

Return of Private Foundation

or Section 4947(a)(1) Trust Treated as Private Foundation

2015

Open to Public Inspection

Form **990-PF**

Department of the Treasury
Internal Revenue Service

Do not enter social security numbers on this form as it may be made public.
Information about Form 990-PF and its separate instructions is at www.irs.gov/form990pf.

For calendar year 2015 or tax year beginning , and ending

Name of foundation COLLEGE FUTURES FOUNDATION		A Employer identification number 94-2618667
Number and street (or P.O. box number if mail is not delivered to street address) ONE FRONT STREET	Room/suite 1325	B Telephone number 415-287-1800
City or town, state or province, country, and ZIP or foreign postal code SAN FRANCISCO, CA 94111		C If exemption application is pending, check here <input type="checkbox"/>
G Check all that apply: <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		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) \$ 481,303,629.	J Accounting method: <input type="checkbox"/> Cash <input checked="" type="checkbox"/> Accrual <input type="checkbox"/> Other (specify) _____	F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here <input type="checkbox"/>

Part I Analysis of Revenue and Expenses <small>(The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a).)</small>		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
Revenue	1 Contributions, gifts, grants, etc., received			N/A	
	2 Check <input checked="" type="checkbox"/> if the foundation is not required to attach Sch. B				
	3 Interest on savings and temporary cash investments	162,816.	162,816.		STATEMENT 1
	4 Dividends and interest from securities	4,505,844.	4,396,715.		STATEMENT 2
	5a Gross rents				
	b Net rental income or (loss)				
	6a Net gain or (loss) from sale of assets not on line 10	27,768,737.			
	b Gross sales price for all assets on line 6a	39,902,000.			
	7 Capital gain net income (from Part IV, line 2)		26,358,502.		
	8 Net short-term capital gain				
	9 Income modifications				
	10a Gross sales less returns and allowances				
b Less: Cost of goods sold					
c Gross profit or (loss)					
11 Other income	-2,859,958.	7,953,018.		STATEMENT 3	
12 Total. Add lines 1 through 11	29,577,439.	38,871,051.			
Operating and Administrative Expenses	13 Compensation of officers, directors, trustees, etc.	1,101,233.	43,135.		1,058,098.
	14 Other employee salaries and wages	1,320,911.	60,856.		1,260,055.
	15 Pension plans, employee benefits	933,888.	35,461.		898,427.
	16a Legal fees STMT 4	8,473.	0.		8,473.
	b Accounting fees STMT 5	67,809.	6,000.		61,809.
	c Other professional fees STMT 6	97,062.	0.		97,062.
	17 Interest				
	18 Taxes STMT 7	201,122.	0.		0.
	19 Depreciation and depletion	205,680.	0.		
	20 Occupancy	213,069.	0.		213,069.
	21 Travel, conferences, and meetings	83,274.	0.		83,274.
	22 Printing and publications				
	23 Other expenses STMT 8	2,141,072.	8,446,306.		2,096,200.
	24 Total operating and administrative expenses. Add lines 13 through 23	6,373,593.	8,591,758.		5,776,467.
	25 Contributions, gifts, grants paid	16,485,965.			16,500,305.
26 Total expenses and disbursements. Add lines 24 and 25	22,859,558.	8,591,758.		22,276,772.	
27 Subtract line 26 from line 12:					
a Excess of revenue over expenses and disbursements	6,717,881.				
b Net investment income (if negative, enter -0-)		30,279,293.			
c Adjusted net income (if negative, enter -0-)			N/A		

Part II Balance Sheets		Attached schedules and amounts in the description column should be for end-of-year amounts only.			Beginning of year	End of year	
		(a) Book Value	(b) Book Value	(c) Fair Market Value			
Assets	1	Cash - non-interest-bearing		6,070,950.	4,613,043.	4,613,043.	
	2	Savings and temporary cash investments					
	3	Accounts receivable	17,512,999.				
		Less: allowance for doubtful accounts		21,013,074.	17,512,999.	17,512,999.	
	4	Pledges receivable					
		Less: allowance for doubtful accounts					
	5	Grants receivable					
	6	Receivables due from officers, directors, trustees, and other disqualified persons					
	7	Other notes and loans receivable	1,673,607.				
		Less: allowance for doubtful accounts	77,193.	2,310,571.	1,596,414.	1,596,414.	
	8	Inventories for sale or use					
	9	Prepaid expenses and deferred charges		183,173.	137,521.	137,521.	
	10a	Investments - U.S. and state government obligations					
	b	Investments - corporate stock					
	c	Investments - corporate bonds					
	11	Investments - land, buildings, and equipment: basis					
	Less: accumulated depreciation						
12	Investments - mortgage loans						
13	Investments - other	STMT 9	460,868,388.	455,828,480.	455,828,480.		
14	Land, buildings, and equipment: basis	1,689,214.					
	Less: accumulated depreciation	678,587.	552,875.	1,010,627.	1,010,627.		
15	Other assets (describe)	STATEMENT 10)	485,426.	604,545.	604,545.		
16	Total assets (to be completed by all filers - see the instructions. Also, see page 1, item I)		491,484,457.	481,303,629.	481,303,629.		
Liabilities	17	Accounts payable and accrued expenses		761,328.	807,997.		
	18	Grants payable		10,016,742.	10,098,067.		
	19	Deferred revenue					
	20	Loans from officers, directors, trustees, and other disqualified persons					
	21	Mortgages and other notes payable					
	22	Other liabilities (describe)	STATEMENT 11)	1,716,061.	1,185,005.		
23	Total liabilities (add lines 17 through 22)		12,494,131.	12,091,069.			
Net Assets or Fund Balances	Foundations that follow SFAS 117, check here		<input checked="" type="checkbox"/>	and complete lines 24 through 26 and lines 30 and 31.			
	24	Unrestricted		478,990,326.	469,212,560.		
	25	Temporarily restricted					
	26	Permanently restricted					
	Foundations that do not follow SFAS 117, check here		<input type="checkbox"/>	and complete lines 27 through 31.			
	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		478,990,326.	469,212,560.			
31	Total liabilities and net assets/fund balances		491,484,457.	481,303,629.			

Part III Analysis of Changes in Net Assets or Fund Balances

1	Total net assets or fund balances at beginning of year - Part II, column (a), line 30 (must agree with end-of-year figure reported on prior year's return)	1	478,990,326.
2	Enter amount from Part I, line 27a	2	6,717,881.
3	Other increases not included in line 2 (itemize)	3	0.
4	Add lines 1, 2, and 3	4	485,708,207.
5	Decreases not included in line 2 (itemize) MARK-TO-MARKET ADJUSTMENT	5	16,495,647.
6	Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	469,212,560.

Part IV Capital Gains and Losses for Tax on Investment Income

(a) List and describe the kind(s) of property sold (e.g., real estate, 2-story brick warehouse; or common stock, 200 shs. MLC Co.)	(b) How acquired P - Purchase D - Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
1a CAPITAL GAIN FROM PASS-THROUGH ENTITIES -	P	VARIOUS	VARIOUS
b SEE ATTACHMENT			
c			
d			
e			

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
a			26,358,502.
b			0.
c			
d			
e			

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col. (h))
(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	
a			26,358,502.
b			0.
c			
d			
e			

2 Capital gain net income or (net capital loss)	{ If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7 }	2	26,358,502.
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6): If gain, also enter in Part I, line 8, column (c). If (loss), enter -0- in Part I, line 8		3	N/A

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

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

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

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

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

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

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col. (b) divided by col. (c))
2014	20,813,948.	468,540,238.	.044423
2013	22,580,252.	432,414,760.	.052219
2012	23,314,865.	413,578,747.	.056373
2011	15,884,286.	421,079,858.	.037723
2010	26,141,276.	392,814,082.	.066549

2 Total of line 1, column (d)	2	.257287
3 Average distribution ratio for the 5-year base period - divide the total on line 2 by 5, or by the number of years the foundation has been in existence if less than 5 years	3	.051457
4 Enter the net value of noncharitable-use assets for 2015 from Part X, line 5	4	483,713,688.
5 Multiply line 4 by line 3	5	24,890,455.
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	302,793.
7 Add lines 5 and 6	7	25,193,248.
8 Enter qualifying distributions from Part XII, line 4	8	22,940,205.

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)			
1a 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 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		1	605,586.
c All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, col. (b).			
2 Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)		2	0.
3 Add lines 1 and 2		3	605,586.
4 Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)		4	0.
5 Tax based on investment income. Subtract line 4 from line 3. If zero or less, enter -0-		5	605,586.
6 Credits/Payments:			
a 2015 estimated tax payments and 2014 overpayment credited to 2015	6a	525,000.	
b Exempt foreign organizations - tax withheld at source	6b		
c Tax paid with application for extension of time to file (Form 8868)	6c	75,000.	
d Backup withholding erroneously withheld	6d		
7 Total credits and payments. Add lines 6a through 6d	7	600,000.	
8 Enter any penalty for underpayment of estimated tax. Check here <input checked="" type="checkbox"/> if Form 2220 is attached	8	1,103.	
9 Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed SEE STATEMENT 12	9	6,689.	
10 Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10		
11 Enter the amount of line 10 to be: Credited to 2016 estimated tax <input type="checkbox"/> Refunded <input type="checkbox"/>	11		

Part VII-A Statements Regarding Activities

	Yes	No
1a During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?		X
b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see instructions for the 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>		X
c Did the foundation file Form 1120-POL for this year?		X
d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year: (1) On the foundation. <input type="checkbox"/> \$ <u>0.</u> (2) On foundation managers. <input type="checkbox"/> \$ <u>0.</u>		
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers. <input type="checkbox"/> \$ <u>0.</u>		
2 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>		X
3 Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? <i>If "Yes," attach a conformed copy of the changes</i>		X
4a Did the foundation have unrelated business gross income of \$1,000 or more during the year?	X	
b If "Yes," has it filed a tax return on Form 990-T for this year?	X	
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? <i>If "Yes," attach the statement required by General Instruction T.</i>		X
6 Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either: • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	X	
7 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>	X	
8a Enter the states to which the foundation reports or with which it is registered (see instructions) <input type="checkbox"/> <u>CA</u>		
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 <i>General Instruction G</i> ? <i>If "No," attach explanation</i>	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 2015 or the taxable year beginning in 2015 (see instructions for Part XIV)? <i>If "Yes," complete Part XIV</i>		X
10 Did any persons become substantial contributors during the tax year? <i>If "Yes," attach a schedule listing their names and addresses</i>		X

Part VII-A Statements Regarding Activities (continued)

11 At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions)
12 Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges?
13 Did the foundation comply with the public inspection requirements for its annual returns and exemption application?
Website address WWW.COLLEGEFUTURES.ORG
14 The books are in care of PHILLIPPE WALLACE Telephone no. (415) 287-1800
Located at ONE FRONT STREET, SUITE 1325, SAN FRANCISCO, CA ZIP+4 94111
15 Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 - Check here
and enter the amount of tax-exempt interest received or accrued during the year 15 N/A
16 At any time during calendar year 2015, 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

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.

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?
(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person?
(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person?
(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person?
(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)?
(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.)
b If any answer is "Yes" to 1a(1)-(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see instructions)?
Organizations relying on a current notice regarding disaster assistance check here
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 2015?
2 Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5)):
a At the end of tax year 2015, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2015?
If "Yes," list the years
b Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement - see instructions.)
c If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here.
3a Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year?
b If "Yes," did it have excess business holdings in 2015 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 2015.)
4a Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?
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 2015?

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)? **5b** X

Organizations relying on a current notice regarding disaster assistance check here

c If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant? Yes No

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

6a Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract? Yes No

b Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract? Yes No **6b** X

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

7a At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction? Yes No

b If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction? Yes No **7b** N/A

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

1 List all officers, directors, trustees, foundation managers and their compensation.

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
SEE STATEMENT 15		1102033.	221,317.	0.

