

Return of Private Foundation

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

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2023

Open to Public Inspection

Form **990-PF**

Department of the Treasury
Internal Revenue Service

For calendar year 2023 or tax year beginning **JUL 1, 2023**, and ending **JUN 30, 2024**

Name of foundation THE MORRIS STULSAFT FOUNDATION		A Employer identification number 94-6064379
Number and street (or P.O. box number if mail is not delivered to street address) 1660 BUSH STREET	Room/suite 300	B Telephone number 4155616540
City or town, state or province, country, and ZIP or foreign postal code SAN FRANCISCO, CA 94109		C If exemption application is pending, check here ...
G Check all that apply: Initial return <input type="checkbox"/> Final return <input type="checkbox"/> Address change <input type="checkbox"/> Initial return of a former public charity <input type="checkbox"/> Amended return <input type="checkbox"/> Name change <input type="checkbox"/>		D 1. Foreign organizations, check here 2. Foreign organizations meeting the 85% test, check here and attach computation
H Check type of organization: <input checked="" type="checkbox"/> Section 501(c)(3) exempt private foundation Section 4947(a)(1) nonexempt charitable trust <input type="checkbox"/> Other taxable private foundation <input type="checkbox"/>		E If private foundation status was terminated under section 507(b)(1)(A), check here ...
I Fair market value of all assets at end of year (from Part II, col. (c), line 16) \$ 37,010.	J Accounting method: <input type="checkbox"/> Cash <input checked="" type="checkbox"/> Accrual Other (specify) _____ (Part I, column (d), must be on cash basis.)	
F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here ...		

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	2,139,000.		N/A	
	2 Check if the foundation is not required to attach Sch. B				
	3 Interest on savings and temporary cash investments	17.	17.		STATEMENT 1
	4 Dividends and interest from securities				
	5a Gross rents				
	b Net rental income or (loss)				
	6a Net gain or (loss) from sale of assets not on line 10				
	b Gross sales price for all assets on line 6a				
	7 Capital gain net income (from Part IV, line 2)		0.		
	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	-683,000.	0.		STATEMENT 2	
12 Total. Add lines 1 through 11	1,456,017.	17.			
Operating and Administrative Expenses	13 Compensation of officers, directors, trustees, etc.	4,950.	1,238.		3,465.
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits				
	16a Legal fees				
	b Accounting fees	STMT 3 33,200.	19,920.		9,960.
	c Other professional fees	STMT 4 315,675.	31,568.		252,540.
	17 Interest				
	18 Taxes	STMT 5 220.	0.		0.
	19 Depreciation and depletion				
	20 Occupancy				
	21 Travel, conferences, and meetings				
	22 Printing and publications				
	23 Other expenses	STMT 6 1,696.	180.		525.
	24 Total operating and administrative expenses. Add lines 13 through 23	355,741.	52,906.		266,490.
	25 Contributions, gifts, grants paid	2,261,441.			1,780,750.
26 Total expenses and disbursements. Add lines 24 and 25	2,617,182.	52,906.		2,047,240.	
27 Subtract line 26 from line 12:					
a Excess of revenue over expenses and disbursements ...	-1,161,165.				
b Net investment income (if negative, enter -0-)		0.			
c Adjusted net income (if negative, enter -0-)			N/A		

Part II Balance Sheets <small>Attached schedules and amounts in the description column should be for end-of-year amounts only.</small>		Beginning of year	End of year	
		(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1 Cash - non-interest-bearing			
	2 Savings and temporary cash investments	34,036.	36,542.	36,542.
	3 Accounts receivable			
	Less: allowance for doubtful accounts			
	4 Pledges receivable			
	Less: allowance for doubtful accounts	683,000.		
	5 Grants receivable			
	6 Receivables due from officers, directors, trustees, and other disqualified persons			
	7 Other notes and loans receivable			
	Less: allowance for doubtful accounts			
	8 Inventories for sale or use			
	9 Prepaid expenses and deferred charges	448.	468.	468.
	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				
14 Land, buildings, and equipment: basis				
Less: accumulated depreciation				
15 Other assets (describe				
16 Total assets (to be completed by all filers - see the instructions. Also, see page 1, item I)	717,484.	37,010.	37,010.	
Liabilities	17 Accounts payable and accrued expenses			
	18 Grants payable		480,691.	
	19 Deferred revenue			
	20 Loans from officers, directors, trustees, and other disqualified persons			
	21 Mortgages and other notes payable			
22 Other liabilities (describe				
23 Total liabilities (add lines 17 through 22)	0.	480,691.		
Net Assets or Fund Balances	Foundations that follow FASB ASC 958, check here <input checked="" type="checkbox"/> and complete lines 24, 25, 29, and 30.			
	24 Net assets without donor restrictions	34,484.	-443,681.	
	25 Net assets with donor restrictions	683,000.	0.	
	Foundations that do not follow FASB ASC 958, check here <input type="checkbox"/> and complete lines 26 through 30.			
	26 Capital stock, trust principal, or current funds			
	27 Paid-in or capital surplus, or land, bldg., and equipment fund			
	28 Retained earnings, accumulated income, endowment, or other funds			
	29 Total net assets or fund balances	717,484.	-443,681.	
30 Total liabilities and net assets/fund balances	717,484.	37,010.		

