## Form 990-PF
Return of Private Foundation

<table>
<thead>
<tr>
<th>Part</th>
<th>Analysis of Revenue and Expenses</th>
<th>(a) Revenue and expenses per books</th>
<th>(b) Net investment income</th>
<th>(c) Adjusted net income</th>
<th>(d) Disbursements for charitable purposes (cash basis only)</th>
</tr>
</thead>
<tbody>
<tr>
<td>1</td>
<td>Contributions, gifts, grants, etc., received</td>
<td>[N/A]</td>
<td>536,080</td>
<td>592,507</td>
<td>STATEMENT 2</td>
</tr>
<tr>
<td>2</td>
<td>Check [X] if the foundation is not required to attach Sch. B</td>
<td></td>
<td></td>
<td>719</td>
<td></td>
</tr>
<tr>
<td>3</td>
<td>Interest on savings and temporary cash investments</td>
<td></td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>4</td>
<td>Dividends and interest from securities</td>
<td>429,739</td>
<td></td>
<td></td>
<td>STATEMENT 1</td>
</tr>
<tr>
<td>5a</td>
<td>Gross rents</td>
<td></td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>6a</td>
<td>Net gain or (loss) from sale of assets not on line 10</td>
<td></td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>7</td>
<td>Capital gain net income (from Part IV, line 2)</td>
<td></td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>8</td>
<td>Net short-term capital gain</td>
<td></td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>9</td>
<td>Income modifications</td>
<td></td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>10a</td>
<td>Gross sales less returns and allowances</td>
<td></td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>11</td>
<td>Other income</td>
<td>0</td>
<td>-105,256</td>
<td></td>
<td>STATEMENT 3</td>
</tr>
<tr>
<td>12</td>
<td>Total. Add lines 1 through 11</td>
<td>965,819</td>
<td>1,260,745</td>
<td>0</td>
<td>0</td>
</tr>
<tr>
<td>13</td>
<td>Compensation of officers, directors, trustees, etc.</td>
<td></td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>14</td>
<td>Other employee salaries and wages</td>
<td></td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>15</td>
<td>Pension plans, employee benefits</td>
<td></td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>16a</td>
<td>Legal fees</td>
<td>12,510</td>
<td>7,506</td>
<td>3,753</td>
<td></td>
</tr>
<tr>
<td>17</td>
<td>Interest</td>
<td>222,710</td>
<td>95,743</td>
<td>112,859</td>
<td></td>
</tr>
<tr>
<td>18</td>
<td>Taxes</td>
<td>6,395</td>
<td></td>
<td>0</td>
<td></td>
</tr>
<tr>
<td>19</td>
<td>Depreciation and depletion</td>
<td></td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>20</td>
<td>Occupancy</td>
<td></td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>21</td>
<td>Travel, conferences, and meetings</td>
<td>658</td>
<td>66</td>
<td>811</td>
<td></td>
</tr>
<tr>
<td>22</td>
<td>Printing and publications</td>
<td></td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>23</td>
<td>Other expenses</td>
<td>5,219</td>
<td>2,003</td>
<td>1,575</td>
<td></td>
</tr>
<tr>
<td>24</td>
<td>Total operating and administrative expenses. Add lines 13 through 23</td>
<td>247,492</td>
<td>105,318</td>
<td>118,998</td>
<td>895,050</td>
</tr>
<tr>
<td>25</td>
<td>Contributions, gifts, grants paid</td>
<td>1,065,050</td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>26</td>
<td>Total expenses and disbursements. Add lines 24 and 25</td>
<td>1,312,542</td>
<td>105,318</td>
<td>1,014,048</td>
<td></td>
</tr>
<tr>
<td>27</td>
<td>Subtract line 26 from line 12:</td>
<td></td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>a</td>
<td>Excess of revenue over expenses and disbursements</td>
<td></td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>b</td>
<td>Net investment income (if negative, enter -0-)</td>
<td>-346,723</td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>c</td>
<td>Adjusted net income (if negative, enter -0-)</td>
<td></td>
<td></td>
<td>1,155,427</td>
<td>N/A</td>
</tr>
</tbody>
</table>

**Notes:**
- OMB No. 1545-0052
- Department of the Treasury
- Internal Revenue Service
- For Paperwork Reduction Act Notice, see instructions.
- Form 990-PF (2018)

**Return of Private Foundation**
- For calendar year 2018 or tax year beginning and ending

**GGS FOUNDATION**
- Name of foundation
- 1660 BUSH STREET
- City or town, state or province, country, and ZIP or foreign postal code: SAN FRANCISCO, CA 94109
- Employer identification number: 94-3155521
- Telephone number: 415-561-6540
- If exemption application is pending, check here: □
- Foreign organizations, check here: □
- Private foundation status was terminated under section 507(b)(1)(B), check here: □

**Analysis of Revenue and Expenses**
- Cash basis only
- N/A

**Fair market value of all assets at end of year:**
- From Part II, col. (c), line 16

**Income modifications**
- Gross sales less returns and allowances
- Less: Cost of goods sold
- Gross profit or (loss)

**Other investment income**
- Net short-term capital gain
- Net investment income
- Adjusted net income

**Operating and Administrative Expenses**
- Total operating and administrative expenses
- Contributions, gifts, grants paid
- Total expenses and disbursements

**Final return**
- 823501 12-11-18
- 8461016 142001 070700.00
- 2018.04030 GGS FOUNDATION 070700.2

**Go to www.irs.gov/Form990PF for instructions and the latest information.**
## Part II Balance Sheets

| 1 | Cash - non-interest-bearing | | | | | | | | | | | 125,438. | 102,920. | 102,920. |
| 2 | Savings and temporary cash investments | | | | | | | | | | | 881,539. | 767,351. | 767,351. |
| 3 | Accounts receivable | | | | | | | | | | | | | | | | | | | | | 580. |
| 4 | Pledges receivable | | | | | | | | | | | | | | | | | | | | | |
| 5 | Receivables due from officers, directors, trustees, and other disqualified persons | | | | | | | | | | | | | | | | | | | | | |
| 6 | Other notes and loans receivable | | | | | | | | | | | | | | | | | | | | | |
| 7 | Inventories for sale or use | | | | | | | | | | | | | | | | | | | | | 1,878. | 1,878. |
| 8 | Prepaid expenses and deferred charges | | | | | | | | | | | | | | | | | | | | | |
| 9 | Investments - U.S. and state government obligations | | | | | | | | | | | | | | | | | | | | | |
| 10a | Investments - corporate stock | | | | | | | | | | | | | | | | | | | | | STMT 8 | 7,151,161. | 6,757,285. | 6,757,285. |
| 10b | Investments - corporate bonds | | | | | | | | | | | | | | | | | | | | | STMT 9 | 5,816,466. | 4,656,041. | 4,656,041. |
| 11 | Investments - land, buildings, and equipment basis | | | | | | | | | | | | | | | | | | | | | |
| 13 | Investments - other | | | | | | | | | | | | | | | | | | | | | |
| 14 | Land, buildings, and equipment basis | | | | | | | | | | | | | | | | | | | | | |
| 15 | Other assets (describe | | | | | | | | | | | | | | | | | | | | | |
| 16 | Total assets (to be completed by all filers - see the instructions. Also, see page 1, item I) | | | | | | | | | | | | | | | | | | | | | 21,395,559. | 19,301,822. | 19,301,822. |
| 17 | Accounts payable and accrued expenses | | | | | | | | | | | | | | | | | | | | | 206. |
| 18 | Grants payable | | | | | | | | | | | | | | | | | | | | | 170,000. |
| 19 | Deferred revenue | | | | | | | | | | | | | | | | | | | | | |
| 20 | Loans from officers, directors, trustees, and other disqualified persons | | | | | | | | | | | | | | | | | | | | | |
| 21 | Mortgages and other notes payable | | | | | | | | | | | | | | | | | | | | | |
| 22 | Other liabilities (describe | | | | | | | | | | | | | | | | | | | | | |
| 23 | Total liabilities (add lines 17 through 22) | | | | | | | | | | | | | | | | | | | | | 0. | 170,206. |
| 24 | Foundations that follow SFAS 117, check here and complete lines 24 through 26, and lines 30 and 31. | | | | | | | | | | | | | | | | | | | | | X | 21,395,559. | 19,131,616. |
| 25 | Unrestricted | | | | | | | | | | | | | | | | | | | | | 21,395,559. | 19,131,616. |
| 26 | Temporarily restricted | | | | | | | | | | | | | | | | | | | | | |
| 27 | Capital stock, trust principal, or current funds | | | | | | | | | | | | | | | | | | | | | |
| 28 | Paid-in or capital surplus, or land, bldg., and equipment fund | | | | | | | | | | | | | | | | | | | | | |
| 29 | Retained earnings, accumulated income, endowment, or other funds | | | | | | | | | | | | | | | | | | | | | |
| 30 | Total net assets or fund balances | | | | | | | | | | | | | | | | | | | | | 21,395,559. | 19,131,616. |

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

| 1 | Total net assets or fund balances at beginning of year - Part II, column (a), line 30 (must agree with end-of-year figure reported on prior year's return) | | | | | | | | | | | | | | | | | | | | | 21,395,559. |
| 2 | Enter amount from Part I, line 27a | | | | | | | | | | | | | | | | | | | | | |
| 3 | Other increases not included in line 2 (itemize) | | | | | | | | | | | | | | | | | | | | | |
| 4 | Add lines 1, 2, and 3 | | | | | | | | | | | | | | | | | | | | | |
| 5 | Decreases not included in line 2 (itemize) | | | | | | | | | | | | | | | | | | | | | UNREALIZED LOSS ON INVESTMENTS | 1,917,220. |
| 6 | Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30 | | | | | | | | | | | | | | | | | | | | | 19,131,616. |
### Part IV  Capital Gains and Losses for Tax on Investment Income

<table>
<thead>
<tr>
<th>(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.)</th>
<th>(b) How acquired</th>
<th>(c) Date acquired (mo., day, yr.)</th>
<th>(d) Date sold (mo., day, yr.)</th>
</tr>
</thead>
<tbody>
<tr>
<td></td>
<td></td>
<td></td>
<td></td>
</tr>
</tbody>
</table>

(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)) |
| | | | |

<p>| | | | |</p>
<table>
<thead>
<tr>
<th></th>
<th></th>
<th></th>
<th></th>
</tr>
</thead>
<tbody>
<tr>
<td></td>
<td></td>
<td></td>
<td></td>
</tr>
</tbody>
</table>

(f) Gains (Col. (h) gain minus col. (k), but not less than 0-0) or Losses (from col. (h)) |
| | | | |

(i) FMV as of 12/31/69 | (j) Adjusted basis as of 12/31/69 | (k) Excess of col. (i) over col. (j), if any |
| | | | |

<p>| | | | |</p>
<table>
<thead>
<tr>
<th></th>
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<th></th>
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</thead>
<tbody>
<tr>
<td></td>
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<td></td>
</tr>
</tbody>
</table>

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SEE ATTACHED STATEMENT

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### 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.

