		501(C)(3) PUBLIC CHA	PURCHASE A NEW COMMERCIAL SINK FOR FOOD-DELIVERY ORGANIZATION	33,000
RICHMOND AREA MULTI-SERVICES INC 4355 GEARY BLVD SAN FRANCISCO, CA 94118		501(C)(3) PUBLIC CHA	PURCHASE ACCESSIBLE VAN FOR BRODERICK STREET ADULT RESIDENTIAL FACILITY	35,000
SAN FRANCISCO COURT APPOINTED SPECIAL ADVOCATES 2535 MISSION STREET SAN FRANCISCO, CA 94110		501(C)(3) PUBLIC CHA	HONORARIUM FOR HOSTING BOARD MEETING	2,500
<b>Total . . . . . ▶ 3a</b>				1,618,800

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Name and address (home or business)				
<b>a</b> <i>Paid during the year</i>				
SAN FRANCISCO GIRLS CHORUS 44 PAGE STREET SAN FRANCISCO, CA 94102		501(C)(3) PUBLIC CHA	PURCHASE TECHNOLOGY TO SUPPORT THE ADMINISTRATION, TEACHING, AND REGISTRATION PROCESS OF ITS QUICKLY EXPANDING BAYVIEW CHORUS PROGRAM	9,300
SAN FRANCISCO MARKET CORPORATION 2095 JERROLD AVE 212 SAN FRANCISCO, CA 94124		501(C)(3) PUBLIC CHA	PURCHASE A SMALL ELECTRIC VEHICLE FOR THE SAN FRANCISCO WHOLESALE PRODUCE MARKETS FOOD RECOVERY PROGRAM	22,300
SAN FRANCISCO PARKS ALLIANCE 1074 FOLSOM STREET SAN FRANCISCO, CA 94103		501(C)(3) PUBLIC CHA	MERCED HEIGHTS PLAYGROUND RENOVATION	10,000
<b>Total . . . . . ▶ 3a</b>				1,618,800

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Name and address (home or business)				
<b>a</b> <i>Paid during the year</i>				
SANTA ROSA COMMUNITY HEALTH CENTERS 3569 ROUND BARN CIRCLE SANTA ROSA, CA 95403		501(C)(3) PUBLIC CHA	SUPPORT CAPITAL CAMPAIGN TO REBUILD HEALTH CENTER THAT BURNED IN 2017 WILDFIRES	50,000
SISTERS CIRCLE WOMEN SUPPORT PO BOX 24392 SAN FRANCISCO, CA 94124		501(C)(3) PUBLIC CHA	NEW TECHNOLOGY TO HELP WOMEN IN RECOVERY FROM SUBSTANCE USE AND/OR SYSTEM-INVOLVEMENT DEVELOP SKILLS TO RENTER THE COMMUNITY AND WORKFORCE	7,000
SONOMA COUNTY REGIONAL PARK FOUNDATION 2300 COUNTY CENTER DR STE 120 SANTA ROSA, CA 95403		501(C)(3) PUBLIC CHA	REPLACE FLOOR FOR COMMUNITY GYMNASIUM	19,300
<b>Total . . . . . ► 3a</b>				1,618,800

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<b>a</b> <i>Paid during the year</i>				
ST VINCENT DE PAUL SOCIETY PO BOX 150527 SAN RAFAEL, CA 94915		501(C)(3) PUBLIC CHA	UPGRADE NETWORK SERVER	17,100
SWORDS TO PLOWSHARES VETERANS RIGHTS ORGANIZATION 1060 HOWARD STREET SAN FRANCISCO, CA 94103		501(C)(3) PUBLIC CHA	REPLACE WINDOWS AT PERMANENT SUPPORTIVE HOUSING SITE	50,000
TELEGRAPH HILL NEIGHBORHOOD ASSOCIATION 660 LOMBARD STREET SAN FRANCISCO, CA 94133		501(C)(3) PUBLIC CHA	PURCHASE FURNITURE FOR A MULTIPURPOSE ROOM	25,000
<b>Total . . . . . ▶ 3a</b>				1,618,800



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<b>a</b> <i>Paid during the year</i>				
THE ARC OF SAN FRANCISCO 1500 HOWARD STREET SAN FRANCISCO, CA 94103		501(C)(3) PUBLIC CHA	PURCHASE ACCESSIBLE VAN TO TRANSPORT CLIENTS IN MARIN	35,000
THE JANE GOODALL INSTITUTE 1595 SPRING HILL ROAD SUITE 550 VIENNA, VA 22182		501(C)(3) PUBLIC CHA	GENERAL OPERATING SUPPORT	25,000
THE PROTESTANT EPISCOPAL CHURCH IN THE DIOCESE OF CALIFORNIA (FOR SOJOURN C 1055 TAYLOR ST SAN FRANCISCO, CA 94108		501(C)(3) PUBLIC CHA	PURCHASE TECHNOLOGY THAT WILL BE USED BY THE SOJOURN CHAPLAINCY PROGRAM OF VOLUNTEER CHAPLAINS WHO PROVIDE SPIRITUAL OR EMOTIONAL CARE TO PATIENTS AT SF GENERAL HOSPITAL	9,000
<b>Total . . . . .</b> ► <b>3a</b>				1,618,800

