

Return of Private Foundation

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

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2018

Open to Public Inspection

Form **990-PF**

Department of the Treasury
Internal Revenue Service

For calendar year 2018 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) 1999 HARRISON STREET	Room/suite 1900	B Telephone number 415-287-1800
City or town, state or province, country, and ZIP or foreign postal code OAKLAND, CA 94612		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) \$ 488,742,191.	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	36,381.	36,381.		STATEMENT 2
	4 Dividends and interest from securities	3,114,082.	3,109,807.		STATEMENT 3
	5a Gross rents				
	b Net rental income or (loss)				
	6a Net gain or (loss) from sale of assets not on line 10	14,971,131.			
	b Gross sales price for all assets on line 6a	14,971,131.			
	7 Capital gain net income (from Part IV, line 2)		13,248,485.		
	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	5,635,400.	8,053,372.		STATEMENT 4	
12 Total. Add lines 1 through 11	23,756,994.	24,448,045.			
Operating and Administrative Expenses	13 Compensation of officers, directors, trustees, etc.	1,135,534.	41,619.		1,093,915.
	14 Other employee salaries and wages	1,731,410.	68,232.		1,663,178.
	15 Pension plans, employee benefits	706,534.	27,500.		716,622.
	16a Legal fees STMT 5	31,896.	0.		31,896.
	b Accounting fees STMT 6	82,208.	6,000.		76,208.
	c Other professional fees STMT 7	476,301.	0.		476,301.
	17 Interest				
	18 Taxes STMT 8	-62,665.	5,588.		168,487.
	19 Depreciation and depletion	288,076.	0.		
	20 Occupancy	269,002.	0.		269,002.
	21 Travel, conferences, and meetings	144,878.	0.		116,548.
	22 Printing and publications				
	23 Other expenses STMT 9	2,191,928.	2,985,150.		2,100,387.
	24 Total operating and administrative expenses. Add lines 13 through 23	6,995,102.	3,134,089.		6,712,544.
	25 Contributions, gifts, grants paid	16,565,500.			20,090,022.
26 Total expenses and disbursements. Add lines 24 and 25	23,560,602.	3,134,089.		26,802,566.	
27 Subtract line 26 from line 12:					
a Excess of revenue over expenses and disbursements	196,392.				
b Net investment income (if negative, enter -0-)		21,313,956.			
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	5,098,540.	3,268,074.	3,268,074.	
	2 Savings and temporary cash investments				
	3 Accounts receivable	10,500,000.			
	Less: allowance for doubtful accounts	5,000,000.	10,500,000.	10,500,000.	
	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	418,348.			
	Less: allowance for doubtful accounts	76,686.	625,722.	341,662.	
	8 Inventories for sale or use				
	9 Prepaid expenses and deferred charges		96,524.	155,106.	
	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 10	506,586,427.	472,038,298.	472,038,298.	
14 Land, buildings, and equipment: basis	2,621,161.				
Less: accumulated depreciation	1,202,306.	669,707.	1,418,855.		
15 Other assets (describe)	STATEMENT 11)	1,359,004.	1,020,196.	1,020,196.	
16 Total assets (to be completed by all filers - see the instructions. Also, see page 1, item I)		519,435,924.	488,742,191.	488,742,191.	
Liabilities	17 Accounts payable and accrued expenses	842,939.	1,486,154.		
	18 Grants payable	12,457,344.	9,081,196.		
	19 Deferred revenue				
	20 Loans from officers, directors, trustees, and other disqualified persons				
	21 Mortgages and other notes payable				
	22 Other liabilities (describe)	DEFERRED EXCISE TA)	2,328,127.	1,659,948.	
	23 Total liabilities (add lines 17 through 22)		15,628,410.	12,227,298.	
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		503,807,514.	476,514,893.	
	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		503,807,514.	476,514,893.		
31 Total liabilities and net assets/fund balances		519,435,924.	488,742,191.		

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	503,807,514.
2 Enter amount from Part I, line 27a	2	196,392.
3 Other increases not included in line 2 (itemize)	3	0.
4 Add lines 1, 2, and 3	4	504,003,906.
5 Decreases not included in line 2 (itemize)	5	27,489,013.
6 Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	476,514,893.

Part IV Capital Gains and Losses for Tax on Investment Income

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

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) ((e) plus (f) minus (g))
a			
b 14,971,131.			13,248,485.
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) FMV as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	
a			
b			13,248,485.
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	13,248,485.
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6): If gain, also enter in Part I, line 8, column (c). If (loss), enter -0- in Part I, line 8	3	N/A

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

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

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

Was the foundation liable for the section 4942 tax on the distributable amount of any year in the base period? Yes No
 If "Yes," the foundation doesn't qualify under section 4940(e). Do not complete this part.

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

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col. (b) divided by col. (c))
2017	21,310,276.	491,568,849.	.043352
2016	20,138,523.	464,296,531.	.043374
2015	22,940,205.	483,713,688.	.047425
2014	20,813,948.	468,540,238.	.044423
2013	22,580,252.	432,414,760.	.052219

2 Total of line 1, column (d)	2	.230793
3 Average distribution ratio for the 5-year base period - divide the total on line 2 by 5.0, or by the number of years the foundation has been in existence if less than 5 years	3	.046159
4 Enter the net value of noncharitable-use assets for 2018 from Part X, line 5	4	505,272,381.
5 Multiply line 4 by line 3	5	23,322,868.
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	213,140.
7 Add lines 5 and 6	7	23,536,008.
8 Enter qualifying distributions from Part XII, line 4	8	27,160,931.

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 checked="" type="checkbox"/> and enter 1% of Part I, line 27b		1	213,140.
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	213,140.
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	213,140.
6 Credits/Payments:			
a 2018 estimated tax payments and 2017 overpayment credited to 2018	6a	567,636.	
b Exempt foreign organizations - tax withheld at source	6b	0.	
c Tax paid with application for extension of time to file (Form 8868)	6c	25,000.	
d Backup withholding erroneously withheld	6d	0.	
7 Total credits and payments. Add lines 6a through 6d	7	592,636.	
8 Enter any penalty for underpayment of estimated tax. Check here <input type="checkbox"/> if Form 2220 is attached	8	0.	
9 Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed	9		
10 Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10	379,496.	
11 Enter the amount of line 10 to be: Credited to 2019 estimated tax 379,496. Refunded	11	0.	

Part VII-A Statements Regarding Activities

	Yes	No
1a During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?		X
b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes? See the instructions for the definition If the answer is "Yes" to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities.		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 checked="" type="checkbox"/> \$ 0. (2) On foundation managers. <input checked="" type="checkbox"/> \$ 0.		
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers. <input checked="" type="checkbox"/> \$ 0.		
2 Has the foundation engaged in any activities that have not previously been reported to the IRS? If "Yes," attach a detailed description of the activities.		X
3 Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? If "Yes," attach a conformed copy of the changes		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? If "Yes," attach the statement required by <i>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? If "Yes," complete Part II, col. (c), and Part XV	X	
8a Enter the states to which the foundation reports or with which it is registered. See instructions. <input checked="" 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> ? If "No," attach explanation	X	
9 Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2018 or the tax year beginning in 2018? See the instructions for Part XIV. If "Yes," complete Part XIV		X
10 Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses		X

Part VII-A Statements Regarding Activities (continued)

Table with 3 columns: Question, Yes, No. Rows 11-16 containing questions about controlled entities, distributions, public inspection requirements, website address, books in care, and foreign country interests.

Part VII-B Statements Regarding Activities for Which Form 4720 May Be Required

File Form 4720 if any item is checked in the "Yes" column, unless an exception applies.

Table with 3 columns: Question, Yes, No. Rows 1a-4b containing questions about disqualifying acts, taxes on failure to distribute income, and business enterprise interests.

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:		Yes	No
(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No			
(2) Influence the outcome of any specific public election (see section 4955); or to carry on, directly or indirectly, any voter registration drive? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No			
(3) Provide a grant to an individual for travel, study, or other similar purposes? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No			
(4) Provide a grant to an organization other than a charitable, etc., organization described in section 4945(d)(4)(A)? See instructions <input checked="" type="checkbox"/> Yes <input type="checkbox"/> No			
(5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No			
b 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 <input type="checkbox"/>	5b		X
Organizations relying on a current notice regarding disaster assistance, check here <input type="checkbox"/>			
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? <input checked="" type="checkbox"/> Yes <input type="checkbox"/> 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? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No			
b Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> 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? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No			
b If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	7b		N/A
8 Is the foundation subject to the section 4960 tax on payment(s) of more than \$1,000,000 in remuneration or excess parachute payment(s) during the year? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No			

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

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

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
SEE STATEMENT 13		1,135,534	201,859.	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
KENDALL GUTHRIE - 1999 HARRISON STREET, SUITE 1900, OAKLAND, CA	CHIEF LEARNING OFFICER 37.50	196,156.	33,964.	0.
KRYSTEN CURTIS - 1999 HARRISON STREET, SUITE 1900, OAKLAND, CA	DIRECTOR OF FINANCE & ADMIN 37.50	175,931.	45,119.	0.
SHAWN WHALEN - 1999 HARRISON STREET, SUITE 1900, OAKLAND, CA 94612	SENIOR PROGRAM OFFICER 37.50	163,696.	28,962.	0.
REGAN DOUGLASS - 1999 HARRISON STREET, SUITE 1900, OAKLAND, CA	DIRECTOR OF COMMUNICATIONS 37.50	137,239.	43,712.	0.
JUMIN KIM - 1999 HARRISON STREET, SUITE 1900, OAKLAND, CA 94612	STRATEGIC LEARNING OFFICER 37.50	107,099.	41,286.	0.
Total number of other employees paid over \$50,000 <input type="checkbox"/>				12

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
AMY DOMINGUEZ-ARMS 935 OXFORD ST., BERKELEY, CA 94707	PROGRAM RELATED CONSULTING	193,365.
LAUREN ASHER 621 KIRKHAM ST., SAN FRANCISCO, CA 94122	PROGRAM RELATED CONSULTING	98,170.
BPM LLP - 600 CALIFORNIA ST., SUITE 600, SAN FRANCISCO, CA 94108	AUDIT & TAX CONSULTING	93,477.
DARCIE HARVEY 1452 KEW GARDENS CT., SAN JOSE, CA 95120	DATA ORGANIZATION, RETRIEVAL & ANALYSIS	88,856.
ROBERT GABRINER 65 FAIRMOUNT ST., SAN FRANCISCO, CA 94131	PROGRAM RELATED CONSULTING	60,600.
Total number of others receiving over \$50,000 for professional services		1

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 <u>SEE STATEMENT 14</u>	471,609.
2 <u>SEE STATEMENT 15</u>	431,292.
3 <u>SEE STATEMENT 16</u>	269,972.
4 <u>SEE STATEMENT 17</u>	211,601.

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 <u>N/A</u>	
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	508,447,167.
b	Average of monthly cash balances	1b	4,103,709.
c	Fair market value of all other assets	1c	416,008.
d	Total (add lines 1a, b, and c)	1d	512,966,884.
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	512,966,884.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	7,694,503.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	505,272,381.
6	Minimum investment return. Enter 5% of line 5	6	25,263,619.