<table>
<thead>
<tr>
<th>Base period years (calendar year or tax year beginning in)</th>
<th>Adjusted qualifying distributions</th>
<th>Net value of noncharitable-use assets</th>
<th>Distribution ratio (col. (b) divided by col. (c))</th>
</tr>
</thead>
<tbody>
<tr>
<td>2017</td>
<td>964,728</td>
<td>19,046,167</td>
<td>.050652</td>
</tr>
<tr>
<td>2016</td>
<td>1,057,910</td>
<td>19,122,864</td>
<td>.055322</td>
</tr>
<tr>
<td>2015</td>
<td>1,029,069</td>
<td>20,546,333</td>
<td>.050085</td>
</tr>
<tr>
<td>2014</td>
<td>974,530</td>
<td>21,175,279</td>
<td>.046022</td>
</tr>
<tr>
<td>2013</td>
<td>923,047</td>
<td>19,813,899</td>
<td>.046586</td>
</tr>
</tbody>
</table>

2 Total of line 1, column (d)  
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  
4 Enter the net value of noncharitable-use assets for 2018 from Part X, line 5  
5 Multiply line 4 by line 3  
6 Enter 1% of net investment income (1% of Part I, line 27b)  
7 Add lines 5 and 6  
8 Enter qualifying distributions from Part XII, line 4  

If line 8 is equal to or greater than line 7, check the box in Part VI, line 1b, and complete that part using a 1% tax rate. See the Part VI instructions.
**Form 990-PF (2018)**

**GGS FOUNDATION**

**Page 4**

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

<table>
<thead>
<tr>
<th>1a</th>
<th>Exempt operating foundations described in section 4940(d)(2), check here [ ] and enter &quot;N/A&quot; on line 1.</th>
<th>23,109.</th>
</tr>
</thead>
<tbody>
<tr>
<td>1b</td>
<td>Domestic foundations that meet the section 4940(e) requirements in Part V, check here [ ] and enter 1% of Part I, line 27b.</td>
<td>0.</td>
</tr>
<tr>
<td>2</td>
<td>Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only; others, enter -0-)</td>
<td>23,109.</td>
</tr>
<tr>
<td>3</td>
<td>Add lines 1 and 2</td>
<td>0.</td>
</tr>
<tr>
<td>4</td>
<td>Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only; others, enter -0-)</td>
<td>0.</td>
</tr>
<tr>
<td>5</td>
<td>Tax based on investment income. Subtract line 4 from line 3. If zero or less, enter -0-</td>
<td>23,109.</td>
</tr>
<tr>
<td>6</td>
<td>Credits/Payments:</td>
<td></td>
</tr>
<tr>
<td>a</td>
<td>2018 estimated tax payments and 2017 overpayment credited to 2018</td>
<td>13,680.</td>
</tr>
<tr>
<td>b</td>
<td>Exempt foreign organizations - tax withheld at source</td>
<td>0.</td>
</tr>
<tr>
<td>c</td>
<td>Tax paid with application for extension of time to file (Form 8868)</td>
<td>7,000.</td>
</tr>
<tr>
<td>d</td>
<td>Backup withholding erroneously withheld</td>
<td>0.</td>
</tr>
<tr>
<td>7</td>
<td>Total credits and payments. Add lines 6a through 6d</td>
<td>20,680.</td>
</tr>
<tr>
<td>8</td>
<td>Enter any penalty for underpayment of estimated tax. Check here [X] if Form 2220 is attached</td>
<td>0.</td>
</tr>
<tr>
<td>9</td>
<td>Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed</td>
<td>2,429.</td>
</tr>
<tr>
<td>10</td>
<td>Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid</td>
<td></td>
</tr>
<tr>
<td>11</td>
<td>Enter the amount of line 10 to be: Credited to 2019 estimated tax [ ] Refunded [ ]</td>
<td></td>
</tr>
</tbody>
</table>

### Part VII-A  Statements Regarding Activities

| 1a | During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in political campaigns? | No |
| 1b | Did it spend more than $100 during the year (either directly or indirectly) for political purposes? See the instructions for the definition. | No |
| 1c | Did the foundation file Form 1120-POL for this year? | No |
| 2  | Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year: | |
| 3  | Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers | 0. |
| 4a | Has the foundation engaged in any activities that have not previously been reported to the IRS? | No |
| 4b | Did the foundation have unrelated business gross income of $1,000 or more during the year? | N/A |
| 5  | Was there a liquidation, termination, dissolution, or substantial contraction during the year? | X |
| 6  | Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either: | |
| 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 | X |
| 8a | Enter the states to which the foundation reports or with which it is registered. See instructions. | CA |
| 8b | 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. | X |
| 9  | Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2018 or the tax year beginning in 2018? See the instructions for Part XIV. If "Yes," complete Part XIV | X |
| 10 | Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses | X |

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**Form 990-PF (2018)**
### Part VII-A | Statements Regarding Activities (continued)

<table>
<thead>
<tr>
<th></th>
<th>Yes</th>
<th>No</th>
</tr>
</thead>
<tbody>
<tr>
<td>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 &quot;Yes,&quot; attach schedule. See instructions</td>
<td>X</td>
<td></td>
</tr>
<tr>
<td>12 Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If &quot;Yes,&quot; attach statement. See instructions</td>
<td>X</td>
<td></td>
</tr>
<tr>
<td>13 Did the foundation comply with the public inspection requirements for its annual returns and exemption application?</td>
<td></td>
<td>X</td>
</tr>
<tr>
<td>Website address ▶ GGSFOUNDATION.ORG</td>
<td></td>
<td></td>
</tr>
</tbody>
</table>

#### 14 The books are in care of ▶ PACIFIC FOUNDATION SERVICES, LLC Telephone no. ▶ 415-561-6540

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

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 ▶ N/A

At any time during calendar year 2018, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country? ▶ 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.**

<table>
<thead>
<tr>
<th></th>
<th>Yes</th>
<th>No</th>
</tr>
</thead>
</table>
| **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? | X |   |
| (2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? | X |   |
| (3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? | X |   |
| (4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? | X |   |
| (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)? | X |   |
| (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.) | X |   |
| 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 |   | N/A |
| Organizations relying on a current notice regarding disaster assistance, check here | X |   |
| c Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2018? |   | 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)):**

<table>
<thead>
<tr>
<th></th>
<th>Yes</th>
<th>No</th>
</tr>
</thead>
<tbody>
<tr>
<td>a At the end of tax year 2018, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2018?</td>
<td>X</td>
<td></td>
</tr>
<tr>
<td>If &quot;Yes,&quot; list the years ▶</td>
<td></td>
<td></td>
</tr>
<tr>
<td>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.)</td>
<td></td>
<td>N/A</td>
</tr>
<tr>
<td>c If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here.</td>
<td></td>
<td></td>
</tr>
</tbody>
</table>

**3a Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year?**

<table>
<thead>
<tr>
<th></th>
<th>Yes</th>
<th>No</th>
</tr>
</thead>
<tbody>
<tr>
<td>b If &quot;Yes,&quot; did it have excess business holdings in 2018 as a result of (1) any purchase by the foundation or disqualified persons after May 26, 1969; (2) the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest; or (3) the lapse of the 10-, 15-, or 20-year first phase holding period? (Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2018.)</td>
<td></td>
<td>N/A</td>
</tr>
</tbody>
</table>

**4a Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?**

<table>
<thead>
<tr>
<th></th>
<th>Yes</th>
<th>No</th>
</tr>
</thead>
<tbody>
<tr>
<td>b Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2018?</td>
<td></td>
<td>X</td>
</tr>
</tbody>
</table>
Part VII-B  Statements Regarding Activities for Which Form 4720 May Be Required (continued)

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

| (1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))? | Yes | No |
| (2) Influence the outcome of any specific public election (see section 4955); or to carry on, directly or indirectly, any voter registration drive? | Yes | No |
| (3) Provide a grant to an individual for travel, study, or other similar purposes? | Yes | No |
| (4) Provide a grant to an organization other than a charitable, etc., organization described in section 4945(d)(4)(A)? See instructions | Yes | No |
| (5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals? | Yes | No |

b If any answer is "Yes" to 5a(1)-(5), did any of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance? See instructions. Organizations relying on a current notice regarding disaster assistance, check here. If "Yes," attach the statement required by Regulations section 53.4945-5(d).

5b N/A

If "Yes," did the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant?

| N/A | Yes | No |

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

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.

<table>
<thead>
<tr>
<th>(a) Name and address</th>
<th>(b) Title, and average hours per week devoted to position</th>
<th>(c) Compensation</th>
<th>(d) Contributions to employee benefit plans and deferred compensation</th>
<th>(e) Expense account, other allowances</th>
</tr>
</thead>
<tbody>
<tr>
<td>SEE STATEMENT 11</td>
<td>0.</td>
<td>0.</td>
<td>0.</td>
<td></td>
</tr>
<tr>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
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<td></td>
<td></td>
</tr>
<tr>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
</tr>
</tbody>
</table>

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

<table>
<thead>
<tr>
<th>(a) Name and address</th>
<th>(b) Title, and average hours per week devoted to position</th>
<th>(c) Compensation</th>
<th>(d) Contributions to employee benefit plans and deferred compensation</th>
<th>(e) Expense account, other allowances</th>
</tr>
</thead>
<tbody>
<tr>
<td>NONE</td>
<td></td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
</tr>
</tbody>
</table>

Total number of other employees paid over $50,000 0
3 Five highest-paid independent contractors for professional services. If none, enter "NONE."