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<b>a</b> <i>Paid during the year</i>				
THE SAN FRANCISCO PARTICULAR COUNCIL OF THE SOCIETY OF ST VINCENT DE PAUL 1175 HOWARD STREET SAN FRANCISCO, CA 94103		501(C)(3) PUBLIC CHA	RENOVATE THE SHOWERS AT BRENNAN HOUSE	50,000
THRIVE ALLIANCE 330 TWIN DOLPHIN DRIVE STE 155 REDWOOD CITY, CA 94065		501(C)(3) PUBLIC CHA	HONORARIUM - GENERAL OPERATING SUPPORT	2,500
VIDA VERDE NATURE EDUCATION 3540 LA HONDA ROAD SAN GREGORIO, CA 94074		501(C)(3) PUBLIC CHA	PURCHASE AND INSTALL NEW WATER WELL FOR USE AT PERMANENT EDUCATION SITE	45,000
<b>Total . . . . . ▶ 3a</b>				1,618,800

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<b>a</b> <i>Paid during the year</i>				
WOMEN'S RECOVERY SERVICES A UNIQUE PLACE PO BOX 1356 SANTA ROSA, CA 95402		501(C)(3) PUBLIC CHA	RENOVATE KITCHEN THAT SUPPORTS THE HEALING OF WOMEN IN RECOVERY	49,300
YEAR UP INC80 SUTTER STREET SAN FRANCISCO, CA 94104		501(C)(3) PUBLIC CHA	PURCHASE AND INSTALL A NEW HVAC SYSTEM AT THE SAN FRANCISCO CAMPUS	25,000
<b>Total . . . . . ▶ 3a</b>				1,618,800

**TY 2019 Accounting Fees Schedule****Name:** BOTHIN FOUNDATION**EIN:** 94-1196182

<b>Category</b>	<b>Amount</b>	<b>Net Investment Income</b>	<b>Adjusted Net Income</b>	<b>Disbursements for Charitable Purposes</b>
ACCOUNTING FEES	12,304	7,384		3,692

# TY 2019 Investments Corporate Bonds Schedule

**Name:** BOTHIN FOUNDATION

**EIN:** 94-1196182

## Investments Corporate Bonds Schedule

Name of Bond	End of Year Book Value	End of Year Fair Market Value
BONDS & US TREASURIES	12,154,066	12,154,066

**TY 2019 Investments Corporate Stock Schedule****Name:** BOTHIN FOUNDATION**EIN:** 94-1196182**Investments Corporation Stock Schedule**

<b>Name of Stock</b>	<b>End of Year Book Value</b>	<b>End of Year Fair Market Value</b>
STOCKS	30,788,920	30,788,920

**TY 2019 Legal Fees Schedule****Name:** BOTHIN FOUNDATION**EIN:** 94-1196182

<b>Category</b>	<b>Amount</b>	<b>Net Investment Income</b>	<b>Adjusted Net Income</b>	<b>Disbursements for Charitable Purposes</b>
LEGAL FEES	5,156	0		0

**TY 2019 Other Decreases Schedule**

**Name:** BOTHIN FOUNDATION

**EIN:** 94-1196182

Description	Amount
CHANGE IN DEFERRED LIABILITY	67,000



**TY 2019 Other Expenses Schedule****Name:** BOTHIN FOUNDATION**EIN:** 94-1196182**Other Expenses Schedule**

Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
DUES AND SUBSCRIPTIONS	750	150		525
INSURANCE	3,584	0		0

## TY 2019 Other Income Schedule

**Name:** BOTHIN FOUNDATION

**EIN:** 94-1196182

### Other Income Schedule

Description	Revenue And Expenses Per Books	Net Investment Income	Adjusted Net Income
OTHER INCOME	13,283	13,283	13,283

**TY 2019 Other Increases Schedule**

**Name:** BOTHIN FOUNDATION

**EIN:** 94-1196182

Description	Amount
UNREALIZED LOSS ON INVESTMENTS	5,778,670

**TY 2019 Other Liabilities Schedule****Name:** BOTHIN FOUNDATION**EIN:** 94-1196182

Description	Beginning of Year - Book Value	End of Year - Book Value
DEFERRED TAX LIABILITY	45,000	112,000
FEDERAL EXCISE TAX PAYABLE	0	8,243

**TY 2019 Other Professional Fees Schedule****Name:** BOTHIN FOUNDATION**EIN:** 94-1196182

<b>Category</b>	<b>Amount</b>	<b>Net Investment Income</b>	<b>Adjusted Net Income</b>	<b>Disbursements for Charitable Purposes</b>
AUDIT FEES	27,400	16,440		8,220
BANK AND CUSTODY FEES	39	39		0
INVESTMENT MANAGER FEES	168,434	168,434		0
FOUNDATION MANAGEMENT FEES	393,259	39,326		314,607

**TY 2019 Taxes Schedule****Name:** BOTHIN FOUNDATION**EIN:** 94-1196182

<b>Category</b>	<b>Amount</b>	<b>Net Investment Income</b>	<b>Adjusted Net Income</b>	<b>Disbursements for Charitable Purposes</b>
FEDERAL EXCISE TAX	27,133	0		0