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

(a) Name and address of each employee paid more than \$50,000	(b) Title, and average hours per week devoted to position	(c) Compensation	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
MARTHA CAMPBELL - ONE FRONT STREET #1325, SAN FRANCISCO, CA 94111	CHIEF LEARNING OFFICER 40.00	199,750.	32,474.	0.
JANE WELLMAN - ONE FRONT STREET #1325, SAN FRANCISCO, CA 94111	SENIOR FELLOW 40.00	148,314.	41,576.	0.
CLAUDIA SANDOVAL - ONE FRONT STREET #1325, SAN FRANCISCO, CA 94111	SENIOR PROGRAM OFFICER 40.00	144,278.	36,097.	0.
KRYSTEN CURTIS - ONE FRONT STREET #1325, SAN FRANCISCO, CA 94111	DIRECTOR OF FINANCE & ADMIN 40.00	114,839.	40,005.	0.
REGAN DOUGLASS - ONE FRONT STREET #1325, SAN FRANCISCO, CA 94111	COMMUNICATION OFFICER 40.00	105,711.	45,569.	0.
Total number of other employees paid over \$50,000				11

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

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

(a) Name and address of each person paid more than \$50,000	(b) Type of service	(c) Compensation
BURR PILGER MAYER - 600 CALIFORNIA ST., SUITE 600, SAN FRANCISCO, CA 94108	AUDIT & TAX CONSULTING	70,900.
SUTHERLAND-EDWARDS 1204 PRESERVATION PARK WAY, OAKLAND, CA 94612	PHILANTHROPY CONSULTANTS	66,925.
Total number of others receiving over \$50,000 for professional services		0

Part IX-A Summary of Direct Charitable Activities

List the foundation's four largest direct charitable activities during the tax year. Include relevant statistical information such as the number of organizations and other beneficiaries served, conferences convened, research papers produced, etc.	Expenses
1 SEE STATEMENT 16	335,650.
2 INTERNAL STAFF TIME DEDICATED TO THE DEVELOPMENT AND MAINTENANCE OF THE CALYNX DATA SYSTEM.	330,945.
3 FOUNDATION-ADMINISTERED PROJECT TO FUND CAPACITY-BUILDING, CONVENING, AND NETWORKING ACTIVITIES FOR TWO KEY AUDIENCES: 1) SELECTED GRANTEES, AND 2) PHILANTHROPIC ASSOCIATIONS.	219,677.
4 SEE STATEMENT 17	183,234.

Part IX-B Summary of Program-Related Investments

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

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

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes:		
a	Average monthly fair market value of securities	1a	487,652,780.
b	Average of monthly cash balances	1b	3,427,106.
c	Fair market value of all other assets	1c	
d	Total (add lines 1a, b, and c)	1d	491,079,886.
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	1e	0.
2	Acquisition indebtedness applicable to line 1 assets	2	0.
3	Subtract line 2 from line 1d	3	491,079,886.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	7,366,198.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	483,713,688.
6	Minimum investment return. Enter 5% of line 5	6	24,185,684.

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

1	Minimum investment return from Part X, line 6	1	24,185,684.
2a	Tax on investment income for 2015 from Part VI, line 5	2a	605,586.
b	Income tax for 2015. (This does not include the tax from Part VI.)	2b	
c	Add lines 2a and 2b	2c	605,586.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	23,580,098.
4	Recoveries of amounts treated as qualifying distributions	4	0.
5	Add lines 3 and 4	5	23,580,098.
6	Deduction from distributable amount (see instructions)	6	0.
7	Distributable amount as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1	7	23,580,098.

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

1	Amounts paid (including administrative expenses) to accomplish charitable, etc., purposes:		
a	Expenses, contributions, gifts, etc. - total from Part I, column (d), line 26	1a	22,276,772.
b	Program-related investments - total from Part IX-B	1b	0.
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	2	663,433.
3	Amounts set aside for specific charitable projects that satisfy the:		
a	Suitability test (prior IRS approval required)	3a	
b	Cash distribution test (attach the required schedule)	3b	
4	Qualifying distributions. Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	4	22,940,205.
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income. Enter 1% of Part I, line 27b	5	0.
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	22,940,205.

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 2014	(c) 2014	(d) 2015
1 Distributable amount for 2015 from Part XI, line 7				23,580,098.
2 Undistributed income, if any, as of the end of 2015:				
a Enter amount for 2014 only			0.	
b Total for prior years:		0.		
3 Excess distributions carryover, if any, to 2015:				
a From 2010	748,434.			
b From 2011				
c From 2012	2,838,508.			
d From 2013	1,526,215.			
e From 2014				
f Total of lines 3a through e	5,113,157.			
4 Qualifying distributions for 2015 from Part XII, line 4: ▶ \$	22,940,205.			
a Applied to 2014, but not more than line 2a			0.	
b Applied to undistributed income of prior years (Election required - see instructions)		0.		
c Treated as distributions out of corpus (Election required - see instructions)	0.			
d Applied to 2015 distributable amount				22,940,205.
e Remaining amount distributed out of corpus			0.	
5 Excess distributions carryover applied to 2015 (If an amount appears in column (d), the same amount must be shown in column (a).)	639,893.			639,893.
6 Enter the net total of each column as indicated below:				
a Corpus. Add lines 3f, 4c, and 4e. Subtract line 5	4,473,264.			
b Prior years' undistributed income. Subtract line 4b from line 2b		0.		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed		0.		
d Subtract line 6c from line 6b. Taxable amount - see instructions		0.		
e Undistributed income for 2014. Subtract line 4a from line 2a. Taxable amount - see instr.			0.	
f Undistributed income for 2015. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2016				0.
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (Election may be required - see instructions)	0.			
8 Excess distributions carryover from 2010 not applied on line 5 or line 7	108,541.			
9 Excess distributions carryover to 2016. Subtract lines 7 and 8 from line 6a	4,364,723.			
10 Analysis of line 9:				
a Excess from 2011				
b Excess from 2012	2,838,508.			
c Excess from 2013	1,526,215.			
d Excess from 2014				
e Excess from 2015				

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

1 a If the foundation has received a ruling or determination letter that it is a private operating foundation, and the ruling is effective for 2015, enter the date of the ruling

b Check box to indicate whether the foundation is a private operating foundation described in section 4942(j)(3) or 4942(j)(5)

Table with 5 columns: (a) 2015, (b) 2014, (c) 2013, (d) 2012, (e) Total. Rows include 2a-e (Qualifying distributions) and 3a-d (Alternative tests).

Part XV Supplementary Information (Complete this part only if the foundation had \$5,000 or more in assets at any time during the year-see instructions.)

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

NONE

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

NONE

2 Information Regarding Contribution, Grant, Gift, Loan, Scholarship, etc., Programs: Check here [X] 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. (see instructions) to individuals or organizations under other conditions, complete items 2a, b, c, and d.

a The name, address, and telephone number or e-mail address of the person to whom applications should be addressed: GRANTS ADMINISTRATOR, 415-287-1800, SUPPORT@COLLEGEFUTURES.ORG 1 FRONT STREET, SUITE 1325, SAN FRANCISCO, CA 94111

b The form in which applications should be submitted and information and materials they should include: SEE ATTACHMENT

c Any submission deadlines: SEE ATTACHMENT

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

Part XV Supplementary Information (continued)

3 Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a Paid during the year				
COACHELLA VALLEY ECONOMIC PARTNERSHIP 3111 EAST TAHQUITZ CANYON WAY PALM SPRINGS, CA 92262		PC	COMMUNITY INITIATIVES	1,350,000.
MARCUS A. FOSTER EDUCATIONAL INSTITUTE 610 16TH STREET SUITE 400 OAKLAND, CA 94612		PC	COMMUNITY INITIATIVES	450,000.
FULFILLMENT FUND 6100 WILSHIRE BLVD., SUITE 600 LOS ANGELES, CA 90048		PC	EXPANDING ACCESS TO FINANCIAL AID	310,000.
STANISLAUS COUNTY OFFICE OF EDUCATION 1100 H STREET MODESTO, CA 95354		GOV	EXPANDING ACCESS TO FINANCIAL AID	300,000.
REGENTS OF THE UNIVERSITY OF CALIFORNIA, DAVIS OFFICE OF RESEARCH-SPONSORED PROGRAMS 1850 RESEARCH PARK DRIVE, SUITE 300 DAVIS, CA 95618		GOV	EXPANDING ACCESS TO FINANCIAL AID	267,000.
Total	SEE CONTINUATION SHEET(S)			16,500,305.
b Approved for future payment				
EDUCATION AND LEADERSHIP FOUNDATION 4290 E. ASHLAN AVE. FRESNO, CA 93726		PC	EXPANDING ACCESS TO FINANCIAL AID	75,000.
BRIGHT PROSPECT 1460 E. HOLT AVE., SUITE 74 POMONA, CA 91767		PC	LOS ANGELES SCHOLARS INVESTMENT FUND	177,250.
PROJECT GRAD LOS ANGELES 10200 SEPULVEDA BLVD., SUITE 255 MISSION HILLS, CA 91345		PC	LOS ANGELES SCHOLARS INVESTMENT FUND	160,000.
Total	SEE CONTINUATION SHEET(S)			8,609,782.

Part XVI-A Analysis of Income-Producing Activities

Table with 5 main columns: (a) Business code, (b) Amount, (c) Exclusion code, (d) Amount, (e) Related or exempt function income. Rows include various income sources like program service revenue, dividends, interest, and a total line 13.

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

Table with 2 columns: Line No., Explain below how each activity for which income is reported in column (e) of Part XVI-A contributed importantly to the accomplishment of the foundation's exempt purposes.

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

Table with 3 columns: Question, Yes, No. Contains questions 1, a, b, c, d regarding transfers and transactions with noncharitable exempt organizations.

Table with 4 columns: (a) Line no., (b) Amount involved, (c) Name of noncharitable exempt organization, (d) Description of transfers, transactions, and sharing arrangements. Row 1 contains 'N/A'.

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

Table with 3 columns: (a) Name of organization, (b) Type of organization, (c) Description of relationship. Row 1 contains 'N/A'.

Sign Here Under penalties of perjury, I declare that I have examined this return, including accompanying schedules and statements, and to the best of my knowledge and belief, it is true, correct, and complete. Declaration of preparer (other than taxpayer) is based on all information of which preparer has any knowledge. Signature of officer or trustee Date Title PRESIDENT & CEO

Paid Preparer Use Only Print/Type preparer's name Preparer's signature Date Check if self-employed PTIN TAMARA L. MCINERNEY TAMARA L. MCINERN P00011797 Firm's name BURR PILGER MAYER, INC. Firm's EIN 26-3839190 Firm's address 2000 UNIVERSITY AVE #201 EAST PALO ALTO, CA 94303 Phone no. (650) 855-6800

May the IRS discuss this return with the preparer shown below (see instr.)? [X] Yes [] No

COLLEGE FUTURES FOUNDATION 94-2618667
Form 990-PF, Part VII-B, Line 5c - Expenditure Responsibility Statement

Recipient's Name and Address	NO. 1	Grant Amount	Date of Grant	Amount Expended	Verification Date
HARDER+COMPANY COMMUNITY RESEARCH 299 KANSAS ST. SAN FRANCISCO, CA 94103		144,300.	02/24/15	80,895.	
Purpose of Grant SUPPORT FOR DESIGN AND IMPLEMENTATION ANALYSIS PHASES OF SOUTHERN CALIFORNIA COLLEGE ACCESS NETWORK'S (SOCAL CAN) LEVEL UP PROGRAM TO INCREASE COLLEGE PERSISTENCE AND COMPLETION RATES OF STUDENTS SERVED BY SOCAL CAN MEMBERS IN LOS ANGELES COUNTY.					
Date of Reports by Grantee		Diversions by Grantee			
02/03/16		NO			
Results of Verification THE GRANTOR HAS NO REASON TO DOUBT THE ACCURACY OR RELIABILITY OF THE REPORT FROM THE GRANTEE; THEREFORE, NO INDEPENDENT VERIFICATION OF THE REPORT WAS MADE.					

Recipient's Name and Address	NO. 2	Grant Amount	Date of Grant	Amount Expended	Verification Date
SUTHERLAND-EDWARDS, LLC 568 JEAN STREET OAKLAND, CA 94610		114,000.	06/25/15	114,000.	
Purpose of Grant TO PROVIDE TECHNICAL ASSISTANCE AND CONSULTATION TO COMMUNITY FOUNDATIONS PARTICIPATING IN COLLEGE FUTURES FOUNDATION'S COMMUNITY PHILANTHROPY INITIATIVE, AND CONTINUE DEVELOPMENT OF A LEARNING COMMUNITY FOR COMMUNITY FOUNDATION GRANTEES.					
Date of Reports by Grantee		Diversions by Grantee			
2/8/2016 & 6/6/16		NO			
Results of Verification THE GRANTOR HAS NO REASON TO DOUBT THE ACCURACY OR RELIABILITY OF THE REPORT FROM THE GRANTEE; THEREFORE, NO INDEPENDENT VERIFICATION OF THE REPORT WAS MADE.					

COLLEGE FUTURES FOUNDATION 94-2618667
Form 990-PF, Part VII-B, Line 5c - Expenditure Responsibility Statement

Recipient's Name and Address	NO. 3	Grant Amount	Date of Grant	Amount Expended	Verification Date
WILLIAMS GROUP 70 IONIA AVE SW STE 200 GRAND RAPIDS, MI 49503		83,000.	05/19/15	83,000.	
Purpose of Grant FOR TECHNICAL ASSISTANCE ON STRATEGIC COMMUNICATIONS TO COMMUNITY FOUNDATIONS.					
Date of Reports by Grantee		Diversions by Grantee			
4/28/2016		NO			
Results of Verification THE GRANTOR HAS NO REASON TO DOUBT THE ACCURACY OR RELIABILITY OF THE REPORT FROM THE GRANTEE; THEREFORE, NO INDEPENDENT VERIFICATION OF THE REPORT WAS MADE.					