<table>
<thead>
<tr>
<th>(a) Name and address of each person paid more than $50,000</th>
<th>(b) Type of service</th>
<th>(c) Compensation</th>
</tr>
</thead>
<tbody>
<tr>
<td>PACIFIC FOUNDATION SERVICES, LLC - 1660 BUSH STREET, SUITE 300, SAN FRANCISCO, CA 94109</td>
<td>FOUNDATION</td>
<td>141,074.</td>
</tr>
<tr>
<td>HALL CAPITAL PARTNERS, LLC</td>
<td>MANAGEMENT</td>
<td>81,636.</td>
</tr>
<tr>
<td>ONE MARITIME PLAZA, SAN FRANCISCO, CA 94111</td>
<td>MANAGEMENT</td>
<td>81,636.</td>
</tr>
</tbody>
</table>

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.

1 N/A

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.

1 N/A

All other program-related investments. See instructions.

Total. Add lines 1 through 3: 0.
### Part X: Minimum Investment Return

(All domestic foundations must complete this part. Foreign foundations, see instructions.)

<p>| | | | |</p>
<table>
<thead>
<tr>
<th></th>
<th></th>
<th></th>
<th></th>
</tr>
</thead>
<tbody>
<tr>
<td>1</td>
<td>Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes;</td>
<td></td>
<td></td>
</tr>
<tr>
<td>a</td>
<td>Average monthly fair market value of securities</td>
<td>1a</td>
<td>19,761,421.</td>
</tr>
<tr>
<td>b</td>
<td>Average of monthly cash balances</td>
<td>1b</td>
<td>1,092,831.</td>
</tr>
<tr>
<td>c</td>
<td>Fair market value of all other assets</td>
<td>1c</td>
<td></td>
</tr>
<tr>
<td>d</td>
<td>Total (add lines 1a, b, and c)</td>
<td>1d</td>
<td>20,854,252.</td>
</tr>
<tr>
<td>e</td>
<td>Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)</td>
<td>1e</td>
<td>0.</td>
</tr>
</tbody>
</table>

| 2 | Acquisition indebtedness applicable to line 1 assets |   | 0. |

| 3 | Subtract line 2 from line 1d |   | |
| 4 | Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions) |   | 312,814. |
| 5 | Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4 |   | 20,541,438. |

| 6 | Minimum investment return. Enter 5% of line 5 |   | 1,027,072. |

### 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.)

<p>| | | |</p>
<table>
<thead>
<tr>
<th></th>
<th></th>
<th></th>
</tr>
</thead>
<tbody>
<tr>
<td>1</td>
<td>Minimum investment return from Part X, line 6</td>
<td></td>
</tr>
<tr>
<td>2a</td>
<td>Tax on investment income for 2018 from Part VI, line 5</td>
<td>2a</td>
</tr>
<tr>
<td>b</td>
<td>Income tax for 2018. (This does not include the tax from Part VI.)</td>
<td>2b</td>
</tr>
<tr>
<td>c</td>
<td>Add lines 2a and 2b</td>
<td>2c</td>
</tr>
<tr>
<td>3</td>
<td>Distributable amount before adjustments. Subtract line 2c from line 1</td>
<td></td>
</tr>
<tr>
<td>4</td>
<td>Recoveries of amounts treated as qualifying distributions</td>
<td></td>
</tr>
<tr>
<td>5</td>
<td>Add lines 3 and 4</td>
<td></td>
</tr>
<tr>
<td>6</td>
<td>Deduction from distributable amount (see instructions)</td>
<td></td>
</tr>
<tr>
<td>7</td>
<td>Distributable amount as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1</td>
<td></td>
</tr>
</tbody>
</table>

### Part XII: Qualifying Distributions

(see instructions)

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

**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)

<table>
<thead>
<tr>
<th></th>
<th>(a)</th>
<th>(b) Years prior to 2017</th>
<th>(c) 2017</th>
<th>(d) 2018</th>
</tr>
</thead>
<tbody>
<tr>
<td>1</td>
<td>Distributable amount for 2018 from Part XI, line 7</td>
<td></td>
<td></td>
<td>1,003,963.</td>
</tr>
<tr>
<td>2</td>
<td>Undistributed income, if any, as of the end of 2018:</td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td></td>
<td>a Enter amount for 2017 only</td>
<td></td>
<td></td>
<td>0.</td>
</tr>
<tr>
<td></td>
<td>b Total for prior years:</td>
<td></td>
<td></td>
<td>0.</td>
</tr>
<tr>
<td></td>
<td>c Excess distributions carryover, if any, to 2018:</td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td></td>
<td>From 2013</td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td></td>
<td>From 2014</td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td></td>
<td>From 2015</td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td></td>
<td>From 2016</td>
<td>45,003.</td>
<td></td>
<td></td>
</tr>
<tr>
<td></td>
<td>From 2017</td>
<td>34,701.</td>
<td></td>
<td></td>
</tr>
<tr>
<td></td>
<td>f Total of lines 3a through e</td>
<td></td>
<td></td>
<td>79,704.</td>
</tr>
<tr>
<td>4</td>
<td>Qualifying distributions for 2018 from Part XII, line 4; $1,014,048.</td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td></td>
<td>a Applied to 2017, but not more than line 2a</td>
<td></td>
<td></td>
<td>0.</td>
</tr>
<tr>
<td></td>
<td>b Applied to undistributed income of prior years (Election required - see instructions)</td>
<td></td>
<td></td>
<td>0.</td>
</tr>
<tr>
<td></td>
<td>c Treated as distributions out of corpus (Election required - see instructions)</td>
<td></td>
<td></td>
<td>0.</td>
</tr>
<tr>
<td></td>
<td>d Applied to 2018 distributable amount</td>
<td></td>
<td></td>
<td>1,003,963.</td>
</tr>
<tr>
<td></td>
<td>e Remaining amount distributed out of corpus</td>
<td></td>
<td></td>
<td>10,085.</td>
</tr>
<tr>
<td>5</td>
<td>Excess distributions carryover applied to 2018 (if an amount appears in column (d), the same amount must be shown in column (a))</td>
<td></td>
<td></td>
<td>0.</td>
</tr>
<tr>
<td>6</td>
<td>Enter the net total of each column as indicated below:</td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td></td>
<td>a Corpus. Add lines 3f, 4c, and 4e. Subtract line 5</td>
<td></td>
<td></td>
<td>89,789.</td>
</tr>
<tr>
<td></td>
<td>b Prior years' undistributed income. Subtract line 4b from line 2b</td>
<td></td>
<td></td>
<td>0.</td>
</tr>
<tr>
<td></td>
<td>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</td>
<td></td>
<td></td>
<td>0.</td>
</tr>
<tr>
<td></td>
<td>d Subtract line 6c from line 6b. Taxable amount - see instructions</td>
<td></td>
<td></td>
<td>0.</td>
</tr>
<tr>
<td></td>
<td>e Undistributed income for 2017. Subtract line 4a from line 2a. Taxable amount - see instr.</td>
<td></td>
<td></td>
<td>0.</td>
</tr>
<tr>
<td></td>
<td>f Undistributed income for 2018. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2019</td>
<td></td>
<td></td>
<td>0.</td>
</tr>
<tr>
<td>7</td>
<td>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)</td>
<td></td>
<td></td>
<td>0.</td>
</tr>
<tr>
<td>8</td>
<td>Excess distributions carryover from 2013 not applied on line 5 or line 7</td>
<td></td>
<td></td>
<td>0.</td>
</tr>
<tr>
<td>9</td>
<td>Excess distributions carryover to 2019. Subtract lines 7 and 8 from line 6a</td>
<td></td>
<td></td>
<td>89,789.</td>
</tr>
<tr>
<td>10</td>
<td>Analysis of line 9:</td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td></td>
<td>a Excess from 2014</td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td></td>
<td>b Excess from 2015</td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td></td>
<td>c Excess from 2016</td>
<td>45,003.</td>
<td></td>
<td></td>
</tr>
<tr>
<td></td>
<td>d Excess from 2017</td>
<td>34,701.</td>
<td></td>
<td></td>
</tr>
<tr>
<td></td>
<td>e Excess from 2018</td>
<td>10,085.</td>
<td></td>
<td></td>
</tr>
</tbody>
</table>
### Part XIV  Private Operating Foundations

1. **Check box to indicate whether the foundation is a private operating foundation described in section **

   - [ ] 4942(j)(3)
   - [x] 4942(j)(5)

2. **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**
     - **(a) 2018**
     - **(b) 2017**
     - **(c) 2016**
     - **(d) 2015**
     - **(e) Total**

   - **(a) 2018**
   - **(b) 2017**
   - **(c) 2016**
   - **(d) 2015**
   - **(e) Total**

### Part XV  Supplementary Information

1. **Information Regarding Foundation Managers:**

   a. List any managers of the foundation who have contributed more than 2% of the total contributions received by the foundation before the close of any tax year (but only if they have contributed more than $5,000). (See section 507(d)(2).)