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	25,263,619.
2a	Tax on investment income for 2018 from Part VI, line 5	2a	213,140.
b	Income tax for 2018. (This does not include the tax from Part VI.)	2b	124,666.
c	Add lines 2a and 2b	2c	337,806.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	24,925,813.
4	Recoveries of amounts treated as qualifying distributions	4	0.
5	Add lines 3 and 4	5	24,925,813.
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	24,925,813.

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	26,802,566.
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	358,365.
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	27,160,931.
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	213,140.
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	26,947,791.

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 2017	(c) 2017	(d) 2018
1 Distributable amount for 2018 from Part XI, line 7				24,925,813.
2 Undistributed income, if any, as of the end of 2018:				
a Enter amount for 2017 only			1,363,505.	
b Total for prior years:		0.		
3 Excess distributions carryover, if any, to 2018:				
a From 2013				
b From 2014				
c From 2015				
d From 2016				
e From 2017				
f Total of lines 3a through e	0.			
4 Qualifying distributions for 2018 from Part XII, line 4: ▶ \$ 27,160,931.				
a Applied to 2017, but not more than line 2a ...			1,363,505.	
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 2018 distributable amount				24,925,813.
e Remaining amount distributed out of corpus	871,613.			
5 Excess distributions carryover applied to 2018 (If an amount appears in column (d), the same amount must be shown in column (a).)	0.			0.
6 Enter the net total of each column as indicated below:				
a Corpus. Add lines 3f, 4c, and 4e. Subtract line 5	871,613.			
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 2017. Subtract line 4a from line 2a. Taxable amount - see instr. ...			0.	
f Undistributed income for 2018. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2019				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 2013 not applied on line 5 or line 7	0.			
9 Excess distributions carryover to 2019. Subtract lines 7 and 8 from line 6a	871,613.			
10 Analysis of line 9:				
a Excess from 2014 ...				
b Excess from 2015 ...				
c Excess from 2016 ...				
d Excess from 2017 ...				
e Excess from 2018 ...	871,613.			

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 2018, enter the date of the ruling ▶

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

	Tax year				(e) Total
	(a) 2018	(b) 2017	(c) 2016	(d) 2015	
2 a Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed					
b 85% of line 2a					
c Qualifying distributions from Part XII, line 4 for each year listed					
d Amounts included in line 2c not used directly for active conduct of exempt activities					
e Qualifying distributions made directly for active conduct of exempt activities. Subtract line 2d from line 2c					
3 Complete 3a, b, or c for the alternative test relied upon:					
a "Assets" alternative test - enter:					
(1) Value of all assets					
(2) Value of assets qualifying under section 4942(j)(3)(B)(i)					
b "Endowment" alternative test - enter 2/3 of minimum investment return shown in Part X, line 6 for each year listed					
c "Support" alternative test - enter:					
(1) Total support other than gross investment income (interest, dividends, rents, payments on securities loans (section 512(a)(5)), or royalties)					
(2) Support from general public and 5 or more exempt organizations as provided in section 4942(j)(3)(B)(iii)					
(3) Largest amount of support from an exempt organization					
(4) Gross investment income					

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

1 Information Regarding Foundation Managers:

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

NONE

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

NONE

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

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

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

**GRANTS ADMINISTRATOR, 415-287-1800, SUPPORT@COLLEGEFUTURES.ORG
1999 HARRISON STREET, SUITE 1900, OAKLAND, CA 94612**

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				
FOUNDATION FOR CALIFORNIA COMMUNITY COLLEGES 1102 Q. STREET SUITE 4800 SACRAMENTO, CA 95811	NONE	PC	FULL PROJECT GRANT	878,000.
FOUNDATION FOR CALIFORNIA COMMUNITY COLLEGES 1102 Q. STREET SUITE 4800 SACRAMENTO, CA 95811	NONE	PC	FULL PROJECT GRANT	400,000.
JOBS FOR THE FUTURE 505 14TH STREET, SUITE 340, OAKLAND, CA 94612	NONE	PC	FULL PROJECT GRANT	400,000.
CALIFORNIA STATE UNIVERSITY SAN BERNARDINO PHILANTHROPIC FOUNDATION 5500 UNIVERSITY PARKWAY, AD-104 SAN BERNARDINO, CA 92407	NONE	PC	FULL PROJECT GRANT	400,000.
COMMUNITY PARTNERS 1000 N. ALAMEDA STREET, SUITE 240 LOS ANGELES, CA 90012	NONE	PC	FULL PROJECT GRANT	350,000.
Total	SEE CONTINUATION SHEET(S)			20,090,022.
b Approved for future payment				
FOUNDATION FOR CALIFORNIA COMMUNITY COLLEGES 1102 Q. STREET SUITE 4800 SACRAMENTO, CA 95811	NONE	PC	FULL PROJECT GRANT	422,000.
CENTRAL VALLEY COMMUNITY FOUNDATION 5260 N PALM AVE, STE. 122 FRESNO, CA 93704	NONE	PC	FULL PROJECT GRANT	232,000.
REGENTS OF THE UNIVERSITY OF CALIFORNIA, DAVIS SCHOOL OF EDUCATION ONE SHIELDS AVENUE DAVIS, CA 95616	NONE	PC	FULL PROJECT GRANT	200,000.
Total	SEE CONTINUATION SHEET(S)			6,067,000.

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

		Yes	No
1	Did the organization directly or indirectly engage in any of the following with any other organization described in section 501(c) (other than section 501(c)(3) organizations) or in section 527, relating to political organizations?		
a	Transfers from the reporting foundation to a noncharitable exempt organization of:		
	(1) Cash	1a(1)	X
	(2) Other assets	1a(2)	X
b	Other transactions:		
	(1) Sales of assets to a noncharitable exempt organization	1b(1)	X
	(2) Purchases of assets from a noncharitable exempt organization	1b(2)	X
	(3) Rental of facilities, equipment, or other assets	1b(3)	X
	(4) Reimbursement arrangements	1b(4)	X
	(5) Loans or loan guarantees	1b(5)	X
	(6) Performance of services or membership or fundraising solicitations	1b(6)	X
c	Sharing of facilities, equipment, mailing lists, other assets, or paid employees	1c	X
d	If the answer to any of the above is "Yes," complete the following schedule. Column (b) should always show the fair market value of the goods, other assets, or services given by the reporting foundation. If the foundation received less than fair market value in any transaction or sharing arrangement, show in column (d) the value of the goods, other assets, or services received.		

(a) Line no.	(b) Amount involved	(c) Name of noncharitable exempt organization	(d) Description of transfers, transactions, and sharing arrangements
		N/A	

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

b If "Yes," complete the following schedule.

(a) Name of organization	(b) Type of organization	(c) Description of relationship
N/A		

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

COPY Signature of officer or trustee Date Title **CFO**

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

Paid Preparer Use Only	Print/Type preparer's name	Preparer's signature	Date	Check if self-employed	PTIN
	TAMARA L. MCINERNEY	TAMARA L. MCINERN	11/12/19		P00011797
	Firm's name ▶ BPM LLP	Firm's EIN ▶ 81-4234542			
Firm's address ▶ 4200 BOHANNON DRIVE, SUITE 250 MENLO PARK, CA 94025-1021				Phone no. 650-855-6800	

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
NPO SOLUTIONS 4370 TUJUNGA AVENUE, SUITE 140 STUDIO CITY, CA 91604		77,000.	01/16/18	77,000.	
Purpose of Grant TO PROVIDE PROJECT MANAGEMENT SUPPORT FOR THE EXPANSION OF THE TRANSITION TO COLLEGE MATH AND STATISTICS (TCMS) COURSE IN LAUSD INCLUDING TECHNICAL ASSISTANCE FOR IMPLEMENTATION AND USE OF RESEARCH TO IMPROVE DISTRICT-WIDE EXPANSION EFFORTS.					
Date of Reports by Grantee 6/29/2018 AND 1/31/2019		Diversions by Grantee 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
INSIDETRACK, INC. 121 SW SALMON STREET, SUITE 800 PORTLAND, OR 97204		50,000.	01/16/18	50,000.	
Purpose of Grant TO PROVIDE TECHNICAL ASSISTANCE TO IMPROVE STUDENT ADVISING STRUCTURES AT NORCO COLLEGE AND REEDLEY COLLEGE IN ORDER TO SUCCESSFULLY IMPLEMENT GUIDED PATHWAYS.					
Date of Reports by Grantee 10/15/2018		Diversions by Grantee 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
LA PIANA CONSULTING 5858 HORTON STREET, SUITE 272 EMERYVILLE, CA 94608-2007		50,000.	01/16/18	50,000.	
Purpose of Grant TO SUPPORT TECHNICAL ASSISTANCE TO THE GROWING INLAND ACHIEVEMENT BOARD TO DEVELOP ITS GOVERNANCE STRUCTURE AND DECISION-MAKING PROTOCOLS THAT FACILITATE SUCCESS IN REACHING ITS GOALS FOR BACHELOR DEGREE COMPLETION AMONG THE REGIONS STUDENTS.					
Date of Reports by Grantee		Diversions by Grantee			
1/29/2019		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
INFORMING CHANGE 2040 BANCROFT WAY, SUITE 400 BERKELEY, CA 94704		123,000.	01/16/18	123,000.	
Purpose of Grant TO SUPPORT THE CONTINUING IMPLEMENTATION OF THE COMMUNITY PHILANTHROPY INITIATIVE'S LEARNING AGENDA WITH A FOCUS ON COMMUNITY LEADERSHIP AND ITS MANIFESTATIONS IN THE DIFFERENT COMMUNITY FOUNDATION CONTEXTS THIS YEAR.					
Date of Reports by Grantee		Diversions by Grantee			
1/31/2019		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. 5	Grant Amount	Date of Grant	Amount Expended	Verification Date
HARDER+COMPANY COMMUNITY RESEARCH 299 KANSAS ST. SAN FRANCISCO, CA 94103		105,000.	02/01/18	105,000.	
Purpose of Grant TO SUPPORT A FORMATIVE EVALUATION OF THE IMPLEMENTATION AND SCALING OF THE TRANSITION TO COLLEGE MATH AND STATISTICS (TCMS) COURSES AT LOS ANGELES UNIFIED SCHOOL DISTRICT (LAUSD).					
Date of Reports by Grantee		Diversions by Grantee			
9/27/2019		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. 6	Grant Amount	Date of Grant	Amount Expended	Verification Date
CSB CONSULTING (CASSANDRA BENJAMIN) 1204 PRESERVATION PARK WAY OAKLAND, CA 94612		50,000.	02/01/18	50,000.	
Purpose of Grant TO PROVIDE PLANNING AND FACILITATION SUPPORT TO THE KERN PLEDGE, A PARTNERSHIP INVOLVING THE COUNTYS EDUCATIONAL SYSTEMS TO IMPROVED POST-SECONDARY COMPLETION AMONG KERN COUNTY STUDENTS.					
Date of Reports by Grantee		Diversions by Grantee			
8/13/2018 AND 2/14/2019		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. 7	Grant Amount	Date of Grant	Amount Expended	Verification Date
WILLIAMS GROUP 70 IONIA AVE SW STE 200 GRAND RAPIDS, MI 49503		132,000.	06/14/18	132,000.	
Purpose of Grant FOR TECHNICAL ASSISTANCE ON STRATEGIC COMMUNICATIONS TO COMMUNITY FOUNDATIONS PARTICIPATING IN COLLEGE FUTURES FOUNDATIONS COMMUNITY PHILANTHROPY INITIATIVE.					
Date of Reports by Grantee		Diversions by Grantee			
3/29/2019		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. 8	Grant Amount	Date of Grant	Amount Expended	Verification Date
SUTHERLAND-EDWARDS, LLC 568 JEAN STREET OAKLAND, CA 94610		260,000.	11/05/18	260,000.	
Purpose of Grant TO SUPPORT A LEARNING COMMUNITY AND PROVIDE STRATEGY AND ORGANIZATIONAL TECHNICAL ASSISTANCE TO COMMUNITY FOUNDATIONS PARTICIPATING IN THE COMMUNITY PHILANTHROPY INITIATIVE.					
Date of Reports by Grantee		Diversions by Grantee			
REPORT DUE DATE IS FORTHCOMING.		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
FOUNDATION FOR CALIFORNIA COMMUNITY COLLEGES 1102 Q. STREET SUITE 4800 SACRAMENTO, CA 95811	NONE	PC	FULL PROJECT GRANT	314,000.
CALIFORNIA STATE UNIVERSITY FOUNDATION 401 GOLDEN SHORE STE 625 LONG BEACH, CA 90802	NONE	PC	FULL PROJECT GRANT	310,000.
CALIFORNIA STATE UNIVERSITY FRESNO FOUNDATION 4910 N. CHESTNUT FRESNO, CA 93726-1852	NONE	PC	FULL PROJECT GRANT	300,000.
FOUNDATION FOR CALIFORNIA COMMUNITY COLLEGES 1102 Q. STREET SUITE 4800 SACRAMENTO, CA 95811	NONE	PC	FULL PROJECT GRANT	260,000.
AMERICAN ASSOCIATION OF COMMUNITY COLLEGES 1 DUPONT CIRCLE NW, SUITE 410 WASHINGTON, DC 20036	NONE	PC	FULL PROJECT GRANT	250,000.
COMMUNITY INITIATIVES 354 PINE STREET, SUITE 700 SAN FRANCISCO, CA 94104	NONE	PC	FULL PROJECT GRANT	250,000.
RIVERSIDE COUNTY OFFICE OF EDUCATION 3939 THIRTEENTH STREET RIVERSIDE, CA 92501	NONE	PC	FULL PROJECT GRANT	250,000.
CAMPAIGN FOR COLLEGE OPPORTUNITY 1149 S. HILL STREET, SUITE 925 LOS ANGELES, CA 90015	NONE	PC	FULL PROJECT GRANT	250,000.
THE EDUCATION TRUST--WEST 580 2ND ST SUITE 200 OAKLAND, CA 94607	NONE	PC	FULL PROJECT GRANT	250,000.
FOUNDATION FOR CALIFORNIA COMMUNITY COLLEGES 1102 Q. STREET SUITE 4800 SACRAMENTO, CA 95811	NONE	PC	FULL PROJECT GRANT	240,000.
Total from continuation sheets				17,662,022.