Recipient's Name and Address	NO. 4	Grant Amount	Date of Grant	Amount Expended	Verification Date
LA PIANA CONSULTING 5858 HORTON STREET, SUITE 272 EMERYVILLE, CA 94608-2007		60,000.	08/24/15	60,000.	
Purpose of Grant FOR ORGANIZATIONAL RESTRUCTURING AND BUSINESS PLANNING FOR THE CALIFORNIA COLLEGE GUIDANCE INITIATIVE (CCGI).					
Date of Reports by Grantee		Diversions by Grantee			
11/19/2015		NO			
Results of Verification THE GRANTOR HAS NO REASON TO DOUBT THE ACCURACY OR RELIABILITY OF THE REPORT FROM THE GRANTEE; THEREFORE, NO INDEPENDENT VERIFICATION OF THE REPORT WAS MADE.					

Part XV Supplementary Information

3 Grants and Contributions Paid During the Year (Continuation)

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
REGENTS OF THE UNIVERSITY OF CALIFORNIA, DAVIS OFFICE OF RESEARCH-SPONSORED PROGRAMS 1850 RESEARCH PARK DRIVE, SUITE 300 DAVIS, CA 95618		GOV	EXPANDING ACCESS TO FINANCIAL AID	169,000.
ORANGE COUNTY ASIAN AND PACIFIC ISLANDER COMMUNITY ALLIANCE 12900 GARDEN GROVE BLVD., STE 214A GARDEN GROVE, CA 92843		PC	EXPANDING ACCESS TO FINANCIAL AID	161,750.
NATIONAL COLLEGE ADVISING CORPS 301 W. BARBEE CHAPEL ROAD SUITE 100 CHAPEL HILL, NC 27517		PC	EXPANDING ACCESS TO FINANCIAL AID	100,000.
OCEANSIDE UNIFIED SCHOOL DISTRICT 2111 MISSION AVE OCEANSIDE, CA 92058		GOV	EXPANDING ACCESS TO FINANCIAL AID	100,000.
REACH OUT 1126 WEST FOOTHILL BLVD., SUITE 250 UPLAND, CA 91786		PC	EXPANDING ACCESS TO FINANCIAL AID	91,000.
DIABLO VALLEY COLLEGE 321 GOLF CLUB ROAD PLEASANT HILL, CA 94523		GOV	EXPANDING ACCESS TO FINANCIAL AID	90,000.
REACH OUT 1126 WEST FOOTHILL BLVD., SUITE 250 UPLAND, CA 91786		PC	EXPANDING ACCESS TO FINANCIAL AID	72,000.
OCEANSIDE UNIFIED SCHOOL DISTRICT 2111 MISSION AVE OCEANSIDE, CA 92058		GOV	EXPANDING ACCESS TO FINANCIAL AID	65,000.
EDUCATION AND LEADERSHIP FOUNDATION 4290 E. ASHLAN AVE. FRESNO, CA 93726		PC	EXPANDING ACCESS TO FINANCIAL AID	60,000.
BOYS & GIRLS CLUBS OF THE LOS ANGELES HARBOR 1200 S CABRILLO AVE SAN PEDRO, CA 90731		PC	EXPANDING ACCESS TO FINANCIAL AID	60,000.
Total from continuation sheets				13,823,305.

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

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
DIABLO VALLEY COLLEGE 321 GOLF CLUB ROAD PLEASANT HILL, CA 94523		GOV	EXPANDING ACCESS TO FINANCIAL AID	36,657.
EDUCATION AND LEADERSHIP FOUNDATION 4290 E. ASHLAN AVE. FRESNO, CA 93726		PC	EXPANDING ACCESS TO FINANCIAL AID	24,000.
WALKING SHIELD, INC. 22541 ASPAN ST., SUITE E LAKE FOREST, CA 92630		PC	LOS ANGELES SCHOLARS INVESTMENT FUND	300,000.
PROJECT GRAD LOS ANGELES 10200 SEPULVEDA BLVD., SUITE 255 MISSION HILLS, CA 91345		PC	LOS ANGELES SCHOLARS INVESTMENT FUND	160,000.
BRIGHT PROSPECT 1460 E. HOLT AVE., SUITE 74 POMONA, CA 91767		PC	LOS ANGELES SCHOLARS INVESTMENT FUND	148,050.
PASADENA CITY COLLEGE 1570 EAST COLORADO BLVD. ROOM C203 PASADENA, CA 91106		GOV	LOS ANGELES SCHOLARS INVESTMENT FUND	110,000.
BRIGHT PROSPECT 1460 E. HOLT AVE., SUITE 74 POMONA, CA 91767		PC	LOS ANGELES SCHOLARS INVESTMENT FUND	20,000.
U.S. EDUCATION DELIVERY INSTITUTE 1250 H STREET NW, SUITE 880 WASHINGTON, DC 20005		SO I	PLANNING GRANTS	340,000.
STANISLAUS COMMUNITY FOUNDATION 1029 16TH STREET MODESTO, CA 95354		PC	PLANNING GRANTS	105,000.
KERN COMMUNITY FOUNDATION 3300 TRUXTUN AVENUE, SUITE 220 BAKERSFIELD, CA 93301		PC	PLANNING GRANTS	98,000.
Total from continuation sheets				

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

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
HUMBOLDT AREA FOUNDATION 373 INDIANOLA RD. BAYSIDE, CA 95524-9350		PC	PLANNING GRANTS	81,000.
SACRAMENTO REGION COMMUNITY FOUNDATION 955 UNIVERSITY AVENUE SUITE A SACRAMENTO, CA 95825		PC	PLANNING GRANTS	75,000.
SAN DIEGO FOUNDATION 2508 HISTORIC DECATUR ROAD, SUITE 200 SAN DIEGO, CA 92106		PC	PLANNING GRANTS	58,000.
COMMUNITY FOUNDATION FOR MONTEREY COUNTY 2354 GARDEN ROAD MONTEREY, CA 93940		PC	PLANNING GRANTS	50,000.
CAMPAIGN FOR COLLEGE OPPORTUNITY 714 W. OLYMPIC BLVD., SUITE 745 LOS ANGELES, CA 90015		PC	PROJECT GRANT	300,000.
FOUNDATION FOR CALIFORNIA COMMUNITY COLLEGES 1102 Q. STREET SUITE 4800 SACRAMENTO, CA 95811		PC	PROJECT GRANT	300,000.
CALIFORNIA STATE UNIVERSITY SAN BERNARDINO PHILANTHROPIC FOUNDATION 5500 UNIVERSITY PARKWAY, AD-104 SAN BERNARDINO, CA 92407		PC	PROJECT GRANT	250,000.
FOUNDATION FOR CALIFORNIA COMMUNITY COLLEGES 1102 Q. STREET SUITE 4800 SACRAMENTO, CA 95811		PC	PROJECT GRANT	220,000.
REGENTS OF THE UNIVERSITY OF CALIFORNIA, DAVIS OFFICE OF RESEARCH-SPONSORED PROGRAMS 1850 RESEARCH PARK DRIVE, SUITE 300 DAVIS, CA 95618		GOV	PROJECT GRANT	200,000.
REGENTS OF THE UNIVERSITY OF CALIFORNIA, LOS ANGELES 405 HILGARD AVENUE 2221 MURPHY HALL BOX 951410 LOS ANGELES, CA 90095-1410		GOV	PROJECT GRANT	130,000.
Total from continuation sheets				

Part XV Supplementary Information

3 Grants and Contributions Paid During the Year (Continuation)

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
BOARD OF TRUSTEES OF THE LELAND STANFORD JUNIOR UNIVERSITY 365 LASUEN STREET STANFORD, CA 94305-2068		PC	PROJECT GRANT	120,000.
COACHELLA VALLEY ECONOMIC PARTNERSHIP 3111 EAST TAHQUITZ CANYON WAY PALM SPRINGS, CA 92262		PC	PROJECT GRANT	100,000.
LA PIANA CONSULTING 5858 HORTON STREET, SUITE 272 EMERYVILLE, CA 94608-2007		NC	PROJECT GRANT	60,000.
SUTHERLAND-EDWARDS, LLC 568 JEAN STREET OAKLAND, CA 94610		NC	PROJECT GRANT	57,000.
SUTHERLAND-EDWARDS, LLC 568 JEAN STREET OAKLAND, CA 94610		NC	PROJECT GRANT	57,000.
OPPORTUNITY INSTITUTE 2001 CENTER ST BERKELEY, CA 94704		PC	PROJECT GRANT	51,845.
WILLIAMS GROUP 70 IONIA AVE SW STE 200 GRAND RAPIDS, MI 49503		NC	PROJECT GRANT	40,860.
WILLIAMS GROUP 70 IONIA AVE SW STE 200 GRAND RAPIDS, MI 49503		NC	PROJECT GRANT	29,650.
THE COMMUNITY FOUNDATION 3700 SIXTH STREET SUITE 200 RIVERSIDE, CA 92501		PC	PROJECT WITH SCHOLARSHIPS	1,050,000.
STANISLAUS COUNTY OFFICE OF EDUCATION 1100 H STREET MODESTO, CA 95354		GOV	PROJECT WITH SCHOLARSHIPS	500,000.
Total from continuation sheets				

Part XV Supplementary Information

3 Grants and Contributions Paid During the Year (Continuation)

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
ORANGE COUNTY ASIAN AND PACIFIC ISLANDER COMMUNITY ALLIANCE 12900 GARDEN GROVE BLVD., STE 214A GARDEN GROVE, CA 92843		PC	PROJECT WITH SCHOLARSHIPS	99,000.
YUBA COMMUNITY COLLEGE DISTRICT 2088 NORTH BEALE RD. MARYSVILLE, CA 95901		GOV	SCHOLARSHIP	181,000.
ALLAN HANCOCK COLLEGE FOUNDATION 800 SOUTH COLLEGE DRIVE SANTA MARIA, CA 93454-6399		PC	SCHOLARSHIP	132,000.
REGENTS OF THE UNIVERSITY OF CALIFORNIA, SANTA CRUZ UCSC CASHIER OFFICE 1156 HIGH STREET SANTA CRUZ, CA 95064		GOV	SCHOLARSHIP	114,500.
MISSION GRADUATES 3040 16TH STREET SAN FRANCISCO, CA 94103		PC	SCHOLARSHIP	100,000.
PASADENA CITY COLLEGE 1570 EAST COLORADO BLVD. ROOM C203 PASADENA, CA 91106		GOV	SCHOLARSHIP	92,000.
PROJECT GRAD LOS ANGELES 10200 SEPULVEDA BLVD., SUITE 255 MISSION HILLS, CA 91345		PC	SCHOLARSHIP	82,500.
HISPANIC SCHOLARSHIP FUND 1411 W. 190TH STREET, SUITE 325 GARDENA, CA 90248		PC	SCHOLARSHIP	80,000.
HEART OF LOS ANGELES YOUTH 2701 WILSHIRE BLVD., SUITE 100 LOS ANGELES, CA 90057		PC	SCHOLARSHIP	75,500.
PROJECT GRAD LOS ANGELES 10200 SEPULVEDA BLVD., SUITE 255 MISSION HILLS, CA 91345		PC	SCHOLARSHIP	75,000.
Total from continuation sheets				

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

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
JAPANESE COMMUNITY YOUTH COUNCIL 2012 PINE ST SAN FRANCISCO, CA 94115		PC	SCHOLARSHIP	65,000.
HEART OF LOS ANGELES YOUTH 2701 WILSHIRE BLVD., SUITE 100 LOS ANGELES, CA 90057		PC	SCHOLARSHIP	57,000.
BRIGHT PROSPECT 1460 E. HOLT AVE., SUITE 74 POMONA, CA 91767		PC	SCHOLARSHIP	54,000.
CONCERNED PARENTS ALLIANCE 9336 BLACK HILLS WAY SAN DIEGO, CA 92129		SO I	SCHOLARSHIP	53,000.
CONCERNED PARENTS ALLIANCE 9336 BLACK HILLS WAY SAN DIEGO, CA 92129		SO I	SCHOLARSHIP	53,000.
STUDENTS RISING ABOVE P.O. BOX 29174 SAN FRANCISCO, CA 94129		PC	SCHOLARSHIP	53,000.
FULFILLMENT FUND 6100 WILSHIRE BLVD., SUITE 600 LOS ANGELES, CA 90048		PC	SCHOLARSHIP	50,000.
PROJECT GRAD LOS ANGELES 10200 SEPULVEDA BLVD., SUITE 255 MISSION HILLS, CA 91345		PC	SCHOLARSHIP	50,000.
EAST BAY COLLEGE FUND 2030 FRANKLIN ST SUITE 210 OAKLAND, CA 94612		PC	SCHOLARSHIP	48,000.
THE HANNAH PROJECT 170 DONAHUE STREET MARIN CITY, CA 94965		PC	SCHOLARSHIP	43,000.
Total from continuation sheets				