   **NONE**

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

   **NONE**

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

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

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

   **SEE STATEMENT 12**

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

#### Part XV

**Supplementary Information (continued)**

<table>
<thead>
<tr>
<th>Recipient</th>
<th>Foundation status of recipient</th>
<th>Purpose of grant or contribution</th>
<th>Amount</th>
</tr>
</thead>
<tbody>
<tr>
<td><strong>a  Paid during the year</strong></td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>826 VALENCIA</td>
<td>501(C)(3)</td>
<td>TO SUPPORT EARLY LITERACY PROGRAMS</td>
<td>40,000.</td>
</tr>
<tr>
<td>826 VALENCIA STREET</td>
<td>PUBLIC CHARITY</td>
<td>LITERACY PROGRAMS</td>
<td></td>
</tr>
<tr>
<td>SAN FRANCISCO, CA 94110</td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>ACCESS INSTITUTE FOR PSYCHOLOGICAL SERVICES</td>
<td>501(C)(3)</td>
<td>IN-SCHOOL MENTAL HEALTH PROGRAM</td>
<td></td>
</tr>
<tr>
<td>110 GOUGH STREET, SUITE 301</td>
<td>PUBLIC CHARITY</td>
<td>HEALTH PROGRAM</td>
<td></td>
</tr>
<tr>
<td>SAN FRANCISCO, CA 94102</td>
<td></td>
<td></td>
<td>25,000.</td>
</tr>
<tr>
<td>ASPIRANET (EXPERIENCE CORPS BAY AREA)</td>
<td>501(C)(3)</td>
<td>EXPERIENCE CORPS BAY AREA SAN FRANCISCO SUPPORT</td>
<td></td>
</tr>
<tr>
<td>400 OYSTER POINT BLVD., SUITE 301</td>
<td>PUBLIC CHARITY</td>
<td>BAY AREA SAN FRANCISCO SUPPORT</td>
<td></td>
</tr>
<tr>
<td>SOUTH SAN FRANCISCO, CA 94080</td>
<td></td>
<td></td>
<td>30,000.</td>
</tr>
<tr>
<td>BAY AREA SCORES</td>
<td>501(C)(3)</td>
<td>AMERICA SCORES – FITNESS AND LITERACY FOR AT-RISK YOUTH</td>
<td></td>
</tr>
<tr>
<td>1885 MISSION STREET</td>
<td>PUBLIC CHARITY</td>
<td>FITNESS AND LITERACY FOR AT-RISK YOUTH</td>
<td></td>
</tr>
<tr>
<td>SAN FRANCISCO, CA 94103</td>
<td></td>
<td></td>
<td>30,000.</td>
</tr>
<tr>
<td>BRIDGE THE GAP COLLEGE PREP</td>
<td>501(C)(3)</td>
<td>HONORARIUM</td>
<td></td>
</tr>
<tr>
<td>P.O. BOX 1390</td>
<td>PUBLIC CHARITY</td>
<td>HONORARIUM</td>
<td></td>
</tr>
<tr>
<td>SAUSALITO, CA 94965</td>
<td></td>
<td></td>
<td>3,000.</td>
</tr>
<tr>
<td><strong>Total</strong></td>
<td></td>
<td></td>
<td><strong>SEE CONTINUATION SHEET(S)</strong></td>
</tr>
<tr>
<td></td>
<td></td>
<td></td>
<td><strong>3a</strong> <strong>895,050.</strong></td>
</tr>
<tr>
<td><strong>b Approved for future payment</strong></td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>READING PARTNERS</td>
<td>501(C)(3)</td>
<td>INDIVIDUALIZED READING TUTORING FOR SAN FRANCISCO STUDENTS</td>
<td></td>
</tr>
<tr>
<td>180 GRAND AVENUE, SUITE 800</td>
<td>PUBLIC CHARITY</td>
<td>TUTORING FOR SAN FRANCISCO STUDENTS</td>
<td></td>
</tr>
<tr>
<td>OAKLAND, CA 94612</td>
<td></td>
<td></td>
<td><strong>100,000.</strong></td>
</tr>
<tr>
<td>TANDEM, PARTNERS IN EARLY LEARNING</td>
<td>501(C)(3)</td>
<td>TANDEM’S EARLY LEARNING EVERYWHERE PROGRAM</td>
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<tr>
<td>1275 FAIRFAX AVENUE, SUITE 201</td>
<td>PUBLIC CHARITY</td>
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<tr>
<td>SAN FRANCISCO, CA 94124</td>
<td></td>
<td></td>
<td><strong>70,000.</strong></td>
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<tr>
<td><strong>Total</strong></td>
<td></td>
<td></td>
<td><strong>3b</strong> <strong>170,000.</strong></td>
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</table>
### Part XVI-A

#### Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated.

<table>
<thead>
<tr>
<th>Line</th>
<th>Description</th>
<th>Code</th>
<th>Amount</th>
<th>Excluded by section 512, 513, or 514</th>
<th>Related or exempt function income</th>
</tr>
</thead>
<tbody>
<tr>
<td></td>
<td></td>
<td>(a)</td>
<td>(b)</td>
<td>(c)</td>
<td>(d)</td>
</tr>
<tr>
<td>1</td>
<td>Program service revenue:</td>
<td></td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>a</td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>b</td>
<td></td>
<td></td>
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<tr>
<td>c</td>
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<td></td>
</tr>
<tr>
<td>e</td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>f</td>
<td>Fees and contracts from government agencies</td>
<td></td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>2</td>
<td>Membership dues and assessments</td>
<td></td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>3</td>
<td>Interest on savings and temporary cash investments</td>
<td></td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>4</td>
<td>Dividends and interest from securities</td>
<td>14</td>
<td>536,080.</td>
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<td>5</td>
<td>Net rental income or (loss) from real estate:</td>
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<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>a</td>
<td>Debt-financed property</td>
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<td></td>
</tr>
<tr>
<td>b</td>
<td>Not debt-financed property</td>
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<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>6</td>
<td>Net rental income or (loss) from personal property</td>
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<td></td>
<td></td>
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<tr>
<td>7</td>
<td>Other investment income</td>
<td></td>
<td></td>
<td></td>
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<td>8</td>
<td>Gain or (loss) from sales of assets other than inventory</td>
<td>14</td>
<td>429,739.</td>
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<tr>
<td>9</td>
<td>Net income or (loss) from special events</td>
<td></td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>10</td>
<td>Gross profit or (loss) from sales of inventory</td>
<td></td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>11</td>
<td>Other revenue:</td>
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<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>a</td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>b</td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>c</td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>d</td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>e</td>
<td></td>
<td></td>
<td></td>
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<td></td>
</tr>
<tr>
<td>12</td>
<td>Subtotal. Add columns (b), (d), and (e)</td>
<td></td>
<td>965,819.</td>
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<td>0.</td>
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<tr>
<td>13</td>
<td>Total. Add line 12, columns (b), (d), and (e)</td>
<td>965,819.</td>
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</tr>
</tbody>
</table>

(See worksheet in line 13 instructions to verify calculations.)

### Part XVI-B

#### Relationship of Activities to the Accomplishment of Exempt Purposes

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

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?
   - Transfers from the reporting foundation to a noncharitable exempt organization of:
     a. Cash
     b. Other assets
   - Other transactions:
     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
   - Sharing of facilities, equipment, mailing lists, other assets, or paid employees

2. 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

<table>
<thead>
<tr>
<th>Line no.</th>
<th>Amount involved</th>
<th>Name of noncharitable exempt organization</th>
<th>Description of transfers, transactions, and sharing arrangements</th>
</tr>
</thead>
<tbody>
<tr>
<td>a</td>
<td>N/A</td>
<td></td>
<td></td>
</tr>
<tr>
<td>b</td>
<td>N/A</td>
<td></td>
<td></td>
</tr>
<tr>
<td>c</td>
<td>N/A</td>
<td></td>
<td></td>
</tr>
<tr>
<td>d</td>
<td>N/A</td>
<td></td>
<td></td>
</tr>
</tbody>
</table>

Signature of officer or trustee

PRESIDENT

Paid Preparer Use Only

ROBERT A. LEE  Preparer’s name

P00156212  PTIN

999 W TAYLOR STREET  Firm’s address

27-1155496  Firm’s EIN

(408) 855-6770  Phone no.

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.

May the IRS discuss this return with the preparer shown below? See instr.

[ ] Yes  [X] No

Preparer’s signature

Date

Check ☐ if self-employed

Firm’s name ▶ROBERT LEE & ASSOCIATES, LLP

Firm’s EIN ▶27-1155496
### Part IV

**Capital Gains and Losses for Tax on Investment Income**

<p>| | | | |</p>
<table>
<thead>
<tr>
<th></th>
<th></th>
<th></th>
<th></th>
</tr>
</thead>
<tbody>
<tr>
<td>(a)</td>
<td>List and describe the kind(s) of property sold, e.g., real estate, 2-story brick warehouse; or common stock, 200 shs. MLC Co.</td>
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<td></td>
</tr>
<tr>
<td>b</td>
<td>EQUITIES AND FIXED INCOME</td>
<td></td>
<td></td>
</tr>
<tr>
<td>c</td>
<td>OAKMARK INTERNATIONAL</td>
<td>P</td>
<td>01/01/16 12/31/18</td>
</tr>
<tr>
<td>d</td>
<td>DODGE &amp; COX GLOBAL</td>
<td>P</td>
<td>01/01/16 12/31/18</td>
</tr>
<tr>
<td>e</td>
<td>SELECT EQUITY</td>
<td>P</td>
<td>01/01/16 12/31/18</td>
</tr>
<tr>
<td>f</td>
<td>WGI EMERGING MARKETS FUND</td>
<td>P</td>
<td>01/01/16 12/31/18</td>
</tr>
<tr>
<td>g</td>
<td>HCP REAL ESTATE LP</td>
<td>P</td>
<td>01/01/16 12/31/18</td>
</tr>
<tr>
<td>h</td>
<td>STEADFAST INTERNATIONAL</td>
<td>P</td>
<td>01/01/16 12/31/18</td>
</tr>
<tr>
<td>i</td>
<td>HCP ABSOLUTE RETURN FUND OFFSHORE FEEDER</td>
<td>P</td>
<td>01/01/16 12/31/18</td>
</tr>
<tr>
<td>j</td>
<td>HCP PRIVATE EQUITY FUND V</td>
<td>P</td>
<td>01/01/16 12/31/18</td>
</tr>
<tr>
<td>k</td>
<td>SRI REIT 10</td>
<td>P</td>
<td>01/01/16 12/31/18</td>
</tr>
<tr>
<td>l</td>
<td></td>
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<td></td>
<td></td>
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<tr>
<td>o</td>
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</tbody>
</table>