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
CENTRAL VALLEY COMMUNITY FOUNDATION 5260 N PALM AVE, STE. 122 FRESNO, CA 93704	NONE	PC	FULL PROJECT GRANT	232,000.
BOARD OF TRUSTEES OF THE LELAND STANFORD JUNIOR UNIVERSITY 365 LASUEN STREET STANFORD, CA 94305-2068	NONE	PC	FULL PROJECT GRANT	211,000.
PUBLIC POLICY INSTITUTE OF CALIFORNIA 500 WASHINGTON STREET, SUITE 600 SAN FRANCISCO, CA 94111	NONE	PC	FULL PROJECT GRANT	211,000.
THE RP GROUP, INC. 369-B THIRD STREET #397 SAN RAFAEL, CA 94901	NONE	PC	FULL PROJECT GRANT	205,000.
REGENTS OF THE UNIVERSITY OF CALIFORNIA, DAVIS SCHOOL OF EDUCATION ONE SHIELDS AVENUE DAVIS, CA 95616	NONE	PC	FULL PROJECT GRANT	200,000.
UNITE-LA 350 S. BIXEL STREET LOS ANGELES, CA 90017	NONE	PC	FULL PROJECT GRANT	200,000.
ONEFUTURE COACHELLA VALLEY 41550 ECLECTIC STREET, SUITE 200E PALM DESERT, CA 92260	NONE	PC	FULL PROJECT GRANT	200,000.
CALMATTERS 1017 L STREET #261 SACRAMENTO, CA 95814	NONE	PC	FULL PROJECT GRANT	190,000.
CALIFORNIA STATE UNIVERSITY STANISLAUS, FOUNDATION ONE UNIVERSITY CIRCLE TURLOCK, CA 95382	NONE	PC	FULL PROJECT GRANT	186,000.
EDSOURCE 436 14TH STREET, SUITE 1005 OAKLAND, CA 94612	NONE	PC	FULL PROJECT GRANT	175,000.
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
UNIVERSITY ENTERPRISES, INC. 6000 J ST. BOOKSTORE BLDG, SUITE 3400 SACRAMENTO, CA 95819-6111	NONE	SO III FI	FULL PROJECT GRANT	174,000.
UNIVERSITY ENTERPRISES, INC. 6000 J ST. BOOKSTORE BLDG, SUITE 3400 SACRAMENTO, CA 95819-6111	NONE	SO III FI	FULL PROJECT GRANT	171,500.
STANISLAUS COMMUNITY FOUNDATION 100 SYCAMORE AVE. SUITE 200 MODESTO, CA 95354	NONE	PC	FULL PROJECT GRANT	166,000.
RIVERSIDE COMMUNITY COLLEGE DISTRICT FOUNDATION 4800 MAGNOLIA AVE RIVERSIDE, CA 92506	NONE	PC	FULL PROJECT GRANT	164,000.
THE RP GROUP, INC. 369-B THIRD STREET #397 SAN RAFAEL, CA 94901	NONE	PC	FULL PROJECT GRANT	150,000.
SAN DIEGO STATE UNIVERSITY RESEARCH FOUNDATION 5500 CAMPANILE DRIVE SAN DIEGO, CA 92182	NONE	SO III FI	FULL PROJECT GRANT	150,000.
GRADGURU 2120 UNIVERSITY AVE. BERKELEY, CA 94704	NONE	PC	FULL PROJECT GRANT	130,000.
SUTHERLAND-EDWARDS, LLC 568 JEAN STREET OAKLAND, CA 94610	NONE	NC	FULL PROJECT GRANT	130,000.
SUTHERLAND-EDWARDS, LLC 568 JEAN STREET OAKLAND, CA 94610	NONE	NC	FULL PROJECT GRANT	126,000.
SUTHERLAND-EDWARDS, LLC 568 JEAN STREET OAKLAND, CA 94610	NONE	NC	FULL PROJECT GRANT	126,000.
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 9001 STOCKDALE HIGHWAY BAKERSFIELD, CA 93311	NONE	GOV	FULL PROJECT GRANT	125,000.
KQED ATTN: MEMBERSHIP DEPT 2601 MARIPOSA ST SAN FRANCISCO, CA 94110-1426	NONE	PC	FULL PROJECT GRANT	125,000.
AMERICAN ASSOCIATION OF COMMUNITY COLLEGES 1 DUPONT CIRCLE NW, SUITE 410 WASHINGTON, DC 20036	NONE	PC	FULL PROJECT GRANT	121,000.
CALIFORNIA STATE UNIVERSITY FRESNO FOUNDATION 4910 N. CHESTNUT FRESNO, CA 93726-1852	NONE	PC	FULL PROJECT GRANT	118,000.
REGENTS OF THE UNIVERSITY OF CALIFORNIA, DAVIS SCHOOL OF EDUCATION ONE SHIELDS AVENUE DAVIS, CA 95616	NONE	PC	FULL PROJECT GRANT	100,000.
EDUCATIONAL RESULTS PARTNERSHIP 428 J STREET, SUITE 320 SACRAMENTO, CA 95814	NONE	PC	FULL PROJECT GRANT	100,000.
THE ASPEN INSTITUTE 2300 N STREET NW, SUITE #700 WASHINGTON, DC 20037	NONE	PC	FULL PROJECT GRANT	100,000.
EDUCATIONAL RESULTS PARTNERSHIP 428 J STREET, SUITE 320 SACRAMENTO, CA 95814	NONE	PC	FULL PROJECT GRANT	100,000.
GO PUBLIC SCHOOLS 134 LINDEN STREET OAKLAND, CA 94607	NONE	PC	FULL PROJECT GRANT	100,000.
ALLIANCE FOR A BETTER COMMUNITY 1541 WILSHIRE BLVD. STE 430 LOS ANGELES, CA 90017	NONE	PC	FULL PROJECT GRANT	100,000.
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
INNERCITY STRUGGLE 530 SOUTH BOYLE AVENUE LOS ANGELES, CA 90033	NONE	PC	FULL PROJECT GRANT	100,000.
COMMUNITY COALITION 8101 S. VERMONT AVE. LOS ANGELES, CA 90044	NONE	PC	FULL PROJECT GRANT	100,000.
CONGREGATIONS ORGANIZED FOR PROPHETIC ENGAGEMENT 1505 W HIGHLAND AVE, SUITE 1 SAN BERNARDINO, CA 92411	NONE	PC	FULL PROJECT GRANT	100,000.
COMMUNITY PARTNERS 1000 N. ALAMEDA STREET, SUITE 240 LOS ANGELES, CA 90012	NONE	PC	FULL PROJECT GRANT	100,000.
READING AND BEYOND 4670 E. BUTLER AVE. FRESNO, CA 93702	NONE	PC	FULL PROJECT GRANT	100,000.
FAMILIES IN SCHOOLS 1541 WILSHIRE BLVD. SUITE 430 LOS ANGELES, CA 90017	NONE	PC	FULL PROJECT GRANT	100,000.
FOUNDATION FOR CALIFORNIA COMMUNITY COLLEGES 1102 Q. STREET SUITE 4800 SACRAMENTO, CA 95811	NONE	PC	FULL PROJECT GRANT	97,000.
AMERICAN INSTITUTES FOR RESEARCH 1000 THOMAS JEFFERSON STREET, NW WASHINGTON, DC 90007	NONE	PC	FULL PROJECT GRANT	75,000.
YOUNG INVINCIBLES 1725 DESALES STREET, NW #715 WASHINGTON, DC 20036	NONE	PC	FULL PROJECT GRANT	75,000.
JOBS FOR THE FUTURE 505 14TH STREET, SUITE 340, OAKLAND, CA 94612	NONE	PC	FULL PROJECT GRANT	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
COUNCIL OF MEXICAN FEDERATIONS IN NORTH AMERICA 125 PASEO DE LA PLAZA, STE. 101 LOS ANGELES, CA 90012	NONE	PC	FULL PROJECT GRANT	75,000.
WEST HILLS COMMUNITY COLLEGE DISTRICT 9900 CODY ST. COALINGA, CA 93210	NONE	GOV	FULL PROJECT GRANT	74,500.
WESTED 730 HARRISON STREET SAN FRANCISCO, CA 94107	NONE	PC	FULL PROJECT GRANT	70,000.
WILLIAMS GROUP 70 IONIA AVE SW STE 200 GRAND RAPIDS, MI 49503	NONE	NC	FULL PROJECT GRANT	66,000.
INFORMING CHANGE 2040 BANCROFT WAY, SUITE 400 BERKELEY, CA 94704	NONE	NC	FULL PROJECT GRANT	61,500.
INFORMING CHANGE 2040 BANCROFT WAY, SUITE 400 BERKELEY, CA 94704	NONE	NC	FULL PROJECT GRANT	61,500.
WESTED 730 HARRISON STREET SAN FRANCISCO, CA 94107	NONE	PC	FULL PROJECT GRANT	55,000.
MERCED COMMUNITY COLLEGE DISTRICT 3600 M STREET MERCED, CA 95348-2898	NONE	PC	FULL PROJECT GRANT	55,000.
HARDER+COMPANY COMMUNITY RESEARCH 299 KANSAS ST. SAN FRANCISCO, CA 94103	NONE	NC	FULL PROJECT GRANT	52,500.
HARDER+COMPANY COMMUNITY RESEARCH 299 KANSAS ST. SAN FRANCISCO, CA 94103	NONE	NC	FULL PROJECT GRANT	52,500.
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
NPO SOLUTIONS 4370 TUJUNGA AVENUE, SUITE 140 STUDIO CITY, CA 91604	NONE	NC	FULL PROJECT GRANT	50,000.
MDRC 475 14TH STREET, SUITE 750 OAKLAND, CA 94612	NONE	PC	FULL PROJECT GRANT	50,000.
LA PIANA CONSULTING 101 BROADWAY, SUITE 309 OAKLAND, CA 94607	NONE	NC	FULL PROJECT GRANT	50,000.
THE OPPORTUNITY INSTITUTE 2001 CENTER ST. SUITE 500 BERKELEY, CA 94704	NONE	PC	FULL PROJECT GRANT	50,000.
INSIDETRACK, INC. 121 SW SALMON STREET, SUITE 800 PORTLAND, OR 97204	NONE	NC	FULL PROJECT GRANT	50,000.
JOBS FOR THE FUTURE 505 14TH STREET, SUITE 340, OAKLAND, CA 94612	NONE	PC	FULL PROJECT GRANT	50,000.
REGENTS OF THE UNIVERSITY OF CALIFORNIA, LOS ANGELES 405 HILGARD AVENUE 2221 MURPHY HALL BOX 951410 LOS ANGELES, CA 90095-1410	NONE	PC	FULL PROJECT GRANT	50,000.
THE OPPORTUNITY INSTITUTE 2001 CENTER ST. SUITE 500 BERKELEY, CA 94704	NONE	PC	FULL PROJECT GRANT	50,000.
REGENTS OF THE UNIVERSITY OF CALIFORNIA, LOS ANGELES 405 HILGARD AVENUE 2221 MURPHY HALL BOX 951410 LOS ANGELES, CA 90095-1410	NONE	PC	FULL PROJECT GRANT	50,000.
NATIONAL COLLEGE ACCESS NETWORK 1001 CONNECTICUT AVE., NW SUITE 300 WASHINGTON, DC 20036	NONE	PC	FULL PROJECT GRANT	47,000.
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	NONE	PC	FULL PROJECT GRANT	45,000.
ASIAN AMERICANS ADVANCING JUSTICE-LA 1145 WILSHIRE BLVD LOS ANGELES, CA 90017	NONE	PC	FULL PROJECT GRANT	40,000.
NPO SOLUTIONS 4370 TUJUNGA AVENUE, SUITE 140 STUDIO CITY, CA 91604	NONE	NC	FULL PROJECT GRANT	27,000.
CSB CONSULTING (CASSANDRA BENJAMIN) 1204 PRESERVATION PARK WAY OAKLAND, CA 94612	NONE	NC	FULL PROJECT GRANT	25,000.