Part XV Supplementary Information

3 Grants and Contributions Paid During the Year (Continuation)

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
STUDENTS RISING ABOVE P.O. BOX 29174 SAN FRANCISCO, CA 94129		PC	SCHOLARSHIP	40,000.
FOUNDATION FOR A COLLEGE EDUCATION 2160 EUCLID AVENUE EAST PALO ALTO, CA 94303		PC	SCHOLARSHIP	40,000.
ORANGE COUNTY BAR FOUNDATION 313 N. BIRCH STREET, 2ND FLOOR SANTA ANA, CA 92701		PC	SCHOLARSHIP	39,000.
ORANGE COUNTY BAR FOUNDATION 313 N. BIRCH STREET, 2ND FLOOR SANTA ANA, CA 92701		PC	SCHOLARSHIP	39,000.
DOWNTOWN COLLEGE PREP - ACROSS THE BRIDGE FOUNDATION 1460 THE ALAMEDA SAN JOSE, CA 95126		PC	SCHOLARSHIP	35,000.
COMMUNITY PARTNERS 1000 NORTH ALAMEDA STREET, SUITE 240 LOS ANGELES, CA 90012		PC	SCHOLARSHIP	33,000.
UNITED FRIENDS OF THE CHILDREN 1055 WILSHIRE BLVD., SUITE 1955 LOS ANGELES, CA 90017		PC	SCHOLARSHIP	29,000.
UNITED FRIENDS OF THE CHILDREN 1055 WILSHIRE BLVD., SUITE 1955 LOS ANGELES, CA 90017		PC	SCHOLARSHIP	29,000.
ALLAN HANCOCK COLLEGE FOUNDATION 800 SOUTH COLLEGE DRIVE SANTA MARIA, CA 93454-6399		PC	SCHOLARSHIP	28,000.
SILICON VALLEY CHILDREN'S FUND 1871 THE ALAMEDA, SUITE 335 SAN JOSE, CA 95126		PC	SCHOLARSHIP	27,500.
Total from continuation sheets				

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

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
SILICON VALLEY CHILDREN'S FUND 1871 THE ALAMEDA, SUITE 335 SAN JOSE, CA 95126		PC	SCHOLARSHIP	25,000.
REGENTS OF THE UNIVERSITY OF CALIFORNIA, SANTA CRUZ UCSC CASHIER OFFICE 1156 HIGH STREET SANTA CRUZ, CA 95064		GOV	SCHOLARSHIP	22,000.
FUTURE FOUNDATION OF SACRAMENTO 425 UNIVERSITY AVE., # 210 SACRAMENTO, CA 95825		PC	SCHOLARSHIP	20,000.
PASADENA CITY COLLEGE 1570 EAST COLORADO BLVD. ROOM C203 PASADENA, CA 91106		GOV	SCHOLARSHIP	18,000.
HISPANIC SCHOLARSHIP FUND 1411 W. 190TH STREET, SUITE 325 GARDENA, CA 90248		PC	SCHOLARSHIP	17,500.
MISSION GRADUATES 3040 16TH STREET SAN FRANCISCO, CA 94103		PC	SCHOLARSHIP	15,000.
HEART OF LOS ANGELES YOUTH 2701 WILSHIRE BLVD., SUITE 100 LOS ANGELES, CA 90057		PC	SCHOLARSHIP	13,000.
CONCERNED PARENTS ALLIANCE 9336 BLACK HILLS WAY SAN DIEGO, CA 92129		SO I	SCHOLARSHIP	9,500.
CONCERNED PARENTS ALLIANCE 9336 BLACK HILLS WAY SAN DIEGO, CA 92129		SO I	SCHOLARSHIP	9,500.
THE HANNAH PROJECT 170 DONAHUE STREET MARIN CITY, CA 94965		PC	SCHOLARSHIP	8,600.
Total from continuation sheets				

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

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
EAST BAY COLLEGE FUND 2030 FRANKLIN ST SUITE 210 OAKLAND, CA 94612		PC	SCHOLARSHIP	8,000.
UNITED FRIENDS OF THE CHILDREN 1055 WILSHIRE BLVD., SUITE 1955 LOS ANGELES, CA 90017		PC	SCHOLARSHIP	6,000.
ORANGE COUNTY BAR FOUNDATION 313 N. BIRCH STREET, 2ND FLOOR SANTA ANA, CA 92701		PC	SCHOLARSHIP	6,000.
PROJECT GRAD LOS ANGELES 10200 SEPULVEDA BLVD., SUITE 255 MISSION HILLS, CA 91345		PC	SCHOLARSHIP	6,000.
STUDENTS RISING ABOVE P.O. BOX 29174 SAN FRANCISCO, CA 94129		PC	SCHOLARSHIP	6,000.
UNITED FRIENDS OF THE CHILDREN 1055 WILSHIRE BLVD., SUITE 1955 LOS ANGELES, CA 90017		PC	SCHOLARSHIP	6,000.
ORANGE COUNTY BAR FOUNDATION 313 N. BIRCH STREET, 2ND FLOOR SANTA ANA, CA 92701		PC	SCHOLARSHIP	6,000.
SILICON VALLEY CHILDREN'S FUND 1871 THE ALAMEDA, SUITE 335 SAN JOSE, CA 95126		PC	SCHOLARSHIP	5,500.
FULFILLMENT FUND 6100 WILSHIRE BLVD., SUITE 600 LOS ANGELES, CA 90048		PC	SCHOLARSHIP	5,000.
FOUNDATION FOR A COLLEGE EDUCATION 2160 EUCLID AVENUE EAST PALO ALTO, CA 94303		PC	SCHOLARSHIP	5,000.
Total from continuation sheets				

Part XV Supplementary Information

3 Grants and Contributions Paid During the Year (Continuation)

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
DOWNTOWN COLLEGE PREP - ACROSS THE BRIDGE FOUNDATION 1460 THE ALAMEDA SAN JOSE, CA 95126		PC	SCHOLARSHIP	5,000.
BRIGHT PROSPECT 1460 E. HOLT AVE., SUITE 74 POMONA, CA 91767		PC	SCHOLARSHIP	4,200.
PROJECT GRAD LOS ANGELES 10200 SEPULVEDA BLVD., SUITE 255 MISSION HILLS, CA 91345		PC	SCHOLARSHIP	4,000.
COMMUNITY PARTNERS 1000 NORTH ALAMEDA STREET, SUITE 240 LOS ANGELES, CA 90012		PC	SCHOLARSHIP	3,300.
FUTURE FOUNDATION OF SACRAMENTO 425 UNIVERSITY AVE., # 210 SACRAMENTO, CA 95825		PC	SCHOLARSHIP	2,650.
CALIFORNIA STATE UNIVERSITY, BAKERSFIELD FOUNDATION 9001 STOCKDALE HIGHWAY BAKERSFIELD, CA 93311		PC	SCHOLARSHIP RENEWAL	397,000.
HUMBOLDT COUNTY OFFICE OF EDUCATION 901 MYRTLE AVE. EUREKA, CA 95501		GOV	SCHOLARSHIP RENEWAL	328,000.
REGENTS OF THE UNIVERSITY OF CALIFORNIA, DAVIS OFFICE OF RESEARCH-SPONSORED PROGRAMS 1850 RESEARCH PARK DRIVE, SUITE 300 DAVIS, CA 95618		GOV	SCHOLARSHIP RENEWAL	225,000.
KERN COMMUNITY FOUNDATION 3300 TRUXTUN AVENUE, SUITE 220 BAKERSFIELD, CA 93301		PC	SCHOLARSHIP RENEWAL	126,250.
MARCUS A. FOSTER EDUCATIONAL INSTITUTE 610 16TH STREET SUITE 400 OAKLAND, CA 94612		PC	SCHOLARSHIPS AND PROGRAM SUPPORT	400,000.
Total from continuation sheets				

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

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
CALIFORNIA STATE UNIVERSITY, BAKERSFIELD FOUNDATION 9001 STOCKDALE HIGHWAY BAKERSFIELD, CA 93311		PC	SCHOLARSHIPS AND PROGRAM SUPPORT	350,000.
EAST BAY CONSORTIUM OF EDUCATIONAL INSTITUTIONS 314 E. 10TH STREET, SUITE C-223 OAKLAND, CA 94606		PC	SCHOLARSHIPS AND PROGRAM SUPPORT	302,650.
WEST CONTRA COSTA PUBLIC EDUCATION FUND 217C W. RICHMOND AVE. RICHMOND, CA 94801		PC	SCHOLARSHIPS AND PROGRAM SUPPORT	280,000.
EAST BAY COLLEGE FUND 2030 FRANKLIN ST SUITE 210 OAKLAND, CA 94612		PC	SCHOLARSHIPS AND PROGRAM SUPPORT	95,000.
ORANGE COUNTY ASIAN AND PACIFIC ISLANDER COMMUNITY ALLIANCE 12900 GARDEN GROVE BLVD., STE 214A GARDEN GROVE, CA 92843		PC	SCHOLARSHIPS AND PROGRAM SUPPORT	87,000.
EDUCATION AND LEADERSHIP FOUNDATION 4290 E. ASHLAN AVE. FRESNO, CA 93726		PC	SCHOLARSHIPS AND PROGRAM SUPPORT	60,000.
EAST BAY COLLEGE FUND 2030 FRANKLIN ST SUITE 210 OAKLAND, CA 94612		PC	SCHOLARSHIPS AND PROGRAM SUPPORT	52,050.
EAST BAY COLLEGE FUND 2030 FRANKLIN ST SUITE 210 OAKLAND, CA 94612		PC	SCHOLARSHIPS AND PROGRAM SUPPORT	48,000.
EAST BAY COLLEGE FUND 2030 FRANKLIN ST SUITE 210 OAKLAND, CA 94612		PC	SCHOLARSHIPS AND PROGRAM SUPPORT	9,600.
REALITY CHANGERS 3910 UNIVERSITY AVE., SUITE 300-RC SAN DIEGO, CA 92105		PC	STRATEGIC SCHOLARSHIPS	350,000.
Total from continuation sheets				

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

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
SCHOLARSHIP FOUNDATION OF SANTA BARBARA 2253 LAS POSITAS RD. SANTA BARBARA, CA 93105		PC	STRATEGIC SCHOLARSHIPS	200,000.
EAST BAY COLLEGE FUND 2030 FRANKLIN ST SUITE 210 OAKLAND, CA 94612		PC	STRATEGIC SCHOLARSHIPS	146,000.
CALIFORNIA COMMUNITY FOUNDATION 221 S. FIGUEROA ST., SUITE 400 LOS ANGELES, CA 90012		PC	STRATEGIC SCHOLARSHIPS	135,000.
STUDENTS RISING ABOVE P.O. BOX 29174 SAN FRANCISCO, CA 94129		PC	STRATEGIC SCHOLARSHIPS	92,000.
HARDER+COMPANY COMMUNITY RESEARCH 299 KANSAS ST. SAN FRANCISCO, CA 94103		NC	STRATEGIC SCHOLARSHIPS	79,950.
HARDER+COMPANY COMMUNITY RESEARCH 299 KANSAS ST. SAN FRANCISCO, CA 94103		NC	STRATEGIC SCHOLARSHIPS	64,350.
INDEPENDENT SECTOR 1602 L STREET NW SUITE 900 WASHINGTON, DC 20036		PC	SECTOR SUPPORT	12,500.
NORTHERN CALIFORNIA GRANTMAKERS 625 MARKET ST. 3RD FLOOR SAN FRANCISCO, CA 94105		PC	SECTOR SUPPORT	11,750.
GRANTMAKERS FOR EFFECTIVE ORGANIZATIONS 1725 DESALES STREET, NW, STE 404 WASHINGTON, DC 20036		PC	SECTOR SUPPORT	5,600.
CALIFORNIA ASSOCIATION OF NONPROFITS 400 MONTGOMERY ST., SUITE 500 SAN FRANCISCO, CA 94104		PC	SECTOR SUPPORT	5,000.
Total from continuation sheets				