<table>
<thead>
<tr>
<th></th>
<th>(e) Gross sales price</th>
<th>(f) Depreciation allowed (or allowable)</th>
<th>(g) Cost or other basis plus expense of sale</th>
<th>(h) Gain or (loss) (e) plus (f) minus (g)</th>
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</thead>
<tbody>
<tr>
<td>a</td>
<td>4,739,150.</td>
<td>4,735,653.</td>
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<td>3,497.</td>
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<td>b</td>
<td>2,240,033.</td>
<td>2,136,721.</td>
<td></td>
<td>103,312.</td>
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<tr>
<td>c</td>
<td>300,000.</td>
<td>200,070.</td>
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<td>99,930.</td>
</tr>
<tr>
<td>d</td>
<td>1,273,955.</td>
<td>1,050,955.</td>
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<td>223,000.</td>
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<tr>
<td>e</td>
<td></td>
<td>12,557.</td>
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<td>12,557.</td>
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<tr>
<td>f</td>
<td>5,190.</td>
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<td>5,190.</td>
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<tr>
<td>g</td>
<td>120,680.</td>
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<td>120,680.</td>
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<tr>
<td>h</td>
<td>152,256.</td>
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<td>152,256.</td>
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<tr>
<td>i</td>
<td>53,120.</td>
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<td>53,120.</td>
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<tr>
<td>j</td>
<td>24,347.</td>
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<td>24,347.</td>
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<tr>
<td>k</td>
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<tr>
<td>o</td>
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</tbody>
</table>

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

<table>
<thead>
<tr>
<th></th>
<th>(i) F.M.V. as of 12/31/69</th>
<th>(j) Adjusted basis as of 12/31/69</th>
<th>(k) Excess of col. (i) over col. (j), if any</th>
<th>(l) Losses (from col. (h))</th>
</tr>
</thead>
<tbody>
<tr>
<td>a</td>
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<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>b</td>
<td></td>
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<td>c</td>
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<td>e</td>
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<tr>
<td>f</td>
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<tr>
<td>g</td>
<td></td>
<td></td>
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<tr>
<td>h</td>
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<tr>
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<tr>
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</tbody>
</table>

2 Capital gain net income or (net capital loss) ........................................ 2 | 772,775. |
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6): If gain, also enter in Part I, line 7; If (loss), enter "-0-" in Part I, line 7 | 3 | N/A |
### Part XV Supplementary Information

<table>
<thead>
<tr>
<th>Recipient</th>
<th>If recipient is an individual, show any relationship to any foundation manager or substantial contributor</th>
<th>Foundation status of recipient</th>
<th>Purpose of grant or contribution</th>
<th>Amount</th>
</tr>
</thead>
<tbody>
<tr>
<td>CATHOLIC CHARITIES CYO OF THE ARCHDIOCESE OF SAN FRANCISCO 990 EDDY STREET SAN FRANCISCO, CA 94109</td>
<td></td>
<td>501(C)(3)</td>
<td>CANAL FAMILY SUPPORT</td>
<td>30,000.</td>
</tr>
<tr>
<td>CERES COMMUNITY PROJECT 7351 BODEGA AVENUE SEBASTOPOL, CA 95472</td>
<td></td>
<td>501(C)(3)</td>
<td>TO SUPPORT THE CERES COMMUNITY PROJECT IN MARIN</td>
<td>30,000.</td>
</tr>
<tr>
<td>COUNCIL ON FOUNDATIONS 2121 CRYSTAL DRIVE, SUITE 700 BALTIMORE, MD 21275</td>
<td></td>
<td>501(C)(3)</td>
<td>2018 ANNUAL MEMBERSHIP DUES</td>
<td>3,800.</td>
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<tr>
<td>EVER FORWARD-SIEMPRE ADELANTE 1714 FRANKLIN ST. #100-337 OAKLAND, CA 94612</td>
<td></td>
<td>501(C)(3)</td>
<td>TEACHING YOUTH AT FIVE SCHOOLS HOW TO FORM HEALTHY RELATIONSHIPS AND RESOLVE CONFLICT</td>
<td>25,000.</td>
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<tr>
<td>FIRST PLACE FOR YOUTH 426 17TH STREET, SUITE 100 OAKLAND, CA 94612</td>
<td></td>
<td>501(C)(3)</td>
<td>FOR STEPS TO SUCCESS AND INDEPENDENT LIVING SKILLS PROGRAMS</td>
<td>25,000.</td>
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<tr>
<td>FOUNDATION CENTER 312 SUTTER STREET, #606 SAN FRANCISCO, CA 94108</td>
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<td>501(C)(3)</td>
<td>SUPPORT 2018 PROGRAMS AND SERVICES</td>
<td>3,000.</td>
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<tr>
<td>GAME THEORY ACADEMY 337 17TH STREET, SUITE 214 OAKLAND, CA 94609</td>
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<td>501(C)(3)</td>
<td>TO SUPPORT THE WOW FARM YOUTH INTERNSHIP PROGRAM</td>
<td>10,000.</td>
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<td>INTERSECTION FOR THE ARTS 1448 MARKET STREET SAN FRANCISCO, CA 94102</td>
<td></td>
<td>501(C)(3)</td>
<td>FOR GENERAL SUPPORT OF STAGWRITE</td>
<td>25,000.</td>
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<td>JEWISH COMMUNITY RELATIONS COUNCIL 131 STEUART STREET, SUITE 205 SAN FRANCISCO, CA 94105</td>
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<td>501(C)(3)</td>
<td>JEWISH COALITION FOR LITERACY/JCL</td>
<td>20,000.</td>
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<tr>
<td>JUMPSTART FOR YOUNG CHILDREN, INC. 235 MONTGOMERY STREET, SUITE 1025 SAN FRANCISCO, CA 94104</td>
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<td>501(C)(3)</td>
<td>TO SUPPORT PRE-K EARLY LITERAC Y PROGRAM IN SAN FRANCISCO</td>
<td>50,000.</td>
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</tbody>
</table>

Total from continuation sheets: 767,050.
<table>
<thead>
<tr>
<th>Recipient</th>
<th>Foundation status of recipient</th>
<th>Purpose of grant or contribution</th>
<th>Amount</th>
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</thead>
<tbody>
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<td>NEW DOOR VENTURES</td>
<td>501(C)(3)</td>
<td>TO SUPPORT THE YOUTH</td>
<td>45,000.</td>
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<td>3221 20TH STREET</td>
<td>PUBLIC CHARITY</td>
<td>EMPLOYMENT AND EDUCATION PROGRAM</td>
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<tr>
<td>SAN FRANCISCO, CA 94110</td>
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<td>NORTHERN CALIFORNIA GRANTMAKERS</td>
<td>501(C)(3)</td>
<td>2018 MEMBERSHIP DUES</td>
<td>250.</td>
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<td>160 SPEAR STREET, SUITE 360</td>
<td>PUBLIC CHARITY</td>
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<tr>
<td>SAN FRANCISCO, CA 94105</td>
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<tr>
<td>OLD SKOOL CAFE</td>
<td>501(C)(3)</td>
<td>FOR GENERAL SUPPORT</td>
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<td>1429 MENDELL STREET</td>
<td>PUBLIC CHARITY</td>
<td>OF OLD SKOOL CAFE</td>
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</tr>
<tr>
<td>SAN FRANCISCO, CA 94124</td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>OUTWARD BOUND CALIFORNIA</td>
<td>501(C)(3)</td>
<td>FOR BAY AREA CENTER</td>
<td></td>
</tr>
<tr>
<td>THE PRESIDIO - P.O. BOX 29632</td>
<td>PUBLIC CHARITY</td>
<td>PROGRAMS ($20,000) AND THE PINNACLE SCHOLARSHIP PROGRAM ($10,000)</td>
<td></td>
</tr>
<tr>
<td>SAN FRANCISCO, CA 94129</td>
<td></td>
<td></td>
<td>30,000.</td>
</tr>
<tr>
<td>PARENT SERVICES PROJECT INC.</td>
<td>501(C)(3)</td>
<td>TO EXPAND AND SUSTAIN</td>
<td></td>
</tr>
<tr>
<td>79 BELVEDERE STREET, #101</td>
<td>PUBLIC CHARITY</td>
<td>EXISTING RAISING A READER PROGRAMMING IN MARIN</td>
<td></td>
</tr>
<tr>
<td>SAN RAFAEL, CA 94901</td>
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<td></td>
<td>30,000.</td>
</tr>
<tr>
<td>PEER HEALTH EXCHANGE INC.</td>
<td>501(C)(3)</td>
<td>TO SUPPORT PROGRAMMING</td>
<td>30,000.</td>
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<tr>
<td>70 GOLD STREET</td>
<td>PUBLIC CHARITY</td>
<td>IN SAN FRANCISCO</td>
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<td>SAN FRANCISCO, CA 94133</td>
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<tr>
<td>PORTOLA FAMILY CONNECTION CENTER INC</td>
<td>501(C)(3)</td>
<td>TO SUPPORT LITERACY</td>
<td>30,000.</td>
</tr>
<tr>
<td>2565 SAN BRUNO AVE.</td>
<td>PUBLIC CHARITY</td>
<td>PROGRAMMING</td>
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<tr>
<td>SAN FRANCISCO, CA 94134</td>
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</tr>
<tr>
<td>PROJECT AVARY INC.</td>
<td>501(C)(3)</td>
<td>IMPROVING LIFE</td>
<td>30,000.</td>
</tr>
<tr>
<td>PO BOX 150086</td>
<td>PUBLIC CHARITY</td>
<td>OUTCOMES FOR CHILDREN OF INCARCERATED PARENTS</td>
<td></td>
</tr>
<tr>
<td>SAN RAFAEL, CA 94915</td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>RAPHAEL HOUSE OF SAN FRANCISCO INC.</td>
<td>501(C)(3)</td>
<td>FOR SUPPORT OF THE</td>
<td>20,000.</td>
</tr>
<tr>
<td>1065 SUTTER STREET</td>
<td>PUBLIC CHARITY</td>
<td>ACADEMIC ENRICHMENT PROGRAM</td>
<td></td>
</tr>
<tr>
<td>SAN FRANCISCO, CA 94109</td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>READING PARTNERS</td>
<td>501(C)(3)</td>
<td>INDIVIDUALIZED READING</td>
<td>50,000.</td>
</tr>
<tr>
<td>180 GRAND AVENUE, SUITE 800</td>
<td>PUBLIC CHARITY</td>
<td>TUTORING FOR SAN FRANCISCO STUDENTS</td>
<td></td>
</tr>
<tr>
<td>OAKLAND, CA 94612</td>
<td></td>
<td></td>
<td></td>
</tr>
</tbody>
</table>
### Part XV Supplementary Information