CSB CONSULTING (CASSANDRA BENJAMIN) 1204 PRESERVATION PARK WAY OAKLAND, CA 94612	NONE	NC	FULL PROJECT GRANT	25,000.
LA PIANA CONSULTING 101 BROADWAY, SUITE 309 OAKLAND, CA 94607	NONE	NC	FULL PROJECT GRANT	15,000.
SACRAMENTO CITY UNIFIED SCHOOL DISTRICT 5735 47TH AVENUE SACRAMENTO, CA 95824	NONE	GOV	FULL PROJECT GRANT	15,000.
LA PIANA CONSULTING 101 BROADWAY, SUITE 309 OAKLAND, CA 94607	NONE	NC	FULL PROJECT GRANT	12,500.
ONEFUTURE COACHELLA VALLEY 41550 ECLECTIC STREET, SUITE 200E PALM DESERT, CA 92260	NONE	PC	FULL PROJECT TRANSFER	398,430.
COLLEGE OPTIONS INC. 1321 BUTTE ST., SUITE 101 REDDING, CA 96003	NONE	PC	FULL PROJECT TRANSFER	80,342.
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
FOUNDATION FOR CALIFORNIA COMMUNITY COLLEGES 1102 Q. STREET SUITE 4800 SACRAMENTO, CA 95811	NONE	PC	PROJECT GRANT	750,000.
WESTED 730 HARRISON STREET SAN FRANCISCO, CA 94107	NONE	PC	PROJECT GRANT	600,000.
FRESNO UNIFIED SCHOOL DISTRICT 1833 E STREET FRESNO, CA 93706	NONE	PC	PROJECT GRANT	250,000.
THE INSTITUTE FOR COLLEGE ACCESS & SUCCESS 1212 BROADWAY, SUITE 1100 OAKLAND, CA 94612	NONE	PC	PROJECT GRANT	250,000.
SIERRA HEALTH FOUNDATION CENTER FOR HEALTH PROGRAM MANAGEMENT 1321 GARDEN HIGHWAY SACRAMENTO, CA 95833	NONE	PC	PROJECT GRANT	75,000.
HISPANICS IN PHILANTHROPY 414 13TH STREET, SUITE 200 OAKLAND, CA 94162	NONE	PC	PROJECT GRANT	40,000.
SACRAMENTO REGION COMMUNITY FOUNDATION 955 UNIVERSITY AVENUE SUITE A SACRAMENTO, CA 95825	NONE	PC	PROJECT WITH SCHOLARSHIPS	510,000.
THE COMMUNITY FOUNDATION 3700 SIXTH STREET, SUITE 200 RIVERSIDE, CA 92501	NONE	PC	PROJECT WITH SCHOLARSHIPS	399,750.
STANISLAUS COMMUNITY FOUNDATION 100 SYCAMORE AVE. SUITE 200 MODESTO, CA 95354	NONE	PC	PROJECT WITH SCHOLARSHIPS	340,000.
THE SAN DIEGO FOUNDATION 2508 HISTORIC DECATUR ROAD, SUITE 200 SAN DIEGO, CA 92106	NONE	PC	PROJECT WITH SCHOLARSHIPS	163,000.
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 COMMUNITY FOUNDATION 221 S. FIGUEROA ST. SUITE 400 LOS ANGELES, CA 90012	NONE	PC	SCHOLARSHIP GRANT	1,732,500.
SACRAMENTO REGION COMMUNITY FOUNDATION 955 UNIVERSITY AVENUE SUITE A SACRAMENTO, CA 95825	NONE	PC	SCHOLARSHIP GRANT	1,100,000.
KERN COMMUNITY FOUNDATION 3300 TRUXTUN AVENUE, SUITE 220 BAKERSFIELD, CA 93301	NONE	PC	SCHOLARSHIP GRANT	475,000.
COMMUNITY FOUNDATION FOR MONTEREY COUNTY 2354 GARDEN ROAD MONTEREY, CA 93940	NONE	PC	SCHOLARSHIP GRANT	294,000.
COMMUNITY PARTNERS 1000 N. ALAMEDA STREET, SUITE 240 LOS ANGELES, CA 90012	NONE	PC	STREAMLINED PROJECT GRANT	20,000.
EXCELENCIA IN EDUCATION 1717 N ST. NW 2ND FLOOR WASHINGTON, DC 20036	NONE	PC	SECTOR SUPPORT	17,000.
INDEPENDENT SECTOR 1602 L STREET NW SUITE 900 WASHINGTON, DC 20036	NONE	PC	SECTOR SUPPORT	12,500.
GRANTMAKERS FOR EDUCATION 700 SW 5TH AVE. SUITE 4000 PORTLAND, OR 97204	NONE	PC	SECTOR SUPPORT	10,000.
HISPANICS IN PHILANTHROPY 414 13TH STREET, SUITE 200 OAKLAND, CA 94162	NONE	PC	SECTOR SUPPORT	9,750.
SOUTHERN CALIFORNIA GRANTMAKERS 1000 N. ALAMEDA STREET SUITE 230 LOS ANGELES, CA 90012	NONE	PC	SECTOR SUPPORT	8,300.
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 EFFECTIVE ORGANIZATIONS 1310 L ST., NW, SUITE 650 WASHINGTON, DC 20005	NONE	PC	SECTOR SUPPORT	6,380.
LATINO COMMUNITY FOUNDATION 235 MONTGOMERY STREET, SUITE 1160 SAN FRANCISCO, CA 94104	NONE	PC	SECTOR SUPPORT	5,000.
THE COMMUNICATIONS NETWORK 1717 NORTH NAPER BLVD, SUITE 102 NAPERVILLE, IL 60563	NONE	PC	SECTOR SUPPORT	5,000.
CALIFORNIA ASSOCIATION OF NONPROFITS 400 MONTGOMERY ST., SUITE 500 SAN FRANCISCO, CA 94104	NONE	PC	SECTOR SUPPORT	5,000.
ASIAN AMERICANS ADVANCING JUSTICE-LA 1145 WILSHIRE BLVD LOS ANGELES, CA 90017	NONE	PC	SECTOR SUPPORT	5,000.
ASSOCIATION FOR BLACK FOUNDATION EXECUTIVES 42 BROADWAY, 20TH FLOOR NEW YORK, NY 10004	NONE	PC	SECTOR SUPPORT	5,000.
HISPANICS IN PHILANTHROPY 414 13TH STREET, SUITE 200 OAKLAND, CA 94162	NONE	PC	SECTOR SUPPORT	3,000.
NATIONAL COLLEGE ACCESS NETWORK 1001 CONNECTICUT AVE., NW SUITE 300 WASHINGTON, DC 20036	NONE	PC	SECTOR SUPPORT	3,000.
GRANTMAKERS FOR EDUCATION 700 SW 5TH AVE. SUITE 4000 PORTLAND, OR 97204	NONE	PC	SECTOR SUPPORT	2,500.
SOUTHERN CALIFORNIA GRANTMAKERS 1000 N. ALAMEDA STREET SUITE 230 LOS ANGELES, CA 90012	NONE	PC	SECTOR SUPPORT	2,500.
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
FAMILIES IN SCHOOLS 1541 WILSHIRE BLVD. SUITE 430 LOS ANGELES, CA 90017	NONE	PC	SECTOR SUPPORT	2,500.
PEAK GRANTMAKING 1666 K ST., NW, SUITE 440 WASHINGTON, DC 20006	NONE	PC	SECTOR SUPPORT	1,900.
GRANTMAKERS FOR EDUCATION 700 SW 5TH AVE. SUITE 4000 PORTLAND, OR 97204	NONE	PC	SECTOR SUPPORT	1,000.
UNIVERSITY OF CALIFORNIA BERKELEY FOUNDATION 2080 ADDISON STREET #4200 BERKELEY, CA 94720-4200	NONE	PC	DIRECTORS DONATION	60,000.
EMORY UNIVERSITY OFFICE OF GIFT RECORDS, 1762 CLIFTON ROAD SUITE 1400MS: 0970-001-8AA ATLANTA, GA 30322-4001	NONE	PC	DIRECTORS DONATION	50,000.
STANFORD UNIVERSITY/THE STANFORD FUND DEVELOPMENT SERVICES P.O. BOX 20466 STANFORD, CA 94309-0466	NONE	PC	DIRECTORS DONATION	50,000.
OCCIDENTAL COLLEGE 1600 CAMPUS ROAD M-34 LOS ANGELES, CA 90041	NONE	PC	DIRECTORS DONATION	50,000.
YALE UNIVERSITY CONTRIBUTION PROCESSING P.O. BOX 2038 NEW HAVEN, CT 06521-2038	NONE	PC	DIRECTORS DONATION	35,000.
BRYN MAWR COLLEGE 101 NORTH MERION AVE BRYN MAWR, PA 19010-2899	NONE	PC	DIRECTORS DONATION	35,000.
CABRILLO EDUCATION FOUNDATION P.O. BOX 354 HALF MOON BAY, CA 94019	NONE	PC	DIRECTORS DONATION	25,000.
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
STATE CENTER COMMUNITY COLLEGE FOUNDATION 90 W. FIR AVENUE, SUITE 300 CLOVIS, CA 93611	NONE	PC	DIRECTORS DONATION	25,000.
CALIFORNIA STATE UNIVERSITY, LONG BEACH, 49ER FOUNDATION 6300 E. STATE UNIVERSITY DRIVE, SUITE 332 LONG BEACH, CA 90815	NONE	PC	DIRECTORS DONATION	25,000.
CALIFORNIA STATE UNIVERSITY FRESNO FOUNDATION 4910 N. CHESTNUT FRESNO, CA 93726-1852	NONE	PC	DIRECTORS DONATION	25,000.
FOUNDATION FOR CALIFORNIA COMMUNITY COLLEGES 1102 Q. STREET SUITE 4800 SACRAMENTO, CA 95811	NONE	PC	DIRECTORS DONATION	25,000.
UNIVERSITY FOUNDATION AT SACRAMENTO STATE 6000 J STREET SACRAMENTO HALL 206 SACRAMENTO, CA 95819	NONE	PC	DIRECTORS DONATION	15,000.
FOSTER YOUTH EDUCATION FUND 2443 FAIR OAKS BLVD #392 SACRAMENTO, CA 95825	NONE	PC	DIRECTORS DONATION	15,000.
JOHN BURTON ADVOCATES FOR YOUTH 235 MONTGOMERY STREET, SUITE 1142 SAN FRANCISCO, CA 94104	NONE	PC	DIRECTORS DONATION	15,000.
SPELMAN COLLEGE 350 SPELMAN LANE, S.W. ATLANTA, GA 30314-4399	NONE	PC	DIRECTORS DONATION	15,000.
CALIFORNIA COLLEGE OF THE ARTS 1111 EIGHTH STREET SAN FRANCISCO, CA 94107	NONE	PC	DIRECTORS DONATION	15,000.
MEXICAN CULTURAL CENTER OF NORTHERN CALIFORNIA P.O. BOX 161899 SACRAMENTO, CA 95816	NONE	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
PANETTA INSTITUTE FOR PUBLIC POLICY 100 CAMPUS CENTER, BUILDING 86-E CSU MONTEREY BAY SEASIDE, CA 93955	NONE	PC	DIRECTORS DONATION	10,000.
CALIFORNIA STATE UNIVERSITY, STANISLAUS ONE UNIVERSITY CIRCLE TURLOCK, CA 95382	NONE	PC	DIRECTORS DONATION	5,000.
SAN FRANCISCO STATE UNIVERSITY 1600 HOLLOWAY AVE ADM 562 SAN FRANCISCO, CA 94132	NONE	PC	DIRECTORS DONATION	5,000.
WESTERN GOVERNORS UNIVERSITY 4001 SOUTH 700 EAST #700 SALT LAKE CITY, UT 84107	NONE	PC	DIRECTORS DONATION	5,000.
SAN JOSE STATE UNIVERSITY ALUMNI RELATIONS 1 WASHINGTON SQUARE SAN JOSE, CA 95192-0257	NONE	PC	DIRECTORS DONATION	5,000.
TURLOCK HIGH SCHOOL 1600 EAST CANAL DRIVE TURLOCK, CA 95380	NONE	PC	DIRECTORS DONATION	5,000.
MALDEF 634 S. SPRING ST., 12TH FLOOR LOS ANGELES, CA 90014	NONE	PC	EMPLOYEE MATCHING GIFT	10,000.