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

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
GRANTMAKERS FOR EDUCATION 720 SW WASHINGTON ST. SUITE 605 PORTLAND, OR 97205		PC	SECTOR SUPPORT	5,000.
INDEPENDENT SECTOR 1602 L STREET NW SUITE 900 WASHINGTON, DC 20036		PC	SECTOR SUPPORT	5,000.
UNIVERSITY OF CALIFORNIA, SAN DIEGO FOUNDATION 9500 GILMAN DRIVE #0940 LA JOLLA, CA 92093-0940		PC	SECTOR SUPPORT	5,000.
HISPANICS IN PHILANTHROPY 414 13TH STREET, SUITE 200 OAKLAND, CA 94162		PC	SECTOR SUPPORT	4,000.
ASSOCIATION FOR BLACK FOUNDATION EXECUTIVES 333 SEVENTH AVENUE, 14TH FLOOR NEW YORK, NY 10001		PC	SECTOR SUPPORT	4,000.
EXCELENCIA IN EDUCATION 1717 N ST., NW 2ND FLOOR WASHINGTON, DC 20036		PC	SECTOR SUPPORT	3,000.
GRANTMAKERS FOR EDUCATION 720 SW WASHINGTON ST. SUITE 605 PORTLAND, OR 97205		PC	SECTOR SUPPORT	2,500.
GRANTS MANAGERS NETWORK 1101 14TH STREET, NW, SUITE 420 WASHINGTON, DC, DC 20005		PC	SECTOR SUPPORT	1,290.
THE INSTITUTE FOR COLLEGE ACCESS & SUCCESS 405 14TH STREET, SUITE 1100 OAKLAND, CA 94612		PC	SUPPORTING ACTIVITIES	300,000.
COMMUNITY INITIATIVES 354 PINE STREET, SUITE 700 SAN FRANCISCO, CA 94104		PC	SUPPORTING ACTIVITIES	250,000.
Total from continuation sheets				

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

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
NATIONAL COLLEGE ACCESS NETWORK 1001 CONNECTICUT AVE., NW SUITE 300 WASHINGTON, DC 20036		PC	SUPPORTING ACTIVITIES	159,500.
BOARD OF TRUSTEES OF THE LELAND STANFORD JUNIOR UNIVERSITY 365 LASUEN STREET STANFORD, CA 94305-2068		PC	SUPPORTING ACTIVITIES	152,000.
SIERRA HEALTH FOUNDATION CENTER FOR HEALTH PROGRAM MANAGEMENT 1321 GARDEN HIGHWAY SACRAMENTO, CA 95822		PC	SUPPORTING ACTIVITIES	75,000.
UNIVERSITY ENTERPRISES, INC. 6000 J STREET SACRAMENTO, CA 95819		SO III FI	SUPPORTING ACTIVITIES	70,000.
LA PIANA CONSULTING 5858 HORTON STREET, SUITE 272 EMERYVILLE, CA 94608-2007		NC	SUPPORTING ACTIVITIES	50,000.
LA PIANA CONSULTING 5858 HORTON STREET, SUITE 272 EMERYVILLE, CA 94608-2007		NC	SUPPORTING ACTIVITIES	50,000.
EDUCATIONAL RESULTS PARTNERSHIP 2300 N STREET, SUITE 3 SACRAMENTO, CA 95816		PC	SUPPORTING ACTIVITIES	40,000.
UNIVERSITY ENTERPRISES, INC. 6000 J STREET SACRAMENTO, CA 95819		SO III FI	SUPPORTING ACTIVITIES	30,000.
SAN DIEGO FOUNDATION 2508 HISTORIC DECATUR ROAD, SUITE 200 SAN DIEGO, CA 92106		PC	DIRECTORS DONATION	50,000.
STANFORD UNIVERSITY/THE STANFORD FUND DEVELOPMENT SERVICES P.O. BOX 20466 STANFORD, CA 94309-0466		PC	DIRECTORS DONATION	50,000.
Total from continuation sheets				

Part XV Supplementary Information

3 Grants and Contributions Paid During the Year (Continuation)

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
SCRIPPS COLLEGE 1030 COLUMBIA AVE, PMB 2009 CLAREMONT, CA 91711-3905		PC	DIRECTORS DONATION	50,000.
OCCIDENTAL COLLEGE 1600 CAMPUS ROAD M-34 LOS ANGELES, CA 90041		PC	DIRECTORS DONATION	50,000.
LONG BEACH CITY COLLEGE FOUNDATION 4901 E. CARSON STREET, B12 LONG BEACH, CA 90808-1780		PC	DIRECTORS DONATION	50,000.
YALE UNIVERSITY CONTRIBUTION PROCESSING P.O. BOX 2038 NEW HAVEN, CT 06521-2038		PC	DIRECTORS DONATION	50,000.
UNIVERSITY OF CALIFORNIA BERKELEY FOUNDATION 2080 ADDISON STREET #4200 BERKELEY, CA 94720-4200		PC	DIRECTORS DONATION	40,000.
BRYN MAWR COLLEGE 101 NORTH MERION AVE BRYN MAWR, PA 19010-2899		PC	DIRECTORS DONATION	30,000.
COMMUNITY INITIATIVES 354 PINE STREET, SUITE 700 SAN FRANCISCO, CA 94104		PC	DIRECTORS DONATION	25,000.
THE UNIVERSITY OF UTAH DEVELOPMENT OFFICE 332 SOUTH 1400 EAST, SUITE 150 SALT LAKE CITY, UT 84112-0300		PC	DIRECTORS DONATION	25,000.
UNIVERSITY FOUNDATION AT SACRAMENTO STATE 6000 J STREET SACRAMENTO, CA 95819-6026		PC	DIRECTORS DONATION	15,000.
SPELMAN COLLEGE 350 SPELMAN LANE, S.W. ATLANTA, GA 30314-4399		PC	DIRECTORS DONATION	10,000.
Total from continuation sheets				

Part XV Supplementary Information

3 Grants and Contributions Paid During the Year (Continuation)

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
FISK UNIVERSITY ERASTUS MILO CRAVATH HALL 1000 17TH AVENUE N. NASHVILLE, TN 37208		PC	DIRECTORS DONATION	10,000.
TURLOCK HIGH SCHOOL SCHOLARSHIP FUND 1600 EAST CANAL DRIVE TURLOCK, CA 95380		PC	DIRECTORS DONATION	10,000.
MEXICAN CULTURAL CENTER OF NORTHERN CALIFORNIA P.O. BOX 161899 SACRAMENTO, CA 95816		PC	DIRECTORS DONATION	10,000.
WESTERN GOVERNORS UNIVERSITY 4001 SOUTH 700 EAST #700 SALT LAKE CITY, UT 84107		PC	DIRECTORS DONATION	10,000.
SAN FRANCISCO STATE UNIVERSITY OFFICE OF UNIVERSITY DEVELOPMENT, SFSU, 1600 HOLLOWAY AVENUE, ADM 151 SAN FRANCISCO, CA 94132		GOV	DIRECTORS DONATION	10,000.
SAN JOSE STATE UNIVERSITY ALUMNI RELATIONS 1 WASHINGTON SQUARE SAN JOSE, CA 95192-0126		GOV	DIRECTORS DONATION	10,000.
HALF MOON BAY HIGH SCHOOL FOUNDATION P.O. BOX 767 HALF MOON BAY, CA 94019		PC	DIRECTORS DONATION	10,000.
FOSTER YOUTH EDUCATION FUND 3323 WATT AVE. #253 SACRAMENTO, CA 95821		PC	DIRECTORS DONATION	10,000.
PUBLIC EMPLOYEES FOR ENVIRONMENTAL RESPONSIBILITY 2000 P STREET NW, SUITE 240 WASHINGTON, DC 20036		PC	EMPLOYEE MATCHING GIFT	5,000.
REDF 221 MAIN STREET SUITE 1550 SAN FRANCISCO, CA 94105		PC	EMPLOYEE MATCHING GIFT	4,000.
Total from continuation sheets				

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

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
KQED/NORTHERN CA PUBLIC BROADCASTING ATTN: MEMBERSHIP DEPT 2601 MARIPOSA ST SAN FRANCISCO, CA 94110-1426		PC	EMPLOYEE MATCHING GIFT	3,000.
PIEDMONT EDUCATION FOUNDATION PO BOX 11192 PIEDMONT, CA 94611		PC	EMPLOYEE MATCHING GIFT	3,000.
AMERICAN FRIENDS OF SPAFFORD CHILDREN'S CENTER FUND 2037 S. CARROLLTON AVE NEW ORLEANS, LA 70118		PC	EMPLOYEE MATCHING GIFT	3,000.
FOOTHILL-DE ANZA FOUNDATION 12345 EL MONTE ROAD LOS ALTOS HILLS, CA 94022		PC	EMPLOYEE MATCHING GIFT	2,000.
UNIVERSITY OF CALIFORNIA BERKELEY FOUNDATION 2080 ADDISON STREET #4200 BERKELEY, CA 94720-4200		PC	EMPLOYEE MATCHING GIFT	1,250.
NATURAL RESOURCES DEFENSE COUILL 40 WEST 20TH ST NEW YORK, NY 10011		PC	EMPLOYEE MATCHING GIFT	1,200.
BAY AREA URBAN DEBATE LEAGUE 287 17TH STREET, SUITE 201 OAKLAND, CA 94612		PC	EMPLOYEE MATCHING GIFT	1,000.
CHARLIE WELLMAN MEMORIAL FUND 2079 SILVERSMITH LANE STONE MOUNTAIN, GA 300087		PC	EMPLOYEE MATCHING GIFT	1,000.
UNIVERSITY OF CALIFORNIA BERKELEY FOUNDATION 2080 ADDISON STREET #4200 BERKELEY, CA 94720-4200		PC	EMPLOYEE MATCHING GIFT	1,000.
FIRST PRESBYTERIAN CHURCH OF BERKELEY 2407 DANA ST BERKELEY, CA 94704-2207		PC	EMPLOYEE MATCHING GIFT	1,000.
Total from continuation sheets				

Part XV Supplementary Information

3 Grants and Contributions Paid During the Year (Continuation)

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
EAST BAY COMMUNITY LAW CENTER 2921 ADELINE STREET BERKELEY, CA 94703		PC	EMPLOYEE MATCHING GIFT	1,000.
SAN FRANCISCO PARKS ALLIANCE P.O. BOX 170160 SAN FRANCISCO, CA 94117-0160		PC	EMPLOYEE MATCHING GIFT	1,000.
UNIVERSITY OF CALIFORNIA, SAN DIEGO FOUNDATION 9500 GILMAN DRIVE #0940 LA JOLLA, CA 92093-0940		PC	EMPLOYEE MATCHING GIFT	1,000.
UNIVERSITY OF CALIFORNIA BERKELEY FOUNDATION 2080 ADDISON STREET #4200 BERKELEY, CA 94720-4200		PC	EMPLOYEE MATCHING GIFT	1,000.
ALAMEDA COUNTY COMMUNITY FOOD BANK PO BOX 2599 OAKLAND, CA 94614		PC	EMPLOYEE MATCHING GIFT	1,000.
UNITED WAY OF THE BAY AREA 550 KEARNY STREET, SUITE 1000 SAN FRANCISCO, CA 94108		PC	EMPLOYEE MATCHING GIFT	1,000.
SAN MATEO COUNTY COMMUNITY COLLEGES FOUNDATION 3401 CSM DRIVE SAN MATEO, CA 94402		GOV	EMPLOYEE MATCHING GIFT	1,000.
CHINESE IMMERSION SCHOOL AT DEAVILA PTA 1250 WALLER ST SAN FRANCISCO, CA 94117		PC	EMPLOYEE MATCHING GIFT	800.
NATIONAL MULTIPLE SCLEROSIS SOCIETY - NORTHERN CA CHAPTER 1700 OWENS STREET SUITE 190 SAN FRANCISCO, CA 94158		PC	EMPLOYEE MATCHING GIFT	800.
CARE, USA P.O. BOX 7039 MERRIFIELD, VA 22116		PC	EMPLOYEE MATCHING GIFT	800.
Total from continuation sheets				

Part XV Supplementary Information

3 Grants and Contributions Paid During the Year (Continuation)

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
NIA HOUSE LEARNING CENTER 2234 NINTH STREET BERKELEY, CA 94710		PC	EMPLOYEE MATCHING GIFT	700.
OBERLIN COLLEGE AND CONSERVATORY OFFICE OF DEVELOPMENT 50 WEST LORAIN STREET OBERLIN, OH 44074		PC	EMPLOYEE MATCHING GIFT	600.
SOUTHERN UTAH WILDERNESS ALLIANCE 425 EAST 100 SOUTH SALT LAKE CITY, UT 84111		PC	EMPLOYEE MATCHING GIFT	600.
THE NATURE CONSERVANCY 4245 NORTH FAIRFAX DRIVE, SUITE 100 ARLINGTON, VA 22203-1600		PC	EMPLOYEE MATCHING GIFT	600.
THE PACIFICA FOUNDATION 1925 MARTIN LUTHER KING, JR. WAY BERKELEY, CA 94704-1037		PC	EMPLOYEE MATCHING GIFT	580.
SECOND HARVEST FOOD BANK 4001 NORTH 1ST STREET SAN JOSE, CA 95134		PC	EMPLOYEE MATCHING GIFT	550.
SACRED HEART COMMUNITY SERVICE 1381 SOUTH FIRST STREET SAN JOSE, CA 95110		PC	EMPLOYEE MATCHING GIFT	550.
SAN FRANCISCO COURT APPOINTED SPECIAL ADVOCATE 2535 MISSION STREET SAN FRANCISCO, CA 94110		PC	EMPLOYEE MATCHING GIFT	500.
SF-MARIN FOOD BANK 900 PENNSYLVANIA AVENUE SAN FRANCISCO, CA 94107		PC	EMPLOYEE MATCHING GIFT	500.
UNIVERSITY OF CALIFORNIA BERKELEY FOUNDATION 2080 ADDISON STREET #4200 BERKELEY, CA 94720-4200		PC	EMPLOYEE MATCHING GIFT	500.
Total from continuation sheets				