#### 3 Grants and Contributions Paid During the Year (Continuation)

<table>
<thead>
<tr>
<th>Recipient</th>
<th>If recipient is an individual, show any relationship to any foundation manager or substantial contributor</th>
<th>Foundation status of recipient</th>
<th>Purpose of grant or contribution</th>
<th>Amount</th>
</tr>
</thead>
<tbody>
<tr>
<td>SAN FRANCISCO COURT APPOINTED SPECIAL ADVOCATES &lt;br&gt; 2535 MISSION STREET &lt;br&gt; SAN FRANCISCO, CA 94110</td>
<td>501(C)(3)</td>
<td>PUBLIC CHARITY</td>
<td>CORE ADVOCACY &amp; MENTORSHIP FOR FOSTER YOUTH</td>
<td>35,000.</td>
</tr>
<tr>
<td>SAN FRANCISCO PARKS ALLIANCE &lt;br&gt; 1663 MISSION STREET, SUITE 320 &lt;br&gt; SAN FRANCISCO, CA 94103</td>
<td>501(C)(3)</td>
<td>PUBLIC CHARITY</td>
<td>URBAN SPROUTS GARDEN-BASED EDUCATION PROGRAMS</td>
<td>25,000.</td>
</tr>
<tr>
<td>SAN FRANCISCO SUICIDE PREVENTION &lt;br&gt; PO BOX 191350 &lt;br&gt; SAN FRANCISCO, CA 94119</td>
<td>501(C)(3)</td>
<td>PUBLIC CHARITY</td>
<td>YOUTH RISK REDUCTION PROGRAM</td>
<td>15,000.</td>
</tr>
<tr>
<td>SPARK SF PUBLIC SCHOOLS &lt;br&gt; 20 COOK STREET &lt;br&gt; SAN FRANCISCO, CA 94102</td>
<td>501(C)(3)</td>
<td>PUBLIC CHARITY</td>
<td>TO ADVANCE PREK-3RD LITERACY ACHIEVEMENT BY TRAINING EARLY EDUCATION COACHES</td>
<td>25,000.</td>
</tr>
<tr>
<td>SPRINGBOARD COLLABORATIVE &lt;br&gt; 2920 26TH STREET &lt;br&gt; PHILADELPHIA, PA 19102</td>
<td>501(C)(3)</td>
<td>PUBLIC CHARITY</td>
<td>TO SUPPORT SPRINGBOARD PROGRAMMING AT SFUSD SCHOOLS</td>
<td>40,000.</td>
</tr>
<tr>
<td>SUNNY HILLS SERVICES DBA SIDE BY SIDE &lt;br&gt; 300 SUNNY HILLS DRIVE &lt;br&gt; SAN ANSELMO, CA 94960</td>
<td>501(C)(3)</td>
<td>PUBLIC CHARITY</td>
<td>FOR THE YOUTHRIVE EARLY-INTERVENTION PROGRAM IN MARIN</td>
<td>20,000.</td>
</tr>
<tr>
<td>TANDEM, PARTNERS IN EARLY LEARNING &lt;br&gt; 1275 FAIRFAX AVENUE, SUITE 201 &lt;br&gt; SAN FRANCISCO, CA 94124</td>
<td>501(C)(3)</td>
<td>PUBLIC CHARITY</td>
<td>TANDEMS EARLY LEARNING EVERYWHERE PROGRAM</td>
<td>35,000.</td>
</tr>
<tr>
<td>TIDES CENTER &lt;br&gt; P.O BOX 29198 &lt;br&gt; SAN FRANCISCO, CA 94129</td>
<td>501(C)(3)</td>
<td>PUBLIC CHARITY</td>
<td>FOR COMMUNITYGROWS SEED TO MOUTH GARDEN EDUCATION PROGRAM</td>
<td>20,000.</td>
</tr>
<tr>
<td>TIDES CENTER &lt;br&gt; P.O BOX 29198 &lt;br&gt; SAN FRANCISCO, CA 94129</td>
<td>501(C)(3)</td>
<td>PUBLIC CHARITY</td>
<td>FOR GENERAL SUPPORT OF OASIS FOR GIRLS</td>
<td>25,000.</td>
</tr>
</tbody>
</table>

**Total from continuation sheets**
**Part I | Required Annual Payment**

<table>
<thead>
<tr>
<th>Reason</th>
<th>Amount</th>
</tr>
</thead>
<tbody>
<tr>
<td>1 Total tax (see instructions)</td>
<td>1</td>
</tr>
<tr>
<td>2a Personal holding company tax (Schedule PH (Form 1120), line 26)</td>
<td>2a</td>
</tr>
<tr>
<td>included on line 1</td>
<td></td>
</tr>
<tr>
<td>b Look-back interest included on line 1 under section 460(b)(2)</td>
<td>2b</td>
</tr>
<tr>
<td>for completed long-term contracts or section 167(g) for depreciation</td>
<td></td>
</tr>
<tr>
<td>under the income forecast method</td>
<td></td>
</tr>
<tr>
<td>c Credit for federal tax paid on fuels (see instructions)</td>
<td>2c</td>
</tr>
<tr>
<td>d Total. Add lines 2a through 2c</td>
<td>2d</td>
</tr>
<tr>
<td>3 Subtract line 2d from line 1. If the result is less than $500, do not</td>
<td>3</td>
</tr>
<tr>
<td>complete or file this form. The corporation does not owe the penalty</td>
<td></td>
</tr>
<tr>
<td>4 Enter the tax shown on the corporation's 2017 income tax return.</td>
<td>4</td>
</tr>
<tr>
<td>Caution: If the tax is zero or the tax year was for less than 12 months,</td>
<td></td>
</tr>
<tr>
<td>skip this line and enter the amount from line 3 on line 5</td>
<td></td>
</tr>
<tr>
<td>5 Required annual payment. Enter the smaller of line 3 or line 4. If</td>
<td>5</td>
</tr>
<tr>
<td>the corporation is required to skip line 4, enter the amount from line 3</td>
<td></td>
</tr>
</tbody>
</table>

**Part II | Reasons for Filing**

- The corporation is using the adjusted seasonal installment method.
- The corporation is using the annualized income installment method.
- The corporation is a "large corporation" figuring its first required installment based on the prior year's tax.

**Part III | Figuring the Underpayment**

<table>
<thead>
<tr>
<th>Installment due dates</th>
<th>(a)</th>
<th>(b)</th>
<th>(c)</th>
<th>(d)</th>
</tr>
</thead>
<tbody>
<tr>
<td>9 Installment due dates. Enter in columns (a) through (d) the 15th day of the 4th</td>
<td>9</td>
<td>05/15/18</td>
<td>06/15/18</td>
<td>09/15/18</td>
</tr>
<tr>
<td>Required installments.</td>
<td></td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>If the box on line 6 and/or line 7 above is checked, enter the amounts from Sch A, line 38.</td>
<td>10</td>
<td>2,666</td>
<td>2,665</td>
<td>2,666</td>
</tr>
<tr>
<td>If the box on line 8 (but not 6 or 7) is checked, see instructions for the amounts to enter.</td>
<td></td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>If none of these boxes are checked, enter 25% (0.25) of line 5 above in each column</td>
<td>11</td>
<td>10,334</td>
<td></td>
<td></td>
</tr>
<tr>
<td>Estimated tax paid or credited for each period. For column (a) only, enter the amount from line 11 on line 15.</td>
<td></td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>See instructions</td>
<td></td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>Complete lines 12 through 18 of one column before going to the next column</td>
<td></td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>12 Enter amount, if any, from line 18 of the preceding column</td>
<td>12</td>
<td>7,668</td>
<td>5,003</td>
<td>2,337</td>
</tr>
<tr>
<td>13 Add lines 11 and 12</td>
<td>13</td>
<td>7,668</td>
<td>5,003</td>
<td>5,683</td>
</tr>
<tr>
<td>14 Add amounts on lines 16 and 17 of the preceding column</td>
<td>14</td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>15 Subtract line 14 from line 13. If zero or less, enter -0-</td>
<td>15</td>
<td>10,334</td>
<td>7,668</td>
<td>5,003</td>
</tr>
<tr>
<td>16 If the amount on line 15 is zero, subtract line 13 from line 14. Otherwise, enter -0-</td>
<td>16</td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>17 Underpayment. If line 15 is less than or equal to line 10, subtract line 15 from line 10. Then go to line 12 of the next column. Otherwise, go to line 18</td>
<td>17</td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>18 Overpayment. If line 10 is less than line 15, subtract line 10 from line 15. Then go to line 12 of the next column</td>
<td>18</td>
<td>7,668</td>
<td>5,003</td>
<td>2,337</td>
</tr>
</tbody>
</table>

Go to Part IV on page 2 to figure the penalty. Do not go to Part IV if there are no entries on line 17 - no penalty is owed.
### Part IV  Figuring the Penalty