COLLEGE ACCESS NOW 3211 MARTIN LUTHER KING, JR. WAY S. SUITE A SEATTLE, WA 98144	NONE	PC	EMPLOYEE MATCHING GIFT	5,050.
COLLEGE ACCESS NOW 3211 MARTIN LUTHER KING, JR. WAY S. SUITE A SEATTLE, WA 98144	NONE	PC	EMPLOYEE MATCHING GIFT	2,170.
REGIONAL PARKS FOUNDATION P.O. BOX 21074 CRESTMONT STATION OAKLAND, CA 94620	NONE	PC	EMPLOYEE MATCHING GIFT	2,000.
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
FIRST PRESBYTERIAN CHURCH OF BERKELEY 2407 DANA ST BERKELEY, CA 94704-2207	NONE	PC	EMPLOYEE MATCHING GIFT	2,000.
PIEDMONT EDUCATION FOUNDATION PO BOX 11192 PIEDMONT, CA 94611	NONE	PC	EMPLOYEE MATCHING GIFT	2,000.
REGENTS OF THE UNIVERSITY OF CALIFORNIA, BERKELEY DONOR AND GIFT SERVICES 1995 UNIVERSITY AVENUE, SUITE 400 BERKELEY, CA 94704-1070	NONE	PC	EMPLOYEE MATCHING GIFT	2,000.
SAN FRANCISCO AIDS FOUNDATION 1035 MARKET STREET, SUITE 400 SAN FRANCISCO, CA 94103	NONE	PC	EMPLOYEE MATCHING GIFT	2,000.
EMERSON PTA 2800 FOREST AVE BERKELEY, CA 94705	NONE	PC	EMPLOYEE MATCHING GIFT	1,200.
UNIVERSITY OF CALIFORNIA BERKELEY FOUNDATION 2080 ADDISON STREET #4200 BERKELEY, CA 94720-4200	NONE	PC	EMPLOYEE MATCHING GIFT	1,000.
KIDS IN NEED OF DEFENSE 1300 L ST. NW SUITE 1100 WASHINGTON, DC 20005	NONE	PC	EMPLOYEE MATCHING GIFT	1,000.
UNITED WAY OF THE BAY AREA 550 KEARNY STREET, SUITE 1000 SAN FRANCISCO, CA 94108	NONE	PC	EMPLOYEE MATCHING GIFT	1,000.
ALAMEDA COUNTY COMMUNITY FOOD BANK PO BOX 2599 OAKLAND, CA 94614	NONE	PC	EMPLOYEE MATCHING GIFT	1,000.
UNIVERSITY OF CALIFORNIA BERKELEY FOUNDATION 2080 ADDISON STREET #4200 BERKELEY, CA 94720-4200	NONE	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
UNIVERSITY OF CALIFORNIA BERKELEY FOUNDATION 2080 ADDISON STREET #4200 BERKELEY, CA 94720-4200	NONE	PC	EMPLOYEE MATCHING GIFT	1,000.
YOUNG CENTER FOR IMMIGRANT CHILDREN'S RIGHTS 1700 W IRVING PARK RD, SUITE 101 CHICAGO, IL 60613	NONE	PC	EMPLOYEE MATCHING GIFT	1,000.
CHILDREN'S ALLIANCE 718 6TH AVENUE SOUTH SEATTLE, WA 98104	NONE	PC	EMPLOYEE MATCHING GIFT	600.
YALE UNIVERSITY CONTRIBUTION PROCESSING P.O. BOX 2038 NEW HAVEN, CT 06521-2038	NONE	PC	EMPLOYEE MATCHING GIFT	500.
CRISTOSAL 401 W. DIVISION STREET #9641 SYRACUSE, NY 13290	NONE	PC	EMPLOYEE MATCHING GIFT	500.
CRADLE BEACH 8038 OLD LAKESHORE ROAD ANGOLA, NY 14006	NONE	PC	EMPLOYEE MATCHING GIFT	500.
POMONA COLLEGE 333 NORTH COLLEGE WAY CLAREMONT, CA 91711	NONE	PC	EMPLOYEE MATCHING GIFT	500.
SIERRA SERVICE PROJECT PO BOX 13009 SACRAMENTO, CA 95813	NONE	PC	EMPLOYEE MATCHING GIFT	453.
SAN FRANCISCO AIDS FOUNDATION 1035 MARKET STREET, SUITE 400 SAN FRANCISCO, CA 94103	NONE	PC	EMPLOYEE MATCHING GIFT	400.
BAYVIEW ASSOCIATION FOR YOUTH 1201 MENDELL ST SAN FRANCISCO, CA 94124-2313	NONE	PC	EMPLOYEE MATCHING GIFT	400.
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
SAN FRANCISCO COURT APPOINTED SPECIAL ADVOCATE 2535 MISSION STREET SAN FRANCISCO, CA 94110	NONE	PC	EMPLOYEE MATCHING GIFT	400.
SOUTHERN POVERTY LAW CENTER INC 400 WASHINGTON AVENUE MONTGOMERY, AL 36104	NONE	PC	EMPLOYEE MATCHING GIFT	360.
HAMILTON FAMILIES 1631 HAYES STREET SAN FRANCISCO, CA 94117	NONE	PC	EMPLOYEE MATCHING GIFT	350.
KQED ATTN: MEMBERSHIP DEPT 2601 MARIPOSA ST SAN FRANCISCO, CA 94110-1426	NONE	PC	EMPLOYEE MATCHING GIFT	300.
KQED ATTN: MEMBERSHIP DEPT 2601 MARIPOSA ST SAN FRANCISCO, CA 94110-1426	NONE	PC	EMPLOYEE MATCHING GIFT	300.
SCRIPPS COLLEGE 1030 COLUMBIA AVE, PMB 2009 CLAREMONT, CA 91711-3905	NONE	PC	EMPLOYEE MATCHING GIFT	300.
FRIENDS OF THE URBAN FOREST PRESIDIO OF SAN FRANCISCO 1007 GENERAL KENNEDY AVE STE 1 SAN FRANCISCO, CA 94129-1405	NONE	PC	EMPLOYEE MATCHING GIFT	207.
SACRAMENTO LGBT COMMUNITY CENTER 1927 L STREET SACRAMENTO, CA 95811	NONE	PC	EMPLOYEE MATCHING GIFT	200.
SAN FRANCISCO AIDS FOUNDATION 1035 MARKET STREET, SUITE 400 SAN FRANCISCO, CA 94103	NONE	PC	EMPLOYEE MATCHING GIFT	200.
SAN FRANCISCO AIDS FOUNDATION 1035 MARKET STREET, SUITE 400 SAN FRANCISCO, CA 94103	NONE	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
TOGETHER RISING 800 WEST BROAD STREET #6409 FALLS CHURCH, VA 22040	NONE	PC	EMPLOYEE MATCHING GIFT	200.
BERKELEY SOCIETY FOR THE PRESERVATION OF TRADITIONAL MUSIC 2020 ADDISON STREET BERKELEY, CA 94704	NONE	PC	EMPLOYEE MATCHING GIFT	200.
NORTH VALLEY COMMUNITY FOUNDATION 240 MAIN STREET, SUITE 260 CHICO, CA 95928	NONE	PC	EMPLOYEE MATCHING GIFT	200.
THE CHOLANGIOCARCINOMA FOUNDATION 5526 WEST 13400 SOUTH, #510 HERRIMAN, UT 84096	NONE	PC	EMPLOYEE MATCHING GIFT	200.
TIPPING POINT COMMUNITY 220 MONTGOMERY STREET, SUITE 850 SAN FRANCISCO, CA 94104	NONE	PC	EMPLOYEE MATCHING GIFT	200.
CARING CHOICES 1398 RIDGEWOOD DR. CHICO, CA 95973	NONE	PC	EMPLOYEE MATCHING GIFT	200.
EARTH ISLAND INSTITUTE 2150 ALLSTON WAY, SUITE 460 BERKELEY, CA 94704	NONE	PC	EMPLOYEE MATCHING GIFT	200.
KQED ATTN: MEMBERSHIP DEPT 2601 MARIPOSA ST SAN FRANCISCO, CA 94110-1426	NONE	PC	EMPLOYEE MATCHING GIFT	191.
NORTH VALLEY COMMUNITY FOUNDATION 240 MAIN STREET, SUITE 260 CHICO, CA 95928	NONE	PC	EMPLOYEE MATCHING GIFT	184.
AMERICAN FRIENDS OF SPAFFORD CHILDREN'S CENTER FUND 2037 S. CARROLLTON AVE NEW ORLEANS, LA 70118	NONE	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
AMERICAN FRIENDS OF SPAFFORD CHILDREN'S CENTER FUND 2037 S. CARROLLTON AVE NEW ORLEANS, LA 70118	NONE	PC	EMPLOYEE MATCHING GIFT	150.
MUSEUM OF CHINESE IN AMERICA 215 CENTRE STREET NEW YORK, NY 10013	NONE	PC	EMPLOYEE MATCHING GIFT	125.
AMERICAN FRIENDS OF SPAFFORD CHILDREN'S CENTER FUND 2037 S. CARROLLTON AVE NEW ORLEANS, LA 70118	NONE	PC	EMPLOYEE MATCHING GIFT	120.
ACRIA 981 MISSION ST. SAN FRANCISCO, CA 94103	NONE	PC	EMPLOYEE MATCHING GIFT	120.
AMIGOS DE LAS AMERICAS 1800 WEST LOOP S, STE 1325 HOUSTON, TX 77027	NONE	PC	EMPLOYEE MATCHING GIFT	100.
ALAMEDA COUNTY COMMUNITY FOOD BANK PO BOX 2599 OAKLAND, CA 94614	NONE	PC	EMPLOYEE MATCHING GIFT	100.
SAN FRANCISCO AIDS FOUNDATION 1035 MARKET STREET, SUITE 400 SAN FRANCISCO, CA 94103	NONE	PC	EMPLOYEE MATCHING GIFT	100.
SAN FRANCISCO STATE UNIVERSITY 1600 HOLLOWAY AVE ADM 562 SAN FRANCISCO, CA 94132	NONE	PC	EMPLOYEE MATCHING GIFT	100.
HARVARD UNIVERSITY OFFICE OF RECORDING SECRETARY, 124 MT AUBURN STREET CAMBRIDGE, MA 2138	NONE	PC	EMPLOYEE MATCHING GIFT	100.
THE NATURE CONSERVANCY 4245 NORTH FAIRFAX DRIVE, SUITE 100 ARLINGTON, VA 22203	NONE	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
MIDDLE EAST CHILDREN'S ALLIANCE 1101 8TH STREET BERKELEY, CA 94710	NONE	PC	EMPLOYEE MATCHING GIFT	100.
CENTER FOR AFRICAN AMERICAN HEALTH 3601 MARTIN LUTHER KING BLVD DENVER, CO 80205	NONE	PC	EMPLOYEE MATCHING GIFT	100.
WIKIMEDIA FOUNDATION 149 NEW MONTGOMERY STREET, 3RD FLOOR SAN FRANCISCO, CA 94105	NONE	PC	EMPLOYEE MATCHING GIFT	100.
PROJECT OPEN PAW 1165 TREAT AVE. SAN FRANCISCO, CA 94110-4123	NONE	PC	EMPLOYEE MATCHING GIFT	100.
PROJECT OPEN PAW 1165 TREAT AVE. SAN FRANCISCO, CA 94110-4123	NONE	PC	EMPLOYEE MATCHING GIFT	100.
PRINCETON UNIVERSITY PRINCETON UNIVERSITY OFFICE OF DEVELOPMENT THE HELM BUILDING 330 ALEXANDER S PRINCETON, NJ 08540	NONE	PC	EMPLOYEE MATCHING GIFT	100.
PLANNED PARENTHOOD FEDERATION OF AMERICA 123 WILLIAM ST. 10TH FLOOR NEW YORK, NY 10038	NONE	PC	EMPLOYEE MATCHING GIFT	100.
CREATIVE GROWTH 355 24TH STREET OAKLAND, CA 94612	NONE	PC	EMPLOYEE MATCHING GIFT	100.
ABAD-CAPOEIRA SAN FRANCISCO 3221 22ND STREET SAN FRANCISCO, CA 94110	NONE	PC	EMPLOYEE MATCHING GIFT	80.
OAKLAND PEACE CENTER 111 FAIRMOUNT AVE. OAKLAND, CA 94611	NONE	PC	EMPLOYEE MATCHING GIFT	60.
Total from continuation sheets				