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

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
NATIONAL MULTIPLE SCLEROSIS SOCIETY - NORTHERN CA CHAPTER 1700 OWENS STREET SUITE 190 SAN FRANCISCO, CA 94158		PC	EMPLOYEE MATCHING GIFT	500.
CHILDREN'S MEDICAL AID FOUNDATION P.O. BOX 301 SONOMA, CA 95476		PC	EMPLOYEE MATCHING GIFT	500.
URBAN PATHWAYS, INC 575 8TH AVENUE, 16TH FLOOR NEW YORK, NY 10018		PC	EMPLOYEE MATCHING GIFT	500.
SIERRA AVALANCHE CENTER P.O. BOX 3725 TRUCKEE, CA 96160		PC	EMPLOYEE MATCHING GIFT	500.
DARTMOUTH COLLEGE OFFICE OF GIFT RECORDING 6066 DEVELOPMENT OFFICE HANOVER, NH 03755-4400		PC	EMPLOYEE MATCHING GIFT	500.
CALIFORNIA STATE PARKS FOUNDATION 50 FRANCISCO ST STE 110 SAN FRANCISCO, CA 94133-2108		PC	EMPLOYEE MATCHING GIFT	500.
LA PENA CULTURAL CENTER 3105 SHATTUCK AVENUE BERKELEY, CA 94705		PC	EMPLOYEE MATCHING GIFT	500.
CHICANA LATINA FOUNDATION OF NORTHERN CALIFORNIA 1419 BURLINGAME AVE. SUITE W2 BURLINGAME, CA 94010		PC	EMPLOYEE MATCHING GIFT	417.
FIRST PRESBYTERIAN CHURCH OF BERKELEY 2407 DANA ST BERKELEY, CA 94704-2207		PC	EMPLOYEE MATCHING GIFT	400.
SOUTHERN POVERTY LAW CENTER INC. 400 WASHINGTON AVENUE MONTGOMERY, AL 36104		PC	EMPLOYEE MATCHING GIFT	360.
Total from continuation sheets				

Part XV Supplementary Information

3 Grants and Contributions Paid During the Year (Continuation)

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
THE BERKELEY SCHOOL 1310 UNIVERSITY AVENUE BERKELEY, CA 94702		PC	EMPLOYEE MATCHING GIFT	350.
NIA HOUSE LEARNING CENTER 2234 NINTH STREET BERKELEY, CA 94710		PC	EMPLOYEE MATCHING GIFT	350.
VILLAGE ENTERPRISE 751 LAUREL STREET, PMB 222 SAN CARLOS, CA 94070		PC	EMPLOYEE MATCHING GIFT	300.
KQED/NORTHERN CA PUBLIC BROADCASTING ATTN: MEMBERSHIP DEPT 2601 MARIPOSA ST SAN FRANCISCO, CA 94110-1426		PC	EMPLOYEE MATCHING GIFT	300.
UNIVERSITY OF CALIFORNIA BERKELEY FOUNDATION 2080 ADDISON STREET #4200 BERKELEY, CA 94720-4200		PC	EMPLOYEE MATCHING GIFT	300.
KALW PUBLIC RADIO 500 MANSELL STREET SAN FRANCISCO, CA 94134		PC	EMPLOYEE MATCHING GIFT	250.
AMERICAN DIABETES ASSOCIATION 1701 NORTH BEAUREGARD STREET ALEXANDRIA, VA 22311		PC	EMPLOYEE MATCHING GIFT	250.
DOCTORS WITHOUT BORDERS USA INC 333 SEVENTH AVE 2ND FLOOR NEW YORK, NY 10001		PC	EMPLOYEE MATCHING GIFT	250.
SOCIETY OF THE SACRED HEART U.S. PROVINCE 4120 FOREST PARK AVE SAINT LOUIS, MO 63108-2809		PC	EMPLOYEE MATCHING GIFT	250.
SAN FRANCISCO AIDS FOUNDATION 1035 MARKET STREET, SUITE 400 SAN FRANCISCO, CA 94103		PC	EMPLOYEE MATCHING GIFT	206.
Total from continuation sheets				

Part XV Supplementary Information

3 Grants and Contributions Paid During the Year (Continuation)

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
HEALTHY PLANET FOUNDATION USA PO BOX 27371 SAN FRANCISCO, CA 94127		PC	EMPLOYEE MATCHING GIFT	200.
ACTS OF SIMPLE KINDNESS P.O. BOX 16810 PHOENIX, AZ 85011		PC	EMPLOYEE MATCHING GIFT	200.
LA CASA DE LAS MADRES 1663 MISSION STREET, SUITE 225 SAN FRANCISCO, CA 94103		PC	EMPLOYEE MATCHING GIFT	200.
CAMFED USA 465 CALIFORNIA ST., SUITE 626 SAN FRANCISCO, CA 94104		PC	EMPLOYEE MATCHING GIFT	200.
DA VINCI SCHOOLS 13500 AVIATION BOULEVARD HAWTHORNE, CA 90250		PC	EMPLOYEE MATCHING GIFT	200.
KQED/NORTHERN CA PUBLIC BROADCASTING ATTN: MEMBERSHIP DEPT 2601 MARIPOSA ST SAN FRANCISCO, CA 94110-1426		PC	EMPLOYEE MATCHING GIFT	200.
THE NATURE CONSERVANCY 4245 NORTH FAIRFAX DRIVE, SUITE 100 ARLINGTON, VA 22203-1600		PC	EMPLOYEE MATCHING GIFT	200.
HARVARD UNIVERSITY OFFICE OF RECORDING SECRETARY 124 MT AUBURN STREET CAMBRIDGE, MA 02138		PC	EMPLOYEE MATCHING GIFT	200.
BAY AREA OUTREACH AND RECREATION PROGRAM 3075 ADELINE STREET, SUITE 155 BERKELEY, CA 94703-2545		PC	EMPLOYEE MATCHING GIFT	200.
ASANTE AFRICA FOUNDATION 1334 CARLTON PLACE LIVERMORE, CA 94550		PC	EMPLOYEE MATCHING GIFT	200.
Total from continuation sheets				

Part XV Supplementary Information

3 Grants and Contributions Paid During the Year (Continuation)

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
PIEDMONT COUILL, BOY SCOUTS OF AMERICA 10 HIGHLAND WAY PIEDMONT, CA 94611		PC	EMPLOYEE MATCHING GIFT	200.
REBUILDING TOGETHER, OAKLAND 1171 OCEAN AVE #100 OAKLAND, CA 94608		PC	EMPLOYEE MATCHING GIFT	200.
LEUKEMIA & LYMPHOMA SOCIETY INC 221 MAIN STREET SUITE 1650 SAN FRANCISCO, CA 94105		PC	EMPLOYEE MATCHING GIFT	200.
ANZA-BORREGO FOUNDATION P.O. BOX 2001 BORREGO SPRINGS, CA		PC	EMPLOYEE MATCHING GIFT	200.
AMERICAN HEART ASSOCIATION 7272 GREENVILLE AVE. DALLAS, TX 75231		PC	EMPLOYEE MATCHING GIFT	200.
AMERICAN HEART ASSOCIATION 7272 GREENVILLE AVE. DALLAS, TX 75231		PC	EMPLOYEE MATCHING GIFT	200.
BAY AREA OUTREACH AND RECREATION PROGRAM 3075 ADELINE STREET, SUITE 155 BERKELEY, CA 94703-2545		PC	EMPLOYEE MATCHING GIFT	200.
EAST BAY ASIAN YOUTH CENTER 2025 E 12TH ST OAKLAND, CA 94606		PC	EMPLOYEE MATCHING GIFT	200.
HEART CONSCIOUSNESS CHURCH WESTAMERICA BANK 1110 WASHINGTON ST. CALISTOGA, CA 94515		PC	EMPLOYEE MATCHING GIFT	200.
ASSOCIATED PARENT CLUBS OF PIEDMONT PO BOX 11139 PIEDMONT, CA 94611		PC	EMPLOYEE MATCHING GIFT	150.
Total from continuation sheets				

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

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
BAY AREA OUTREACH AND RECREATION PROGRAM 3075 ADELINE STREET, SUITE 155 BERKELEY, CA 94703-2545		PC	EMPLOYEE MATCHING GIFT	150.
ALZHEIMER'S ASSOCIATION N. CALIFORNIA & N. NEVADA 2290 NORTH FIRST ST, SUITE 101 SAN JOSE, CA 95131		PC	EMPLOYEE MATCHING GIFT	120.
SOUTHERN POVERTY LAW CENTER INC. 400 WASHINGTON AVENUE MONTGOMERY, AL 36104		PC	EMPLOYEE MATCHING GIFT	100.
EARTH ISLAND INSTITUTE 2150 ALLSTON WAY, SUITE 460 BERKELEY, CA 94704-1375		PC	EMPLOYEE MATCHING GIFT	100.
POMONA COLLEGE 333 NORTH COLLEGE WAY CLAREMONT, CA 91711		PC	EMPLOYEE MATCHING GIFT	100.
SHOTGUN PLAYERS 1901 ASHBY AVENUE BERKELEY, CA 94703		PC	EMPLOYEE MATCHING GIFT	100.
DESTINY ARTS CENTER 970 GRACE AVENUE OAKLAND, CA 94608		PC	EMPLOYEE MATCHING GIFT	100.
CHARLOTTE MAXWELL CLINIC 610 16TH STREET, SUITE 426 OAKLAND, CA 94612		PC	EMPLOYEE MATCHING GIFT	100.
TUTORPEDIA FOUNDATION 365 VERMONT ST SAN FRANCISCO, CA 94103		PC	EMPLOYEE MATCHING GIFT	100.
BAY AREA OUTREACH AND RECREATION PROGRAM 3075 ADELINE STREET, SUITE 155 BERKELEY, CA 94703-2545		PC	EMPLOYEE MATCHING GIFT	100.
Total from continuation sheets				

Part XV Supplementary Information

3 Grants and Contributions Paid During the Year (Continuation)

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
URBAN PATHWAYS, INC 575 8TH AVENUE, 16TH FLOOR NEW YORK, NY 10018		PC	EMPLOYEE MATCHING GIFT	100.
NATIONAL MULTIPLE SCLEROSIS SOCIETY - NORTHERN CA CHAPTER 1700 OWENS STREET SUITE 190 SAN FRANCISCO, CA 94158		PC	EMPLOYEE MATCHING GIFT	100.
COMMUNITY PARTNERS 1000 NORTH ALAMEDA STREET, SUITE 240 LOS ANGELES, CA 90012		PC	EMPLOYEE MATCHING GIFT	100.
ATTITUDINAL HEALING CONNECTION 3278 WEST STREET OAKLAND, CA 94608		PC	EMPLOYEE MATCHING GIFT	100.
LEAGUE TO SAVE LAKE TAHOE 2608 LAKE TAHOE BLVD SOUTH LAKE TAHOE, CA 96150-7709		PC	EMPLOYEE MATCHING GIFT	100.
ALZHEIMER'S ASSOCIATION N. CALIFORNIA & N. NEVADA 2290 NORTH FIRST ST, SUITE 101 SAN JOSE, CA 95131		PC	EMPLOYEE MATCHING GIFT	80.
AMERICAN RED CROSS BAY AREA 1663 MARKET ST. SAN FRANCISCO, CA 94103		PC	EMPLOYEE MATCHING GIFT	70.
TONY LA RUSSA'S ANIMAL RESCUE FOUNDATION 2890 MITCHELL DRIVE WALNUT CREEK, CA 94598-1635		PC	EMPLOYEE MATCHING GIFT	70.
Total from continuation sheets				

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

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
PASADENA CITY COLLEGE 1570 EAST COLORADO BLVD. ROOM C203 PASADENA, CA 91106		GOV	LOS ANGELES SCHOLARS INVESTMENT FUND	110,000.
U.S. EDUCATION DELIVERY INSTITUTE 1250 H STREET NW, SUITE 880 WASHINGTON, DC 20005		SO I	PLANNING GRANTS	200,000.
COACHELLA VALLEY ECONOMIC PARTNERSHIP 3111 EAST TAHQUITZ CANYON WAY PALM SPRINGS, CA 92262		PC	PROJECT GRANT	350,000.
COACHELLA VALLEY ECONOMIC PARTNERSHIP 3111 EAST TAHQUITZ CANYON WAY PALM SPRINGS, CA 92262		PC	PROJECT GRANT	350,000.
FOUNDATION FOR CALIFORNIA COMMUNITY COLLEGES 1102 Q. STREET SUITE 4800 SACRAMENTO, CA 95811		PC	PROJECT GRANT	300,000.
OPPORTUNITY INSTITUTE 2001 CENTER ST BERKELEY, CA 94704		PC	PROJECT GRANT	250,000.
CALIFORNIA STATE UNIVERSITY SAN BERNARDINO PHILANTHROPIC FOUNDATION 5500 UNIVERSITY PARKWAY, AD-104 SAN BERNARDINO, CA 92407		PC	PROJECT GRANT	250,000.
REGENTS OF THE UNIVERSITY OF CALIFORNIA, DAVIS OFFICE OF RESEARCH-SPONSORED PROGRAMS 1850 RESEARCH PARK DRIVE, SUITE 300 DAVIS, CA 95618		GOV	PROJECT GRANT	200,000.
CALIFORNIA STATE UNIVERSITY SAN BERNARDINO PHILANTHROPIC FOUNDATION 5500 UNIVERSITY PARKWAY, AD-104 SAN BERNARDINO, CA 92407		PC	PROJECT GRANT	150,000.
COACHELLA VALLEY ECONOMIC PARTNERSHIP 3111 EAST TAHQUITZ CANYON WAY PALM SPRINGS, CA 92262		PC	PROJECT GRANT	150,000.
Total from continuation sheets				8,197,532.