Part III Analysis of Changes in Net Assets or Fund Balances

1 Total net assets or fund balances at beginning of year - Part II, column (a), line 29 (must agree with end-of-year figure reported on prior year's return)	1	717,484.
2 Enter amount from Part I, line 27a	2	-1,161,165.
3 Other increases not included in line 2 (itemize)	3	0.
4 Add lines 1, 2, and 3	4	-443,681.
5 Decreases not included in line 2 (itemize)	5	0.
6 Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 29	6	-443,681.

Part IV Capital Gains and Losses for Tax on Investment Income

(a) List and describe the kind(s) of property sold (for example, real estate, 2-story brick warehouse; or common stock, 200 shs. MLC Co.)		(b) How acquired P - Purchase D - Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
1a				
b	NONE			
c				
d				
e				
(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) ((e) plus (f) minus (g))	
a				
b				
c				
d				
e				
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				
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	
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). See instructions. If (loss), enter -0- in Part I, line 8		3	

Part V Excise Tax Based on Investment Income (Section 4940(a), 4940(b), 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)	1	0.
b	All other domestic foundations enter 1.39% (0.0139) of line 27b. Exempt foreign organizations, enter 4% (0.04) 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	0.
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	0.
6	Credits/Payments:		
a	2023 estimated tax payments and 2022 overpayment credited to 2023	6a	0.
b	Exempt foreign organizations - tax withheld at source	6b	0.
c	Tax paid with application for extension of time to file (Form 8868)	6c	0.
d	Backup withholding erroneously withheld	6d	0.
7	Total credits and payments. Add lines 6a through 6d	7	0.
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	0.
10	Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10	
11	Enter the amount of line 10 to be: Credited to 2024 estimated tax Refunded	11	

Part VI-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
1b 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
1c 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. \$ <u>0.</u> (2) On foundation managers. \$ <u>0.</u>		
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers. \$ <u>0.</u>		
2 Has the foundation engaged in any activities that have not previously been reported to the IRS?		X
If "Yes," attach a detailed description of the activities.		
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?		N/A
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year?		X
If "Yes," attach the statement required by General Instruction T.		
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 XIV	X	
8a Enter the states to which the foundation reports or with which it is registered. See instructions. _____ <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 General Instruction G? If "No," attach explanation	X	
9 Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2023 or the tax year beginning in 2023? See the instructions for Part XIII. If "Yes," complete Part XIII		X
10 Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses		X
11 At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule. See instructions		X
12 Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement. See instructions		X
13 Did the foundation comply with the public inspection requirements for its annual returns and exemption application?	X	
Website address <u>WWW.STULSAFT.ORG</u>		
14 The books are in care of <u>PACIFIC FOUNDATION SERVICES, LLC</u> Telephone no. <u>415.561.6540</u> Located at <u>1660 BUSH STREET, SUITE 300, SAN FRANCISCO, CA</u> ZIP+4 <u>94109</u>		
15 Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 - check here		N/A
and enter the amount of tax-exempt interest received or accrued during the year	15	
16 At any time during calendar year 2023, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country?		X
See the instructions for exceptions and filing requirements for FinCEN Form 114. If "Yes," enter the name of the foreign country		

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

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

	Yes	No
1a During the year, did the foundation (either directly or indirectly):		
(1) Engage in the sale or exchange, or leasing of property with a disqualified person?	1a(1)	X
(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person?	1a(2)	X
(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person?	1a(3)	X
(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person?	1a(4)	X
(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)?	1a(5)	X
(6) Agree to pay money or property to a government official? (Exception. Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days.)	1a(6)	X
b If any answer is "Yes" to 1a(1)-(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance? See instructions	1b	N/A
c Organizations relying on a current notice regarding disaster assistance, check here		
d Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2023?	1d	X
2 Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5)):		
a At the end of tax year 2023, did the foundation have any undistributed income (Part XII, lines 6d and 6e) for tax year(s) beginning before 2023?	2a	X
If "Yes," list the years _____, _____, _____, _____		
b Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement - see instructions.)	2b	N/A
c If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here. _____, _____, _____, _____		
3a Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year?	3a	X
b If "Yes," did it have excess business holdings in 2023 as a result of (1) any purchase by the foundation or disqualified persons after May 26, 1969; (2) the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest; or (3) the lapse of the 10-, 15-, or 20-year first phase holding period? (Use Form 4720, Schedule C, to determine if the foundation had excess business holdings in 2023.)	3b	N/A
4a Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a	X
b Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2023?	4b	X

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

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

Part VII 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 7		4,950.	0.	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
NONE				

Total number of other employees paid over \$50,000 0

Part VII 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
PACIFIC FOUNDATION SERVICES, LLC - 1660 BUSH STREET, SUITE 300, SAN FRANCISCO, CA 94109	FOUNDATION MANAGEMENT	315,675.

Total number of others receiving over \$50,000 for professional services 0

Part VIII-A Summary of Direct Charitable Activities

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

Part VIII-B Summary of Program-Related Investments

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

Total. Add lines 1 through 3 0.