Part XV Supplementary Information

3 Grants and Contributions Paid During the Year (Continuation)				
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)				
RE-VOLV 5 THIRD STREET, SUITE 424 SAN FRANCISCO, CA 94103	NONE	PC	EMPLOYEE MATCHING GIFT	50.
BREAST CANCER RESEARCH FOUNDATION 28 WEST 44TH STREET, SUITE 609 NEW YORK, NY 10036	NONE	PC	EMPLOYEE MATCHING GIFT	50.
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
FOUNDATION FOR CALIFORNIA COMMUNITY COLLEGES 1102 Q. STREET SUITE 4800 SACRAMENTO, CA 95811	NONE	PC	FULL PROJECT GRANT	200,000.
EDSOURCE 436 14TH STREET, SUITE 1005 OAKLAND, CA 94612	NONE	PC	FULL PROJECT GRANT	175,000.
UNIVERSITY ENTERPRISES, INC. 6000 J ST. BOOKSTORE BLDG, SUITE 3400 SACRAMENTO, CA 95819-6111	NONE	SO III FI	FULL PROJECT GRANT	171,500.
STANISLAUS COMMUNITY FOUNDATION 100 SYCAMORE AVE. SUITE 200 MODESTO, CA 95354	NONE	PC	FULL PROJECT GRANT	164,000.
CALIFORNIA STATE UNIVERSITY BAKERSFIELD 9001 STOCKDALE HIGHWAY BAKERSFIELD, CA 93311	NONE	GOV	FULL PROJECT GRANT	162,500.
CALIFORNIA STATE UNIVERSITY SAN BERNARDINO PHILANTHROPIC FOUNDATION 5500 UNIVERSITY PARKWAY, AD-104 SAN BERNARDINO, CA 92407	NONE	PC	FULL PROJECT GRANT	160,000.
THE RP GROUP, INC. 369-B THIRD STREET #397 SAN RAFAEL, CA 94901	NONE	PC	FULL PROJECT GRANT	150,000.
CALIFORNIA STATE UNIVERSITY SAN BERNARDINO PHILANTHROPIC FOUNDATION 5500 UNIVERSITY PARKWAY, AD-104 SAN BERNARDINO, CA 92407	NONE	PC	FULL PROJECT GRANT	148,000.
CALIFORNIA STATE UNIVERSITY BAKERSFIELD 9001 STOCKDALE HIGHWAY BAKERSFIELD, CA 93311	NONE	GOV	FULL PROJECT GRANT	142,500.
SUTHERLAND-EDWARDS, LLC 568 JEAN STREET OAKLAND, CA 94610	NONE	NC	FULL PROJECT GRANT	130,000.
Total from continuation sheets				5,213,000.