<table>
<thead>
<tr>
<th>Line</th>
<th>Description</th>
<th>Formula</th>
<th>Amount</th>
</tr>
</thead>
<tbody>
<tr>
<td>19</td>
<td>Number of days from due date of installment on line 9 to the date shown on line 19</td>
<td></td>
<td></td>
</tr>
<tr>
<td>20</td>
<td>Number of days on line 20 after 4/15/2018 and before 7/1/2018</td>
<td></td>
<td></td>
</tr>
<tr>
<td>21</td>
<td>Number of days on line 20 after 06/30/2018 and before 10/1/2018</td>
<td></td>
<td></td>
</tr>
<tr>
<td>22</td>
<td>Underpayment on line 17 x Number of days on line 21 x 5% (0.05)</td>
<td>$ \frac{22 \times 0.05}{365} $</td>
<td>$</td>
</tr>
<tr>
<td>23</td>
<td>Number of days on line 20 after 06/30/2018 and before 10/1/2018</td>
<td></td>
<td></td>
</tr>
<tr>
<td>24</td>
<td>Underpayment on line 17 x Number of days on line 23 x 5% (0.05)</td>
<td>$ \frac{24 \times 0.05}{365} $</td>
<td>$</td>
</tr>
<tr>
<td>25</td>
<td>Number of days on line 20 after 9/30/2018 and before 1/1/2019</td>
<td></td>
<td></td>
</tr>
<tr>
<td>26</td>
<td>Underpayment on line 17 x Number of days on line 25 x 5% (0.05)</td>
<td>$ \frac{26 \times 0.05}{365} $</td>
<td>$</td>
</tr>
<tr>
<td>27</td>
<td>Number of days on line 20 after 06/30/2018 and before 10/1/2018</td>
<td></td>
<td></td>
</tr>
<tr>
<td>28</td>
<td>Underpayment on line 17 x Number of days on line 27 x 6% (0.06)</td>
<td>$ \frac{28 \times 0.06}{365} $</td>
<td>$</td>
</tr>
<tr>
<td>29</td>
<td>Number of days on line 20 after 3/31/2019 and before 7/1/2019</td>
<td></td>
<td></td>
</tr>
<tr>
<td>30</td>
<td>Underpayment on line 17 x Number of days on line 29 x %</td>
<td>$ \frac{30 \times }{365} $</td>
<td>$</td>
</tr>
<tr>
<td>31</td>
<td>Number of days on line 20 after 6/30/2019 and before 10/1/2019</td>
<td></td>
<td></td>
</tr>
<tr>
<td>32</td>
<td>Underpayment on line 17 x Number of days on line 31 x %</td>
<td>$ \frac{32 \times }{365} $</td>
<td>$</td>
</tr>
<tr>
<td>33</td>
<td>Number of days on line 20 after 9/30/2019 and before 1/1/2020</td>
<td></td>
<td></td>
</tr>
<tr>
<td>34</td>
<td>Underpayment on line 17 x Number of days on line 33 x %</td>
<td>$ \frac{34 \times }{365} $</td>
<td>$</td>
</tr>
<tr>
<td>35</td>
<td>Number of days on line 20 after 12/31/2019 and before 3/16/2020</td>
<td></td>
<td></td>
</tr>
<tr>
<td>36</td>
<td>Underpayment on line 17 x Number of days on line 35 x %</td>
<td>$ \frac{36 \times }{366} $</td>
<td>$</td>
</tr>
<tr>
<td>37</td>
<td>Add lines 22, 24, 26, 28, 30, 32, 34, and 36</td>
<td>$ \frac{37}{36} $</td>
<td>$</td>
</tr>
<tr>
<td>38</td>
<td>Penalty. Add columns (a) through (d) of line 37. Enter the total here and on Form 1120, line 34; or the comparable line for other income tax returns</td>
<td></td>
<td>$ 0.</td>
</tr>
</tbody>
</table>

* Use the penalty interest rate for each calendar quarter, which the IRS will determine during the first month in the preceding quarter. These rates are published quarterly in an IRS News Release and in a revenue ruling in the Internal Revenue Bulletin. To obtain this information on the Internet, access the IRS website at www.irs.gov. You can also call 1-800-829-4933 to get interest rate information.
<table>
<thead>
<tr>
<th>(A) DESCRIPTION OF PROPERTY</th>
<th>MANNER</th>
<th>DATE ACQUIRED</th>
<th>DATE ACQUIRED</th>
<th>DATE SOLD</th>
</tr>
</thead>
<tbody>
<tr>
<td>EQUITIES AND FIXED INCOME</td>
<td></td>
<td>01/01/16</td>
<td>12/31/18</td>
<td></td>
</tr>
<tr>
<td>(B) GROSS SALES PRICE</td>
<td>(C) COST OR OTHER BASIS</td>
<td>(D) EXPENSE OF SALE</td>
<td>(E) DEPREC.</td>
<td>(F) GAIN OR LOSS</td>
</tr>
<tr>
<td>4,739,150.</td>
<td>4,735,653.</td>
<td>0.</td>
<td>0.</td>
<td>3,497.</td>
</tr>
</tbody>
</table>

<table>
<thead>
<tr>
<th>(A) DESCRIPTION OF PROPERTY</th>
<th>MANNER</th>
<th>DATE ACQUIRED</th>
<th>DATE ACQUIRED</th>
<th>DATE SOLD</th>
</tr>
</thead>
<tbody>
<tr>
<td>OAKMARK INTERNATIONAL</td>
<td>PURCHASED</td>
<td>01/01/16</td>
<td>12/31/18</td>
<td></td>
</tr>
<tr>
<td>(B) GROSS SALES PRICE</td>
<td>(C) COST OR OTHER BASIS</td>
<td>(D) EXPENSE OF SALE</td>
<td>(E) DEPREC.</td>
<td>(F) GAIN OR LOSS</td>
</tr>
<tr>
<td>2,240,033.</td>
<td>2,136,721.</td>
<td>0.</td>
<td>0.</td>
<td>103,312.</td>
</tr>
</tbody>
</table>

<table>
<thead>
<tr>
<th>(A) DESCRIPTION OF PROPERTY</th>
<th>MANNER</th>
<th>DATE ACQUIRED</th>
<th>DATE ACQUIRED</th>
<th>DATE SOLD</th>
</tr>
</thead>
<tbody>
<tr>
<td>DODGE &amp; COX GLOBAL</td>
<td>PURCHASED</td>
<td>01/01/16</td>
<td>12/31/18</td>
<td></td>
</tr>
<tr>
<td>(B) GROSS SALES PRICE</td>
<td>(C) COST OR OTHER BASIS</td>
<td>(D) EXPENSE OF SALE</td>
<td>(E) DEPREC.</td>
<td>(F) GAIN OR LOSS</td>
</tr>
<tr>
<td>300,000.</td>
<td>200,070.</td>
<td>0.</td>
<td>0.</td>
<td>99,930.</td>
</tr>
</tbody>
</table>

<table>
<thead>
<tr>
<th>(A) DESCRIPTION OF PROPERTY</th>
<th>MANNER</th>
<th>DATE ACQUIRED</th>
<th>DATE ACQUIRED</th>
<th>DATE SOLD</th>
</tr>
</thead>
<tbody>
<tr>
<td>SELECT EQUITY</td>
<td>PURCHASED</td>
<td>01/01/16</td>
<td>12/31/18</td>
<td></td>
</tr>
<tr>
<td>(B) GROSS SALES PRICE</td>
<td>(C) COST OR OTHER BASIS</td>
<td>(D) EXPENSE OF SALE</td>
<td>(E) DEPREC.</td>
<td>(F) GAIN OR LOSS</td>
</tr>
<tr>
<td>1,273,955.</td>
<td>1,050,955.</td>
<td>0.</td>
<td>0.</td>
<td>223,000.</td>
</tr>
<tr>
<td>A</td>
<td>DESCRIPTION OF PROPERTY</td>
<td>MANNER ACQUIRED</td>
<td>DATE ACQUIRED</td>
<td>DATE SOLD</td>
</tr>
<tr>
<td>---</td>
<td>-------------------------------------------------</td>
<td>-----------------</td>
<td>---------------</td>
<td>-----------</td>
</tr>
<tr>
<td>WGI EMERGING MARKETS FUND</td>
<td>PURCHASED</td>
<td>01/01/16</td>
<td>12/31/18</td>
<td></td>
</tr>
<tr>
<td>(B) GROSS SALES PRICE</td>
<td>(C) COST OR OTHER BASIS</td>
<td>(D) EXPENSE OF SALE</td>
<td>(E) DEPREC.</td>
<td>(F) GAIN OR LOSS</td>
</tr>
<tr>
<td>0.</td>
<td>0.</td>
<td>0.</td>
<td>0.</td>
<td>0.</td>
</tr>
<tr>
<td>HCP REAL ESTATE LP</td>
<td>PURCHASED</td>
<td>01/01/16</td>
<td>12/31/18</td>
<td></td>
</tr>
<tr>
<td>5,190.</td>
<td>5,190.</td>
<td>0.</td>
<td>0.</td>
<td>0.</td>
</tr>
<tr>
<td>STEADFAST INTERNATIONAL</td>
<td>PURCHASED</td>
<td>01/01/16</td>
<td>12/31/18</td>
<td></td>
</tr>
<tr>
<td>120,680.</td>
<td>120,680.</td>
<td>0.</td>
<td>0.</td>
<td>0.</td>
</tr>
<tr>
<td>HCP ABSOLUTE RETURN FUND OFFSHORE FEEDER</td>
<td>PURCHASED</td>
<td>01/01/16</td>
<td>12/31/18</td>
<td></td>
</tr>
<tr>
<td>152,256.</td>
<td>152,256.</td>
<td>0.</td>
<td>0.</td>
<td>0.</td>
</tr>
<tr>
<td>HCP PRIVATE EQUITY FUND V</td>
<td>PURCHASED</td>
<td>01/01/16</td>
<td>12/31/18</td>
<td></td>
</tr>
<tr>
<td>53,120.</td>
<td>53,120.</td>
<td>0.</td>
<td>0.</td>
<td>0.</td>
</tr>
<tr>
<td>DESCRIPTION OF PROPERTY</td>
<td>MANNER ACQUIRED</td>
<td>DATE ACQUIRED</td>
<td>DATE SOLD</td>
<td></td>
</tr>
<tr>
<td>-------------------------</td>
<td>----------------</td>
<td>---------------</td>
<td>-----------</td>
<td></td>
</tr>
<tr>
<td>SRI REIT 10</td>
<td>PURCHASED</td>
<td>01/01/16</td>
<td>12/31/18</td>
<td></td>
</tr>
</tbody>
</table>

<table>
<thead>
<tr>
<th>(B) GROSS SALES PRICE</th>
<th>(C) COST OR OTHER BASIS</th>
<th>(D) EXPENSE OF SALE</th>
<th>(E) DEPREC.</th>
<th>(F) GAIN OR LOSS</th>
</tr>
</thead>
<tbody>
<tr>
<td>24,347.</td>
<td>24,347.</td>
<td>0.</td>
<td>0.</td>
<td>0.</td>
</tr>
</tbody>
</table>

CAPITAL GAINS DIVIDENDS FROM PART IV

TOTAL TO FORM 990-PF, PART I, LINE 6A 429,739.