Part IX 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	0.
b	Average of monthly cash balances	1b	92,477.
c	Fair market value of all other assets (see instructions)	1c	
d	Total (add lines 1a, b, and c)	1d	92,477.
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	92,477.
4	Cash deemed held for charitable activities. Enter 1.5% (0.015) of line 3 (for greater amount, see instructions)	4	1,387.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3	5	91,090.
6	Minimum investment return. Enter 5% (0.05) of line 5	6	4,555.

Part X 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 IX, line 6	1	4,555.
2a	Tax on investment income for 2023 from Part V, line 5	2a	
b	Income tax for 2023. (This does not include the tax from Part V.)	2b	
c	Add lines 2a and 2b	2c	0.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	4,555.
4	Recoveries of amounts treated as qualifying distributions	4	0.
5	Add lines 3 and 4	5	4,555.
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 XII, line 1	7	4,555.

Part XI 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	2,047,240.
b	Program-related investments - total from Part VIII-B	1b	0.
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	2	
3 Amounts set aside for specific charitable projects that satisfy the:			
a	Suitability test (prior IRS approval required)	3a	
b	Cash distribution test (attach the required schedule)	3b	
4	Qualifying distributions. Add lines 1a through 3b. Enter here and on Part XII, line 4	4	2,047,240.

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Part XII Undistributed Income (see instructions)

	(a) Corpus	(b) Years prior to 2022	(c) 2022	(d) 2023
1 Distributable amount for 2023 from Part X, line 7				4,555.
2 Undistributed income, if any, as of the end of 2023:				
a Enter amount for 2022 only			0.	
b Total for prior years:		0.		
3 Excess distributions carryover, if any, to 2023:				
a From 2018	1,335,891.			
b From 2019	1,773,704.			
c From 2020	1,809,757.			
d From 2021	2,046,532.			
e From 2022	2,067,974.			
f Total of lines 3a through e	9,033,858.			
4 Qualifying distributions for 2023 from Part XI, line 4: \$	2,047,240.			
a Applied to 2022, but not more than line 2a			0.	
b Applied to undistributed income of prior years (Election required - see instructions)		0.		
c Treated as distributions out of corpus (Election required - see instructions)	0.			
d Applied to 2023 distributable amount				4,555.
e Remaining amount distributed out of corpus	2,042,685.			
5 Excess distributions carryover applied to 2023 (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:	11,076,543.			
a Corpus. Add lines 3f, 4c, and 4e. Subtract line 5				
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 2022. Subtract line 4a from line 2a. Taxable amount - see instr.			0.	
f Undistributed income for 2023. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2024				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 2018 not applied on line 5 or line 7	1,335,891.			
9 Excess distributions carryover to 2024. Subtract lines 7 and 8 from line 6a	9,740,652.			
10 Analysis of line 9:				
a Excess from 2019	1,773,704.			
b Excess from 2020	1,809,757.			
c Excess from 2021	2,046,532.			
d Excess from 2022	2,067,974.			
e Excess from 2023	2,042,685.			

Part XIII Private Operating Foundations (see instructions and Part VI-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 2023, enter the date of the ruling

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

Table with 5 columns: (a) 2023, (b) 2022, (c) 2021, (d) 2020, (e) Total. Rows include 2a-e (Qualifying distributions) and 3a-d (Alternative tests).

Part XIV 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: JANAYA NICHOLS, 415-561-6540 1660 BUSH STREET, SUITE 300, SAN FRANCISCO, CA 94109

b The form in which applications should be submitted and information and materials they should include: FOR GUIDELINES AND MORE INFORMATION ABOUT THIS FOUNDATION, WWW.STULSAFT.ORG

c Any submission deadlines: FOR GUIDELINES AND MORE INFORMATION ABOUT THIS FOUNDATION, WWW.STULSAFT.ORG

d Any restrictions or limitations on awards, such as by geographical areas, charitable fields, kinds of institutions, or other factors: FOR GUIDELINES AND MORE INFORMATION ABOUT THIS FOUNDATION, WWW.STULSAFT.ORG

Part XIV 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				
ACCESS INSTITUTE FOR PSYCHOLOGICAL SERVICES 110 GOUGH STREET, SUITE 301 SAN FRANCISCO, CA 94102		501(C)(3) PUBLIC CHARITY	FOR THE IN-SCHOOL MENTAL HEALTH PROGRAM	25,000.
AIM HIGH FOR HIGH SCHOOL P.O. BOX 410715 SAN FRANCISCO, CA 94141		501(C)(3) PUBLIC CHARITY	FOR THE ASPIRING TEACHER PROGRAM	25,000.
ALONZO KING LINES BALLET 26 SEVENTH STREET, 5TH FLOOR SAN FRANCISCO, CA 94103		501(C)(3) PUBLIC CHARITY	FOR LINES BALLET COMMUNITY PROGRAMS	25,000.
AMERICAN INDIAN CHILD RESOURCE CENTER 522 GRAND AVENUE OAKLAND, CA 94610		501(C)(3) PUBLIC CHARITY	FOR THE NATIVE YOUTH RISING PROGRAM	35,000.
ATTITUDINAL HEALING CONNECTION, INC. 101 MYRTLE STREET OAKLAND, CA 94607		501(C)(3) PUBLIC CHARITY	FOR GENERAL SUPPORT	25,000.
Total	SEE CONTINUATION SHEET(S)			3a 1,780,750.
b Approved for future payment				
BAYVIEW HUNTERS POINT CENTER FOR ARTS & TECHNOLOGY 2415 3RD STREET, SUITE 230 SAN FRANCISCO, CA 94107		501(C)(3) PUBLIC CHARITY	FOR THE DIGITAL MEDIA PATHWAY PROGRAM	40,000.
COMPASS FAMILY SERVICES 37 GROVE STREET SAN FRANCISCO, CA 94102		501(C)(3) PUBLIC CHARITY	FOR A BILINGUAL SPEECH-LANGUAGE PATHOLOGIST AT THE COMPASS CHILDREN'S CENTER	25,000.
FAMILY CONNECTIONS CENTERS 2565 SAN BRUNO AVENUE SAN FRANCISCO, CA 94134		501(C)(3) PUBLIC CHARITY	FOR EARLY CHILDHOOD EDUCATION PROGRAMS	25,000.
Total	SEE CONTINUATION SHEET(S)			3b 485,000.