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
KQED ATTN: MEMBERSHIP DEPT 2601 MARIPOSA ST SAN FRANCISCO, CA 94110-1426	NONE	PC	FULL PROJECT GRANT	125,000.
CALIFORNIA STATE UNIVERSITY FRESNO FOUNDATION 4910 N. CHESTNUT FRESNO, CA 93726-1852	NONE	PC	FULL PROJECT GRANT	118,000.
THE ASPEN INSTITUTE 2300 N STREET NW, SUITE #700 WASHINGTON, DC 20037	NONE	PC	FULL PROJECT GRANT	100,000.
UNITE-LA 350 S. BIXEL STREET LOS ANGELES, CA 90017	NONE	PC	FULL PROJECT GRANT	100,000.
THE RP GROUP, INC. 369-B THIRD STREET #397 SAN RAFAEL, CA 94901	NONE	PC	FULL PROJECT GRANT	100,000.
FAMILIES IN SCHOOLS 1541 WILSHIRE BLVD. SUITE 430 LOS ANGELES, CA 90017	NONE	PC	FULL PROJECT GRANT	100,000.
COMMUNITY PARTNERS 1000 N. ALAMEDA STREET, SUITE 240 LOS ANGELES, CA 90012	NONE	PC	FULL PROJECT GRANT	100,000.
ALLIANCE FOR A BETTER COMMUNITY 1541 WILSHIRE BLVD. STE 430 LOS ANGELES, CA 90017	NONE	PC	FULL PROJECT GRANT	100,000.
INNERCITY STRUGGLE 530 SOUTH BOYLE AVENUE LOS ANGELES, CA 90033	NONE	PC	FULL PROJECT GRANT	100,000.
READING AND BEYOND 4670 E. BUTLER AVE. FRESNO, CA 93702	NONE	PC	FULL PROJECT GRANT	100,000.
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
CONGREGATIONS ORGANIZED FOR PROPHETIC ENGAGEMENT 1505 W HIGHLAND AVE, SUITE 1 SAN BERNARDINO, CA 92411	NONE	PC	FULL PROJECT GRANT	100,000.
GO PUBLIC SCHOOLS 134 LINDEN STREET OAKLAND, CA 94607	NONE	PC	FULL PROJECT GRANT	100,000.
COMMUNITY COALITION 8101 S. VERMONT AVE. LOS ANGELES, CA 90044	NONE	PC	FULL PROJECT GRANT	100,000.
RIVERSIDE COMMUNITY COLLEGE DISTRICT 3801 MARKET STREET RIVERSIDE, CA 92501	NONE	GOV	FULL PROJECT GRANT	100,000.
RIVERSIDE COMMUNITY COLLEGE DISTRICT 3801 MARKET STREET RIVERSIDE, CA 92501	NONE	GOV	FULL PROJECT GRANT	100,000.
ASIAN AMERICANS ADVANCING JUSTICE-LA 1145 WILSHIRE BLVD LOS ANGELES, CA 90017	NONE	PC	FULL PROJECT GRANT	100,000.
ASIAN AMERICANS ADVANCING JUSTICE-LA 1145 WILSHIRE BLVD LOS ANGELES, CA 90017	NONE	PC	FULL PROJECT GRANT	100,000.
WEST HILLS COMMUNITY COLLEGE DISTRICT 9900 CODY ST. COALINGA, CA 93210	NONE	GOV	FULL PROJECT GRANT	80,500.
AMERICAN INSTITUTES FOR RESEARCH 1000 THOMAS JEFFERSON STREET, NW WASHINGTON, DC 90007	NONE	PC	FULL PROJECT GRANT	75,000.
COUNCIL OF MEXICAN FEDERATIONS IN NORTH AMERICA 125 PASEO DE LA PLAZA, STE. 101 LOS ANGELES, CA 90012	NONE	PC	FULL PROJECT GRANT	75,000.
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
WILLIAMS GROUP 70 IONIA AVE SW STE 200 GRAND RAPIDS, MI 49503	NONE	NC	FULL PROJECT GRANT	66,000.
COMMUNITY FOUNDATION FOR MONTEREY COUNTY 2354 GARDEN ROAD MONTEREY, CA 93940	NONE	PC	SCHOLARSHIP GRANT	382,250.
COMMUNITY FOUNDATION FOR MONTEREY COUNTY 2354 GARDEN ROAD MONTEREY, CA 93940	NONE	PC	SCHOLARSHIP GRANT	367,750.
STANISLAUS COMMUNITY FOUNDATION 100 SYCAMORE AVE. SUITE 200 MODESTO, CA 95354	NONE	PC	SCHOLARSHIP GRANT	367,000.
STANISLAUS COMMUNITY FOUNDATION 100 SYCAMORE AVE. SUITE 200 MODESTO, CA 95354	NONE	PC	SCHOLARSHIP GRANT	246,000.
STANISLAUS COMMUNITY FOUNDATION 100 SYCAMORE AVE. SUITE 200 MODESTO, CA 95354	NONE	PC	SCHOLARSHIP GRANT	207,000.
Total from continuation sheets				

FORM 990-PF INTEREST ON SAVINGS AND TEMPORARY CASH INVESTMENTS STATEMENT 2

SOURCE	(A) REVENUE PER BOOKS	(B) NET INVESTMENT INCOME	(C) ADJUSTED NET INCOME
STUDENT LOAN INTEREST	36,381.	36,381.	
TOTAL TO PART I, LINE 3	36,381.	36,381.	

FORM 990-PF DIVIDENDS AND INTEREST FROM SECURITIES STATEMENT 3

SOURCE	GROSS AMOUNT	CAPITAL GAINS DIVIDENDS	(A) REVENUE PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME
INTEREST & DIVIDENDS	3,114,082.	0.	3,114,082.	3,109,807.	
TO PART I, LINE 4	3,114,082.	0.	3,114,082.	3,109,807.	

FORM 990-PF

OTHER INCOME

STATEMENT 4

DESCRIPTION	(A) REVENUE PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME
MISCELLANEOUS INCOME	23,343.	23,343.	
METROPOLITAN REAL ESTATE PARTNERS V, LP	-151,691.	-5,738.	
METROPOLITAN REAL ESTATE PARTNERS GLOBAL II, LP	-20,247.	-18,736.	
PARK STREET CAPITAL NATURAL RESOURCE FUND IV LP	-94,671.	-44,451.	
PARK STREET CAPITAL NATURAL RESOURCE FUND III, L.P.	-51,943.	68,732.	
PARK STREET CAPITAL NATURAL RESOURCE FUND III AIV, L.P.	-758.	-1,159.	
LEGACY VENTURE V (QP), LLC	-107,995.	-107,995.	
GLOBAL ENDOWMENT MANAGEMENT FUND II GEM STL FUND	6,173,893.	8,261,401.	
COMMONFUND CAPITAL PRIVATE EQUITY PARTNERS VII L.P.	-25,116.	-16,233.	
COMMONFUND CAPITAL INTERNATIONAL PARTNERS VI, LP	4,036.	6,311.	
COMMONFUND CAPITAL VENTURE PARTNERS VIII, L.P.	-20,653.	-20,660.	
COMMONFUND CAPITAL INTERNATIONAL PARTNERS VII, L.P.	-40,598.	-40,556.	
COMMONFUND CAPITAL VENTURE PARTNERS IX, L.P.	-22,771.	-22,793.	
	-29,429.	-28,094.	
TOTAL TO FORM 990-PF, PART I, LINE 11	5,635,400.	8,053,372.	

FORM 990-PF

LEGAL FEES

STATEMENT 5

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
LEGAL FEES	31,896.	0.		31,896.
TO FM 990-PF, PG 1, LN 16A	31,896.	0.		31,896.

FORM 990-PF

ACCOUNTING FEES

STATEMENT 6

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
ACCOUNTING FEES	82,208.	6,000.		76,208.
TO FORM 990-PF, PG 1, LN 16B	82,208.	6,000.		76,208.

FORM 990-PF

OTHER PROFESSIONAL FEES

STATEMENT 7

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
RECRUITING EXPENSE	458.	0.		458.
OTHER PROJECT CONSULTING	475,843.	0.		475,843.
TO FORM 990-PF, PG 1, LN 16C	476,301.	0.		476,301.

FORM 990-PF

TAXES

STATEMENT 8

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
INCOME TAX	223,768.	0.		0.
EXCISE TAX	-476,310.	0.		0.
OTHER	956.	0.		0.
PAYROLL TAXES	188,921.	5,588.		168,487.
TO FORM 990-PF, PG 1, LN 18	-62,665.	5,588.		168,487.

FORM 990-PF

OTHER EXPENSES

STATEMENT 9

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
BANK FEES	360.	0.		360.
WEBSITE	75.	0.		75.
COMMUNICATION & OUTREACH	72,296.	0.		72,296.
COMMON EXPENSE ALLOCATION	0.	25,548.		-25,548.
OFFICE EXPENSE	30,486.	0.		30,486.
INSURANCE	61,458.	0.		61,458.
BOARD EXPENSES	76,465.	0.		76,465.
OTHER INVESTMENT EXPENSES	49,872.	49,872.		0.
SYSTEMS EXPENSE	156,870.	0.		156,870.
INVESTMENT ADVISORY FEES	288.	2,893,897.		0.
SERVICING FEE	15,833.	15,833.		0.
OTHER DIRECT CHARITABLE ACTIVITIES	1,727,925.	0.		1,727,925.
TO FORM 990-PF, PG 1, LN 23	2,191,928.	2,985,150.		2,100,387.

FORM 990-PF

OTHER INVESTMENTS

STATEMENT 10

DESCRIPTION	VALUATION METHOD	BOOK VALUE	FAIR MARKET VALUE
INVESTMENTS - PARTNERSHIPS	FMV	472,038,298.	472,038,298.
TOTAL TO FORM 990-PF, PART II, LINE 13		472,038,298.	472,038,298.

FORM 990-PF

OTHER ASSETS

STATEMENT 11

DESCRIPTION	BEGINNING OF YR BOOK VALUE	END OF YEAR BOOK VALUE	FAIR MARKET VALUE
AR - OTHER	138,372.	2,575.	2,575.
DEPOSITS	56,252.	158,011.	158,011.
DEFERRED COMPENSATION	501,244.	443,602.	443,602.
PREPAID TAXES	247,655.	36,996.	36,996.
PREPAID EXCISE TAX	415,481.	379,012.	379,012.
TO FORM 990-PF, PART II, LINE 15	1,359,004.	1,020,196.	1,020,196.

FORM 990-PF

OTHER LIABILITIES

STATEMENT 12

DESCRIPTION

BOY AMOUNT

EOY AMOUNT

DEFERRED EXCISE TAX PAYABLE

2,328,127.

1,659,948.

TOTAL TO FORM 990-PF, PART II, LINE 22

2,328,127.

1,659,948.

FORM 990-PF

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

STATEMENT 13

NAME AND ADDRESS	TITLE AND AVRG HRS/WK	COMPEN- SATION	EMPLOYEE BEN PLAN CONTRIB	EXPENSE ACCOUNT
RUSSELL GOULD 1999 HARRISON STREET, SUITE 1900 OAKLAND, CA 94612	BOARD MEMBER, 3.00	CHAIR 30,000.	0.	0.
DONNA LUCAS 1999 HARRISON STREET, SUITE 1900 OAKLAND, CA 94612	BOARD MEMBER 1.50	16,000.	0.	0.
LENNY MENDONCA 1999 HARRISON STREET, SUITE 1900 OAKLAND, CA 94612	BOARD MEMBER 1.50	16,000.	0.	0.
GRETCHEN H. MILLIGAN 1999 HARRISON STREET, SUITE 1900 OAKLAND, CA 94612	BOARD MEMBER 1.50	16,000.	0.	0.
ELOY O. OAKLEY 1999 HARRISON STREET, SUITE 1900 OAKLAND, CA 94612	BOARD MEMBER 1.50	16,000.	0.	0.
TOBY ROSENBLATT 1999 HARRISON STREET, SUITE 1900 OAKLAND, CA 94612	BOARD MEMBER 1.50	16,000.	0.	0.
WILLA SELDON 1999 HARRISON STREET, SUITE 1900 OAKLAND, CA 94612	BOARD MEMBER 1.50	16,000.	0.	0.
ASHLEY SWEARENGIN 1999 HARRISON STREET, SUITE 1900 OAKLAND, CA 94612	BOARD MEMBER 1.50	16,000.	0.	0.
LINDA DAVIS TAYLOR 1999 HARRISON STREET, SUITE 1900 OAKLAND, CA 94612	BOARD MEMBER 1.50	16,000.	0.	0.
RICHARD WHITMORE 1999 HARRISON STREET, SUITE 1900 OAKLAND, CA 94612	BOARD MEMBER 1.50	16,000.	0.	0.