Part XV Supplementary Information

3 Grants and Contributions Approved for Future Payment (Continuation)

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
REGENTS OF THE UNIVERSITY OF CALIFORNIA, LOS ANGELES 405 HILGARD AVENUE 2221 MURPHY HALL BOX 951410 LOS ANGELES, CA 90095-1410		GOV	PROJECT GRANT	120,000.
COACHELLA VALLEY ECONOMIC PARTNERSHIP 3111 EAST TAHQUITZ CANYON WAY PALM SPRINGS, CA 92262		PC	PROJECT GRANT	100,000.
CAMPAIGN FOR COLLEGE OPPORTUNITY 714 W. OLYMPIC BLVD., SUITE 745 LOS ANGELES, CA 90015		PC	PROJECT GRANT	50,000.
WILLIAMS GROUP 70 IONIA AVE SW STE 200 GRAND RAPIDS, MI 49503		NC	PROJECT GRANT	12,490.
CALIFORNIA COMMUNITY FOUNDATION 221 S. FIGUEROA ST., SUITE 400 LOS ANGELES, CA 90012		PC	PROJECT WITH SCHOLARSHIPS	1,535,000.
CALIFORNIA COMMUNITY FOUNDATION 221 S. FIGUEROA ST., SUITE 400 LOS ANGELES, CA 90012		PC	PROJECT WITH SCHOLARSHIPS	1,135,000.
THE COMMUNITY FOUNDATION 3700 SIXTH STREET SUITE 200 RIVERSIDE, CA 92501		PC	PROJECT WITH SCHOLARSHIPS	1,050,000.
THE COMMUNITY FOUNDATION 3700 SIXTH STREET SUITE 200 RIVERSIDE, CA 92501		PC	PROJECT WITH SCHOLARSHIPS	1,050,000.
MARCUS A. FOSTER EDUCATIONAL INSTITUTE 610 16TH STREET SUITE 400 OAKLAND, CA 94612		PC	PROJECT WITH SCHOLARSHIPS	209,000.
ORANGE COUNTY ASIAN AND PACIFIC ISLANDER COMMUNITY ALLIANCE 12900 GARDEN GROVE BLVD., STE 214A GARDEN GROVE, CA 92843		PC	PROJECT WITH SCHOLARSHIPS	174,000.
Total from continuation sheets				

Part XV Supplementary Information

3 Grants and Contributions Approved for Future Payment (Continuation)

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
EAST BAY COLLEGE FUND 2030 FRANKLIN ST SUITE 210 OAKLAND, CA 94612		PC	STRATEGIC SCHOLARSHIPS	199,000.
STUDENTS RISING ABOVE P.O. BOX 29174 SAN FRANCISCO, CA 94129		PC	STRATEGIC SCHOLARSHIPS	108,000.
UNIVERSITY ENTERPRISES, INC. 6000 J STREET SACRAMENTO, CA 95819		SO III FI	SUPPORTING ACTIVITIES	85,042.
SIERRA HEALTH FOUNDATION CENTER FOR HEALTH PROGRAM MANAGEMENT 1321 GARDEN HIGHWAY SACRAMENTO, CA 95822		PC	SUPPORTING ACTIVITIES	60,000.
Total from continuation sheets				

Underpayment of Estimated Tax by Corporations

Department of the Treasury
Internal Revenue Service

▶ Attach to the corporation's tax return. **FORM 990-PF**

2015

▶ Information about Form 2220 and its separate instructions is at www.irs.gov/form2220.

Name **COLLEGE FUTURES FOUNDATION** Employer identification number **94-2618667**

Note: Generally, the corporation is not required to file Form 2220 (see Part II below for exceptions) because the IRS will figure any penalty owed and bill the corporation. However, the corporation may still use Form 2220 to figure the penalty. If so, enter the amount from page 2, line 38 on the estimated tax penalty line of the corporation's income tax return, but **do not** attach Form 2220.

Part I Required Annual Payment			
1	Total tax (see instructions)	1	605,586.
2a	Personal holding company tax (Schedule PH (Form 1120), line 26) included on line 1	2a	
2b	Look-back interest included on line 1 under section 460(b)(2) for completed long-term contracts or section 167(g) for depreciation under the income forecast method	2b	
2c	Credit for federal tax paid on fuels (see instructions)	2c	
2d	Total. Add lines 2a through 2c	2d	
3	Subtract line 2d from line 1. If the result is less than \$500, do not complete or file this form. The corporation does not owe the penalty	3	605,586.
4	Enter the tax shown on the corporation's 2014 income tax return (see instructions). Caution: If the tax is zero or the tax year was for less than 12 months, skip this line and enter the amount from line 3 on line 5	4	868,498.
5	Required annual payment. Enter the smaller of line 3 or line 4. If the corporation is required to skip line 4, enter the amount from line 3	5	605,586.

Part II Reasons for Filing - Check the boxes below that apply. If any boxes are checked, the corporation **must** file Form 2220 even if it does not owe a penalty (see instructions).

6	<input type="checkbox"/> The corporation is using the adjusted seasonal installment method.
7	<input type="checkbox"/> The corporation is using the annualized income installment method.
8	<input checked="" type="checkbox"/> The corporation is a "large corporation" figuring its first required installment based on the prior year's tax.

Part III Figuring the Underpayment

	(a)	(b)	(c)	(d)	
9 Installment due dates. Enter in columns (a) through (d) the 15th day of the 4th (Form 990-PF filers: Use 5th month), 6th, 9th, and 12th months of the corporation's tax year	9	05/15/15	06/15/15	09/15/15	12/15/15
10 Required installments. If the box on line 6 and/or line 7 above is checked, enter the amounts from Sch A, line 38. If the box on line 8 (but not 6 or 7) is checked, see instructions for the amounts to enter. If none of these boxes are checked, enter 25% of line 5 above in each column.	10	151,397.	151,396.	151,397.	151,396.
11 Estimated tax paid or credited for each period (see instructions). For column (a) only, enter the amount from line 11 on line 15	11	176,000.	272,000.	50,000.	27,000.
Complete lines 12 through 18 of one column before going to the next column.					
12 Enter amount, if any, from line 18 of the preceding column	12		24,603.	145,207.	43,810.
13 Add lines 11 and 12	13		296,603.	195,207.	70,810.
14 Add amounts on lines 16 and 17 of the preceding column	14				
15 Subtract line 14 from line 13. If zero or less, enter -0-	15	176,000.	296,603.	195,207.	70,810.
16 If the amount on line 15 is zero, subtract line 13 from line 14. Otherwise, enter -0-	16		0.	0.	
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	17				80,586.
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	18	24,603.	145,207.	43,810.	

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.
LHA For Paperwork Reduction Act Notice, see separate instructions. Form 2220 (2015)

Part IV Figuring the Penalty

	(a)	(b)	(c)	(d)
19 Enter the date of payment or the 15th day of the 3rd month after the close of the tax year, whichever is earlier (see instructions). <i>(Form 990-PF and Form 990-T filers: Use 5th month instead of 3rd month.)</i>	19			
20 Number of days from due date of installment on line 9 to the date shown on line 19	20			
21 Number of days on line 20 after 4/15/2015 and before 7/1/2015	21			
22 Underpayment on line 17 x $\frac{\text{Number of days on line 21} \times 3\%}{365}$	22 \$	\$	\$	\$
23 Number of days on line 20 after 06/30/2015 and before 10/1/2015	23			
24 Underpayment on line 17 x $\frac{\text{Number of days on line 23} \times 3\%}{365}$	24 \$	\$	\$	\$
25 Number of days on line 20 after 9/30/2015 and before 1/1/2016	25			
26 Underpayment on line 17 x $\frac{\text{Number of days on line 25} \times 3\%}{365}$	26 \$	\$	\$	\$
27 Number of days on line 20 after 12/31/2015 and before 4/1/2016	27	SEE ATTACHED WORKSHEET		
28 Underpayment on line 17 x $\frac{\text{Number of days on line 27} \times 3\%}{366}$	28 \$	\$	\$	\$
29 Number of days on line 20 after 3/31/2016 and before 7/1/2016	29			
30 Underpayment on line 17 x $\frac{\text{Number of days on line 29} \times \%}{366}$	30 \$	\$	\$	\$
31 Number of days on line 20 after 6/30/2016 and before 10/01/2016	31			
32 Underpayment on line 17 x $\frac{\text{Number of days on line 31} \times \%}{366}$	32 \$	\$	\$	\$
33 Number of days on line 20 after 9/30/2016 and before 1/1/2017	33			
34 Underpayment on line 17 x $\frac{\text{Number of days on line 33} \times \%}{366}$	34 \$	\$	\$	\$
35 Number of days on line 20 after 12/31/2016 and before 2/16/2017	35			
36 Underpayment on line 17 x $\frac{\text{Number of days on line 35} \times \%}{365}$	36 \$	\$	\$	\$
37 Add lines 22, 24, 26, 28, 30, 32, 34, and 36	37 \$	\$	\$	\$
38 Penalty. Add columns (a) through (d) of line 37. Enter the total here and on Form 1120; line 33; or the comparable line for other income tax returns	38			\$ 1,103.

* 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.

**FORM 990-PF
UNDERPAYMENT OF ESTIMATED TAX WORKSHEET**

Name(s) COLLEGE FUTURES FOUNDATION					Identifying Number 94-2618667
(A) *Date	(B) Amount	(C) Adjusted Balance Due	(D) Number Days Balance Due	(E) Daily Penalty Rate	(F) Penalty
		-0-			
05/15/15	151,397.	151,397.			
05/15/15	-176,000.	-24,603.			
06/12/15	-272,000.	-296,603.			
06/15/15	151,396.	-145,207.			
09/14/15	-50,000.	-195,207.			
09/15/15	151,397.	-43,810.			
12/14/15	-27,000.	-70,810.			
12/15/15	151,396.	80,586.	16	.000082192	106.
12/31/15	0.	80,586.	91	.000081967	601.
03/31/16	0.	80,586.	45	.000109290	396.
Penalty Due (Sum of Column F).					1,103.

* Date of estimated tax payment, withholding credit date or installment due date.

FORM 990-PF INTEREST ON SAVINGS AND TEMPORARY CASH INVESTMENTS STATEMENT 1

SOURCE	(A) REVENUE PER BOOKS	(B) NET INVESTMENT INCOME	(C) ADJUSTED NET INCOME
STUDENT LOAN INTEREST	162,816.	162,816.	
TOTAL TO PART I, LINE 3	162,816.	162,816.	

FORM 990-PF DIVIDENDS AND INTEREST FROM SECURITIES STATEMENT 2

SOURCE	GROSS AMOUNT	CAPITAL GAINS DIVIDENDS	(A) REVENUE PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME
INTEREST & DIVIDENDS	4,505,844.	0.	4,505,844.	4,396,715.	
TO PART I, LINE 4	4,505,844.	0.	4,505,844.	4,396,715.	