Part XV-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated.

	Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income
	(a) Business code	(b) Amount	(c) Exclu- sion code	(d) Amount	
1 Program service revenue:					
a _____					
b _____					
c _____					
d _____					
e _____					
f _____					
g Fees and contracts from government agencies					
2 Membership dues and assessments					
3 Interest on savings and temporary cash investments			14	17.	
4 Dividends and interest from securities					
5 Net rental income or (loss) from real estate:					
a Debt-financed property					
b Not debt-financed property					
6 Net rental income or (loss) from personal property					
7 Other investment income					
8 Gain or (loss) from sales of assets other than inventory					
9 Net income or (loss) from special events					
10 Gross profit or (loss) from sales of inventory					
11 Other revenue:					
a LOSS ON CHAMBERLAIN					
b TRUST				-683,000.	
c _____					
d _____					
e _____					
12 Subtotal. Add columns (b), (d), and (e)		0.		-682,983.	0.
13 Total. Add line 12, columns (b), (d), and (e)			13		-682,983.

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

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

Line No.	Explain below how each activity for which income is reported in column (e) of Part XV-A contributed importantly to the accomplishment of the foundation's exempt purposes (other than by providing funds for such purposes).

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

Table with columns for Yes/No and rows for 1a(1) Cash, 1a(2) Other assets, 1b(1) Sales of assets, 1b(2) Purchases of assets, 1b(3) Rental of facilities, 1b(4) Reimbursement arrangements, 1b(5) Loans or loan guarantees, 1b(6) Performance of services, 1c Sharing of facilities, and 1d If the answer to any of the above is "Yes," complete the following schedule.

Table with columns (a) Line no., (b) Amount involved, (c) Name of noncharitable exempt organization, and (d) Description of transfers, transactions, and sharing arrangements. All entries are 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 [X] No

Table with columns (a) Name of organization, (b) Type of organization, and (c) Description of relationship. All entries are N/A.

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

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

Paid Preparer Use Only section containing fields for Print/Type preparer's name (SCOTT R. SMEAD), Preparer's signature (handwritten), Date (01/13/2025), Check if self-employed, PTIN (P01208759), Firm's name (ROBERT LEE & ASSOCIATES, LLP), Firm's EIN (27-1155496), Firm's address (999 W TAYLOR STREET, STE A SAN JOSE, CA 95126), and Phone no. ((408) 855-6770).

Part XIV Supplementary Information

3 Grants and Contributions Paid During the Year (Continuation)

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
BAY AREA CREATIVE BAC 1389 JEFFERSON ST, APT C505 OAKLAND, CA 94612		501(C)(3) PUBLIC CHARITY	FOR THE SPARC CREATIVITY PROGRAM	20,000.
BAY AREA GIRLS ROCK CAMP PO BOX 72213 OAKLAND, CA 94612		501(C)(3) PUBLIC CHARITY	FOR THE GIRLS ROCK AFTER SCHOOL PROGRAM AND SUMMER CAMP	20,000.
BAYVIEW HUNTERS POINT CENTER FOR ARTS & TECHNOLOGY 2415 3RD STREET, SUITE 230 SAN FRANCISCO, CA 94107		501(C)(3) PUBLIC CHARITY	FOR THE DIGITAL MEDIA PATHWAY PROGRAM	20,000.
BERKELEY REPERTORY THEATRE 999 HARRISON ST. BERKELEY, CA 94710		501(C)(3) PUBLIC CHARITY	FOR THE HIGH SCHOOL THEATRE FESTIVAL	20,000.
BERNARD OSHER MARIN JEWISH COMMUNITY CENTER 200 N. SAN PEDRO ROAD SAN RAFAEL, CA 94903		501(C)(3) PUBLIC CHARITY	FOR EARLY CHILDHOOD EDUCATION PROFESSIONAL DEVELOPMENT	40,000.
BRIDGE THE GAP COLLEGE PREP 2330 MARINSHIP WAY # 302 SAUSALITO, CA 94965		501(C)(3) PUBLIC CHARITY	FOR ACADEMIC AND SOCIAL-EMOTIONAL SUPPORT PROGRAMS	35,000.
CANAL ALLIANCE 91 LARKSPUR STREET SAN RAFAEL, CA 94901		501(C)(3) PUBLIC CHARITY	CAPITAL CAMPAIGN	50,000.
CANDID PO BOX 22799 NEW YORK, NY 10087		501(C)(3) PUBLIC CHARITY	FOR GENERAL SUPPORT	2,000.
CANTARE CON VIVO 2619 BROADWAY OAKLAND, CA 94612		501(C)(3) PUBLIC CHARITY	FOR CHORAL PROGRAMS	25,000.
CENTRO LEGAL DE LA RAZA, INC. 3400 E 12TH STREET OAKLAND, CA 94601		501(C)(3) PUBLIC CHARITY	FOR THE YOUTH LAW ACADEMY	35,000.
Total from continuation sheets				1,645,750.