COLLEGE FUTURES FOUNDATION

94-2618667

JACKIE KHOR 1999 HARRISON STREET, SUITE 1900 OAKLAND, CA 94612	VICE PRESIDENT FOR PROGRAMS 37.50	252,105.	75,495.	0.
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MONICA LOZANO 1999 HARRISON STREET, SUITE 1900 OAKLAND, CA 94612	PRESIDENT/CEO 37.50	417,105.	72,701.	0.
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PHILLIPPE WALLACE 1999 HARRISON STREET, SUITE 1900 OAKLAND, CA 94612	CFO & TREASURER 37.50	292,324.	53,663.	0.
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TOTALS INCLUDED ON 990-PF, PAGE 6, PART VIII		<u>1,135,534.</u>	<u>201,859.</u>	<u>0.</u>
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FORM 990-PF SUMMARY OF DIRECT CHARITABLE ACTIVITIES STATEMENT 14

ACTIVITY ONE

FOUNDATION-ADMINISTERED PROJECT TO ASSIST THE GOVERNOR'S OFFICE WITH TECHNICAL ADVICE AND ASSISTANCE REGARDING POLICY OPTIONS FACILITATING INTERSEGMENTAL ALIGNMENT THAT INCREASES BA COMPLETION FOR CALIFORNIA STUDENTS.

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

EXPENSES
<u>471,609.</u>

FORM 990-PF SUMMARY OF DIRECT CHARITABLE ACTIVITIES STATEMENT 15

ACTIVITY TWO

INTERNAL STAFF TIME DEDICATED TO 1) OVERSEEING THE DEVELOPMENT AND ANALYSIS OF ISSUES AND OPTIONS FOR FINANCING PUBLIC HIGHER EDUCATION, 2) SUPPORTING THE GOVERNOR'S COUNCIL FOR POSTSECONDARY EDUCATION, AND 3) THE DEVELOPMENT AND MAINTENANCE OF THE CALYNX DATA SYSTEM.

TO FORM 990-PF, PART IX-A, LINE 2

EXPENSES
<u>431,292.</u>

FORM 990-PF

SUMMARY OF DIRECT CHARITABLE ACTIVITIES

STATEMENT 16

ACTIVITY THREE

FOUNDATION-ADMINISTERED PROJECT TO SOCIALIZE OUR FRAME OF THE FOUR ELEMENTS OF HIGHER EDUCATION FINANCE (VOLATILITY OF FUNDING FROM THE STATE'S GENERAL FUND; FIXED COSTS; INFLEXIBLE ACADEMIC COST STRUCTURES; AND DECISION MAKING AND ACCOUNTABILITY) TO KEY INFLUENCERS AND DISSEMINATE CONCEPTS THAT MAKE THE CASE FOR REFORM.

EXPENSES

TO FORM 990-PF, PART IX-A, LINE 3

269,972.

FORM 990-PF

SUMMARY OF DIRECT CHARITABLE ACTIVITIES

STATEMENT 17

ACTIVITY FOUR

FOUNDATION-ADMINISTERED PROJECT TO SUPPORT ACTIVITIES THAT FURTHER THE GOALS OF THE FOUNDATION'S CROSS-CUTTING APPROACH TO POLICY, INCLUDING ADMINISTRATION OF SURVEYS, DEVELOPMENT OF A FORMATIVE ASSESSMENT PLAN FOR GRANTEEES, GRANTEE CONVENINGS, DATA GATHERING, AND LANDSCAPING.

EXPENSES

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

211,601.

College Access Foundation of California
EIN: 94-2618667
Gain and Loss Summary for 990-PF, Part IV
For the Year Ending 12/31/2018

Partnership	Date Acquired	Date Sold	Short Term Gain (Loss)	Long Term Gain (Loss)	1231 Gains	Term Unknown Gain (Loss)	Allocated to UBI	Total on Form 990-PF, Part I, Line 7(b)
Commonfund Capital Private Equity Partners VII L.P.	Various	Various	-	-	-	940,679	47,977	892,702
Commonfund Capital International Partners VI, LP	Various	Various	-	-	-	516,918	1,983	514,935
Commonfund Capital Venture Partners VIII, L.P.	Various	Various	-	-	-	462,030	-	462,030
Commonfund Capital International Partners VII, L.P.	Various	Various	-	-	-	124,636	-	124,636
Commonfund Capital Venture Partners IX, L.P.	Various	Various	-	-	-	320,494	-	320,494
Metropolitan Real Estate Partners V, LP	Various	Various	-	(54,449)	1,392	-	(14,158)	(38,899)
Metropolitan Real Estate Partners Global II, LP	Various	Various	-	180,624	16,405	-	2,758	194,271
Park Street Capital Natural Resource Fund IV LP	Various	Various	4,959	(89,065)	64,270	-	3,561	(23,397)
Park Street Capital Natural Resource Fund III, L.P.	Various	Various	(203)	29,333	(9,688)	-	-	19,442
Park Street Capital Natural Resource Fund III AIV, L.P.	Various	Various	-	-	51	-	27	24
Legacy Venture V (QP), LLC	Various	Various	1,101	548,348	(1,370)	-	-	548,079
Global Endowment Fund II, LP	Various	Various	(2,356,218)	12,436,008	1,859,814	-	1,680,498	10,259,106
GEF-STL Fund, A Series of Global Endowment Targeted Strategy Fund, LP	Various	Various	(15,101)	(9,837)	-	-	-	(24,938)
								<u>13,248,485</u>

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

Form 990PF, Part XV(2)(a) — Name, Address and Phone for applications

Grants Manager, support@collegefutures.org
1999 Harrison Street, Suite 1900
Oakland, CA 94612
415-287-1800

Form 990PF, Part XV(2)(b) — Application submission details and materials

Grant applications are accepted on an invitation-only basis. Grant applications must be submitted through College Futures Foundation's online grant portal and must include the following information and materials:

- Grantee organization information (including EIN, address, phone number, and website)
- Requested amount
- Proposal narrative
- Proposal budget
- Organization budget
- Most recent IRS Form 990
- Most recent audited financial statement
- Board list

Form 990PF, Part XV(2)(c) — Submission Deadlines

Please check our website for deadlines.

2018 Grant Proposal Submission Deadlines: November 17, 2017, February 23, 2018, May 25, 2018, August 31, 2018. Delegated grant deadlines are rolling throughout the year.

Form 990PF, Part XV(2)(d) — Restrictions or Limitations on Awards

Overview

College Futures partners with organizations and leaders across the state to catalyze systemic change, increase college degree completion, and close equity gaps so that the vision of a seamless, student-centered educational opportunity becomes a reality—and one that's available to every student, regardless of skin color, zip code, or income.

We are building a shared vision and action plan to leverage all available resources and tools to make the systems change needed for a more prosperous California for everyone:

- By promoting student-centered practices, many more students will be able to transition from K–12 through college efficiently and effectively, with equitable outcomes.
- By informing and motivating key policy and education decision makers to take action, students will benefit from policies that enable their success.
- By creating a stable and sustainable financing system and addressing issues of affordability, degrees will be within reach for all students.

Who Can Apply

College Futures Foundation accepts grant applications by invitation only from community-based, school-based and campus-based programs and organizations focused on increasing 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).

The Foundation does NOT award grants for the following:

- Awards to individuals
- 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.

Grant applications are 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.
- For-profit organizations whose work closely aligns with our mission. In such cases, expenditure responsibility is exercised for IRS legal compliance.
- By creating a stable and sustainable financing system and addressing issues of affordability, degrees will be within reach for all students.

Application for Automatic Extension of Time To File an Exempt Organization Return

Department of the Treasury
Internal Revenue Service

▶ **File a separate application for each return.**
▶ **Go to www.irs.gov/Form8868 for the latest information.**

Electronic filing (e-file). You can electronically file Form 8868 to request a 6-month automatic extension of time to file any of the forms listed below with the exception of Form 8870, Information Return for Transfers Associated With Certain Personal Benefit Contracts, for which an extension request must be sent to the IRS in paper format (see instructions). For more details on the electronic filing of this form, visit www.irs.gov/e-file-providers/e-file-for-charities-and-non-profits.

Automatic 6-Month Extension of Time. Only submit original (no copies needed).

All corporations required to file an income tax return other than Form 990-T (including 1120-C filers), partnerships, REMICs, and trusts must use Form 7004 to request an extension of time to file income tax returns.

		Enter filer's identifying number
Type or print File by the due date for filing your return. See instructions.	Name of exempt organization or other filer, see instructions. COLLEGE FUTURES FOUNDATION	Employer identification number (EIN) or 94-2618667
	Number, street, and room or suite no. If a P.O. box, see instructions. 1999 HARRISON STREET, NO. 1900	Social security number (SSN)
	City, town or post office, state, and ZIP code. For a foreign address, see instructions. OAKLAND, CA 94612	

Enter the Return Code for the return that this application is for (file a separate application for each return) 0 | 4

Application Is For	Return Code	Application Is For	Return Code
Form 990 or Form 990-EZ	01	Form 990-T (corporation)	07
Form 990-BL	02	Form 1041-A	08
Form 4720 (individual)	03	Form 4720 (other than individual)	09
Form 990-PF	04	Form 5227	10
Form 990-T (sec. 401(a) or 408(a) trust)	05	Form 6069	11
Form 990-T (trust other than above)	06	Form 8870	12

PHILLIPPE WALLACE

- The books are in the care of ▶ **1999 HARRISON STREET, SUITE 1900 - OAKLAND, CA 94612**
Telephone No. ▶ **(415)287-1800** Fax No. ▶ **(415)287-1801**
- If the organization does not have an office or place of business in the United States, check this box
- If this is for a Group Return, enter the organization's four digit Group Exemption Number (GEN) _____. If this is for the whole group, check this box . If it is for part of the group, check this box and attach a list with the names and EINs of all members the extension is for.

1 I request an automatic 6-month extension of time until **NOVEMBER 15, 2019**, to file the exempt organization return for the organization named above. The extension is for the organization's return for:
▶ calendar year **2018** or
▶ tax year beginning _____, and ending _____.

2 If the tax year entered in line 1 is for less than 12 months, check reason: Initial return Final return
 Change in accounting period

3a If this application is for Forms 990-BL, 990-PF, 990-T, 4720, or 6069, enter the tentative tax, less any nonrefundable credits. See instructions.	3a	\$	592,636.
b If this application is for Forms 990-PF, 990-T, 4720, or 6069, enter any refundable credits and estimated tax payments made. Include any prior year overpayment allowed as a credit.	3b	\$	567,636.
c Balance due. Subtract line 3b from line 3a. Include your payment with this form, if required, by using EFTPS (Electronic Federal Tax Payment System). See instructions.	3c	\$	25,000.

Caution: If you are going to make an electronic funds withdrawal (direct debit) with this Form 8868, see Form 8453-EO and Form 8879-EO for payment instructions.