FORM 990-PF OTHER INCOME STATEMENT 3

DESCRIPTION	(A) REVENUE PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME
MISCELLANEOUS INCOME	65,380.	65,380.	
METROPOLITAN REAL ESTATE PARTNERS V, LP	114,794.	-12,256.	
METROPOLITAN REAL ESTATE PARTNERS GLOBAL II, LP	-84,383.	44,715.	
PARK STREET CAPITAL NATURAL RESOURCE FUND IV LP	-162,214.	-31,847.	
PARK STREET CAPITAL NATURAL RESOURCE FUND III, L.P.	12,725.	68,155.	
PARK STREET CAPITAL NATURAL RESOURCE FUND III AIV, L.P.	-23,830.	-1,829.	
LEGACY VENTURE V (QP), LLC	-166,102.	-13,194.	
GLOBAL ENDOWMENT MANAGEMENT FUND II GEM STL FUND	-2,404,622.	7,975,641.	
COMMONFUND CAPITAL PRIVATE EQUITY PARTNERS VII L.P.	-54,835.	4.	
COMMONFUND CAPITAL INTERNATIONAL PARTNERS VI, LP	-16,383.	-653.	
COMMONFUND CAPITAL VENTURE PARTNERS VIII, L.P.	-11,487.	-11,413.	
	-62,413.	-62,197.	

COMMONFUND CAPITAL INTERNATIONAL PARTNERS VII, L.P.	-29,785.	-30,844.
COMMONFUND CAPITAL VENTURE PARTNERS IX, L.P.	-36,803.	-36,644.
TOTAL TO FORM 990-PF, PART I, LINE 11	-2,859,958.	7,953,018.

FORM 990-PF LEGAL FEES STATEMENT 4

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
LEGAL FEES	8,473.	0.		8,473.
TO FM 990-PF, PG 1, LN 16A	8,473.	0.		8,473.

FORM 990-PF ACCOUNTING FEES STATEMENT 5

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
ACCOUNTING FEES	67,809.	6,000.		61,809.
TO FORM 990-PF, PG 1, LN 16B	67,809.	6,000.		61,809.

FORM 990-PF OTHER PROFESSIONAL FEES STATEMENT 6

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
RECRUITING EXPENSE	31,775.	0.		31,775.
OTHER PROJECT CONSULTING	65,287.	0.		65,287.
TO FORM 990-PF, PG 1, LN 16C	97,062.	0.		97,062.

FORM 990-PF	TAXES			STATEMENT	7
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES	
INCOME/EXCISE TAX EXPENSE	201,122.	0.		0.	
TO FORM 990-PF, PG 1, LN 18	201,122.	0.		0.	

FORM 990-PF	OTHER EXPENSES			STATEMENT	8
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES	
SEMINARS AND TRAINING	10,260.	0.		10,260.	
OFFICE EXPENSE	39,363.	0.		39,363.	
SYSTEMS EXPENSE	356,647.	0.		356,647.	
INSURANCE	49,985.	0.		49,985.	
BANK FEES	110.	0.		110.	
COMMUNICATION & OUTREACH WEBSITE	133,489. 7,931.	0. 0.		133,489. 7,931.	
INVESTMENT ADVISORY FEES	376.	8,401,081.		0.	
SERVICING FEE	17,782.	17,782.		0.	
COMMON EXPENSE ALLOCATION	-9,967.	27,443.		-37,410.	
BOARD EXPENSES	64,247.	0.		64,247.	
DIRECT CHARITABLE ACTIVITIES	1,471,578.	0.		1,471,578.	
OTHER INVESTMENT EXPENSES	-729.	0.		0.	
TO FORM 990-PF, PG 1, LN 23	2,141,072.	8,446,306.		2,096,200.	

FORM 990-PF	OTHER INVESTMENTS		STATEMENT	9
DESCRIPTION	VALUATION METHOD	BOOK VALUE	FAIR MARKET VALUE	
INVESTMENTS - PARTNERSHIPS	FMV	455,828,480.	455,828,480.	
TOTAL TO FORM 990-PF, PART II, LINE 13		455,828,480.	455,828,480.	

FORM 990-PF	OTHER ASSETS		STATEMENT 10
DESCRIPTION	BEGINNING OF YR BOOK VALUE	END OF YEAR BOOK VALUE	FAIR MARKET VALUE
DEPOSITS	54,707.	56,252.	56,252.
DEFERRED COMPENSATION	219,553.	290,494.	290,494.
DUE FROM SUBSIDIARY	24,166.	70,799.	70,799.
PREPAID TAXES	187,000.	187,000.	187,000.
TO FORM 990-PF, PART II, LINE 15	485,426.	604,545.	604,545.

FORM 990-PF	OTHER LIABILITIES		STATEMENT 11
DESCRIPTION	BOY AMOUNT	EOY AMOUNT	
DEFERRED EXCISE TAX PAYABLE	1,511,960.	1,182,611.	
EXCISE TAX PAYABLE - CURRENT	204,101.	2,394.	
TOTAL TO FORM 990-PF, PART II, LINE 22	1,716,061.	1,185,005.	

FORM 990-PF	INTEREST AND PENALTIES		STATEMENT 12
TAX DUE FROM FORM 990-PF, PART VI			5,586.
UNDERPAYMENT PENALTY			1,103.
LATE PAYMENT INTEREST			113.
LATE PAYMENT PENALTY			168.
TOTAL AMOUNT DUE			6,970.

FORM 990-PF	LATE PAYMENT PENALTY				STATEMENT 13
DESCRIPTION	DATE	AMOUNT	BALANCE	MONTHS	PENALTY
TAX DUE	05/15/16	80,586.	80,586.		
EXTENSION PAYMENT	05/15/16	-75,000.	5,586.	6	168.
DATE FILED	11/15/16		5,586.		
TOTAL LATE PAYMENT PENALTY					168.

LINDA DAVIS TAYLOR ONE FRONT STREET, SUITE 1325 SAN FRANCISCO, CA 94111	BOARD MEMBER 1.50	16,000.	0.	0.
JOSEPH W. WATSON ONE FRONT STREET, SUITE 1325 SAN FRANCISCO, CA 94111	BOARD MEMBER 1.50	16,000.	0.	0.
RICHARD WHITMORE ONE FRONT STREET, SUITE 1325 SAN FRANCISCO, CA 94111	BOARD MEMBER 1.50	16,000.	0.	0.
PHILLIPPE WALLACE ONE FRONT STREET, SUITE 1325 SAN FRANCISCO, CA 94111	CFO & TREASURER 40.00	264,788.	50,523.	0.
JULIA I. LOPEZ ONE FRONT STREET, SUITE 1325 SAN FRANCISCO, CA 94111	PRESIDENT/CEO 40.00	432,280.	93,725.	0.
JACKIE KHOR ONE FRONT STREET, SUITE 1325 SAN FRANCISCO, CA 94111	VICE PRESIDENT FOR PROGRAMS 40.00	230,965.	77,069.	0.
TOTALS INCLUDED ON 990-PF, PAGE 6, PART VIII		<u>1,102,033.</u>	<u>221,317.</u>	<u>0.</u>

FORM 990-PF SUMMARY OF DIRECT CHARITABLE ACTIVITIES STATEMENT 16

ACTIVITY ONE

FOUNDATION-ADMINISTERED PROJECT FOR OUTREACH, TECHNICAL ASSISTANCE, AND POLICY ANALYSIS REGARDING APPROACHES TO HIGHER EDUCATION FINANCE AND BUDGETING TO IMPROVE BACCALAUREATE DEGREE COMPLETION AMONG LOW-INCOME STUDENTS.

EXPENSES

TO FORM 990-PF, PART IX-A, LINE 1

335,650.

FORM 990-PF

SUMMARY OF DIRECT CHARITABLE ACTIVITIES

STATEMENT 17

ACTIVITY FOUR

FOUNDATION-ADMINISTERED PROJECT TO FUND CONSULTING AND
CONVENINGS TO FACILITATE THE DEVELOPMENT AND EARLY
IMPLEMENTATION OF INSTITUTIONAL PRACTICES TO ENHANCE
SUCCESSFUL TRANSITIONS AND ALIGNED INSTITUTIONS FOR
LOW-INCOME STUDENTS, INCLUDING A FOCUS ON YOUNG MEN OF
COLOR.

EXPENSES

TO FORM 990-PF, PART IX-A, LINE 4

183,234.

College Access Foundation of California
 EIN: 94-2618667
 Gain and Loss Summary for 990-PF, Part IV
 For Year Ending 12/31/15

	<u>Date Acquired</u>	<u>Date Sold</u>	<u>Short Term</u>	<u>Long Term</u>	<u>1231 Gains</u>	<u>Term Unknown</u>	<u>Allocated to UBI</u>	<u>Total on 990-PF, Page 1, Part I, Line 7(b)</u>
Partnership								
Metropolitan Real Estate Partners V, LP	VAR	VAR	(2)	432,573	27,369		8,610	451,330
Metropolitan Real Estate Partners Global II, LP	VAR	VAR	(1,190)	293,229	(35,163)		6,199	250,677
Park Street Capital Natural Resource Fund IV LP	VAR	VAR	2,433	14,261	58,133		62,934	11,893
Park Street Capital Natural Resource Fund III, L.P.	VAR	VAR		(32,849)	989			(31,860)
Park Street Capital Natural Resource Fund III AIV, L.P.	VAR	VAR	(492)		403			(89)
Legacy Venture V (QP), LLC	VAR	VAR	34,080	881,605	105			915,790
GEF II	VAR	VAR	6,493,767	16,835,373	654,875		1,435,696	22,548,319
GEM STL Operating	VAR	VAR	(33,573)	(16,260)				(49,833)
Commonfund Capital Private Equity Partners VII L.P.	VAR	VAR				578,536	1,657	576,879
Commonfund Capital International Partners VI, LP	VAR	VAR				943,439		943,439
Commonfund Capital Venture Partners VIII, L.P.	VAR	VAR				421,622		421,622
Commonfund Capital International Partners VII, L.P.	VAR	VAR				88,466		88,466
Commonfund Capital Venture Partners IX, L.P.	VAR	VAR				127,008		127,008
Vanguard	VAR	VAR				104,861		104,861
								<u>26,358,502</u>

**COLLEGE FUTURES FOUNDATION
FKA: COLLEGE ACCESS FOUNDATION OF CALIFORNIA
FEIN: 94-2618667
ATTACHMENT TO FORM 990-PF, PART XV**

Form 990PF, Part XV — Name, Address and Phone for applications

Grants Administrator, support@collegefutures.org
1 Front Street, Suite 1325
San Francisco, CA 94111
415-287-1800

Form 990PF, Part XV — Restrictions or Limitations on Awards

Who Can Apply

College Futures Foundation welcomes grant applications from community-based, school-based and campus-based programs and organizations in California. We seek to increase the rate of bachelor's degree completion among California student populations who are low-income and have had historically low college success rates. Most Foundation grants are for one year, but we will consider multi-year grant requests (up to four years).

College Futures does NOT award scholarships directly to individual students.

Grant applications will be accepted from:

- California-based non-profit organizations that are classified as tax-exempt under section 501(c)(3) of the Internal Revenue Code, or have a fiscal sponsor with tax-exempt status; or
- California state, county or local public agencies or government entities.

We award grants to partner organizations that share our commitment to advance the following outcomes:

- **Successful Transitions:** Institutions ensure student readiness and effective transitions along the degree completion pathway, with special focus on transitions from secondary school to college, and from community college to four-year colleges and universities.
- **Regional Partnerships:** School districts, colleges, business, civic leaders and other stakeholders create alliances and organizational structures to align leaders, resources, and decision-making—focusing on bachelor's degree completion as part of a broader regional agenda.
- **Improved Policy and Practice:** Policymakers and practitioners address gaps between policies and practices at all levels affecting student success.

Our grants are organized around the following initiatives:

- **Pipeline to Degree—High School into College & Transfer to Completion:** Partnering with K-12 and postsecondary institutions to enhance student expectations, preparation, and interventions so that more young people get to and through four-year college and earn bachelor's degrees.
- **Higher Education Innovation Initiative:** Providing a platform for postsecondary institutions awarded state innovation dollars to further strengthen and scale their productive new approaches to student success.
- **Community Philanthropy for Student Success:** Partnering with community foundations to create long-term, sustainable funding for need-based scholarships to help more young people succeed.

In addition, the Foundation requires all grant applicants applying for grants that include scholarships to agree in advance to a set of Scholarship Grant Award Policies. This information can be accessed through the College Futures website, <http://collegefutures.org/our-grantees/for-grantees/grant-reporting/>.

The Foundation does NOT award grants for the following:

- Scholarships for graduate students.
- Scholarships for students attending vocational or trade schools.
- Scholarships awarded to students before their senior year of high school.
- Scholarship endowments or scholarship programs at individual colleges and universities that support students attending just that institution.

Form 990PF, Part XV — Submission Deadlines

Please check our website for deadlines.

2015 Grant Proposal Submission Deadlines: September 19, 2014, January 2, 2015, March 15, 2015, and June 5, 2015. Delegated grant deadlines are rolling throughout the year.

Form 990PF, Part XV — Form in which applications should be submitted and information and materials they should include.

The form in which applications should be submitted is dependent on the type of grant. Grant applications are accepted on an invitation-only basis. Please check our website for more information, or email support@collegefutures.org.