Part XIV 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
CHAPTER 510 INK 546 9TH ST OAKLAND, CA 94607		501(C)(3) PUBLIC CHARITY	FOR THE IMMERSIVE STORYTELLING PROGRAM	20,000.
CHRONICLE SEASON OF SHARING FUND P.O. BOX 7844 SAN FRANCISCO, CA 94120		501(C)(3) PUBLIC CHARITY	2023 SEASON OF SHARING	25,000.
COMMUNITY CHILD CARE COUNCIL (4CS) OF ALAMEDA COUNTY 22351 CITY CENTER DRIVE HAYWARD, CA 94541		501(C)(3) PUBLIC CHARITY	FOR THE CHILD CARE INITIATIVE PROGRAM	25,000.
COMPASS FAMILY SERVICES 37 GROVE STREET SAN FRANCISCO, CA 94102		501(C)(3) PUBLIC CHARITY	FOR A BILINGUAL SPEECH-LANGUAGE PATHOLOGIST AT THE COMPASS CHILDREN'S CENTER	25,000.
EAST BAY AGENCY FOR CHILDREN 2828 FORD STREET OAKLAND, CA 94601		501(C)(3) PUBLIC CHARITY	FOR KINDERGARTEN READINESS AND FAMILY ENGAGEMENT PROGRAMS	25,000.
EAST BAY CHILDREN'S LAW OFFICES INCORPORATED 80 SWAN WAY, SUITE 300 OAKLAND, CA 94621		501(C)(3) PUBLIC CHARITY	FOR GENERAL SUPPORT	25,000.
EAST OAKLAND YOUTH DEVELOPMENT CENTER 8200 INTERNATIONAL BOULEVARD OAKLAND, CA 94621		501(C)(3) PUBLIC CHARITY	FOR GENERAL SUPPORT	25,000.
ENRICHING LIVES THROUGH MUSIC 2955 KERNER BLVD SUITE B SAN RAFAEL, CA 94901		501(C)(3) PUBLIC CHARITY	FOR GENERAL SUPPORT	30,000.
FACES SF 1101 MASONIC AVE SAN FRANCISCO, CA 94117		501(C)(3) PUBLIC CHARITY	FOR GENERAL SUPPORT	30,000.
FAMILY CONNECTIONS CENTERS 2565 SAN BRUNO AVENUE SAN FRANCISCO, CA 94134		501(C)(3) PUBLIC CHARITY	FOR EARLY CHILDHOOD EDUCATION PROGRAMS	25,000.
Total from continuation sheets				

Part XIV 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 GRADUATE 594 HOWARD STREET SAN FRANCISCO, CA 94105		501(C)(3) PUBLIC CHARITY	FOR THE MIDDLE SCHOOL PROGRAM	25,000.
FOODWISE COMMUNITY ONE FERRY BUILDING, SUITE 50 SAN FRANCISCO, CA 94111		501(C)(3) PUBLIC CHARITY	FOR THE FOODWISE TEENS PROGRAM	10,000.
FOTC - SF BAY AREA 111 QUINT STREET SAN FRANCISCO, CA 94124		501(C)(3) PUBLIC CHARITY	FOR GENERAL SUPPORT	20,000.
FRIENDS OF ST FRANCIS CHILDCARE CENTER INCORPORATED 50 BELCHER STREET SAN FRANCISCO, CA 94114		501(C)(3) PUBLIC CHARITY	FOR THE FRIENDS OF ST. FRANCIS CHILDCARE CENTER	25,000.
GENESYS WORKS 1721 BROADWAY, SUITE 201 OAKLAND, CA 94612		501(C)(3) PUBLIC CHARITY	FOR TECHNICAL AND PROFESSIONAL SKILLS TRAINING	20,000.
GIRLS INCORPORATED OF ALAMEDA COUNTY 510 16TH STREET OAKLAND, CA 94612		501(C)(3) PUBLIC CHARITY	FOR THE ACADEMIC ACHIEVEMENT INITIATIVE	30,000.
GUM MOON RESIDENCE HALL 940 WASHINGTON ST. SAN FRANCISCO, CA 94108		501(C)(3) PUBLIC CHARITY	FOR THE SCHOOL READINESS PROGRAM	25,000.
HACK THE HOOD 2323 BROADWAY OAKLAND, CA 94612		501(C)(3) PUBLIC CHARITY	FOR GENERAL SUPPORT	25,000.
HUCKLEBERRY YOUTH PROGRAMS INC. 3450 GEARY BLVD., SUITE 107 SAN FRANCISCO, CA 94118		501(C)(3) PUBLIC CHARITY	FOR THE HUCKLEBERRY ACCESS TO COLLEGE EQUITY ACADEMY	25,000.
JEWISH COMMUNITY CENTER OF SAN FRANCISCO 3200 CALIFORNIA STREET SAN FRANCISCO, CA 94118		501(C)(3) PUBLIC CHARITY	FOR THE EARLY CHILDHOOD EDUCATION PROGRAM	50,000.
Total from continuation sheets				