---

**FORM 990-PF DIVIDENDS AND INTEREST FROM SECURITIES STATEMENT 2**

<table>
<thead>
<tr>
<th>SOURCE</th>
<th>(A) GROSS AMOUNT</th>
<th>(B) CAPITAL GAINS DIVIDENDS</th>
<th>(A) REVENUE PER BOOKS</th>
<th>(B) NET INVESTMENT INCOME</th>
<th>(C) ADJUSTED NET INCOME</th>
</tr>
</thead>
<tbody>
<tr>
<td>DIVIDENDS</td>
<td>536,080.</td>
<td>0.</td>
<td>536,080.</td>
<td>536,080.</td>
<td></td>
</tr>
<tr>
<td>TO PART I, LINE 4</td>
<td>536,080.</td>
<td>0.</td>
<td>536,080.</td>
<td>536,080.</td>
<td></td>
</tr>
</tbody>
</table>

---

**FORM 990-PF OTHER INCOME STATEMENT 3**

<table>
<thead>
<tr>
<th>DESCRIPTION</th>
<th>(A) REVENUE PER BOOKS</th>
<th>(B) NET INVESTMENT INCOME</th>
<th>(C) ADJUSTED NET INCOME</th>
</tr>
</thead>
<tbody>
<tr>
<td>BOOK/TAX DIFFERENCE K-1 OTHER INCOME</td>
<td>0.</td>
<td>1,995.</td>
<td></td>
</tr>
<tr>
<td>BOOK/TAX DIFFERENCE K-1 MANAGEMENT FEES</td>
<td>0.</td>
<td>-43,178.</td>
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</tr>
<tr>
<td>BOOK/TAX DIFFERENCE K-1 DEDUCTIONS</td>
<td>0.</td>
<td>-64,073.</td>
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</tr>
<tr>
<td>TOTAL TO FORM 990-PF, PART I, LINE 11</td>
<td>0.</td>
<td>-105,256.</td>
<td></td>
</tr>
</tbody>
</table>
**STATEMENT 4**

<table>
<thead>
<tr>
<th>DESCRIPTION</th>
<th>(A) EXPENSES PER BOOKS</th>
<th>(B) NET INVESTMENT INCOME</th>
<th>(C) ADJUSTED NET INCOME</th>
<th>(D) CHARITABLE PURPOSES</th>
</tr>
</thead>
<tbody>
<tr>
<td>ACCOUNTING FEES</td>
<td>12,510.</td>
<td>7,506.</td>
<td></td>
<td>3,753.</td>
</tr>
<tr>
<td>TO FORM 990-PF, PG 1, LN 16B</td>
<td>12,510.</td>
<td>7,506.</td>
<td></td>
<td>3,753.</td>
</tr>
</tbody>
</table>

**STATEMENT 5**

<table>
<thead>
<tr>
<th>DESCRIPTION</th>
<th>(A) EXPENSES PER BOOKS</th>
<th>(B) NET INVESTMENT INCOME</th>
<th>(C) ADJUSTED NET INCOME</th>
<th>(D) CHARITABLE PURPOSES</th>
</tr>
</thead>
<tbody>
<tr>
<td>INVESTMENT MANAGEMENT</td>
<td>81,636.</td>
<td>81,636.</td>
<td></td>
<td>0.</td>
</tr>
<tr>
<td>TO FORM 990-PF, PG 1, LN 16C</td>
<td>222,710.</td>
<td>95,743.</td>
<td></td>
<td>112,859.</td>
</tr>
</tbody>
</table>

**STATEMENT 6**

<table>
<thead>
<tr>
<th>DESCRIPTION</th>
<th>(A) EXPENSES PER BOOKS</th>
<th>(B) NET INVESTMENT INCOME</th>
<th>(C) ADJUSTED NET INCOME</th>
<th>(D) CHARITABLE PURPOSES</th>
</tr>
</thead>
<tbody>
<tr>
<td>EXCISE TAX</td>
<td>5,263.</td>
<td>0.</td>
<td></td>
<td>0.</td>
</tr>
<tr>
<td>STATE FILINGS</td>
<td>1,132.</td>
<td>0.</td>
<td></td>
<td>0.</td>
</tr>
<tr>
<td>TO FORM 990-PF, PG 1, LN 18</td>
<td>6,395.</td>
<td>0.</td>
<td></td>
<td>0.</td>
</tr>
</tbody>
</table>

**STATEMENT 7**

<table>
<thead>
<tr>
<th>DESCRIPTION</th>
<th>(A) EXPENSES PER BOOKS</th>
<th>(B) NET INVESTMENT INCOME</th>
<th>(C) ADJUSTED NET INCOME</th>
<th>(D) CHARITABLE PURPOSES</th>
</tr>
</thead>
<tbody>
<tr>
<td>DUES AND SUBSCRIPTIONS</td>
<td>2,250.</td>
<td>450.</td>
<td></td>
<td>1,575.</td>
</tr>
<tr>
<td>BANK CHARGES</td>
<td>1,553.</td>
<td>1,553.</td>
<td></td>
<td>0.</td>
</tr>
<tr>
<td>INSURANCE</td>
<td>1,281.</td>
<td>0.</td>
<td></td>
<td>0.</td>
</tr>
<tr>
<td>FILING FEES</td>
<td>135.</td>
<td>0.</td>
<td></td>
<td>0.</td>
</tr>
<tr>
<td>TO FORM 990-PF, PG 1, LN 23</td>
<td>5,219.</td>
<td>2,003.</td>
<td></td>
<td>1,575.</td>
</tr>
</tbody>
</table>
## STATEMENT 8

**FORM 990-PF**  
**CORPORATE STOCK**  
**STATEMENT 8**

<table>
<thead>
<tr>
<th>DESCRIPTION</th>
<th>BOOK VALUE</th>
<th>FAIR MARKET VALUE</th>
</tr>
</thead>
<tbody>
<tr>
<td>EQUITY INVESTMENTS</td>
<td>6,757,285.</td>
<td>6,757,285.</td>
</tr>
</tbody>
</table>

**TOTAL TO FORM 990-PF, PART II, LINE 10B**  
6,757,285.  
6,757,285.

## STATEMENT 9

**FORM 990-PF**  
**CORPORATE BONDS**  
**STATEMENT 9**

<table>
<thead>
<tr>
<th>DESCRIPTION</th>
<th>BOOK VALUE</th>
<th>FAIR MARKET VALUE</th>
</tr>
</thead>
<tbody>
<tr>
<td>FIXED INCOME INVESTMENTS</td>
<td>4,656,041.</td>
<td>4,656,041.</td>
</tr>
</tbody>
</table>

**TOTAL TO FORM 990-PF, PART II, LINE 10C**  
4,656,041.  
4,656,041.

## STATEMENT 10

**FORM 990-PF**  
**OTHER INVESTMENTS**  
**STATEMENT 10**

<table>
<thead>
<tr>
<th>DESCRIPTION</th>
<th>VALUATION METHOD</th>
<th>BOOK VALUE</th>
<th>FAIR MARKET VALUE</th>
</tr>
</thead>
</table>

**TOTAL TO FORM 990-PF, PART II, LINE 13**  
7,016,347.  
7,016,347.
<table>
<thead>
<tr>
<th>NAME AND ADDRESS</th>
<th>TITLE AND AVRG HRS/WK</th>
<th>COMPENSATION</th>
<th>EMPLOYEE BEN PLAN CONTRIB</th>
<th>EXPENSE ACCOUNT</th>
</tr>
</thead>
<tbody>
<tr>
<td>JEAN K. CASEY</td>
<td>PRESIDENT</td>
<td>1.00</td>
<td>0.</td>
<td>0.</td>
</tr>
<tr>
<td>1660 BUSH STREET, SUITE 300</td>
<td></td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>SAN FRANCISCO, CA 94109</td>
<td></td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>JOHN KIRKWOOD</td>
<td>SECRETARY/TREASURER</td>
<td>1.00</td>
<td>0.</td>
<td>0.</td>
</tr>
<tr>
<td>1660 BUSH STREET, SUITE 300</td>
<td></td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>SAN FRANCISCO, CA 94109</td>
<td></td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>A. MICHAEL CASEY</td>
<td>DIRECTOR</td>
<td>1.00</td>
<td>0.</td>
<td>0.</td>
</tr>
<tr>
<td>1660 BUSH STREET, SUITE 300</td>
<td></td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>SAN FRANCISCO, CA 94109</td>
<td></td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>KATIE CASEY JOINER</td>
<td>DIRECTOR</td>
<td>1.00</td>
<td>0.</td>
<td>0.</td>
</tr>
<tr>
<td>1660 BUSH STREET, SUITE 300</td>
<td></td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>SAN FRANCISCO, CA 94109</td>
<td></td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>SHANNON CASEY WELCH</td>
<td>DIRECTOR</td>
<td>1.00</td>
<td>0.</td>
<td>0.</td>
</tr>
<tr>
<td>1660 BUSH STREET, SUITE 300</td>
<td></td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>SAN FRANCISCO, CA 94109</td>
<td></td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td><strong>TOTALS INCLUDED ON 990-PF, PAGE 6, PART VIII</strong></td>
<td></td>
<td>0.</td>
<td>0.</td>
<td>0.</td>
</tr>
</tbody>
</table>
STATEMENT 12
FORM 990-PF       GRANT APPLICATION SUBMISSION INFORMATION
PART XV, LINES 2A THROUGH 2D

NAME AND ADDRESS OF PERSON TO WHOM APPLICATIONS SHOULD BE SUBMITTED

ANNIE YATES,
1660 BUSH STREET, SUITE 300
SAN FRANCISCO, CA 94109

TELEPHONE NUMBER       NAME OF GRANT PROGRAM
415-561-6540       FOR GUIDELINES AND MORE INFO ABOUT THIS FOUNDATION SEE WWW.GGSFOUNDATION.ORG

FORM AND CONTENT OF APPLICATIONS

FOR GUIDELINES AND MORE INFO ABOUT THIS FOUNDATION, SEE WWW.GGSFOUNDATION.ORG

ANY SUBMISSION DEADLINES

FOR GUIDELINES AND MORE INFO ABOUT THIS FOUNDATION, SEE WWW.GGSFOUNDATION.ORG

RESTRICTIONS AND LIMITATIONS ON AWARDS

FOR GUIDELINES AND MORE INFO ABOUT THIS FOUNDATION, SEE WWW.GGSFOUNDATION.ORG