Part XIV 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
JEWISH VOCATIONAL & CAREER COUNSELING SERVICE 548 MARKET ST, PMB 37733 SAN FRANCISCO, CA 94104		501(C)(3) PUBLIC CHARITY	FOR THE SCHOOL PARTNER PROGRAM	30,000.
LEAP ARTS IN EDUCATION PO BOX 427005 SAN FRANCISCO, CA 94142		501(C)(3) PUBLIC CHARITY	FOR GENERAL SUPPORT	20,000.
LINCOLN 1266 14TH STREET OAKLAND, CA 94607		501(C)(3) PUBLIC CHARITY	FOR EARLY CHILDHOOD MENTAL HEALTH CONSULTATION	30,000.
LUNA DANCE & CREATIVITY 931 ASHBY AVENUE BERKELEY, CA 94710		501(C)(3) PUBLIC CHARITY	CAPITAL CAMPAIGN	50,000.
MARIN HORIZON SCHOOL INCORPORATED 305 MONTFORD AVE MILL VALLEY, CA 94941		501(C)(3) PUBLIC CHARITY	FOR THE CHARITABLE PURPOSES OF HORIZON COMMUNITY SCHOOL	25,000.
MINDFUL LIFE PROJECT 1001 CANAL BLVD, SUITE A-0 RICHMOND, CA 94804		501(C)(3) PUBLIC CHARITY	FOR MINDFULNESS-BASED SOCIAL-EMOTIONAL DEVELOPMENT	40,000.
NEW DOOR VENTURES 3221 20TH STREET SAN FRANCISCO, CA 94110		501(C)(3) PUBLIC CHARITY	FOR GENERAL SUPPORT	30,000.
NORTH MARIN COMMUNITY SERVICES 680 WILSON AVENUE NOVATO, CA 94947		501(C)(3) PUBLIC CHARITY	FOR THE PRESCHOOL PROGRAM	25,000.
NORTHERN CALIFORNIA GRANTMAKERS 160 SPEAR STREET, SUITE 360 SAN FRANCISCO, CA 94105		501(C)(3) PUBLIC CHARITY	GIFT PORTION OF 2024 MEMBERSHIP DUES	3,750.
OAKLAND PUBLIC EDUCATION FUND P.O. BOX 71005 OAKLAND, CA 94612		501(C)(3) PUBLIC CHARITY	FOR THE CHARITABLE PURPOSES OF YOUTH BEAT	30,000.
Total from continuation sheets				

Part XIV 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
OAKLAND PUBLIC EDUCATION FUND P.O. BOX 71005 OAKLAND, CA 94612		501(C)(3) PUBLIC CHARITY	FOR THE OAKLAND SCHOOL VOLUNTEERS PROGRAM	20,000.
OLD SKOOL CAFE 1429 MENDELL STREET SAN FRANCISCO, CA 94124		501(C)(3) PUBLIC CHARITY	FOR GENERAL SUPPORT	15,000.
PAPERMILL CREEK CHILDRENS CORNER 503 B STREET, P.O. BOX 996 POINT REYES, CA 94956		501(C)(3) PUBLIC CHARITY	FOR GENERAL SUPPORT	25,000.
PENINSULA JEWISH COMMUNITY CENTER 800 FOSTER CITY BLVD. FOSTER CITY, CA 94404		501(C)(3) PUBLIC CHARITY	FOR EARLY CHILDHOOD EDUCATION PROFESSIONAL DEVELOPMENT	40,000.
PRESCOTT CIRCUS THEATRE 1721 BROADWAY OAKLAND, CA 94612		501(C)(3) PUBLIC CHARITY	FOR GENERAL SUPPORT	20,000.
REAL OPTIONS FOR CITY KIDS 73 LELAND AVENUE SAN FRANCISCO, CA 94134		501(C)(3) PUBLIC CHARITY	FOR GENERAL SUPPORT	35,000.
RICHMOND DISTRICT NEIGHBORHOOD CENTER 741 30TH AVE SAN FRANCISCO, CA 94121		501(C)(3) PUBLIC CHARITY	FOR SCHOOL-BASED ENRICHMENT PROGRAMS	25,000.
SAN FRANCISCO ARTS EDUCATION PROJECT SYDNEY GOLDSTEIN THEATRE, 135 VAN NESS AVENUE #110 SAN FRANCISCO, CA 94102		501(C)(3) PUBLIC CHARITY	FOR THE ARTISTS-IN-RESIDENCE PROGRAM	25,000.
SAN FRANCISCO JAZZ ORGANIZATION 201 FRANKLIN STREET SAN FRANCISCO, CA 94102		501(C)(3) PUBLIC CHARITY	FOR THE JAZZ IN SESSION PROGRAM	25,000.
SAN FRANCISCO YOUTH THEATRE 1446 MARKET STREET SAN FRANCISCO, CA 94102		501(C)(3) PUBLIC CHARITY	FOR THE SPANISH-BILINGUAL THEATRE IN SCHOOLS PROGRAM	20,000.
Total from continuation sheets				

Part XIV 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
SHAKESPEARE - SAN FRANCISCO P.O. BOX 460937 SAN FRANCISCO, CA 94146		501(C)(3) PUBLIC CHARITY	FOR PAID INTERNSHIPS	20,000.
SIDE BY SIDE 300 SUNNY HILLS DRIVE SAN ANSELMO, CA 94960		501(C)(3) PUBLIC CHARITY	FOR THE YOUTHRIVE PROGRAM	25,000.
SOUTH OF MARKET CHILD CARE, INC. 790 FOLSOM STREET SAN FRANCISCO, CA 94107		501(C)(3) PUBLIC CHARITY	FOR EARLY CHILDHOOD EDUCATION PROFESSIONAL DEVELOPMENT	25,000.
SUPPORT FOR FAMILIES OF CHILDREN WITH DISABILITIES 832 FOLSOM ST #1001 SAN FRANCISCO, CA 94107		501(C)(3) PUBLIC CHARITY	FOR EARLY CHILDHOOD EDUCATION PROFESSIONAL DEVELOPMENT	25,000.
TELEGRAPH HILL NEIGHBORHOOD ASSOCIATION PO BOX 1863 LAFAYETTE, CA 94549		501(C)(3) PUBLIC CHARITY	FOR EARLY CHILDHOOD EDUCATION PROFESSIONAL DEVELOPMENT	25,000.
TENDERLOIN NEIGHBORHOOD DEVELOPMENT CORPORATION 201 EDDY STREET SAN FRANCISCO, CA 94102		501(C)(3) PUBLIC CHARITY	FOR THE AFTERSCHOOL PROGRAM	25,000.
TIDES CENTER PO BOX 889385 LOS ANGELES, CA 90088		501(C)(3) PUBLIC CHARITY	FOR THE CHARITABLE PURPOSES OF OASIS FOR GIRLS AND THE ENVISION PROGRAM	40,000.
WATERSIDE WORKSHOPS 84 BOLIVAR DRIVE BERKELEY, CA 94710		501(C)(3) PUBLIC CHARITY	FOR GENERAL SUPPORT	20,000.
WEST CONTRA COSTA PUBLIC EDUCATION FUND 29 6TH ST RICHMOND, CA 94801		501(C)(3) PUBLIC CHARITY	FOR THE ON-CAMPUS RESTORATION PROGRAM AT LINCOLN ELEMENTARY SCHOOL	25,000.
WOMEN'S AUDIO MISSION 542-544 NATOMA ST, #C-1 SAN FRANCISCO, CA 94103		501(C)(3) PUBLIC CHARITY	FOR PAID INTERNSHIPS AND JOB PLACEMENT	30,000.
Total from continuation sheets				

Part XIV 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
YES NATURE TO NEIGHBORHOODS 3029 MACDONALD AVENUE RICHMOND, CA 94804		501(C)(3) PUBLIC CHARITY	FOR THE LEADERSHIP PATHWAYS PROGRAM	30,000.
YOUNG AUDIENCES OF NORTHERN CALIFORNIA 57 POST STREET, SUITE 511 SAN FRANCISCO, CA 94104		501(C)(3) PUBLIC CHARITY	FOR THE ARTS IMPACT FOR LOW INCOME YOUTH PROGRAM	20,000.
YOUNG MEN'S CHRISTIAN ASSOCIATION OF THE EAST BAY 2111 MARTIN LUTHER KING JR WAY BERKELEY, CA 94704		501(C)(3) PUBLIC CHARITY	FOR GENERAL SUPPORT	25,000.

Total from continuation sheets

Part XIV 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
FIRST GRADUATE 594 HOWARD STREET SAN FRANCISCO, CA 94105		501(C)(3) PUBLIC CHARITY	FOR THE MIDDLE SCHOOL PROGRAM	25,000.
HUCKLEBERRY YOUTH PROGRAMS INC. 3450 GEARY BLVD., SUITE 107 SAN FRANCISCO, CA 94118		501(C)(3) PUBLIC CHARITY	FOR THE HUCKLEBERRY ACCESS TO COLLEGE EQUITY ACADEMY	25,000.
JEWISH VOCATIONAL & CAREER COUNSELING SERVICE 548 MARKET ST, PMB 37733 SAN FRANCISCO, CA 94104		501(C)(3) PUBLIC CHARITY	FOR THE SCHOOL PARTNER PROGRAM	60,000.
LINCOLN 1266 14TH STREET OAKLAND, CA 94607		501(C)(3) PUBLIC CHARITY	FOR EARLY CHILDHOOD MENTAL HEALTH CONSULTATION	60,000.
NORTH MARIN COMMUNITY SERVICES 680 WILSON AVENUE NOVATO, CA 94947		501(C)(3) PUBLIC CHARITY	FOR THE PRESCHOOL PROGRAM	50,000.
PAPERMILL CREEK CHILDRENS CORNER 503 B STREET, P.O. BOX 996 SAN FRANCISCO, CA 94956		501(C)(3) PUBLIC CHARITY	FOR GENERAL SUPPORT	25,000.
RICHMOND DISTRICT NEIGHBORHOOD CENTER 741 30TH AVE SAN FRANCISCO, CA 94121		501(C)(3) PUBLIC CHARITY	FOR SCHOOL-BASED ENRICHMENT PROGRAMS	25,000.
SAN FRANCISCO ARTS EDUCATION PROJECT SYDNEY GOLDSTEIN THEATRE, 135 VAN NESS AVENUE #110 SAN FRANCISCO, CA 94102		501(C)(3) PUBLIC CHARITY	FOR THE ARTISTS-IN-RESIDENCE PROGRAM	25,000.
SOUTH OF MARKET CHILD CARE, INC. 790 FOLSOM STREET SAN FRANCISCO, CA 94107		501(C)(3) PUBLIC CHARITY	FOR EARLY CHILDHOOD EDUCATION PROFESSIONAL DEVELOPMENT	25,000.
TENDERLOIN NEIGHBORHOOD DEVELOPMENT CORPORATION 201 EDDY STREET SAN FRANCISCO, CA 94102		501(C)(3) PUBLIC CHARITY	FOR THE AFTERSCHOOL PROGRAM	25,000.
Total from continuation sheets				395,000.

Part XIV 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
WEST CONTRA COSTA PUBLIC EDUCATION FUND 29 6TH ST RICHMOND, CA 94801		501(C)(3) PUBLIC CHARITY	FOR THE ON-CAMPUS RESTORATION PROGRAM AT LINCOLN ELEMENTARY SCHOOL	50,000.
Total from continuation sheets				

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

SOURCE	(A) REVENUE PER BOOKS	(B) NET INVESTMENT INCOME	(C) ADJUSTED NET INCOME
BANK OF AMERICA	17.	17.	
TOTAL TO PART I, LINE 3	17.	17.	

FORM 990-PF OTHER INCOME STATEMENT 2

DESCRIPTION	(A) REVENUE PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME
LOSS ON CHAMBERLAIN TRUST	-683,000.	0.	
TOTAL TO FORM 990-PF, PART I, LINE 11	-683,000.	0.	

FORM 990-PF ACCOUNTING FEES STATEMENT 3

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
ACCOUNTING FEES	33,200.	19,920.		9,960.
TO FORM 990-PF, PG 1, LN 16B	33,200.	19,920.		9,960.

FORM 990-PF OTHER PROFESSIONAL FEES STATEMENT 4

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
FOUNDATION MANAGEMENT	315,675.	31,568.		252,540.
TO FORM 990-PF, PG 1, LN 16C	315,675.	31,568.		252,540.

FORM 990-PF

TAXES

STATEMENT 5

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
STATE FILING FEES	220.	0.		0.
TO FORM 990-PF, PG 1, LN 18	220.	0.		0.

FORM 990-PF

OTHER EXPENSES

STATEMENT 6

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
BANK FEES	30.	30.		0.
DUES AND SUBSCRIPTIONS	750.	150.		525.
INSURANCE AND OTHER	916.	0.		0.
TO FORM 990-PF, PG 1, LN 23	1,696.	180.		525.

FORM 990-PF

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

STATEMENT 7

NAME AND ADDRESS	TITLE AND AVRG HRS/WK	COMPEN- SATION	EMPLOYEE BEN PLAN CONTRIB	EXPENSE ACCOUNT
ADELE K. CORVIN 1660 BUSH STREET, SUITE 300 SAN FRANCISCO, CA 94109	PRESIDENT 1.00	0.	0.	0.
DANA A. CORVIN 1660 BUSH STREET, SUITE 300 SAN FRANCISCO, CA 94109	SECRETARY 1.00	0.	0.	0.
STUART CORVIN 1660 BUSH STREET, SUITE 300 SAN FRANCISCO, CA 94109	TREASURER 1.00	0.	0.	0.
SCOTT CORVIN 1660 BUSH STREET, SUITE 300 SAN FRANCISCO, CA 94109	BOARD MEMBER/AUDIT CHAIR 1.00	0.	0.	0.
PAT LOOMES 1660 BUSH STREET, SUITE 300 SAN FRANCISCO, CA 94109	BOARD MEMBER 1.00	2,550.	0.	0.
WILLIAM GLENN 1660 BUSH STREET, SUITE 300 SAN FRANCISCO, CA 94109	BOARD MEMBER 1.00	1,050.	0.	0.
ALEXANDRA CORVIN 1660 BUSH STREET, SUITE 300 SAN FRANCISCO, CA 94109	BOARD MEMBER 1.00	1,350.	0.	0.
TOTALS INCLUDED ON 990-PF, PAGE 6, PART VII		4,950.	0.	0.